

REPUBLICAN PARTY OF MICHIGAN

RULES FOR

SELECTION OF DELEGATES AND ALTERNATES

TO THE

2013 REPUBLICAN COUNTY AND STATE

CONVENTIONS

AS ADOPTED BY
THE MICHIGAN REPUBLICAN STATE COMMITTEE
ON JULY 21, 2012

TABLE OF CONTENTS

1.	DATE AND CALL OF COUNTY CONVENTIONS.....	1
2.	COUNTY CONVENTIONS	1
3.	COUNTY CONVENTION CHAIR	2
4.	SELECTING THE TEMPORARY CHAIR OF THE CONGRESSIONAL DISTRICT PORTIONS OF THE COUNTY	2
5.	COUNTY CONVENTION DELEGATES.....	3
6.	PROXY VOTING PROHIBITED	5
7.	DELEGATE APPORTIONMENT TO STATE CONVENTION	5
8.	METHOD OF ELECTING DELEGATES TO THE STATE CONVENTION	6
9.	PROCEDURE FOR REPORTING SELECTION OF DELEGATES AND ALTERNATES.....	9
10.	ISSUANCE OF CREDENTIALS	10
11.	CONGRESSIONAL DISTRICT CAUCUSES	10
12.	FILLING STATE CONVENTION DELEGATE VACANCIES.....	11
13.	MODIFIED UNIT RULE METHOD OF VOTING	12
14.	PURPOSES OF STATE CONVENTION	12
15.	CONGRESSIONAL DISTRICT CAUCUS REPORTS	13
16.	A REPRESENTATIVE DELEGATION.....	13
17.	STATE CONVENTION RULES	14
18.	WAIVER.....	14
19.	AMENDMENTS TO THESE RULES	14
	EXHIBIT A.....	15

1. DATE AND CALL OF COUNTY CONVENTIONS

County conventions shall be held at 7:30 p.m. Eastern Time, Thursday, February 7, 2013, throughout the state at locations registered with the Michigan Republican Party (“MRP”) by Monday, January 14, 2013.

The location, time and date of meeting of all such county conventions shall be designated in the call issued for such convention by the chair of the county executive committee (whose term of office commences January 1, 2013), by Monday, January 14, 2013. For the purposes of these Rules, the term “county committee” shall be read to include the congressional district committees in Wayne County and the congressional district portion committees within the boundaries of Wayne County.

The county executive committee must forward by first class mail a copy of such call to the most recent Republican nominees for state legislative office, the most recent Republican nominees for county office, each precinct delegate duly elected at the August 7, 2012 primary election, and those precinct delegates elected to permanently fill vacancies at the August 16, 2012 or November/December, 2012 county conventions. In addition, such call shall be sent to all Republican incumbent members of the State Legislature and the Michigan Congressional delegation, Statewide Officeholders, the Republican National Committeeman and National Committeewoman from Michigan and Michigan Republican Party Officers(see Rule 5C), where such person resides in the county in question.

In the event that delegates to the state convention to be held on February 22-23, 2013, (hereinafter sometimes referred to as the “State Convention”) are to be elected by an apportionment method in a county convention, as set forth in Rule 8A, a copy of such apportionment specifically listing apportionment districts and the delegates apportioned thereto shall be included in the call issued for such convention and mailed to delegates and Republican nominees.

A copy of the official call for county conventions must be received by the County Clerk and the MRP Headquarters, 520 Seymour Avenue, Lansing, Michigan 48933, by Monday, January 14, 2013.

If the MRP does not receive the official call by January 14, 2013, the State Party Chair is authorized to rescind any call which may have been or will be issued by the chair of the county executive committee. The State Party Chair is further authorized to issue a call to that county convention.

