

Exhibit

A

Declaration of Michael J. Keegan

DECLARATION OF MICHAEL J. KEEGAN

I, Michael J. Keegan, declare the following:

1. I am over the age of 18 and have personal knowledge of all the information in this affidavit.
2. I know that the Manatee County Republican Executive Committee (“MCREC” or “Committee”) is the county chapter of the Republican Party of Florida (“RPOF”) in Manatee County, Florida, organized and regulated under Chapter 103, Florida Statutes.
3. I am an incumbent Republican Precinct Committeeman representing registered Republican voters in Precinct 423 in Manatee County and an executive committee member of the MCREC.
4. I know that under Florida Statute 103.141, incumbent county executive committee members can only be involuntarily removed for violations of their Oath of Office, and that in no way to my knowledge have I violated my Oath of Office.
5. Upon information and belief, I know that under Florida Statute 103.141, any violation must be upheld by at least a two-thirds (2/3) majority of members present at a meeting with quorum above 50% of members present.
6. I know that under Article V(2) of the MCREC Constitution, such a meeting must be held after serving the member “by certified mail at least ten “10” days prior to said... meeting at which time the removal motion is to be heard with a complaint

which sets forth in particular the reasons for the removal charge.”

7. I know that neither the Chairwoman of the MCREC nor any RPOF official have the authority to make member removals unilaterally in violation of Florida law.

MCREC Financial Controls

8. I am an expert in financial controls, having eleven (11) years of experience as a financial auditor in public accounting, four (4) years as an auditor in a major global financial institution, and six (6) years in financial controls and risk management of large investment banks, including two (2) years as a Chief Financial Officer.

9. Upon information and belief, I know that the spending authority of the MCREC rests solely with the MCREC as a membership body and not with the Chair or Treasurer under both Florida Statute 103.121(a)6 and Article VII (5) of the MCREC Constitution.

10. Upon information and belief, I know that the MCREC Constitution itself is silent – as it is on many things – on the requirement for dual signatures on all disbursements, however upon information and belief, Florida law is not silent and does require dual signatures. See 103.121(2), F.S..

11. Upon information and belief, I know that before December 2023 all MCREC financial disbursements (checks, wire transfers authorizations, etc.) required dual independent signature authorization by the MCREC Treasurer and Chairperson.

12. Upon information and belief, I know that before or during the December 2023 MCREC meeting, Chairwoman April Culbreath (hereinafter “Culbreath” or “Chairwoman”) made a unilateral, unapproved change to the MCREC’s disbursement control procedures, eliminating dual independent signatures requirement on all disbursements without informing, or seeking the approval of, the MCREC membership.

13. I know that dual independent signatures are a critical control measure for all small(er) institutions that cannot otherwise create effective segregation of duties and controls within its disbursement processes to reduce the potential for misappropriations of assets or errors.

14. Upon information and belief, I know that the elimination of the MCREC’s dual independent signature financial control measure was openly supported by both the sitting State Committeeman Dave Mathews (“Mathews”), and State Committeewoman Cindy Spray (“Spray”), who along with Culbreath, personally benefited from the reimbursement of their expenses from MCREC funds.

15. I know that Mr. Bruce Stamm, the Treasurer that resigned in December 2023, stated that he declined to cosign on the aforementioned reimbursement expenditures because, upon information and belief, based on his more than three (3) years experience as the MCREC Treasurer, he believed the expenditures were of an unauthorized, personal nature.

16. I know that in December 2023, both the elected Treasurer and the elected Secretary, upon information and belief, resigned due to their actual or perceived personal civil and criminal legal liability exposure due to Culbreath's ongoing financial malfeasance and abuse of MCREC funds and members rights including:

- a. Culbreath's refusal to put expenditure requests before the MCREC membership for approval;
- b. Culbreath's interference with the Treasurer's ability to make his required Treasurer's Report to MCREC members and inform members of the unauthorized disbursements;
- c. Culbreath's November 6, 2023, cash withdrawal from the MCREC bank account for \$2,306.00, via a bank treasury check that she deposited into her personal bank account;
- d. Culbreath's acquisition of new single signature line checks from the bank effectively eliminating the dual signatures control on all disbursements; and
- e. Culbreath's continued disregard of the MCREC's expenditure authorization rights by continuing to make disbursements for expenditures that had not been authorized by the Committee after the December 11, 2024, MCREC Meeting.

17. I know that according to the RPOF Rules and Procedures under Rule

6(D)(4)(c) (officer job description) the administration of the MCREC bank account is solely within the duties and authorities of the MCREC Treasurer.

18. I know that Culbreath's lack of spending authority was explicitly confirmed to her by the MCREC members in the December 11, 2024, MCREC meeting, with the Committee's overwhelming vote to reject the Charwoman's request for delegated spending authority of up to one thousand dollars (\$1,000.00) per individual disbursement.

Special Meeting January 22, 2024

19. In January 2024, upon information and belief that due to concern over ongoing, clear, financial malfeasance and lack of the timely scheduling of a meeting by the Chairwoman to elect a new Treasurer and Secretary, which would have provided an opportunity to regain control over management of MCREC funds, I know that a quorum of the MCREC members rightfully petitioned for a Special Meeting under MCREC Constitution Article VII(2) to elect a new Treasurer and new Secretary, and to adopt written financial controls, including reinstating the requirement for dual signatures on all disbursements.

20. Upon information and belief, I know that in the Special Meeting held on January 22, 2024, a clear majority of MCREC members (95 of 172, 55%) elected a new Treasurer and new Secretary (both by unanimous consent) and adopted a set of written financial controls that included dual signatures on all disbursements.

21. Upon information and belief, I know that Culbreath refused to recognize the newly elected Treasurer and Secretary as MCREC Board members, and as a result the newly elected Treasurer (Jackie Heisei) and Secretary (Sandra Freas) filed a grievance with the RPOF Grievance Committee against Culbreath.

Minutes for the December 11, 2023 MCREC Meeting

22. I know that, at the next regularly called MCREC meeting on February 26, 2024, moments before the scheduled start of the meeting, upon information and belief, Culbreath distributed a fraudulent alternative set of minutes for approval for the December 11, 2023, meeting, which omitted the results of the vote rejecting the Chairwoman's motion to have the MCREC delegate its expenditure authority to her, making it appear that the December 11, 2023, meeting lost quorum before a vote could be taken.

23. I know that RPOF Rule 6(D)(3)(d) requires that the draft meeting minutes be distributed to the State Committee within thirty (30) days of the date of the meeting. I know that during the February 26, 2024, MCREC meeting:

- a. Culbreath refused to recognize the newly elected Treasurer and Secretary as members of the Board while seated at the Board's head table and therefore Culbreath, after leaving in frustration, by default decided not to formally attend the February 2024 meeting that she called; whereby, in accordance with the RPOF rules the meeting was

chaired by the MCREC's Vice Chair in the Chairwoman's absence.

- b. The approval of Culbreath's version of the December 11, 2023, meeting minutes was tabled (not voted on) due to inadequate time for review of the draft minutes. (These minutes for the December meeting must now be considered for approval at the improperly noticed and scheduled May 22, 2024, meeting or at a rescheduled meeting along with the minutes from the February 26, 2024 meeting).
- c. A motion for a vote of no confidence against Culbreath was unanimously approved by the quorum (94 of 170 members, 55%) for her continued interference with the newly elected Treasurer and Secretary's ability to take their rightful seats and for the lack of implementation of the adopted financial controls.
- d. Separate votes of no confidence in the State Committeeman and State Committeewoman were also passed by majority vote for their continued aid to the Chairwoman in obstructing the sound functioning of the MCREC.

Florida Republican Assembly

24. Upon information and belief, I know that on May 4, 2024, Bill Helmich, RPOF Executive Director and a Member of the RPOF Grievance Committee, issued an email informing RPOF members that "the RPOF Chairman has deemed the

Florida Republican Assembly, INC. ("FRA"), and its related county organizations, in violation of section 103.081 Florida Statutes by using the party name without permission of the RPOF," and that unless the "Florida Republican Assembly... decides to become chartered Republican clubs under RPOF1, any member of the State or County Executive Committee may not be a member of a Florida Republican Assembly Organization."

25. Upon information and belief, I know that the FRA was established in Florida in 1998, and upon information and belief, the logo of the National Federation of Republican Assemblies was copyrighted in 1934, and that this is the same elephant logo the FRA uses.

26. I know that Section 103.081(2), Florida Statutes, specifically exempts from RPOF control any organization which has been organized and in existence in Florida on a statewide basis for a period of 10 years or more.

27. Upon information and belief, the RPOF Chairman's deeming the FRA to be unauthorized is in conflict with Section 103.081(2), Florida Statutes, and I believe this ruling represents a coordinated effort to aid in the concealment of Culbreath's financial malfeasance and the MCREC's gross mismanagement.

Grievance Committee Response and RPOF Memo

28. Upon information and belief, I know that the RPOF Grievance Committee's May 4, 2024, Recommendation Memo to Power admitted that the "grievance

[against Culbreath, Mathew & Spray] raised issues subject to the rules and regulations of the RPOF,” but that the committee spoke only to the “leaders of the MCREC” (these so-called leaders were the very individuals the grievance was filed against and no one with evidence, information, or those responsible for filing the grievance were present).

29. Upon information and belief, I know that the Grievance Committee’s May 4, 2024, Recommendation Memo to Power recommend the grievance be dismissed without a hearing, noting “there are significant questions remaining regarding the legitimacy of the meeting including the election of the Treasurer and Secretary and passing of new financial controls,” but not annotating what any of these “significant remaining” questions were, not citing any RPOF Rule or authoritative pronouncements as to why the meeting should be null and void, and not stating why the will of a clear majority of the membership of the Committee (55% majority) should be nullified.

30. For historical and traditional perspective, I know that both the sitting MCREC Chairwoman and Vice Chairman were elected in a Special Meeting held in June 2023.

31. I know that on May 6, 2024, the Chairman of the RPOF, Evan Power, issued a Memo (“RPOF Memo”) entitled “Re: Grievance In Re: April Culbreath” declaring the MCREC January 22, 2024, Special Meeting null and void, and all actions taken

in the meeting were void, explaining this decision was based on a recommendation, upon information and belief not supported by facts and evidence, and conclusory in nature, from the RPOF Grievance Committee.

32. I know that Evan Power's RPOF Memo directed that Culbreath call a meeting within thirty (30) days to fill the newly re-vacated Treasurer and Secretary positions and consider a proposal of financial controls.

Improper Notice of the May 22, 2024 Meeting

33. I know that RPOF Rule 6(c) in pertinent part states, "The meeting shall be called by the Chairman, with notice of the meeting to be sent provided (sic) to each member of the executive committee at least ten (10) days prior to the meeting."

34. Upon information and belief, I know that either one of these failures ("each member" and "at least ten (10) days") requires that the meeting be rescheduled under RPOF rules.

35. Upon information and belief, on May 11, 2024, Culbreath issued a memo to some, but not all, MCREC members improperly by carbon copy ("CC") and blind carbon copy ("BCC") emails, announcing an MCREC meeting for May 22, 2024, wherein she stated "[o]nly MCREC Members will be permitted in the building," and where she attached a copy of the RPOF Memo.

36. I know that I did not directly receive the email Culbreath sent on May 11, 2024, from Culbreath or any duly designated representative or officer of the

MCREC, and that my first official, yet improper, notice was not until May 15, 2024.

37. I know (via improper and late notice) via email dated May 15, 2024, that Culbreath scheduled a meeting for May 22, 2024, to elect a Treasurer and Secretary to fill the positions vacated by the RPOF Memo, and to consider adopting accounting procedures to be submitted by the State Committeeman.

38. Upon information and belief, I know that Culbreath failed to provide required notice for the May 22, 2024 meeting to a substantial number of MCREC members (at least fourteen dual Republican Assembly of Manatee County (“RAMC”) and/or Florida Republican Assembly (“FRA”) members), and Culbreath has willfully refused to acknowledge that multiple members have informed her of this notice failure.

39. Upon information and belief, I know that among those not receiving lawful notice of the May 22, 2024, meeting are Jackie Heisei (previously elected Treasurer), Howard Kline, Michele Martin, and myself; all incumbent executive committee members in good standing that have in the past resisted Culbreath’s unlawful agendas.

40. Upon information and belief, I know that under Article V(2) of the MCREC Constitution and RPOF Rule 6(c), that lawful notice has not been accomplished with respect to any of the MCREC members that have been targeted by the Chairwoman for removal from the MCREC, therefore the notice for the entire May 22, 2024

meeting failed because “each member” was not notified.

May 15, 2024 Culbreath CC/BCC Email Improper Notice

41. Upon information and belief, I know “former members” of the MCREC are not allowed to vote at meetings, only active incumbent executive MCREC members are allowed to vote.

42. Upon information and belief, at least fourteen (14) MCREC members, who were or are RAMC and/or FRA members, received a copy of an email from Culbreath on May 15, 2024, referring to those MCREC members intentionally, yet in an ambiguous manner, as “members or former members,” implying that their association with the RAMC or FRA would make them “former members”.

43. Upon information and belief, on the May 15, 2024 email, these targeted members – Plaintiff included – were informed by Culbreath that if they did not confirm to Culbreath by May 21, 2024, that they were not or no longer in the FRA they would not be allowed into the meeting to participate in the elections.

44. I know that on May 15, 2024, Culbreath issued a memo to MCREC members, to which I was included, by CC and BCC email, referring to herself, and presumably Matthews and Spray, as the “MCREC” stating, “the MCREC cannot allow Members who are also FRA members into any official MCREC meetings as Members in good standing,” despite the fact that there has been no removal or vacancy adjudication process for any of the affected members under Section 103.131 or 103.141, Florida

Statutes.

MCREC Members Targeted for Retaliation

45. On April 5, 2024, I issued an open letter to Culbreath and all MCREC members, in which I openly questioned Culbreath's integrity and exposed to all members that Culbreath attempted to present a fraudulent alternative set of minutes that omitted the fact the Chairwoman's request for delegated spending authority was overwhelmingly rejected by the MCREC membership during the December 11, 2023 meeting to the MCREC membership for approval at the February 26, 2024 meeting.

46. Upon information and belief, during the February 26, 2024 regular meeting, Howard Klien informed the MCREC members that the 2023 Audit Committee, which he had previously resigned from, was not formed in accordance with the requirements set forth in MCREC Constitution and put forth a motion that the report prepared by the Chairman's handpicked Audit Committee be withdrawn as unreliable; the motion passed overwhelmingly on a voice vote.

47. Upon information and belief, after the December 11, 2023, meeting, Jackie Heisei (the would-be Treasurer as a result of the January Special Meeting and favored contender for Treasurer if all incumbent members in good standing are allowed to vote at the May 22, 2024, meeting), filed a criminal complaint with the Manatee County Sheriff's Office regarding the continued financial malfeasance of Culbreath.

