

Bylaws of
**The Republican Party Of
Los Angeles County**
(As Amended June,19, 2021)



16133 Ventura Blvd., Suite 560

Encino, CA 91436

Tel: 818-558-7600

www.lagop.org

Table of Contents

ARTICLE I. NAME	1
ARTICLE II. MISSION	1
ARTICLE III. OBJECTIVES	1
ARTICLE IV. MEMBERSHIP	1
SECTION 1. ELECTION OF MEMBERSHIP.....	1
SECTION 2. TYPES OF MEMBERSHIP.....	2
SECTION 3. REGULAR MEMBERS.....	2
SECTION 4. REGULAR MEMBER ALTERNATES.....	3
SECTION 4. EX-OFFICIO MEMBERS.....	4
SECTION 5. EX-OFFICIO ALTERNATES.....	5
SECTION 6. ASSOCIATE MEMBERS.....	6
ARTICLE V. VOTING AND ALTERNATES	6
SECTION 1. VOTING BY PROXY.....	6
SECTION 2. VOTING RIGHTS OF THE ALTERNATES AND EX-OFFICIO ALTERNATES.....	6
ARTICLE VI. MEETINGS OF THE COUNTY COMMITTEE	7
SECTION 1. ORGANIZATION MEETING.....	7
SECTION 2. COUNTY COMMITTEE MEETINGS.....	9
ARTICLE VII. EXECUTIVE BOARD	10
SECTION 1. COMPOSITION.....	10
SECTION 2. POWERS.....	10
SECTION 3. RESPONSIBILITIES.....	10
SECTION 4. MEETINGS AND DUTIES.....	11
SECTION 5. ADVISORY RESPONSIBILITY.....	11
SECTION 6. PERSONNEL BOARD.....	11
SECTION 7. OTHER DUTIES AND RESPONSIBILITIES.....	11
ARTICLE VIII. COUNTY OFFICERS	11
SECTION 1. CHAIR.....	11
SECTION 2. FIRST AND SECOND VICE CHAIR.....	12
SECTION 3. SECRETARY AND ASSISTANT SECRETARY.....	12
SECTION 4. TREASURER AND ASSISTANT TREASURER.....	12
SECTION 5. VACANCIES.....	12
ARTICLE IX. EMPLOYEES	13
SECTION 1. EXECUTIVE DIRECTOR AND STAFF.....	13
SECTION 2. FINANCE DIRECTOR AND STAFF.....	14
ARTICLE X. FINANCE	15
SECTION 1. UNITED REPUBLICAN FINANCE COMMITTEE (URFC).....	15
ARTICLE XI. BUDGET COMMITTEE	15
SECTION 1. BUDGET COMMITTEE.....	15
SECTION 2. BUDGET SUBMISSION.....	16
SECTION 3. NON-BUDGETED ITEMS EXCEEDING \$500.00.....	16
SECTION 4. CONFLICTS OF INTEREST.....	16
SECTION 5. BIDS.....	16
SECTION 6. FINANCIAL REGULATIONS AND GUIDELINES.....	16
SECTION 7. SPECIAL COMMITTEES.....	17
SECTION 8. FINANCIAL OPERATIONS.....	17

ARTICLE XII. COMMITTEES	17
SECTION 1. APPOINTMENT OF COMMITTEE MEMBERS AND CHAIRS.	17
SECTION 2. STANDING COMMITTEES.	17
SECTION 3. OTHER COMMITTEES.	17
SECTION 4. OFFICERS OF COMMITTEES.....	18
SECTION 5. ADDITIONAL COMMITTEES.....	18
SECTION 6. EXCLUSIONS.....	18
ARTICLE XIII. DISTRICT COMMITTEES	18
SECTION 1. DEFINITION AND MEMBERSHIP.	18
SECTION 2. DUTIES OF ASSEMBLY DISTRICT COMMITTEES.	19
SECTION 3. ELECTION OF OFFICERS OF DISTRICT COMMITTEES.	19
SECTION 4. VACANCY AND SUCCESSION IN THE OFFICE OF DISTRICT CHAIR.....	20
SECTION 5. MEETINGS OF DISTRICT COMMITTEES.....	20
SECTION 6. RULES AND REGULATIONS OF DISTRICT COMMITTEES.....	21
ARTICLE XIV. COMMITTEE VACANCIES.....	21
SECTION 1. DEFINITION OF VACANCY.....	21
SECTION 2. REMOVAL OF MEMBERS FOR ABSENCE.....	21
SECTION 3. FILLING A VACANCY.	22
SECTION 4. EXCLUSIONS.....	24
SECTION 5. MEETING NOTICE.	24
ARTICLE XV. DISTRICT BOUNDARIES.....	24
ARTICLE XVI. INDEPENDENT VOLUNTEER REPUBLICAN CLUBS.....	24
ARTICLE XVII. RESOLUTIONS	25
ARTICLE XVIII. ENDORSEMENTS.....	25
SECTION 1. NON-PARTISAN ELECTIONS.	25
SECTION 2. ENDORSEMENTS FOR PARTISAN ELECTIVE OFFICE IN A TOP TWO, SPECIAL OR RECALL ELECTION	26
SECTION 3. QUALIFICATIONS TO VOTE FOR ENDORSEMENTS, MOTIONS, OR RESOLUTIONS	27
ARTICLE XIX. AMENDMENTS TO BYLAWS	27
SECTION 1. PROPOSED AMENDMENTS.....	28
SECTION 2. NOTICE.....	28
ARTICLE XX. DISTRIBUTION OF BYLAWS	28
ARTICLE XXI. RULES OF ORDER.....	28
APPENDIX I - DEFINITIONS AND GLOSSARY	29
APPENDIX II - LAGOP STANDING RULES	30
SECTION 1. LAGOP STANDING RULES FOR CENSURE.....	30
SECTION 2. SPECIAL RULES OF ORDER FOR LAGOP MEETINGS	30
SECTION 3. SPECIAL RULES FOR ELECTRONIC MEETINGS.....	31

BYLAWS OF
The Republican Party Of
Los Angeles County

(As Amended June 19th, 2021)

ARTICLE I. NAME

The name of this organization shall be the Republican Central Committee of Los Angeles County, also known as, the Republican Party of Los Angeles County (RPLAC) or LAGOP, is hereinafter referred to as the “County Committee,” with present headquarters located at 16133 Ventura Blvd, Suite 560, Encino, CA 91436. The headquarters location may be changed but shall remain within Los Angeles County.

ARTICLE II. MISSION

The mission of the County Committee is to advance the principles, ideals and policies of the Republican Party and to aid in the election of Republican candidates for public office.

ARTICLE III. OBJECTIVES

The objectives of the County Committee shall include, but not be limited to:

1. Encouraging voter registration;
2. Turning out friendly voters;
3. Promoting candidate recruitment and development;
4. Promoting an informed electorate;
5. Supporting fund-raising to finance its activities;
6. Publicizing and aiding activities of volunteers and candidates;
7. Motivating eligible residents to become citizens;
8. Provide volunteers to support endorsed Republican candidates.

ARTICLE IV. MEMBERSHIP

Section 1. Election of Membership

a. The County Committee membership shall consist of seven Regular Members elected from each Assembly district (District Committees) contained either wholly or partially within the county, and the Ex Officio members of the County Party, who reside within that Assembly district. (Elect. Code §7462.) The seven members shall

be elected only for a portion of an Assembly district that is contained within Los Angeles County. (Elect. Code §7402.)

b. The members of Assembly District Committees collectively constitute the Los Angeles County Republican Party Central Committee. (Elect. Code §7463.)

c. At every presidential primary election, a member may be elected to a county central committee to replace a member whose term is expiring. (Elect. Code §7420(a).)

d. When district boundaries are redrawn and districts are renumbered in accordance with the decennial census, a member of a county central committee may run for election in a newly numbered district at the next election even though his or her current term of office has not expired. If a person is elected in the newly numbered district and takes the oath of office, the person is deemed to have resigned from his or her previous district office at that time. (Elect. Code §7420(b).)

Section 2. Types of Membership.

The members of the District Committees and the Ex Officio members of the County Committee constitute the County Central committee. (Elect. Code §7463.) The membership of the County Committee shall consist of six types of members: (1) Regular Members; (2) Regular Member Alternates (hereinafter referred to as "Alternates") (3) Ex-Officio Incumbent Members; (4) Ex-Officio Nominee Members; (5) Ex-Officio Member Alternates (hereinafter referred to as "Ex-Officio Alternates"); and (6) Associate Members. No person shall be entitled to more than one vote on any District Committee. Ex-Officio Incumbents are entitled to a vote on each County Committee to which they are an authorized member.

