

LPPA BYLAWS

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ARTICLE I – NAME & AUTHORITY

- (a) The Libertarian Party of Pennsylvania shall be the state committee for the Libertarian Party in the Commonwealth of Pennsylvania, as recognized and provided for by Pennsylvania law.
- (b) This organization shall be known, registered, and conduct business under the name “Libertarian Party of Pennsylvania,” hereinafter referred to as the LPPA or the Party.
- (c) The Libertarian Party of Pennsylvania shall also register the name “Libertarian State Committee of Pennsylvania” with the appropriate government entities.
- (d) The Libertarian Party of Pennsylvania is affiliated with the national Libertarian Party, hereinafter referred to as the LP, inasmuch as the Libertarian Party of Pennsylvania is the state-level affiliate of the LP.
- (e) The Libertarian Party of Pennsylvania has the sole authority to affiliate and disaffiliate or dissolve Affiliates, including County, Multi-County, and Regional Committees of the Libertarian Party in Pennsylvania, based on the procedures outlined in these Bylaws and as afforded to the Libertarian Party of Pennsylvania by state law.
- (f) The term County Affiliate and County Committee, Multi-County Affiliate and Multi-County Committee, and Regional Affiliate and Regional Committee, for the purposes of these Bylaws and any other Party governing documents, are interchangeable. A County Affiliate is the same entity that is recognized as a County Committee for the purposes of Pennsylvania law.

ARTICLE II – PURPOSE & MISSION

- (a) The purpose of the LPPA is to promote the election of libertarians within the Commonwealth of Pennsylvania, and to promote libertarian principles through political, social, cultural, and educational means.
- (b) The mission of the LPPA is to advance libertarian principles and facilitate the political and cultural movement to a voluntary society based on individual sovereignty; wherein, peaceful and voluntary exchange replaces coercion and force to achieve political and social goals.
- (c) The LPPA will strive to achieve this purpose and mission through the following activities:
 - i. provide leadership and inspiration for the libertarian movement within both the Commonwealth of Pennsylvania and the United States of America by delivering a principled and uncompromising libertarian message;
 - ii. nominate and support the election of competent, qualified, and principled libertarian candidates for public office who will foster and influence libertarian ideals in public policy;
 - iii. advocate for public policy (including ordinances, regulations, legislation, and other government orders at all levels (i.e., executive actions) that adhere to libertarian ideology;
 - iv. support the abolition of public organizations, ordinances, regulations, legislation, and government orders (i.e., executive actions) that violate public freedoms and/or voluntary societal participation;
 - v. promote educational activities, public awareness, and political information based on libertarian philosophy;
 - vi. support other Libertarian Party organizations, including all of its County and Regional affiliates, as well as the national Libertarian Party, to advance the goals of libertarianism; and
 - vii. foster relationships with external organizations that share common goals in the pursuit of libertarian principles.

ARTICLE III – MEMBERSHIP

SECTION 1 - REQUIREMENTS

- (a) Membership Requirements of the LPPA require an individual to adhere, attest, and maintain the following:

- i. payment of any Membership Dues that the LPPA has determined are required, at whichever frequency is determined by the LPPA, for members to remain in Good Standing;
 - ii. not hold membership or be registered and enrolled as a voter within any political party other than the local, state, or national Libertarian Party, including another political party in the Commonwealth of Pennsylvania.
 - iii. not hold an elected or appointed public position under any political party other than the local, state, or national Libertarian Party;
 - iv. not hold any elected or appointed internal party position with any political party other than the local, state, or national Libertarian Party; and
 - v. positively affirm “I hereby certify that I do not believe in or advocate the initiation of force or fraud as a means of achieving political or social goals.”
- (b) Notwithstanding any Membership Requirements to the contrary, an endorsed candidate of the LP, LPPA, or such Affiliate thereof, may be registered within a non-Libertarian political party for the purposes of Fusion Voting, as allowed by law.

SECTION 2 - CLASSIFICATIONS

(a) Membership Classifications within the LPPA shall be categorized into the following classifications:

- i. Voting Members shall be individuals who are:
 - (1) at least eighteen (18) years of age;
 - (2) a resident and registered voter of the Commonwealth of Pennsylvania as defined by Pennsylvania law;
 - (3) enrolled as a Libertarian in the Commonwealth of Pennsylvania as defined by Pennsylvania law;
 - (4) completed a provisional period, as a Provisional Member, of at least ninety (90) calendar days; and
 - (5) adhere, attest, and maintain the Membership Requirements.
- ii. Provisional Members shall be individuals who are:
 - (1) at least eighteen (18) years of age;
 - (2) a resident and registered voter of the Commonwealth of Pennsylvania as defined by Pennsylvania law;
 - (3) enrolled as a Libertarian in the Commonwealth of Pennsylvania as defined by Pennsylvania law;
 - (4) a member of the LPPA for less than ninety (90) calendar days; and
 - (5) adhere, attest, and maintain the Membership Requirements.
- iii. Social Members shall be individuals who meet the Membership Requirements but otherwise are ineligible for a different Membership Classification (e.g., those under eighteen (18) years of age, non-residents, non-voters, etc.).

(b) Members shall be considered in Good Standing within the LPPA, for the time periods in which they maintain the Membership Requirements and Membership Classifications defined in these Bylaws.

SECTION 3 - RIGHTS

(a) Membership within the LPPA affords specific Membership Rights and imposes restrictions based on the member’s Membership Classification. The rights and restrictions of members, by Membership Classification, are as follows:

- i. Voting Members shall have the right to:
 - (1) be eligible for a position as an officer of the LPPA;

- (2) attend the LPPA Convention as a delegate of the Convention;
 - (3) be eligible to be elected as a delegate of the Libertarian National Convention;
 - (4) the judicial appeal process;
 - (5) initiate a recall of an officer of the LPPA;
- ii. Voting Members and Provisional Members shall have the right to:
 - (1) be selected as an alternate of the Libertarian National Convention;
 - (2) be eligible to be nominated as a political candidate of the LPPA for public office;
 - (3) to participate in member comment when available within an official meeting;
 - iii. Voting Members, Provisional Members, and Social members shall have the right to:
 - (1) access or join and participate in official organizational groups (e.g., social media groups) or communications (e.g., chat groups, newsletters) not otherwise encumbered by disclosure or access restrictions (i.e., role-based groups);
 - (2) to attend official LPPA meetings at the County, Regional, and State levels, as long as those meetings are not private meetings (i.e., executive sessions), nor require the payment of any applicable fees for attendance (i.e., ticketed events); and
 - (3) attend official LPPA events at the County, Regional, and State levels, as long as those events are not private events.

SECTION 4 - DUES

- (a) The organization may implement Membership Dues, which may be differentiated by Membership Classification, upon a passing vote of the Board of Directors.
- (b) Modifications to dues shall go into effect no sooner than ninety (90) days from the passing vote and shall not require additional payments for currently paid membership periods.
- (c) Dues shall not, unless required by law, be eligible for refund, to be transferred to another individual, to be paid by a third party unaffiliated or associated with the Party, and/or to be paid on behalf of another individual without the fully informed consent of both individuals.
- (d) The Executive Board may allow Lifetime Memberships, which shall constitute fully paid dues thereafter, regardless of any changes or modifications to Membership Dues thereafter; and in such case that Lifetime Memberships are no longer offered, then-current Lifetime Members will continue to be considered to have fully paid dues thereafter.
- (e) Excluding Lifetime Memberships, no other donations or additional dues amounts shall infer additional Rights or privileges for membership within the organization.

SECTION 5 - VOLUNTARY RESIGNATION

- (a) Members may voluntarily resign their membership from the LPPA at any time. Voluntary Resignation may be accepted by:
 - i. sending a written notification to the Executive Secretary of the LPPA clearly stating their resignation from the organization;
 - ii. sending a written notification to the Membership Committee of the LPPA clearly stating their resignation from the organization; or iii. ceasing payment of any applicable dues; and
 - iv. voluntary membership resignations shall be in effect immediately upon receipt of notification or forty-five (45) days after a missed or incomplete dues payment.
- (b) Members who have not paid LPPA dues as required are not considered in Good Standing, and the non-payment of dues shall be considered a voluntary resignation from the organization.

SECTION 6 - SUSPENSION AND TERMINATION

(a) Members are subject to disciplinary procedures, including suspension and termination; whereby the conditions under which disciplinary procedures may occur shall be limited to:

- i. verbal, written, or other material misrepresentation of the LPPA;
- ii. performing election activities without authorization, such as:
 - (1) campaigning for public office or elections;
 - (2) making an endorsement of a public office candidate; and/or
 - (3) performing election activities in the name of the LPPA, an Affiliate of the LPPA, or the national Libertarian Party without authorization, such as claiming to be nominated by, and without the official nomination, or claiming to be endorsed by, and without the official endorsement;
 - (4) other reasonable causes, as defined by a $\frac{2}{3}$ vote of the Board of Directors.
- iii. running or campaigning against a nominated or endorsed candidate of the LPPA, an Affiliate of the LPPA, or the national Libertarian Party;
- iv. supporting an opposing political party, while maintaining an elected position within any level of the LPPA (i.e., state-level or Affiliate-level), without an official Conflict of Interest Disclosure as defined in the Policy Manual;
- v. breach of fiduciary duty;
- vi. egregiously hindering the affiliation of an otherwise eligible local LPPA Affiliate for a period of thirty (30) days or more;
- vii. inadvertently, or otherwise, delaying and/or hindering the affiliation of an otherwise eligible local LPPA Affiliate for a period of ninety (90) days or more; viii. repetitive unreasonable, unruly, and disruptive behavior; or
- ix. other reasonable causes, as defined by a $\frac{2}{3}$ vote of the Board of Directors.

