

September 15, 2023

Dear Members:

I am writing to you about the future of Novato Republican Women as it relates to our membership in the California and National Federations of Republican Women. **We will be voting at the October 17 luncheon whether to withdraw from the Federation.** In this letter, I will do my best to present a dispassionate description of the reasons we have come to this unfortunate point, and the pros and cons of our options.

Background

Janet Price was elected President of the CFRW at the biennial Convention in October 2021. A year later, on October 29, 2022, nine of the 17 members of the CFRW Executive Committee removed her from office. She had been given no prior indication that her performance as president was lacking nor was she informed of the charges against her. Ms. Price sought an opinion from James Stewart, a registered professional Parliamentarian, who had advised the CFRW on its reorganization bylaws in 2019. In Mr. Stewart's opinion, the ouster group had no authority under the CFRW bylaws to remove Ms. Price and thus their actions were void. Ms. Price sued the CFRW for reinstatement of her position. That litigation is ongoing.

The ouster group has named Mary Ervin as president of CFRW. This group has acted to permanently ban Ms. Price from membership in CFRW, along with other former officers who refused to go along with the group's actions. In addition, they want Ms. Price banned from the CAGOP. Since November 2022 they have continually disparaged Ms. Price and those who support her in emails that reach more than 5,000 recipients. The ouster group will continue to control the CFRW in 2024-25. They have nominated themselves for all but one of the elected leader positions and will likely be elected at their Convention October 13-14 in Sacramento.

Argument in favor of leaving the Federation

While the actions taken by the ouster group were not in accordance with CFRW bylaws and Robert's Rules of Order, they more importantly showed a profound lack of judgment, especially at a time when the California GOP faces such difficulty in getting good

candidates elected. Several clubs who paid minimal dues during the worst of the chaos early this year, when we did not know who had control of the bank accounts, have been ousted from CFRW, including 13 of the 17 clubs in the Central Valley. CFRW membership has dropped from nearly 12,000 in 2021 to slightly more than 5,000 this year, with more clubs leaving every month.

Our club and many others contacted the NFRW, requesting intervention or mediation. The NFRW never responded to any club's complaints except to tell us they would not get involved. But they removed (or allowed to be removed) Ms. Price's name and photo from the NFRW website in mid-November 2022, replacing it with Ervin's. It has come to light that the NFRW, despite claiming that this was a state dispute in which they would not get involved, backed the ouster group from the beginning.

Given the ouster group's actions and continuing efforts to remain in control, it appears the year ahead will be another difficult and contentious year for club leaders. With so few members, the CFRW cannot offer much in the way of useful programs; our club has not taken part in any CFRW programs for some time.

Of our \$40 dues, \$20 goes to the NFRW, and \$7 to CFRW. Our own Novato club keeps only \$13. We question the value of the more than \$4000 in dues money we send to NFRW when they refused to intervene or respond to a bylaws violation and action against someone who had not committed any illegal, immoral or unethical offense. And they lied to us saying they would not get involved when in fact they took sides.

Current NFRW and CFRW bylaws prevent us from having non-Republicans speak at our meetings, meaning we cannot ask any of our local elected officials to speak, nor any Independents. We are prevented from welcoming into membership those who have applied for, but not yet been granted, US citizenship. CFRW's events have become prohibitively expensive to attend: if we were to send our full complement of eleven delegates to October's Convention, the registration fees alone would cost more than double our yearly budget for such events. Their reporting requirements are onerous, and their expectations of membership growth are frankly unrealistic.

Our hard-working board voted unanimously on September 5 to bring the question of withdrawal from the Federation before the membership.

Argument against leaving

There is a certain amount of prestige and clout in belonging to a larger state and national group. Having contacts across the state is useful. We all like receiving the legislative

analysis provided by the CFRW, and several of the NFRW training programs have been helpful to me personally.

There would be several administrative steps necessary to withdraw from the CFRW and re-form as an independent club. Expenses involved would be new stationery, promotional brochures, a revamped website. We have ways to minimize the expense, but it would still be an expense. Finally, there is sentiment: we have been a Federated club since 1962.

Golden State Republican Women

Many of the clubs that have been ousted or have withdrawn from the CFRW are working actively to form a new state-wide Republican women's organization, to be called the Golden State Republican Women (GSRW). The Golden State group's goal is to be an alliance of independent Republican women's clubs who wish to be part of a larger organization, with minimal top-down direction. They envision member clubs as having the autonomy to create their own bylaws, set their own rules and select their own speakers. They will provide speaker events, legislative analysis, leadership training and mentorship, and help with member clubs' publicity. Dues have been set at \$15 per individual. Mary Raub and Mary Nielsen are both on the Planning Committee for GSRW, and report that the group is full of positive energy and great ideas which could really benefit our club. The group will not be fully functional until January 2024, but it looks very promising.

Additional documentation of the actions and communications from CFRW leaders has been compiled by Mary Raub since October 29, 2022 and will be available for you to read on the website at www.NovatoRWF.org. You will need your password to access the member only section. As mentioned above, we will vote on October 17 whether to leave the Federation and become independent. If any member has questions or would like to have further discussion, I am holding two extra meetings:

September 25 from 10:00-11:00 am at Carol Smith's house (401 Fairway Drive, Novato) and October 9 from 5:00 to 6:00 pm at my house (2260 Center Road, Novato).

Kind regards,
Tief Gibbs-Jensen NRWF President

Feel free to review the attached compilation of documents from the last year regarding this issue.

Attachment to email sent to Region 1 presidents
Oct. 31, 2022



CFRW BULLETIN

This was the announcement the coup had occurred. No standing committee chairmen, club presidents or members had a clue there was a problem of any kind.

Effective October 29, 2022, by unanimous vote, Janet Price has been permanently removed as President of the California Federation of Republican Women along with her authority to exercise administrative duties conferred by the CFRW Bylaws.

Please feel confident that the CFRW Executive Committee is continuing with the business of our organization and that a new President will be in place, according to CFRW Bylaws and Robert's Rules of Order, as soon as possible.

From: Annette DeModena

Sent: Monday, October 31, 2022 1:29 PM

To: fritzsims@suddenlink.net; annettemshort@gmail.com; mbingvoldst@aol.com; karenpowers7@icloud.com; srrwfsandy@sonic.net; tief@sbcglobal.net; video201@aol.com; helen@hrwines.com; mary.grove@icloud.com; limalin1516@yahoo.com; doris@dorisgentry.com; Camille LaSardo

Cc: Annette DeModena

Subject: CFRW Bulletin There's not much I can officially add. I'll generally try to share what I can. Nov. 13 I'll plan a mtg@4:00 on my free Zoom.



This document lists the charges against Janet and rebuttals to those charges.

California Federation of Republican Women

November 22, 2022

To: CFRW Board of Directors (voting members)
Club Presidents (voice/no vote)
Special Committee Members

Please read this very important information on the attempted illegitimate removal of duly elected CFRW President Janet Price. Also included by attachment is the opinion from respected Professional Parliamentarian James Stewart.

As many of you now know, on October 24, 2022, nine members of the CFRW Executive Committee signed an email addressed to California Federation of Republican Women President Janet Price asking that an Executive meeting be scheduled for Oct. 29, 2022 to remove President Price from office. At no time prior to receiving this email did these people contact President Janet to complain about any of her actions or performance. President Price replied she would be happy to call such a meeting after the midterm election, as she had grave concerns about such a meeting disrespecting the significant time and effort our women volunteer for their candidates and issues. She and other members of the Executive Committee also requested, multiple times, a copy of "causes of action". These requests were refused.

