

Informational Meeting
for State Central Committee
Delegates, Alternates & Guests
called by Delegates

August 30, 2021

Waconia, Minnesota

We have been told there will be
8 members of the
State Executive Committee
participating in the meeting.

We thank each of these members of
the State Executive Committee
for joining us tonight and
invite them to provide updates
to the State Central Committee
through this meeting.

Governance of MNGOP

- Constitutional Framework:

Article IX

State Party Administration

- Sect 1: State Central Committee
 - **A. General Management: The general management of the affairs of the party in the state shall be vested in the State Central Committee, subject to the control of the state convention and this constitution.**

Governance of MNGOP

- **Constitutional Framework: Article IX (State Party Administration)**

- **Section 1, B. Composition:**

- 1. The Members of the **State Executive Committee** and the **Congressional District Chairs**.
- 2. **One Delegate-at-large from each Congressional District**.
- 3. **One Delegate** and one Alternate, elected **from each of the statewide Republican Party affiliate organizations** as listed in the party bylaws, provided that the affiliate has at least twenty-five (25) eligible members.
- 4. **300 Delegates** and up to three times as many Alternates **apportioned among the Congressional Districts**, determined by the ratio of each Congressional District's Republican vote in the last general election for President or Governor.
- 5. **Each Republican state constitutional officer** and **each Republican member from Minnesota of the United States Senate or the House of Representatives**, or his/her appointee, shall be a member of the State Central Committee for the duration of his/her term of office.
- 6. The Speaker of the Minnesota House of Representatives, if a member of the Republican Caucus or his/her appointee (otherwise the **leader of the House Republican Caucus** or his/her appointee) and the **leader of the Republican Caucus in the Minnesota State Senate** or his/her appointee.

Governance of MNGOP

- **Constitutional Framework: Article IX (State Party Administration)**
 - Sect 1: State Central Committee
 - **A. General Management: The general management of the affairs of the party in the state shall be vested in the State Central Committee, subject to the control of the state convention and this constitution.**

**The management of the affairs of the party
is VESTED in the STATE CENTRAL COMMITTEE,
subject to the control of the
state convention and
this constitution.**

Governance of MNGOP (cont.)

- **Constitutional Framework: Article IX (State Party Administration)**
 - **Sect 2: State Executive Committee**
 - A. Composition
 - 1.The state chair, deputy chair, secretary and treasurer;
 - 2.The national committeeman and committeewoman;
 - 3.One district chair from each Congressional District or a Congressional District representative as provided for in the Congressional District constitution or bylaws who shall serve until a successor is elected;
 - 4.The state finance chair.

Governance of MNGOP

- **Constitutional Framework: Article IX (State Party Administration)**

- Sect 3: State Party Officers

- A. Composition: The state party officers shall consist of the following:

1. Chair
2. Deputy chair
3. Secretary
4. Treasurer

Governance of MNGOP

- **Constitutional Framework: Article IX (State Party Administration)**

- **Sect 3: State Party Officers**

- B. Elections, Terms and Removals

- **1.** The State Party Chair, Deputy Chair, and Secretary shall be elected at large by the State Central Committee in accordance with the bylaws or upon the occurrence of a vacancy, as provided in clause 4 below.

The State Central Committee has the absolute power to elect state party officers, excluding the treasurer.

Governance of MNGOP

- **Constitutional Framework: Article IX (State Party Admin)**

- Sect 3: State Party Officers

- B. Elections, Terms and Removals

- 4. (i) Any state party officer may be **removed by a two-thirds vote of the full membership of the State Executive Committee and confirmation by a vote of a simple majority of those present at the next meeting of the State Central Committee.** This party officer's position shall be considered vacant until the next State Central Committee meeting

Governance of MNGOP

- **Constitutional Framework: Article IX (State Party Administration)**

- Sect 3: State Party Officers

- B. Elections, Terms and Removals

- 4. (il) Any state party officer may be removed by a two-thirds vote of those present at any meeting of the State Central Committee.

ONLY the State Central Committee has the absolute power to remove a state party officer.