48. Upon information and belief in January 2024, Michell Martin drafted and administered the petition that called for the January Special meeting, and was unlawfully removed from the MCREC membership roster by Culbreath in retaliation for exercising that right;

- a. Culbreath wrongfully removed Michell Martin from the MCREC by making up a requirement that Ms. Martin failed to file a new Republican Party Oath when she moved to a different precinct within the County despite the fact that Article III (3) of the MCREC Constitution provides that MCREC members that move between precincts shall be “administratively moved to the new precinct without a requirement for a new election”;
- b. Ms. Martin was reinstated to the MCREC Roster by the Supervisor of Elections (“SOE”) in her new precinct when the SOE office was properly informed of MCREC Constitutional resolution for such moves by the would-be Secretary as a result of the January Special Meeting and favored contender for Secretary if all incumbent members in good standing are allowed to vote at the May 22, 2024; and
- c. Because the Secretary position is again vacant, Culbreath is maliciously ignoring Ms. Martin’s reinstatement as an elected Precinct Committeewoman.

Schedule Conflict of the May 22, 2024 Meeting

49. Upon information and belief, I know that Culbreath scheduled the May 22, 2024, meeting for a Wednesday with full knowledge that the meeting conflicted with a previously scheduled campaign and fundraising activities for the Manatee County Supervisor of Elections (“MCSOE”) Republican candidate, and that traditionally (during the past two years) the meetings were always held on Monday evenings.

50. Upon information and belief, Culbreath maliciously scheduled the May 22, 2024 meeting knowing that several of the MCREC members opposed to her agenda were personally committed to candidate support roles and the MCSOE fundraiser, and that this meeting conflicted with those prearranged scheduled activities.

51. Upon information and belief, the recently retired Supervisor of Elections referred to Culbreath’s decision as “corrupt,” inferring that it interfered with a candidate’s election and reduced the MCREC members able to attend the called MCREC meeting.

Effect of RPOF and Culbreath Actions on MCREC

52. Upon information and belief, the fact that Culbreath is not willing to reschedule the meeting and provide proper notice is prima facie evidence that the Chairwoman believes she has actually or constructively removed the aforementioned targeted elected executive committee members from the MCREC

membership roster.

53. Upon information and belief, the accounting controls that will be proposed at the May 22, 2024, meeting are a set of protocols (rather than controls) that grant discretionary spending authority to Culbreath (exclusively) that she is not entitled to either by Florida law or the MCREC's Constitution, and that these are the same measures that MCREC members rejected by vote in the December 11, 2023, regular meeting.

54. Upon information and belief, the accounting controls that will be proposed will not include a second review and signature of all disbursements, (dual independent signature control).

55. Upon information and belief, RPOF Chairman Power recently announced his primary near term objectives are to "quiet outside noise" while "positioning Republicans for success," but then he goes on to blame Democrats for pitting Republicans against Republicans, this can only be taken to mean that Republicans who oppose Evan Power's agenda of running roughshod over the state and county executive committees are working for Democrats and that Evan Power's goal is to silence his opponents in the Republican party, because according to him they are working for the Democrats.

56. Upon information and belief, the timing of the Grievance Committee's decision and the RPOF Chairman's deeming of the FRA members ineligibility for

RPOF offices, combined with the attempted malicious misuse of these pronouncements by Culbreath to manipulate the composition of the MCREC in her favor, lead me to believe that these efforts are coordinated effort among unscrupulous members of the RPOF, with Culbreath, and other state and county executive committee members, to undermine the will of the MCREC members.

57. Upon information and belief, the RPOF Grievance Committee process proved to be a biased to the point of being fraudulent, and one that only further enabled the Chairwoman's unlawful abuse of the MCREC member's rights, and unlawfully condoned her continued unilateral (unauthorized) disbursements.

58. Upon information and belief, Culbreath wants to unlawfully remake the composition of the MCREC into a favorable voting bloc in support of her agenda in preparation for the elections of the Secretary and Treasurer scheduled during the May 22, 2024, MCREC meeting, by unlawfully removing a significant number of incumbent executive committee members of the MCREC in good standing, denying them their voting rights, or denying them access to the meeting; to negate the solid majority (55%) of those members opposed to her agenda and who will most likely vote for the same candidates that won those seats in January.

59. Upon information and belief, Culbreath intends to maliciously retaliate against MCREC members opposed to her agenda because they exposed Culbreath's unlawful financial management of the MCREC funds or are real or suspected

members of the FRA.

60. Upon information and belief, the unlawful removal of these elected precinct representatives illegitimately benefits Culbreath by both reducing the number of members that are in opposition to her and reducing the numbers required for a quorum.

61. I know that under Florida Statute 103.141, Committee members wrongfully removed from the MCREC may file suit in circuit court alleging wrongful removal, and if restored are entitled recover costs, but upon information and belief, the potentially fraudulent actions taken by the committee during the absence of those removed members are not addressed statutorily and likely not reversible.

62. Upon information and belief, I know that due to the mismanagement of the finances of MCREC under Chairwoman Culbreath the MCREC is unlikely to have sufficient funds to allow members wrongfully removed to recover their costs.

63. I have reviewed and understand the Complaint and supporting documents in this matter and agree with the content thereof.

64. I am bringing this lawsuit in a good faith effort to ensure that elected officials follow the law, and to prevent the removal from membership, or denial of access or voting rights to MCREC members, thereby providing for a fair forum at the MCREC, and for no other reason.

65. I declare that I read the foregoing, and the facts alleged are true to the best of my knowledge.

Executed on May, 20, 2024.

[Signature]
Michael J. Keegan

STATE OF FLORIDA

COUNTY OF Manatee

Sworn to (or affirmed) and subscribed before me by means of physical presence

or online notarization, this 20 day of May, 2024

by Marcella Mena

[Signature]
(Signature of Notary Public Florida)
MARCELLA MENA
Notary Public
State of Florida
Comm# HH522090
Expires 4/29/2028

(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known OR
Produced Identification

DL-K250-550-56-1440-0
Type of Identification Produced

Exhibit

B

Republican Party of Florida (RPOF)
Rules and Procedures



**PARTY RULES OF PROCEDURE
REPUBLICAN STATE EXECUTIVE COMMITTEE**

As revised by the State Executive Board on May 4, 2024

*Note: With edits that do not take effect until December 1, 2024.

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With respect to this document, whenever the singular or plural number or masculine or feminine or neutral gender is used herein it shall equally include the others as the context may require.

PARTY RULES OF PROCEDURE

RULE 1 - Chartering Process for Republican Clubs

A. Restrictions on Use of the Name, Abbreviations, and Symbols of the Republican Party

(1) No person or group of persons may use the name, abbreviations, or symbols of the Republican Party in connection with any club, group, association, or organization of any kind unless approval and permission have been given by the Republican Party of Florida in the form of a written charter issued under this Rule. This Rule does not apply to county Republican Executive Committees, to Republican Affiliated Party Committees, to organizations that are chartered by the Republican National Committee, or to organizations using the name, abbreviations, or symbols of the Republican Party that have been in existence and organized on a statewide basis for a period of ten years.

(2) No member of the State Executive Committee or of a County Executive Committee may be a member or officer of any organization that has been deemed by the RPOF Chairman to be in violation of the restrictions on use of the name, abbreviations, and symbols of the Republican Party as provided for in this Rule or section 103.081, Florida Statutes.

B. Conditional Chartering Process for New Republican Clubs

Any non-chartered club, group, association, or organization seeking a charter under this Rule may submit a conditional charter application including the written approval of a majority of the following Republican Party officials from the county or counties in which it is organized (including at least one such official in each county in which it is organized): County Chairman, State Committeeman, State Committeewoman. Applicants organized on a statewide basis need not obtain the written approval of the Republican Party officials in each county, but will instead require the approval of the Executive Board of the Republican Party of Florida. Upon the approval of the Chairman of the Republican Party of Florida, a conditional charter will be issued to the applicant. Each conditional charter expires on March 31 of the calendar year after the year in which it is issued. A conditional charter may be revoked at any time, without notice, and for any reason in the sole discretion of the Chairman of the Republican Party of Florida. An organization that has received a conditional charter may apply for a general charter through the general charter renewal process provided in this Rule. A conditional charter may be renewed for an additional one-year period or converted to a general charter in the sole discretion of the Chairman of the Republican Party of Florida in consultation with the applicable County Republican Executive Committee officials.

C. Renewal and Revocation of General Charters for Existing Republican Clubs

(1) All general charters issued by the Republican Party of Florida expire on March 31 of each odd-numbered year unless renewed as provided in this Rule. On or before February 1 in each odd-numbered year, the Republican Party of Florida will send charter renewal information, requirements, and instructions to each chartered club, group,

association, or organization with a copy to the applicable Republican State Executive Committee Members. On or before March 15, any club wishing to renew its charter must submit a general charter renewal application including the written approval of a majority of the following Republican Party officials from the county or counties in which it is organized (including at least one such official in each county in which it is organized): County Chairman, State Committeeman, State Committeewoman. Upon the approval of the Chairman of the Republican Party of Florida, a new general charter will be issued to the applicant.

(2) Any club, group, association, or organization that has been chartered and in good standing for a period of ten continuous years is exempt from the renewal application process provided in subsection (C)(1) and may receive an expedited renewal of its charter upon the approval of the Chairman of the Republican Party of Florida and one State Executive Committee member from each county in which it is so organized.

(3) The Chairman of the Republican Party of Florida, in consultation with the applicable County Republican Executive Committee officials, may revoke any general charter for good cause shown. Failure to comply with the requirements of this Rule constitutes good cause for revocation of a general charter.

(4) The decision to revoke or not to renew a general charter may be appealed to the Republican Party of Florida as prescribed in this Rule. Any chartered club, group, association, or organization wishing to appeal a revocation or non-renewal of its general charter must submit a Notice identifying in detail the basis of its appeal within 90 days after it receives the decision to revoke or not to renew the charter. The Grievance Committee shall review all Notices of Appeal and may call for a response from any State Executive Committee members who supported the revocation of non-renewal of the general charter.

After considering the appeal, the Grievance Committee shall either: a) affirm the revocation or non-renewal (in which case there shall be no further appeal); or b) recommend to the Executive Board of the Republican Party that the revocation or non-renewal be overturned. After considering the Grievance Committee's recommendation and the merits of the appeal, the Executive Board of the Republican Party of Florida may restore and renew a general charter or revert the general charter to a conditional charter. The decision of the Executive Board is final and is not subject to further appeal in any forum.

D. *Restrictions on Activities by Chartered Republican Clubs*

Chartered Republican clubs must conduct their affairs in compliance with applicable state and federal election and campaign finance laws. No chartered club, group, association, or organization may adopt by-laws that are inconsistent with state or federal law, the Constitution or Party Rules of Procedure of the Republican State Executive Committee, or the Republican Party of Florida County Model Constitution. No chartered club, group, association, or organization may participate in intra-party differences, nor may it, in its official capacity as a chartered organization support the nomination of one Republican candidate over another unless the Republican Party has voted to endorse that candidate under Rule 8. No chartered

club, group, association, or organization may invite a non-Republican to be a guest speaker at an official meeting or function without the approval of the Chairman of the County Republican Executive Committee.

RULE 2 - National Committee Members

A. (1) There shall be elected by the State Executive Committee one man to serve as National Committeeman and one woman to serve as National Committeewoman to be designated the nominees from the state of Florida to serve on the Republican National Committee. The election shall be held at the Annual meeting of the State Executive Committee in each year of a presidential general election, at least fifteen (15) days prior to the presidential nominating convention of the Republican Party.

(2) The State Chairman shall conduct the election. Candidates shall be registered Republicans in the state of Florida and shall be nominated from the floor at the time of the election. Voting shall be by written secret ballot.

B. In the event of a vacancy in the office of National Committeeman or National Committeewoman, such vacancy shall be filled by a majority vote of the members of the State Executive Board at a duly called meeting, and the person so elected shall serve until the next annual meeting of the State RPOF Executive Committee, and provided that the term of that office shall not have expired, such vacancy shall be filled by a majority vote of the State RPOF Executive committee as provided in this Rule, and the person so elected shall serve the remainder of the term of that office.

C. The National Committeeman and National Committeewoman shall be reimbursed for party-related reimbursable travel expenses incurred up to the budgetary authority set by the State Executive Board, including transportation, mileage, lodging, and meals. Requests for reimbursement shall be submitted, reviewed, and approved in the same manner as requests for reimbursement by the RPOF Chairman under Rule 20.

D. As used in this Rule, the Rules of the Republican Party of Florida, and the County Model Constitution, in reference to "Committeeman" and "Committeewoman" the terms below mean as follows:

- (a) "Man" means a person belonging, at birth, to the biological sex of male, which has the specific reproductive role of producing sperm.
- (b) "Woman" means a person belonging, at birth, to the biological sex of female, which has the specific reproductive role of producing eggs.

RULE 3 - Use of Proxies

A. Proxy voting is not permissible at any meeting held under the authority of the Executive Committee of the Republican Party of Florida, County Republican Committees, or Clubs chartered under Rule 1 above, except for purposes of amending the Constitution of the

Republican Party of Florida as authorized in Article IX, Section 4 of that document. A proxy form approved by the General Counsel to the Republican Party of Florida shall be circulated to all State Committee members at the time proposed amendments to the Constitution of the RPOF are circulated pursuant to Art. XIII of the Constitution of the RPOF.

B. When the use of proxies is permitted, the holder of a valid proxy shall be in writing and held by a person who shall be a member of the Republican Executive Committee of Florida. The State RPOF Executive Committee member who attends by proxy is counted as present for purposes of determining whether or not there is a quorum.

RULE 4 - Vacancies - Nomination for Public Office

The following procedure shall be used to fill vacancies in nominations as provided by this section.

A. County Office: Vacancy in nomination in a county office shall be filled by majority vote of a quorum present at the duly called meeting of the County Executive Committee as per Florida Statutes, Section 100.111.

B. District Office (Any office which crosses county lines and includes parts of more than one county): Vacancy in nomination in a state or federal district office shall be filled by a majority vote of a quorum present (proxies shall not be allowed) at the duly called meeting of the members of the State Executive Committee and County Chairmen from the counties comprising the area involving the district office, which vote shall be cast proportionately to each county's percentage of the total Republican party registration within the election district and allocated equally to each voting member present, providing that no county's total vote shall exceed the allocated percentage for that county. For the purpose of this rule, party registration shall be based on the data available at the date of the last closing of the books of the Florida Secretary of State. District vice-chairmen from the districts involved may attend and act in an ex-officio capacity without vote.

C. Statewide Office: Vacancy in nomination in a statewide office shall be filled by a majority vote of a quorum present at the duly called meeting of the members of the State Executive Board of the Republican Party of Florida.