For the sake of transparency, we think it is important for you to have as much

information as possible to make informed decisions. **Please remember that an opinion by a professional Registered Parliamentarian has said the actions of this committee are null and void.** (Please see the attached Parliamentarian's opinion)

President Janet Price was not given a legitimate opportunity to review or reply to the accusations against her. The group held the meeting on October 29, 2022, and this small number of Executive Committee members voted to remove President Janet out of office without the authority to do so. Only after they took this action was Janet made aware of the causes of action.

At this meeting, Region 3 Director Bunny Hacker read portions of what the minutes refer to as "RONR," a citation used in reference to *Robert's Rules of Order, Newly Revised*. Citing "RONR 62:1, Removal From Office and Other Dereliction of Duty in office or Misconduct," Ms. Hacker stated her opinion that the language of the CFRW ByLaws Article VII, Section A (5) complied with "RONR 62:16, Removal From Office," and then moved to:

"Permanently remove the President from office and remove her authority to exercise administrative duties conferred by CFRW ByLaws."

The motion was seconded by Region 1 Director Annette De Modena. The minutes state that a discussion occurred, and the motion was adopted "by unanimous vote of 10 members present." However, the business conducted at this meeting was invalid, and therefore the results are "Null and Void" (RONR 49:7 "No action of the board can alter or conflict with any decision made by THE ASSEMBLY of a society, and any such action of the board is null and void.")

Below you will find examples provided for the causes of action (in bold type), and responses to those charges by President Janet Price and members of the CFRW Executive Committee who disagree with these actions and allegations. They were separated into 5 categories:

1. Examples of CFRW Restructure and ByLaws Violations
2. Lack of Leadership – Example;
3. Instability of Executive Committee – Examples;
4. Lack of Transparency is also a Problem; and
5. Committing Funds Not in the Budget without [*sic*] Executive Committee Approval.”

Please carefully read all of our rebuttals to the charges levied against President Janet Price as shown below.

Best regards,

JANET PRICE, CFRW President

GRETCHEN COX, CFRW 1st Vice President

NANCY WOFFORD, CFRW 3rd Vice President & Region 5 Director Pro Tem

TAMMY GALT, CFRW 4th Vice President

BARBARA HALLMEYER, Region 4 Director

VALERIE EVANS, Region 6 Director

VALERIE EMICK, Region 7 Director

SHERRY GILLIS, Website Manager

GC:SG

Attachment

1. **Examples of CFRW Restructure and Bylaw Violations** (The eight “Examples” curiously consist, in fact, of only three allegations which pertain to the CFRW ByLaws. The remaining six are not mentioned in and cannot be found in the CFRW ByLaws).
 - a. **Our Regional Directors are to report directly to the President [*sic*]. Article VII, Sec. B (1) They are the liaison between the**

executive committee and our clubs, but there has been little leadership/direction/planning meetings provided from the President [sic]. This also is the reason why the new RDs for 2022 have very little experience with closely working with this President [sic].

- i. President Price requested from the beginning to be included in all RD meetings. Not all RD's have invited President Janet to participate.
- ii. President Price has been invited by and attended most RD President meetings.
- iii. President Price welcomes any chance to interact with RDs and club presidents and has never turned down any invitations extended to her nor has she turned away any calls.
- iv. President Price personally telephoned nearly every club president in every Region and encouraged each one to attend our conference.
- v. President Price takes every opportunity to form relationships with members of the Federation.
- vi. Ms. Hacker restates Article VII, Section 12(E) but gives no measurable or quantitative indication of what is "little leadership." President Price's efforts, to date, have been appropriate and effective, especially in comparison to what occurred before her term began.

b. The 3rd Vice President's responsibilities include all Campaign Activities, yet the 1st Vice President chaired the Candidate Series. This is the first of several blatantly false statements made in Ms. Hacker's document.

- i. The CFRW ByLaws Art. VII, Section 4(a) states the Third Vice President shall have oversight of the political activities including ... Campaign Activities ... Having "oversight" does not mean fulfilling every task herself. Completion of tasks

are delegated and the Supervisor oversees their successful completion.

- ii. 3rd Vice President Nancy Wofford ran the majority of the Candidate series Zoom meetings, including booking most of the candidates.
- iii. 3rd Vice President Wofford requested 1st Vice President Gretchen Cox fill in as host for one of the zooms when Nancy had a scheduling conflict.
- iv. Delegation and assistance as needed is part of any team activity.

c. **The 3rd Vice President is assigned oversight of the NFRW Achievement Awards, yet the Marketing and Publicity Chair was given the assignment to build the team.** It is a false allegation that President Price committed a bylaw violation as the result of this set of facts.

- i. Article VII, Sec. 4(d) mandates that the 3rd Vice President shall assist the President with oversight of the NFRW Achievement Awards. Ms. Hacker seeks to mislead by alleging instead that “the 3rd Vice President is assigned oversight of the NFRW Achievement Awards.”
- ii. CFRW Past President Sue Blair suggested that Marketing and Publicity Chair (Ana Mendez) be asked to put together a team for Achievement Awards as she had done the previous term.
- iii. President Janet Price conferred with 3rd Vice President Nancy Wofford regarding the makeup of the team and agreed on proposed team members.
- iv. 3rd Vice President Wofford introduced them at the State meeting in October 2022.

d. **The 2nd Corresponding Secretary (Ex Com) for the year is being directed by the Website Manager (BOD) and Registration Chair.**

- i. Simplifying of tasks was shown to Ms. Miskanian who was new to the position by those with whom she would be working.

- ii. Performing new duties efficiently and with ease makes our volunteers more effective at their jobs. Which CFRW bylaw has been violated where one CFRW member attempts to show a new officer with how to perform her new duties?
- e. **The Webmaster is doing work that should be assigned to the Membership Secretary, Corresponding Secretary and Registration Chairman.**
 - i. What "work" belonging to the Membership Secretary or the Corresponding Secretary or the Registration Chairman is being done by the Webmaster in violation of which bylaw provision? There is no credibility assigned to a mere spoken allegation. Elements of a specific bylaw provision must specifically be shown in order to constitute a violation of that provision. Here, no specific acts are alleged and so no justification or defense can be presented.
- f. **Our Registrar is being asked to write job descriptions/duties for a Special Committee/Technology.**
 - i. Again, what bylaw provision or standing rule does Ms. Hacker claim is being violated? President Janice Price asked the CFRW Registrar, Sylva Martayan , to call a Zoom meeting of the CFRW Tech Committee and organize communication and 'who is doing what.' President Price did not ask and has not asked Sylva to write their job descriptions.
- g. **NDA's required for access to our website, but President Price wishes to dispense with them.**
 - i. Janet Price has never stated she wishes to dispense with NDA's.
 - ii. No CFRW Bylaw or Standing Rule or Policy and Procedure is cited as authority to claim Ms. Price has committed any violation.
 - iii. In a matter as serious as removing an officer from her position, personal opinion and groundless statements are not valid and

cannot be believed to be acceptable accusations against another individual.

- h. **Our President wants to assemble “informal teams” to do things like write the president’s agenda and compile program information for the printer, but these duties are already assigned in our ByLaws or Robert’s Rules. In addition, Roberts [sic] Rules states that if our ByLaws empower the president to appoint special committees (which ours do), she is not authorized to appoint other committees on her own initiative. (56:46)**

- i. Collaborating with others on any agenda for meetings and conferences is traditional in any organization.
- ii. Once again, Ms. Hacker accuses President Price of violating CFRW ByLaws regarding “duties ... assigned in our ByLaws” but fails to inform President Price as the accused or the leadership and members of CFRW where in the CFRW ByLaws these unnamed duties are “assigned.”
- iii. It is impossible to answer the several accusations lodged by Ms. Hacker and the opposition group members who follow her when no source of authority for their accusations can be found. Violations are not possible to be committed if no specific rules can be named.
- iv. Nowhere in the CFRW ByLaws does it state the CFRW Parliamentarian must review meeting programs before printing.

