

EXHIBIT A

(State Convention Rules)

RULES FOR THE GOVERNANCE OF THE AUGUST 25, 2018 MICHIGAN REPUBLICAN STATE CONVENTION

Number 1:

That the business of this State Convention is as follows:

- the nomination of:
 - (1) One (1) Lieutenant Governor
 - (2) One (1) Secretary of State
 - (3) One (1) Attorney General
 - (4) two (2) Justices to the Michigan Supreme Court
 - (5) two (2) members of the State Board of Education
 - (6) two (2) members each for the Wayne State University Board of Governors, the Michigan State University Board of Trustees, and the University of Michigan Board of Regents
- transacting such other business as may properly come before the State Convention

Number 2:

That the State Party Chair shall appoint the Chair, Secretary, and any other officers the State Party Chair sees fit, to govern this Convention. That the State Party Chair shall establish a theme for the State Convention and make reasonable efforts to obtain a nationally recognized speaker. That the State Party Chair shall determine the order of business of the State Convention and may add other items of business of the State Convention not referenced in Rule 27. Notwithstanding any provision in these Rules to the contrary, the State Party Chair may insert other items of business between candidate nominations, and the State Party Chair shall determine when the nomination of the Lieutenant Governor shall occur in the order of business of the State Convention.

Number 3:

That Robert's Rules of Order Newly Revised be adopted for the procedures of this Convention for all matters not covered by these Rules.

Number 4:

That the Committees of this Convention be a Rules Committee, a Committee on Credentials, and a Committee on Issues.

Number 5:

That the membership of the Convention Rules Committee consists of two members from each congressional district appointed by the Congressional District Chair. These appointments (plus two alternates designated as first alternate and second alternate) must be reported to the State Party Chair by 5:00 p.m. Eastern Time, on Friday, August 10, 2018. Should a proper appointment not be made as outlined in this Rule, the State Party Chair shall make the appointment for any such congressional district.

Number 6:

That the membership of the Committee on Credentials be comprised of the State Party Chair, the Budget Committee Chair, the Policy Committee Chair, the Issues Committee Chair, the National Committeeman, the National Committeewoman, and the State Party Co-Chair. The Committee on Credentials shall be chaired by the State Party Chair and shall present to the Rules Committee a list of the delegates and alternates to this Convention for each county and district, which list shall be the certified list of delegates and alternates to the State Convention and shall, without change, be a part of this report. The Credentials Committee's decisions shall be communicated to the Convention Rules Committee, and shall become part of that Committee's report and shall not be subject to change by the full State Convention absent a two-thirds (2/3) vote of the delegates present and voting. The Committee on Credentials does not have the authority to hear challenges not properly filed under the provisions of Rule 8C of the RULES FOR SELECTION OF DELEGATES AND ALTERNATES TO THE 2018 REPUBLICAN COUNTY AND STATE FALL CONVENTIONS.

Number 7:

That, in the event a challenge is brought before the full Convention concerning the status of delegate(s) or alternate(s), said challenged delegates or alternates shall be prohibited from voting upon questions of their own certification but shall be recognized as voting delegates on all other matters, subject to a successful challenge.

Number 8:

That no issue or amendment to an issue shall be presented from the floor of the Convention unless the Rules of the Convention are suspended by a two-thirds (2/3) vote of the Convention delegates present and voting. Any Convention delegate who wishes to propose a new issue to the Convention on Saturday, August 25, 2018, must send a written draft to the Issues Committee Chair seven (7) days in advance of the Convention, and gain approval of the wording by a majority vote of the Issues Committee on or before Friday, August 24, 2018. Brief pros and cons must be included and at least fourteen (14) copies must be provided. Any new issues approved for submission to the Convention shall be assigned a number and shall be considered at the end of the report of the Issues Committee. No more than five (5) issues may be presented to the Convention.

Number 9:

That an issue having been presented to the Convention shall be open for discussion by the delegates of the Convention. Discussion shall be limited to no more than two (2) minutes per speaker, and not more than three (3) speakers on each side. No more than five (5) issues may be presented to the Convention.

Number 10:

That delegates wishing to be heard on either side of an issue shall register their names and districts with the Issues Committee at the podium of the Convention until the report of the Issues Committee. Speakers shall be chosen on a first come, first served basis, alternating pro and con as available, until the allotted time of discussion is exhausted. A substitution may be made on the sign-up list if a speaker who registered earlier in the day voluntarily defers to someone else. Only convention delegates, may speak to the issues from the floor, unless permission is obtained in advance from the State Party Chair.

