



Report of the Adjunct Committee on the Bylaws and Convention Rules to the 2015 Convention of the Libertarian Party of North Carolina

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Executive Summary

The Adjunct Committee on the Bylaws and Convention Rules (hereinafter referred to as the Committee) was appointed by the Libertarian Party of North Carolina Executive Committee in accordance with Bylaws Article VIII, Section 1.

Committee members were: Brian Irving (chair), Chris Dooley, Brad Hessel, Tom Howe, Bjorn Pederson, and J.J. Summerell.

The Committee conducted its deliberations solely using the Yahoo Group bylawsLPNC (<http://groups.yahoo.com/group/bylawsLPNC>). Discussion was open to all Libertarian Party of North Carolina members. In addition, a summary of items considered was published at http://lpnc.org/bylaws_committee.

The Committee approved seven (7) recommendations. We present these recommendations to the Convention for adoption in the order listed. There are two (2) proposals we do *not* recommend. In addition, there is one proposal we discussed but made no recommendation.

There is no minority report.

Brian Irving
Bylaws Committee Chair

Do Pass Recommendations

1. Amend Article IV Officers

This recommendation is a complete rewrite of Article IV. It combines the offices of recording and membership secretaries, and provides a more detailed list of duties for each of the officers. Part 1 is the proposed rewritten Article IV. Part 2 includes administrative changes and edits to the Bylaws and Convention Rules

The committee approved this recommendation 4-0.

Current text

Article IV. Officers

Section 1. Officers

The officers of the Party shall be a Chair, a Vice-Chair, a Recording Secretary, a Treasurer, and a Membership Secretary. Election will take place at the State Convention of the Party by the attending delegates. Officers shall take office immediately upon the close of such Convention. No State offices shall be combined.

Section 2. Chair

The Chair shall be Chief Executive Officer of the Party and shall preside at all Party Conventions and at all meetings of the Executive Committee at which the Chair is present.

Section 3. Vice Chair

The Vice-Chair shall act as assistant to the Chair and preside in his or her absence.

Section 4. Recording Secretary

The Recording Secretary shall be the recording officer of the Party.

Section 5. Treasurer

The Treasurer shall receive, disburse, and account for the funds of the Party under the supervision and direction of the Chair.

Section 6. Membership Secretary

The Membership Secretary shall be responsible for maintaining accurate lists of Party membership.

Proposed text

1. Amend Article IV Officers to read as follows:

Section 1. Officers

The officers of the Party shall be a Chair, a Vice Chair, a Secretary, and a Treasurer. Election will take place at the State Convention of the Party by the attending delegates. Officers shall take office immediately upon the close of the Convention. No State offices shall be combined.

Section 2. Chair

The Chair shall be Chief Executive Officer of the Party and shall have general supervision of the affairs of the Party. The Chair shall:

- a. Preside at meetings of the Executive Committee and the State Convention;
- b. Convene the Executive Committee as needed, but for at least six (6) meetings per calendar year;
- c. Set the date for the Annual State Convention and appoint convention officials, including the credentials committee.
- d. Appoint, with the advice and consent of the Executive Committee, the chair and members of the adjunct committees, and the chair and members of working committees established by Executive Committee;
- e. Select, with the advice and consent of the Executive Committee, an Executive Director to supervise the LPNC staff.
- f. Appoint an Assistant Treasurer or Assistant Secretary, as deemed necessary, to assist said officers in carrying out their duties;
- g. Serve as a spokesperson for the Party;
- h. Raise funds necessary for the Party to meet its goals.

Section 3. Vice Chair

The Vice Chair shall act as assistant to the Chair and preside in his or her absence. In the event of a vacancy in the Chair position, the Vice Chair shall become Chair.

Section 4. Secretary

The Secretary shall:

- a. Keep and maintain all minutes of Executive Committee meetings and the State Convention;
- b. Issue all meeting notices for the Executive Committee and annual State Convention;
- c. Distribute Executive Committee meeting minutes to all members of the Executive

Committee no later than fourteen (14) days after said meeting is held.

- d. Carry out other duties as may be assigned by the Executive Committee;
- e. Transmit all records pertaining to the office to successor within ten (10) days of vacating office.