2. Lack of Leadership Examples

- a. **All communication to the Exec. Comm [sic] is supposed to come from the president and no one else should send or instruct the executive committee but the president. This operational tenet is how CFRW runs it’s [sic] organization professionally and has been adhered to for decades. [Ms. Hacker here inserts “(2:25-Customs)” without stating what this**

insertion is meant to stand for or from where this insertion is found.]

(2:25-Customs) In some organizations a particular practice may sometimes come to be followed as a matter of established custom so that it is treated practically as if it were prescribed a rule [sic]. Instead, under President Janis Price, job assignments and communications come from every direction, rarely from the president. The business of running the organization is not consolidated to the president causing chaos and confusion.

- i. Assuming if Ms. Hacker's unidentified citation regarding "customs" is from the current edition of *Robert's Rules of Order, Newly Revised*, it is first important to point out that it would seem that decisions to remove from office the duly elected president of an organization the size and longevity of the CFRW should never be based upon practices or customs that are nowhere memorialized for all members to access and to become aware of. That said, to be an enforceable practice or custom, fairness and due process would, in the least, call for others from past or former leadership positions to verify that, in fact, the customary practice being proffered by an accuser is recognized as such by those in leadership within CFRW. The most important consideration here, though, is that the accuser is able to state not one act committed by President Price that constitutes an actual violation of this supposed customary practice. An accused is not guilty simply because a peer claims, that ob assignments and communications come from every direction." *What job assignments "have come from every direction?" Which communications "come from every direction?"* What can the opposition group followers point to with specificity that

President Price is guilty of doing that has resulted in “chaos and confusion?” It is not unusual for input to come from multiple people when working in a committee.

b. Regional Directors receive direction and requests from special committee members, having heard nothing on the topic from the president.

- i. Reality and experience have taught that such a practice is a very large waste of the time and talent of those selected to oversee various different tasks in an organization as large and geographically vast as the CFRW.
- ii. President Price has attempted to institute her attendance at Regional Director meetings at which she could easily communicate directly on any topic, but only some of the Region Directors are complying.
- iii. Why would an organization of volunteers prefer to invest committees of specialized performances in different areas with the task of perfecting their task performance in the most efficient manner, then forbid flowing communication between members and that expert committee? With the CFRW ByLaws placing on the CFRW Executive Committee and Board of Directors all levels of leadership within the organization who will be made aware of and hear of requests from CFRW committees as the committees seek to accomplish their goals, why place another time-consuming restriction on leadership by requiring everyone to not move until every committee plan, etc. is heard from the mouth of the CFRW President?

c. Regional Directors have very little exposure to president to discuss business.

- i. President Price has always made herself available for calls, etc. and has never said “no” to an invitation or request to meet or speak. All Executive Committee meetings and Board of Director meetings have been held as always in the CFRW.

- d. **Standing Chairs are directly making requests from clubs.**
 - i. Standing Chairs frequently communicate with clubs in the performance of their assignments. Often direct communication is far more efficient and less prone to misinterpretation in accomplishing our goals. If there were complaints about this type of communication, they should have been made to President Janet directly.
- e. **Our President will only hold executive meetings if a vote or approval is required. One recent example, a request by EC member for an ExCom meeting on a certain topic, and it was held six weeks later when she was out of the country. And just this morning, her failure to show up and Chair this meeting, as required, is not only a failure of leadership but dereliction of her duty as prescribed in our ByLaws**
 - i. As to the first charge, we need more specificity to answer this.
 - ii. Due to the size of our Executive Committee, it is not always efficient to have every EC member on a zoom meeting.
 - iii. The zoom meeting on Oct. 29 was improperly called and violated our ByLaws, therefore it was not in the best interest of CFRW to attend this meeting.

3. **Instability of Executive Committee – examples.**

- a. **President Janet has requested 4 resignations in 10 months: Ingrid Lake, Barbara Hallmeyer, Sue Blair and Sandy Rains. This does not make for a stable CFRW.**
 - i. Past President Sue Blair recommended that Janet ask Ingrid Lake to resign as 1st VP because she was not actively doing the job. Janet had hoped to reassign Ingrid to keep her on the Board, but Ingrid refused at the time.
 - ii. No one ever asked Barbara Hallmeyer to resign. Barbara is still our Region 4 Director.
 - iii. Sue Blair chose to resign at our Executive Committee meeting in Burlingame.

- iv. Sandy Rains **MUST** according to CFRW bylaw violation (Article V-Ethics, section 1) and this has also been reaffirmed by the NFRW Parliamentarian because she **CHOSE** to endorse a Republican candidate against other Republicans in a local city council race.
- b. **Resignations submitted this year = 5. Our 1st VP, two corresponding secretaries, our Parliamentarian, and our ByLaws Chairman.**
 - i. The Parliamentarian advised President Janet to request 1st VP's resignation.
 - ii. CS, who was brought in by 1st VP, resigned one day after 1st VP and she noted in her resignation that she had only taken the job on a temporary basis.
 - iii. Sue Blair chose to resign.
 - iv. ByLaws Chair chose to resign.
 - v. The second CS withdrew her resignation.
- c. **Losing one executive officer is enough to overcome. This instability of the executive committee, at the least, requires introspection. It is the leader's responsibility to get along with different personalities- it is not the other way around. We should all be concerned that this many senior and experienced CFRW leaders have resigned because of this president's lack of respect for ByLaws, leaving us without their historical knowledge being brought forward, and with a lack of experience on the CFRW Executive Committee when inexperienced replacement are appointed to take their place.**
 - i. The parliamentarian and ByLaws chair resigned by choice, therefore depriving CFRW President and EC of their shared years of experience and knowledge. They created the lack of experience issue.

ii. The President has, and is, reflecting on the circumstances leading to these resignations and is developing procedures to minimize these issues.

d. **The number of resignations alone is reason enough to remove our president.**

4. Lack of Transparency is also a problem

a. **This President allowed a new 2023 contract (not continuation) signed by Marianne Raia before consulting with or making Hiring and Firing committee (Pres. and 4 VPs) aware. Thousands of CFRW \$\$ were committed. ByLaws were blatantly broken here.**

i. The new contract with Marianne for her continuing employment parttime into 2023 was fully drawn up by ByLaws Chair Lorie Noble and Sue Blair. This contract does not take effect until January 2023 and will be one of the first orders of business for our Hiring Committee. Data Manager Marianne Raia is aware that we must take this to the Hiring Committee and then to the EC for finalization.

b. **A Resignation letter from our 2nd Corresponding Secretary this year, dated Oct. 1, was submitted to our President, but never mentioned at the EC meeting on Oct. 14. I just learned yesterday that this same CS has since agreed to stay on, but “only to show up and vote, but not to do any of the work”, as a favor to our President!**

i. CS Elena Mishkanian did submit a resignation to President Price, but then withdrew it when a suitable working partner was found. There was no reason to bring this up at the EC meeting. In the interest of transparency, President Price had an explanation on the agenda for the October 13th EC Meeting. Unfortunately, the events of that meeting did not allow all business to be completed.