RULE 5 - Election of Precinct Committeemen and Women

A. (1) Each precinct within each county shall, except as otherwise provided in this rule, the party constitution, or state law, elect one man, who is a registered Republican, and one woman, who is a registered Republican, to serve as Precinct Committeeman and Precinct Committeewoman. However, any precinct with a total registration equal to or greater than 1000 registered voters shall be entitled to an additional Precinct Committeeman and Precinct Committeewoman for every increment of 1000 registered voters in the precinct, who shall serve for the full term of the office regardless of change in precinct population.

(2) The number of registered voters shall be determined at or just prior to the commencement of the qualifying period for such office as shown by the most recent voter registration records of the Supervisor of Elections in such County. At any time thereafter, should the number of registered voters increase so as to exceed 1000 voters, the County Executive Committee shall elect one additional Precinct Committeeman and Precinct Committeewoman in accordance with the procedures set forth below for the filling of vacancies and who shall serve until the commencement of the term of his or her successor, if any.

B. In counties divided into 40 or more precincts, the State Executive Committee may adopt a district unit of representation for such county Executive Committees. Upon adoption of a district unit of representation, the State Executive Committee shall request the supervisor of elections of that county, with approval of the Board of County Commissioners, to provide for an appropriate number of election districts as nearly equal in number of registered voters as possible. Where the district unit of representation has been adopted, district representatives shall be elected in the same manner as Precinct Committeemen and Committeewomen, and shall serve in place of precinct men and women.

C. The Precinct Committeemen and women or the district men and women elected in accordance with this rule shall constitute the County Executive Committee. Pursuant to the party constitution, and Florida Statutes, the State Committeeman and State Committeewoman, and all members of the Florida legislature who are residents of the county and members of the Republican Party, shall be voting members of the County Executive Committee. County Executive Committees shall not extend voting membership status to any other individuals. Each member of the committee shall be entitled to one vote.

D. Pursuant to Florida Statutes 103.091(5), in the event no county committeeman or committeewoman is elected or a vacancy occurs from any other cause in the County Executive Committee, the vacancy shall be filled by a majority vote of those present at a regular meeting at which a quorum is present. Such vacancy shall be filled by a qualified member of the political party residing in the precinct or district where the vacancy occurred and for the unexpired portion of the term and shall not be deemed a member until the name has been duly recorded with the Supervisor of Elections by the secretary of the County Executive Committee.

(1) Each County Executive Committee must abide by the following procedures when filling a vacancy:

- (a) A prospective member must have the ability to complete and submit an initial membership application to fill the vacancy at the first County Executive Committee meeting they attend. The initial application shall consist of the RPOF Loyalty Oath and a Candidate Oath.
- (b) Following the submission of the initial membership application and prior to the next County Executive Committee meeting, the County Secretary must verify the eligibility of the prospective member including that he or she is currently a registered Republican voter in

the State of Florida and has been a registered Republican for the previous 365 days, whether in Florida or another state, and whether the prospective member resides in a precinct or district where a vacancy exists. Ineligible prospective members may not be voted on by the County Executive Committee. A County Secretary's inability to verify a prospective member's eligibility is not a valid basis for withholding the prospective member from being voted upon by the County Executive Committee if the prospective member completes an RPOF Loyalty Oath and a Candidate Oath swearing that they meet the qualifications for membership.

- (c) Following the submission of an eligible prospective member's initial membership application, the County Executive Committee must hold a vote at the next County Executive Committee meeting that the eligible prospective member attends, but if the eligible prospective member is not in attendance for three meetings following the submission of their initial membership application, then their application expires and they must restart the process.
- (d) A County Executive Committee is prohibited from imposing additional requirements for membership beyond those requirements contained in Florida law, the RPOF Constitution, the RPOF Rules, and the RPOF County Model Constitution including any attendance requirements at REC meetings or new member orientations or similar training or programs. The County Executive Committee may provide optional new member training and orientation.
- (e) Following an affirmative vote on a prospective member by the County Executive Committee, the notarized Candidate Oath must be promptly submitted to the County Secretary or, alternatively, executed at the County Executive Committee meeting. The County Secretary must promptly provide the Loyalty Oath and current membership roster to the Republican Party of Florida within 30 days of the vote and the Candidate Oath to the Supervisor of Elections.

E. In accordance with Section 103.091, Florida Statutes, Precinct Committeemen and Precinct Committeewomen shall be elected for four-year terms which shall commence on the first day of the month following each general election (December 1). Within thirty days of the primary election, Precinct Committeemen and Precinct Committeewomen shall sign and file a loyalty oath as prescribed in Rule 9. Failure to file a completed loyalty oath is cause for immediate removal from office.

F. Candidates for Precinct Committeemen and Precinct Committeewomen shall qualify for office in accordance with Section 103.091, Florida Statutes.

G. The outgoing chairman of each County Executive Committee shall hold an organizational meeting of all newly elected precinct committee members and for the purpose of electing officers and said meeting shall take place within 30 days of the date the new members take office.

RULE 6 - Officers of County Committees; Role and Responsibilities

A. All officers of a County Executive Committee including but not limited to, the County Chairman, Vice-Chairman, Secretary and Treasurer shall be members of such committee and this rule shall be included as a provision in the county committee's constitution and/or bylaws. All county party executive committee officers shall be elected for a two-year term and may hold only one office in the County Executive Committee. Alternate county executive committee members are not eligible to serve as elected officers of the County Executive Committee, unless this rule is waived by the Executive Board of RPOF. The creation of additional voting positions on the County Executive Board besides County Chairman, Vice-Chairman, Secretary, Treasurer, State Committeeman, and State Committeewoman shall occur only via the amendment process outlined in the County Model Constitution.

B. Florida Statutes and the Rules of the Republican Party of Florida require that certain items be filed with the Republican Party of Florida by the County Executive Committee. In the event that such filings are not timely made, the Chairman of the Republican Party of Florida shall notify the chairman of the County Executive Committee by registered mail of the delinquency. The chairman shall have thirty (30) days from receipt of such notification to file the appropriate materials. If the filing is not completed within thirty (30) days, the Chairman of the Republican Party of Florida may remove from office the chairman of the County Executive Committee, and that office will devolve to the person in succession as defined by the constitution and/or by-laws of the County Executive Committee. Such person shall, within thirty (30) days, call a meeting for purposes of electing a new Chairman in accordance with the election procedures set forth in the constitution and/or bylaws of the County Executive Committee. If the acting chairman fails to timely call such an election, the Chairman of the Republican Party of Florida may remove the acting Chairman from office. That office will then devolve to the next person in succession as defined by the constitution and/or bylaws of the County Executive Committee.

C. Each County Executive Committee shall meet at least six (6) times during the calendar year, one meeting within each quarter with at least twenty-eight days between each meeting. The meeting shall be called by the Chairman, with notice of the meeting to be sent provided to each member of the executive committee at least ten (10) days prior to the meeting. This shall specifically be the duty of the County Chairman, and in the event that the County Chairman does not call such meetings when due, the State Chairman may remove the County Chairman from office. In such event, the office of county chairman shall devolve to the next person in succession as defined by the constitution and/or bylaws of the County Executive Committee. If the acting Chairman fails to timely call such an election, the Chairman of the Republican Party of Florida may remove the acting chairman from office. The office will then devolve to the next

person in succession as defined by the constitution and/or bylaws of the County Executive Committee.

D. The role and responsibilities of the following Officers of County Committees include, but are not limited to, the following:

(1) County Chairman

- (a) Act as the presiding officer at all meetings of the County Executive Committee and Executive Board of the County Executive Committee,
- (b) Comply with and uphold the State Party Constitution and Rules of Procedure,
- (c) Assist and cooperate with District Chairmen, the State Committeeman, the State Committeewoman and Party Field Directors in promoting seminars, caucuses, and fund-raising events, and
- (d) Fulfill such additional duties and responsibilities imposed by Florida Statutes, the State Party Constitution, the State Party Rules of Procedure and the County Model Constitution so long as it does not conflict with the State Party Constitution and/or State Party Rules of Procedure.

(2) County Vice Chairman

- (a) Act as the presiding officer at meetings of the County Executive Committee and Executive Board of the County Executive Committee in the absence of the County Chairman,
- (b) In the event the County Chairman is no longer able to perform his/her duties, either through death, disability, or through resignation, the County Vice Chairman shall temporarily assume the duties of the County Chairman. An election shall be called by the County Vice Chairman for the purpose of electing a new County Chairman and said election shall be held within sixty days of the date the vacancy occurs, and
- (c) Fulfill such additional duties and responsibilities imposed by Florida Statutes, the State Party Constitution, the State Party Rules of Procedure and the County Model Constitution so long as it does not conflict with the State Party Constitution and/or State Party Rules of Procedure.

(3) County Secretary

- (a) Record accurate minutes of the County Executive Committee meetings and County Executive Board meetings. Minutes shall include as an attachment a Treasurer's report or note if not available. Minutes shall include a record of the quorum for the meeting as well as results of all votes including tallies when counted,
- (b) Provide copies of minutes to County Executive Committee members of any regular or special meeting and copies of the minutes of any County

- Executive Board meetings, along with any other required documents, to County Executive Board members,
- (c) Conduct County Executive Committee meetings in the absence of the County Chairman and County Vice Chairman,
 - (d) Furnish a copy of the minutes, along with a report showing the record, by name of attendance of the meeting and any action taken by the committee to excuse the absences of its membership. Copies of this paperwork are to be mailed to the state executive committee within 30 days following each regular or special meeting,
 - (e) Furnish a copy of the Republican Party of Florida Loyalty Oath for all newly-elected County Executive Committee members,
 - (f) Record names of those elected or appointed and any member making a report with subject,
 - (g) Documents that shall be provided by the County Secretary to the Republican Party of Florida within 30 days of the regular or special meeting (420 East Jefferson Street, Tallahassee, Florida 32301) include:
 - (1) RPOF Loyalty Oaths,
 - (2) Monthly Minutes, by name, showing any action by the committee to excuse those who were absent,
 - (3) Attendance reports,
 - (4) Change in officers or contact information for officers, and
 - (5) Current membership roster with addresses, phone numbers, and email addresses,
 - (h) Documents that shall be provided by the County Secretary to the Supervisor of Elections include:
 - (1) Candidate Oaths,
 - (2) Change in officers or their contact information,
 - (3) Current membership roster, and
 - (i) Fulfill such additional duties and responsibilities imposed by Florida Statutes, the State Party Constitution, the State Party Rules of Procedure and the County Model Constitution so long as it does not conflict with the State Party Constitution and/or State Party Rules of Procedure.
- (4) County Treasurer
- (a) Conduct County Executive Committee meetings in the absence of the County Chairman, County Vice Chairman, and County Secretary,
 - (b) Maintain adequate records showing receipt and expenses of all Party funds. Records shall be publicly audited at the end of the calendar year and a copy of the audit filed with the Supervisor of Elections and the Republican Party of Florida prior to April 1 of the following year. No less than three committee members shall be appointed by the County Executive Committee to complete the audit,

- (c) Administer the County Party checking/money market account(s) and balance such account(s) in a timely manner,
- (d) Supply a report of activity on a monthly basis to the County Executive Board, County Executive Committee, and the Republican Party of Florida,
- (e) Prepare quarterly financial reports on a timely basis. Provide copies to both the Supervisor of Elections and the State Executive Committee. (Note: During an election year, additional reports are required. Please check with your Supervisor of Elections for more information), and
- (f) Fulfill such additional duties and responsibilities imposed by Florida Statutes, the State Party Constitution, the State Party Rules of Procedure and the County Model Constitution so long as it does not conflict with the State Party Constitution and/or State Party Rules of Procedure.

RULE 7 - Alternate County Executive Committee Members

A. All county executive committees may include in their constitutions and/or bylaws a provision allowing alternate county committee members. The following is recommended for such use:

There may be as many alternate county executive committee members as there are duly elected members in each precinct. Alternate members shall have no vote, except in the absence of the member they represent. Each alternate member shall possess the qualifications required of the members represented, shall file the same oath and shall be duly voted upon for membership by the members of the county committee.

RULE 8 - Endorsements

A. The State Executive Committee may endorse, certify, screen, or recommend candidates in contested Republican primaries only upon unanimous approval of the Executive Board and the approval of 60% of the State Executive Committee at a meeting called for that purpose and at which a quorum is present.

B. County Executive Committee may endorse, certify, screen, or recommend a Republican candidate in a contested Republican primary, or a registered Republican in a nonpartisan election (including judicial races where it is legally permissible), or a local Unitary Special/General Election, by either of the two following methods: (1) Upon the affirmative vote of not less than 60% of the County Executive Committee present and voting at a duly called meeting complying with notice requirements set forth below, provided that the number voting to endorse represents a majority of the full committee, or (2) upon the affirmative vote of not less than two-thirds (2/3) of those present and voting at such meeting, provided that a quorum is present at the time the vote is taken. Each announced candidate shall be likewise notified that a vote on endorsement is to be taken and that he or she will be allowed to speak at such meeting in support of or opposition to any proposed endorsement, certification, or recommendation for an office for which he or she is a candidate.

C. There shall be no less than ten days written notice to each member of the Executive Committee of any meeting at which the vote is to be taken. The written notice shall inform each member of the time, date, place of meeting, and that a vote will be taken to endorse, certify, screen or otherwise recommend one or more Republican candidates for nomination for election. A copy of the notice of the meeting shall be mailed by the County Chairman or other appropriate officer to: Republican Party of Florida, P.O. Box 311, Tallahassee, Florida, 32302.

D. A County Republican Executive Committee may not endorse, certify, screen, or recommend a candidate in a contested election for a publicly elected position on a Republican Executive Committee. This provision does not preclude any Republican Executive Committee member from supporting in any manner his or her personal candidate of choice in a contested election for a publicly elected position on a Republican Executive Committee, provided he or she does not express that support with public reference to his or her title or office within the Republican Party of Florida.

RULE 9 – Oath of Party Loyalty

A. *Form of Party Loyalty Oath*

As a condition of membership on a Republican Executive Committee, each County Republican Executive Committee and State Republican Executive Committee member must sign and file an oath of party loyalty in the following form:

I swear or affirm that during my term of party office I will not actively, publicly, or financially support the election of any candidate:

(1) Seeking election against the Republican Party's nominee in a partisan unitary, general, or special election that includes a Republican nominee; or

(2) Who is not a registered Republican and is seeking election against a registered Republican in a non-partisan election, except that this provision does not apply to judicial races under Chapter 105, Florida Statutes.

I further swear or affirm that, in my capacity as a Republican Executive Committee member I will not support, in a contested Republican primary election, the nomination of one Republican candidate over another, or in a nonpartisan election, the election of one registered Republican over another, unless the Executive Committee has voted to endorse that candidate in accordance with RPOF Rule 8. This provision does not preclude me from supporting in any manner my personal Republican candidate of choice in a contested Republican primary election or my personal

registered Republican candidate of choice in a nonpartisan election, provided I do not express such support with public reference to my title or office within the Republican Party of Florida.

