

Parliamentary Opinion

March 7, 2023

By:

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Question:

Do the current Bulloch County Republican Party bylaws conform to the Georgia Republican Party (GRP) bylaws?

Particularly in regard to:

The Executive Committee

County Committee

O.C.G.A. § 21-2

Quorum requirement

Background:

The Bulloch County Republican Party is organized under the Georgia Republican Party.

O.C.G.A. § 21-2 comprises the election code for the state of Georgia.

The parliamentary authority for the Georgia Republican Party is stated as:

Roberts Rules of Order, Newly Revised shall be followed in all meetings of the GRP, including, without limitation, the State Committee and State Executive Committee, the District Committees and District Executive Committees, and the County Committees and County Executive Committees, unless modified by, respectively, these Rules, applicable County Party rules, applicable District Party rules; provided, however, that the provisions of Rule 9.12 shall govern all Precinct Caucuses, County Conventions, District Conventions, and the State Convention.

The parliamentary authority for the Bulloch County Republican Party is stated as:

Roberts Rules of Order, Newly Revised shall be followed in all meetings of the BCRP, including, without limitation, the County Committee and County Executive Committee, unless modified by, respectively, these Rules, applicable County Party rules, or applicable District Party rules; provided, however, that the provisions of the State Call shall govern all Precinct Caucuses and County Conventions.

The organization has chosen to limit the application of RONR only to meetings. The issues in this opinion are outside of a meeting, so generally accepted parliamentary law will serve as the basis for this opinion. RONR will be used for reference where it is instructive and conforms to general parliamentary law.

The current version of Robert's Rules is the 12th edition (RONR 12th ed.) and this is the parliamentary authority used as the basis for this opinion.

Sources Consulted

O.C.G.A. § 21-2 as found at this link from the <https://sos.ga.gov/> website [Georgia General Assembly | PAW Document Page \(lexis.com\)](#)

GRP Articles of Incorporation (Attached)

The GRP Rules, found at <https://gagop.org/wp-content/uploads/2021/04/Georgia-Republican-Party-Inc.-Rules-As-Adopted-June-17-2020-BJVver3.pdf>

The current Bulloch County Republican Party Rules (attached)

Robert's Rules of Order Newly Revised (12ed.)

Cannon's Rules of Order

Circumstances:

A dispute arises about, among other things, the relationship between the County Committee and the County Executive Committee, in light of the GRP Rules and O.C.G.A. § 21-2.

The main question is about which committee is subservient and which committee is the governing committee, what is required in state statute, and the meaning of GRP Rules.

Discussion:

The essence of this discussion grows out of the GA statute governing political parties and its use of the term "executive committee" in referenced to political parties.

The meaning of the term "executive committee" as used in O.C.G.A. § 21-2 must be understood in its complete context starting with 21-2-110 (a)(5) where the statute refers to "governing committees" and also in (b)(3).

Then in 21-2-111 the terminology used is "executive committee", which is unfortunate because this creates an ambiguity with the Robert's Rules definition of "executive committee", which has a different definition than "governing committee" under RONR, but these terms seem to be used interchangeably in the statute.

As a rose by any other name is still a rose, we must look at the characteristics rather than just the name to determine how this relates to RONR.

Under RONR the "deliberative assembly" or 'governing assembly' has full authority to act in the name of the organization, to make policy and set direction. RONR (12th ed) P. I (Principles Underlying Parliamentary Law), and the "executive committee" is a subordinate body that is delegated authority to take executive action to implement policies and directions made by the assembly. RONR (12th ed.) 56:41-43

What the committee is called doesn't really matter, it is what the committees DOES that determines the type of body being discussed. Note that the statute uses lower case "executive

committee” and not “Executive Committee” with upper case letters which would refer to a specific name of body. In other words, the statute is saying what the committee must DO, not what the committee is to be called. It could be called “Executive Committee”, or “County Committee”, or “Select Special Committee on Cats”. The statute does not specifically link the “governing committee” to the party’s so called “Executive Committee”. It is incorrect to conclude that the “executive committee” described in the state code is the “Executive Committee” defined by the GRP Rules simply on the basis that it is called the “Executive Committee”.

The statute gives the duties of this “governing committee” or “executive committee” as:
Have control over party affairs (21-2-111 a)
Determine the appointment and membership of other committees (21-2-111 a)
Formulate, adopt, and promulgate rules and regulations (21-2-111 b)

Clearly under RONR these power and duties belong to the assembly, and not to the “executive committee” as defined in RONR. Therefore, to avoid confusion between the idea of a “executive committee” (lower case) and the party committee named “Executive Committee”, I will henceforth use the term “governing committee” when referring to the committee as prescribed in the statute.