- c. **Our Webmaster's letter from mid-July asking for \$46,000.00 starting January 1, 2023 has yet to be discussed.**
 - i. This item needs to go to the hiring committee and then brought to the EC for discussion and confirmation. In the meantime, our webmaster is willing to reassess this request. It is important to note our webmaster not only builds and maintains our website but also manages all social media platforms.
 - ii. This item was also on the October EC meeting agenda and had been reduced to \$22,500.00 by the Web manager, but the EC had no time to address it.
- d. **Our president goes around our parliamentarian and our ByLaws chair in order to ignore ByLaws, protocol and customs.**
 - i. Although President Price has relied heavily on our Parliamentarian and ByLaws chair during her first year, the president has the right to accept the parliamentarian's advice or NOT. There is no obligation to do so. It is the parliamentarian's job to remain silent until asked by the President for advice. A leader that is not free to ask for a second opinion, when clarity is needed, is being limited in their ability to their job.
 - ii. RROO 47:54 "After the parliamentarian has expressed an opinion on a point, the chair has the duty to make the final ruling and, in doing so, has the right to follow the advice of the parliamentarian or to disregard it."
- e. **Our President asked for the 10/14/22 minutes to share with "her parliamentarian" when we don't have a new parliamentarian; vote on motion to accept resignation of current parliamentarian failed on 10/14! No replacement has been proposed.**
 - i. The Recording Secretary's job is to record the minutes of every meeting and present them to the EC as soon as

possible. The President is entitled to these minutes, but the Recording Secretary has refused to send them.

- ii. When there is a vacancy for Parliamentarian, the NFRW Parliamentarian is called upon for advice.
 - iii. When an officer presents a resignation to the Executive Committee there is there is no motion, no vote, no discussion. It is accepted.
- f. **Our President says she is “working with our newsletter editor, but we don’t have a newsletter editor, as the vote to approve her appointment failed on 10/14!**
- i. In the EC meeting on October 13th, the Recording Secretary assured me that every name that was presented for approval had enough votes to pass. She assured me there was a quorum. On Saturday, I introduced our new newsletter editor to all the EC, BOD and club presidents who were excited to have this position now filled. The Recording Secretary was there and observed my introductions. No objection.
 - ii. To date I have not received the minutes of the Friday, Oct. 13 EC meeting.
- g. **Overall, our president neglects to share CFRW business at EC meetings (only holds EC meetings when she’s seeking approval votes).**
- i. Previously addressed.

5. **Committing Funds Not in Budget without Executive Committee**

Approval

- a. **Our president approved money NOT ALLOCATED IN THE BUDGET to be spent on a Membership Contest without regard for the Budget or the Treasurer and without permission from the executive committee.**
 - i. Valerie Evans- Region 7 Director - “This is false. I remember Sandy Rains bringing up her membership contest idea at the July Conference, and the Executive Committee having a

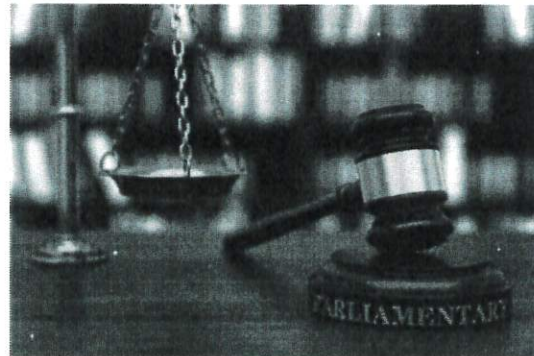
discussion about money for the contest. It has long been a practice of CFRW to hold a membership contest.”

- ii. Just prior to our meeting at Harris Ranch in July, 2022, the treasurer, Lydia Kanno, assured the EC and our 2nd VP, Sandy Rains, that she had the money she desired to present to the winning clubs.
- iii. President Price has never included items in the board agenda unless they were approved in the budget.

This concludes the rebuttals to the accusations made against President Janet Price by Bunny Hacker, Region 3 Director, which were the cause of their illegitimate motion on October 29, 2022. Thank you for reading this. We wish you a Happy Thanksgiving!

A Professional Opinion

James Stewart, "Mr. Parliamentarian," specifically addresses the legitimacy of the attempted actions to remove our duly elected CFRW President.



Keep Reading

Janet and team asked a professional registered parliamentarian to review ~~the~~ and assess the CFRW and NFRW bylaws and write an opinion. He is a neutral party. His opinion follows on the next 4 pages.

MR. PARLIAMENTARIAN
JAMES H. STEWART. PRP
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818 892-9478, cell 818 259-1321
Email: jhstew@earthlink.net,
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PARLIAMENTARY OPINION

**The following is a
PROFESSIONAL PARLIAMENTARY OPINION
Of
JAMES H. STEWART, PRP**

**Prepared for: California Federation of Republican
Women (CFRW) President Janet E. Price**

Requested By: Janet E. Price

Date: November 16, 2022

Statement of Qualifications:

I am a member of the National Association of Parliamentarians since 1994, and received the designation of Professional Registered Parliamentarian in 1999. I was re-certified in 2003, 2011, and 2017. Re-certification is required every 6 years. Please see my website at www.mr-parliamentarian.com

Disclaimer:

James H. Stewart is not an attorney and no part of this advice should be considered legal advice. This opinion is limited to issues of Parliamentary Procedure only. Any reference to statutes is for the client to consider a legal opinion on the application of that reference.

Note: I am aware of provisions in the California Corporation law that allows for removals under some circumstances, but the interpretation of law is not within the purview of a parliamentarian, legal counsel should be consulted about the application of those provisions of law.

In preparing this opinion, I have relied on the information given by Audrey Voigt, the CFRW bylaws, Robert's Rules of Order Newly Revised, 12th edition (RONR (12th. Ed.)) and the minutes of a meeting on October 29, 2022, as well as other correspondence.

THE QUESTION:

1. Does the CFRW Executive Board and/or Board of Directors have the authority to remove Janet E. Price as President of CFRW, was the removal done in the proper manner, and was it a legitimate removal.

Answer: No – neither the CFRW Board of Directors or the Executive Committee has the authority under the CFRW bylaws to remove an officer elected by the convention, and process did not follow CFRW bylaws, or Roberts Rules of Order Newly Revised 12th ed.

Janet E. Price was illegitimately removed and is therefore still the President of CFRW.

DISCUSSION:

It should first be stated that the CFRW bylaws do not give any specific authority to the Board of Directors or the Executive Committee to remove any elected person from office.

Under RONR (12th. Ed.) 47:57

“47:57 The power to appoint or elect persons to any office or board carries with it the power to accept their resignations, and also the power to fill any vacancy occurring in it, unless the bylaws expressly provide otherwise. In the case of a society whose bylaws confer upon its executive board full power and authority over the society’s affairs between meetings of the society’s assembly (as in the example in 56:43) without reserving to the society itself the exclusive right to fill vacancies, the executive board is empowered to accept resignations and fill vacancies between meetings of the society’s assembly. For particular vacancies, see 47:22 (president-elect), and 47:28–30 and 56:32 (president and vice-presidents). See also 13:23 (vacancies in a committee).

47:58 Notice of filling a vacancy in an office (including a vacancy in an executive board or executive committee) must always be given to the members of the body that will elect the person to fill it, unless the bylaws or special rules of order clearly provide otherwise.”

A removal of an officer, elected by a convention, is a serious action, and must be specifically authorized by the bylaws of the association. The Bylaws of CFRW do not contain such an authorization. They can, however fill a vacancy created by a resignation or death.

The CFRW bylaws state:

“ARTICLE VIII – BOARD OF DIRECTORS

Section 2. The CFRW Board of Directors shall be the governing body of the CFRW between Biennial Conventions and shall be empowered to:

- a. adopt the annual budget and procedures for routine business;*
- b. adopt Standing Rules;*
- c. set and adopt policies for the conduct, guidance, and management of certain courses of action;*
- d. set guidelines for reinstatement of membership”*

AND

“ARTICLE IX – EXECUTIVE COMMITTEE

Section 3. The CFRW Executive Committee shall transact such business as may arise between meeting of the CFRW Board of Directors....”

None of these statements provides for the authority to remove an officer elected at the convention.