Section 3. Regular Members.

a. Definition, Term of Office. A Regular Member of the County Committee is an individual who is either duly elected to an Assembly District Committee at the direct presidential primary elections, or appointed according to Article XV, Section 3, of these Bylaws. Each elected Regular Members term of office shall be four years, commencing effective as of the date of the Organization Meeting in presidential election years, and as noted in Article VI, Section 1.a. An appointed Regular Member shall serve the remainder of the four-year term to which appointed.

b. Qualifications/Eligibility. An elected or appointed Regular Member of the County Committee shall have been registered as a member of the Republican Party for not less than one year prior to election or appointment. The member shall reside in the District to which they were elected or appointed. If requested by the County Chair, District Chair, or the County Executive Director, at any time during a member's term of office, a member shall provide proof of residency, other than voter registration, to the satisfaction of the County Chair.

c. Removal and Censure.

(1) Disloyalty to Party. The County Committee may remove for cause any Member, other than an Ex-Officio member, who:

- During their term of office, affiliates with or registers as a member of another Party (Elect. Code §7413);
- Publicly advocates that voters should not vote for the nominee of the Republican Party for any office (Elect. Code §7413);
- Gives support to or avows a preference for a candidate of another party for partisan office (Elect. Code §7413); or
- Gives support to or avows a preference for a candidate of another party who is opposed by a candidate nominated by the Republican Party. (Elect. Code §7413.) As used in this section, “nominated” shall include any candidate who receives the endorsement of the County Committee for any office within Los Angeles County.
- Engages in physical or verbal conduct that tends to bring the Republican Party or the County Committee into disrepute; that publicly disparages the County Committee or its members; or that delays, obstructs, or disrupts the meetings or business of the County Committee or of a District Committee.

(2) Removal of Residence. The removal of residence by a Regular Member from the Assembly District from which they were elected or appointed shall constitute automatic resignation from the County Committee. (Elect. Code §§7410, 7412, 7468.)

(3) Censure. The County Committee may formally censure any Member for cause. Rules for censure shall be a part of the Standing Rules of the County Committee. A District Committee may not censure any person without approval of the County Committee.

Section 4. Regular Member Alternates.

a. **Definition.** Each Regular Member of the County Committee is authorized to appoint an alternate member. (Elect. Code §7406.)

b. **Term of Office.** An Alternate’s term of office runs concurrently with that of the Appointing Member.

c. **Qualifications/Eligibility.** An Alternate shall meet the same qualifications as a Regular Member, may attend meetings of the County Committee, but may vote only in the absence of, and with the written authorization of, the appointing Regular Member. A Regular Member Alternate, must reside in the district of the appointing power. (Elect. Code §7406.)

d. **Removal.** An Alternate serves at the pleasure of the Appointing Regular Member and may be removed at any time by that Regular Member. An Alternate is automatically removed if the Appointing Member ceases to be a Member. In addition, removal of an Alternate is mandatory under the provisions of Section 3.c. in this Article.

Section 5. Ex-Officio Members.

a. Definition. Term of Office. The membership and term of office of an Ex-Officio Member of the County Committee shall be specified in the California Elections Code, Ch. 4, §§ 7404 & 7405 as amended from time to time.

b. Qualifications/Eligibility. A nominee for legislative partisan office is qualified to be an Ex-Officio Member of the County Committee if the legislative district in which nominated contains at least one voting precinct in Los Angeles County. A nominee for Board of Equalization, state constitutional office, United States Senate, or any other federal elected partisan office is qualified to be an Ex-Officio Member of the County Committee provided the nominee's primary residence is in Los Angeles County.

(1) For the purpose of determining the "nominee" as it pertains to establishing Ex-Officio Members of the County Committee, the Republican "nominee" is the person who qualified as the only Republican candidate after a "top-two" first round election and proceeded to the general election.

(2) If two Republicans emerge from the "top-two" election, only the winner of the general election shall be considered an Ex-Officio Member.

(3) If no Republican candidate emerges from the "top-two" election, then the Republican with the highest number of votes in the primary shall be considered the "nominee."

(4) In all cases, when a Republican candidate is elected to a partisan office as listed above, that candidate shall be considered the Ex-Officio" member.

(5) In the event a Regular Member should qualify, during his term of office as an Ex-Officio Member as a result of his running for office, that member must make a choice between taking the Ex-Officio seat on the Central Committee or retaining his Regular Member seat. Only one seat can be held by that member. No person may be appointed to any vacant Ex-Officio seat on any County or District Committee.

c. Rights and Privileges. Ex-Officio Members, shall be entitled to all the rights and privileges, including the right to vote, and shall have the same standing in every way as Regular Members, except they shall not be entitled to a ballot designation of incumbent upon seeking election to the County Committee in the next direct primary. (Elect. Code §7404.)

(1) An Ex-Officio Incumbent member whose area of representation overlaps more than one District Committee, is entitled to standing, and the right to vote, on a single District Committee within their area of representation, as they shall so designate.

(2) An Ex-Officio Nominee member whose area of representation overlaps more than one Assembly District Committee, is entitled to standing, and the right to vote, in the Assembly District Committee where they reside.

d. Removal and Censure.

(1) The removal of residence from, or the lack of residence in, Los Angeles County by an Ex Officio Nominee shall constitute automatic resignation from the County Committee. (Elect. Code §§7410, 7412, 7468.) All Ex-Officio Members are subject to same censure rules as Members (Article IV, Section 3.c, but cannot be removed for attendance. Ex-Officio Members may be excluded from attendance at County Committee meetings, and from voting on County Committee business and resolutions on the same grounds as for removal of a member. (RROO Chapter XX; §61:2 and 61:6 (NR 12th Ed.))

(3) Ex-Officio Nominee Members who remove their residence from the jurisdiction of the District Committee where they ran for office, but who remain residents of Los Angeles County, shall continue as Ex-Officio Members of the County Committee, but no longer as a Members of the District Committee. Such Ex-Officio Members shall not be appointed to a new District Committee as an Ex-Officio Member.

Section 6. Ex-Officio Alternates.

a. **Definition, Term of Office.** Each Ex-Officio Member may appoint one Alternate for a term to run concurrently with that of the appointing Ex-Officio Member, as follows:

(1). An Ex Officio Incumbent member may appoint an alternate member without authorization from the County Committee if the member desires to appoint an alternate. (Elect. Code §7406.)

(2) An Ex-Officio Nominee member may appoint an alternate member, with authorization of the County Committee if that member desires to appoint an alternate. (Elect. Code §7406.)

(3) The alternate member shall have the right to vote only with the written authorization of the appointing member. An alternate member of a committee shall be subject to the rules and regulations of the committee. (Elect. Code §7406.)

b. **Qualifications/Eligibility.** An Ex-Officio Alternate member must meet the same qualifications as a Regular Member, and may vote only in the absence of, and with the written authorization of, the appointing Ex-Officio Member. An Ex Officio Alternate is otherwise subject to all rules and regulations of the committee; except that an Ex Officio Incumbent Alternate, need not reside in the district of the appointing member, but may anywhere within Los Angeles County. (Elect. Code §7406.)

c. **Removal.** An Ex-Officio Alternate serves at the pleasure of the appointing power and may be removed at any time for any reason by that Member. An Ex-Officio Alternate is automatically removed if the appointing power ceases to be a member.

d. In addition, removal of an Ex-Officio Nominee Alternate may be made by the County Committee per the provisions of Section 3.c., of this Article. The provisions for removal shall not apply to Ex-Officio Incumbent Alternate, who may only be removed at the discretion of the appointing member. (Elect. Code 7406.)

Section 7. Associate Members.

a. Definition, Term of Office. To be an Associate Member of the County Committee, an individual shall either be elected by majority vote of the Assembly District Committee members present, or as At-Large Associate Member, by appointment of the Chair of the County Committee. The term of office shall be the same as the term of office of those electing or appointing the Associate Member.

b. Qualification/Eligibility. Any registered Republican whose residence is in Los Angeles County is qualified to be an Associate Member.

c. Voting. Associate members shall not have the right to vote.

d. Removal. An Associate Member serves at the pleasure of the appointing power and may be removed at any time for any reason by the appointing power or upon vote of the County Committee for any reason.

ARTICLE V. VOTING AND ALTERNATES

Section 1. Voting by proxy.

Voting by proxy shall be expressly prohibited at any meetings of the County Committee, or at meetings of a District Committee. This section shall not be construed to prohibit Alternates or Ex-Officio Alternates from being counted to determine a quorum or from voting, in the absence of the appointing power.

Section 2. Voting Rights of the Alternates and Ex-Officio Alternates.