Governance of MNGOP

- **Constitutional Framework: Article IX (State Party Administration)**

- Sect 3: State Party Officers

- B. Elections, Terms and Removals

- 5. ...In the event of a vacancy in the office of **deputy chair, secretary, or treasurer, the state chair may appoint an acting deputy chair, secretary, or treasurer subject to ratification by the State Executive Committee within thirty days after the appointment**, to carry out the duties of the vacant office until a new officer is elected. **The State Central Committee shall elect a new deputy chair or secretary at its next regularly scheduled meeting** or, if such meeting is scheduled within thirty days after the vacancy occurs, at the second regularly scheduled meeting after the vacancy occurs.

ARTICLE XV

Constitution and Bylaws, Committee and Amendments

SECTION 1: Constitution and Bylaws Committee.

- The Constitution and Bylaws Committee shall give consideration to and may propose appropriate amendments and/or revisions of the Constitution to the state convention. The Constitution and Bylaws Committee shall also give consideration to and propose appropriate amendments of the bylaws to the State Central Committee. One third of the committee members shall constitute a quorum.
- Any member of the Constitution and Bylaws Committee shall have the privilege of addressing the state convention or the State Central Committee when any report of the Constitution and Bylaws Committee is being considered.

Const. ARTICLE XV

Constitution and Bylaws, Committee and Amendments

- **SECTION 2: Amendments to the Constitution.**
- This constitution may be amended by a **majority vote** at **any state convention**, provided that **any proposal for amendment shall be referred to the state Constitution and Bylaws Committee and reported out of said committee.** Any minority report shall be signed by at least one-third (1/3) of committee members before it shall be submitted to the convention.

Const. ARTICLE XV

Constitution and Bylaws, Committee and Amendments

- **SECTION 3: Bylaws.**
- The State Central Committee and State Executive Committee shall operate under such bylaws as are deemed necessary for the transaction of the business of the party. The bylaws shall contain the specific delegation and division of responsibilities and duties among the various departments of the state organization and may specify whatever rules and administrative procedures the State Central Committee deems necessary.

Questions & Answer Session

- Questions will be asked in alternating manner between online and in-person participants.
- Questions may be submitted via email during the meeting to:
Rebuildthemngop@protonmail.com
- The participant being asked a question may decline to answer the question
- Each questioner may ask one (1) question
 - Any follow-ups may be submitted to the MNGOP directly. If submitted to the email above, they will be forwarded to the MNGOP following the meeting
- If time runs out with questions remaining, all remaining questions submitted will be forwarded to the MNGOP. The list of questions forwarded will be posted on the rebuildtheMNGOP.com website.
 - Answers provided by the MNGOP will be shared via the website when received

Questions Raised About Possible Bylaw and/or Constitution Changes

- **Compensation for party officers:**
 - How are elected officers classified: are they W-2 employees or do they receive a 1099 like an independent contractor?
 - Should compensation for party officers be set by the State Central Committee?
- **Voting limitations of State Executive Committee Members:**
 - Should changes be made to ensure State Executive Board members cannot vote on any item that may be personally and specifically beneficial to that member or a member of their family?

Questions Raised About Possible Bylaw and/or Constitution Changes

- **Access to confidential information:**
 - What is confidential information?
 - Which current committees may need to address confidential information?
 - Who has the right to view confidential information: which employees? which elected officers?
 - Does their need to be an ad-hoc committee formed to evaluate policies and procedures both in place, and not in place, to ensure adequate procedures exist to both protect individuals who work for or volunteer on behalf of the MNGOP and that secure the ability of the MNGOP to avoid liability?
- **What is the current process to open an investigation into a party matter?**
 - Who can call for an investigation?
 - How many people need to call for the investigation?
 - When does/ should the State Central Committee need to be notified of a potential liability issue?

Questions Raised About Possible Bylaw and/or Constitution Changes

Two Primary State Central Committees- Bylaws, Article III

Personnel Committee

Subd. 6b) The Personnel Committee shall meet regularly and work confidentially to evaluate and provide advice regarding State Party personnel decisions, employment policies, and officer expectations. The Committee shall meet as requested by any State Party Officer, the Executive Director, or the State Executive Committee. The Committee will work with the State Party Officers to create and update job descriptions including any compensation. The Committee will review job descriptions, employment policies, department director evaluations, and perform annual performance reviews for the State Party Officers. The Committee shall make recommendations to the State Party Chair, the Executive Director, and/or the State Executive Committee. All final decisions shall be made by the proper authority.

