



**Republican Party of Virginia**

*www.rpv.org*

April 25, 2014

**VIA E-MAIL**

Mr. Ken Longo, Chairman  
City Committee of the Republican Party of Virginia Beach  
2955 Virginia Beach Blvd., Ste. 105  
Virginia Beach, VA 23452

Re: Request for Ruling or Interpretation of the State Party Plan

Dear Chairman Longo:

On April 24, 2014, you requested a General Counsel ruling or interpretation of the Republican Party of Virginia Plan of Organization (“Party Plan”) pursuant to Article X.A.1 of the Party Plan. Specifically, you have posed three questions relating to alleged conflicts between the Bylaws of the Second Congressional District Committee of the Republican Party of Virginia (“District Bylaws”) and the Party Plan.

Before responding directly to your questions, I note that when the Party Plan and a District Committee’s bylaws conflict, the Party Plan governs. *See* Party Plan, Art. VII.H.

Each of your questions is repeated below and followed by my response.

*Question 1. Is the provision in the Bylaws of the Second Congressional District Committee in item 2 of the listing of members in Art. IV in conflict with the list of members of district committees in the Party Plan?*

Article IV.2. of the District Bylaws, which is the provision you reference in your first question, states: “If a Unit Chairman resides in the District and is elected to any office having a vote on the District Committee, the Unit Committee may elect a Unit Representative.”

This District Bylaws provision conflicts with the plain language of the Party Plan, and thus, the Party Plan must govern. Specifically, under the Party Plan, a Unit Chairman who already holds a voting position on a District Committee may not allow a representative to exercise his vote as Unit Chairman on the District Committee.

The Richard D. Obenshain Center • 115 East Grace Street • Richmond, Virginia 23219  
804-780-0111 • FAX: 804-343-1060

PAID FOR AND AUTHORIZED BY THE REPUBLICAN PARTY OF VIRGINIA. CONTRIBUTIONS ARE NOT TAX DEDUCTIBLE.

In Article IV.A., the Party Plan lists the various members of a District Committee, including “Unit Chairman, ex officio, of each Unit wholly or partially within the District, subject to the provisions of Article VI, Section E.”

Moreover, Article VI.E. of the Party Plan states:

Whenever a Unit is divided between two (2) or more Congressional or Legislative Districts the Chairman of such Unit Committee shall serve as the Unit representative on the Congressional or Legislative District Committee encompassing his residence. Such Unit Chairman shall designate a person residing in that part of the unit located in each of the other involved Congressional or Legislative Districts to serve at the pleasure of the Unit Chairman as the Unit’s representative on the respective Congressional or Legislative District Committee with the authority and vote of a Unit Chairman.

Party Plan, Article VI.E. (emphasis added). When these provisions are read in conjunction with the provision of the Party Plan that prohibits an individual from casting more than one vote on a District Committee, regardless of whether that person holds two membership posts on the District Committee, the conflict with the District Bylaws provision is evident. *See* Party Plan, Art. VII.A.1. (“no individual may cast more than one vote at any Meeting”); *See also* General Counsel’s Ruling dated May 7, 2010 (applying this provision specifically to an individual who holds two positions on an official committee).

*Question 2. Is the provision in the Bylaws of the Second Congressional District Committee in Article V, Section A indicating that “officers shall be elected by the District Committee every two years and serve at the pleasure of the District Chairman” in conflict with the Party Plan?*

Yes, the provisions conflict to the extent the District Bylaws provide that such officers serve at the pleasure of the District Chairman. Thus, the applicable Party Plan provisions govern.

The Party Plan specifically sets out the time of election and the term of the vice-chairmen, secretary, and treasurer of a District Committee who “shall be elected by the voting members of the District Committee for a term of two (2) years at the first meeting following the Biennial District Convention.” Party Plan, Art. IV.B.2.

Because the officers are elected by the District Committee to a specified term, they may not be removed except by following the removal procedures outlined in Article VII.C.<sup>1</sup> or

---

<sup>1</sup> Article VII.C. states: “Any Chairman, except the State Chairman, or any other member of an Official Committee may be removed from office by the vote of two-thirds (2/3) of the other members of the Committee, after being furnished with notice that such removal will be sought, with the charges, in writing, signed by not less than one-third

in Article VII.D.<sup>2</sup> of the Party Plan. *See also* General Counsel Ruling dated February 16, 1988 (holding that unit committee bylaws may not include removal procedures different from those in the Party Plan).

Any vacancy in these offices is to be filled by the District Committee. *See* Party Plan, Article IV.C.2.

The District Bylaws may not substitute service at the pleasure of the District Chairman in lieu of the Party Plan's provision concerning officers' terms and the provision relating to their removal.

*Question 3. May any District Committee officer other than a vice-chairman, a secretary or a treasurer be granted voting rights on the committee through the District's bylaws or by any other means?*

Because the District Bylaws do not create or list any officers other than vice-chairmen, a secretary, and a treasurer, there is no need to address other officers in this context.

Voting rights may be vested in members of a District Committee, including vice-chairmen, secretary, and treasurer, in only two circumstances:

- District members of the State Central Committee may be granted voting privileges on the District Committee by a Biennial District Convention, subject to rescission by a subsequent Biennial District Convention. *See* Party Plan, Art. IV.E.
- Elected officers may be expressly granted voting privileges by District Committee bylaws, but they are not entitled to vote absent such an express grant. *See* General Counsel Ruling dated December 10, 2009.

This letter constitutes a ruling or interpretation of the Party Plan under Article X.A.1. Pursuant to Article X, this opinion may be appealed to the Appeals Committee or the State Central Committee.

Sincerely,

/s/ Cortland C. Putbrese  
Cortland C. Putbrese,  
General Counsel

---

(1/3) of the members of the Committee; and allowing him thirty (30) days within which to appear and defend himself.”

<sup>2</sup> Article VII.D. states: “A member of an Official Committee other than an ex-officio member automatically loses his committee position if he is absent three (3) consecutive meetings without representation by a person holding a proxy . . . .”

cc: Gary Byler, Chairman, Second Congressional District Committee of the  
Republican Party of Virginia