SECTION 7 - CONFLICT OF INTEREST

- (a) The Conflict of Interest requirements shall apply to members with an elected position within any level of the LPPA (i.e., state-level positions and Affiliate positions), and shall include support of an opposing political entity as defined in the Policy Manual.
- (b) A Conflict of Interest Disclosure; The Conflict of Interest Disclosure is required before a conflicting action is initiated; failure to submit a Conflict of Interest Disclosure in advance of the conflicting action is grounds for disciplinary action up to and including termination or suspension of membership.
- (c) The Conflict of Interest Disclosure shall be defined in the Policy Manual.
- (d) Defined as the Conflict of Interest Period, the Conflict of Interest shall be in effect for a minimum of thirty (30) days after the conclusion of conflicting activities, unless an alternative timeline is approved by the Executive Board.
- (e) Unless the Conflict of Interest is approved in advance by the Executive Board, during the Conflict of Interest Period, the member shall:
 - i. have their voting rights suspended, and their Membership Classification downgraded to a Social Member;
 - ii. have their access to all party data suspended, including access to the Constituent Relationship Management platforms and data; iii. relinquish all Party data, property, and assets; and
 - iv. be removed from all state-level Party positions (i.e., Officership, Committees, etc.) for the duration of the Conflict of Interest Period (i.e., a Leave of Absence).

- (f) Actions or activities that may otherwise be considered a Conflict of Interest but are initiated under the auspices of the member's regular employment shall not be grounds for initiating the prescribed Conflict of Interest Period; so long as:
- i. the member's employment relationship is of a regular and ongoing nature with an entity other than an opposing political entity;
 - ii. the member's employment role, responsibilities, duties, actions, and activities are not exclusively for an opposing political entity;
 - iii. the member's employment relationship is not enacted solely to support an opposing political entity or otherwise conflict with the Mission, Purpose, or goals of the LPPA, LP, or the organizational Affiliates; iv. the member does not disclose or utilize any Party data in the course of conflicting actions;
 - v. the member does not share or disclose any Party strategies, plans, processes, procedures, or other non-public data; where such non-public data is: any information not shared in a public manner, the information is not shared via an official communication or publication by the Party, and/or the information is widely accessible or disseminated but without the Party's intent and consent; and
 - vi. excluding members' existing legal obligations for confidentiality, the conflict is properly and fully disclosed through the Conflict of Interest Disclosure.

SECTION 8 - DISCIPLINARY PROCEDURES

- (a) Members may be subject to Disciplinary Procedures, "for cause," including suspensions or termination of membership, which shall require:
- i. a motion brought forward, and seconded, to the Board of Directors;
 - ii. a minimum of fifteen (15) days notice is provided to the member regarding an upcoming meeting on the subject of their membership;
 - iii. after the notice period has surpassed, the meeting on the subject of suspension or termination of membership is held by the Board of Directors; wherein:
 - (1) the Member subject to suspension or termination shall be afforded an opportunity to address the Board of Directors, if they are in attendance and able, and with reasonable time limits defined by the meeting chair; and
 - (2) Other Members or individuals with relevant information, details, or evidence may address the Board of Directors, at their respective consent, with reasonable time limits defined by the meeting chair; and
 - iv. the Board of Directors votes on the suspension or termination; and
 - (1) the Board of Directors is considered to have passed a vote for suspension or termination of membership with $\frac{3}{4}$ of the present Board of Directors voting positively for suspension or termination; and
 - v. any member subject to discipline shall be notified in writing within seven (7) days of the passing vote, including by electronic means, and shall have the right to appeal to the Judicial Committee for Judicial Review subject to the provision of these Bylaws.
- (b) Suspension of membership may be effective up to one (1) year or indefinitely and shall take effect immediately upon the passing vote, whereafter previous Membership Classification, rights, privileges, and positions may be restored if the Suspension was not indefinite.
- (c) Terminations of membership shall take effect immediately upon the passing vote, and may be:
- i. permanent, without the ability to rejoin the organization in the future; or
 - ii. non-permanent, where the individual may rejoin the organization at a future date, no sooner than one (1) year of the termination, with all previous Membership Classification, rights, privileges, and positions revoked and the individual rejoining at the Provisional Member classification..

- (d) Suspended or terminated members must immediately vacate the meeting and relinquish all party data, property, and assets.
- (e) A suspended or terminated member has a right to appeal their suspension of membership or termination of membership, subject to the documented appeal process in these Bylaws and other official documents of the LPPA, including, but not limited to, the Policy Manual of the LPPA.
- (f) A Member may not vote in their own disciplinary motion, case, hearing, and/or other procedures necessitating a vote, regardless of their voting rights otherwise.
- (g) A motion, petition, resolution, and/or vote related to the matter of disciplinary actions shall only address the disciplinary actions for a single individual.
- (h) The Board of Directors shall retain, as allowed by these Bylaws and the Parliamentary Authority, all other rights and powers for alternative forms of disciplinary actions (e.g., warnings, censure, etc.).

ARTICLE IV – REGIONS

- (a) The LPPA shall be divided into geographic Regions containing the Pennsylvania Counties as follows:
 - i. The Northwest Region comprises Clarion, Crawford, Elk, Erie, Forest, Jefferson, McKean, Mercer, Venango, and Warren counties;
 - ii. The Southwest Region comprises Allegheny, Armstrong, Beaver, Butler, Cambria, Fayette, Greene, Indiana, Lawrence, Somerset, Washington, and Westmoreland counties;
 - iii. The Northcentral Region comprises Bradford, Cameron, Centre, Clearfield, Clinton, Columbia, Lycoming, Montour, Northumberland, Potter, Snyder, Sullivan, Tioga, and Union counties;
 - iv. The Southcentral Region comprises Adams, Bedford, Blair, Cumberland, Dauphin, Franklin, Fulton, Huntingdon, Lancaster, Lebanon, Juniata, Mifflin, Perry, Schuylkill, and York counties;
 - v. The Northeast Region comprises Carbon, Lackawanna, Lehigh, Luzerne, Monroe, Northampton, Pike, Susquehanna, Wayne, and Wyoming counties; and
 - vi. The Southeast Region comprises Berks, Bucks, Chester, Delaware, Montgomery, and Philadelphia counties.

ARTICLE V – BOARD OF DIRECTORS

SECTION 1 - ORGANIZATIONAL STRUCTURE

- (a) The Board of Directors is the governing body of the LPPA.

SECTION 2 – BOARD of DIRECTORS

- (a) The Board of Directors consists of:
 - i. elected officers that each serve two (2) year terms (i.e., until the next Even Year Convention) and shall include:
 - (1) the Executive Chair; Executive Vice Chair; Executive Secretary; the Executive Treasurer, and
 - (2) one Regional Representative, per Region, as follows: the Northwest Representative, Southwest Representative, Northcentral Representative, Southcentral Representative, Northeast Representative, Southeast Representative.
 - ii. One Affiliate Councilperson representing each County or Multi-County Affiliate that has opted to provide representation to the Affiliate Council;
 - iii. Executive Committee members of the LP as prescribed for within these bylaws.
 - iv. The Chair or Appointed Representative of each Standing Committee, insofar as:
 - (1) Standing Committees shall not possess Voting Privileges on the LPPA Board of Directors but shall have authority to address the Board of Directors and bring and amend motions as any other member of the Board. A motion that falls within the purview of a Standing

Committee shall be brought by the Representative of that Committee unless prior approval by a two-thirds (2/3) vote of the Board of Directors present authorizing a motion to be brought by an Officer, Regional Representative, or Affiliate Councilperson. However, any member of the Board of Directors may bring a motion to commit an issue or item of business to the appropriate Standing or Working Committee without prior approval.

- (b) The Board of Directors purpose is to handle the day-to-day business operations of the LPPA, provide leadership with regard to administrative matters, and dutifully execute the respective offices of the Board of Directors, as required by these Bylaws.
- (c) The Board of Directors shall be responsible for the following: management of the organization, control of all organization properties and funds, oversight and execution of all organization affairs, oversight of organizational Committees, oversight of organizational Affiliates, presiding over Business Meetings, and adherence to these Bylaws, the Policy Manual, and any organization policies, rules, or resolutions.

SECTION 3 - EXECUTIVE COMMITTEE

- (a) Within the Executive Board, a subset of officers, collectively known as the Executive Committee, shall include: the Executive Chair, Executive Vice Chair, Executive Secretary, and Executive Treasurer.

SECTION 4 - BOARD OF DIRECTORS OFFICER RESPONSIBILITIES

- (a) The responsibilities of the Executive Chair include:
 - i. to schedule and arrange a place and time and preside over Board of Directors and Executive Committee;
 - ii. to notify all members of the Board of Directors of Meetings of the LPPA;
 - iii. to set and communicate the agenda of all Meetings of the Board of Directors;
 - iv. to chair the LPPA Annual Convention;
 - v. oversight of Working Committees; and
 - vi. to enable day-to-day operations in order to carry out the Party's mission and purpose.
- (b) The responsibilities of the Executive Vice Chair include:
 - i. to act as the Chair in the absence of the Executive Chair at any meeting;
 - ii. coordination of the Regional Representatives; and
 - iii. oversight of Standing Committees;
- (c) The responsibilities of the Executive Secretary include:
 - i. to record and maintain in good order the minutes of all meetings of the Board of Directors and Executive Committee and the LPPA Annual Convention;
 - ii. to provide oversight regarding party data and official records of the LPPA;
 - iii. to communicate the agenda of all business meetings of the Board of Directors in the absence of the Executive Chair;
 - iv. to disseminate the minutes of all meetings of the Board of Directors and Executive Committee and the LPPA Annual Convention to the members of the LPPA;
 - v. to notify members of the LPPA of the date, time and location of the LPPA Annual Convention;
 - vi. to maintain a current membership list of the LPPA;
 - vii. to submit on behalf of the LPPA any non-financial reports or other documentation to government entities as required by law;

- viii. oversight of membership records and the records of the Affiliates; and
- ix. oversee the Deputy Secretary for the LPPA.

