

From: Admin, RPSDC <admin@sandiegorepublicans.org>

Date: Tue, Mar 18, 2025 at 3:14 PM

Subject: FURTHER STATEMENT FROM CHAIR PAULA WHITSELL REGARDING SPECIAL MEETING REQUEST

To: Jacob Richards <jacob@sandiegorepublicans.org>, Paula Whitsell <paula@sandiegorepublicans.org>

The Chair is aware of some members' continuing dissatisfaction with the decision not to hold a special meeting. Hoping that you will come to understand the basis for that decision I ask you to please take a moment to consider the following:

Central Committee member Corbin Sabol is correct that the bylaws provide the membership with the opportunity to call a special meeting.

After receiving a written petition requesting a meeting I consulted with counsel and with our parliamentarian. Based on those consultations, I made the decision that the meeting request was not in order and should be denied.

The memo accompanying the petition raised several points, but the proposed agenda contained only two substantive items:

4. Discussion and recognition of Member Vacancy (Joseph Linares) -vacancy as of Organizing Meeting (December 2024). (Action)
5. Discussion and establishment of Items to be re-voted on and procedure/time-frame for re-voting at a future meeting (action).

According to the explanation offered in the memo, the second item is dependent on the outcome of the first item.

After consulting with counsel and the parliamentarian I came to the unavoidable conclusion that the first item is properly understood as a dispute between members: one or more members claim there is a vacancy, the subject member claims that there is none and that he continues to be an elected member of the Central Committee.

Resolving this dispute requires a careful assessment of the facts and a determination whether those facts run afoul of the bylaws. Unmistakably, this is a matter to be addressed by the Executive Committee:

“The Executive Committee shall be the final arbiter of conflicts between members.” [2.04.02 (H)]

It would be a violation of the bylaws to attempt to resolve this issue in the full Central Committee. Moreover, because the issue is fraught with legal peril it would be reckless and irresponsible to attempt to do so.

The subject member was duly elected by the public. Any decision which had the effect of removing him could be contested in court if the decision was arrived at

by irregular means, without due process. Moreover, the publication of personal information could expose the Party or individual members to legal jeopardy.

Let's consider again the special meeting request:

Section 2.02.05 (B) provides that "[a] special meeting with a specific agenda may be called by written petition of 15 regular and/or ex officio members."

Thus a compliant petition consists of two key elements: a sufficient number of signatures and a specific agenda.

In this case the proposed agenda was to address a matter which the bylaws specifically state should be dealt with by the Executive Committee as "the final arbiter". While the sufficiency of the signatures is not in question the proposed agenda was out of order, causing the entire petition to be deficient.

I am confident that the Executive Committee will be able to properly and fairly address this issue, providing due process to the individual member in a closed meeting, thereby reducing the risk that the Central Committee could become embroiled in costly and potentially damaging litigation.

I appreciate that others are eager for this matter to be resolved swiftly but it is my duty as Chair to take care that we proceed correctly.

I also believe that we would all want to have the benefit of due process if we found ourselves in similar circumstances. I ask for your understanding and patience.

Best regards,

Paula Whitsell, Chair