

**BYLAWS AND RULES COMMITTEE MEETING**  
**MINUTES MARCH 14, 2024**

<b>MEMBERS</b>	<b>ALTERNATES</b>	<b>GUESTS</b>
SYLVIA ARROWWOOD, PRP	DAVE ROBERSON (A2)	JACK BLUE
PAUL BRACCO	ROGER ROOTS, JD (A4)	RICHARD BROWN
NICHOLAS CIESIELSKI	DATA LOGAN (A5) AT 10:45 PM	JIM FULNER
CARYN ANN HARLOS, RP		JJ JACOBS
ROB LATHAM, JD		KATE MORGAN
FRANK MARTIN		
CHUCK MOULTON, JD		
TOM ROWLETTE		
MIKE RUFO		
MIKE SEEBECK		

Called to Order at 10:09 PM EDT

**PUBLIC COMMENT:** Not Applicable.

**MINUTES APPROVAL:** February 29, 2024 **MINUTES APPROVED WITHOUT OBJECTION.**

**HARLOS:** Thank all members for your hard work. Relevant titles will be shown on Committee Report. Survey to go out soon. Let's play by ear and keep edits casual as this will be more of casual meeting than formal until we get to actual final proposals. We are not approving a final report today.

**MOULTON:** As to Proposal 7 did some research and found dues were raised to \$25 surprisingly in 1993. So we are at a long time coming to raise dues. In 2006 they were zero for a short time.

**HARLOS:** When finished will have a cross reference with numbers and proposal letters for our committee in house. Published Report will have numbers assigned to proposals. Unless you vastly disapprove, try to stay with language of Rationales Committee. Let's not comma this to death. We are not approving a Final Report today. Would like to go through each rationale and read them out loud which is different experience than reading them on paper. If no objection, that's what I'd like to do.

**SEEBECK:** Prefer conversational to technical language. Easier for members to understand.

**HARLOS:** Yes. I am more comfortable too but will play it by ear.

**PROPOSAL 1** (PRIOR H) , STANDARDIZE COMMITTEE RULES DEBATE

**HARLOS:** MOULTON will be presenting the restructuring of the LNC Proposal. Official Style Manual of Party is Chicago Manual of Style. We can talk about using cumulate or accumulate at a later time. If one feels strongly, get it to me in writing.

**PROPOSAL 2** (PRIOR J), RISING SECONDS DEBATE

**PROPOSAL 3** (Prior K and M), CHANGE TMIING OF COMMITTEE APPOINTMENTS DEBATE

**HARLOS:** This is fine for working with survey although we may want to work on this before final.

These proposals are not controversial. Remember, some members are not as familiar with these matters as the committee is.

**PROPOSAL 4** (PRIOR NN), REMOVAL FROM OFFICE DEBATE

**HARLOS:** Change ~~RONR~~ to [our parliamentary authority](#).

**PROPOSAL 5** (PRIOR RR), RESTRUCTURE LNC DEBATE

**HARLOS:** MOULTON will be presenting. Will raise awareness of cumulative voting aspect. We can italicize or somehow highlight “cumulative voting”. These proposals will be heard before elections. We purposely did not put a proviso in this one.

Alternate Data Logan (A5) in attendance at approximately 10:45 PM.

**MOULTON:** Think this is very important proposal. May have a proviso to propose.

**SEEBECK:** Put my name of that minority report.

**HARLOS:** In any event will have Tellers prepared to do this.

**LATHAM:** People need to be advised as someone may be contemplating running for At Large Member. Might get pushback and decide we have to delay it.

**PROPOSAL 6** (PRIOR EE), RESOLVE AFFILIATE DISPUTES DEBATE

**HARLOS:** Last one in first survey.

**ROWLETTTE:** When we get to Final Report, will have more information specifically for rationale. It’s okay for now.

**HARLOS:** Many believe bylaws do not provide “explicit” guidance.

**BRACCO:** ~~Many believe~~—maybe should be [It may be argued](#).

**PROPOSAL 7** (PRIOR B), RAISE MEMBERSHIP DUES DEBATE

**HARLOS:** Cost of printing LP News is high, true. Also is argument of younger people prefer it digitally. As a rule bigger donors are older members and they may want it physically. Argument has been centered around between generations and not costs.