(d) The responsibilities of the Executive Treasurer include:

- i. to receive, disburse, and account for the funds of the LPPA including:
 - (1) managing financial records;
 - (2) assisting with the preparation of the LPPA budget and related reports; and
 - (3) to submit on behalf of the LPPA any financial reports and/or legal filings as required by law;
- ii. oversight of party expenditures;
- iii. oversight of the LPPA donor list and other information regarding Party contributions;
- iv. to not allow party obligations to exceed party assets at the time in which remittance is due; and
- v. to not allow the party to become insolvent.

(e) The responsibilities of the Regional Representatives include support of their geographical Region and the Affiliates and members therein, to include support of:

- i. County and Multi-County Affiliates;
- ii. LPPA members in unaffiliate counties or areas;
- iii. affiliation of eligible counties or multi-county areas;
- iv. issue coalitions, events, and Party activities;
- v. regional synergy, cohesion, and community building;
- vi. communication to the Members of the Region, no less than quarterly, providing details of the business and activities of the Board of Directors and LPPA;
- vii. disseminate received minutes of Affiliate meetings to the Executive Secretary; and
- viii. holding regional meetings, open to all Members of the Region, at least quarterly, to discuss LPPA matters and regional topics.

SECTION 5 - EXECUTIVE COMMITTEE DEPUTY POSITIONS

- (a) The Executive Secretary shall appoint a Deputy Secretary within thirty (30) days of taking office. A majority of the Board of Directors must approve the Deputy Secretary's appointment.
- (b) The Executive Treasurer shall appoint a Deputy Treasurer within thirty (30) days of taking office. A majority of the Board of Directors must approve the Deputy Treasurer's appointment.
- (c) In the event a Deputy Secretary or Deputy Treasurer is necessary before one is appointed, the Executive Vice Chair shall assume the responsibilities of the deputy's duties.

SECTION 6 - EXECUTIVE COMMITTEE DEPUTY RESPONSIBILITIES

- (a) The responsibilities of the Deputy Secretary include:
 - i. obtaining and maintaining all required training, accreditation, and certification for the role of Executive Secretary;
 - ii. attending Meetings;

- iii. assisting the Executive Secretary as requested and authorized; and
 - iv. assuming the role of Executive Secretary in the absence of the Executive Secretary.
- (b) The responsibilities of the Deputy Treasurer include:
- i. obtaining and maintaining all required training, accreditation, and certification for the role of Executive Treasurer;
 - ii. attending Meetings;
 - iii. assisting the Executive Treasurer as requested and authorized; and
 - iv. assuming the role of Executive Treasurer in the absence of the Executive Treasurer.

SECTION 7 - NATIONAL PARTY OFFICERS

(a) Each member, other than alternate members, of the Executive Committee of the LP residing in the Commonwealth of Pennsylvania and being a member of the LPPA may serve on the Board of Directors, as required by state law.

SECTION 8 - OFFICER ABSENCE

- (a) An Officer shall be considered to be absent, an Officer Absence, in circumstances where they are temporarily unavailable for a business function, task, or meeting, as defined in the Policy Manual.
- (b) In the event of an Officer Absence, delegation of duties shall follow the processes defined in the Policy Manual.
- (c) The delegation of an Officer's duties, responsibilities, and rights shall be limited to individuals that are:
 a Voting Member; not under a Conflict of Interest Period; not suspended, terminated, and/or not pending any suspension, termination, or disciplinary procedures; and are qualified and willing to execute the duties and responsibilities of the office for which they would temporarily fulfill.
- (d) No delegation of an Officer's duties, responsibilities, and/or rights shall infer any single individual the right to vote more than once on any matter, and such delegation shall not be a factor for quorum nor shall it authorize the delegated member the right to vote on behalf of the absent Officer.

SECTION 9 - POSITION VACANCIES

- (a) An Officer Position Vacancy within the Board of Directors shall include instances where the then-current Officer is no longer able to serve in their role, as defined in the Policy Manual.
- (b) In the event of a Position Vacancy, filling of the vacancy shall follow the processes and line of succession defined in the Policy Manual, wherein:
- i. in circumstances in which a deputy position exists within these Bylaws for the vacated position, it shall have first right of refusal; and
 - ii. Only Affiliate councilpersons representing affiliates within the region of a vacant Regional Representative office may vote in filling that vacancy.
- (c) The individual filling a Position Vacancy shall be limited to individuals that are:
- i. a Voting Member;
 - ii. not under a Conflict of Interest Period;
 - iii. not suspended, terminated, and/or not pending any suspension, termination, or disciplinary procedures; and
 - iv. are qualified and willing to execute the duties and responsibilities of the office for which they would hold.

- (d) Position Vacancies do not reset the remaining term on a position, and the individual filling a vacant position shall hold that position only until the original term of office concludes.

SECTION 10 - POSITION RECALLS

Causes for recall shall be limited to violations of the Bylaws of the LPPA, where a warning for such violation(s) was issued no less than (30) days prior. State Party officers and Judicial Committee members are subject to recall. Any recall shall address only a single position.

The recall process is as follows:

- (1) A member qualified to be a delegate at the state convention may propose for any reason to the Board of Directors that a position be vacated;
- (2) The Secretary must bring a motion for recall to the Board of Directors;
- (3) A $\frac{3}{4}$ of the entire Board of Directors must vote to initiate petitioning for the recall'
- (4) The individual who is the subject of the recall shall not vote on this matter, and is not counted for the purpose of determining the result of the vote;
- (5) Petitions must be circulated by the Regional Representative, County and Multi-County committee representatives to their constituent Members;
- (6) Only those members who are qualified to be delegates at the state convention may sign a recall petition;
- (7) Sixty days shall be allowed to collect signatures, either electronically and/or physically;
- (8) Once a $\frac{2}{3}$ of the Members statewide (for statewide positions) or within the affected region (for Regional Representatives) have signed the petition, the position is declared vacant.
- (9) The recalled member has thirty days to appeal the recall to the Judicial Committee.

SECTION 11 - OFFICE HOLDER RESTRICTIONS

- (a) No individual shall hold more than one position within the Board of Directors at the same point in time.
- (b) Regional Representatives must reside and have their primary residence in the Region for which they serve.

SECTION 12 - OTHER POSITIONS

- (a) The organization may elect, appoint, contract, and/or hire an Executive Director, Sergeant At Arms, to serve as Security (i.e., physical access control), or Moderator (i.e., digital meeting access control); so long as the Executive Director position:
 - i. infers no voting rights within the Board of Directors;
 - ii. serves at the discretion of the Board of Directors;
 - iii. has a clearly defined scope of operations in any contractual instruments;
and
 - iv. otherwise adheres to these Bylaws.
- (b) The organization may implement other elected, appointed, contracted, or hired positions not otherwise specified in these Bylaws; however, in such cases the position shall not afford any voting rights within the Board of Directors and must otherwise adhere to these Bylaws.

SECTION 13 - RECUSAL

- (a) Board of Director members shall not vote, and their lack of vote shall not be a factor for quorum or vote thresholds, in which they are:
 - i. a primary party to the motion (i.e., a vote relating to themselves, including motions of a disciplinary nature for themselves);

- ii. an immediate family member, romantic partner, and/or household member is a primary party of motion (i.e., motions of a disciplinary nature, committee population); or
- iii. a member of the Affiliate, in cases in which the Affiliate is a party to the motion.

ARTICLE VI – AFFILIATE STRUCTURE

SECTION 1 - TYPES

- (a) Defined as an Affiliate, subordinate organizations of the LPPA may be: County Affiliates or Multi-County Affiliates.
- (b) A County Affiliate shall be defined as an Affiliate that encompasses a singular and entire county within the Commonwealth of Pennsylvania.
- (c) A Multi-County Affiliate shall be defined as an Affiliate that encompasses more than one county within the Commonwealth of Pennsylvania; so long as the counties are contiguous within the same LPPA Region.
- (d) The LPPA may have affiliations and/or relationships with organizations that are not subordinate organizations, or are otherwise not constituted from the Membership of the LPPA; in such cases, no Affiliate Rights, Membership Rights, and/or privileges are inferred therein and such relationship shall not be considered an Affiliate under these Bylaws.

SECTION 2 - AFFILIATION REQUIREMENTS

- (a) Any county within the Commonwealth of Pennsylvania, not a part of a Multi-County Affiliate, with seven (7) or more Voting Members may affiliate.
- (b) Counties are contiguous within the same Region, may join together to form a Multi-County Affiliate if that Multi-County Affiliate would then have seven (7) or more Voting Members.

SECTION 3 - AFFILIATION PROCESS

- (a) The Policy Manual shall further define the procedure and requirements for the Affiliation Process, which shall include:
 - i. an Inaugural Business Meeting being called to order by the Regional Representative of the Region in which the Affiliate is located;
 - ii. the holding of elections to determine the individuals who hold office within the Affiliate Board;
 - iii. the drafting and ratification of Affiliate Bylaws; and
 - iv. voting to determine if the Affiliate will provide a Councilperson to the Board of Directors and, if desired, to determine which individual will represent the Affiliate as the Councilperson on the Board of Directors.
- (b) Within three (3) days of the close of the Inaugural Business Meeting, the Affiliate Board shall submit to the Regional Representative: fully completed and signed Affiliation Declaration as defined in the Policy Manual, the Inaugural Business Meeting minutes, and a copy of the Affiliate Bylaws.
- (c) Upon receipt by the LPPA Executive Secretary of the Inaugural Business Meeting minutes and a copy of the Affiliate Bylaws, countersigned Affiliation Declaration as defined in the Policy Manual, the county shall be considered Affiliated.