Number 11:

That debate on issues shall be for a maximum period of one hour (60 minutes) beginning with the report of the Issues Committee. At the expiration of this time limit, the Convention shall move to the next order of business. The Parliamentarians shall act as the official timekeepers.

Number 12:

That at the time scheduled for discussion of issues on the Convention agenda, the Secretary will first read the text of any new issues approved by the Issues Committee on or before Friday, August 24, 2018, and inform the delegates that a vote equal to 66.66% to suspend the rules is required for consideration of each new issue. Voting on suspension of the rules motion(s) may be by voice vote or a show of hands, but if a roll call vote appears necessary, that vote shall be taken by the District Chairs during the time that the Issues Report is being considered. If a motion to suspend the rules is approved, debate and voting on those issues will take place at the conclusion of debate on the issues proposed in advance by the Committee.

Number 13:

The Chair of the Convention shall halt debate on issues at an appropriate time so that the votes can be tabulated within the one (1) hour allotted for discussion of the issues. If, at the end of the one (1) hour period, the tabulation of the votes on each issue has not been completed by the Tellers and announced by the Secretary, the Convention shall proceed with its business. The final results of the voting on issues shall be announced later in the Convention.

Number 14:

Votes on issues shall be submitted by the congressional district chairs to the Secretary and Tellers. The congressional district chairs shall tally their votes at the conclusion of the debate on each issue. The Secretary of the Convention shall announce the tabulated results on each issue. Only delegates present on the floor of the Convention may vote on issues. Only the votes of the delegates present and voting will be counted.

Number 15:

That the roll be called by congressional district numerically based on the order of rotation previously established for nominations and for voting on all questions requiring a roll call vote beginning with Congressional District Eight (8).

Number 16:

That Convention officers shall fill delegate vacancies from the list of alternate delegates to the Convention pursuant to Rule 12 of the RULES FOR SELECTION OF DELEGATES AND ALTERNATES TO THE 2018 REPUBLICAN COUNTY AND STATE FALL CONVENTIONS.

Number 17:

That as to all matters, other than issues, the delegates present from any congressional district shall vote the entire voting strength of such congressional district; provided, that if a poll of the delegates in any district, shall show that less than all accredited delegates from a district are present, the voting of the entire voting strength of such district shall be in substantially equal proportion to the vote of those actually present and voting, including abstentions in such poll. The absence of an at-large delegate (a Republican incumbent member of the State Legislature or the Michigan Congressional delegation, a Statewide Officeholder, the Republican National Committeeman or Committeewoman from Michigan, one of the fourteen (14) Congressional District Chairs or a Michigan Republican Party Officer) shall not prevent a congressional district from voting its entire voting strength pursuant to this Rule. No unit rule, other than provided herein, shall be permitted.

Number 18:

That a delegate who desires to be recognized by the Chair shall identify himself or herself by name and by congressional district or county. In the event of a question of the credentials of the person seeking to address the Convention, to be recognized by the Chair or to cast a vote or votes of a delegation, the Chair shall accept the ruling of the Credentials Committee.

Number 19:

That in an effort to offer speed, convenience, consistency, and confidence in the nomination and election process at the State Convention, the State Party Chair shall obtain tabulating equipment for the purpose of registering each delegate's vote in contested candidate elections or nominations. As to all contested candidate elections or nominations, all voting shall be conducted on a congressional district basis for the purpose of registering each delegate's vote. To preserve the privacy of each delegate, all voting for contested candidate nominations or elections shall be done by paper ballot. Each District Chair shall appoint no less than two tellers for the purpose of tabulating the ballots and reporting the results to the District Chair. Tellers shall attend a training session on use of the tabulation equipment prior to their appointment being authorized by the Convention Chair. In the event of a malfunction of the tabulation equipment, paper ballots shall be used by each delegate, and each delegate shall personally hand his or her paper ballot to the Secretary of the District Caucus, who shall preserve the privacy of each delegate's vote. Any candidate shall have the authority to appoint a representative to observe the voting process, including but not limited to, the ballots themselves, the tabulation of the ballots, and the reading of the voting results. All voting shall be conducted within a reasonable amount of time and pursuant to such procedures as determined by the Chair, and no voting shall be allowed after such time has expired. The Chair shall authorize the sergeants-at-arms to take necessary action to ensure a smooth voting process.