Except as may be otherwise provided in these Bylaws, with the written permission of the Regular Member, or Ex-Officio Member who appointed them, an Alternate, or Ex-Officio Alternate, shall have the right to vote at County Committee meetings, as well as at Assembly District Committee meetings, and shall be counted to determine the presence of a quorum in the absence of the appointing power. Such written permission or authorization shall continue in full force and effect for the term of the appointing power until revoked in writing or until such authorizing appointing power shall no longer be a member of the County Committee for any reason whatsoever. Alternates and Ex-Officio Alternates may vote only in the absence of the appointing power. (See, Elect. Code §7406.) A County Committee Member is authorized to vote on an endorsement motion, or resolution, only if that Member is in good standing in accordance with Article V, Section 2., and has been registered or appointed to the qualifying position with the County Committee for not less than 14 days prior to the vote.

ARTICLE VI. MEETINGS OF THE COUNTY COMMITTEE

Section 1. Organization Meeting.

a. **Time and Place.** The Organization Meeting shall be held during December or January following the November general election in even-numbered years at a time and place to be determined by the Executive Board, or by the Chair if the Executive Board fails to act prior to the adjournment of the November monthly LAGOP meeting in even-numbered years.

b. **Voting Eligibility.** The following individuals are eligible to vote at the start of the Organizational Meeting:

(1) Regular Members and Ex-Officio Members who are not incumbent officeholders, whose names appear as winners in the results published by the Registrar of Voters, and who have submitted to the County Committee staff signed Oaths of Office in the form set forth in Section 3 of Article XX of the State Constitution;

(2) Ex-Officio Members who are incumbent officeholders;

(3) Alternates and Ex-Officio Alternates who have written authorization from their appointing Member or Ex-Officio Member (except for incumbent officeholders) and have previously submitted to the County Committee staff a signed appointment form as prescribed by the Committee. Said Alternates and Ex-Officio Alternates may vote only in the absence of the Appointing Power.

(4) The Credentials Committee may deem late arrivals eligible to vote on items of business subsequent to the Credentials Committee report.

c. **Order of Business.** The Order of Business of the Organization Meeting shall be as follows:

(1) Call to order by the outgoing Chair or, in absence, by the outgoing 1st or 2nd Vice Chair;

(2) Invocation and Pledge of Allegiance;

(3) Oath of Office ceremony;

(4) Adoption of Temporary Rules, (i.e., existing Bylaws);

(5) Nomination and election of a Temporary Chair. The Temporary Chair shall be a Regular Member or Ex-Officio Member of the County Committee.

(6) Appointment of a Temporary Secretary, Temporary Sergeant-at-Arms, Temporary Parliamentarian, and Temporary Chairs and members of the following Committees, to serve for the duration of the Organization Meeting.

(a) **Credentials Committee**, whose duties shall be to consider any disputes regarding eligibility of Regular Members, Ex-Officio Members, Alternates, or

Ex-Officio Alternates to vote at the Organizational Meetings, and to make recommendations regarding same.

(b) **Bylaws/Rules Committee**, whose duties shall be to recommend rules for the conduct of the Organization Meeting not otherwise specified in these Bylaws.

(c) **Resolutions Committee**, whose duties shall be to consider all resolutions submitted by Regular Members or Ex-Officio Members and make recommendations regarding same.

(d) **Nominating Committee**, whose duties shall be to recommend a candidate for each County Officer position.

(e) **Any Other Committee** as may be deemed advisable by the body. Said Temporary Officers, Committee Chairs, and Committee members shall be Regular Members or Ex-Officio Members of the County Committee.

(7) Recess for caucuses of Assembly District Committees solely for the election of officers and representatives as provided for in Article XIII, Section 3; followed by continuing recess for Temporary Committee meetings.

(8) Reconvene meeting to receive reports of Temporary Committees:

- (a) Credentials Committee;
- (b) Rules/Bylaws Committee;
- (c) Resolutions Committee;
- (d) Nominating Committee.

The report of the Nominating Committee shall be deemed a nomination, but additional nominations may be made from the floor. Only Regular Members or Ex-Officio Members shall be eligible to be nominated for County Officer positions.

(9) Election of a permanent Chair, First Vice Chair, Second Vice Chair, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer. Voting shall be by secret ballot, except in the case of unopposed nominees.

(10) Report of tellers and declaration of results of election.

(11) Reports of any other committees.

(12) Appointment of Escort Committee for purpose of escorting new Chair to the podium.

(13) Adjournment.

Section 2. County Committee Meetings.

a. **Frequency of Meetings.** Meetings of the County Committee may be convened at any time upon the call of the County Chair. The County Chair shall call at least one meeting of the County Committee each quarter of each year.

b. **Notice Requirement.** Meetings of the County Committee shall require at least ten (10) days advance written notice to all Regular Members, Ex-Officio Members, and Alternates. Written notice may be delivered in person, by U.S. Mail, email, or other electronic means capable of sending written notice to members of the Committee.

c. **Request for Meeting by Regular Members and Ex-Officio Members.** At the written request of any thirty (30) Regular Members and/or Ex-Officio Members of the County Committee, the Chair shall send by mail, email, or other electronic means customarily used to send a notice of a meeting of the County Committee, within ten (10) days of such request.

d. **Refusal by Chair to Call Meeting.** If the Chair of the County Committee refuses to call a meeting, a meeting may be called upon five (5) days' notice by a majority of the members of the Committee. (Ref: Art. IV, Sec. § 7444 of the Elections Code, as amended from time to time.)

e. **Purpose of Meetings.** County Committee meetings called pursuant to Sections 2.a. through 2.c., in this Article, are the purpose of transacting any and all business of the members of the County Committee. No specific purpose for the meeting need be stated in the notice thereof, except for specially called meetings. It is in the discretion of the Chair, subject to motion of the County Committee, to permit or exclude nonmembers or guests at meetings.

f. **Order of Business.** The order of Business at all County Committee meetings (except for the Organization Meeting) shall be:

- (1) Call to Order;
- (2) Invocation and Pledge of Allegiance;
- (3) Items on the published agenda, which shall be distributed prior to the time the meeting, is called to order.

g. **Definition of Quorum.** A quorum of the County Committee shall consist of thirty-three and one-third percent (33 1/3%) of the Regular Members and Ex-Officio Members to conduct all business except changing of the Bylaws or removal of a County Officer. A quorum shall consist of fifty-one percent (51%) of the Regular Members and Ex-Officio Members in order to change the Bylaws or remove a County Officer. Once a quorum is established, it shall be deemed to continue throughout the meeting until the meeting is adjourned.

h. **Meeting Locations.** Meetings of the County Committee may be held in person at any appropriate location designated by the Chair of the County Committee within the geographic area of the County of Los Angeles.

i. **Meetings Held Electronically.** Except as otherwise provided in these bylaws, meetings of the Committee may be conducted in accordance with the Standing Rules (Appendix II) through use of Internet meeting services designated by the Chair that support anonymous voting and support visible displays identifying those participating, identifying those seeking recognition to speak, permitting the retrieval the text of pending motions, and showing the results of votes. Electronic meetings shall be otherwise subject to all rules adopted by the Committee to govern them, which may include any reasonable limitations on, and requirements for members' participation. An anonymous vote conducted through the designated Internet meeting service shall be deemed a ballot vote, fulfilling any requirement in the bylaws or rules that a vote be conducted by ballot.

ARTICLE VII. EXECUTIVE BOARD

Section 1. Composition.

a. The Executive Board (Executive Board) shall consist of the Officers of the County Committee, to wit:

Chair	Assistant Secretary
First Vice Chair	Treasurer
Second Vice Chair	Assistant Treasurer
Secretary	

b. **Sergeant-at-arms.** The Chair shall appoint a Sergeant-at-Arms with the approval of the Executive Board. The Sergeant-at-Arms shall not have a vote on the Executive Board by virtue of this office. The Sergeant-at-Arms shall perform the required duties at County Committee Meetings and Executive Board Meetings.

c. **Parliamentarian.** The Chair may appoint a Parliamentarian, who should be a Registered Parliamentarian, to serve as the Chair's advisor at meetings of the County Committee and Executive Board. If person so appointed is a Registered Parliamentarian, that person need not be a member of LAGOP. The Parliamentarian shall not have a vote by virtue on the Committee of the Executive Board by virtue of this office.

Section 2. Powers.

The Powers of the County Committee shall be vested in the Executive Board to the extent set forth in these Bylaws.

Section 3. Responsibilities.

The Executive Board shall be responsible for, but not limited to, the following areas of activity:

a. Accomplish the mission and objectives of the County Committee as stated in Article II - Mission and Article III - Objectives.

b. Raising of, or the authorization for raising, necessary funds to carry on the full time, aggressive Party program of the County Committee, and the

expenditure of such funds, as provided for in Article XII - Budget & Publication Committees.

c. To conduct and have charge of the Party campaign under the general direction of the State Central Committee or the Executive selected by the State Central Committee. (See Article IV, Section § 7440, California Elections Code.)

Section 4. Meetings and Duties.