2. COUNTY CONVENTIONS

Except for Wayne County (where conventions are held by congressional district or parts of congressional districts within the boundaries of Wayne County), there shall be no separate congressional district conventions; only county conventions are to be held pursuant to these Rules. For the purposes of these Rules, the term “county convention” shall be read to include those conventions held by congressional districts in Wayne County or parts of congressional districts within the boundaries of Wayne County. Where county conventions are held in counties containing more than one congressional district or parts of more than one congressional district within the boundaries of the county, the county convention shall meet as one body for all business purposes, including the election of a chair of the full convention in accordance with Rule 3, except that the various congressional districts or portions of congressional districts within the county shall caucus separately, in sub-conventions, at that county convention for purposes of selecting delegates and alternates to the State Convention. The temporary congressional district chair (as selected pursuant to Rule 4) for each such congressional district portion of the county, shall call such congressional district sub-convention within the county to order. In addition to electing delegates and alternates to the State Convention, each county convention shall discuss (but not necessarily take any action) the issues that will be considered by the State Convention.

3. COUNTY CONVENTION CHAIR

The county convention shall be called to order by the chair of the county executive committee. The county chair shall act as temporary chair until the delegates elect a permanent chair. A permanent chair shall be elected as follows: The county chair shall cause to be read both the list of precinct delegates duly elected at the August 7, 2012, primary as certified by the County Clerk, those precinct delegates elected to permanently fill vacancies at all subsequent county conventions, and the list of at-large delegates. As the name of each delegate is called, the delegate shall state his or her choice for permanent chair. The person receiving the majority of the votes of the delegates present shall become permanent chair. The convention may waive the reading of the list of delegates.

4. SELECTING THE TEMPORARY CHAIR OF THE CONGRESSIONAL DISTRICT PORTIONS OF THE COUNTY

The temporary chair of each congressional district portion of a county shall be selected as follows:

If a chair of one of the current fifteen (15) congressional districts resides in a congressional district portion of the county, this person shall be the temporary chair of that congressional district portion of the county.

If two or more chairs of one or more of the current fifteen (15) congressional districts reside in a congressional district portion of the county, then they shall flip a coin, draw straws, etc. to determine who shall be the temporary chair of that congressional district portion of the county.

If no chair of one of the current fifteen (15) congressional districts resides in the congressional district portion of the county or is unable to attend the county convention, then the county chair (or the State Party Chair, if in Wayne County) shall select the temporary chair of that congressional district portion of the county.

5. COUNTY CONVENTION DELEGATES

A. Delegates

Delegates to county conventions held February 7, 2013, for the purpose of electing delegates and alternates to the State Convention, shall be the precinct delegates as elected at the August 7, 2012, primary election, those precinct delegates elected to permanently fill vacancies at all subsequent county conventions, and the most recent Republican nominees for state senate, state representative, county-wide and county commission positions, all incumbent Republican members of the State Legislature, the Michigan Congressional delegation, Statewide Officeholders, the Republican National Committeeman and National Committeewoman from Michigan and Michigan Republican Party Officers(see Rule 5C) where such person resides in the county in question. These persons will be henceforth referred to as “at-large delegates.”

In the event that a delegate arrives at the county convention following its commencement, that individual shall be immediately seated after reporting to the secretary of the county convention. Such delegate thereafter shall cast his/her vote on all convention business.

B. Filling of Precinct Delegate Vacancies

For purposes of filling a vacancy in precincts where no precinct delegate was ever elected, a county convention may fill such vacancy for the balance of the unexpired term by a majority vote of the delegates present, provided that the vacancy shall be filled by a person who is a qualified registered elector residing in the precinct in which such vacancy occurs.

For purposes of filling a vacancy in precincts where a vacancy results from a precinct delegate, duly elected, having died, resigned, or changed voter registration out of the precinct from which the precinct delegate was elected, a county convention may fill such vacancy for the balance of the unexpired term by a majority vote of the delegates present, provided that the vacancy shall be filled by a person who is a qualified registered elector residing in the precinct in which such vacancy occurs.

For purposes of filling a vacancy in precincts where a precinct delegate, duly elected, fails to attend this particular county convention or, if the convention wishes, the vacancies described above, such convention may fill such vacancy on a temporary basis for only this convention by a majority vote of the delegates present, provided that the vacancy shall be

filled by a person who is a qualified registered elector residing in the precinct in which such vacancy occurs.

For purposes of filling a vacancy in precincts where a precinct delegate, duly elected, is also a delegate at-large, a county convention may fill such vacancy on a temporary basis by a majority vote of the delegates present, provided that the vacancy shall be filled by a person who is a qualified registered elector residing in the precinct in which such vacancy occurs.