SECTION 4 - REQUIREMENTS

- (a) Defined as Affiliate Requirements:
 - i. The Board of an Affiliate shall consist of, at minimum a Chair, Secretary, and Treasurer.
 - ii. The Affiliate shall meet, at minimum, quarterly and shall provide reasonable notice for additional, special, and/or emergency meetings.
- (b) The Affiliate may select a Councilperson for representation in the Board of Directors; where the Councilperson may be any Voting member of the Affiliate; wherein

- i. would the Affiliate choose to send representation to the Board of Directors, the Affiliate shall notify the Executive Secretary of the individual representing the Affiliate as their Councilperson; and
 - ii. the Affiliate may choose to provide and revoke representation at any time, but shall notify the Executive Secretary of any changes to the status of the Councilperson within five (5) days of any changes, or twenty-four (24) hours before any scheduled Board of Directors Meetings, whichever occurs soonest.
- (c) Minutes shall be recorded for all Affiliate Business Meetings, and the Minutes of the Affiliate must be submitted to the Regional Representative of the Affiliate's Region within thirty (30) days of the conclusion of any business meeting.
- (d) The Affiliate must maintain complete and accurate membership records as required by the Policy Manual.
- (e) The Affiliate must adopt Robert's Rules of Order as the organization's Parliamentary Authority.
- (f) The Affiliate must have an internal dispute resolution process which shall include initiation, execution, and dispute procedures for disciplinary actions.
- (g) The Affiliate shall have Affiliate Bylaws that meet the minimum requirements as outlined in these Bylaws.
- (h) The Affiliate must adhere to the governing documents of the LPPA, including: these Bylaws, the LPPA Policy Manual, and any other official policy documents not otherwise listed.
- (i) The Affiliate must follow all relevant and applicable local, state, and federal laws regarding elections and political parties.

SECTION 5 - BYLAWS

- (a) The Affiliate Bylaws shall meet the minimum requirements as outlined in these Bylaws; including:
- i. the definition for a "Member in Good Standing" for their membership;
 - ii. that voting rights within the Affiliate shall be limited to individuals who meet the following minimum qualifications:
 - (1) age 18 or older;
 - (2) a resident and registered voter of the Commonwealth of Pennsylvania as defined by Pennsylvania law;
 - (3) enrolled as a Libertarian in the Commonwealth of Pennsylvania as defined by Pennsylvania law;
 - (4) registered to vote in the locale of the Affiliate; and
 - (5) must not be a member with voting rights in any other Affiliate.
 - iii. prohibiting the exclusion of eligibility as a Voting Member of the Affiliate on an individual basis or a numerical limitation;
 - iv. that individuals shall not maintain voting rights within more than one local LPPA Affiliate, and shall only be eligible to hold an Affiliate Board and/or Affiliate Officer position within their local LPPA affiliate.
 - v. clearly defining any additional requirements for eligibility as a delegate to the state Annual Convention and/or National Convention;
 - vi. prohibiting the exclusion of eligibility as a delegate to the state Annual Convention and/or National Convention on an individual basis or a numerical limitation;
 - vii. explicitly specifying Robert's Rules of Order as the Parliamentary Authority;
 - viii. allowing a single motion, petition, resolution, and/or vote related to the matter of disciplinary actions to address disciplinary actions for only a single individual;

- ix. the Affiliate's dispute resolutions processes; and
 - x. a superseder clause that provides for the precedence of these Bylaws in case of any and all conflicts between these Bylaws and the Affiliate Bylaws.
- (b) The Affiliate Bylaws must be amendable, at any time, to become compliant with local, state, and federal law, and/or LPPA or national LP requirements, including future amendments to these Bylaws.
- (c) A current copy of the Affiliate Bylaws must be submitted to the LPPA Executive Secretary, each year, by January 15th.
- (d) If the Affiliate Bylaws would be updated at any other time of the year, from the date of when the updated Bylaws would take effect, the Affiliate has fourteen (14) calendar days to submit the updated copy of their Bylaws to the LPPA Executive Secretary.

SECTION 6 - AFFILIATE DISAFFILIATION

- (a) Affiliate organizations are subject to disciplinary procedures, including the suspension of their affiliation with the Party, referred to as Affiliate Disaffiliation. Conditions under which disaffiliation procedures may occur shall be limited to:
- i. verbal, written, or other material misrepresentation of the LPPA;
 - ii. performing election activities in conflict with the requirements of these Bylaws;
 - iii. Running, nominating, and/or campaigning against a nominated or endorsed candidate of the LPPA or the national Libertarian Party;
 - iv. supporting a political entity in opposition to the LPPA;
 - v. supporting an uncontested non-Libertarian Party campaign, including Libertarian Party organizations in other states that are not recognized as affiliates of the national Libertarian Party;
 - vi. gross negligence or egregious failure to uphold the duties and responsibility of an Affiliate
 - vii. repetitive unreasonable, unruly, and disruptive behavior;
 - viii. failure to meet and maintain the Affiliate Requirements as prescribed in these Bylaws; viii. failure to adhere to LPPA Bylaws, Policies, Processes, and Rules; or
 - ix. other reasonable causes as defined in the Policy Manual.
- (b) Affiliate Disaffiliation may be effective up to one (1) year and shall take effect immediately upon the passing vote, whereafter the Affiliate's Affiliation may be restored; and
- (c) Affiliate Disaffiliation may be initiated by the following methods:
- i. automatically, upon specific conditions; or
 - ii. procedures, defined in these Bylaws, executed by and at the discretion of the Board of Directions.
- (d) Conditions which shall result in automatic Affiliate Disaffiliation, wherein the Affiliate Disaffiliation will be for a term of one (1) year, shall be:
- i. failure to hold a meeting, as required in these Bylaws, twice within a seven (7) month period;
 - ii. failure to submit meeting minutes, as required in these Bylaws, twice within a seven (7) month period;
 - iii. having fewer than seven (7) members, with voting rights, for a period of ninety (90) days; .
- (e) Affiliate Disaffiliation may be initiated by the Board of Directions, for the conditions prescribed by these Bylaws, by the following procedure:
- i. Affiliate Disaffiliation shall originate within the Board of Directors, wherein a motion is brought forward, and seconded, to the Board of Directors; wherein The motion shall include, at minimum:

- (1) the type of action, either Affiliate Disaffiliation;
 - (2) the terms of the action, as allowed by these Bylaws (i.e., temporary Affiliate Disaffiliation for a defined length or indefinite Affiliate Disaffiliation; and
 - (3) the justification, as defined and limited within these Bylaws, for the action; and
- ii. a minimum of thirty (30) days notice is provided to the Affiliate Councilperson, of the Affiliate subject to disaffiliation, regarding an upcoming meeting on the subject of their Affiliate's affiliation;
 - iii. after the notice period has surpassed, the meeting on the subject of Affiliate Disaffiliation is held by the Board of Directors; wherein:
 - (1) the Chair of the Affiliate subject to suspension or termination and/or the Councilperson of the Affiliate subject to disaffiliation shall be afforded an opportunity to address the Board of Directors if they are in attendance and able, and with reasonable time limits defined by the Board of Directors; and
 - (2) Other Board of Directors members or individuals with relevant information, details, or evidence may address the Board of Directors, at the consent of the Board of Directors and with reasonable time limits defined by the Board of Directors;
 - (3) the Board of Directors votes on the disaffiliation and the motion is considered to have passed with $\frac{2}{3}$ of the entire Board of Directors voting positively for the Affiliate Disaffiliation;
- (f) Affiliate Disaffiliation may be subject to Judicial Appeal; however, the Judicial Committee may only overturn such actions in the case of a misinterpretation of these Bylaws or other material evidentiary error, and the Judicial Committee shall not overturn an Affiliate Disaffiliation on the grounds of "other reasonable causes". The Judicial Committee shall retain the right to provide advisory opinions on the merits of the specified causes.

SECTION 7 - AFFILIATE DISPUTE RESOLUTION PROCESS

- (a) Defined as an Affiliate Dispute Resolution Process, Affiliates shall provide a means for internal dispute resolution; including disputes related to the interpretation of the Affiliate's bylaws, Affiliate membership suspensions and terminations, issues and/or disagreements among membership, and/or issues between the Affiliate's membership and the Affiliate's Board.
- (b) The Affiliate's dispute resolution processes shall be reasonable and fair, and shall be documented and included in the Affiliate's bylaws.
- (c) In circumstances where a dispute is not otherwise resolved by the Affiliate's dispute resolution process, the matter shall be brought in front of the Affiliate's membership in a Business Meeting to dispose of the dispute by vote of the Affiliate's membership.
- (d) Whereupon situations arise where a dispute is still unresolved, after having completed the documented dispute resolution process of the Affiliate, and having been voted on by the Affiliate's membership, the dispute may be appealed to the Judicial Committee of the LPPA for appeal and resolution by the process and constraints provided by the Policy Manual.
- (e) Notwithstanding anything to the contrary in these Bylaws, the Board of Directors can reinstate state-level Voting Member classification to a Member suspended, or otherwise disciplined, at the Affiliate-level by $\frac{3}{4}$ of the entire Executive Committee or $\frac{3}{4}$ of the Board of Directors.