In an email from bunny328@reagan.com on October 29, 2022 states there is no need to provide information on the subject of the meeting, only time, date and topic. This is a false reading of the requirement. In this context “topic” refers to a summary of the action to be taken with enough detail to allow the members to understand what will be happening. As stated in RONR (12th. Ed.) 9:13 (emphasis added)

9:13 *A special meeting (or called meeting) is a separate session of a society held at a time different from that of any regular meeting, and convened only to consider one or more items of business specified in the call of the meeting. Notice of the time, place, and purpose of the meeting, clearly and specifically describing the subject matter of the motions or items of business to be brought up, must be sent to all members a reasonable number of days in advance.*

In the same email, RONR 12, 62:16 is paraphrased as to the process for removal. This person has made a typical error in assuming that only that paragraph applies. This is also a false assumption. As stated in RONR (12th. Ed.) 49:7 & 62:16 (emphasis added)

49:7 *In any event, no action of the board can alter or conflict with any decision made by the assembly of the society, and any such action of the board is null*

and void (see 56:41 and 23:9). Except in matters placed by the bylaws exclusively under the control of the board, the society's assembly can give the board instructions which it must carry out, and can rescind or amend any action of the board if it is not too late (see 35).

62:16 Except as the bylaws may provide otherwise, any regularly elected officer of a permanent society can be removed from office by the society's **assembly** as follows:

- If the bylaws provide that officers shall serve "for ___ years or until their successors are elected," the officer in question can be removed from office by adoption of a motion to do so. The vote required for adoption of this incidental main motion is (a) a two-thirds vote, (b) a majority vote when previous notice (as defined in 10:44) has been given, or (c) a vote of a majority of the entire membership—any one of which will suffice. A motion to remove an officer from office is a question of privilege (19) affecting the organization of the assembly, and so also is the filling of any vacancy created by the adoption of such a motion.

This means that only the ASSEMBLY that elected the officer may remove that officer, unless there is a specific provision in the bylaws allowing the board of directors or executive committee to do so. That authority does not exist in the CFRW bylaw. Therefore, any officer elected at the statewide convention can only be removed by a re-convening of the convention body for a special convention to remove that officer.

CONCLUSIONS:

The only body that can remove a convention elected officer of CFRW is the convention itself, in a reconvened meeting. **The bylaws do not give the Board of Directors, or the Executive Board, the specific authority to remove officers, which is required for either board to undertake such a removal.**

Therefore: The removal of Janet E. Price as President of CFRW at the October 29, 2022 Special Meeting violates the bylaws of CFRW, as authorization is not given to the Board of Directors or Executive Committee, and the removal process required by Robert's Rules of Order, Newly Revised 12th edition, the stated parliamentary authority of the CFRW.

Therefore, the removal process is void, and Janet E. Price is still the rightfully elected President of CFRW.

James H. Stewart, PRP

Signed electronically

To: CFRW Board of Directors, Club Presidents, and Members

From: Lorie Noble, CFRW Bylaws Chairman 2022-2023

Subject: Removal of a CFRW OFFICER

This is the rationale used to remove the president. It arrived 7 weeks after the Oct. 29 action.

I have prepared this document for those of our Board of Directors, Club Presidents and members who still have questions and are interested in learning the truth on why and how Janet Price was removed from office.

The decision to remove Janet Price from office did not come easily. Over many months, with many conversations the Executive Committee members tried to resolve the problems without embarrassment to Janet or the organization. The actions taken with Janet Price were not personal. They were taken for the good of the California Federation.

Each organization has the right to determine the number of officers, their duties, how they are elected, the term of office and whether they can be removed from office, along with the reason and the stated procedure for removal. CFRW bylaws contain those provisions:

ARTICLE VII—OFFICERS AND DUTIES

A. OFFICERS

Section 5. Term of Office

a. The President shall be elected at the Biennial Convention and serve for a term of two years beginning January 1 or until her successor is elected. The President shall not succeed herself.

This comes from the NFRW Bylaws and was suggested that the statement "... **OR** until her successor is elected." be added to our bylaws by Theresa Kosmoski, NFRW Parliamentarian. This was added to the bylaws at our convention in 2021 for a purpose, to prevent a President or other officer from causing harm to our organization.

Per RONR (12th Ed.): Removal from Office: 62:16 Except as the bylaws may provide otherwise, any regularly elected officer of a permanent society can be removed from office by the society's assembly as follows: If the bylaws provide that officers shall serve "for 2 years or until their successors are elected," the officer in questions can be removed from office by adoption of a motion to do so. (Roberts goes on to tell about the vote required.)

If however, the bylaws provide that officers shall serve only a fixed term, such as "for two years" (which is not recommended wording; see 56:28), or if they provide that that officers shall serve "for 2 years and until their successors are elected,; an officer can be removed from office only for cause – that is , neglect of duty in office or misconduct – in accordance with procedures described in 63; that

is, an investigating committee must be appointed, charges must be preferred, and a formal trial must be held.

It is the difference between the words **“or/and”**. This statement is also being added to your Club bylaws as they are being updated this year to comply with the changes approved at the CFRW Biennial Convention in 2021.

CFRW bylaws also allow for the Executive Committee members to call a special meeting and to govern between the meetings of the Board of Directors.

ARTICLE IX—EXECUTIVE COMMITTEE

Section 3. The CFRW Executive Committee shall transact such business as may arise between meetings of the CFRW Board of Directors.

Section 8. Special meetings of the Executive Committee shall be held upon the written/electronic request of nine (9) members. The purpose of the meeting shall be stated in the call which shall be sent to all members at least five (5) days before the meeting.

Section 9. Quorum A majority of the Executive Committee shall constitute a quorum.

On October 29, 2022, the Executive Committee had 17 members, 9 members is a quorum, 10 members were present at the Special Executive Committee meeting. A motion was made to permanently remove the President from office and remove her authority to exercise administrative duties conferred by CFRW Bylaws. After much discussion the motion passed by unanimous vote of the 10 members present.

Janet Price told members that bylaws had been violated when, in fact, they were being followed. The special meeting of the executive committee was called according to CFRW bylaws. Janet was informed that a hearing would not be required as stated in our Bylaws and/or Roberts Rules of Order (12th Ed.).

The complaints of bylaws violations and neglect of duty were considered confidential within the Executive Committee. The list of complaints was read to all in attendance at the meeting. Each member heard the complaints for the first time, and they were discussed. Janet Price was asked to attend the meeting to hear the complaints and respond, she declined to attend. If she had attended, the outcome may have been completely different.

The complaints were also read at the Special Board of Directors meeting on November 29, 2022. Some of the Board members and Club Presidents chose not to attend and learn the facts surrounding Janet Price’s removal. Informed decisions can only be made when one has all the facts.

In our CFRW Bylaws, the duties of the President are enumerated. By election to the office, members have not given the president free reign to run the organization any way she pleases; she has not been granted a dictatorship. When a President begins to act on her own, without heeding the advice or consent of her Executive Committee, that is considered an abuse of power.

This is our 3rd year in the new structure, and it is still fragile. It is required in our bylaws that job descriptions be followed. These duties were carefully divided among the officers of the Executive Committee by a team of past CFRW Presidents based on their vast experience and were made part

of the Bylaws to stress their importance, as they are not merely vague ideas, but actual requirements. There are multiple examples of Janet Price's disregard for these requirements.

When leaders do not take ownership of their work, the impact is far-reaching: results are not achieved, forward progress does not occur and those being led are not inspired toward continuous improvement. Janet Price would not take ownership of her work.

Janet Price was removed from office on October 29, 2022. Since that date, she has not had any authority to hold any meetings or to conduct any CFRW business (and she does not have a quorum to do so), nor the authority to have our former web manager send out emails purportedly from CFRW. Janet has been removed from office but will not leave. In the meantime, she is having meetings all over the state garnering sympathy and support and asking Clubs and members not to submit their dues.