Where a precinct delegate vacancy is filled on a permanent basis, the convention chair and secretary shall forward such names and addresses with precincts/wards indicated to the MRP headquarters by Friday, February 8, 2013, along with the certified list of delegates and alternates to the State Convention. Failure to forward such names in this manner shall mean that the vacancy was filled temporarily.

In a county convention, the convention, acting as one body, shall determine whether to fill precinct delegate vacancies, and shall, if it shall so determine, fill such vacancies. In no event shall a precinct delegate vacancy be filled, either on a permanent or temporary basis, until after all voting for State Convention delegates or alternates is completely finished.

C. Candidates/Officers as Delegates

All Republican members of the State Legislature and the Michigan Congressional delegation shall be entitled to attend the county convention as delegates at-large of the county convention where such person resides.

The following Statewide Officeholders shall be entitled to attend the county convention as delegates at-large of the county convention where such person resides:

- (1) The governor, if the Governor is a Republican;
- (2) The lieutenant governor, if the Lieutenant Governor is a Republican;
- (3) The secretary of state, if the Secretary of State is a Republican;
- (4) The attorney general, if the Attorney General is a Republican;
- (5) A United States senator, if the United States Senator is a Republican;
- (6) A Member of the State Board of Education, if the Member of the State Board of Education is a Republican;
- (7) A Member of the University of Michigan Board of Regents, if the Member of the University of Michigan Board of Regents is a Republican;

- (8) A Member of the Michigan State University Board of Trustees, if the Member of the Michigan State University Board of Trustees is a Republican; and
- (9) A Member of the Wayne State University Board of Governors, if the Member of the Wayne State University Board of Governors is a Republican.

The most recent person nominated as a Republican candidate for state legislative or county office shall also be a delegate at-large to the February 7, 2013 county convention in which such person maintains his/her legal residence.

Officers of the Michigan Republican Party, as defined in the Bylaws of the Michigan Republican State Committee (as amended), the fifteen (15) Congressional District Chairs and the Republican National Committeeman and National Committeewoman from Michigan shall also be delegates at-large to the February 7, 2013 county convention in which such person maintains his/her legal residence.

The number of delegates at-large shall be in addition to the number of delegates specified in the call for the February 7, 2013 county conventions.

D. No Restriction on Qualification of Delegates

The individuals who can attend and participate in the February 7, 2013 county conventions are referenced in these Rules. The county convention may not adopt or enforce any restriction on the qualification of the delegates who can attend and participate in the February 7, 2013 county conventions, including but not limited to, the requirement that a county convention delegate must be a dues-paying member or a contributor to the county party in question.

6. PROXY VOTING PROHIBITED

No delegate to any convention or caucus governed by these Rules may give a proxy to represent him/her at such convention or caucus.

7. DELEGATE APPORTIONMENT TO STATE CONVENTION

The number of delegates elected to the State Convention shall be apportioned to the several counties in proportion to the number of votes cast for the Republican candidate for President of the United States in each of said counties, respectively, at the 2012 November election. This apportionment shall be determined by the Credentials Committee. No delegation may be enlarged by apportioning a fractional vote to each of the delegates. In addition to the proportionate number of delegates allocated to each county, all incumbent Republican members of the State Legislature and the Michigan Congressional delegation, Statewide Officeholders, the

Republican National Committeeman and National Committeewoman from Michigan, Michigan Republican Party Officers and the fifteen (15) Congressional District Chairs (see Rule 5C), shall be entitled to attend the State Convention as delegates at large of the congressional district in which they reside. The authority to approve the final apportionment of delegates to the State Convention is delegated to the Credentials Committee.

8. METHOD OF ELECTING DELEGATES TO THE STATE CONVENTION

The county conventions may exercise one of two options for electing State Convention delegates and alternates--the apportionment method or the at-large method. The convention must use one or the other system. If the apportionment method is used and there are still vacancies in the State Convention delegation or alternate slate(s) following such elections, these only may be filled by an at-large vote.

