

3/18/2017

Dear Chairman Hayes:

On February 15, a memo was sent out from NCGOP Executive Director Woodhouse that included a letter dated February 13, 2017 from you, NCGOP Chairman Robin Hayes regarding "developments" in the 12th District Congressional District. We would like to recognize and acknowledge that the NCGOP was placed into an unusual situation given the honest mistake by Mr. Rob Watson in thinking that he resided in both the old 12th and the new 12th and our election of him as our Chairman. While we respect that the NCGOP felt a response was necessary as it relates to the interaction between the 12th District and the NCGOP Central Committee, we find that several concerns within the contents of your letter that could have an impact on all Districts and County organizations of the NCGOP.

We would like to thank you for your attention to our situation and your efforts on our behalf.

The members of 12th District Executive Committee are the duly elected representatives of the Republican electorate in the 12th District (both old and new). As such, we have numerous continuous and ongoing responsibilities to represent that interest including expressing concerns regarding the contents of your letter.

Our concerns are;

1. There is no basis in either the NCGOP Plan of Organization (PoO) or the District 12 PoO that gives the NCGOP Chairman the authority to put, in its entirety, any Congressional District "on hiatus from conducting official business, until the election of a duly elected chair"
 - a. Further we find that by offhandedly placing the 12th Congressional District on hiatus there are several hundred thousand Republican Voters in the 12th Congressional District that you affected.
2. There is no basis in the NCGOP PoO for the NCGOP to plan the 12th Congressional District Convention. Indeed as you say under the NCGOP PoO you can and have the duty to call the date of the Convention, but the authority to specify the location and time of the Convention lies strictly with the duly elected officials of the 12th District namely the Officers and Members of the 12th District Executive Committee (ExCom).
 - a. By your own assertion, you are giving "other activist" authority and input to plan and call the Convention. By doing so, you are taking sides and usurping the authority of the duly elected officials of the 12th District.
3. Without question there is no legal basis for you to specify the Chair of the 12th Congressional District Convention much less specify that the NCGOP legal counsel will conduct this meeting.
4. Also, there is no basis under any PoO that gives you the authority to establish a District Convention Committee. That authority lies solely with the 12th District ExCom if we so wish.

Further, first and foremost, the actions outlined in your letter were done without counsel or consent of the duly elected representatives of the members of the 12th District, namely this Committee and our current Chair of the District. While running for the office of Chairman, there was indeed an honest mistake by Mr. Rob Watson in thinking that he resided in both the old 12th and the new 12th District. At the moment since both the previous Chair and Vice Chair have resigned and even though Rob is our Chairman Elect, there is a question as to whether he has the authority to act in that capacity. Through the line of secession as specified in Roberts Rules of Order, if Rob is not considered to have the authority as Chair, such authority falls upon our previously duly elected Secretary, Roxane Laxton with the advice and consent of the members of the 12th District Executive Committee.

To further clarify our position, the following are the bases for our concerns under both the 12th District PoO and the NCGOP PoO.

According to both the 12th District PoO and the NCGOP PoO the legal authority resides with the members of the ExCom committee. According to the 12th District PoO under Article III.E.1. "Vacancies due to death, resignation... shall be filled by the remaining members of the District Committee at the next officially called District Executive Committee meeting." The NCGOP PoO Article 5.B.5.a states "Vacancies due to death, resignation.... Shall be filled by the remaining members of the Committee at the next officially called District Meeting." Please be advised that we officially called a meeting of our ExCom for March 16th at 7:00pm and this letter is the result of that meeting.

Further according to the 12th District PoO Article III.B "The 12th Congressional District Executive Committee shall set the location of the District Conventions, ..." and under Article III.C "The 12th Congressional District Executive Committee shall meet at least each calendar quarter of the year, upon call of the District Chairman after giving ten (10) days' notice to all members by mail, fax or e-mail. One-quarter of the members of the Committee shall constitute a quorum for the transaction of business. There shall be no proxy voting."

Some may wish to argue that Ms. Laxton isn't our current Chair as outlined in Roberts Rules of Order and does not have the authority to call an ExCom meeting. However, nothing has set aside the 12th District Executive Committee and our fiduciary responsibilities. To forestall any such objection, the current ExCom followed the provision specified under the NCGOP PoO Article IV.C.3.a which states that if a Chair does not call a meeting, "upon petition of 1/3 of the Members of the Committee, after having giving 15 days written notice to all Committee Members", a meeting may be called. "

There are 10 Members of this Committee plus the Chair and Vice Chair and traditionally the past Chair is also considered a Member. It is not clear if the past Vice Chair is considered a Member or not. But to be safe, we chose to say that there are 12 Members of this Committee for the purpose of establishing the 1/3 quota. Therefore it took 4 members of this committee agreeing to Call a meeting of the 12th District Executive Committee. That quota to call this proposed meeting was met on 3/1/2017.

The proposed meeting was called via Conference Call on March 16th at 7:00 pm. In attendance were the following members of the ExCom. Quorum to hold the meeting was met.

Jack Brosch, Roxane Laxton, Gary Laxton, Bill Jett, Patrick Mills

Those not in attendance were the following

Michael Haislip, Kathy Hartsell, Adam Love, Daniel Rufty, Mona Shawh

Initially chairing the meeting was Bill Jett at the request of Roxane Laxton. The first order of Business was to elect Bill Jett Chairman Pro Tem. The primary purpose of this Committee Meeting was to review and approve sending this letter to you.

Chairman Hayes, with all due respect, we ask that you stop interfering in the affairs of the duly elected officials of the 12th Congressional District. We will plan and hold our Convention as you have specified on April 22nd, 2017. The specific time and location has been determined by our Chairman Elect, Rob Watson, alongside the NCGOP, and will be held at Central Piedmont Community College at 10:00am. The specific address and location will be sent to the NCGOP accordingly.

We ask your assistance in one other item. At the Mecklenburg County Precinct meeting on February 25, 2017, someone in the Mecklenburg GOP caused two different publications to be provided to

attendees that gave differing and inaccurate information on the date and location of the 12th District Convention. One publication indicated a date of April 22nd for a Convention to be held at the Cornelius City Hall, while the other indicated a date of April 29th and gave no specific location. This has caused confusion amongst delegates to the 12th District Convention. We understand that the NCGOP had nothing to do with the dissemination of this misleading information. We ask that you remind those in authority in the Mecklenburg GOP organization that going forward, unless and until a date, time and location have been officially determined by the 12th District Executive Committee, any communication as to such information should only be conducted by the 12th District Executive Committee.

Now that the date, time and location has been finalized, we ask help from the NCGOP in doing the following. We ask that the Mecklenburg GOP publish formal written notice to be mailed via USPS to every registered and legal Delegate to the 2017 12th Congressional District Convention stating the actual date, time and location of our Convention.

Again, we wish to thank you for your attention to this matter and compliance with our request. We wish to thank you for your previous time and efforts on our behalf. We also wish to thank you for allowing us to conduct our business as the duly elected officials of the 12th Congressional District.

Signed by the 12th Congressional District Executive Committee as noted below;

In favor of sending this letter:

In favor of not sending this letter

- 1 Jack Brosch
- 2 Roxane Laxton
- 3 Gary Laxton
- 4 Bill Jett
- 5 Patrick Mills

- 1 None