Composition and selection of governing committee

The state and county committees are not established by the statute. It is erroneous to reason that the county Executive Committee is established by the statute and the GRP rules are only supplementing that by creating a County Committee.

The statute is very clear in saying “21-2-111 (a) **Each political party** shall establish. . .”

It is the party, and not the statute that creates the governing committees. The composition of the committees, and how the members are selected, are not described in the statute and therefor it is completely at the discretion of the political party. This is made clear by “21-2-111 (a) The membership of such committees shall be selected in the **manner determined by the state executive committee.**”

The only requirement provided in the statute is that “Each committee shall be presided over by a chairperson and shall have a secretary “. Conceptually the state party could be run by an all-powerful committee of only two people, or it could be 1,000 committee members representing every precinct – this is a policy decision entirely left to the political party.

As with all policy decisions to be made by the political party, it is expressed through its bylaws and rules.

It is important to note that it is solely the state party which has the right to define this. County parties may not deviate from the process promulgated by the state, as is stated in “21-2-111 (c) The respective county executive committees of each political party shall formulate, adopt,

and promulgate rules and regulations, consistent with law and the rules and regulations of the state executive committee”

The county party exists only through the state party. In fact, the county party is optional and only needs to be established in counties where the party holds a primary (21-2-111 a). The state party has the right to forgo holding a primary in any county and eliminate the county party entirely. This would not be especially a smart move, but it illustrates the fact that the county party’s existence and governing committee is completely dependent on the state party, and it is not given existence or authority by the statute.

The county party, therefore, is entirely dependent on the GRP Rules document to define its structure and has no statutory authorization outside of that. If any county feels the statute is not being implemented correctly, it must first convince the state party to change its documents. The county party may not go off on its own path that is inconsistent with the state party governing documents.

Powers granted to County Committees by the GRP Rules

GRP Rules 8.7 states

The County Committee exercises county-wide jurisdiction and control over party 27 affairs, as defined by and required under O.C.G.A. § 21-2-111, which powers may in part be 28 delegated as provided in these rules and the County Rules to a subcommittee of the County Committee called the “County Executive Committee”.

This references O.C.G.A. § 21-2-111 which includes

- Have control over party affairs (21-2-111 a)
- Determine the appointment and membership of other committees (21-2-111 a)
- Formulate, adopt, and promulgate rules and regulations (21-2-111 b)

It is clear that the state party governing documents assign the duties of the governing committee specifically to a committee called “_____ County Committee”, and that the County Executive Committee is a subordinate body hold only delegated powers..

The difference in composition between the County Committee and the County Executive committee, as defined by the GRP Rules, is primarily that the County Committee has a wider representation of every precinct, while in the County Executive Committee the powers are concentrated among just a few members.

Again the name of the committee doesn’t matter but rather the powers granted. If members of the party feel that the statute requires the governing committee to be called exactly the “Executive Committee”, and you want that committee to have a wider representation, that is fine- just rename what is now called “County Committee” with larger representation to “Executive Committee”, and rename the current “Executive Committed” with the concentrated powers to “Executive Board” and this would satisfy that line of reasoning.

The Bulloch County rules contravene the GRP Rules by giving the governing power and jurisdiction and control to the smaller committee, called “Executive Committee” while the power of the high-representation committee called “County Committee” to an extremely limited role with only a few specific defined duties.

Comparing the powers allocated to the committees in the Bulloch County rules document and the GRP Rules document:

Body	GRP Rules 8.7	Bulloch County Rules
County Committee	Countywide jurisdiction and control over party affairs Determine the appointment and membership of other committees Formulate, adopt, and promulgate rules and regulations	Publish notices and calls to convention Determine time and place and representation of convention Settle disputes in the county
Executive Committee	Sub-Committee of the County Committee Duties delegated by the County Committee	countywide jurisdiction and control over party affairs.

There is clearly a disparity between the two documents which shows that the Bulloch County Rules are NOT consistent with the GRP Rules.

Regarding the quorum requirement, the GRP Rules provide:

8.14 QUORUM Twenty-five percent of the voting members of each District, County and Precinct Committee, present in person or by proxy, shall constitute a quorum for the transaction of business, unless a greater number is otherwise provided by their respective rules.

Note this does not mention the County Executive Committee, and therefore RONR would control, setting the quorum requirement for the Executive Committee as a majority of the members. Again, capitalization of “County and Precinct Committee” indicates this rules applies specifically and only to the named committees. If the rule referred to “all county committees” then it would apply to any committee in the county.