In order to recognize the importance of precinct delegates, a precinct delegate duly elected at the August 7, 2012 primary election shall be given preference (over a non-precinct delegate) to be elected as a delegate or alternate to the State Convention. Between two or more such precinct delegates no preference shall be given. In order to recognize hard-working Republicans, who may not be precinct delegates, a county convention, acting as one body, may authorize the election of up to two eligible individuals per county or congressional district portion not subject to this preference, as though they were, to attend the State Convention as delegates or alternates. In counties containing more than one congressional district or congressional district portion, the actual selection of individuals to whom this preference shall be granted, if authorized by the full county convention, shall be executed in the respective district caucuses of the county convention. Violation of this preference requirement is subject to challenge pursuant to Rule 8C.

The precinct delegate preference requirement may not be compromised by use of the apportionment method. Under the precinct delegate preference requirement, a precinct delegate is given preference even if the precinct delegate lives in a different city, township, or district under an apportionment method. Stated differently, a non-precinct delegate who lives in an apportionment district, may not be given preference from a particular apportionment district over a precinct delegate who lives in another apportionment district.

Any person is eligible to run for delegate or alternate to the State Convention irrespective of whether they are precinct delegates or in attendance.

County conventions shall elect alternates to the State Convention in the same number and in the same manner as the election of delegates. Delegates and alternates shall be registered electors of their respective counties and districts, and no delegate or alternate will be entitled to a seat in the State Convention who does not reside in the county and district he or she proposes to represent. In a county containing more than one congressional district or portions of more than one congressional district, the various congressional districts or portions of congressional districts shall caucus separately at that county convention for purposes of State Convention

delegates and alternate selection; delegates from one congressional district may not select State Convention delegates and alternates with respect to another congressional district.

A. Apportionment Method of Electing State Convention Delegates and Alternates

At the time of issuing the call for a county convention, the county executive committee may apportion to the various wards, precincts, townships, cities, or districts, of such county the delegates to the State Convention to which such county is entitled.

The delegates to the county convention from each ward, precinct, township, city, or district, as the case may be, shall choose the delegates to the State Convention that have been apportioned to such ward, precinct, township, city, or district. The number of delegates so apportioned to the several wards, precincts, townships, cities and districts shall approximate, as nearly as may be, the number of delegates to which said county may be entitled.

If the apportionment system of delegate selection is employed in accordance with Rule 1, then contiguous, townships, cities, or electoral districts, as the case may be, may be joined together for the purpose of creating single or multi-delegate districts for the purpose of state delegate and alternate selection; provided, however: (1) townships, cities, or districts which may be joined together must be contiguous to each other; and (2) only whole townships, cities, or districts may be joined together - no divisions of these jurisdictions within a county's boundaries shall be permitted.

If the apportionment system of delegate and alternate selection is used, the apportionment system must be based on the same formula referenced in Rule 7 to apportion State Convention delegates (i.e. based on the 2012 vote for the Republican candidate for President of the United States).

Under an apportionment system of delegate and alternate selection, when the electing bodies (ward, precinct, township, city, or district, as the case may be) created for delegate and alternate selection have completed their selections, such choices are final and may not be changed by the county convention.

In the event that a delegate and alternate selection district (ward, precinct, township, city, or district, as the case may be) does not elect its full delegation, then such vacancies in the delegation to the State Convention shall be filled, at-large, by the full county convention.

In the event that an apportionment method of electing delegates to the State Convention is utilized, all delegates shall be apportioned; there shall not be reservations of certain state delegate positions as at-large positions.

An apportionment plan which satisfies the requirements of these Rules must be precisely followed by the county convention and cannot be changed or ignored by the convention or any sub-unit of the convention. As indicated in Rule 1, any apportionment plan to be used at

the county conventions must be devised prior to the issuance of the call to the delegates and must be included with the call to the delegates.

B. At-Large Method of Electing State Convention Delegates and Alternates

If the at-large method is used, or if the apportionment method is used but is not completed or followed in the selection of delegates, the convention shall choose the delegate or delegates to which such ward, precinct, township, city or district may be entitled.

When selecting delegates and alternates at-large in a county convention, there is no requirement for apportionment of State Convention delegates or alternates to any areas of the county. All delegates and alternates are selected by the entire county convention; provided, however, that in a county containing more than one congressional district or portions of more than one congressional district, the various congressional districts or portions of congressional districts shall caucus separately at that county convention for purposes of State Convention delegate and alternate selection.