The Executive Board shall meet as frequently as the Chair requires to consider, evaluate, and act upon matters concerning the operation of the County Headquarters, Executive Director, Finance Director, Treasurer and the various Committees and programs of the County Committee. The Executive Board may meet in person, electronically, by telephone conference, video conference, internet meeting software, or any other electronic means allowing for two-way communication, as directed by the Chair.

Section 5. Advisory Responsibility.

The Executive Board shall act as an advisory body and may make recommendations to the Chair.

Section 6. Personnel Board.

The Executive Board shall act as the Personnel Board for the County Headquarters for the purpose of setting job classifications, and salary ranges for all County Committee personnel. The Chair may refer to the Executive Board any matter related to personnel administration that may be presented by a Regular Member, Ex-Officio Member, or any employee of the County Committee.

Section 7. Other Duties and Responsibilities.

Specific further duties and responsibilities of the Executive Board may be provided for in these Bylaws.

ARTICLE VIII. COUNTY OFFICERS

Section 1. Chair.

The Chair of the County Committee shall be its Chief Executive Officer and shall call and preside at all meetings of the County Committee and the Executive Board. Additionally, the Chair:

a. Shall carry into effect, or cause to be carried into effect, the views and orders of the County Committee and the Executive Board.

b. Shall perform such specific duties as may be prescribed elsewhere in these Bylaws, or such as may be assigned by the Executive Board;

c. Shall have authority, by and with the advice and consent of the Executive Board, to appoint committees other than those prescribed herein;

d. Shall have authority, by and with the advice and consent of the Executive Board, to manage and supervise the affairs of the County Committee through the Executive Director and the Treasurer as provided for in these Bylaws;

e. When not a specific voting member of a Committee listed in these Bylaws the Chair shall be a non-voting Ex-Officio member of all such committees.

Section 2. First and Second Vice Chair.

In the absence or the disability of the Chair, the Vice Chairs, in order, shall perform all of the duties of the Chair. When so acting, such officer shall have the powers of, and be subject to, all the restrictions placed upon the Chair. The Vice Chairs shall perform such duties as may be delegated by the Chair, Executive Board, or the County Committee. They shall succeed respectively, to the office of Chair and First Vice Chair in the event of Vacancies as set forth in Section 5 of this Article.

Section 3. Secretary and Assistant Secretary.

The Secretary shall keep accurate and complete records of the meetings and proceedings of the Executive Board, and the County Committee. The Secretary shall also perform such duties as may be delegated by the Chair, Executive Board, or County Committee. The Assistant Secretary shall assist the Secretary and shall perform such other additional duties as may be similarly delegated. The responsibility to take minutes of the County Committee, at any given meeting, may be delegated to another person under the supervision of the Secretary, with the approval of the County Chair.

Section 4. Treasurer and Assistant Treasurer.

The Treasurer shall have the responsibility to review all the financial operations of the County Committee and shall perform such duties as may be delegated by the Chair, Executive Board, or County Committee. The Assistant Treasurer shall assist the Treasurer and shall perform such other duties as may be similarly delegated. The Treasurer shall be an Ex-Officio voting member of both the United Republican Finance Committee (URFC) and the County Budget Committee.

Section 5. Vacancies.

a. Vacancy and Succession in the Office of the County Chair.

(1) In case a vacancy shall occur in the office of County Chair by reason of death, resignation, or incapacity, the First Vice Chair shall become the Chair, and the Second Vice Chair shall become the First Vice Chair.

(2) In the event a vacancy shall occur in the office of County Chair by reason of impeachment or removal as provided for in Article IV, Section 2.c., the First Vice Chair shall become acting Chair until a meeting of the County Committee shall be held, at which meeting a new County Chair shall be elected. In such latter event, the First Vice Chair shall, within (10) days of the vacancy occasioned by the removal, issue a call for a meeting of the County Committee, giving not less than fourteen (14)

days nor more than thirty (30) days' notice thereof, for the purpose of electing a successor County Chair.

(3) The call for such meeting and notice thereof shall include the day, date, hour, and place where such meeting shall be held. Should the First Vice Chair fail to act within twenty (20) days, the duty of calling such meeting shall devolve upon the Second Vice Chair to act within an aggregate of thirty (30) days from the notice of such meeting.

(4) The notice for any such meeting shall be given to the members of the entire County Committee by the delivery means customarily used to for noticing regular meetings.

b. Vacancy and Succession In Other County Offices.

(1) Except at the Organizational Meeting, in case a vacancy occurs for any reason in the following offices, the respective vacancy shall be filled as follows:

First Vice Chair	filled by Second Vice Chair
Secretary	filled by Assistant Secretary
Treasurer	filled by Assistant Treasurer

(2) In case a vacancy occurs in any office other than Chair, and in case the offices set forth in Section 5.b.(1) in this Article are not filled for any reason, such vacancy(ies) may be filled by election at any regular or specially called meeting of the County Committee, provided notice of the meeting includes information that such vacancy exists and shall be filled at the meeting.

(3) In the event a person already holding an office is elected to fill an office that is vacant, thereby creating a vacancy in the other office, the election to fill such newly created vacancy may be held at the same meeting without further notice being given or required.

c. Vacancy Created by Disciplinary Action.

A vacancy exists following disciplinary action which results in the removal from office of any County Committee officer, conducted in accordance with *Robert's Rules of Order, Newly Revised*, current released edition, Chapter XX, Disciplinary Procedures.

ARTICLE IX. EMPLOYEES

Section 1. Executive Director and Staff.

The Executive Director shall be accountable to and report directly to the County Chair and shall be the Chief Administrative Officer of the County Committee. The Executive Director shall work closely with all County Officers and Committee Chairs and assist them in fulfilling the objectives of the County Committee and its subdivisions. The Executive Director shall be hired by the County Chair, with the advice and consent of the Executive Board. The following provisions relate to the Executive Director and staff:

- a. Job descriptions for the Executive Director shall be adopted by the Executive Board; and for the Executive Director's staff, by the Executive Board working with the advice of the Executive Director.
- b. The Executive Director shall have the authority to hire and terminate staff employees.
- c. The Executive Director shall be bound by fiscal controls provided by the Treasurer, the Executive Board, and these Bylaws.
- d. The Executive Director shall consult with the Executive Board as frequently as either the Executive Director or the Executive Board deems necessary to maintain a harmonious and efficient operation.
- e. The Chair may call upon the Executive Director to report at meetings of the Executive Board and County Committee, including reporting on behalf of staff members.
- f. The Executive Director shall be responsible for safekeeping of all County Committee property, records, and other effects.
- g. The Executive Director shall be responsible for proper purchasing practices and procedures for adhering to the budget and for maintaining fiscal liaison with the Treasurer, subject to review by the Chairman and the Executive Board).

Section 2. Finance Director and Staff.

- a. The Finance Director shall be the chief fundraiser of the County Committee. The Finance Director shall be selected by the United Republican Finance Committee (URFC) Chairman with the advice and consent of the Executive Board and shall report to the URFC Chairman on a regular basis as well as to the County Chairman, the County Committee, and Executive Board, maintaining communication with the Executive Director and Treasurer.
- b. The Finance Director shall have supervision of the URFC staff and shall have the authority to select and terminate staff employees.
- c. The Finance Director and staff shall be subject to the provisions of these Bylaws, including fiscal controls contained herein.
- d. Should it be deemed desirable for the Finance Director to be an independent contractor, the County Chair, after consultation with the URFC Chair, may contract with an eligible person to be appointed Finance Director with the advice and consent of the Executive Board and the URFC Chair. Compensation and contracts shall be negotiated by a committee composed of the Executive Board and URFC Chair.

ARTICLE X. FINANCE

Section 1. United Republican Finance Committee (URFC).

The URFC is the official fund-raising committee of the County Committee. The County Chair, with the approval of the Executive Board, shall have direction over fund-raising projects. Funds raised by the URFC, its members, its staff or through use of the County Committee's facilities, shall be transmitted directly to the County Committee's Treasurer, who shall maintain such funds as required by law and these Bylaws.

a. **Selection of Membership.** The URFC shall be selected by the County Chair with the advice and consent of the Executive Board and shall serve at the pleasure of the Executive Board. No fewer than ten (10) Regular Members or Ex-Officio Members of the County Committee shall be included in the membership of the URFC, including the County Chair and County Treasurer. The URFC Chair appointed by the County Chair with the advice and consent of the Executive Board, need not be a Regular Member or Ex-Officio Member of the County Committee.

b. **Subcommittees.** The URFC Chair with the advice and consent of the Executive Board shall appoint such committees as may be necessary to fulfill the mission of the URFC. These committees shall establish internal regulations and guidelines consistent with State and Federal law and these Bylaws. Copies of these regulations and guidelines shall be kept on file with the County Chair.