B. *Filing Instructions for Party Loyalty Oath*

Each Republican Executive Committee member required by this Rule to sign a party loyalty oath must file the oath with the Chairman of his or her respective State or County Republican Executive Committee (or the Chairman's designee) no later than 30 days after election to party office. The party loyalty oath shall be witnessed, verified, or notarized.

RULE 10 – Selection of Delegates and Alternate Delegates to the Republican National Convention

A. *Exclusive Method for Selection of Delegates and Alternate Delegates to Republican National Convention*

All delegates and alternate delegates to the Republican National Convention shall be elected as prescribed by this Rule following the Florida Presidential Preference Primary.

B. *All Delegates and Alternate Delegates Awarded to Statewide Winner of Florida Presidential Preference Primary*

The Republican presidential candidate receiving the highest number of statewide votes at the Florida Presidential Preference Primary shall be awarded all delegates and alternate delegates to the Republican National Convention. The delegates and alternate delegates shall be elected as prescribed by Rule 10(D). The Chairman of the Republican Party of Florida, or his or her designee, shall be bound to count and cast all delegate votes for that presidential candidate during the first three convention ballots unless the convention rules state that delegates are bound for more than three ballots. If the candidate to whom the delegate votes are bound releases the delegates or withdraws his or her candidacy, then the delegate votes will not be bound to any candidate. No delegate, other than the Chairman of the Republican Party of Florida, or his or her designee, shall be entitled to cast any vote on his or her own behalf until the fourth convention ballot.

C. *Submission of Proposed Delegates and Alternate Delegates*

No later than one week after the Florida Presidential Preference Primary, each Republican presidential candidate whose name appeared on the ballot shall submit to the Chairman of the Republican Party of Florida a list of proposed delegates and alternate delegates from among that candidate's supporters to be considered as candidates for election as delegates and alternate delegates. The lists of proposed delegates and alternate delegates shall be distributed by the Chairman of the Republican Party of Florida to Executive Board of

the Republican Party of Florida and to the Chairman of each Congressional District Caucus before the election of delegates and alternate delegates.

D. Election of Delegates and Alternate Delegates

Under the Rules of the Republican Party (as amended), the Republican Party of Florida is entitled to a certain number of delegates and alternate delegates to the Republican National Convention. The Chairman of the Republican Party of Florida, the National Committeeman, and the National Committeewoman shall serve as delegates without alternates. The remaining delegates and alternate delegates shall be elected at a meeting duly called by the Chairman of the Republican Party of Florida no sooner than one week after the Presidential Preference Primary and no later than 45 days before the time set for the meeting of the Republican National Convention. The delegates and alternate delegates shall be elected as follows:

(1) Three delegates and three alternate delegates shall be elected by each of the Congressional District Caucuses (composed of the State Committeemen, State Committeewomen, and County Chairmen representing any county in each Congressional District). Proxy voting is not permitted.

(2) The remaining delegates and alternate delegates shall be elected as Delegates at Large by the Executive Board of the Republican Party of Florida in accordance with the Rules of the Republican Party (as amended).

(3) Each candidate for election as a delegate or alternate delegate must be a legal resident and registered Republican voter of the State of Florida. Each candidate for election as a delegate or alternate delegate from a Congressional District Caucus must additionally be a legal resident of that Congressional District. Before the election of delegates and alternate delegates, each candidate for election as a delegate or alternate delegate shall certify that he or she is duly qualified to serve under this Rule by filing a qualifying oath or affirmation in a form approved by the General Counsel to the Republican Party of Florida.

(4) No more than seven days after the election of delegates and alternate delegates, the Chairman of each Congressional District Caucus shall certify to the Chairman of the Republican Party of Florida the names of each delegate and alternate delegate elected from that Congressional District Caucus. The Chairman and Secretary of the Republican Party of Florida shall certify all delegates and alternate delegates of the Republican Party of Florida and shall file their names and credentials with the Secretary of the Republican National Convention no later than thirty-five days before the time set for the meeting of the national convention.

(5) No candidate for delegate or alternate delegate shall be required to pay an assessment or fee to become a candidate or to serve as the elected delegate or alternate delegate. No candidate for delegate or alternate delegate shall be discriminated against for reasons of sex, race, religion, color, age, national origin or physical disability. As required by the Rules of the Republican Party, the Republican Party of Florida shall endeavor to have equal representation of men and women in its delegation to the Republican National Convention.

E. *Vacancies in the National Convention Delegation*

If an elected delegate or an alternate delegate is unable to attend the Republican National Convention, the Chairman of the Republican Party of Florida, or his or her designee, shall select his or her replacement. If for any reason the Republican National Convention refuses to seat Florida's elected delegates, all remaining delegates shall be Delegates at Large and shall be selected by the Chairman of the Republican Party of Florida from the original delegation. At least one delegate shall be selected from each Congressional District, with the advice and consent of each Congressional District Caucus Chairman.

F. *Notice of Delegate Election Procedures*

A copy of this Rule, as adopted, shall be filed with the Department of State within seven days after its adoption and shall become a public record. The Republican Party of Florida shall also publish notice on its website of these delegate election procedures and of the time, place, and manner of the election of delegates and alternate delegates.

RULE 11 - Election of State Committeemen and State Committeewomen; Role and Responsibilities

A. Each county shall elect one man and one woman to serve as State Committeeman and State Committeewoman from that county. Candidates for State Committeeman and State Committeewoman shall qualify for office in accordance with Section 103.091 Florida Statutes. State Committeemen and State Committeewomen shall be elected for four-year terms which shall commence on the first day of the month following each Presidential general election (December 1). Within thirty days of the primary election, State Committeemen and State Committeewomen shall sign and file a loyalty oath as prescribed in Rule 9. Failure to file a completed loyalty oath is cause for immediate removal from office. There shall be no limit on the number of terms in which a State Committeeman or State Committee woman may serve.

For the purpose of defining "good standing" under Florida Statutes, any person elected as a State Committeeman or State Committeewoman shall during their term of office:

- (1) Maintain voter registration as a Republican;
- (2) Maintain their personal residency in the county from which their election occurred;
- (3) Sign and abide by the loyalty oath that is prescribed in Rule 9;
- (4) Adhere to the duties, responsibilities, and attendance requirements of the Office of State Committeeman or Committeewoman;
- (5) Comply with and uphold the State Party Constitution and Rules of Procedure.

B. Electors seeking to qualify for such office of state committeeman or state committeewoman shall do so with the Supervisor of Elections no earlier than noon of the 71st day or later than noon of the 67th day preceding the first primary of the Presidential election year.

C. The outgoing chairman of each State Executive Committee shall hold an organizational meeting of all newly elected State Committee members for the purpose of electing officers and said meeting shall take place within 60 days of the date the new members take office.

D. The role and responsibilities of State Committeemen and State Committeewomen include, but are not limited to, the following:

- (1) Act as a liaison between the State Executive Committee and the County Executive Committee.
- (2) Elect a Congressional District Chairman who is entitled to vote on the State Executive Board.
- (3) Serve as at-large members of the County Executive Committee.
- (4) Assist and cooperate with District Chairmen, County Chairmen, and Party Field Directors in promoting seminars, caucuses, and fund-raising events.
- (5) Share all correspondence, newsletters, information bulletins, etc., from RPOF or other relevant sources, and directing them to officers and members of the County Executive Committee. The County Executive Committee shall be required to provide to the State Committeeman and State Committeewoman its current membership roster consisting of names, addresses, phone numbers, and email addresses in the same format and time it submits to the RPOF.
- (6) Fulfill such additional duties and responsibilities as may be requested by the RPOF Chairman.

RULE 12 - Liabilities

A. The members, officers, agents and members of the Executive Committee of the Republican Party of Florida shall not be personally liable for any debt, liability, or obligation of the Party.

B. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against, the Republican Party of Florida may look only to the funds and property of any such contract or claim, or for the payment of any debt, damages, judgment, or decree, or any money that may otherwise become due or payable to them from the Republican Party of Florida.

RULE 13 – Indemnification

A. The State Committee of the Republican Party of Florida (the “committee”) may, upon the affirmative vote of the majority of the Executive Board, to the extent legally permissible, indemnify each person serving or who has served as a member of the Committee or of the Executive Board against all liabilities and expenses, including amounts paid in satisfaction of judgments, in compromise or as fines and penalties, and counsel fees reasonably incurred by him or her, in connection with the defense or disposition of any action, suit, or other proceeding, whether civil, criminal, administrative, or investigative, in which he or she may be involved or with which he or she may be threatened, while in office or thereafter, by reason of

his or her being or having been such a member or by reason of his or her serving or having served the Committee in any capacity referred to in the next paragraph.

B. "County Executive Committees Each County Executive Committee of the Republican Party of Florida may provide indemnification to the same extent and on the same terms as is provided by the State Executive Committee of the Republican Party of Florida to its members, pursuant to paragraph A above."

C. That indemnification of other persons serving or who have served as officers, employees, or other agents of the Committee, or, at its request, as members, directors, trustees, officers, employees, fiduciaries, or other agents of a corporation, trust, or other organization in which the Committee has an interest may be provided by the Committee whenever and to the extent authorized by a disinterested majority of the members of the Executive Board. Any such indemnification may include payment of the Committee of expenses incurred in defending any such action, suit, or other proceeding in advance of the final disposition thereof, upon receipt of an undertaking by the person indemnified to employ counsel satisfactory to the Committee and to repay such payment if it shall ultimately be determined that he or she is not entitled to indemnification under this rule.

D. Further, that notwithstanding the foregoing provisions of this Rule, no indemnification shall be provided for any person with respect to any matter: (a) as to which he or she shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interests of the Committee; or (b) disposed of by a compromise payment, pursuant to consent decree or otherwise, unless he or she shall have been determined to have acted in good faith in the reasonable belief that his or her action was in the best interest of the Committee, such determination to be made by a disinterested two-thirds (2/3) majority of all members of the Executive Board.

E. Further that the Committee may purchase and maintain insurance on behalf of any person who is or was a member of the Committee, a member of the Executive Board or an officer, employee, or other agent of the Committee, or who is or was serving at the request of the Committee as a member, director, trustee, officer, employee, fiduciary, or other agent of the corporation, trust, or other organization in which the committee has an interest, against any liability incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Committee would have the power to indemnify him or her against such liability.

F. This rule shall not limit any right of indemnification existing independently of this rule.

G. Definition: As used in this rule, the terms "member", "director", "trustee", "officer", "employee", and "agent" shall include their respective heirs, executors, and administrators, and a "disinterested" person is one against whom the proceedings in question, or another proceeding of the same or similar grounds, are not then and had not been pending or threatened.

RULE 14 - Borrowing or Lending of Funds

The Republican Party of Florida, without the expressed approval of the RPOF Executive Board, is prohibited from borrowing or lending money for any purpose. It may, however, use an asset as collateral during the course of its normal business.

RULE 15 - More Than One County Position

A person can hold only one position as a County Chairman, County Officer or a State Committeeman or State Committeewoman, except in counties with less than 750 registered Republicans, unless this rule is waived by the RPOF Executive Board.

RULE 16 - County Constitution

~~A constitution may be adopted by each County Executive Committee. In the event that no such constitution is adopted, the model constitution developed by the Republican Party of Florida will prevail. If a County Constitution is adopted which is not in conflict with the Florida Statutes, the Constitution of the Republican State Executive Committee, the Rules of Procedure for the Republican Party of Florida or the Model Constitution is adopted and it shall be filed with the Republican Party of Florida.~~ **The County Model Constitution, developed and maintained by the Republican Party of Florida, shall be the Constitution of the County Executive Committee.**

[This amendment shall take effect December 1, 2024].

RULE 17 - Republican Party of Florida Chairman and Employees' Salaries

The Chairman's salary will be fixed by the RPOF Board and employees' salary will be fixed by the Chairman, subject to budget limitations.

RULE 18 - Committees and Caucuses of the Republican Party of Florida

A. *Establishment of Standing Committees*

- (1) The following permanent standing committees of the Republican Party of Florida are established:
 - (a) Audit
 - (b) Budget
 - (c) Constitution and Rules
 - (d) Credentials
 - (e) Grievance
 - (f) Legislative Affairs
 - (g) Rural County
 - (h) Veterans Engagement

- (2) At any time, the Chairman of the Republican Party of Florida may also establish such select or ad hoc committees as he or she deems necessary.
- (3) The Chairman of the Republican Party of Florida may appoint the Chairman and all members of each committee. All committee Chairmen and members serve at the pleasure of the Chairman of the Republican Party of Florida. The Chairman of the Republican Party of Florida may also appoint any Republican to serve as a member of any committee in an *ex officio* capacity.
- (4) Only members of the Republican State Executive Committee are eligible to serve on a standing committee of the Republican Party of Florida. Any member of a county Republican Executive Committee is eligible to serve on a select or ad hoc committee of the Republican Party of Florida. To the maximum extent possible, committee members should be equally divided between men and women.

B. *Organization and Responsibilities of the Audit Committee*

- (1) The Audit Committee shall consist of at least seven members of the State Executive Committee, six of whom shall be appointed based on the recommendation of, respectively, the Republican Party of Florida's Vice Chairman, Secretary, Treasurer, National Committeewoman, National Committeeman, and Immediate Past Chairman (if he or she remains in good standing). The Chairman of the Republican Party of Florida shall appoint as members of the Audit Committee the persons recommended as described in this Rule. The Audit Committee shall elect its own Chairman.
- (2) The Audit Committee shall interview and select an accounting firm to conduct the annual audit required by law. After the annual audit has been completed, the accounting firm shall present the annual audit to the Audit Committee, which shall have authority to review, approve, and file a copy of the audit with the Florida Department of State prior to the statutory filing deadline. The Audit Committee shall provide a report on the results of the annual audit to the Executive Board of the Republican Party of Florida, along with any recommendations of the Audit Committee concerning the annual audit. The Audit Committee shall have the authority to inspect and audit, but not to change, destroy, deface, or remove any of the financial records of the Republican Party of Florida. The term of the Audit Committee members shall expire with that of the Officers of the State Executive Committee.

C. *Establishment of Caucuses*

In addition to the committees established under this Rule, there shall be a Caucus of County Chairmen, a Caucus of State Committeemen and State Committeewomen, and a Caucus of Appointees that shall be made up of the 10 Governor's Appointees, the 10 Senate President Appointees, and the 10 Speaker Appointees. Each Caucus shall elect its own Chairman and Vice

Chairman before the Annual Meeting of the State Executive Committee in each odd-numbered year. Each Caucus shall meet at least four times each year in conjunction with the meetings of the Executive Board of the Republican Party of Florida and shall provide a report on the activities of the Caucus to the Executive Board. Each Caucus has the authority to adopt Bylaws consistent with these Rules and shall file a copy of its Bylaws with the Republican Party of Florida. The first chair of the Caucus of Appointees shall be a current member of the Executive Board.