No CFRW Bylaws were violated in the removal of Janet Price. NFRW has been copied on all CFRW actions in this matter and recognizes Mary Ervin as the President of the California Federation with her name listed on the NFRW website as State President. <https://www.nfrw.org/directory>

The actions of Janet Price after October 29, 2022, continue to display all the same behaviors that caused her removal, i.e., violating bylaws, acting as she alone wishes, and manipulating Club Presidents to violate the bylaws and putting your club charters in jeopardy.

DON'T FIGHT AGAINST US – FIGHT WITH US – TOGETHER WE CAN RISE!

From: Mary Ervin <maryervinlaw@gmail.com>
Sent: Sunday, November 20, 2022 9:12 AM
To: Mary Ervin
Subject: MAKE YOUR OWN INFORMED DECISION - CFRW SPECIAL BOD MEETING
Attachments: BOD.CALL.PACKET.Nov.2022(4).pdf



November 19, 2022

This is the first of many missives from Mary Ervin disparaging Janet, who has never responded in kind.

Dear CFRW Board of Directors and Club Presidents,

I have received letters in response to Janet Price communicating with the entire CFRW Board of Directors, Club Presidents and members regarding her removal as CFRW President on October 29, 2022. **The harm she is knowingly and purposely causing the Federation by her actions during this process is unconscionable.**

She is negligent when asking members of the CFRW Board of Directors and Club Presidents to not attend the upcoming CFRW Special Board of Directors Meeting, during which you were promised answers to your questions. Why wouldn't you attend? Why wouldn't you want to hear what is being presented and come to your own conclusions?

Several of you have received information from a **disgruntled, unseated CFRW executive who has decided to openly share her deceitful explanations** of what occurred, knowing that **it will affect the morale of our organization.**

You have not heard from the CFRW Executive Committee, out of respect for the position, until the process was completed. At this time, the CFRW Executive Committee can now present why Janet Price was removed from office and has called a Special Board of Directors Meeting.

This process of removing a President from Office is complicated and was not taken lightly. It was a decision well thought out and managed in an organized and professional manner and it was done in the best interest of the California Federation.

The CFRW Executive Committee is not making phone calls to malign individuals, search for sympathy or support from our members, or spread inaccurate rumors. The actions taken with Janet Price were not personal. They were taken for the good of the California Federation.

Come to the Board of Directors Meeting to hear why Janet Price was removed. Your questions will be answered, and you will be able to make your own informed opinion.

Think about this scenario at your club level. Your executive committee thoughtfully removed a committee member for various violations of your bylaws and extremely poor leadership skills. That person tells everybody in your club about her alleged mistreatment and how terrible the people are on the executive committee, causing an uproar among your club members. You and your executive committee decline to publicly engage in her level of unprofessionalism.

Would you like this situation to happen in your club?

Janet Price continues to put herself first by disrupting, dividing and harming the California Federation of Republican Women in an effort to defend herself publicly.

Mary Ervin
CFRW Chairman Pro Tem

Mary Raub

From: Mary Ervin <maryervinlaw@gmail.com>
Sent: Sunday, November 27, 2022 4:01 PM
To: oldmare17@att.net
Subject: Election of CFRW President

[View this email in your browser](#)



From the Desk of Mary Ervin
CFRW Chairman Pro Tem

November 27, 2022

Dear Members of the California Federation of Republican Women,

You have recently received another email from Janet Price and her group **spreading more misinformation.** They are trying to convince all of you to not attend the Special Board of Directors Meeting on November 29th. Why do you think they are doing this? Doesn't it make you curious of their activities? Are you only willing to hear one side of this very sad saga? Ask yourself why they do not want you to hear the reasons why Janet was removed as CFRW President on October 29th. This Special BOD Meeting is not about removing Janet as President. That was done on October 29th by a majority vote of the

CFRW Executive Committee. Janet and the other members of the Executive Committee should have attended that meeting; however, they chose not to attend for reasons I still do not even understand. If I was in jeopardy of being removed as President of an organization, I would surely attend that meeting to defend myself.

This meeting is to hear why Janet was removed as President and to elect a new CFRW President to complete the term through December 31, 2023. The majority of the Executive Committee has been working with complete transparency, including notifying NFRW of our every move. **This is not personal, vindictive, or done with any malice.** This whole process is being done so that we can **preserve** the structure of the **CFRW.** The re-structure of CFRW went into effect on January 2020, and was working fine. CFRW's membership was growing and our state received several awards at the NFRW Biennial Convention in 2021. Our future was looking bright. However, this past year, several very important members of the Executive Committee and Board of Directors have resigned, or were asked to resign, because they could not in good conscience continue to work under a leadership who refused to work within the Bylaws, Standing Rules, Procedures and Customs of CFRW. Recently, Janet and her group have asked another member of the Executive Committee to resign and, has asked our Treasurer to resign and turn over our CFRW finances to one of the VPs within her group.

I have been receiving some emails from Club Presidents stating that from what they have heard they do not want any part of this process. You are doing yourself and all of the members of your Clubs a dis-service by not attending the BOD meeting on November 29th to hear the truth. I would think very long and hard about how you want CFRW to continue into the future. If we were to continue as we are now, that future would not be so bright.

Sincerely,

Mary Ervin

Mary Raub

From: California Federation of Republican Women <maryervin@gmail.com>
Sent: Monday, December 5, 2022 1:16 AM
To: oldmare17@att.net
Subject: NFRW RECOGNIZES MARY ERVIN AS CFRW PRESIDENT

We do not know whether NFRW or a CFRW person changed the president's name on the ^{NFRW} web site. NFRW leadership claimed they were neutral and not taking a position.



NFRW leadership never informed Janet or CFRW members they affirmed the removal and replacement of the duly elected president.

NFRW RECOGNIZES MARY ERVIN AS CFRW PRESIDENT

Mary Ervin is now recognized by the NFRW on their website as President of the California Federation of Republican Women for 2023. Congratulations, Mary!

Mary Ervin was elected President effective January 1, 2023, at a Special Board of Directors meeting held November 29, 2022. She continues as Chairman Pro Tem until that time. All documents have been forwarded to the leadership of the National Federation of Republican Women.

The office of president includes fulfilling a leadership role by setting goals or a specific tone for the organization, performing administrative duties as assigned by the bylaws, and presiding at the meetings. The president has authority to do only the things that are assigned to that office by the bylaws. By election to the office, members have not given the president free reign to run the organization any way she pleases.

The decision to remove Janet Price from office did not come easily. Over many

months, with many conversations with Janet, the executive committee members tried to resolve the problems without embarrassment to Janet or the organization. The actions taken with Janet Price were not personal. They were taken for the good of the California Federation.

As stated in our Bylaws, the CFRW Board of Directors is the governing body of CFRW between Biennial Conventions, and the Executive Committee is empowered by CFRW Bylaws to transact business between meetings of the BOD. The Executive Committee has been working tirelessly to keep the business of CFRW up to date with professionalism and decorum.

Regrettably, following Janet's removal from office, there has been a coordinated effort by Janet and her supporters to undermine CFRW's progress. Their ignorance of our 2022 CFRW Bylaws and how the process unfolded strictly according to Robert's Rules of Order, 12th Edition has emboldened them to continue to disrupt and cause harm and left us no choice but to retain an attorney to represent CFRW. He issued a Cease and Desist order on November 23rd for Janet Price, directing her to:

"Cease and desist all business, proliferation, procurement and correspondence, by and through the California Federation of Republican Women and CFRW and any reference thereto; and cease and desist misrepresenting that you have any leadership or responsibility in and for the above organization."