Section 5. Treasurer

The Treasurer shall receive, disburse, and account for the funds of the Party under the supervision and direction of the Chair. The Treasurer shall:

- a. Maintain the state executive committee treasury at an insured commercial bank;
- b. Maintain all records of contributions received and disbursements made required by law or by the Executive Committee;
- c. Prepare and file any reports as may be required by law or by the Executive Committee;
- d. Distribute a summary of the general finances of the Party as well as a summary of the funds received and disbursed by the Party for each calendar quarter to all Executive Committee members within thirty (30) days of the end of each calendar quarter;
- e. Transmit all records pertaining to the office to successor within ten (10) days of vacating office.

2. Amend and edit wording in the Bylaws and Convention Rules to conform to the rewritten article

- a. In Convention Rules 2.1, 2.3, and 2.4 change "Membership Secretary" to "Credentials Committee."
- b. In Convention Rule 3.2 change "Recording Secretary" to "Secretary."
- c. Change all other references in the Bylaws and Convention Rules to "Recording Secretary" or "Membership Secretary" to "Secretary."
- d. Amend Article XI Section 1 to read:
The Party shall hold an annual State Convention to conduct such business as may properly come before it and in conformance with the Bylaws and Convention Rules. It shall be the responsibility of the State Chair to set the time, place, and schedule of events for the State Convention. The time and place of the State Convention shall be announced to the membership by all the means by which the Party regularly communicates with the membership at least sixty (60) days prior to the Convention. The Chair shall appoint a Credentials Committee to certify delegates to the State Convention.

3. This amendment shall be effective immediately.

Rationale

This recommendation, along with our second recommendation to establish an Executive Director and Staff, needs to be considered in concert. One compliments the other.

As the LPNC grows in size, and approaches the point where we can be assured of permanent ballot access, it will be increasingly critical for our party organization to adapt these changing conditions and new status. While we need not, and probably should not, copy what the establishment parties have done, we can learn from them and adapt what they have done to our libertarian principles.

Short and simple job descriptions for officer positions have served as well for decades, but may not be as relevant in the future. More detailed job descriptions should not be construed as micromanaging, but rather as providing clearer and more specific direction.

For example, combining the recording and membership secretary positions takes into account the fact using modern technology and community organizing and operating platforms (like Nationbuilder) we no longer need an officer position solely dedicated to maintaining a membership database.

This amendment does assign more duties and responsibilities to the State Chair, for example, appointing committees and committee members, and the Executive Director. This would emphasize his or her role as LPNC Chief Executive Officer. This recommendation, along with our second recommendation, establish the basis for the LPNC to develop a party staff.

We also need to assure continuity when officers resign or their term of office expires. Of course, the duty of “transmitting all records” to a successor is not an “enforceable” action in a voluntary organization. Nevertheless, we expect that libertarians, as believers in individual liberty and personal responsibility, will take such matters seriously even if they are volunteers.

2. New Article VII Executive Director and Staff

This recommendation compliments our first recommendation. It establishes authority in the Bylaws for appointment of an executive director and LPNC staff, either paid or volunteer. The ED and staff would not be members of the Executive Committee.

The committee approved this recommendation 3-2.

Current text

Article V. Section 3. Directors

Where it is deemed desirable to have a statewide Party official with designated responsibilities and authorities beyond the Party offices, the Executive Committee may create a position of Director for any area of activity not handled by a Party officer. In each case, the position of Director must be assigned specific duties and a specific title.

1. All Directors will be appointed by the Executive Committee, serve at the pleasure of the Executive Committee, and answer directly to the Chair.
2. An officer of the Party may not also serve in a Director's position. An At-Large member of the Executive Committee may also serve in one, but not more than one, Director's position.
3. Each Director shall have all privileges of membership on the Executive Committee except the power to vote.

Proposed text

1. Delete Section 3, Article V Directors and insert new Article VII titled "Executive Committee and Staff," renumbering current Article VII as Article VIII and subsequent articles as needed.