Conventions may employ any one of several methods of at-large delegate and alternate selection:

(1) Nominations from the floor. If nominations are made individually, then if the number of nominees exceeds the number of State Convention delegates and alternates, each convention delegate votes for each position on the State Convention delegate and alternate slate.

(2) A nominating committee may be appointed by the chair. The chair of the county convention or the county portion of a congressional district may appoint a committee to draw up a proposed slate of delegates. This committee may be of any size. The committee then develops a proposed slate of delegates and alternates, which is presented to the convention for approval.

Chairs often appoint a nominating committee weeks before the actual convention so that the names chosen for the slate are carefully researched and selected. For this to be permissible, the convention chair must reappoint the same committee at the convention.

Whenever nomination is by nominating committee, the rules adopted for that convention should include a clause stating that “the report of the delegate selection committee [or something similar] shall be received.”

Once the slate is received, it may be amended by the convention. A motion may be made to strike one or more names and replace it/them with others. Thus, the slate is amended until it satisfies a majority of the convention, and then it is approved.

(3) Groups may propose their own “slates.” When nominations are by slate, then the choice may be made between opposing slates. If a slate-vs-slate system is used, the procedure must be approved by the convention before the votes are taken.

If nominations are by nominating committee or by slate, the most common technique is to propose a slate and allow it to be amended by the convention. A slate is amended by a motion to strike one or more names and replace it/them with others. Thus, the slate is amended until it satisfies a majority of the convention, and then it is approved. A slate must comply with the precinct delegate preference provisions of this Rule.

C. Credentials Challenges

All credentials challenges shall be filed with the MRP Headquarters no later than 11:59 PM Eastern Time, Monday, February 11, 2013; provided, however, that the Credentials Committee may extend this challenge deadline in the event that the chair of the county convention subject to challenge fails to report the delegate/alternate list in accordance with the time frames established by Rule 9. Such challenge must be signed. Since the burden of proof necessary to sustain a challenge is upon the challenger, some tangible evidence of the challenge must be provided to the Credentials Committee as part of the challenge. No challenge raised after 11:59 PM Eastern Time, Monday, February 11, 2013 (unless extended as provided herein) shall be considered. Only credentials challenges timely filed, shall be decided by a Credentials Committee comprised of the State Party Chair, the Budget Committee Chair, the Policy Committee Chair, the National Committeeman, the National Committeewoman, the State Party General Counsel, and the State Party Co-Chair. Such Committee shall be chaired by the State Party Chair who shall call a meeting of the Committee by Wednesday, February 13, 2013, at a time and location he shall establish. The Credentials Committee may meet, if the Chair so desires, via conference call. Immediately upon receipt of a challenge, the Credentials Committee shall provide notice to the chair of the county convention subject to challenge and, if time permits, the chair of the county convention subject to challenge may offer a response to the challenge. The Credentials Committee's decision shall be communicated to the challenger and the chair of the county convention subject to the challenge within 48 hours after the decision is made. The Credentials Committee's decisions shall be communicated to the Rules Committee of the State Convention, 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 Credentials Committee's decisions shall result in the issuance of credentials by the Convention officers prior to the district caucuses on Friday, February 22, 2013. All matters relating to delegates and alternates to any convention, shall be determined by the Credentials Committee, whether or not such matters are referenced in these Rules as falling within the jurisdiction of the Credentials Committee.

9. PROCEDURE FOR REPORTING SELECTION OF DELEGATES AND ALTERNATES

The chair of each county convention shall send a certified list electronically in Microsoft Excel format of the delegates and alternates chosen by such county convention in a form prescribed by the State Party Chair to the MRP by 5:00 PM, Eastern Time, of Monday, February 11, 2013. Each delegate certification sheet shall provide the registered voting address of each

State Convention delegate and alternate so that the temporary roll of the State Convention may be prepared. Any forms not received electronically in Excel format by the MRP by 5:00 PM, Eastern Time, of Monday, February 11, 2013, will not be received and therefore will have to be presented before the Credentials Committee (see Rule 8C) prior to seating any delegate from the county convention in question.

The State Party Chair shall make available a list of the delegates and alternates for a particular county convention to: (1) any State Convention candidate, or his or her representative; or (2) any delegate to the county convention in question.