RULE 19 - Budget Committee Presentation

A. *Content and Form of Presentation*

The Budget Committee shall present a proposed budget for approval by the Executive Board of the Republican Party of Florida. The presentation shall take place in a closed Executive Session and shall be in the same format approved by the Budget Committee. The Chairman of the Budget Committee, assisted by RPOF accounting staff, shall conduct a concise summary briefing of the budget itemization and shall respond to any questions by the Executive Board. All budget information shall be confidential and copies for retention shall not be distributed.

B. *Timing of Presentation*

The annual budget for each even-numbered calendar year shall be presented and approved at the final quarterly Executive Board meeting of the previous year. The annual budget for each odd-numbered calendar year shall be presented and approved at an Executive Board meeting held after the biennial election of officers of the Republican State Executive Committee, but no later than the second quarterly meeting of each odd-numbered calendar year. Additional meetings of the Budget Committee and the Executive Board shall be held as necessary to ensure the timely adoption of an annual budget as required by this Rule.

RULE 20 - Chairman's Paid Expenses

A. The RPOF Chairman shall be reimbursed for all party-related expenses incurred, including transportation, mileage, lodging, and meals. The Chairman's request for reimbursement shall be submitted to the Audit Committee within 30 days of the end of the quarter the expenses were incurred, unless an extension is granted by the Audit Committee, and shall include complete documentation of all expenses submitted for reimbursement. Before any expense is reimbursed to the RPOF Chairman, the Audit Committee must make a timely determination of the appropriateness of the reimbursement request. If the Audit Committee declines to approve the reimbursement request, the RPOF Chairman may submit the matter to the RPOF Executive Board for final resolution.

B. The definition of "party-related expenses" shall be based on the rules of the Internal Revenue Service regarding business-related expenses eligible for deduction.

RULE 21 - Executive Committee and Executive Board Meetings

There shall be an annual meeting of the State RPOF Executive Committee held at such time and place as the RPOF Executive Board may determine. Only members of the State RPOF Executive Committee in good standing shall be eligible to vote at such meetings. Any challenges as to the membership status of an individual must be made in writing to the Chairman of the Credentials Committee so as to be received by that Chairman by 9:00 a.m. at least three (3) working days prior to the date of the meeting to allow the Committee to investigate that challenge.

Challenges not received in this timely manner shall not be heard except upon a two-thirds (2/3) vote of the Credentials Committee. At this meeting in the odd number years, new officers will be elected. Nominations for Chairman, Vice-Chairman, Secretary, Assistant Secretary, Treasurer and Assistant Treasurer shall be made from the floor at the Annual meeting in odd number years. In the event of more than one (1) nomination for any officer position, the vote shall be conducted by secret paper ballot. No pre-printed ballot may be used for this process. There shall be a minimum of four quarterly spaced meetings of the RPOF Executive Board each year. The date, location and time will be proposed by the Chairman and approved by the RPOF Board at the preceding quarterly Board meeting. With the exception of the Annual Meeting, Executive Committee and Executive Board Meetings may be held by electronic means with the consent of a majority of the Board, and in accordance with "Robert's Rules of Order, Newly Revised."

RULE 22 - Settlement of Grievances

A. The Chairman of the Republican Party of Florida shall appoint as a standing Committee, a Grievance Committee, consisting of seven members, including the Chairman. The Chairman of the Republican Party of Florida shall also appoint alternate members to serve if necessary. The Committee shall meet at the call of the Chairman of the Committee.

B. If a dispute arises among the members of any county Republican Party Executive Committee, Republican Club, Republican group, or group subject to the rules and regulations of the Republican Party of Florida, or between such parties, and such a dispute cannot be resolved by the members of said committee, club or group, then the resolution of the dispute may be referred in writing, by a member in good standing of the State or County Executive Committee, to the Executive Director of the Republican Party of Florida. The Executive Director shall refer the dispute to the Grievance Committee if determined along with the Legal Counsel to the Republican Party of Florida that the dispute raises issues that are subject to the rules and regulations of the Republican Party of Florida.

C. The dispute shall be referred to the Chairman of the Grievance Committee to be resolved. If the Committee Chairman determines that a hearing is necessary, the Grievance Committee shall hold hearings with respect to the dispute, inviting all parties to the dispute or others, who may be of help to be heard, meet before the Grievance Committee. Other parties

who may be of help to settle the dispute may also be given the opportunity to be heard. The Committee shall conduct the hearing in accordance with the Committee's adopted rules of procedure. The notice of written grievance setting forth the conduct of the hearing shall be provided to the parties not less than 10 days in advance of the hearing.

D. Hearings will be held within (90) ninety days of such referral in Tallahassee, Florida, at the discretion of the Chairman of the Grievance Committee. Hearings shall be held with at least five members of the Committee present. The Committee shall within (30) thirty days after the hearing make a written report to the RPOF Chairman, setting forth its findings and recommendations as to settling the dispute.

E. If the Chairman of the RPOF approves the recommendations, they are adopted and become final. If the Chairman does not approve the recommendations, he may (a) refer the matter back to the Grievance Committee for further consideration or (b) refer the Committee recommendations to a Grievance Review Committee consisting of the Chairman of the RPOF, the Vice Chairman, RPOF, the Secretary, RPOF, Treasurer, RPOF, and the Legal Counsel to the Republican Party of Florida. The Review Committee shall make a final determination as to a course of action within (30) thirty days. Adoption by the RPOF Chairman as well as any final determination by the Review Committee shall be made in writing and provided to all parties concerned.

As final authority in all Republican matters as granted under Article VII of the Constitution of the Republican Party of Florida, the action of the Chairman of the Republican Party of Florida or the Review Committee may include, but not be limited to the following: Removal or suspension of a Club Charter; removal or suspension of an officer or member of any authorized or chartered Club, Executive Committee or other committee from office or membership; revocation of a prior action or election by a Club, Executive Committee or other Committee; or ordering new elections by such clubs or committees. All actions by the Chairman of the Republican Party of Florida shall be final, unless modified by the State Executive Committee.

RULE 23 - Participation in Non Republican Party Organizations

No Republican County Executive Committee, as defined by Florida Statute, or any Club or Organization chartered under Rule 1 of these Rules of Procedure shall, as an organization, endorse, monetarily support or join any non-partisan or bi-partisan private group, committee or organization established for the purpose of monitoring or regulating political campaigns.

RULE 24 – Resolutions

A. *Resolutions with Prior Notice*

Any proposed resolution shall be submitted in writing to the Chairman of the Republican Party of Florida at least 15 days before the meeting of the Executive Board or State Executive Committee at which the resolution is to be considered. The proposed resolution shall be referred to the Constitution and Rules Committee for a review of its form based on its clarity,

understandability, and use of plain language. Upon a two-thirds vote of the Constitution and Rules Committee, the proposed resolution shall be referred to the Legislative Affairs Committee for a review of its content and subject matter. Upon a two-thirds vote of the Legislative Affairs Committee, the proposed resolution shall be placed on the agenda for the next meeting of the Executive Board or State Executive Committee, as appropriate.

B. *Untimely Resolutions*

Any proposed resolution not timely submitted under paragraph (A) may only be considered under emergency or extraordinary circumstances and if it is received at least 24 hours before the Executive Board or State Committee meeting. The determination of emergency or extraordinary circumstances shall be in discretion of the Chairman of the Republican Party of Florida or a two-thirds vote of the Constitution and Rules Committee. If approved for consideration by the Constitution and Rules Committee, it shall be subject to the same process described in paragraph (A) for Resolutions with Prior Notice.

C. *Required Vote for Passage*

Passage of any proposed resolution by the Executive Board or State Executive Committee shall require a two-thirds vote of a quorum present.

D. *Committee Consideration of Proposed Resolutions*

Meetings of the Constitution and Rules Committee and Legislative Affairs Committee at which proposed resolutions are to be considered shall be scheduled to convene after the regularly scheduled meeting of the Caucus of County Chairmen, the Caucus of State Committeemen and State Committeewomen, and the Caucus of Appointees but before the next scheduled meeting of the Executive Board or State Executive Committee.

RULE 25 - Attendance

A. The Office of County Chairman, State Committeeman, State Committeewoman, Club President, Precinct Committeeman, Precinct Committeewoman, or any office of the Republican Party may be deemed vacant by the Grievance Committee and affirmed by the RPOF Chairman due to excessive absences from office or failure to fulfill the duties and responsibilities of said office. Upon determining that the office is vacant, provisions of Chapter 103, Florida Statutes may apply.

B. County Chairmen, State Committeemen and State Committeewomen shall attend a minimum of three (3) of any four (4) of the annual and quarterly RPOF meetings in each calendar year as documented by the RPOF meeting registration.

C. County Chairmen, State Committeemen and State Committeewomen shall attend all county REC meetings and cannot miss three (3) consecutive meetings in a calendar year

without a valid excuse. Attendance shall be documented by the REC meeting attendance record to be reported by the REC secretary to the RPOF.

D. Excessive absences in the case of County Chairmen, State Committeemen and State Committeewomen shall be defined as failure to be reported as present at two (2) or more of the annual and quarterly meetings of the RPOF in each calendar year.

E. Removal from the office of County Chairman, State Committeeman or State Committeewoman for excessive absences under paragraph C or D shall be considered automatic upon written notice by the RPOF Chairman or his/her designee to the County Chairman, State Committeeman or State Committeewoman. No appeal or review shall be deemed permissible or acceptable unless the RPOF Executive Board by a 2/3 vote determines that the removal shall be reversed.

RULE 26 - Republican Party of Florida Whistleblower Policy

A. The Republican Party of Florida shall have and enforce a Whistleblower Policy as set forth in Appendix A to the RPOF Rules of Procedure.

B. The Whistleblower Policy may be amended by the RPOF Executive Board only in accordance with the procedures for amending the RPOF Rules of Procedure.

RULE 27 - Contractual Expenditures

The Chairman, Executive Director, and General Counsel shall each review and approve in advance any proposed contractual expenditures that in the aggregate exceed \$10,000 in a calendar year. Proposed expenditures by Party Senate and House Campaigns are excluded from such review and approval process.

RULE 28 - RPOF Accounting Staff

RPOF accounting staff shall report to the Chairman on day-to-day matters of the Party, but shall be accountable and report to the Executive Board when it is in session.

RULE 29 – At-Large Members of the State Executive Committee

[Disapproved by vote of the RPOF State Executive Committee, January 14, 2017]

RULE 30 - Disclosure of Affiliated Business Interests

No member of the State Executive Committee may enter or renew a contractual relationship with or receive compensation from the Republican Party of Florida or any County Republican Executive Committee without first disclosing the nature of the relationship in a memorandum filed with the Chairman of the Audit Committee of the Republican Party of Florida. The memorandum shall be shared with the members of the Audit Committee, and the Chairman of the Audit Committee shall present a report to the Executive Board at the next quarterly Board meeting. The disclosure requirements of this Rule apply to any business entity that, in whole or in part, is operated, maintained, or controlled by a member of the State Executive Committee or that employs or provides any other financial benefit to a member of the State Executive Committee.

RULE 31 – Candidate Qualifying for Presidential Preference Primary

A. Purpose of Candidate Qualifying Requirements

The Republican Party of Florida finds it necessary for Republican presidential candidates to make a preliminary showing of substantial support in order to qualify for a place on the presidential preference primary ballot. The provisions of this rule are intended to accomplish the party’s legitimate objectives through reasonable and non-discriminatory restrictions on ballot access.

B. Form of Republican Presidential Candidate Oath

Each Republican presidential candidate, in order to have his or her name submitted to the Secretary of State for placement on the presidential preference primary ballot under section 103.101(2) of the Florida Statutes, shall take or subscribe to an oath or affirmation in writing. A copy of the oath or affirmation shall be made available to the candidate upon request to the Republican Party of Florida and shall be substantially in the following form:

I, _____, am a candidate for the Republican Party’s nomination for the office of President of the United States of America. I hereby request that the Republican Party of Florida include my name on the list of presidential candidates to be placed on Florida’s Republican presidential preference primary ballot.

Signature of Candidate

Signature of Witness

STATE OF FLORIDA
COUNTY OF

Sworn to (or affirm) and subscribed before me this ____ day of _____, 20__.

Signature of Notary Public

Personally Known: _____ or
Produced Identification:
Type of Identification Produced:

C. *Methods of Qualifying for Presidential Preference Primary Ballot*

Each Republican presidential candidate seeking to appear on the presidential preference primary ballot shall:

(1) *Florida Freedom Summit Option*— In an election without an incumbent Republican President seeking to appear on the presidential preference primary ballot, any candidate invited to attend the Republican Party of Florida's Florida Freedom Summit, may qualify through personal appearance at the Florida Freedom Summit to execute and file the Candidate Oath prescribed by this rule, which shall be witnessed by the Chairman of the Republican Party of Florida or the Chairman's designee, and by paying a candidate qualifying fee made payable to the Republican Party of Florida in the amount of \$25,000; or

(2) *Qualifying Fee Option*— No later than 5 p.m. on November 22, qualify by filing with the Republican Party of Florida the Candidate Oath prescribed by this rule and a candidate qualifying fee made payable to the Republican Party of Florida in the amount of \$100,000; or

(3) *Petition Option*—No later than 5 p.m. on November 22, qualify by filing with the Republican Party of Florida the Candidate Oath prescribed by this rule and RPOF Candidate Petitions on the RPOF prescribed Petition Form, collected by volunteers, containing the original, wet-ink signatures and printed names of at least 2,000 registered Republican voters from each of Florida's 28 Congressional Districts. The Republican Party of Florida will: 1) check the Petition Forms to verify the signatories' status as registered Republican voters in the stated Congressional Districts; and 2) determine whether the required number of signatures has been obtained. A signature shall not be verified as valid and counted toward the required number of signatures unless the signature is on the proper RPOF prescribed Petition Form and the Petition Form contains all of the following information:

- 1) The voter's printed and legible name;
- 2) The voter's address (including city and county);
- 3) The voter's congressional district number;
- 4) The voter's date of birth or voter registration number;
- 5) The voter's original, wet-ink signature; and
- 6) The date the voter signed the Petition Form, as recorded by the voter; or

(4) *Presidential Option*—No later than 5 p.m. on November 22, an incumbent Republican President of the United States may qualify by submitting a letter to the Chairman of the Republican Party of Florida indicating a desire to have their name submitted for placement on the presidential preference primary ballot. A letter submitted pursuant to this Option fulfills the requirement for the Candidate Oath prescribed by this rule.

No other proxy or alternative qualifying method for the presidential preference primary shall be available. Any qualifying fees collected under this Rule will be devoted entirely to grassroots engagement activities in support of the Republican Party's candidates in the General Election. The Republican Party of Florida retains the sole and exclusive authority to adjudicate compliance with all requirements of this party rule.