**MOULTON:** True of previous LNC’S argument but at present liens on generational preference. But it is still cost prohibitive. Cost of printed LP News to a member would exceed the dues. That’s not practical. National cannot continue to send a monthly LP News. That’s beyond question.

**HARLOS:** “It is cost prohibitive to send out a monthly LP News” how about that?

**MOULTON:** Fine with that. Gets point across. All costs have risen, cost of putting on convention, cost of staff. This problem cannot be solved by getting more members. Postage is per member.

**HARLOS:** Don’t want to turn into a generational argument when we are really talking about costs here. We need to take that sentence out cause it’s a red flag. Whether we like it or not, things are going

digital. Since this is 7<sup>th</sup>, how about referring it back to Rationales Committee? Then we will go with what they say. “Costs have risen substantially such as printing and postage” how does that look? We will check this out next meeting again. Let’s move on.

**PROPOSAL 8** (PRIOR S), REFINE DUES DEFINITION DEBATE

**MOULTON:** Back one. (**Proposal 7**) Maybe lapse or renew? We can refine on list. It is something that needs to happen.

**HARLOS:** We can reconsider this proviso. Back to Proposal 8.

CONTINUED DEBATE ON PROPOSAL 8.

HARLOS: MOULTON will work on that and the proviso.

**PROPOSAL 9** (PRIOR O), ADD NOTICE REQUIREMENTS DEBATE

**HARLOS:** Like rationale. Simple and to the point. Will keep on going.

**PROPOSAL 10** (PRIOR F), CLARIFY PROCEDURE ON DROPPING CANDIDATES DEBATE

**HARLOS:** Not a ~~Convention Rule~~. This is a Bylaw. Needs to change. Rationales needs to take a look at that. Rationale needs to be redrafted. It is also not a “defeated candidate”. It is a “candidate with fewest votes”. Not talking about a bunch of people. It’s talking about candidate with fewest votes. Problem is in the article.

**SEEBECK:** “Defeated” is wrong word. How would this effect write-ins? If you have ton of write-ins, this could have potential to slow things down even worse. Something to think about at next meeting.

**HARLOS:** We may need to relook at this proposal or look at the rule. This does not have anything to do with write-ins because people can always do a write-in. If write-ins don’t get a majority, they are automatically gone. They don’t go back on ballot but if people want to write them in again, they can. This talks about nominating people not write-ins. We have always understood it that way.

**BROWN:** Normally when you drop a candidate, he still can be written in. He is not put on the ballot. That’s point I wanted to make. Unless it would be specified he is no longer eligible to be elected.

**BRACCO:** 7.4 says also applies to Vice President.

**HARLOS:** We need to relook at this entire proposal again Don’t think we thought about the 5% thing. The 5% just threw a glitch in the proposal. Perhaps LATHAM can relook at this proposal and maybe do a reconsideration? It’s 10 so will be in next round.

**PROPOSAL 11** (PRIOR R), ADD RCV VOTING FOR OFFICERS DEBATE

**HARLOS:** Split rationale into three paragraphs and eliminate ~~electoral~~ in that first sentence as per ROWLETTE, okay.

What does Rationales Committee think about adding the word officers here because it’s not all elections? Okay.

## **PROPOSAL 12** (PRIOR P1), ADD ELECTRONIC BALLOTING DEBATE

**HARLOS:** You have “implement” and then you have “familiarizes”. Think should eliminate “s” to make it “familiarize”.

**SEEBECK:** First sentence too long.

**BROWN:** Yes.

**HARLOS:** Coming up on last ten minutes. Like to hear this but let’s stop here and pick back up at 12 and maybe we can think about it over two weeks. There are a couple things need to be brought up before our next meeting.

**ROWLETTE:** Phrase “external audiences” not needed.

**MOULTON:** Yes. Not needed.

**HARLOS:** If anyone on committee, does not get our own rationale, outsiders definitely will not. Electronic voting does not happen automatically. We will hear from MARTIN and pick up with 12 next meeting. Think about it and maybe post some suggestions on the list.