ARTICLE VII – COMMITTEES

SECTION 1 - TYPES

- (a) Defined as Committees, organizational units tasked with carrying out Party business shall be defined as a Standing Committee or a Working Committee.
- (b) Standing Committees shall refer to committees that are continuously operating committees established through these Bylaws.
- (c) Working Committees shall refer to committees of a temporary or ad-hoc nature established to execute organizational tasks.

- (d) Defined as Committee Members, individuals within a Committee may be a Voting Committee Member or a Non-Voting Committee Member.
- (e) Voting Committee Members shall have the right to vote within Committee Meetings.
- (f) Non-Voting Committee Members shall have the right to participate in Committee business but may not vote within Committee Meetings.

SECTION 2 - STANDING COMMITTEES

- (a) The Standing Committees of the LPPA shall be: Elections, Affiliate Support, Finance, Fundraising, Governance, Information Services, Judicial, Convention, Membership, Public Policy, and Public Relations.
- (b) Standing Committees are established through these Bylaws and, therefore, shall not be dissolved, not be dormant or inactive.
- (c) Standing Committees shall have their primary scope, function, and purpose defined by these Bylaws and the Policy Manual, wherein, the primary focus areas of the:
 - i. Elections Committee shall be Candidate Recruitment, Campaign Support, Election Documentation, and Campaign Filings Assistance;
 - ii. Affiliate Support shall be: answering affiliate questions, creating guides and best practices for the affiliates, and assisting with affiliate events;
 - iii. Finance Committee shall be: Accounting, Reports & Filings, Budgeting, Accounts Receivable, Accounts Payable; and Finance Oversight;
 - iv. Fundraising Committee shall be: Engaging in Fundraising Campaigns, Hosting Events for the Purpose of Generating Funds, and Building Relationships with Donors;
 - v. Governance Committee shall be: Policy Manuals, Platform/Statement of Principles/Bylaws, and Compliance;
 - vi. Information Services Committee shall be: Technical Support, IT Infrastructure, and CRM Management;
 - vii. Convention Committee shall be: Organizing the Annual State Convention;
 - viii. Membership Committee shall be: Member Recruitment and Retention, Events, and Youth Outreach;
 - ix. Public Policy Committee shall be: Legislative Action, Legal Action, Advocacy Campaigns, Issue Coalition, Political Messaging, Activism, and Demonstrations; and
 - x. Public Relations Committee shall be: Media Relations, Social Media, Newsletter, and Marketing.
- (d) All Standing Committees, except the Judicial Committee, shall:
 - i. be managed by a Committee Chair, who is elected by a majority vote of the Voting Committee Members; should the Voting Committee Members fail to elect a Committee Chair within sixty (60) days of vacancy the position may be appointed by a $\frac{2}{3}$ vote of the Board of Directors;
 - ii. have the Committee Chair replaced, at any time, by a majority vote of the Voting Committee Members;
 - iii. be populated, depopulated, repopulated, and/or further populated with Committee Members, by type, who are approved by a majority vote of the Board of Directors;
 - iv. internally elect additional roles (e.g., Secretary);
 - v. be empowered with enumerated decisional authority by the Board of Directors and/or Policy Manual;
 - vi. meet regularly, at an interval defined by the Committee Chair, but not less than once every ninety (90) days; and

- vii. be open to attendance by any Board of Directors member.
- (e) Executive Committee members are automatically Non-Voting Committee Members within all Standing Committees, excluding the Judicial Committee.
- (f) Judicial Committee members may only serve on Committees, as a Non-Voting Committee Member.
- (g) If the organization has an Executive Director, the Executive Director is automatically a Non-Voting member of all Standing Committees, excluding the Judicial Committee.
- (h) All Voting Committee Members within the Standing Committee must be members of the organization with Voting Member Classification.
- (i) Standing Committees may accept volunteers to assist with the execution of committee business, regardless of the volunteer's Membership Classification, status, or lack thereof; however, volunteers:
 - i. may attend Committee Meetings at the discretion of the Committee Chair or Executive Vice Chair;
 - ii. shall not be organizational members who are currently suspended or under a Conflict of Interest Period;
 - iii. shall not be provided privileges within Committee Meetings;
 - iv. may have access to Party data, but such access shall be at the discretion of the Executive Board and shall be limited to the narrowest conditions possible.

SECTION 3 - WORKING COMMITTEES

- (a) Working Committees may be established by the Executive Committee or Board of Directors, requiring a majority vote within the respective division of the Board of Directors.
- (b) Working Committees may be established by the Executive Chair subject to ratification by the Board of Directors at the next regular meeting.
- (c) Working Committees shall:
 - i. be temporary in nature, automatically dissolving no more than ninety (90) days from creation unless renewed by a division of the Board of Directors;
 - ii. have a clear and narrowly defined scope, function, and purpose, defined by the establishing division of the Board of Directors at the time of creation;
 - iii. be populated, depopulated, repopulated, or further populated by the establishing division of the Board of Directors at the time of creation, Executive Committee, or the Executive Chair, and maintained by the Executive Chair who shall report additions and retractions to the Board of Directors;
 - iv. be managed by a Committee Chair, who is appointed by the establishing division of the Board of Directors and subject to oversight by the Executive Chair;
 - v. be dissolvable, at any time, by a majority vote of the establishing division of the Board of Directors or by the Board of Directors with a majority vote;
 - vi. not have decisional authority except as specifically delegated by the Board of Directors at the time of creation or granted as need shall arise but may otherwise provide advisory opinions, recommendations, and/or results of efforts conducted within the committee; and vi. be open to attendance by any member of the Board of Directors.
- (d) Working Committees may:
 - i. be empowered to execute previously established decisions without the need for additional approval;
 - ii. internally elect or appoint additional roles (e.g., Secretary), whereby the appointment may be made by the Committee Chair;

- iii. have the Committee Chair replaced, at any time, by the establishing division of the Board of Directors;
 - iv. have the Committee Chair replaced, at any time, by the Board of Directors.
- (e) If the organization has an Executive Director, the Executive Director is automatically a non-voting member of all Working Committees; unless the establishing division of the Board of Directors explicitly states otherwise at the time of the committee creation.
- (f) All Voting Committee Members within the Working Committee must be members of the organization.
- (g) Working Committees may accept volunteers to assist with the execution of committee business, regardless of the volunteer's Membership Classification, status, or lack thereof; however, volunteers:
- i. may attend Committee Meetings at the discretion of the Executive Committee;
 - ii. shall not be organizational members who are currently suspended or under a Conflict of Interest Period; iii. shall not be provided privileges within Committee Meetings;
 - iv. may have access to Party data, but such access shall be at the discretion of the Executive Committee and shall be limited to the narrowest conditions possible.
- (h) In cases where a Working Committee has an even number of Voting Committee Members, the Executive Vice Chair shall have tie-break voting authority.

SECTION 4 - SUBCOMMITTEES

- (a) Committees may choose to subdivide their committee into smaller subcommittees; however, such subcommittees shall still be limited to the scope and authority of the parent Committee.
- (b) Subcommittees shall be populated by Committee Members, with all rights and restrictions inherited from their position within the parent Committee.

SECTION 5 - TASKING

- (a) In addition to the roles and responsibilities defined within these Bylaws, Standing Committees may receive additional tasking relevant to their primary focus area; where such motion, resolution, and/or action is Committed to the Committee by a majority vote of the Board of Directors.
- (b) Committees shall, in cases of cross-functional tasks, corporate and work jointly to execute Party business based on their focus and authority.

ARTICLE VIII – JUDICIAL COMMITTEE

SECTION 1 - AUTHORITY

- (a) The primary focus areas of the Judicial Committee shall be Judicial Review in matters of Disciplinary Board, Advisory Opinions; and Dispute Resolution.
- (b) The Judicial Committee shall be responsible for the following:
- i. serving as the final body of appeal in all matters concerning interpretations of these Bylaws and all other LPPA governing documents;
 - ii. acceptance and processing of petitions and appeals on organization matters and motions;
 - iii. hosting hearings on valid appeals and petitions;
 - iv. hearing and ruling on valid disciplinary and Suspension Appeals;
 - v. to issue advisory opinions on questions of interpretations of these Bylaws;
and
 - vi. to provide advisory opinions in any Business Meeting at their discretion.

- (c) Matters relating to disciplinary actions, for Members with the right to the judicial appeal process, shall be entitled to a Judicial Review.
- (d) Matters of Advisory Opinion or Dispute Resolution may be accepted for Judicial Review at the discretion of the Judicial Committee unless the declinal is overturned by a majority vote of the Executive Board.
- (e) The Judicial Committee shall have unilateral power to nullify any vote of the Board of Directors that two thirds of the committee deem to be in violation of party rules, on any issue that previously came before the Judicial Committee in which they ruled, as long as it is consistent with the statement of principles.
- (f) Any decision of the Judicial Committee can be overturned by a $\frac{3}{4}$ vote at an annual convention. And this power can only be amended by a $\frac{3}{4}$ vote of the Convention Body.

SECTION 2 - ELECTIONS

- (a) The Judicial Committee consists of five (5) elected members that each serve two (2) year terms and shall include one (1) Judicial Committee Chair and four (4) other Judicial Committee Members elected at the party Annual Convention.
- (b) The Judicial Committee shall select its own Chair, but the first right of refusal shall be the member receiving the highest approval vote (i.e., the top-vote getter) at the party Annual Convention in which most recently included Judicial Committee elections.