D. *Submission of List of Presidential Candidates*

By November 30 of the year preceding the presidential preference primary, the Republican Party of Florida shall submit to the Secretary of State a list of its presidential candidates who have qualified for the Republican presidential preference primary ballot in accordance with this rule.

RULE 32 – Meetings via Electronic Means during Declared State of Emergency

A. *County Executive Committee*

A meeting of a county executive committee or executive board, or any other meeting of county executive committee members may be held via electronic means, when such county is under a declared state of emergency issued by the Governor. Regardless of the electronic means used, members must be able to access and participate in the meeting via telephone. The deliberative nature of the meeting must be preserved, and all members must be able to hear the meeting in progress and speak when recognized by the chair.

An electronic meeting must be held in accordance with “Robert’s Rules of Order, Newly Revised”, except as otherwise limited by the laws of the State of Florida, the Constitution of the Republican Party of Florida, the Rules of Procedure of the Republican Party of Florida, the County Model Constitution, or any constitution or bylaws duly adopted by the county executive committee. A county executive committee may adopt specific rules for conducting an electronic meeting and voting via electronic means.

B. *Congressional District Caucus*

A meeting of a congressional district caucus to elect delegates and alternate delegates to the Republican National Convention may be held via electronic means, when any county located in the congressional district is under a declared state of emergency issued by the Governor. Such a meeting must comply in all aspects with RPOF Rule 10 and the notice requirements therein and be conducted according to specific rules adopted by the congressional district caucus and approved by the RPOF Chairman.

APPENDIX A

REPUBLICAN PARTY OF FLORIDA WHISTLEBLOWER POLICY

The Republican Party of Florida (“RPOF”), consistent with its commitment to maintain the highest standards of ethics, integrity, and compliance with the law has established this Policy governing the handling of Whistleblower claims. This Whistleblower policy applies to all RPOF officers, employees, members of the State Republican Executive Committee (“REC”), and contractors.

It is the policy of RPOF to investigate and appropriately respond to claims, complaints and allegations of RPOF employees, officers, REC members and contractors regarding any failure by RPOF to meet its legal and ethical obligations. A “Whistleblower” is any individual who notifies RPOF management of a claim, complaint or allegation of any failure to meet applicable legal or ethical obligations, such as the types of allegations in the list following below. No adverse action should be taken against an RPOF Whistleblower employee in retaliation for any actions taken by the employee consistent with this Policy in reporting a suspected violation of law or RPOF policy, so long as the Whistleblower employee reasonably believed the information reported to be accurate. The following list of possible subjects of Whistleblower reports is not exhaustive or intended to limit the scope of this Policy.

- Unlawful conduct, practices or activities.
- Violations of any RPOF policy.
- Inappropriate use of RPOF funds or other resources.
- Misappropriation, falsification, alteration or destruction of RPOF records.
- Conduct, practices or activities that are inconsistent with generally accepted accounting principles.

Reporting Responsibilities

RPOF employees, officers, REC members, or contractors suspecting legal or policy violations must report such information to their supervisors, or if it is impractical or inappropriate to notify the supervisor, the information should be reported to the Executive Director, General Counsel or Chairman of the Audit Committee as appropriate. Reports of suspected impropriety should be forwarded by the supervisor or other officer or employee to the General Counsel who shall receive the information and endeavor to keep the information and identity of the source confidential, except in such instances where the General Counsel has a legal, ethical or fiduciary duty to inform others. Any party who has reason to believe that a serious breach of law or policy has occurred, shall retain all documents or other items that may be relevant to an investigation.

Supervisor Responsibilities

Supervisors who become aware of possible violations of law or RPOF policy, shall report such information to the General Counsel, or if impractical or inappropriate, the Executive Director or RPOF Chairman, at the earliest possible time.

Investigations

The General Counsel, or Executive Director as appropriate, is responsible for conducting an investigation of all matters reported pursuant to this Policy. During the course of any such investigation, employees, officers, contractors or REC members should not be suspended, terminated, removed, interrogated, disciplined or otherwise notified of the pending investigation until the supervisor has been instructed to do so by the General Counsel and the Executive Director.

Investigations shall include a review of all relevant documents and a diligent effort to interview all individuals believed to have knowledge of the facts and circumstances forming the substance of the allegations. During the course of an investigation, reasonable steps shall be taken to safeguard against unfounded accusations. At the conclusion of the investigation, the General Counsel shall report the findings of the investigation to the RPOF Chairman and Executive Director, and if appropriate, the Chairman of the Audit Committee.

Corrective or Disciplinary Action

Corrective or disciplinary actions shall be determined by the RPOF Chairman in consultation with the General Counsel, Executive Director, and if appropriate, the Executive Board. Appropriate corrective or disciplinary actions shall be determined on a case by case basis as warranted by the circumstances. The RPOF Chairman should consider whether any such violation was intentional, the harm caused by the violation, whether the party responsible for the violation has cooperated with the investigation, and whether the party responsible for the violation has voluntarily taken corrective action.

Exhibit

C

Political Executive Committee Oath of Office
DS-DE305C

**CANDIDATE OATH
PRECINCT COMMITTEEMEN AND
COMMITTEEWOMEN**

OFFICE USE ONLY

Candidate Oath

Name as it is to appear on ballot: _____

Check box if two last names without hyphen. (Name cannot be changed after qualifying.)

Check box if name includes nickname. (For use of a nickname, you must complete the Nickname Affidavit on reverse side.)

I swear or affirm that I am a candidate for the office of Committeeman Committeewoman

Precinct _____

I am a qualified elector of _____ County, Florida; I am qualified under the Constitution and the laws of Florida to hold the office to which I desire to be nominated or elected; and I will support the Constitution of the United States and the Constitution of the State of Florida.

Statement of Party

I swear or affirm that I am a member of the _____ Party; I have been a registered member of this political party, for which I am seeking nomination as a candidate, for 365 days before the beginning of qualifying preceding the general election for which I seek to qualify; and I have paid the assessment levied against me, if any, by the executive committee of the above-stated political party.

Statement of Outstanding Fines, Fees, or Penalties

I owe outstanding fines, fees, or penalties, that cumulatively exceed \$250, for ethics or campaign finance violations (s. 99.021(1)(d), F.S.).

YES, I Do _____ NO, I Do Not _____

If you do, you must also specify the amount owed and each entity that levied the same on the reverse side.

X

()

Signature of Candidate

Telephone Number

Email Address

Address of Legal Residence

City

State

ZIP Code

STATE OF FLORIDA

COUNTY OF _____

Signature of Notary Public

Print, Type, or Stamp Commissioned Name of Notary Public below:

Sworn to (or affirmed) and subscribed before me by means of

online notarization OR physical presence

this _____ day of _____, 20____.

Personally Known OR Produced Identification

Type of Identification Produced: _____

Exhibit C

DS-DE 305C (Eff. 10/2023)

Rule 1S-2.0001, F.A.C.

Exhibit

D

Email May 15, 2024
April Culbreath to BCC
Failed Notice for May 22, 2024 Meeting
&
Showing RPOF ruling on Sect. 103.081, F.S.

From: April Culbreath <chairman@manateerepublicanparty.com>

Date: May 15, 2024 at 2:34:21 PM GMT-4

Cc: jenniferwayman@protonmail.com, kaitlynwayman3@gmail.com, twayman@lampabay.ir.com, csluz1@yahoo.com, david.sluzevich@gmail.com, maryionescu@aol.com, lohnesp1@gmail.com

Subject: Fwd: New RPOF Rules, Constitution, Resolution, and Information

[A message from RPOF]

Attached are some important directives from the May 4th, 2024 RPOF Executive Board meeting, please find attached the following:

1. Redline of the rule amendments passed by the RPOF Executive Board
2. Revised version of the RPOF County Model Constitution
3. Revised version of the RPOF Rules of Procedure
4. Copy of the Resolution passed taking positions on the constitutional amendments appearing on the 2024 ballot.

Please pay special review to changes made to the RPOF Rules and CMC by the RPOF Rules Committee and Executive Board effective May 4th, 2024.

Constitutional Amendments

-

Since the RPOF Executive Board has taken official positions on the constitutional amendments, RECs are free to take positions in conformity with the state party and may not take contrary positions.

Organizations in violation of section 103.081, Florida Statutes

-

The RPOF Executive Board passed the following amendment at its meeting to RPOF Rule 1A.:

(2) No member of the State Executive Committee or of a County Executive Committee may be a member or officer of any organization that has been deemed by the RPOF Chairman to be in violation of the restrictions on use of the name, abbreviation, and symbols of the Republican Party as provided for in this Rule or section 103.081, Florida Statutes.

The RPOF Chairman has deemed the **Florida Republican Assembly, Inc. and its related county organizations in violation of section 103.081, Florida Statutes**, by using the party's name without permission of the RPOF. This means that unless the "Florida Republican Assembly" and its related county organizations decide to become chartered Republican clubs under RPOF 1, **any member of the State Executive Committee or a County Executive Committee may not be a member of a Florida Republican Assembly organization.**

Executive Director

Republican Party of Florida

Members & former members,

Having witnessed, discussed and reviewed the RPOF's decisions and FSS 103.081 the Manatee CREC cannot authorize FRA Board Members, FRA Members, or FRA Manatee Chapter members in any official MCREC meeting(s) as Members in good standing. According to the FRA bylaws the recently submitted Manatee FRA membership list contains several MCREC members, or former PC's names. If you believe your name is on the FRA Manatee Chapter, or any other FRA membership list, without your consent, please contact me in writing no later than May 21st 2024.

The Republican Party of Manatee County invites all Manatee conservative, Republican groups to apply to become Chartered.

In His Service,
April Culbreath

Exhibit

E

Florida Republican Assembly
Articles of Incorporation in 1998

N9800006689

LAW OFFICES - ROBERT W. ROSS, JR.

2605 East Atlantic Blvd., #205
Pompano Beach, FL 33062
(954) 781-0022

November 18, 1998
via Express Mail

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

400002692794--3
-11/20/98-01065--004
*****78.75 *****78.75

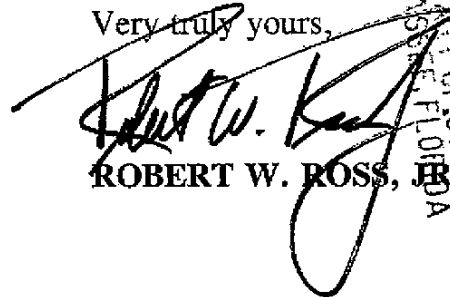
Re: Florida Republican Assembly, Inc.
Articles/Registered Agent/Filing Fees

Dear Sir/Madam:

Enclosed is an original and two (2) copies of the Articles of Incorporation and the Certification of Designation of Registered Agent and Registered Office, and a check in the amount of \$78.75, to satisfy the fees for the filing of the Articles and the Certificate of Designation, and for a certified copy to be returned to this office.

Please return a "filed" copy of both the Articles of Incorporation & the Certificate of Designation in the self-addressed, stamped envelope provided for your use. Thank you.

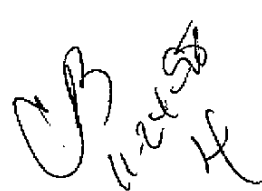
Very truly yours,


ROBERT W. ROSS, JR.

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA
98 NOV 20 PM 3:18
FILED

RWR/bhs
Encls.

[P29] B:\138Inc01.doc


11-24-98
H

ARTICLES OF INCORPORATION

FOR

Florida Republican Assembly, Inc.

The undersigned, acting as incorporators of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

FILED
98 NOV 20 PM 3:18
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The Name of this Corporation shall be:

Florida Republican Assembly, Inc.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The Principal Place of Business and Mailing Address for this Corporation shall be:

Florida Republican Assembly, Inc.
c/o Robert W. Ross, Jr., Esq.
2605 East Atlantic Blvd., #205
Pompano Beach, FL 33062

ARTICLE III - PURPOSES

The Specific Purposes for which this Corporation is organized are as follows: to research and investigate social, economic and geopolitical issues as they relate to the general well-being of the residents of Florida and to the cultural and political institutions of the United States; to educate and inform the general populace as to both the nature of the issues set forth above and on the status and development of the cultural and political institutions referenced above; to actively participate, and to encourage the participation of others, in the political process within Florida, both within the political party structure and by other means; to conduct all such related business as permitted by law.

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The initial Directors shall be appointed by the Incorporators for a two (2) year term no later than ten (10) days from the filing of these Articles. The method of electing subsequent Directors shall be specified in the Bylaws.

ARTICLE V - LIMITATION OF CORPORATE POWERS

The corporate powers of this Corporation are as provided in section 617.0302 of the Florida Statutes, and shall not be further limited.

ARTICLE VI - INITIAL REGISTERED AGENT & STREET ADDRESS

Stanley W. Sokolowski, Esq.
2605 East Atlantic Blvd., #206
Pompano Beach, FL 33062

ARTICLE VII - INCORPORATORS

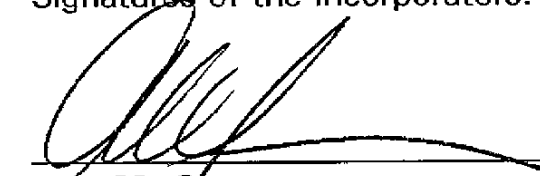
The Names and Street Addresses of the Incorporators for these Articles are:

Ann M. Cwynar
2701 S.W. 8th Street
Boynton Beach, FL 33435

Barbara Susco
7164 St. Andrews Road
Lake Worth, FL 33467

The undersigned Incorporators have executed these Articles of Incorporation upon this 11th day of November, 1998.

Signatures of the Incorporators:


Ann M. Cwynar


Barbara Susco

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Florida Republican Assembly, Inc.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is:

Florida Republican Assembly, Inc.

2. The name and address of the Registered Agent and Office is:

Stanley W. Sokolowski, Esq.
2605 E. Atlantic Blvd., #206
Pompano Beach, FL 33062

FILED
98 NOV 20 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE:

Stanley W. Sokolowski
Stanley W. Sokolowski

DATE:

November 17, 1998

REGISTERED AGENT FILING FEE: \$35.00

[P29] B:\138Inc02.doc

Exhibit

F

Email May 11, 2024
April Culbreath to BCC
Failed Notice for May 22, 2024 Meeting

From: April Culbreath chairman@manateerepublicanparty.com
Subject: May 2024 MCREC Meeting Notice
Date: May 11, 2024 at 8:30:08 PM

OFFICIAL MCREC MEETING NOTICE

The Manatee CREC will meet at the Bradenton Woman's Club building, located at 1705 Manatee Avenue West Bradenton, FL 34205 on May 22nd, 2024 at 6 o'clock PM for our next Regular Meeting. Only MCREC Members will be permitted in the building.

The Agenda will include elections to fill the vacancies in the offices of Treasurer and Secretary. State Committeeman Dave Matthews will present a proposal of internal financial controls for the Committee's consideration.