In addition to the District Chairs, National Committeeman and National Committeewoman who are automatic Convention officers, the State Party Chair shall have the discretion to appoint Convention officers to govern the State Convention.

10. ISSUANCE OF CREDENTIALS

All credentials shall be issued by Convention officers at a location or locations convenient to the sites of the congressional district caucuses and the State Convention. Credentials shall only be issued to each delegate, alternate, guest, or VIP personally and individually, and no other person is authorized to pick up credentials on behalf of such person. Prior to being issued credentials, each delegate, alternate, guest, or VIP, shall identify himself or herself by presenting an official state identification card, operator's or driver's license, or other generally recognized government issued picture identification card. All credentials challenges shall be decided by the Credentials Committee.

11. CONGRESSIONAL DISTRICT CAUCUSES

The delegates and alternates to the State Convention shall caucus in fourteen (14) congressional district caucuses to held at 7:00 p.m. Eastern Time on Friday, February 22, 2013 in _____, for the following purposes:

- electing one (1) Congressional District Chair, a Vice-Chair of the opposite sex of the Chair, a Secretary, a Treasurer and a committee of fifteen (15) members to serve for a two (2) year term or until their successors are duly elected and qualified
- electing seven (7) persons, no more than four (4) of which shall be the same gender (one of whom shall be the Congressional District Chair) to the Michigan Republican State Committee who shall serve a term of two (2) years or until their successors are duly elected and qualified
- electing one (1) Convention Vice Chair (to preside as Chair of the District Caucus)

-- electing one (1) Assistant Secretary (to serve as Secretary of the District Caucus)

All congressional district caucuses shall follow Robert's Rules of Order Newly Revised on matters not covered by these Rules. Before the permanent officers are elected for each congressional district caucus, State Convention delegate vacancies shall be filled as provided in Rule 12.

The temporary chair of each congressional district caucus shall be selected as follows:

If a chair of one of the current fifteen (15) congressional districts resides in the congressional district, this person shall be the temporary chair of that congressional district caucus.

If two or more chairs of one or more of the current fifteen (15) congressional districts reside in the congressional district, then they shall flip a coin, draw straws, etc. to determine who shall be the temporary chair of that congressional district caucus.

If no chair of one of the current fifteen (15) congressional districts resides in the congressional district, or is unable to attend the district caucus, then the State Party Chair shall select the temporary chair of that congressional district caucus.

12. FILLING STATE CONVENTION DELEGATE VACANCIES

In order to increase participation at the congressional district caucuses and the State Convention, the elevation of alternates to delegates shall be a nondiscretionary, automatic and consistently-applied process. At all times during the congressional district caucuses and the State Convention, alternates shall be automatically elevated to delegates. The District Chairs and other District officers have the authority to elevate alternates. Any challenges to the elevation of alternates shall be determined by the Credentials Committee.

State Convention delegate vacancies shall be filled from the alternates within the same county and congressional district as the absent delegate. Thus, if a delegate vacancy is from the 4th congressional district portion of Saginaw County, then it must be filled by a duly elected alternate from the 4th district portion of Saginaw County. Similarly, if the delegate vacancy is from the Wayne County portion of the 14th district, then the vacancy can only be filled by a duly elected alternate from the Wayne County portion of the 14th district.

In filling vacancies at either the district caucus or on the floor of the State Convention, counties must use the numerical elevation system of alternate elevation. Under this system,

alternates within the county or county portion of a congressional district are elected on a numerical basis (first alternate, second alternate, etc.) by the convention or county portion of a congressional district at the time of their election and are elevated to fill delegate vacancies in that order. Thus, the first alternate is given the first vacancy, and so on.

In the event that a delegate arrives or returns to either the district caucus or State Convention floor after an alternate has taken his or her place, the delegate immediately resumes his or her place and shall cast his or her vote on all business which occurs thereafter.

Where an alternate has been elevated and the delegate whose position he or she has taken returns to claim his or her seat, the alternate shall be returned to the alternate pool.