The new article would read as follows:

Article VII. Executive Director and Staff

1. The Chair may, with the advice and consent of the Executive Committee, select an Executive Director to serve at the pleasure of the Chair, and serve as the principle administrative assistant to the Chair.
 - a. The Executive Director may be a full-time or part-time paid or volunteer position, as deemed appropriate by the Executive Committee.
 - b. The Executive Director duties and responsibilities shall be outlined in a job description approved by the Executive Committee. These duties and responsibilities shall include:
 - 1) Administering the day-to-day affairs of the Party;

- 2) Assisting Party officers and committee chairs in the execution of their duties;
 - 3) Implementing the strategic plan approved by the Executive Committee.
2. The Executive Director shall supervise staff members, including volunteers, appointed or hired by the Executive Committee or Chair.
 3. The Executive Director's performance shall be subject to annual review by the Chair and the Executive Committee. The Executive Director shall serve at the pleasure of the Executive Committee.
2. This amendment shall be effective immediately.

Rationale

This is the next step in the evolution of the LPNC state party organization. Early in our party's history, we used to elect at-large executive committee members "with designated duties." These included Press Secretary, Newsletter Editor and Webmaster.

These positions sometimes provided difficult to fill. There were people who could and would do the job, but they could not commit to attending Executive Committee meetings and had no interest in being on the executive committee. The solution was to eliminate these elected positions and replace them with appointed "Directors." Directors are (currently) in effect ex officio members of the executive committee.

This bylaws amendment also gave the Executive Committee the flexibility of basically creating LPNC volunteer staff jobs to fill specific needs. One such position is the Executive Director. However, this job was created as paid part time contractor position.

Recommendation 2 takes this process to the next level. It establish authority within the bylaws for appointing an Executive Director and LPNC staff, who can be paid or volunteer positions. This recommendation also supports the Administration initiative of the 2020 Strategic Plan by helping us to develop additional paid staff or consultants in administration and event coordination.

3. Debating and Amending Adjunct Committee Reports

This recommendations amends the Convention Rules to restrict amendment of Adjunct Committee Report recommendations. It would require a two-thirds approval vote before any amendment could be considered.

The committee approved this recommendation 3-0.

Current text

Rule 5: Debating and Voting - Adjunct Committee Reports

4. Recommendations for which there is no minority report shall be debated and voted upon in the following manner:
 - a. The Convention Chair shall open the recommendation to discussion and amendment for a period of time. For a Bylaws and Convention rules recommendation, this period is fifteen (15) minutes. For a Platform recommendation, this period is twenty (20) minutes.

Proposed text

1. Amend Rule 5.4 as follows:
 1. The word "restricted" is added to the first sentence of section a) so that it reads: "The Convention Chair shall open the recommendation to discussion and restricted amendment for a period of time."
 2. A new section, letter b is added:
 - b. During discussion of a committee recommendation, any motion to amend is restricted in two ways:
 - 1) before any discussion of the amendment, an immediate vote is held on whether the motion to amend should be accepted, a two-thirds (2/3) majority being required for acceptance, and;
 - 2) the time limit for discussion of the amendment, if accepted, is five (5) minutes.
 3. The subsequent sections are re-lettered, as appropriate.
2. This amendment shall be effective a the close of the convention.

Rationale

This recommendation is similar to the first recommendation presented by the 2003 Bylaws Committee. They proposed eliminating any amendments to a Adjunct Committee recommendation until the recommendation was adopted by the Convention. It was not approved by the Convention.

In the rationale offered by Doug Adams, he said:

Although this may sound on its face like stifling debate, it is not ... Amendments offered during the first 15 minutes of discussion of the Committee recommendations are often not thought out. The committee's recommendations are the result of open discussions by an open committee. The resulting wording has therefore been scrutinized by a cross section of the Party.

Amendments are also not likely to reflect the sentiment of 2/3rd the delegates any more than the Committee recommendation itself ... Amendments typically include additional discussion of parliamentary procedures which do not address the issues of the recommendation or the amendment and distracts people from the merits of the plank.

The 2015 Bylaws Committee considered this idea, and agrees with Mr. Adam's comments. But rather than simply bar amendments, we concluded it was a better idea to place restrictions on the amendment process.

This recommendation will simplify the process by simply simply requiring an immediate (non-debatable) vote of two-thirds approval before debate can begin on a motion to amend.