Evan Power
CHAIRMAN

Jesse Phillips
VICE CHAIRMAN

Mike Mahoney
TREASURER

Kristy Banks
SECRETARY

Cliff Bate
ASSISTANT SECRETARY

James Garcia
ASSISTANT TREASURER

Kathleen King
NATIONAL
COMMITTEEWOMAN

Peter Fogalik
NATIONAL
COMMITTEEMAN

NO OTHERS
NATIONAL
COMMITTEEMAN/CLEET

The Campaign Center
Republican Center
121 The Campaign Drive
Tallahassee, Florida 32301

850-224-3634
Tallahassee, Florida 32301

850-224-3634
Tallahassee, Florida 32301

May 6, 2024

**SENT VIA EMAIL &
CERTIFIED U.S. MAIL**

Ms. Aord Culbreath

Re: Grievance *In Re*: April Culbreath

Dear Chairman Culbreath:

This letter is to inform you that after careful consideration and pursuant to Republican Party of Florida ("RPOF") Rule 22, I have accepted the unanimous recommendation of the Grievance Committee ("Committee"), attached hereto, regarding a grievance filed against you. RPOF Rule 22E states, "If the Chairman approves the recommendations, they are adopted and become final."

Therefore, effective immediately:

1. The January 22, 2024, special meeting of the Manatee County REC and all actions taken at the meeting are declared null and void;
2. You are directed to call a regular meeting of the Manatee County REC within the next thirty (30) days to hold an election to fill the vacancies in the offices of Treasurer and Secretary and to consider a proposal of financial controls. These two items must be placed on the agenda along with any other regular business of the REC.

Sincerely,

Evan J. Power
Chairman

Enc. Grievance Committee Recommendation

Cc: Jacqueline Heisse, jacqueline.heisse5@gmail.com;
Sandra Freas, sandrafreas@hotmail.com;
Michelle Martin,
Mark Cross, Chair, RPOF Grievance Committee;
RPOF Grievance Committee;
Bill Helmreich, RPOF Executive Director;
Benjamin J. Gibson, RPOF Chief Legal Counsel

PAID FOR BY THE REPUBLICAN PARTY OF FLORIDA, NOT AUTHORIZED BY ANY CANDIDATE OR CANDIDATE'S COMMITTEE. WWW.FLORIDA.GOP

To request an Excused Absence from this meeting please email me directly as we do not currently have a Secretary.

Respectfully

In His service,

April Culbreath
Chairwoman Manatee CREC

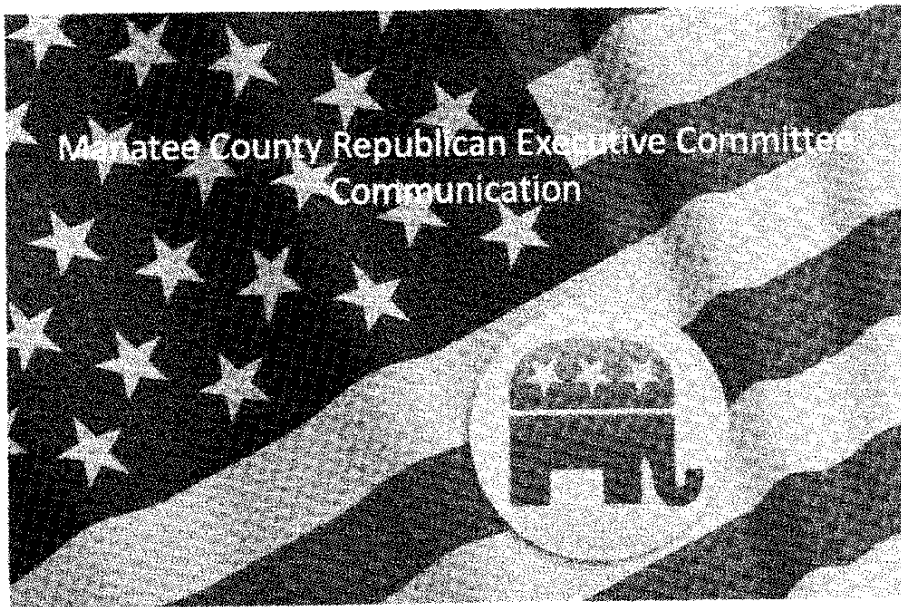
Exhibit

G

Sample Valid Notice
August 14, 2023
(Michael J. Keegan)

From: April Culbreath
<chairman@manateerepublicanparty.com>
Date: 14 August 2023 at 06:25:13 GMT-4
To: Michael Keegan < >
Subject: Reminder: August Meeting Announcement
Reply-To: chairman@manateerepublicanparty.com

Can't read or see images? [View this email in a browser](#)



Dear Michael:

This is a reminder that the next meeting of the Manatee County Republican Executive Committee will convene on **Monday, August**

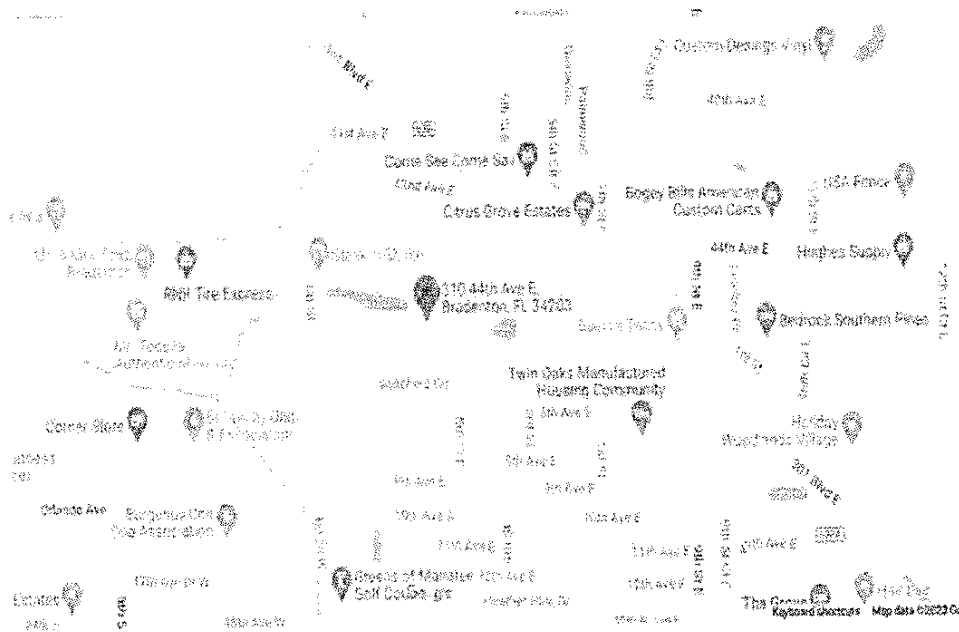
2023 starting at 6:30pm

1 of 3

Exhibit G

20 starting at 6:00pm.

Please note that due to construction at the Bradenton Convention Center, we had to find an alternate meeting place. So our meeting will be held at the **Bradenton Moose Lodge** located at **310 44th Ave E, Bradenton, FL 34203**. A map with its location is provided below.



Doors will open at 5:45pm for sign-in followed by a Social Time starting at 6:00pm. The meeting will start promptly at **6:30pm**.

If you are a new guest, or bringing a new guest to apply to be a Precinct Committeeman/Committeewoman (PC) candidate, please arrive by 5:45pm to complete the application, so that the Hospitality Committee is able to attend the meeting. For this reason application submissions will close at 6:20pm.

At this meeting we will be voting on several PC candidates. Your attendance throughout the entirety of our business meetings is an important part of your commitment as a PC. You can download and print a copy of the sample ballot by [clicking this link](#). Please take your time to review the candidates on the attached ballot. A significant portion of the meeting will be spent hearing from the candidates and processing their election. Your attendance is not just appreciated; it's imperative in order to conduct business.

We have also attached a digital copy of the minutes from our June 26th, 2023 REC business meeting. A paper copy will NOT be provided moving forward. A digital copy will be emailed to the committee upon completion, after each meeting. You can download and print the minutes from the June meeting by [clicking this link](#).

If you are unable to attend, please complete an Excused Absence Request (EAR) form which is located on our website. You may access the form by [clicking this link](#). Alternatively, you may send an email to our Secretary - Marnie Materese - at secretary@manateerepublicanparty.com. Please either complete the form (highly recommended) or send an email before midnight on August 27th.

On another note, We apologize for the technical error in the emailed poll from Congressman Vern Buchanan. We are aware of the issue and his staff has been notified.

I look forward to seeing you all on August 28th.

Sincerely,



April Culbreath
Chair, Manatee County REC
chairman@manateerepublicanparty.com

Website: <https://manateerepublicanparty.com>



Facebook

This email was sent by chairman@manateerepublicanparty.com to mjkeegan0426@gmail.com

Not interested? [Unsubscribe](#) | [Manage Preference](#) | [Update profile](#)

Exhibit

H

RPOF County Model Constitution
With Edits dated May 4, 2024



COUNTY MODEL CONSTITUTION

As revised by the State Executive Board on May 4, 2024

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With respect to this document, whenever the singular or plural number or masculine or feminine or neuter gender is used herein it shall equally include the others as the context may require.

ARTICLE I: NAME OF ORGANIZATION

The name of this organization will be the _____ County Republican Executive Committee. It shall be constituted as the Republican Executive Committee of the Republican Party within _____ County, Florida, in accordance with the applicable statutes in Florida and the Party Rules of the Florida Republican State Executive Committee.

ARTICLE II: OBJECTIVES

General purposes of this organization as a “political party” are to achieve the following objectives and aims:

- (a) Election to office of qualified Republican persons;
- (b) Foster loyalty to the Republican Party;
- (c) Promote an informed electorate through political education;
- (d) Increase Republican Registration;
- (e) Seek qualified Republicans to become candidates for local, county, state and federal offices;
- (f) Promote the election of all Republican candidates in the General Election;
- (g) In general to uphold the principles of freedom, equality and justice on which the Republican Party and the government of this nation is founded, as set forth in the Constitution of the United States and the state of Florida.

ARTICLE III: MEMBERSHIP

Section 1 The County Executive Committee shall consist of one man and one woman, each being a registered Republican residing within each precinct. However, any precinct with more the 1000 registered voters shall have additional members in accordance with the provisions of the Rules of Procedure of the Republican Party of Florida.

Pursuant to the State Party Constitution, the state committeeman and state committeewoman shall be voting members at large of the County Executive Committee for all purposes including the election of officers at the organizational meeting. In addition, pursuant to F.S. 103.091(6)(a)1, each county executive committee shall include all members of the State Legislature who are residents of the county and members of their respective political party and who shall be known as at-large committeemen and committeewomen. Each member of the committee shall be entitled to one (1) vote.

Section 2 DISTRICT UNITS - In Counties divided into 40 or more continuous precincts, the State Executive Committee may adopt a district unit of representation for such County Executive Committees. Upon adoption of a district unit of representation, the State Executive Committee shall request the supervisor of elections of the county, with approval of the Board of Commissioners, to provide for an appropriate number of election districts as nearly equal in number to registered voters as possible. Where the district unit of representation has been adopted, district representatives shall be elected in the same manner as precinct committeeman and committeewoman, and shall serve in place of precinct men and women.

Section 3 VACANCIES - In the event no county committeeman or committeewoman is elected or a vacancy occurs for any other cause in the County Executive Committee, the vacancy shall be filled by a majority vote of those present at a regular or special meeting of the County Executive Committee at which due notice of the meeting has been given to all members and at which a quorum is present. Such vacancy shall be filled by a qualified member of the political party residing in the precinct where the vacancy occurred and for the unexpired portion of the term and shall not be deemed a member until the name has been duly recorded with the supervisor of elections by the Chairman of the County Executive Committee or his designee and the candidate oath has been filed as required under Article III Section 5 of this Model Constitution.

No candidate for a vacancy on the committee who meets the registration and residence requirements and follows the rules of procedure prescribed for filling a vacancy can be rejected for consideration by a membership committee, board, or officer of the County Executive Committee. All such candidates must be voted upon by the County Executive Committee.

If a county committeeman or committeewoman moves from one precinct or district to another within the same county, and the new precinct or district has a vacancy, then the committeeman or committeewoman may be administratively moved to the new precinct or district without the requirement of an election as set forth above.

If re-precincting occurs in a county, the county committeemen and county committeewomen shall be administratively moved to the new precinct or district where they reside for the unexpired portion of their term without the requirement of an election as set forth above. If any county committeeman or committeewoman is unable to be administratively moved, that member shall remain as an at-large member for the unexpired portion of their term. Following an administrative move due to re-precincting, any vacancy that exists shall be filled per the election procedures set forth above by a qualified member of the political party residing in the precinct or district where the vacancy exists.

Section 4 In the event of no election of a county committeeman or committeewoman, or where such vacancy is not filled by the County Executive Committee as herein provided, the Chairman of the State Executive Committee of the party may fill such vacancy by appointment, after giving sixty (60) days notice of his intention to do so to the County Chairman by registered mail.

Section 5 The Chairman of the County Executive Committee, or his or her designee, shall file with the State Executive Committee and the Supervisor of Elections, the names and addresses of its officers and member within thirty (30) days of their election. A County Executive Committee member shall not be deemed a member until the candidate oath (pursuant to F.S. 99.021) has been signed and filed in the office of the Supervisor of Elections and the Republican Party loyalty oath (pursuant to Rule 9) has been filed with the Chairman of the County Executive Committee, who shall cause the original Party loyalty oath to be forwarded to the Republican Party of Florida within thirty (30) days. After the organizational meeting required under Article IV of this Model Constitution, the list maintained by the State Executive Committee, as supplemented monthly, shall constitute the official County Executive Committee membership roster.

Section 6 Members elected by the County Executive Committee shall file their Party loyalty oath with the Chairman of the County Executive Committee, and the County Chairman, or his or her designee shall forward the original signed oath to the Republican Party of Florida as required under Section 5 above. The oath or affirmation may be witnessed rather than notarized.

Section 7 Each elected precinct committee person may have a likewise elected alternate county committee member. Alternate members shall have no vote, except in the absence of the member they duly represent. Each alternate member shall possess the qualification required of the member represented and shall be elected by the county committee. Alternate county committee members are not eligible to serve as elected officers on the County Executive Board except in counties with less than 750 registered Republicans, unless this rule is waived by the State Executive Board.

Section 8 COUNTY EXECUTIVE BOARD - Each county Executive Committee shall establish an Executive Board, whose membership shall include, but not be limited to, the elected officers of the County Executive Committee, the State Committeeman and the State Committeewoman. The County Chairman may appoint a General Counsel to serve as a nonvoting member of the County Executive Board.