Despite that order, Janet Price continues to disrupt, and that has resulted in, most recently, Clubs being confused about whether or not to pay their 2023 per capita dues. Nothing has changed in the per capita, and your Club should file following current procedure by December 30th, 2022, in order to be reflected on the first report in January. Remember, too, that dues of all Officers of the CFRW and of your Clubs should be reflected in that first report.

We wish you all a beautiful holiday season of hope and love, with peace and prosperity in the New Year!

Mary Raub

From: CFRW CHAIRMAN PRO TEM, MARY ERVIN <MARYERVINLAW@GMAIL.COM>
Sent: Sunday, December 11, 2022 7:37 PM
To: oldmare17@att.net
Subject: EMERGENCY CFRW FINANCIAL SITUATION

[View this email in your browser](#)

FROM THE DESK OF MARY ERVIN, CFRW CHAIRMAN PRO TEM

Janet + Gretchen
were attempting to
protect CFRW funds
from being used or
misused until the
legal case is resolved.
They are repeatedly



accused of fraud
or attempted fraud.

CFRW Executive Committee and Board of Directors

As the governing body of the California Federation of Republican Women you are being informed of this situation.

On December 9, 2022 CFRW Treasurer, Lydia Kanno, received notice from the Bank of America that Janet Price and Gretchen Cox have taken control of our finances and effectively locked our Treasurer out of the CFRW bank accounts. In addition, Janet Price stopped the bank statements from being mailed to the CFRW Treasurer and now has the CFRW financial statements being mailed to her house. We are working with senior bank management to investigate and remedy this situation. Legal complaints are being filed at the appropriate government level, our CFRW attorney has been notified, and the accounts were frozen by the bank until the issue is

resolved. As a result, our employee cannot be paid and our day to day financial operations have effectively ceased.



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You are receiving this email because you are a Board of Directors Member, Past President or Club President for the California Federation of Republican Women.

Our mailing address is:

California Federation of Republican Women
428 J Street
Suite 400
Sacramento, CA 95814

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From: Tief <tief@sbcglobal.net>
Sent: Wednesday, December 14, 2022 11:23 AM
To: Morgan Kelley <morgan@mrgnkly.com>; Mary Raub <oldmare17@att.net>
Subject: body of the Letter, Please give feedback

The Novato Republican women Federated executive committee are writing to the leadership of the National Republican Women Federated to expressed our dismay over the recent events in the California Republican Women Federated leadership.

A group of 10 women from the executive committee of CFRW met on October 29, 2022, to remove the duly elected president, Janet price. The group that removed Janet Price have maintained that they have done so according to our bylaws and Roberts Rules of Order.

Official opinions have been proffered by Janet Price that the removal was illegal and therefore cannot stand.

This group of 10 women, required the leadership of the CFRW to wait until a zoom meeting on November 29, 2022, before they explained why Janet Price was removed. It was a letter sent to leadership by Janet Price which offered reasons why she was removed as well as Janet's rebuttals to those reasons. The reasons given seem petty and without merit.

As a voluntary organization, it is critical that any actions to remove someone be serious to the point of illegality, otherwise getting people to join and volunteer in the organization will become extremely difficult and lead to attrition.

Novato RWF believes that what is currently happening in the CFRW is dangerous and destructive to the overall fabric and growth of NFRW. We are extremely disheartened that the NFRW has not come to the aid of the California Federation to offer if it's assistance and guidance with respect to this serious issue. We believe as full dues paying members of the national Federation that assistance in the form of mediation or investigation is warranted. We are also very concerned about statements that the NFRW has acknowledge and stands behind the removal of Janet Price, however no official statement has been made. The members of the CFRW are concerned and confused and need direction and clarity for the coming year.

Tief wrote to NFRW expressing our concern. I don't have a copy of Tief's letter, but here are our drafts which further explain our concerns, positions, etc.

my edits / response

As President of Novato Republican Women Federated. I write to ask that the NFRW intervene in an ongoing dispute involving members of the Executive Committee of the California Federation of Republican Women and Janet Price, its elected President. We believe NFRW should intervene and declare the actions of the CFRW Executive Committee, as described below, null and void.

A group of 10 women on the CFRW Executive Committee met on October 29, 2022, to remove the duly elected CFRW president, Janet Price. This Group of 10 has maintained that they acted according to the CFRW bylaws and Robert's Rules of Order.

Following this action and at the request of President Price, James H. Stewart, Registered Professional Parliamentarian, reviewed the actions of the members of the Executive Committee, Robert's Rules of Order, and the CFRW By-Laws. Mr. Stewart concluded that "A removal of an officer, elected by a convention, is a serious action and must be specifically authorized by the bylaws of the association. The Bylaws of CFRW do not contain such an authorization." In summary, the members of the Executive Committee had no authority for their October 29 actions purporting to remove the elected President.

The presidents of the local clubs were notified October 31 of the action taken on October 29. No reason for the removal was given, and club presidents and members of the CFRW Board of Directors were told that the reasons for the removal would be provided at a Zoom meeting called by the Group of 10 for November 29, at which time a new president would be elected. Some time following the October 29 action Janet Price did receive a statement of the charges against her. She and supporting members of the Executive Committee prepared rebuttals for each accusation, which they emailed to club presidents on November 22, 2022. Our club Board of Directors views these accusations as petty and without merit. It is especially noteworthy that not one complaint came from a club or club president. If local clubs were dissatisfied with the state president, they would certainly have voiced their opinion and demanded an assembly at which the president could be removed.

As a voluntary organization, it is critical that any actions to cause removal of the CFRW President be serious to the point of illegality. If petty differences are allowed to rule, attracting members to volunteer and serve the organization will be extremely difficult and will lead to a severe decline in membership and trust.

The Novato Republican Women Federated believes that this current disruption in the CFRW is dangerous and will destroy the fabric and growth of the Federation in California. We are extremely disheartened that the NFRW has not come to the aid of the California Federation to right a grievous wrong. We are also very concerned about statements from the Group of 10 that the NFRW has acknowledged and approved of the removal of President Price. To our knowledge, no official NFRW statement has been made.

The Novato RWF Executive Committee knows that other California presidents and clubs are equally concerned. We hope that you will seriously consider our concerns and take action to settle this dispute which diminishes the effectiveness of the California Federation of Republican Women and threatens to cause the exodus of local clubs from the Federation.

Sincerely yours,

oldmare17@att.net

From: Audrey Voigt <realperson@cheerful.com>
Sent: Wednesday, January 11, 2023 4:29 PM
To: Gretchen Cox
Cc: Janet Price; gale hunt; Valerie Emick; Valerie Evans; Nancy Wofford; tammygaltme.com; Tammy Galt; Barbara Hallmeyer; Linda Alvarez; Karen Conteras; Mary Rayb
Subject: Re: Other issues from RONR which may not have been in Stewart Report esp Remedy

yes they could call a point of order but you need to look at their call and see what special rules for the meeting they have set up. They may easily not allow anyone to speak. I want someone who is on the BOD at National to do this...
(909) 920-9555
(909) 292-7737 (cell)

Sent: Wednesday, January 11, 2023 at 4:07 PM
From: "Gretchen Cox" <gcoxshoelady@yahoo.com>
To: "Audrey Voigt" <realperson@cheerful.com>
Cc: "Janet Price" <janeteveprice@gmail.com>, "gale hunt" <galehunt@gmail.com>, "Valerie Emick" <vvpharm@aol.com>, "Valerie Evans" <vlrevans@verizon.net>, "Nancy Wofford" <homefront2454@aol.com>, "tammygaltme.com" <tammygalt@me.com>, "Tammy Galt" <tammy.galt@me.com>, "Barbara Hallmeyer" <barbara.hallmeyer@yahoo.com>, "Linda Alvarez" <republican.linda@gmail.com>, "Karen Conteras" <k.k.conteras@gmail.com>, "Mary Rayb" <oldmare17@att.net>
Subject: Re: Other issues from RONR which may not have been in Stewart Report esp Remedy

Oh my gosh! This seems to be the clearest info. yet on why the rogue groups actions are invalid! So those who attend the Feb. 11 rogue BOD meeting could call a Point of Order using this info? Janet, perhaps you could send this to Kyle if you haven't already done so?