Financial Control & Oversight

Subd. 6a: The Financial Control and Oversight Committee shall meet at least quarterly to review the finances, contracts, expenses, assets, insurance, and obligations of the State Party. The Committee shall prepare confidential reports of its findings for the State Party Chair, the Congressional District Chairs, or the State Executive Committee as requested.

Questions Raised About Possible Bylaw and/or Constitution Changes

Two Primary State Central Committees- Bylaws, Article III

- Do the two primary committee have the breadth and depth necessary to address an increasingly complicated political, financial, legal and social media system to protect the MNGOP and those connected to it?
- Does the membership of each these committees need to be re-evaluated by an ad-hoc committee to ensure there is expertise to address the issues that may come before them?

Questions Raised About Necessary Bylaw and/or Constitution Changes

- Removal of Party Officers
 - Should the requirement for the State Central Committee to confirm a vote by the State Executive Board to remove an officer be altered?
 - Should State Central be allowed to elect replacement officers at the same meeting where state central confirms the removal of an officer?
- Does State Exec have the right to interfere with a meeting called by delegates?
 - Do they have the power to determine a meeting should not be called?
 - Do they have authority to determine a meeting was improperly called?
 - Is validity of meeting determined by whether or not quorum exists at meeting?

Questions Raised About Status of Party Officers / State Exec and Committees

- Which Party officers have officially resigned and as of what date?
 - Chair, Jennifer Carnahan: August 19, 2021 – please confirm date

If the Deputy Chair and Secretary resign, they must be replaced by an election. Concerns have been raised that if they will not commit to completing their terms, they should resign ASAP so the party can fill the positions with committed persons in October. This will allow the Party to move forward quickly with a full team of dedicated officers.

- Deputy Chair, Carleton Crawford- indicated he is stepping down after October election
- Secretary Dave Pascoe has indicated he was strongly considering stepping down.
- Treasurer Mark Blaxill has indicated he is stepping down. Is there been a plan to replace him?

Questions Raised In Media Reports-

Rebecca Brannon

If no answer yet available, what is timeline for resolution and report to State Central Committee

- How many NDAs were created under the former Chair?
 - Does the State Exec Committee believe they have identified all of the NDAs?
- How many law firms / attorneys were used to issue NDAs and/or Cease and Desist letters?
 - Who determined if there were conflicts?
 - Were bills for legal services paid by outside entities?
 - Were lawyers fees properly reported?
- Has the Harry and David matter been FULLY explored as there may be criminal behavior connected to the matter?

Questions Raised In Media Reports Brannon & Salon

If no answer yet available, what is timeline for resolution and report to State Central Committee

- There were concerns raised about tampering with personal files- have these issues been investigated? How will this be prevented in the future?
- What efforts have been made, generally, to reach out to victims of harassment and intimidation to assist them in their healing process?
- Multiple Employees have reported Tony Lazzaro had direct involvement with payroll and human resource issues- has the party been in contact with those party employees involved with those meetings?

Schedule of additional conversations with Delegates and Alternates

- There have been posts on social media indicating the party will host calls to engage the State Central Committee in a process to provide updated information. Can you provide the schedule of planned communication dates to help delegates and alternates prepare for the October meeting?
- Can the Party provide the dates by which delegates should submit proposed bylaw changes to the Bylaw committee to ensure the submission is included in preparation for the October meeting?

What is the schedule for submission?

- **SECTION 4: Amendments to the Bylaws.**
- The bylaws may be amended by a two-thirds (2/3) vote at any State Central Committee meeting after written notice of any proposal for amendment has been submitted with the notice of the meeting. Any proposal for amendment shall be referred to the state Constitution and Bylaws Committee. Any minority report shall be signed by at least one-third (1/3) of committee members before it shall be submitted to the State Central Committee Meeting.