SECTION 3 - VACANCIES

- (a) In the event of a vacancy of the Judicial Committee Chair, the remaining Judicial Committee member who was the next highest vote recipient at the previous party Annual Convention shall have first right of refusal to fill the vacancy, and would they decline the position, the remaining members of the Judicial Committee shall select the next Chair of the Judicial Committee from among themselves.
- (b) In the event of a vacancy on the Judicial Committee, a new member of the Judicial Committee shall be nominated by the Judicial Committee:
 - i. the nominated individual cannot be someone who ran for the Judicial Committee at the previous Annual Convention and who did not receive the minimum required vote threshold for an election to the Judicial Committee; and
 - ii. nominations must include those individuals who met the minimum threshold for an election to the Judicial Committee at the previous Annual Convention but were not elected at that Convention.

SECTION 4 - DISCIPLINARY APPEALS

- (a) All properly submitted Judicial Reviews on the matter of Membership Suspension or Membership Termination shall be heard by the Judicial Committee, with the Judicial Committee having no right to decline such Judicial Reviews.
- (b) The Judicial Committee shall not overturn a Membership Suspension or Membership Termination on the grounds of "other reasonable causes;" however, The Judicial Committee shall retain the right to provide advisory opinions on the merits of the specified causes.
- (c) Members who have their membership suspended or terminated shall have fifteen (15) calendar days from the date in which the suspension or termination passed to appeal the matter to the Judicial Committee; wherein, the appeal must be submitted in writing; and appeals that are received after this time frame shall be considered invalid, and the matter shall be considered closed and ineligible for any further consideration by the Judicial Committee.

SECTION 5 - OPINIONS

- (a) Members with the right to the judicial appeal process, or subordinate bodies of the Party may submit requests for Judicial Review to the Judicial Committee for advisory opinions, even if such Judicial Review is hypothetical or without a specific and/or resolvable dispute; wherein, the Judicial Committee shall retain the rights to decline the Judicial Review; and the opinion shall follow all other terms, provisions, and conditions of these Bylaws.

- (b) The Judicial Chair, or a Judicial Committee Member selected by the Judicial Committee Chair, may provide advisory opinions related to the matters, motions, resolutions, and/or business at hand, so long as the opinion is:
- i. topical and relevant;
 - ii. succinct and concise;
 - iii. confined and restrained to interpretations of these Bylaws and/or parliamentary procedures;
 - iv. without undue influence;
 - v. without interjection of personal opinion;
 - vi. without egregious delaying and/or hindering business or otherwise being unruly or dilatory; and
 - vii. with the consent of the acting chair of the meeting.

SECTION 6 - JUDICIAL PROCESS

- (a) Only matters originating within the past one hundred and eighty (180) days shall be eligible for Judicial Review and/or consideration by the Judicial Committee unless authorized by a $\frac{3}{4}$ vote of the Board of Directors or unanimous consent of the Judicial Committee.
- (b) All requests for Judicial Review to the Judicial Committee shall be received in writing, and shall adhere to the process prescribed in the Policy Manual.
- (c) The Policy Manual shall define the Judicial Review process and timelines; wherein the requirements shall include:
- i. within fifteen (15) days of the Judicial Committee receiving the request, the Judicial Committee shall determine if the Judicial Review is to be declined;
 - ii. If the Judicial Review is not declined, the Judicial Review process shall begin within fifteen (15) days of the decision to hear the Judicial Review;
 - iii. the Judicial Committee shall issue their opinion and/or ruling on the Judicial Review within fifteen (15) calendar days of the conclusion of the review and deliberation; and
 - iv. should the Judicial Committee fail to issue an opinion and/or ruling on Judicial Reviews related to the appeal of disciplinary actions, impacting an individual's membership rights, the disciplinary action shall be overturned.

SECTION 7 - AFFILIATE APPEALS & DISPUTES

(a) Disputes or appeals that have been unresolved at the Affiliate-level may be escalated to the LPPA Judicial Committee; wherein the appeal shall adhere to the requirements and constraints set forth within the Policy Manual.

SECTION 8 - RECUSAL

- (a) Judicial Committee members shall retain the right to voluntarily recuse themselves from the deliberation of a Judicial Review or hearing.
- (b) Judicial Committee members shall recuse themselves in Judicial Reviews in which they are: a party to the Judicial Review, a key witness of the Judicial Review, an immediate family member, romantic partner, and/or household member to an Interested Party of the Judicial Review, or a member of the Affiliate, in Judicial Reviews in which the Affiliate is an Interested Party to the Judicial Review.
- (c) In such instances in which a Judicial Committee member recused themselves from a Judicial Review, the Judicial Member shall be temporarily replaced for the duration of that Judicial Review, and the Judicial Vacancy process shall apply for the seating of that temporary replacement.

ARTICLE IX – BUSINESS MEETINGS

SECTION 1 - TYPES

(a) Business Meetings shall be categorized into the following types:

- i Regular Business Meetings;
- ii. Special Meetings, which may be further subcategorized as: Scheduled Special Meetings or Emergency Special Meetings; or
- iii. Committee Meetings.

(b) Committee Meetings shall be categorized into the following types: Regular Committee Meetings, Subcommittee Meetings, or Special Committee Meetings.

(c) All meetings of the LPPA, and any subdivision, affiliate, or subordinate thereof shall only schedule or hold meetings that, as best as reasonably possible, avoid major holidays or other logistically challenging dates and times; wherein, with consideration of the Party being a predominantly volunteer organization, meetings outside of generally recognized business hours are inevitable; however, meeting times shall be set for times to be generally considered “waking hours” (e.g., 9 PM is generally acceptable, while conversely, 3 AM would not be).

SECTION 2 - REGULAR MEETINGS

(a) Regular Business Meetings shall be utilized to conduct general business of the organization; wherein:

- i. the Board of Directors, Committees, and Subcommittees shall individually hold Regular Business Meetings at a frequency of their choosing, but no less than once every ninety (90) days;
- ii. Regular Business Meetings shall be scheduled in advance, with no less than thirty (30) days notice; and
- iii. in circumstances where a scheduled meeting requires rescheduling, the rescheduled date can be no sooner than fifteen (15) days from the originally scheduled date.

SECTION 3 - SPECIAL MEETINGS

(a) Scheduled Special Meetings may be utilized to conduct business outside of a regularly scheduled meeting; wherein:

- i. the purpose, topic, and scope of the meeting shall be narrowly defined;
- ii. advance notification of the meeting shall be provided, with a notification of no less than fifteen (15) days;
- iii. the Board of Directors may hold a Scheduled Special Meeting; wherein:
 - (1) the meeting agenda shall be set by the Executive Chair, Executive Vice Chair, or by $\frac{2}{3}$ agreement of the Board of Directors, with preference provided to the requester of the meeting when possible;
 - (2) a quorum of the Board of Directors must be present at the time of the meeting; and
 - (3) would quorum not be met at the scheduled time of the Special Board of Directors Meeting, the meeting can be called to order regardless of attendance seven (7) days after the initially scheduled date; and
- v. a Committee or Subcommittee may have a Schedule Special Meeting scheduled and called to order by the Committee Chair with a quorum of the meeting body present at the time of the meeting.

(b) Emergency Special Meeting may be utilized to conduct specific urgent business outside of a regularly, or existing, scheduled meeting; wherein:

- i. the purpose, topic, and scope of the meeting shall be narrowly defined to a single subject matter which is considered to be urgent;

- ii. the meeting agenda shall be set by the Executive Committee and outside of the defined agenda may, additionally, include only agenda items allowable by the Policy Manual:
- iii. advance notification of no less than twenty-four (24) hours shall be required, unless a quorum of $\frac{2}{3}$ of the meeting body is available to attend sooner;
- iv. an Emergency Special Meeting of the Board of Directors requires a quorum present at the time of the meeting and would quorum not be met at the scheduled time, the meeting can be called to order regardless of attendance seven (7) days after the initially scheduled date;
- v. an Emergency Special Meeting of a Committee or Subcommittee requires a quorum of the meeting body to be present at the time of the meeting and would quorum not be met at the scheduled time of the Special Committee Meeting, the meeting can be called to order regardless of attendance twenty-four (24) hours after the initially scheduled date.

SECTION 4 - AFFILIATE REPRESENTATION IN MEETINGS

- (a) Affiliate Councilpersons missing two (2) consecutive meetings of the Board of Directors shall be considered the decision of the Affiliate to decline representation at the Board of Directors, and the Affiliate Councilperson shall not be a factor for quorum or vote thresholds in subsequent meetings after the second missed consecutive meetings.

SECTION 5 - COMMITTEE MEETINGS

- (a) Committee and Subcommittee Meetings may be requested, scheduled, and called to order by the Committee Chair, the Executive Vice Chair, or $\frac{2}{3}$ of the Committee members
- (b) Committee and Subcommittee Meetings may be requested by the Executive Committee, the Board of Directors, another Standing Committee, or another Working Committee with consent of the Board of Directors.

SECTION 6 - MEETING ACCESS

- (a) All meetings within the LPPA, regardless of type, shall allow and provide virtual and/or remote attendance and participation; wherein:
 - i. virtual attendance may be suspended for a specific meeting if technical, logistical, or physical circumstances prevent virtual attendance and the suspension is passed by a unanimous motion of the Executive Committee or a $\frac{2}{3}$ vote is passed by the members in attendance at the meeting; and
 - ii. failure of a passing motion to suspend virtual attendance requires immediate recess until virtual attendance can be established and adjournment if virtual attendance remains inaccessible.
- (b) Meetings shall be open for viewership by eligible Members, however, such access shall not apply to portions of a meeting that may enter Executive Session as defined and constrained by the Parliamentary Authority of the organization.

SECTION 7 - EXECUTIVE SESSION

- (a) Executive sessions shall be limited to no more than two (2) forty-five minute sessions per meeting.