## **PROPOSAL 15** (PRIOR MM), CLARIFY QUORUM ISSUES DEBATE

**HARLOS:** Don’t think rationale is correct. There is problem with proposal itself. In a convention “registration” is different than “credentialing”. Everyone who attends convention, is registered. That does not mean they are qualified to vote. Believe “registered” there is supposed to be “credentialed”. Might be implied in word “delegate” but some affiliates can add to their number while in convention and some say they can add as long as they are registered. “Registered” has a specific meaning at our convention. That means going up and letting the registration desk know you are there and has nothing to do with being credentialed. Being “credentialed” is entirely a different process. So the word “registered” there creates another ambiguity. Believe we need to readdress Proposal 15. Do not want to do tonight but our wording is incorrect here. Needs to say “a quorum shall consist of 40% of the total number of delegates” – don’t know exactly how to reword but it is not right. It’s ambiguous. Maybe it should be “total number of delegates registered in attendance”. Don’t know but word “credentials” needs to be in there somewhere.

**MARTIN:** “Credentialed delegates” makes sense to me. That’s pretty clear.

**BROWN:** RONR refers to “delegates in attendance”.

**HARLOS:** We have use of the list. We have Survey Monkey. SEEBECK as chair of Platform Committee and I, we are going to be sending out a combined survey of six bylaws proposals and don’t know how many platform proposals but no more than six because we don’t want this to be gigantic. That would annoy people but the advantage in doing in one survey is we are going to capture the people. Some folks only care about bylaws and some only care about platform. We will capture both of them.

Next meeting date is two weeks. That gives us time to get survey out. Don’t know how long staff will take but committed with SEEBECK to get a draft over to LNC this weekend.

**BROWN:** Want to make a few comments before we adjourn.

**HARLOS:** Go ahead.

**BROWN:** Are you considering doing anything about Bylaw Provision ARTICLE 7 3. "The National Committee shall take office immediately upon the close of the regular convention at which they are elected and serve until final adjournment of the next regular convention." This is my issue which was brought up with various people, with Nick when he was chair and with Mattson. Some of the regions elect their delegates at different times of the year. As I understand it these delegates are elected at the time –

**HARLOS;** Don't think that's correct. They take office at final adjournment of the next convention.

**BROWN:** Some of them take office at time they were elected. That could conflict with bylaws. It's always concerned me that at some point there might be a legal issue over that because the bylaws are pretty clear.

**HARLOS:** Because bylaws are clear, don't think it's a bylaws issue. If Regional Reps get eliminated, that solves itself. This term it will not be an issue because Meredith Hayes was re-elected and she is the Region 4 Rep and Region 4 stayed the same. Agree maybe next time this is something to look at. It is not an issue this time. If we eliminate regionals, it will never be an issue again. But Bylaws are clear.

**BROWN:** When a convention has to adjourn because it's gone over and the crew has taken down the lights and sound system and we are actually being kicked out of the convention hall and we still do not have election returns, a provision needs to be made for some group of people to be authorized to tabulate, accept and announce the election results if the convention has to adjourn before the results are available.

**HARLOS:** There was occasion where that happened and there was no opportunity to challenge at the convention. We did an audit voluntarily and it turned out upon an audit, the elected won by more than one vote. Agree with you that could be an issue.

**BROWN:** Other points I had can wait until another time or can discuss them with you privately.

**HARLOS:** Our bylaws do have a lot of issues.

**BROWN:** That could get you sued and don't want to see that happen.

**JACOBS:** There could be some person elected before the meeting in case there should be some catastrophic event where an officer could not be elected. There could be a case where you could not get the results done. Believe it would be in order to refer the matter to a committee. That could be a bylaw, a special motion to commit. At that particular point, that could be done and solve that particular election result problem.

**HARLOS:** Definitely if we eliminate regionals or if an affiliate does not elect its regional, you could end up with a problem where a convention for some reason does not happen or does not adjourn properly,

you could end up with no board. We do not have a problem this term of an absolutely vacant board. We already have one member going in, California. But in future, that could be a problem. There was a proposal to address that but it got yellow-lined or red-lined. How we would handle those lined proposals if we have extra time at convention – but doubt we will have extra time – the red-lined ones will go to the next committee with no obligation to take them up. It is for their information only. A proposal to deal with the specter of not electing anybody, that will probably be referred to the next Bylaws Committee. That issue will not be lost.

At time this convention prepares its final report, if you have any ideas, would be more than glad to make sure that gets passed along to the next Bylaws Committee Chair along with proposals that we passed by deciding but did not have enough time to hear. These concerns will hopefully not be lost but at least be handed down to next committee. They can decide what they want to do.

Will keep room open a little bit for questions or comments but we are adjourned at 11:17 PM EDT to meet in two weeks.

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