4. Online Voting

The purpose of this recommendation is to clarify what constitutes a quorum for online Executive Committee votes.

The committee approved this recommendation 3-1.

Current text

Article IX. Meetings, Section 2. Transaction of Official Business:

2. Members may abstain from voting, either affirmatively or by inaction, but such abstentions are not counted toward the required quorum defined in Article V, Section 9.

Proposed text

1. Rewrite Article IX Section 2.2 to read as follows:

Members may abstain from voting, either affirmatively or by inaction. Affirmative abstentions count toward the required quorum defined in Article V, Section 9; abstentions via inaction do not.

2. This amendment shall be effective immediately.

Rationale

For an online meeting and vote, a quorum is always presumed to be present. However, we don't want decisions to be effectively taken by just one or two people when a quorum would be seven or eight. Thus we set the minimum number of votes that need to be recorded for a measure to pass as a majority of the body.

Theoretically if everyone is presumed to be present, then not voting counts as an abstention, and so setting a minimum number of votes required would be meaningless, as everyone is considered to be voting on every motion. Thus we also need to discount abstentions from counting towards the minimum number of votes needed.

But we do draw a common sense distinction between "passive" abstentions (where the individual does not vote at all) and "active" abstentions (where the person records an abstention). The latter do not count towards the minimum number of votes needed; the latter do.

5. Convention Order of Business

This recommendation consolidates all items regarding the Adjunct Committee Report, adds election of Libertarian Party National Convention delegates and presidential electors, and eliminates recess as a business item, as outlined in Convention Rule 1.

The committee approved this recommendation 4-0.

Current text

Rule 1: Order Of Business

The standing order of business for a Regular Convention shall be as follows:

1. Call to Order
2. Membership Secretary's report
3. Adoption of agenda
4. Reading of Resolutions
5. Adjunct Committee Report
6. Recess
7. Resolutions
8. Adjunct Committee Report, continued.
9. Amendments from the floor for the subject of the Adjunct Committee Report
10. Nomination of candidates
11. Election of Party Officers and at-large members of the Executive Committee (odd-numbered years only or to fill a vacant position in even-numbered years)
12. Election of Judicial Committee
13. Other business

Proposed text

1. In Rule 1, Order of Business, delete Recess (item 6), Adjunct Committee Report, continued (item 8) and Amendments from the floor for the subject of the Adjunct Committee Report (item 9). Add a new item 8 Election of Party Officers and at-large members of the Executive Committee (odd-numbered years only or to fill a vacant position in even-numbered years). Renumber all rules as necessary.

The new Convention Order of Business would be:

1. Call to Order
2. Membership Secretary's report
3. Adoption of agenda
4. Reading of Resolutions
5. Adjunct Committee Report
6. Resolutions
7. Nomination of candidates

8. Election of Party Officers and At-Large members of the Executive Committee (odd-numbered years only or to fill a vacant position in even-numbered years)
 9. Election of Judicial Committee
 10. Election of Delegates to Libertarian National Convention (even numbered years) and Election of Presidential Electors (presidential election years)
 11. Other business
2. This amendment shall be effective at the close of the convention.

Rationale

Having a recess as part of the order of business is unnecessary, as the convention can recess at any time. Having separate items for business regarding the Adjunct Committee Report is also unnecessary, because they are already covered in Convention Rule 5, outlining how the committee report is considered. (majority report, minority report, amendments from the floor). Election of national convention delegates and presidential electors are important actions for the convention and should be listed as separate items, not handled under Other Business.

6. Convention Rules Administrative Changes

This is basically a cleanup recommendation to simply make edits and corrections to the Convention Rules to improve readability.

The committee approved this recommendation 3-0.

Proposed changes

1. Use a legal style number system for the rules:

Example:

Rule 5. Debating And Voting Adjunct Committee Reports

5.4. Recommendations for which there is no minority report shall be debated and voted upon in the following manner:

5.4.1. The Convention Chair shall open the recommendation to discussion and amendment for a period of time. For a Bylaws and Convention rules recommendation, this period is fifteen (15) minutes. For a Platform recommendation, this period is twenty (20) minutes.