Number 20:

(a) Notwithstanding any provision in these Rules to the contrary, the following balloting procedures will apply to contested candidate nominations for members of the State Board of Education, the Wayne State University Board of Governors, the Michigan State University Board of Trustees, and the University of Michigan Board of Regents:

- (1) There will be no slotting of nominee positions.
- (2) All candidates for a particular nomination shall appear on a single ballot, and the two (2) candidates receiving the largest vote shall be declared the two (2) nominees for a particular office.

(a) On the first ballot, a candidate must receive at least a forty (40%) percent threshold vote to become a nominee for a particular office.

(b) If only one candidate receives at least a forty (40%) percent threshold vote to become a nominee on the first ballot, then a runoff second ballot shall be held

between the candidates receiving the second and third highest number of votes from the first ballot.

(c) If no candidate receives at least a forty (40%) percent threshold vote to become a nominee on the first ballot, then a runoff second ballot shall be held among the among the four (4) candidates receiving the highest number of votes from the first ballot with the two (2) candidates receiving the largest vote on the second ballot declared the two (2) nominees for a particular office.

(d) In no event shall there be more than a first and second ballot for a particular office.

(3) Each delegate shall be allowed to vote for not more than two (2) candidates for a particular office.

(b) That a Convention candidate receiving a majority of the total votes cast on any ballot shall be declared elected by this Convention. If there are more than two (2) candidates nominated for a single position and no candidate receives a majority on the first ballot, the two (2) candidates receiving the largest vote shall be voted upon in a run-off on the second ballot.

Number 21:

A recount of the votes cast in contested candidate elections or nominations shall be allowed at the request of the losing candidate or candidates prior to the adjournment of the State Convention pursuant to such reasonable procedures as established by the Chair, but in no event shall a recount be allowed if the Convention vote differential is greater than fifty (50) votes.

Number 22:

(a) That any person seeking nomination at the State Convention for any office which will appear on the general election ballot (“ballot office”) shall first file an affidavit of candidacy (the “Affidavit of Candidacy”) and the written permission of the congressional district chairs (see subsection (b) of this Rule) with the State Party Chair or his designee by Wednesday, April 25, 2018, at 5:00 p.m. Eastern Time. Affidavit of Candidacy forms shall be prepared by the State Party Chair, subject to Policy Committee approval. In the event that any of the information set forth in the Affidavit of Candidacy is untrue for any reason, the Michigan Republican State Committee (by a two-thirds (2/3) vote of those present and voting, including proxies) shall have the authority to rescind the nomination of any candidate nominated at the State Convention, and to select a replacement. The State Party Chair shall then communicate to the county conventions the names of the candidates that have properly filed Affidavits of Candidacy and the written permission of the congressional district chairs (see subsection (b) of this Rule) and the office that such candidates shall be seeking. Any person who does not properly file an Affidavit of Candidacy (either pursuant to this subsection (a) or subsection (c) of this Rule) may not

seek nomination at the State Convention for a ballot office.

- (b) That upon approval by the Policy Committee, each candidate shall have one week to submit the candidate filing fee to the Michigan Republican Party to be eligible to be considered for that office by the convention body. Candidates who submit Affidavits of Candidacy for the positions of Lt. Governor, Secretary of State and Attorney General shall pay a filing fee equal to three percent of the annual salary of the corresponding office. Candidates who submit an Affidavit of Candidacy for State Board of Education, Michigan State University Board of Trustees, University of Michigan Board of Regents, Wayne State University Board of Governors or Justice of the Michigan Supreme Court shall pay a filing fee equal to \$500.
- (c) That, after properly filing the Affidavit of Candidacy and the written permission of the congressional district chairs pursuant to this subsection, any person seeking nomination at the State Convention for a ballot office, shall next seek the approval of the Policy Committee of the Michigan Republican State Committee (the "Policy Committee") at any regular or special meeting of the Policy Committee which, as either a regular or special meeting, must be held no later than thirty (30) days prior to the convening of the State Convention. Approval by the Policy Committee to such nomination for a ballot office shall only be granted if a candidate obtains and submits the written permission of a minimum of four (4) congressional district chairs elected and serving. For the purpose of approving/disapproving a nomination for a ballot office according to this Rule, the Policy Committee Chair may call a special meeting by means of a conference telephone or similar communications equipment by which all persons participating in the special meeting may hear each other if all participants are advised of the communications equipment and the names of the participants in the conference are divulged to all participants. Participation in a special meeting held pursuant to this Rule constitutes presence in person at the special meeting. No proxy voting shall be allowed at any regular or special meeting of the Policy Committee where approval of the Policy Committee is being requested pursuant to this Rule.
- (d) That only if, for any reason, a person seeking nomination at the State Convention for a ballot office does not properly file the Affidavit of Candidacy and the written permission of the congressional district chair (see subsection (c) of this Rule) and/or does not obtain the approval of the Policy Committee pursuant to this Rule, a person seeking nomination for a ballot office must then first: (1) obtain the written approval of at least seven (7) congressional district chairs elected and serving; or (2) obtain the written approval of any three (3) regular members of the Michigan Republican State Committee from at least seven (7) separate congressional districts, before such person's name may be placed in nomination at the State Convention for a ballot office. By no later than thirty (30) days prior to the State Convention, a person seeking nomination for a ballot office pursuant to this subsection (d) of this Rule must file the required approvals and complete and file the Affidavit of Candidacy with the State Party Chair or his designee.
- (e) That approval by the Policy Committee, any congressional district chair, or any regular member of the Michigan Republican State Committee to seek nomination for a ballot