ARTICLE X – ANNUAL CONVENTION

SECTION 1 - TYPES

- (a) Defined as Annual Conventions, and referred to as Convention or the LPPA Convention, the conventions shall be categorized into Even Year Conventions and Odd Year Conventions.
- (b) The members with voting rights at the Convention shall be referred to as the Convention Delegates and, as a whole, shall be referred to as the Convention Body.
- (a) Even Year Conventions shall refer to conventions falling on a year that ends in an even number and shall be designated for internal LPPA Officer Elections and nomination of statewide and federal candidates for public office

- i. Executive Committee Officers and Candidates for Public Office shall be elected by the full Convention Delegation present on the Convention Floor at the time of the vote for each position;
 - ii. Regional Representatives shall be elected by those Convention Delegates residing in the respective regions of representation in accordance with the Convention Standing Rules.
- (b) Odd Year Conventions shall refer to conventions falling on a year that ends in an odd number and shall be designated for Amendments to the LPPA Bylaws, Statement of Principles, and Platform.
- (c) Off-Year Matters may be taken up during a year in which it is not designated as follows:
- i. An Off-Year item may be added to the Convention Agenda prior to its adoption upon a $\frac{2}{3}$ vote of Convention Delegates then on the Convention Floor
 - ii. An Off-Year Matter shall require a $\frac{3}{4}$ vote of Convention Delegates then on the Convention floor at the time the vote is taken and subject to quorum requirements.

SECTION 2 - AGENDA

- (a) The Credentials Report shall be submitted to, and approved by, the Convention Body before any other business may be acted upon.
- (b) All Convention Agendas shall include the items defined by the Policy Manual.
- (c) Alternative Agendas may be proposed to the Convention Body, so long as they are supplemental or additive to the required Agenda items as defined in the Policy Manual. However, no Agenda shall be approved until the Credentials Report is approved by the Convention Body.

SECTION 3 - PARTY OFFICE ELECTIONS

- (a) Party Office Elections and Debate shall adhere to the process defined by the Convention Standing Rules.
- (b) Notwithstanding anything to the contrary in these Bylaws, within twenty-four (24) hours of the close of the Convention, the Board of Directors shall be called to order for the first Meeting of the newly elected board; wherein the Board of Directors shall address any Position Vacancies, as prescribed in these Bylaws at the first order of business.

SECTION 4 - NATIONAL CONVENTION DELEGATION ELECTION

- (a) Defined as National Convention Delegation Election, National Convention Delegates shall be selected at the LPPA Convention for the National Convention of the LP of that same year.
- (b) National Convention Delegates shall meet and maintain, at the time of the LPPA Convention and up to and through the National Convention, the following requirements:
- i. be a Member of the LPPA with a Membership Classification of Voting Member;
 - ii. adhere, attest, and maintain the Membership Requirements; and
 - iii. meet the Convention Delegate Requirements of these Bylaws.
- (c) National Convention Delegates shall be selected by Approval Voting, unless an alternative voting method is selected by the Convention Body; wherein:
- i. the State Convention Delegates meeting the National Convention Delegate requirements may be included on the National Convention Delegation ballot;
 - ii. each State Convention Delegate may select, for approval, eligible National Convention Delegates;
 - iii. the maximum approvals allowed per ballot shall be the same as the maximum number of delegates afforded to the LPPA for National Convention;
 - iv. ballots which cast more than the maximum number of approval votes shall be considered invalid and therefore not counted in the vote tally; and

- v. in a situation where there is a tie between the top voter earner totals, or if any other dispute arises, the matter shall be brought to the Convention Body for resolution.
- (d) All Voting Members and Provisional Members who meet the National Convention Delegate requirements shall be authorized as an Alternate Delegate for the National Convention of the LP; wherein:
- i. would the Convention Body opt to define a ranked list of Alternate Delegates for the National Convention, those ranked alternates shall have first rights of refusal and priority as an alternate;
 - ii. Voting Members who meet the Convention Delegate Requirements shall be prioritized second only to any ranked alternates selected at the Convention;
 - iii. would a situation arise in which the LPPA has less than the number of delegates afforded to the LPPA for National Convention, and the list of Alternate Delegates for the National Convention and Voting Members who meet the Convention Delegate requirements are exhausted, any registered and enrolled Libertarians who reside in Pennsylvania shall be eligible to serve as an alternate National Convention Delegates;
 - iv. would there be any other vacancies of National Convention Delegates, temporary or otherwise, the remaining National Convention Delegates shall have the authority to designate alternates in accordance with the National Convention rules and any applicable local, state, and/or federal law.
- (e) The National Convention Delegates shall be represented by a National Convention Delegate Chair who shall be the Executive Chair as of the close of Convention, unless the Executive Chair is unable or unwilling to serve, in which case the National Convention Delegate Chair shall be selected by the National Convention Delegates prior to the opening of the National Convention by Plurality Voting.
- (f) The National Convention Delegates shall be assisted by a National Convention Delegate Secretary who shall be elected to this position for the duration of the National Convention by a majority vote of the National Convention Delegates at the National Convention.

SECTION 5 - GOVERNANCE AMENDMENTS

- (a) Defined as Convention Bylaws Amendment Requirements, Convention Statement of Principles Amendment Requirements, and/or Convention Platform Amendment Requirements:
- (b) Bylaws, Statement of Principles, and/or Platform amendments, modification, changes, or amendments, known simply as amendments, may be an order of business on the agenda of a convention under the conditions of the following process:
- i. amendments to the Bylaws, Statement of Principles, and/or Platform are submitted to the Governance Committee by January 1st of the year of the Convention for which these amendments may be eligible for inclusion on the agenda;
 - ii. the Governance Committee shall publish a report of these amendments to the general membership by February 1st of the year of the Convention; wherein, the report shall contain:
 - (1) recommended changes to the amendments received by Governance Committee;
 - (2) any additional amendments the Governance Committee wishes to present for consideration;
 - (3) the recommendations of the Governance Committee on the inclusion or exclusion of the amendments on the convention agenda, and justification of the decision; and
 - (4) a full unredacted copy of each amendment received by the Governance Committee.
- (c) The Convention Body shall retain the right and authority to consider additional amendments to the Bylaws, Statement of Principles, and/or Platform, that are brought to the Convention Body during the Convention, with a $\frac{2}{3}$ vote of the Convention Body.
- (d) Amendments to the Bylaws, Statement of Principles, and/or Platform may be considered, and may pass, at any Convention, regardless of type; wherein:

- i. Bylaws and/or Platform amendments shall require a $\frac{2}{3}$ vote to pass; and ii. Statement of Principles shall require a $\frac{3}{4}$ vote to pass.

SECTION 6 - RULES

- (a) Defined as Convention Delegate Requirements, delegates must be a Member of the LPPA with a Membership Classification of Voting Member and be properly credentialed and included in the most recent Credentials Report.
- (b) Convention shall be conducted in-person, however:
 - i. the Convention may allow viewership by alternative means, including public broadcast and/or the Digital Technologies as prescribed in these Bylaws;
 - ii. would the circumstances arise that a Convention cannot be held in person, due to legal, logistical, and/or force majeure reasons, the Convention may be held in a remote manner by utilization of the Digital Technologies as prescribed in these Bylaws.
- (c) The Membership Committee shall credential delegates and submit a Credentials Report to the Convention Body for review and Approval; the credentials delegates shall only include members meeting the Convention Delegate Requirements.
- (d) Any party member actively seeking any party office or candidacy to be filled at the convention may not serve on the Credentialing Committee in any capacity during their campaign, with the exception of delegates to the national convention.
- (e) The credentialing of Convention Delegates may be challenged by other Convention Delegates; however, such challenges shall only be in order if the challenge is related to the failure to meet or maintain the Convention Delegate Requirements, and should such a challenge pass, the matter shall immediately be reviewed by the Judicial Committee for ratification or overturning.
- (f) The Convention shall be chaired by the Executive Chair, as of the opening of Convention in accordance with these Bylaws, the Convention Standing Rules, Robert's Rules of Order as Newly Revised, and any other LPPA rules, policies or procedures.
- (g) None-of-the-Above (NOTA) is a valid voting option on any vote, ballot, or election that involves multiple choices as defined and prescribed in these Bylaws.
- (h) Any Party Office remaining vacant at the close Convention shall be filled by the Position Vacancy process as prescribed in these Bylaws.
- (i) Any Public Office remaining vacant at the close of Convention, shall be nominated by the Board of Directors.
- (j) Convention Delegates shall cast no more than one (1) vote on any motion, election, or business matter.
- (k) Notwithstanding anything to the contrary in these Bylaws, the Convention Body may elect to utilize any voting method, including Instant Runoff Voting (IRV), Approval Voting, Majority Voting, or Plurality Voting.
- (l) The Convention Body may choose to utilize electronic voting solutions or mechanisms, including digital methods, during the Convention so long as the implementation supports the requirements as prescribed in these Bylaws the Convention Standing Rules, and ensures voting is provided only to those who are in the most recent Credentials Report and still in attendance at the Convention
- (m) In the event that an Even Year Convention is postponed, delayed, canceled, and/or fails to conduct the business of electing any Party Officers (i.e., no Party Offices are filled), the current Officers (i.e., the Officers who would be in office at the opening of Convention) shall maintain their office only so far as to hold a proper and valid Convention; wherein the officers at the opening of Convention shall:
 - i. retain their positions and titles;
 - ii. be limited to conducting business exclusively related to maintaining party assets, executing directions of the Board of Directors, and holding a valid and proper Convention; and

- iii. the valid and proper Convention shall be as cost-effective as possible, may be conducted as permissible by the Digital Technologies prescribed in these Bylaws, and shall be scheduled as soon as possible to the originally scheduled Convention.