The Executive Board shall have general supervision of the affairs of the County Executive Committee between its meetings, make recommendations to the County Executive Committee, and shall perform such other duties as may be specified by Party Rules. The Board shall be subject to the orders of the County Executive Committee, and none of its acts shall conflict with action taken by the County Executive Committee.

Meetings of the Executive Board shall be called by the Chairman. Special meetings of the Board may be called by the Chairman. Special meetings of the Executive Board shall be called by the Chairman upon the written request by a majority of the members of the Board.

Regular and Special meetings of the Executive Board shall require 10 days' notice unless unanimously waived by the Executive Board or in the event of the Executive Board meeting for a determination of emergency or extraordinary circumstances for purposes of considering an Untimely Resolution per Article VII, Section 12, Paragraph B.

ARTICLE IV: ORGANIZATIONAL MEETING AND ELECTION OF OFFICERS

Section 1 The outgoing chairman of the Republican County Executive Committee shall, within thirty (30) days after the committee members take office (December 1), call an organizational meeting for the purpose of electing officers. It shall be the responsibility of the outgoing chairman to open the meeting, and the first order of business shall be the election of the chairman and vice-chairman as set forth in the rules and bylaws as promulgated by the State Executive Committee. Thereafter, the new chairman shall preside, and the agenda shall include, but not limited to, the election of a secretary and a treasurer, the filing of any vacancies on the committee, and any other business which may appropriately come before the committee.

The above officers shall be members of the County Executive Committee, and all county party officers shall be elected for a two year term until the next organizational meeting. At the conclusion of each two year term officers shall be elected in the same manner as is required at the organizational meeting. Officer elections held at the organizational meetings are final and are not subject to recall.

Section 2 The Chairman shall appoint, with the approval of the full committee at a meeting at which a quorum is present, such standing sub-committees, their chairmen and such other officers as may be required in the administration of the county committee's business, as long as their functions do not violate any of the provisions of the constitution, bylaws or the applicable Florida laws. The Chairman shall be considered an ex-officio member of all standing committees appointed. Other ad hoc committees and their chairmen may be appointed by the Chairman without approval of the County Executive Committee.

Section 3 The election of officers and filling of vacancies shall be by ballot. In the event there is but one nomination for any officer or office, the ballot may be dispensed with by unanimous vote of the membership present and eligible to vote. All nominations shall be from the floor. No ballot shall be preprinted with the name of any candidate.

Section 4 The presiding officer at all meetings shall be the county chairman, and in the absence of the chairman, the vice-chairman, secretary or treasurer, in that order, shall preside. If none of the said officers are present, the membership, by a majority vote, shall name the presiding officer.

Section 5 In the event the county chairman is unable to continue his duties the vice chairman, secretary or treasurer, in that order, temporarily assumes the duties of the chairman and must within 60 days hold an election for the purpose of filling the vacancy. All vacancies shall be filled by the majority vote of a quorum present at the duly called meeting of the County Executive Committee.

Section 6 A person may hold only one position as a county chairman or a state committeeman or state committeewoman, except in counties with less than 750 registered Republicans, unless this rule is waived by the State Executive Board.

ARTICLE V: REMOVAL FROM OFFICE

Section 1 Members or officers of the County Executive Committee may be removed from office upon a two-thirds (2/3) vote of the membership of the County Executive Committee present at any regular or special meeting after ten (10) days' notice to the membership of the County Executive Committee that a motion for the purpose of removal of a member or officer will be considered at a said meeting, provided that such two-thirds vote constitutes at least a majority of the full County Executive Committee. The removal shall be for cause that includes violation of rules, processes or procedures outlined in the Republican Party of Florida Constitution, Rules of Procedure, County Model Constitution, a violation of the Republican Party of Florida Oath of Party Loyalty or reputational harm to the County Executive Committee or Republican Party of Florida. However, any person wrongfully removed for violation of oath of office may qualify for reinstatement and reimbursement, including attorney fees as provided under Florida Statute 103.141. Removal shall be valid through the end of the respective member's term of office.

This Section does not apply to the County Chairman (in their role as Chairman or Precinct Committee member), the State Committeeman, or the State Committeewoman, such members of the State Executive Committee may only be removed from office through the Republican Party of Florida Grievance process or by the Executive Board of the Republican Party of Florida Grievance process or by the Executive Board of the Republican Party of Florida while in session as a competent tribunal pursuant to the Republican Party of Florida Constitution.

This Section also does not apply to members of the State Legislature that reside in the county and are ex officio members of the County Executive Committee pursuant to Florida law. State legislators may not be removed from the County Executive Committee during their legislative term of office.

Section 2 The member and/or officer cited with removal charges shall be served by certified mail at least ten (10) days prior to said regular or special meeting at which time the removal motion is to be heard with a complaint which shall set forth in particular the reasons for the removal charge.

Section 3 Every political party office of the county committee shall be deemed vacant in the following cases:

- (a) by the death of the incumbent;
- (b) by his or her resignation;
- (c) by his or her removal as set forth above in section 1;
- (d) by his or her ceasing to be a resident of the county, district or precinct for which he shall have been elected or appointed;
- (e) by his or her refusal to accept the office;

(f) the conviction of the incumbent of any felony;

(g) by his or her failure to attend, without good and sufficient reason, three (3) consecutive regular meetings of the County Executive Committee of which he or she is a member;

(h) by his or her failure to maintain their Republican voter registration.

Section 4 Removal for Non-Attendance at County Executive Committee Meetings.

a) A county executive committee member who is absent for three (3) consecutive regular meetings without a valid excused absence shall be removed from the County Executive Committee as of the date of the third consecutive missed meeting.

b) Prior to missing such third consecutive meeting, any member may request, in writing, that an absence be excused indicating the reason for such absence. A vote on excused absence requests shall occur at every REC meeting for those members making requests for that meeting. Excused absences may be granted by the membership of the County Executive Committee by a majority vote of the County Executive Committee at which a quorum is present. Once granted the excused absence, that committee member shall be treated as present only for the purpose of meeting the committee member's individual attendance requirements. Authorization to grant such excused absences may not be delegated by the County Executive Committee; except upon the affirmative vote of two-thirds (2/3) of the members of the County Executive Committee present and voting at a regularly called meeting thereof; Provided always, that such delegation of authority may be rescinded at any time upon the majority vote of the County Executive Committee or by the action of the Chairman of the Republican Party of Florida.

c) A County Executive Committee may not consider a vote of no confidence, a censure, or a "straw poll" regarding any officer, State Committeeman, State Committeewoman, or any member of the Committee.

ARTICLE VI: QUORUM

Section 1 Forty percent of the members of the County Executive Committee shall be present to constitute a quorum including those members deemed present under section 3. At no time shall less than 40 percent of the members constitute a quorum.

Section 2 Use of proxies - There shall be no use of proxies at county executive committees.

Section 3 Attendance by Video Conference – Elected officials unable to attend a County Executive Committee meeting due to the conduct of official business in connection with public office may attend by video conference, subject to the following conditions:

a) The Chairman must be notified at least 3 days before the meeting of the intent to attend by video conference;

b) The video conference technology to be used is within the discretion of the Chairman;

c) If bandwidth or other technological limitations do not permit video conferencing, non-video conferencing may be used in the discretion of the Chairman.

When attendance by conference is authorized, any member so appearing shall be deemed present for all purposes and shall be entitled to participate and vote on all matters coming before the County Executive Committee.

ARTICLE VII: POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE

~~1. To adopt a constitution by two thirds (2/3) vote of the full committee. County constitutions shall be reviewed and adopted at the beginning of each four year term. If a County Executive Committee fails to adopt and file with the Republican Party of Florida a County Constitution that is not in conflict with (a) Florida Statutes, or (b) the Constitution of the Republican Party of Florida, or (c) the Rules of Procedure of the Republican Party of Florida or (d) this County Model Constitution, the County Model Constitution herein presented shall prevail. The adopted Constitution shall be in effect for the members' four year term of office unless revised.~~

[This amendment shall take effect December 1, 2024].

2. To adopt such bylaws as they may deem necessary by majority vote of the full committee. Such By-laws may not be in conflict with Florida Statutes, the RPOF Constitution, the RPOF Rules of Procedure, or the Model County Constitution.

3. To conduct regularly scheduled meetings as required under this constitution. Special meetings may be called by the Chairman, Vice Chairman or upon signed petition of 40% of the membership of the County Executive Committee, provided there is written notice of ten (10) days given to all members of the County Executive Committee and the subject of the special meeting is announced in the notice. Any petition to call a special meeting must identify the date and subject of the proposed special meeting, and the subject of the proposed special meeting must be within the authority of the Executive Committee. Once a petition is signed by 40% of the membership of the County Executive Committee, a copy of the signed petition shall be submitted to all members of the County Executive Committee in conjunction with the notice for the meeting. A quorum for such meeting is required.

4. To make party nominations when required by law.

5. To conduct campaigns for Republican state or local candidates selected by the party at the final primary election.

6. To raise and expend party funds for the maintenance and administration of the county party organization. However, that no funds may be spent by a committee except for bona

vide services or material rendered to and received by the committee for the advancement of the party organization.

7. To approve the necessary subcommittees.

8. The chairman and treasurer of a County Executive Committee shall be accountable for the funds of such committee and jointly liable for their proper expenditure for authorized purposes only. All financial transactions may be reviewed by the County Executive Committee's audit committee regularly. The treasurer of the County Executive Committee shall maintain accurate records evidencing receipt and disbursement of all party funds received by the party, and such records shall be audited at the end of each calendar year and a copy of such audit filed with the supervisor of elections and the State Executive Committee prior to April 1st of the ensuing year. When filed with the supervisor of elections, copies of such audit shall become public documents.

The Audit Committee shall consist of six members of the County Executive Committee, five of whom shall be appointed based on the recommendation of, respectively, the County Executive Committee's Vice Chairman, Secretary, Treasurer, State Committeewoman and State Committeeman. The Chairman of the County Executive Committee shall appoint as members of the Audit Committee the persons recommended as described in this Rule. The Audit Committee shall elect its own Chairman. In counties with less than 20 Republican Executive Committee members, there shall be a minimum of three members who shall be appointed based on the recommendation of the County Executive Committee's Chairman, the State Committeewoman and State Committeeman.

After the annual audit has been completed, the Audit Committee shall provide a report on the results of the annual audit to the Executive Board of the County Executive Committee, along with any recommendations of the Audit Committee concerning the annual audit. The Audit Committee shall have the authority to inspect and audit, but not to change, destroy, deface, copy or any other form of digital duplication, or remove any of the financial records of the County Executive Committee. The term of the Audit Committee members shall expire with that of the two-year terms of the Officers of the County Executive Committee.

By accepting an appointment to the Audit Committee of the County Executive Committee, the committee members agree not to disclose any of the financial records of the County Executive Committee, except to the Executive Board of the County Executive Committee, or as otherwise required by law.

9. The chairman of each county Executive Committee shall, within thirty (30) days following each regular or special meeting of the committee, furnish the State Executive Committee of the Republican Party a copy of the minutes of such meeting, along with a report showing the record of attendance of the meeting and any action taken by the committee to excuse the absences of its membership.

10. The chairman of the County Executive Committee shall furnish the State Executive Committee, within thirty (30) days of filing, a copy of the coversheet report of contributions and expenditures required by F.S. 106.29.

11. Each County Executive Committee shall annually appoint an audit committee from among its members. The Audit committee shall perform an audit of the financial affairs of such County Executive Committee and cause the same to be made public.

12. To adopt resolutions of the Republican Executive Committee in the manner prescribed by this Section:

A. Resolutions with Prior Notice

Any proposed resolution shall be submitted in writing to the Chairman of the Republican Executive Committee at least 15 days before the meeting of the Republican Executive Committee at which the resolution is to be considered. The proposed resolution shall be referred to the County Executive Board for a review of its form based on its clarity, understandability, use of plain language, content and subject matter. Upon a two-thirds vote of the County Executive Board, the proposed resolution shall be placed on the agenda for the next meeting of the Republican Executive Committee.

B. Untimely Resolutions

Any proposed resolution not timely submitted under paragraph (A) may only be considered under emergency or extraordinary circumstances and if it is received at least 24 hours before the Republican Executive Committee meeting. The determination of emergency or extraordinary circumstances shall be in discretion of the Chairman of the Republican Executive Committee or a two-thirds vote of the County Executive Board. If approved for consideration by the County Executive Board, it shall be subject to the same process described in paragraph (A) for Resolutions with Prior Notice.

C. Required Vote for Passage

Passage of any proposed resolution by the Republican Executive Committee shall require a two-thirds vote of a quorum present.

ARTICLE VIII: NOTICE

Unless otherwise indicated in this Constitution, the bylaws of this County Executive Committee, the Rules of Procedure of the Republican Party of Florida, or the Constitution of the Republican Party of Florida, all required notices may be provided by e-mail, unless a member has indicated in writing to the Chairman and/or Secretary that they would prefer to receive notice by U.S. mail. Once a member has made such an indication it is good until such time as the member indicates otherwise. Notice sent by U.S. mail shall be deemed provided on the date postmarked. To the extent such notice applies to a special meeting all required documentation pursuant to Article VII shall be attached to the e-mail notification. If a member challenges the sufficiency of an e-mail notification, the Secretary shall provide proof to the member that the notice was timely provided.

ARTICLE IX: AMENDMENTS

~~Any amendments~~ **Amendments** to this constitution shall be adopted by **the Republican Party of Florida Executive Board and State Executive Committee according to the process for adoption of Party Rules provided for in Article VI, Section 5 of the Constitution of the Republican State Executive Committee of Florida.** ~~no less than two thirds (2/3) of the members of the full committee, upon 10 days' notice of the purpose of the meeting.~~

[This amendment shall take effect December 1, 2024].

ARTICLE X: PARLIAMENTARY AUTHORITY

The latest revision of "Robert's Rules of Order Newly Revised" shall be constituted as the authority governing the rules of procedure, except as otherwise limited by the laws of the State of Florida, the Rules of Procedure of the Republican Party of Florida, and the Constitution of The Republican Party of Florida and the constitution and the bylaws duly adopted by this organization.

ARTICLE XI: RULES OF PROCEDURE

Rules of procedure as to the establishment of an Executive Board, number of committee meetings, not less than six each calendar year including one each quarter, and any other activities of the committee not in conflict with the State Executive Committee's rules, this model constitution and applicable state statutes shall be adopted by a majority vote of the full committee.

ARTICLE XII: PARTY AUTHORITY

Final authority in all Republican Party matters and in the Party organization and/or government not specifically otherwise delegated by Florida Statutes shall vest in the Republican State Executive Committee, but may be delegated by the Republican State Executive Committee to the county committee in such manner and to such boards and/or committees as it shall from time to time determine by State Party Rule.

This Constitution of the _____ County Republican Executive Committee was duly adopted by the membership of the said committee this _____ day of _____, 20____, at which a quorum of the membership was present.

Chairman, County Republican Executive Committee

Attest:

Secretary