ARTICLE XI. BUDGET COMMITTEE

Section 1. Budget Committee.

a. The members of the Budget Committee shall be appointed from among the Regular Members and Ex-Officio Members of the County Committee by the County Chair with the advice and consent of the Executive Board and shall serve at the pleasure of the Executive Board.

b. The Budget Committee shall supervise and control the following funds:

(1) Headquarters Facilities Fund;

(2) Headquarters General Fund;

(3) Precinct Organization Fund;

(4) Special additional funding committees, which may be established pursuant to Section 8 of this Article.

c. The Budget Committee shall submit budgets for these County Committee funds to the Executive Board for approval. Regulation for the conduct of the Budget Committee operations may be developed by the Executive Board.

Section 2. Budget Submission.

Budgets referred to in Section 1 of this Article shall be submitted semi-annually and, upon the required approvals, shall constitute the authority for the expenditure of funds. Supplemental items or deletions to any budget may be submitted from time to time. No later than thirty (30) days prior to the end of the term of office for a given County Committee, an interim three (3) month budget shall be adopted for the first three (3) months of the term of the successor County Committee. The new County Committee may amend the interim budget.

Section 3. Non-budgeted Items Exceeding \$500.00.

As relates to the budget, which shall be adhered to item by item and line by line, non-budgeted items exceeding \$500.00 shall be referred to the Executive Board for its approval; a majority vote of the entire Executive Board, in person or by phone, is required, provided that such expenditures shall not exceed monies provided for in the budget for contingency reserves. Non-budgeted items under \$500.00 may be approved by the Chair, Treasurer or Executive Director. Multiple authorizations under \$500.00 shall not be used to circumvent the requirement for obtaining Executive Board approval for items in excess of \$500.00.

Section 4. Conflicts of Interest.

No Regular Member or Ex-Officio Member of the County Committee shall receive any remuneration except for prescribed expense reimbursements, and no Regular Member or Ex-Officio Member shall be an employee of or contract with the various arms of the County Committee, unless such individual first resigns their membership, or is specifically approved by vote of the County Committee. Notwithstanding the foregoing, any business owned or controlled by a Regular Member or Ex-Officio Member may deal with the County Committee if such dealings are the results of selecting an acceptable bid from a minimum of three (3) competitive bids. This Section shall not apply to short-term special events, subject to the approval of the Executive Board, or to services to a candidate's campaign organization.

Section 5. Bids.

Bids shall be required for all expenditures in excess of \$500.00 excepting regular monthly expenditures such as rent, utilities and repeat orders of routine supplies or services originally entered as a result of bids.

Section 6. Financial Regulations and Guidelines.

Financial regulations and guidelines may be adopted by the Executive Board provided they are consistent with these Bylaws. It shall be a requirement that all bank accounts of the County Committee be two-signature accounts; however, only one signature shall be required on checks drawn for less than \$200. It shall be the responsibility of the Treasurer to maintain a current compendium of such regulations and guidelines, and shall furnish current copies periodically to all affected staff members and Committee Chairs semiannually, or more frequently if necessary, to the Executive Board.

Section 7. Special Committees.

Other special committees of a fund-raising, fund-disbursing, educational or similar nature may be appointed by the County Chair with the advice and consent of the Executive Board. Such special committees shall be subject to the provisions of these Bylaws and such other regulations as may be adopted from time to time.

Section 8. Financial Operations.

No obligations shall be incurred regardless of budgetary authority, unless sufficient monies covering same are on deposit in the account of the County Committee or can reasonably be expected to be on deposit at the time the obligation is to be paid or otherwise satisfied.

ARTICLE XII. COMMITTEES

Section 1. Appointment of Committee Members and Chairs.

All Committees and their Chairs shall be appointed by the County Chair, with the advice and consent of the Executive Board, at whose pleasure such committees and their Chair shall serve. This section shall not apply to the United Republican Finance Committee.

Section 2. Standing Committees.

a. Standing committees of the County Committees shall be:

- (1) Rules and Bylaws Committee
- (2) Resolutions Committee
- (3) Legal Committee

b. Except as specifically mentioned in these Bylaws for a given Committee, the membership and Chairs of all Standing Committees shall be limited to Regular Members, Ex-Officio Members, Alternates and Ex-Officio Alternates of the County Committee.

Section 3. Other Committees.

In addition to Regular Members, Ex-Officio Members, Alternates and Ex-Officio Alternates, persons who are registered Republicans in Los Angeles County may be members of the following Committees provided that the number of non-Regular Members does not exceed forty percent (40%) of the membership of any Committee. The Chair of each committee shall be appointed by the County Chair, with the advice and consent, of the Executive Board.

- a. Precinct Operations and Voter Registration Committee
- b. Candidate Research and Development Committee
- c. Young Republicans Committee (ages 18-40 years old)
- d. Independent Volunteer Republican Clubs Committee
- e. Technology Committee
- f. Assembly District Building Committee.

Section 4. Officers of Committees.

Each Committee shall have a Chair and a Secretary, and if deemed advisable by particular Committee, a Vice Chair. Committees shall select their officers, with the exception of the Chair, from their membership.

Section 5. Additional Committees.

Additional Committees may be created and appointed as is deemed necessary by the County Chair on an interim basis pursuant to the provisions of Sections 1 through 4 of this Article.

Section 6. Exclusions.

The Executive Board provided for in Article VII, the Finance Committee provided for in Article X, the Budget Committee provided for in Article XI, and the District Committees provided for in Article XIII, are subject to the organizing and operating procedures of those respective Articles, and, accordingly, are specifically excluded from the provisions of this Article.

ARTICLE XIII. DISTRICT COMMITTEES

Section 1. Definition and Membership.

a. There shall be a Committee in each of the Assembly Districts, lying wholly or partially within Los Angeles County, which shall be known as the “___ Assembly District Committee (hereinafter “District Committee”). (Elect. Code §7461.)

b. Each District Committee shall consist of the persons elected to the County Committee (Regular Members and Ex-Officio Members) residing within the respective Assembly Districts. (Elect. Code §7462.)

c. The number of elected Regular Members in each Assembly District shall be seven (7), unless otherwise stated by law. (Elect. Code §7402.)

d. The District Committees may elect officers and undertake any action as the bylaws of the County Committee provide. (Elect. Code §7464.) District Committees are a sub-part of the County Committee, and as such, may undertake any action as these Bylaws provide, are not authorized to take any action in contravention to them or any Rules of the County Committee.

Section 2. Duties of Assembly District Committees.

It shall be the mission of the District Committees to get Republicans elected within their district area.

a. To accomplish their mission, the District Committees shall:

- (1) Recruit new Regular Members, Alternate Members and Associate Members;
- (2) Educate Voters;
- (3) Coordinate campaigns
- (4) Organize precincts;
- (5) Conduct candidate research and development;
- (6) Operate local headquarters;
- (7) Sponsor Independent Republican Clubs;
- (8) Aggressively present the Party and its Candidates to the electorate in such ways as to enhance the probability of a Republican victory at each election;
- (9) Increase support of Republican officeholders and their programs between elections;
- (10) Participate in Voter Integrity programs;
- (11) Keep the County Committee informed when AD Committee meetings are to be held and when the AD Committee is planning to host an event; and,
- (12) Provide the County Committee with a copy of the approved minutes for all District Committee meetings.

b. District Committees shall work in conjunction with the County Committee and other Assembly Districts on all the above items (1) through (12) to assist the County Committee in accomplishing its mission.

Section 3. Election of Officers of District Committees.

a. At the Organizational Meeting of the County Committee, as provided for in Article VI - Meetings of the County Committee, District Committees shall organize by the election of a Chair, Vice Chair, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer for a term of up to two years as determined by the Members of the District Committee. If a District Committee lacks sufficient elected Regular Members to constitute a voting quorum (4 or more Regular Members), then that District Committee is without power to elect officers until enough vacancies are filled by appointment to create such a voting quorum. The District Committee may schedule its election of officers as soon as sufficient members are elected or appointed to constitute the required voting quorum.

b. The various District Committee Officers shall serve at the pleasure of their respective District Committees. The Chair and Vice Chair of the Committee shall be either a Regular Member or Ex-Officio Member of that District Committee; the Secretary and Treasurer of a District Committee shall be either a Regular Member, Ex-Officio Member, Regular Member Alternate or Ex-Officio Alternate of that District Committee; the offices of Assistant Secretary and Assistant Treasurer may be filled by either a Regular Member, Ex-Officio Member, Regular Member Alternate, Ex-Officio Alternate or Associate Member of the District Committee.