13. MODIFIED UNIT RULE METHOD OF VOTING

On all matters other than issues, the "modified unit rule" shall be used for all votes taken on the floor of the State Convention. Under the "modified unit rule", the delegates present from any congressional district shall vote the entire voting strength of such congressional district. 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, the Michigan Congressional Delegation, a Statewide Officeholder, the Republican National Committeeman or National 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. Except for the "modified unit rule" described herein, the use of a unit rule system of voting, or any modification thereof, at county conventions, at the district caucuses, or at the State Convention, is prohibited.

14. PURPOSES OF STATE CONVENTION

The Michigan Republican State Committee ("MRSC") directs that the State Convention of the delegated representatives of the Republican Party of Michigan be held in the _____, on Saturday, February 23, 2013, at 9:00 a.m. Eastern Time, for the following purposes:

- receiving reports of the election in the fourteen (14) congressional district caucuses of:
 - (1) 14 Congressional District Chairs (1 per congressional district) and the other officers;
 - (2) 98 members of the Michigan Republican Party (one of whom shall be the Congressional District Chair) (7 per congressional district);

(3) 14 Convention Vice Chairs (1 per congressional district);

(4) 14 Assistant Secretaries (1 per congressional district)

-- the election of:

(1) one (1) State Chair

(2) one (1) Co-Chair (who, pursuant to Article III A of the Bylaws of the Michigan Republican State Committee, shall be the running mate of the Chairman)

(3) one (1) Coalitions Vice-Chair

(4) one (1) Outreach Vice-Chair

(5) one (1) Grassroots Vice- Chair

(6) one (1) Ethnic Vice-Chair

(7) one (1) Administrative Vice-Chair

(8) one (1) Youth-Vice Chair (who, pursuant to Article IV A of the Bylaws of the Michigan Republican State Committee, shall, when elected, not have obtained the age of 25)

-- transacting other such business as may properly come before the State Convention

15. CONGRESSIONAL DISTRICT CAUCUS REPORTS

Each congressional district caucus report shall be submitted to the secretary of the MRSC prior to the convening of the State Convention at 9:00 a.m. Eastern Time on Saturday, February 23, 2013. Each congressional district caucus report shall list the name, mailing and email addresses and phone numbers of the seven (7) persons (one of whom shall be the Congressional District Chair) chosen for the Michigan Republican State Committee, convention vice chair, assistant secretary, and the two members to the Convention Committee on Rules.

16. A REPRESENTATIVE DELEGATION

Participation in the Republican county and State conventions shall in no way be abridged for reasons of sex, race, religion, color, age, or national origin, and the county and State conventions shall encourage the broadest possible participation by everyone in party affairs.

The county conventions and State Convention shall be open meetings, and all citizens who are qualified electors are urged to participate.

17. STATE CONVENTION RULES

The Rules for the Governance of the February 22-23, 2013 Michigan Republican State Convention, a copy of which are attached to these Rules as Exhibit A, shall govern the February 22-23, 2013 Michigan Republican State Convention unless amended. With the exception of Rule 2, Rule 6, Rule 27 and Rule 28, the Rules for the Governance of the February 22-23, 2013 Michigan Republican State Convention may be amended by a vote of 19 or more members of the Convention Committee on Rules or a two-thirds (2/3) vote of the delegates of the full State Convention present and voting. Rule 2, Rule 6, Rule 27, and Rule 28 may not be amended by the Convention Committee on Rules and may only be amended by a two-thirds (2/3) vote of the delegates of the full State Convention present and voting.

18. WAIVER

In the event that these Rules, or any part thereof, are inconsistent with state law or the Rules of the Republican Party as adopted by the 2012 Republican National Convention (the "RNC Rules"), the Credentials Committee is hereby authorized to take any and all action necessary to: 1) obtain a waiver from the Republican National Committee to insure that these Rules remain in full force and effect; and/or 2) comply with the RNC Rules.

19. AMENDMENTS TO THESE RULES

These Rules may not be amended without the affirmative vote of two-thirds (2/3) of the members of the state committee elected and serving, and such vote must be in person and not by proxy. Any proposals for amendment to these Rules shall be submitted to the State Party Chair in writing, at least ten (10) days prior to their consideration.

