

## **Republican Party of Virginia**

**115 East Grace Street  
Richmond, Virginia 23219**

**Patrick M. McSweeney  
General Counsel**

November 6, 2014

By electronic mail

Mr. Ken Adams  
KenAdams@lumos.net  
Chairman  
Waynesboro Republican Committee

Dear Mr. Adams:

This ruling is in response to several questions that you have posed to me regarding a resolution adopted by the April 2014 Biennial District Convention of the Sixth Congressional District Republican Party and certain activities that occurred at the September 27, 2014, meeting of the Sixth Congressional District Republican Committee.

Your questions are:

1. May a matter of substance be debated with the intent of arriving at an important decision without the matter of substance being included in the call and in the agenda?
2. May a convention resolution be overturned by a district chairman's ruling on a point of order?
3. May a convention resolution be overturned many months after its adoption?
4. Does the convention resolution remain in force?
5. What is the effect and construction of the convention resolution?

The State Party Plan does not specifically answer your first question, but Robert's Rules provide that any business that falls within the legal authority and purpose of the Party and is not in conflict with its rules and bylaws may be transacted at a regular meeting. Robert's Rules also provide, however, that any motions to change or overturn previous actions require appropriate notice before the meeting at which such change or modification would be voted on. Because my ruling need not address the question you pose in the breadth that you have stated, I have confined my answer to the question whether a convention resolution can be overturned or modified at a subsequent district committee meeting without notice in the call for the meeting. There is a factual dispute over whether there was indeed any action to overturn the convention resolution.

Mr. Ken Adams  
November 6, 2014  
Page two

The District Chairman, Wendell Walker, maintains that he simply declared the meaning and effect of the convention resolution, concluding that it did not revoke the voting privileges of the two regional vice chairmen because it did not explicitly state that it did so. For purposes of responding to your first question, I will assume that there was action taken at the September district committee meeting to overrule the convention resolution, which required prior notice. If the district chairman merely declared the effect of the convention resolution, I conclude in response to your fifth question that the resolution must be read to avoid a violation of the explicit language of the State Party Plan and that it has the effect of revoking the voting privileges of the two regional vice chairmen. The answer to your first question, then, is that notice was required if the action regarding the convention resolution at the September meeting was to overrule or modify it.

Your second question relates to the scope and purpose of a point of order. Here, too, the State Party Plan does not address that question. Robert's Rules provide that a point of order may only be made as to a pending question and may not be. A point of order may not be resorted to for the purpose of changing or overturning an action taken by a previous district convention. If any defect arose in the adoption of the convention resolution, the exclusive method for correcting that defect or challenging its validity is by an appeal pursuant to Article X of the State Party Plan. No such appeal was made and none can be taken after the time limitation contained in Article X has expired. The answer to your second question is that a convention resolution could not be overruled or modified in response to a point of order at a subsequent district committee meeting.

Your third question is whether the convention resolution can be modified or overturned many months after its adoption. I have previously addressed that question in the previous paragraph in noting that the exclusive method for challenging an action taken at a district convention is by an appeal pursuant to Article X of the Party Plan within 30 days of the convention action at issue. Because the time has expired for such a challenge, the convention action could not be overturned at the September meeting of the district committee.

Your fourth question is whether the convention resolution remains in force. That question is answered above in my discussion of the conclusiveness of an action if no timely appeal is made. The convention resolution, therefore, remains in effect according to its language.

Your final question asks for my interpretation of the language of the convention resolution. Although the district committee has followed a practice of granting voting privileges at district committee meetings to regional vice chairmen of the State Party who are elected by the State Central Committee and reside within the district, such a practice is in violation of the plain language of the State Party Plan. Article III, Section A and B and Article IV, Section A explicitly limit the voting membership on district committees to those elected at the biennial district convention and two bonus members, if the district has qualified for either bonus. Any district committee bylaw provision or practice granting voting privileges on a district committee

Mr. Ken Adams  
November 6, 2014  
Page three

to any individuals other than the five members described as “District Members” in Article III, Section B.4(a)(b) and (c) would be contrary to the State Party Plan. The clear intent of the convention resolution was to limit voting privileges to SCC members who are District Members, as defined by the State Party Plan, and the necessary effect of that resolution is to revoke the voting privileges of the two regional vice chairmen.

Very truly yours,

Patrick M. McSweeney

cc: Mr. Pat Mullins, RPV Chairman  
Mr. Shaun Kenney, RPV Executive Director  
Mr. Wendell Walker, 6<sup>th</sup> District Chairman  
Chris Marston, Esquire