Section 4. Vacancy and Succession in the Office of District Chair.

a. In the case of the disability of a District Chair, or in the event that a vacancy shall occur in that office by reason of death, resignation or removal, the duties of the Chair shall devolve upon the Vice Chair, if there be one, or the Secretary if there is no Vice Chair, which persons shall discharge the duties of District Chair until such vacancy shall have been duly and regularly filled by the election of a successor Chair.

b. In the event of any vacancy as specified, the Acting Chair shall, within ten (10) days, issue a call for a meeting of the District Committee with not less than fourteen (14) days nor more than thirty (30) days' notice thereof to elect a new District Chair. The notice of such meeting shall include the day, date, hour, and place where such meeting will be held. If the Acting Chair fails to call a meeting within thirty (30) days of a vacancy occurring in the office of District Chair, the County Chair may call and conduct a District Committee meeting for the purpose of electing a new Chair, giving notice for such meeting as set forth in this Section.

Section 5. Meetings of District Committees.

a. The District Committee may be convened at any time upon the call of the District Chair or upon the written call signed by not less than six (6) Regular Members and/or Ex-Officio members. It shall be the duty of the District Chair to preside at such meetings and the District Chair shall be entitled to vote on all business.

b. Notice of meetings called by the District Chair shall be given by the District Secretary to each Regular Member, Alternate Member and Ex-Officio Member of the District Committee as provided for in this Section.

c. When meetings are called by Regular Members and/or Ex-Officio Members of the District Committee, at least five (5) days' notice in writing shall be given in advance of such meetings to all Regular Member and Ex-Officio Members and such notice shall likewise state the purpose for which the meeting is being called. Notices of time and place of all meetings of the District Committees shall be sent to the Chair and Secretary of the County Committee.

d. Minutes from all District Committee meetings shall be forwarded to the Secretary of the County Committee and a copy to be sent electronically to the County Party office within ten (10) days of such meeting. In the event the minutes are amended or corrected at a subsequent meeting, such amended or corrected minutes should be sent to the Secretary of the County Committee and to the County Party office within ten (10) days of such correction or amendment.

e. **Frequency of meetings.** The District Committees shall meet, preferably monthly but at a minimum, quarterly, and such meetings shall be called by written notice as specified in Section 6.a. of this Article.

f. **Meeting Locations.** Meetings of a District may be held in person at any appropriate location designated by the Chair of the District Committee preferably within the geographic area of the District. District Committee meetings may be held at any place or in any manner as otherwise provided in these Bylaws for meetings of the County Committee, to include by electronic means.

Section 6. Rules and Regulations of District Committees.

Bylaws and standing rules for any District Committee are hereby authorized for adoption as may be deemed necessary and proper to perfect the organization or to provide for the governance of such Committee to elect such officers and take such action as these Bylaws provide. Such District Committee Bylaws and standing rules must be reviewed by the Bylaws Committee of the County Party before they can take effect. No such bylaws or standing rules so adopted by any District Committee shall be in violation of any law and shall not be in conflict with these Bylaws.

ARTICLE XIV. COMMITTEE VACANCIES

Section 1. Definition of Vacancy.

a. In the event of the election or appointment of an ineligible person, or whenever any Member dies; resigns; becomes incapacitated to act; moves their primary residence out of the jurisdiction of the Assembly District to which elected or appointed; ceases to be a registered Republican; or is removed for cause from the County Committee (as set forth in Article IV, Section 2.c.); a vacancy exists. (Elect. Code §7410).

b. In the event that the candidates elected to a committee from a district do not equal the number of party committee members to which that district is entitled to be represented, a vacancy or vacancies exist to the extent of the difference between the number of elected committee members and the number of committee members by which the district is entitled. (Elect. Code §§7409 and 7465).

c. In the event of the appointment or election to a District Committee of an ineligible person; or whenever any member of the committee dies, resigns or becomes incapacitated to act; or is removed from office; or removes their residence from the jurisdiction of the district committee; or ceases to be a member of this party, a vacancy exists which shall be filled by appointment by the district committee in which the ineligibility or vacancy occurs. (Elect. Code §7466.)

Section 2. Removal of Members for Absence.

a. Any Member of the Committee, other than an Ex-Officio Member, who misses four (4) regularly called meetings within one 12-month period shall be removed from the Committee concerned, unless the absence is caused by illness or temporary absence from the county on the date of the meeting. (Elect. Code §7411(a).)

b. A Committee may, in its sole discretion and in accordance with these Bylaws, remove a member who misses four or more regularly called meetings within one 12-month period, regardless of the reasons for the absences. (Elect. Code §7411(b).)

c. When any Member is removed pursuant to this Section, it shall be deemed a vacancy. (Elect. Code §§7410 and 7465.)

Section 3. Filling a Vacancy.

a. When a vacancy, or vacancies, exist on a District Committee, it shall be filled by appointment of the District Committee to which insufficient members were elected (Elect. Code §§7410, 7465 and 7466). Such appointments are subject to the manner and method for election and selection of membership as set forth in this section. (See, Elect. Code §7425.)

b. An Assembly District Committee to which insufficient Regular members were elected, may on behalf of the County Committee, fill such vacancies on their District Committee (Elect. Code §7409). No vacancy on a District Committee shall be filled until after the completion of the County Committee Organizational Meeting, and then, only for the remainder of the term.

c. Notwithstanding any other provision of law, or these bylaws, pursuant to Elections Code §7425, the County Committee adopts the following method and manner for election and appointment of members to elected Regular Members vacancies on a District Committee:

(1) District Committee with a Voting Quorum. If a District Committee has a voting quorum (4 or more elected or previously appointed Regular Members), that committee shall fill its vacancies as follows:

(a) The prospective appointee shall complete and submit a County Committee application form for appointment;

(b) The District Committee shall receive the application and give at least 5 days' notice of any meeting to its members;

(c) The District Committee shall meet and consider the applicant and approve or disapprove the appointment on a majority vote;

(d) The District Committee shall notify the Chair and Secretary of the County Committee within ten (10) days of any action approving the prospective appointment (See, Elect. Code §7470.), including with the notice, the minutes of the District Committee supporting the proposed action, and the completed County Committee application form for appointment;

(e) The County Secretary shall notify members of the Executive Board of the pending appointment, to include with that notification, the District Committee minutes and the completed prospective member's application form for appointment. The appointment shall not take effect for ten (10) days after notification of the action by the District Committee.

(i) During this time the County Chair, with the concurrence of three members of the Executive Board, may object to the proposed appointment by so notifying the effected District Committee Chair in writing. Such an objection places the appointment on hold. The County Chair shall advise the effected District Committee of the objection and shall add the proposed appointment to the agenda of the full County Committee for consideration at its next regularly scheduled meeting. A majority vote of the County Committee in support of the appointment shall overrule the objection and approve the appointment.

(ii) If no objection is made within the time provided, the District Committee's appointment shall be deemed automatically approved at the end of the tenth (10) day following the notification to the Chair.

(2) District Committee without a Voting Quorum. If a District Committee lacks a voting quorum (less than 4 elected or previously appointed Regular Members), then that District Committee is without authority to fill such vacancies, which instead shall then be filled in the following manner:

(a) The County Assembly District Building Committee shall receive and consider all applications for appointment to fill elected Regular Member vacancies on the District Committee which lacks a voting quorum;

(b) The Chair of the Assembly District Building Committee shall provide 5 days' notice of a meeting to consider the submitted membership application(s) by including in that the notice each existing member, if any (Regular/Ex-Officio/Appointed), of the effected District Committee, and including the intent to consider and appoint Regular members to the District Committee having the vacancies. The existing members of the effected District Committee shall be permitted to participate in that meeting as ad hoc members of the Assembly District Building Committee, with voting privileges, for purposes of appointment to their specific District Committee;

(c) The Assembly District Building Committee shall consider the applications for appointment and may approve the appointment on a majority vote;

(d) If the prospective appointee is approved by the Assembly District Building Committee, its Chair shall notify the Chair and Secretary of the County Committee of the action approving the prospective appointment;

(e) The County Secretary shall notify members of the Executive Board of the pending appointment. The appointment shall not take effect for ten (10) days after notification of the action by the Assembly District Building Committee;

(i) During this time the County Chair, with the concurrence of three members of the Executive Board, or a collective 2/3 (two-thirds) of the existing members of the effected District Committee, may object to the proposed appointment by so notifying the Chair of the Assembly District Building Committee in writing as to the nature of the objection. Such an objection places the appointment on hold. The County Chair shall advise the effected District Committee of the objection and shall add the proposed appointment to the agenda of the full County Committee for consideration at its next regularly

scheduled meeting. A majority vote of the County Committee in support of the appointment shall overrule the objection and approve the appointment.