SECTION 7 - NOTICE

(a) Notification of the Annual Convention shall be made at least ninety (90) days before its commencement; wherein:

- i. posting the Notification of the Annual Convention on the main page of the LPPA website at least ninety (90) days before its commencement shall serve as official notification to the members of the Party that the Convention is scheduled.
- ii. the notification of the Annual Convention shall include the location of the Convention, the dates and times of the Convention, any relevant registration information for attendance to the Convention.

ARTICLE XI – NOMINATIONS OF CANDIDATES FOR PUBLIC OFFICE

SECTION 1 – NOMINATIONS

- (a) Only the Libertarian Party of Pennsylvania and its recognized county and multi-county affiliates shall have the power to nominate candidates for Pennsylvania elected offices under the "Libertarian Party" label.
 - i. Candidates for statewide office shall be nominated by delegates in convention for the ensuing election. In the absence of a Convention resolution not to run any candidate for an office, the Board of Directors shall have the power to nominate candidates for elections to be held prior to the next Convention for offices not filled in Convention and for statewide special elections with filing deadlines prior to the next convention.
 - ii. Candidates for district and local office shall be nominated by recognized county or multi-county affiliates in good standing. Congressional and state legislative candidates in districts comprising more than one county or multi-county affiliates jurisdiction shall be selected by a regional caucus of the recognized county or multi-county affiliates in the district.
 - iii. At the request of a Party member in good standing from an area in a multi-county election district having at least one recognized county or multi-county affiliate but not included in a recognized county or multi-county affiliate, the Executive Committee of the Board of Directors may represent Party members not represented by a county or multi-county affiliate in the regional nomination caucus. In such cases, the Executive Committee shall have one vote in the caucus regardless of the number of counties without a recognized affiliate in the district.
 - iv. In the event of a tie vote in a regional nominating caucus, the tie will be broken by a vote of the LPPA Board of Directors.
 - v. In the absence of any recognized county or multi-county affiliate in an election district or county, the Board of Directors shall have the power to nominate candidates for any public office with the advice of members in that election district or county.
 - vi. The Board of Directors shall have the power to nominate candidates for district and local special elections if county or multi-county affiliates fail to act and do not indicate an intention to act on a nomination within two weeks of a filing deadline, nominate substitute candidates as provided in the state election code, and select individuals whose names are to appear on statewide nominating petitions as proxies for President and Vice-President.
 - vii. The Libertarian Party of Pennsylvania or the LPPA Board of Directors shall have the power to withdraw the Party's endorsement or nomination of candidates for cause, by a $\frac{3}{4}$ vote of the entire Board of Directors.

SECTION 2 – PRESIDENTIAL ELECTORS

- (a) The Board of Directors shall have the power to select Presidential Electors.

SECTION 3 – COMMITTEE TO FILL VANCANCIES

- (a) The Board of Directors shall have the power to name individuals to serve on the Committee to Fill Vacancies when required by law.

ARTICLE XII – VOTE OPTIONS

- (a) In all meetings of the LPPA, including the Convention, None-of-the-Above (NOTA) is a valid voting option on any vote, ballot, or election that involves multiple choices; wherein:
- i. NOTA is not an abstention, but an affirmative vote for none of the provided options;
 - ii. NOTA shall only be interpreted as none of the provided options, and only those specific options listed on the ballot or voting options, and shall not be interpreted as “none at all” or any other alternative interpretation;
 - iii. in a circumstance where a Party Office candidate loses to NOTA, the candidate shall be ineligible for that position for the remainder of the term of office for which the vote was resolved and, therefore, cannot be seated in that office through Position Vacancy or other processes for that term;
 - iv. in a circumstance where a Public Office candidate loses to NOTA, the candidate shall be ineligible for that position for the remainder of the election cycle for which they lost to NOTA and, therefore, cannot be nominated to that position through appointment by the Board of Directors or other processes for that election cycle; and
 - v. in a circumstance where a resolution or motion loses to NOTA, the losing options shall remain an option in future motions, resolutions, votes, or decisions.
- (b) Excluding specific conditions to the contrary in these Bylaws, an abstention indicates no preference when cast in any vote, ballot, or election that involves multiple choices and such abstentions shall not be considered an affirmative vote for the Party to not make any selection whatsoever.
- (c) Excluding positions or elections required by these Bylaws, an affirmative resolution may be passed to not select, nominate, or elect any individual, at all, for a given vote, ballot, position, role, or election.
- (d) Excluding specific conditions to the contrary in these Bylaws, any vote, ballot, or election that involves multiple choices shall allow write-in options.

ARTICLE XIII – AMENDMENTS

- (a) Excluding changes approved through an Annual Convention, these Bylaws may only be amended to become compliant with a legally binding court order, or to become compliant with local, state, and/or federal law; and in such case, the amendment must include changes only related to the legally binding court order or local, state, and/or federal law, and shall be of the narrowest change possible to meet such conditions; wherein such cases, these Bylaws may be amended by a $\frac{3}{4}$ affirmative vote by the Board of Directors.
- (b) Notwithstanding anything to the contrary in these Bylaws, the Executive Secretary may, upon the successful passing of a Bylaws Amendment, modify the headings and clause numbering contained herein for legibility and clerical purposes without such changes having been explicitly included in the Bylaws Amendment, so long as such alterations do not result in material changes to the intents and purposes of the Bylaws Amendment.
- (c) Subsequent to the valid amending of these Bylaws, regardless of cause or nature, the Executive Secretary shall file a copy of the Bylaws of the organization, within seventy-two (72) hours of the passing of the amendment, in the office of the Secretary of the Commonwealth.

ARTICLE XIV – ELECTRONIC SIGNATURES

- (a) Notwithstanding anything to the contrary in these Bylaws, wherever a signature is referenced within these Bylaws, it shall be accepted to include handwritten, digital, and/or electronic signatures.
- (b) Members of the organization agree that to the extent they sign electronically, their electronic signature is the legally binding equivalent to their handwritten signature with the same validity and meaning as their handwritten signature. Members agree they will not, at any time, repudiate the meaning of their electronic signature or claim that their electronic signature is not legally binding. Members agree not to object to the validity of an electronic record, or a paper copy of an electronic document, or a paper copy of a document bearing an electronic signature, on the grounds that it is an electronic record or electronic signature or that it is not in its original form or is not an original.

ARTICLE XV – DIGITAL TECHNOLOGIES

- (a) Notwithstanding anything to the contrary in these Bylaws, meetings of the organization may be conducted by digital and/or electronic means, including Video Conferencing, Telephony Conferencing, Text-Based Communication Platforms (i.e., Instant Messaging Chat Rooms), interactive near-real-time virtual meeting solutions, or other digital solutions that are near-real-time and synchronous.
- (b) Notwithstanding anything to the contrary in these Bylaws, voting within the organization, its meetings, and organizational units may be conducted by digital and/or electronic means, including Video Conferencing, Telephony Conferencing, Electronic Mail, Online Voting or Polling Solutions, Text-Based Communication Platforms (i.e., Instant Messaging Chat Rooms) that are near-real-time and synchronous, interactive near-real-time virtual meeting solutions, and other asynchronous communication solutions that are trackable and reportable.
- (c) Notwithstanding anything to the contrary in these Bylaws, the Party shall select and adopt one or more official communication methodologies, which shall be documented in the Policy Manual of the Libertarian Party of Pennsylvania.

ARTICLE XVI – PRIVACY

- (a) The organization, and organizational subsidiaries and affiliates, shall respect the privacy of Members to the fullest extent possible while adhering to local, state, and federal laws and providing the means to conduct organization business and protect the organization's interests.
- (b) The organization shall define a Privacy Policy; wherein:
 - i. the collection, use, and/or disclosure of personal information of Members shall be limited to business-related purposes; provided, however, the Party may disclose such information to any party as necessary in the ordinary course of business to carry out the purposes for which such information was disclosed to the Party; and
 - ii. the Member may voluntarily disclose, share, or otherwise make available personal information for the purposes of Marketing and/or other non-business activities.
- (c) The Party reserves the right to contact prospective, current, former, suspended, terminated, and/or past Members for non-marketing purposes (i.e., membership purposes, meeting notifications, other business functions, and/or other administrative actions). Wherein the communication may be conducted by written notification, phone call, text message (i.e., SMS/MMS), electronic mail, postal mail, process service, and/or other reasonable means, and in certain circumstances, the Party may use websites, newspapers, and/or other public means to post a notice.

ARTICLE XVII – PARLIAMENTARY AUTHORITY

- (a) The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the LPPA in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any special rules of order the LPPA may adopt.

ARTICLE XVIII – SEVERABILITY

- (a) In case any provision in these Bylaws shall be invalid, illegal, or unenforceable, the validity, legality, and enforceability of the remaining provisions shall not in any way be affected or impaired thereby, and such provision shall be ineffective only to the extent of such invalidity, illegality or unenforceability.

ARTICLE XIX – INDEMNITY

- (a) As allowed by law and the state certifications of the LPPA, the organization shall indemnify, defend, hold harmless, and advance expenses to board members, officers, directors, employees, and officially recognized volunteers from and against all liability, loss, cost, fees, or expense by reason of liability imposed upon the organization, arising out of or related to organization's activities occurring prior to such time Indemnitee ceases to be a board member, officer, director employee, officially recognized volunteers, or member of the organization, whether caused by or contributed to by the members or any other party indemnified herein, unless caused by the sole negligence of the member or any other party indemnified herein.

(b) The organization may maintain insurance, at its expense, to protect itself and any such person against any such liability, cost, fee, or expense.