5.4.2. If debate ceases during the time allotted or a motion to call the question is adopted, the Chair shall then call for a vote on the recommendation.

2. Renumber the rules to compensate for a missing Rule 6.
3. Remove outdated language in Rule 8 Election of Party Officers and Executive Committee Members. In Rules 8.1 delete "with designated duties." Delete Rule 8.2 and renumber subsequent sections accordingly.
4. Use standard syntax for numbers: numbers spelled out followed by numerals in parenthesis. Example: ten percent (10%), two-thirds (2/3), fifteen (15) minutes.
5. This amendment shall be effective at the close of the convention.

Rationale

This recommendation is simply to make edits and corrections to the Convention Rules. The changes in #3 should have been made when the Bylaws were amended to eliminate the election of at-large Executive Committee members "with designated duties," (i.e. Webmaster, Press Secretary, Newsletter Editor).

7. Delete Article VII Advisory Senate

This recommendation simply deletes Article VII. The Advisory Senate was created as a very inexpensive way to confer an honor on someone who has made a significant contribution to the Party.

The committee approved this recommendation 3-2.

Current text

Article VII. Advisory Senate

The Advisory Senate shall be an honorary council consisting of those Executive Committee members or other officers who have completed their terms of office, or those who have been appointed Senators by the Party in Convention, and who remain members of the Party in good standing.

Proposed text

1. Delete the article.
2. This amendment shall be effective immediately.

Rationale

The Advisory Senate was added to the Bylaws in 2001. It has no clear or specific duties or responsibilities. To our knowledge, it has never met or provided any advice. Nor is it not clear who the members actually are. No one has ever been appointed a senator and there is no record in the LPNC official files of membership.

An honorary body, with no duties or responsibility, unclear membership, and no membership records, is not only superfluous but also inappropriate in a libertarian organization. It's only purpose seems to be to create titles for "notable" libertarians.

Do Not Pass Recommendations

1. Committees

The committee considered two options to revise Article VIII Committees. Neither option received a majority vote. Each received one vote, with the rest of the committee abstaining.

Current text

Article VIII. Committees

Section 1. Adjunct Committees

For each State Convention, the Executive Committee shall appoint an Adjunct Committee of at least five Party members to make recommendations to the Convention.

1. For a Convention in an odd-numbered year, the subject of the Adjunct Committee shall be the Bylaws and Convention Rules.
2. For a Convention in an even-numbered year, the subject of the Adjunct Committee shall be the Platform.

Option 1 proposed text

1. Rewrite Article VIII Committees, Section 1 to read as follows:
 1. The LPNC shall have two standing committees of at least five (5) members: the Bylaws and Convention Rules Committee and the Platform and Issues Committee.
 - a. The Bylaws and Convention Rules Committee shall report to the State Convention in odd-numbered years.
 - b. The Platform Committee shall report to the State Convention in even-numbered years.
 2. The Chair shall appoint committee members not later than January 15 of the year in which the committee is to report, members shall serve until the close of that convention.
 3. The Committees shall complete their reports at least 30 days before the State Convention, and the report shall be posted on the LPNC website.
 4. The Committees shall have the authority to correct any spelling or typographical errors in the Bylaws, Convention Rules, and Platform, as applicable, that do not change the substance of those documents.
2. Change all references in the Bylaws and Convention Rules from Adjunct Committee to Standing Committee.

Rationale

The 2014 Platform Committee recommended that the 2015 Bylaws committee consider changing the platform and bylaws committees into standing committees.

The term standing committee is used in most political organizations. It simply means the committee is permanent and its work is ongoing; however, the membership can change.

Currently, it is not clear when these committees are appointed or when the terms of the members end. The LPNC has “traditionally” considered a person a member until he or she resigns. But committee membership should not be permanent.

Appointing the committee in January will give ample time for it to conduct its businesses. While committee deliberations are open – and this practice should continue – setting a deadline for publication of their report will give the LPNC membership and convention delegates ample time to review the recommendations of these committees. In my experience, we often have poorly worded, or ill-conceived amendments from the floor, because the delegates have not had ample time to read and review the recommendations.