(ii) If there is no objection within the time provided, the Assembly District Building Committee's appointment shall be deemed automatically approved at the end of the tenth (10) day following the notification to the Chair.

e. Upon approval of an appointment, the County Chair, or their designee, shall file a notice of the appointment with the Los Angeles County Clerk (Registrar of Voters) and the Chair of the State Central Committee within thirty (30) days after the appointment is made. The notice of the appointment shall contain the name, address and telephone number of the person appointed and the name of the person replaced and shall indicate the date of appointment. (Elect. Code §7414 and 7470.)

f. Should any dispute arise regarding which person(s) constitute the appointed membership of a District Committee, or in the event of tie vote for an elected officer position of a District Committee, the ruling of the County Chair, in their sole discretion, shall resolve such dispute.

Section 4. Exclusions.

The Provisions in this Article shall not apply to vacancies in District Committee Ex-Officio Member positions. Such vacancies shall not be filled by either the County Committee or the District Committees.

Section 5. Meeting Notice.

Notice of a District Committee meeting to fill a vacancy shall specify the purpose of the meeting and shall be given in accordance with Article XIII, Section 5.

ARTICLE XV. DISTRICT BOUNDARIES

All Assembly, Senatorial and Congressional District boundaries established by law shall be used to determine Membership and Ex-Officio Membership of the District Committees except as provided for in Article IV, Sections 5 and 6.

ARTICLE XVI. INDEPENDENT VOLUNTEER REPUBLICAN CLUBS.

Chartering and coordination of the activities of independent volunteer-Republican clubs shall be vested in the Executive Board, directly or through the independent Volunteer Republican Clubs Committee provided for in Article XIII, Section 2.b. Procedures shall be adopted for charter applications, which include District sponsorship and investigation that minimum requirements are met. The Independent Volunteer Republican Clubs Committee will determine if the minimum requirements are met and will report their findings and recommendations to the Executive Board. The Executive Board shall vote for approval or rejection of charter applications and revocation of existing charters. Chartered Clubs are required to submit biennial certification to the

Independent Volunteer Republican Clubs Committee (As outlined in the CRP Bylaws - Article III, Section 3.01 (D)). Failure to comply could lead to suspension or revocation of charter.

ARTICLE XVII. RESOLUTIONS

Proposed resolutions of the County Committee or the Executive Board shall be referred in writing to the Resolutions Committee, which shall report on such resolutions at the next meeting of the County Committee with its recommendations. In order to accommodate emergency resolutions, the Executive Board may suspend this Article in the conduct of its business by a two-thirds (2/3) vote when a quorum is present. Resolutions submitted to the voting body must be in writing.

Qualifications to Vote for Endorsements, Motions, or Resolutions. A County Committee Member is authorized to vote on an endorsement motion or resolution only if that Member is in good standing in accordance with Article V, Section 2., and has been registered or appointed as holding this qualifying position with the County Committee not less than 14 days prior to the vote.

ARTICLE XVIII. ENDORSEMENTS

Section 1. Non-Partisan Elections.

a. **Authority to Endorse.** Only the County Committee may make endorsements in non-partisan elections. District Committees do not have the independent authority to endorse. Except as otherwise provided in these Bylaws, an endorsement for a candidate may be given only at regularly noticed meetings of the County Committee, and only upon a two-thirds (2/3) majority vote of the voting members present and voting.

b. **Abbreviated Procedure for a Single District Committee Endorsement.** If the jurisdiction for an elective office falls entirely within a single Assembly District, the District Committee that serves that jurisdiction shall vote to make a recommendation for endorsement on behalf of the County Committee.

(1) Upon making the recommendation for endorsement, the Chair of the District Committee shall notify the County Chair and County Secretary of the proposed action. The County Secretary shall immediately notify the Executive Board of the proposed endorsement recommendation by the District Committee.

(2) The endorsement shall not take effect for three (3) business days after the notification during which time the County Chairman, with the concurrence of three members of the Executive Board, may refer the proposed endorsement to the County Committee for consideration.

(3) If the recommendation for endorsement is referred to the County Committee, then the endorsement is on hold until the next meeting of the County Committee where it may consider the recommendation as part of its regular business.

(4) If the recommendation for endorsement is not referred to the County Committee, then the County Committee's endorsement shall be deemed to go into effect at the end of the three (3) business days following notification to the Executive Board.

c. Abbreviated Procedure for Multiple District Committee Endorsement.
If the jurisdiction for an elected office does not fall entirely within a single Assembly District, then each affected District Committee, which overlaps the elected office jurisdiction, shall be required to make a recommendation for endorsement on behalf of the County Committee. No endorsement on behalf of the County Committee can take effect until each effected District Committee approves the recommendation for endorsement.

(1) After each effected District Committee Chair notifies the Chair and Secretary of the County Committee of their respective recommendation for endorsement, when the latest in time notification from all affected District Committees is received, the County Secretary shall notify the Executive Board members of the completion of the collective actions and the recommendations for endorsement.

(2) The endorsement shall not take effect for three (3) business days during which time the County Chair, with the concurrence of three members of the Executive Board, may refer the proposed endorsement to the County Committee for consideration.

(3) If the recommendation for endorsement is referred to the County Committee, then the endorsement is on hold until the next meeting of the County Committee where it may consider the recommendations as part of its regular business.

(4) If the recommendation for endorsement is not referred to the County Committee, then the County Committee's endorsement shall be deemed to go into effect at the end of the three (3) business days following notification to the Executive Board by each effected District Committee.

(5) In the event that there is a split of support for the endorsement proposal amongst the several overlapping District Committees, then a supporting District Committee may request the County Chair to refer the recommendation for endorsement to the County Committee for consideration at its next regular scheduled meeting.

Section 2. Endorsements for Partisan Elective Office in a Top Two, Special or Recall Election

a. Article III of the Bylaws of the California Republican Party (CRP), as Amended September 8, 2019, and February 21, 2021, Section 3.02, "*Endorsements by Committee, County Central Committees and Board of Directors*," pre-empts the authority of the County Central Committee with respect to endorsing in any partisan elective office at a top two, special, or recall elections, except as specified.

b. Section 3.02.02 (A) of the CRP Bylaws states, "Neither the Committee [CRP] nor any Republican County Central Committee, for the purpose of seeking a Committee endorsement shall endorse, support or oppose any candidate for the Republican nomination in a contested election for any partisan elective office at a top two, special or recall election, except as specified in this Section."

Section 3.02.01 of the CRP Bylaws state, as follows:

“Republican County Central Committee Endorsements for Partisan Elective Office in Top Two, Special or Recall Elections.

“(A) Where there is more than one Republican candidate for nomination or election in a special or top two primary election, no Republican County Central Committee, for the purpose of seeking a Committee [CRP] endorsement, shall endorse, support or oppose any candidate for nomination or election at a special or top two primary election or in a recall or recall replacement election, except in the following manner and circumstances:

“(1) Written/electronic notice of the proposed action is given at least five days in advance of the County Central Committee meeting to all persons entitle to vote.

“(2) A hearing is held and all candidates affected are given an opportunity to appear.

“(3) A candidate receives a two-thirds (2/3) majority vote of the voting members present and voting.

(4) The [County] Central Committee shall notify the Committee [CRP] of the endorsement.

(5) So long as a [County] Central Committee complies with all requirements of this section, a [County] Central Committee may endorse candidates using a consent or automatic endorsement as long as the process allows any member of the [County] Central Committee to place the endorsement for a vote.

c. Under no circumstances does a District Committee have the independent authority to endorse a candidate in a partisan elective office in a top two, special or recall election.

Section 3. Qualifications to Vote for Endorsements, Motions, or Resolutions

A County Committee Member is authorized to vote on an endorsement motion or resolution only if that Member is in good standing in accordance with Article V, Section 2., and has been registered or appointed as holding this qualifying position with the County Committee not less than 14 days prior to vote.

Section 4. Withdrawal of Endorsements

On motion to withdraw the endorsement of a previously endorsed candidate or proposition, (1) Written/electronic notice of the proposed action to unendorsed must be given at least 72 hours in advance of the meeting to all members entitled to vote; (2) A meeting is held and the candidate(s) affected by the motion are given an opportunity to appear and be heard; and (3) the vote to un-endorse and/or withdraw the endorsement receives a majority vote of the members present and voting using a non-secret recorded vote in open session.

ARTICLE XIX. AMENDMENTS TO BYLAWS

Section 1. Proposed Amendments.

Proposed amendments to these Bylaws shall be submitted in writing to the Bylaws/Rules Committee for consideration. The Bylaws/Rules Committee shall submit a report in writing on such proposed amendment(s) at the next meeting of the Executive Board with its recommendations for rejection or acceptance of such proposed amendment(s) and for automatic referral to the next succeeding meeting of the County Central Committee. In the event no report is given at such meeting, the proposed amendment(s) shall be presented automatically to the next succeeding meeting of the Executive Board for its recommendation and automatic referral to the next County Committee meeting.

Section 2. Notice.