office pursuant to this Rule, shall not constitute an endorsement, nor shall individual members of the Policy Committee, any congressional district chair, any regular member of the Michigan Republican State Committee, or any congressional district caucus delegate be bound to vote at the State Convention for that candidate; rather, approval pursuant to this Rule is merely a prerequisite to seek nomination for a ballot office at the State Convention.

- (f) That for the purposes of these Rules, the term “ballot office” shall include the office of Lieutenant Governor. However, notwithstanding any other provision of these Rules to the contrary, the candidate who wins the Republican nomination for Governor in the August 7, 2018 primary election shall be permitted to submit the name of a candidate for the office of Lieutenant Governor to the State Party Chair or his designee no later than Friday, August 17, 2018 at 5:00 p.m. Eastern Time, and such candidate may be considered for nomination at the State Convention for the office of Lieutenant Governor. Said candidate for Lieutenant Governor shall file an Affidavit of Candidacy and a filing fee equal to three percent of the annual salary of the office of Lieutenant Governor no later than Friday, August 17, 2018 at 5:00 p.m. Eastern Time.
- (g) That, unless a person properly files an Affidavit of Candidacy as required by subsection (a) or (d) of this Rule and further obtains the approval of the Policy Committee, or absent the approval of the Policy Committee, the congressional district chairs, or the regular members of the Michigan Republican State Committee pursuant to this Rule, then a person may not seek nomination at the State Convention for a ballot office.

Number 23:

That the number of nominating speeches not exceed one (1), which shall be limited to three (3) minutes each. Only delegates to the State Convention (or elevated alternates) may deliver a nominating speech to the State Convention.

Number 24:

That the number of seconding speeches not exceed one (1), which shall be limited to one (1) minute each, except that uncontested races shall be seconded from the floor by any delegate to the State Convention. Only delegates to the State Convention (or elevated alternates) may deliver a seconding speech to the State Convention.

Number 25:

That demonstrations for nominees in contested races be limited to three (3) minutes each with only delegates and alternates to the Convention and guests with official guest credentials being permitted to participate in any demonstration. There shall be no demonstrations for nominees in uncontested races.

Number 26:

That Convention officers shall not commence the voting process until after the conclusion of all nominating speeches, seconding speeches, and demonstrations for all persons seeking nomination or election at the State Convention.

Number 27:

That the Business of this Convention shall be as follows:

Call to Order
Invocation
Pledge of Allegiance
National Anthem
Call to Convention
Appointment of Temporary Chair
Appointment of Temporary Officers
Rules Committee Report
Oath of Office to Officers
Issues Committee Report
Nomination of Candidates
Announcements
Adjournment

Number 28:

That except for Rule 2, Rule 6, Rule 27 and Rule 28, these Rules shall be the Rules of the Convention unless changed by a vote of at least twenty (20) members of the Rules Committee which committee shall meet on or before Friday, August 24, 2018 as determined by the State Party Chair, or by a two-thirds (2/3) vote of the delegates to this Convention present and voting. Rule 2, Rule 6, Rule 27 and Rule 28 may only be amended by two-thirds (2/3) vote of the delegates of the full State Convention present and voting.