Option 2 proposed text

Rewrite Article VIII Committees, Section 1 to read as follows:

Not less than six (6) months prior to each State Convention, the Executive Committee shall appoint an Adjunct Committee of at least five (5) Party members to make recommendations to the Convention. Each Adjunct Committee shall make a report on its subject matter available for publication not less than thirty (30) days prior to the Convention in which that report shall be presented.

1. For a Convention in an odd-numbered year, the subject of the Adjunct Committee shall be the Bylaws and Convention Rules.
2. For a Convention in an even-numbered year, the subject of the Adjunct Committee shall be the Platform.

2. Minority Reports

The purpose of the recommendation is to prevent the majority on an Adjunct Committee from silencing the minority.

This recommendation was rejected. The vote was: 2 yes, 3 no.

Current text

Rule 4: Adjunct Committee Procedures

2. One-fifth (1/5) of the members of an Adjunct Committee may join together to issue a minority report regarding any recommendation of the committee.

Rule 5: Debating and Voting - Adjunct Committee Reports

5. Recommendations for which there is a minority report shall be debated and voted upon in the following manner:
 - a. Spokespersons for both the majority and minority positions shall each have two minutes to present their views.
 - b. The Chair shall then open consideration of both positions for five minutes during which time any delegates may express their views without offering amendments. After five minutes, there will be a vote on which of the two reports shall be considered for purposes of adopting a recommendation. The report receiving the greater number of votes shall then be discussed and voted upon in the manner described in Section 4.
6. After all Adjunct Committee recommendations have received initial consideration, any delegate may propose amendments. The delegate may take up to two minutes to state and explain the proposal, with debating and voting to proceed as described in Section 4.

Proposed text

The change is in four parts, as follows:

Part A: Rule 4.2 is replaced with:

Any group of at least two committee members comprising at least one-fifth (1/5) of the members of an Adjunct Committee may join together to issue a minority report on any subject. (Striking “regarding any recommendation of the committee” and setting a minimum of two persons).

Part B: Rule 5.5 is reworded as follows:

Recommendations for which there exists both a majority and a minority report shall be debated and voted upon in the following manner: (Striking “is a minority report.”)

Part C: The current item 6 in Rule 5 is moved below the current item 7 (and thus becomes item 7) and also the word “recommendations” is replaced with “report items.” (“After... report items have been considered...”)

Part D: The new item 6 (formerly item 7) of Rule 5 is rewritten as follows:

Following consideration of the committee's recommendations, proposals made by a minority as allowed in Rule 4 will be considered. A spokesperson for the minority position gives the reasons in favor and the Adjunct Committee Chair or designee gives the reasons why it was voted down, after which the proposal is taken to the floor for debate as under section 4, above. (Reworded for clarity and to comport with the changes in parts 1, 2 & 3.)

Other Proposals

Executive Committee Reform

This proposal was written by Bjorn Pederson. It was presented as a written as a revision of the current Bylaws. Bjorn had to step down from the committee for health reasons, and so the idea lost its champion. The committee did discuss it but decided not to pursue the idea. It may be something a future Bylaws Committee should consider.

Proposed text

Article IV. Legislative Council

Section 1. Purpose

The Legislative Council shall be responsible for the control and management of all of the affairs, properties, and funds of the Party consistent with these Bylaws and any resolutions that may have been adopted in Convention.

Section 2. Composition

The Legislative Council of the Party shall be composed of a number of members equal to the greater of either i) the square root of the number of dues paying party members, or ii) the cube root of the number of registered Libertarian voters in North Carolina, in both cases rounding up. Members will be elected from multi-member districts composed of whole counties. These districts will be apportioned equally with respect to registered Libertarians, or dues paying members if state voter registrations do not allow a Libertarian affiliation to be declared.

Section 3. Directors

Where it is deemed desirable to have a statewide Party official with designated responsibilities and authorities beyond the Party offices, the Legislative Council may create a position of Director for any area of activity not handled by a Party officer. In each case, the position of Director must be assigned specific duties and a specific title.

1. All Directors will be appointed by the Legislative Council, serve at the pleasure of the Legislative Council, and answer directly to the Chair.
2. An officer of the Party may not also serve in a Director's position. A member of the Legislative Council may also serve in one, but not more than one, Director's position.