Written notice of the proposed changes and the relevant recommendations shall be given to all Regular Members, Ex-Officio Members and all Alternate Members at least ten (10) days before said County Committee meeting. A majority vote, when the required quorum of fifty-one percent (51%) of the Regular Members and Ex-Officio Members is present, shall be sufficient for adoption of any amendments.

ARTICLE XX. DISTRIBUTION OF BYLAWS

A copy of these Bylaws and any amendments thereto shall be made available by the Executive Director to each Assembly District Chair and Secretary within thirty (30) days after enactment and shall be posted on the LAGOP web site. A copy shall be available to any Regular Member or Ex-Officio Member of the County Committee on request.

ARTICLE XXI. RULES OF ORDER

Robert's Rules of Order, Newly Revised, current released edition, shall prevail at all meetings, when not in conflict with existing state and federal law or these Bylaws.

[Revised Bylaws of the Republican Central Committee of Los Angeles County adopted in full County Committee session on June 19, 2021]

APPENDIX I - DEFINITIONS AND GLOSSARY

Section 1. General Provisions.

Unless the provisions of the context otherwise requires, these general provisions rules of construction and definitions shall govern the construction of these Bylaws.

Section 2. Headings.

Chapter and Section headings do not, in any manner, affect the scope, meaning or intent of the provisions of these Bylaws.

Section 3. Tenses, Gender and Number.

As used in these Bylaws, the present tense includes the past and future tenses, and the future, the present: the masculine gender includes the feminine: the singular includes the plural, and the plural, the singular.

Section 4. "Shall" and "May."

"Shall" is mandatory, and "May" is permissive.

Section 5. Interpretation of the term Chair.

As defined by the *American Heritage Dictionary*, "Chair" means "A person who holds an office or a position of authority, such as one who presides over a meeting or administers a department of instruction at a college; a chairperson."

Section 6. Partial Invalidity.

If any provision of these Bylaws or the application thereof to any person or circumstance is held invalid, the remainder of the Bylaws and the application of such provision to other persons or circumstances shall not be affected thereby.

Section 7. Ex-Officio Members and Ex-Officio Alternates.

By virtue of an opinion rendered on February 7, 1994, by the Legislative Counsel of California, these Bylaws extend Membership on Assembly District Committees to Ex-Officio Members who shall have all the rights and privileges set forth in these Bylaws.

Section 8. Communications.

Wherever these Bylaws require written notice, email shall be deemed to be written notice. In the event that any person who is required to be notified does not have access to email, the Secretary shall maintain a list of those Members or Alternates who do not have access to email, and they shall be notified by US mail.

APPENDIX II - LAGOP STANDING RULES

Section 1. LAGOP STANDING RULES FOR CENSURE

a. LAGOP Bylaws Article IV, Section 3.c.(3) provides in part that "The County Committee may formally censure any Member for cause. Rules for censure shall be a part of the Standing Rules of the County Committee." The authority for Censure rests with the County Committee alone, and no District Committee, or other committee, may issue a censure outside of the process set forth in these Bylaws.

b. Cause for Censure shall be defined as engaging in physical or verbal conduct that tends to bring the Republican Party of Los Angeles County into disrepute.

c. Obstructing meetings of the LAGOP Executive Board, or Full Committee shall constitute grounds for censure. Cause for censure shall also include all grounds set forth for removal of a member as set forth in Article IV, Section 3.c.

d. The LAGOP Executive Board, the Full Committee, or LAGOP Chair, may refer an LAGOP Member, Alternate, or any other person, to the LAGOP Rules and Bylaws Committee for consideration of censure.

e. The Rules & Bylaws Committee may sustain or deny the allegations giving rise to the referral for consideration of censure. If the Committee sustains the allegations, it will formalize them into a specific Resolution of Censure and bring said resolution to the next monthly meeting of the Full or Executive Board for its consideration. The accused person will be given at least one week's notice of the charges. and will be afforded an opportunity to defend themselves at the monthly meeting at which the censure is considered. The LAGOP Chair shall waive the two-minute speech rule to provide the accused with a reasonable opportunity to answer the charges.

f. The Chair will determine the amount of time granted the accused.

g. The Resolution of Censure must receive a majority vote to pass. Should the motion pass, the text will be provided to all LAGOP Members and Alternates as an addendum to the succeeding month's meeting notice.

Section 2. SPECIAL RULES OF ORDER FOR LAGOP MEETINGS

Article XXI of the LAGOP Bylaws specify that *Roberts Rules of Order, Newly Revised*, shall prevail at all meetings where not in conflict with LAGOP Bylaws or state and federal law. *Roberts Rules* explains in the section entitled "Rules of Order" that the body may adopt Special Rules of Order as it deems appropriate to supplement *Roberts Rules*. *Roberts Rules* specifically provides that "Special rules of order supersede any rules in the parliamentary authority with which they may conflict."

a. A speaker is limited to one speech per motion of up to two minutes in length.

- b. A speaker who exceeds the two-minute time limit will be ruled out of order.
- c. Speeches are limited to the topic being discussed. Speakers who address multiple subjects will be ruled out of order.
- d. Any speaker ruled out of order three times during one meeting for these or any other reasons, will not be recognized for the remainder of the meeting, and will be referred for consideration of censure to the Rules & Bylaws Committee.
- e. No more than three speakers per side will be permitted on any motion.
- f. These Special Rules are intended to facilitate the orderly and expeditious transaction of business at LAGOP meetings. The LAGOP Chair is requested and authorized by the body to take such actions as may be necessary to facilitate this objective, consistent with our Bylaws and state and federal law.
- h. Only registered Republican candidates can be endorsed.

Section 3. STANDING RULES FOR ELECTRONIC MEETINGS

1. Login information. The Secretary, or their designee, shall send by e-mail to every member of the Committee or Board, as may be applicable, at least 24 hours before each meeting, the time of the meeting, the URL and codes necessary to connect to the Internet meeting service; and, as an alternative and backup to the audio connection included within the Internet service, the phone number and access code(s) the member needs to participate aurally by telephone.
2. Login time. The County Secretary shall schedule Internet meeting service availability to begin at least 15 minutes before the start of each meeting.
3. Signing in and out. Members shall identify themselves as required to sign in to the Internet meeting service, and shall maintain Internet and audio access throughout the meeting whenever present, but shall sign out upon any departure before adjournment.
4. Quorum calls. The presence of a quorum shall be established by audible or visual roll call at the beginning of the meeting. Thereafter, the continued presence of a quorum shall be presumed by the online list of participating members, unless any member demands a quorum count by audible roll call. Such a demand may only be made following a vote for which the announced totals add up to less than a quorum. The demand shall not affect the vote just concluded but shall only be considered for any vote following the demand for quorum count.
5. Technical requirements and malfunctions. Each member is responsible for his or her audio and Internet connections; no action shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.
6. Forced disconnections. The Chair may cause or direct the disconnection or muting of a member's connection if it is causing undue interference with the meeting. The Chair's decision to do so, which is subject to an undebatable appeal that can be made by any member, shall be announced during the meeting and recorded in the minutes.

7. Assignment of the floor. To seek recognition by the Chair, a member shall seek recognition in the manner designated at the commencement of the meeting. Upon assigning the floor to a member, the Chair shall clear the online queue of members who had been seeking recognition. To claim preference in recognition, another member who had been seeking recognition may promptly seek recognition again, and the chair shall recognize the member for the limited purpose of determining whether that member is entitled to preference in recognition.

8. Interrupting a member. A member who intends to make a motion or request that under the rules may interrupt a speaker shall use manner designated by the Chair for so indicating and shall thereafter wait a reasonable time for the Chair's instructions before attempting to interrupt the speaker by voice.

9. Motions submitted in writing. A member intending to make a main motion, to offer an amendment, or to propose instructions to a committee, shall, before or after being recognized, post the motion in writing to the online area designated by the County Secretary for this purpose, preceded by the member's name and a number corresponding to how many written motions the member has so far posted during the meeting (e.g., "SMITH 3:."; "FRANCES JONES 2:").

10. Display of motions. County Secretary ensure the display in writing of the immediately pending question, relevant pending questions, the main motion, or the pertinent part of the main motion, when an amendment to it is immediately pending, and to the extent feasible, shall cause such questions, or any other documents that are currently before the meeting for action or information, to be displayed therein until disposed of.

11. Voting. Votes may be taken by an anonymous voting feature of the Internet meeting service, unless a different method is ordered by the Chair or required by the rules. When required or ordered, other permissible methods of voting are by electronic roll call or by audible roll call. The Chair's announcement of the voting result shall include the number of members voting on each side of the question and the number, if any, who explicitly respond to acknowledge their presence without casting a vote. Business may also be conducted by unanimous consent.

12. Video display. The Chair, the Secretary, or their assistants, shall permit video of the Chair to be displayed throughout the meeting. They shall also permit the display of the video for the member currently recognized to speak or report.