EXHIBIT A

(State Convention Rules)

**RULES FOR THE GOVERNANCE OF
THE FEBRUARY 22-23, 2013
MICHIGAN REPUBLICAN STATE CONVENTION**

Number 1:

That the business of this State Convention is as follows:

- receiving reports of the election in the fourteen (14) congressional district caucuses of:
 - (1) 14 Congressional District Chairs (1 per congressional district) and the other officers;
 - (2) 98 members of the Michigan Republican Party (one of whom shall be the Congressional District Chair) (7 per congressional district);
 - (3) 14 Convention Vice Chairs (1 per congressional district);
 - (4) 14 Assistant Secretaries (1 per congressional district)

- the election of:
 - (1) one (1) State Chair
 - (2) one (1) Co-Chair (who, pursuant to Article III A of the Bylaws of the Michigan Republican State Committee, shall be the running mate of the Chairman)
 - (3) one (1) Coalitions Vice-Chair
 - (4) one (1) Outreach Vice-Chair
 - (5) one (1) Grassroots Vice- Chair
 - (6) one (1) Ethnic Vice-Chair
 - (7) one (1) Administrative Vice-Chair

- (8) one (1) Youth-Vice Chair (who, pursuant to Article IV A of the Bylaws of the Michigan Republican State Committee, shall, when elected, not have obtained the age of 25)

-- transacting other such 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; provided, however, that candidate nominations shall occur in the order established by the Rules Committee, and this order may only be amended by a majority vote of the delegates of the full State Convention present and voting. Notwithstanding any provision in these Rules to the contrary, the State Party Chair may insert other items of business between candidate nominations.

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 consist of one male member and one female member from each congressional district appointed by the person to be appointed as temporary chair of the district caucus. These appointments (plus an alternate for each position) must be reported to the State Party Chair by 5:00 PM, Eastern Time on Friday, February 8, 2013. Should a proper appointment not be made as outlined in this Rule, the State Party Chair shall be empowered to 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 National Committeeman, the National Committeewoman, the State Party General Counsel, 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 Committee on Rules, 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 2013 REPUBLICAN COUNTY AND STATE 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 vote equal to sixty-six and two-thirds (66.66%) percent of the Convention delegates present and voting. Any Convention delegate who wishes to propose a new issue to the Convention on Saturday, February 23, 2013, 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, February 22, 2012. 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, February 22, 2013, 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 Three (3).

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 2013 REPUBLICAN COUNTY AND STATE 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 Chairman. In the event of a malfunction of this 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 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 21:

- (a) That any person seeking election at the State Convention to any office shall first file an affidavit of candidacy (the "Affidavit of Candidacy") with the State Party Chair by Wednesday, February 6, 2012, at 5:00 p.m. Eastern Time. Affidavit of Candidacy forms shall be prepared by the Michigan Republican State Committee. 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 office that such candidates shall be seeking. Any person who does not properly file an Affidavit of Candidacy may not seek election at the State Convention.
- (b) That, after properly filing the Affidavit of Candidacy, any person seeking election at the State Convention to any 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. Approval by the Policy Committee shall be granted if, and only if, a candidate demonstrates the written support of a minimum of four (4) congressional district chairs elected and serving. For the purpose of approving or disapproving a candidate, 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. If any person chooses to vote by proxy at a special meeting held pursuant to this Rule, written authorization to vote by proxy must be received by the Policy Committee Chair and the State Party Chair prior to the commencement of such a special meeting.
- (c) That only if, for any reason, a person seeking election at the State Convention does not obtain the approval of the Policy Committee pursuant to this Rule, a person seeking election must then: (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 (or their proxies) 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.
- (d) That approval by the Policy Committee, any congressional district chair, or any regular member (or their proxy) of the Michigan Republican State Committee to seek election to any 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 (or proxy) of the Michigan Republican State Committee, or any congressional 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 election at the State Convention.

- (e) That, unless a person properly files an Affidavit of Candidacy as required by subsection (a) 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 (or their proxies) of the Michigan Republican State Committee pursuant to this Rule: a person may not seek election at the State Convention.

Number 22:

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 23:

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 24:

That demonstrations for nominees in contested races be limited to five (5) 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 non-contested races.

Number 25:

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 26:

That Convention officers shall not commence the tally of votes 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
Congressional District Caucus Reports
Election 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 nineteen (19) members of the Rules Committee, which committee shall meet on or before Friday, February 15, 2013 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.

11538:00001:1344435-3