The Bulloch County Rules provides:

4.2 QUORUM Twenty-five percent of the voting members of each County and Precinct Committee, present in person or by proxy, shall constitute a quorum for the transaction of business.

There is no difference in the implementation of the two documents regarding quorum.

Conclusions:

The state party has created a structure of three bodies: an Executive Committee, a State/County Committee, and a Convention. The state documents describes the governing committee as the County Committee and the Executive Committee as subordinate to the State/County Committee, and no county can do otherwise without first getting a change to the GRP Rules.

It is the policy of the GRP that the governing committee will be the committee with the greater representation in its membership, and the name of the governing committee is “State Committee” and “County Committee”.

The Bulloch County Rules are not consistent with the state rules and the motion adopting the rules is therefore out of order.

This constitutes a continuing breach of the GRP Rules and also statute, which can be challenged by raising a Point of Order at any future meeting of the County Committee. RONR (12th ed.) 26:6. It is recommended that a special meeting be called for this purpose. If the Point of Order is sustained the adoption of the current Bulloch County Rules is void and the county will revert to the previously adopted rules.

Recommendations:

In addition to the action recommended above, there are other problems or defects in the governing documents reviewed, some of which are not related to the topic of the opinion.

1. The Georgia Republican Party rules page 2 line 28 “causes” probably should be “caucuses”. an Amendment is recommended.
2. The adoption of the parliamentary authority in the bylaws is not the recommended language and currently applies only to meetings. If we take the term “rules” to be interpreted as “bylaws”, then the current language does not provide for special rules of order. RONR also includes other topics such as drafting of bylaws and interpretation of bylaws (and many other topics). It is recommended that you amend your language to that recommended in RONR to wit:

The rules contained in the current edition of Roberts Rules of Order, Newly Revised ~~shall be followed in all meetings~~ shall govern of the GRP in all cases to which they are applicable, including , without limitation, the State Committee and State Executive Committee, the District Committees and District Executive Committees, and the County Committees and County Executive Committees, unless modified by, respectively, these Rules, applicable County Party rules, applicable District Party rules and any

special rules of order; provided, however, that the provisions of Rule 9.12 shall govern all Precinct Caucuses, County Conventions, District Conventions, and the State Convention

3. GRP rules 4.2 QUORUM needs a comma to give the correct interpretation. It is recommend to insert the comma as shown. Without is says the quorum is a majority of the member who are present, instead of a majority of the members. It is punctuated correctly in 8.14

A majority of the voting members, 2 present in person or by proxy shall constitute a quorum for the transaction of business.

4. Consider adopting the title “Bylaws” for your bylaws, instead of “Rules”. The reason would be that the articles of information specifically refer to “bylaws”. RONR makes a significant distinction between “rules” and “bylaws”, especially about the ability to suspend them. The statute 21-2-110 (a)(2) refers to both “bylaws” and “rules”. The current usage of “rules” adds to parliamentary ambiguity
5. This provision in the state bylaws is problematic and it is recommended that this clause be repealed:

-5.6 DUTIES OF THE PARLIAMENTARIAN The Parliamentarian shall be responsible for all interpretation of GRP Rules.

Of course the GRP can put this in your bylaws, but this is not the proper role for the unelected parliamentarian under Robert’s Rules. This takes away the right of the chair and of the assembly to interpret the bylaws. Some legislatives bodies, or users of other parliamentary authorities have this idea of the parliamentarian being a judge of the rules, but under Robert’s Rule the chair, as the one elected by the assembly to do so, is always responsible to rule on such matters, with the right of appeal to the assembly. Under RONR, the assembly itself is always the final judge of the meaning of its own rules. This provision of the bylaws deprives the chair and the assembly of this essential duty and right, respectively. RONR (12th ed.) 56:68

This provision also conflicts with the duties of the Rules Committee, District Committee, and the Committee on Appeals.

The proper role of the parliamentarian under RONR in only as a consultant, and the parliamentarian makes no ruling on the interpretation of rules, or any other matter. RONR (12th ed.) 47:46. While this can be changed by the bylaws, it is not advisable to do so.

6. The state and county documents use the term “while in session” to try to define the authority of the state/county committee, executive committee, and convention. This language adds no value and only creates ambiguity. The state/county committee is always the governing committee, whether in or out of session. Certain duties are delegated to the convention and the executive committee, but this does not make those bodies the governing body “while in session”. The governing documents should be amended to clarify the correct relationship between the three bodies.

The delegation language is also defective. You should never give blanket delegation such as “all the powers of the _____ committee”. This is overbroad and provides opportunity for one body to usurp the role of the other while “in session”.

Additional assistance can be provided on a proposed amendment.

Respectfully submitted

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