Section 4. Election

1. Legislative Council members shall be elected every two years in odd-numbered years, or in even-numbered years to fill a vacant position. Voting shall be as described in the Convention Rules.
2. If no qualified candidates are nominated for any position on the Legislative Council

at the Convention, then that position may go unfilled, and the position shall be considered vacant.

3. Attending delegates to the Convention may vote for “None of the Above” for any position on the Legislative Council. If “None of the Above” is elected, that position shall remain unfilled until the next State Convention, at which time the attending delegates may hold a special election to fill that position for the remainder of the term.

Section 5. Qualifications

Each member of the Legislative Council must maintain membership with the Party as defined in Article III. Legislative Council members must not be registered with the State of North Carolina with any political party other than the Libertarian Party of North Carolina.

Section 6. Term

The terms of the Legislative Council members shall run for two years, expiring at the end of the State Convention two years from the State Convention at which they were elected, if elected in an odd-numbered year. If a member was elected in an even-numbered year or appointed in the interim, then that member’s term expires at the end of the next State Convention.

Section 7. Resignation

Any member of the Legislative Council who fails to attend two (2) meetings of the Committee in a single term shall be considered to have tendered a resignation. The Legislative Council may accept or refuse such resignation by majority vote.

Section 8. Vacancies

The Legislative Council may appoint new members, if vacancies or suspensions occur, such members to complete the term of the position vacated, until the next State Convention, where a special election shall be held to fill such position(s), if necessary. If the appointed new member fails to be elected, the Legislative Council cannot reappoint that person to the same position during that term of office.

Section 9. Quorum

A majority of the filled voting positions on the Legislative Council shall constitute a quorum for the transaction of business at all meetings.

Article V. Officers & Executive Committee

Section 1. Officers

The officers of the Party shall be a Chair, a Vice-Chair, a Recording Secretary, a Treasurer, and a Membership Secretary. Election will take place at the beginning of the first meeting of a newly elected Legislative Council. No State offices shall be combined.

Section 2. Executive Committee

The officers of the Party, as well as any party members in positions of frequent

responsibility that the officers may choose to include, shall constitute the Executive Committee. The purpose of the Executive Committee is to advise the Chair and the Legislative Council.

Section 3. Chair

The Chair shall be Chief Executive Officer of the Party and shall preside at all Party Conventions and at all meetings of the Legislative Council and Executive Committee at which the Chair is present.

Section 4. Vice Chair

The Vice-Chair shall act as assistant to the Chair and preside in his or her absence.

Section 5. Recording Secretary

The Recording Secretary shall be the recording officer of the Party.

Section 6. Treasurer

The Treasurer shall receive, disburse, and account for the funds of the Party under the supervision and direction of the Chair.

Section 7. Membership Secretary

The Membership Secretary shall be responsible for maintaining accurate lists of Party membership.

Article IX. Meetings

Section 1. Frequency

The Legislative Council shall meet no less than twice each calendar year.

Section 2. Notification

The Legislative Council shall meet at such times and places as may be determined by actions of the Council, by call of the Chair, or by written request of one-third (1/3) or more of the Legislative Council. The Recording Secretary will send written notification, either electronically or by surface mail, of the time and place of all meetings to each member of the Legislative Council not less than fourteen (14) days prior to the meeting.

Section 3. Transaction of Official Business

1. The Legislative Council may, without meeting together, transact business by electronic mail, by surface mail, or by phone. Any voting member or Director may make a motion. Once a motion is recognized by the Chair, and seconded by another member, the motion can be discussed and voted on electronically, by mail, or by phone. The Chair shall establish procedures for taking the votes. Votes will be recorded by the Recording Secretary.

2. Members may abstain from voting, either affirmatively or by inaction, but such abstentions are not counted toward the required quorum defined in Article V, Section 9.

3. If, at the expiration of the applicable period, the quorum of the Legislative Council has not returned their votes, the measure being voted on shall be deemed to have failed; in all other cases, majority of the votes required shall carry the measure except where a higher vote is required by the Bylaws. The Recording Secretary must preserve all such votes until the next meeting of the Legislative Council, at which meeting the Legislative Council shall order the disposition of the votes.

END OF REPORT