Thanks, Audrey!!!!
Gretchen

On Jan 11, 2023, at 3:53 PM, Audrey Voigt <realperson@cheerful.com> wrote:

Robert's on page 547 at 56:41 that says,

A board may never alter a decision of the society's assembly (and an executive committee may never alter a decision of either the assembly or the board), even by a motion to *Rescind* or *Amend Something Previously Adopted* or by adoption of a proposal which has been rejected, unless expressly authorized by the superior body or the bylaws (see 49:7).

The only issue I have with the above is when it refers to the superior body (which in our case is NFRW)..NFRW bylaws do not expressly say their ability to remove an officer without cause falls on the states. That one has never as far as I know been a conclusion. In fact in the SoCarolina incident the Parliamentarian Theresa Kosmoski ruled the EC did not have the power

49:7, on page 459, says,

... no action of the board can alter or conflict with any decision made by the assembly of the society, and any such action of the board is null and void (see 56:41 and 23:9).

23:9, on page 238, says,

Remedy When Action Taken by an Executive Board is Null and Void: If the executive board of a society takes action that exceeds the board's instructions or authority, that conflicts with a decision made by the assembly of the society, ... a point of order can be raised at a board meeting at any time during the continuance of the breach. If the point of order is sustained, the action must be declared null and void. Alternatively, the society's assembly can adopt an incidental main motion by a majority vote declaring that the board's action is null and void ... It is also possible for the assembly to bring disciplinary measures against the board members who voted for the improper action.

(909) 920-9555
(909) 292-7737 (cell)

Mary Raub

From: Gretchen Cox <gcoxshoelady@yahoo.com>
Sent: Monday, December 19, 2022 9:14 PM
To: Mary Raub
Subject: Fw: Notes and questions for the upcoming zoom with Mary Ervin and Lorie Noble- please share with your club presidents.

Here is the email I mentioned, Mary. I sure hope this is helpful. Feel free to share it.
Good talking to you!



And I am!

Sincerely, Gretchen

----- Forwarded Message -----

From: Gretchen Cox <gcoxshoelady@yahoo.com>
To: Nancy Wofford <homefront2454@aol.com>; Valerie Evans <vlrevans@verizon.net>; Val Emick <vvpharm@aol.com>; Audrey Voigt <realperson@cheerful.com>; Janet Price <janeteveprice@icloud.com>; Tammy Galt <tammygalt@me.com>; Paula Prizio <paulapriz@yahoo.com>; Barbara Hallmeyer <barbara.hallmeyer@yahoo.com>
Sent: Wednesday, December 14, 2022 at 05:01:28 PM PST
Subject: Notes and questions for the upcoming zoom with Mary Ervin and Lorie Noble- please share with your club presidents.

The upcoming Zooms being called by Mary Ervin and Lorie Noble are the time for all club Presidents to stand up to the rogue group. Let them know you are very unhappy about their aggressive actions against President Janet Price and the havoc and chaos they have created in our federation.

- 1) State objections to the current situation, and ask questions.
 - A) Say you don't recognize Mary as Chairman pro-tem and will not recognize her as president- Parliamentary report confirm sanctions taken on 10/29 were in violation of bylaws and Robert's rules, therefore null and void.
 - B) Lorie Noble resigned as bylaws chair in October, and cannot be reappointed as a 2/3 vote of statewide officers is required to approve.
 - C) Perhaps they can ask if the two groups would attempt mediation all of these issues could be mitigated and we can move on as a Federation.
 - D) Why is Sandy Rains acting as 2nd VP? She was asked to resign in October, not only by Janet but by NFRW Parliamentary. The reason she must resign was according to the Ethics Bylaw in CFRW. As she chose to support one Republican over another according our bylaws she MUST resign. Any re-appointment or filling of this vacant must be voted on at a BOD meeting,.

E) Regional directors serve at the pleasure of the members of the clubs in their region. Their job is to represent the Presidents and the clubs in their region NOT to represent their own opinions which are not the wishes of the majority of their club presidents or members in their region. Their vote on the Executive represents the voice of the Presidents in their region. If regionals cannot correctly represent their Presidents, maybe a new RD is needed.

F) If anything is mentioned about BANK FRAUD- PLEASE KNOW...Janet's name was removed from the bank account on or around Nov. 12, 2022 (date approx) at the request of Treasurer Lydia Kanno. 1st VP Gretchen Cox's name was blocked from being added as a signator, which our bylaws require (President, 1st VP and Treasurer are required to be signators on the bank account and President is entitled to online access. Because the vote to remove Janet was invalid, removing her from the bank account was a deliberately incorrect and possibly illegal move. Janet and Gretchen tried to correct the bank account again on Dec. 9. On Dec. 12, Lydia again reversed the names and put Lorie Noble (not an officer) and illegitimate "Chairman Pro-tem" Mary Ervin on the account. The bank ended up freezing the account so now no bills will be paid at all until this situation is resolved.

G) The rogue group created this entire mess, which was totally unnecessary. Now they are spending YOUR DUES TO PAY FOR AN ATTORNEY !!!!! ON NOV.19, THEY WROTE A CHECK FOR \$5,000.00 TO THEIR ATTORNEY. Janet is covering her own attorney expenses. Why do they think they are entitled to your money?

H) There is no proof NFRW acknowledges Mary Ervin as the correct president. Several people have received emails from NFRW President Sobjeck stating that NFRW is not giving an opinion in this matter. Past Presidents still have access to the NFRW website and can make changes, so Mary's name on the website is not proof of any endorsement by NFRW. Janet's name and photo are still on their website as well.

We hope they will allow a two sided conversation on these zooms, but that hasn't been their strategy so far. But come prepared to ask questions!!! And make them answer!!!

Sincerely, Team Janet

Mary Raub

From: CFRW Executive Committee <maryervinlaw@gmail.com>
Sent: Thursday, December 22, 2022 5:01 PM
To: oldmare17@att.net
Subject: A Fresh Start to the New Year

From the CFRW Executive Committee

The CFRW president's photo on the NFRW website changed from Janet Price to Mary Ervin before Mary was elected 11-22-22, even though NFRW claimed no involvement.



NFRW continued not addressing the CFRW members but allowing the changes on the NFRW website.

A Fresh Start to the New Year

NFRW Leaders and Staff have been in contact with Mary Ervin, as CFRW President, to ensure the California Federation's business continues.

The NFRW Registered Parliamentarian found no bylaw violations in Janet Price's removal.

NFRW recognized Mary Ervin as President of CFRW when they updated their membership system in November, assigning the governance of the California Federation to Mary Ervin from 11/2022- 12/2023. The CFRW Executive Committee was informed by NFRW that assigning the Presidency of CFRW to Mary Ervin on the NFRW website was all that was needed to show that Mary Ervin was recognized as our President by NFRW.

Only NFRW can update the Governance of a State on the NFRW website

5:11 PM Wed Dec 21 nfrw.org

Return to User Account

Last Name (required)
Price
First Name
Janet
State
California

Join Club

Name
Club
City/State

Details

Janet Price
Encino Oaks RWF
Sherman Oaks, CA

Name
Janet Price
Club
Encino Oaks RWF (PRIMARY)
City, State
Sherman Oaks, CA
Email
janetevprice@icloud.com
Governance
NONE
Bio

Join Club

National Federation of Republican Women
1201 N. Allen Street, Manassas, VA 20108 | 703.291.5000 | nfrw.org | nfrw.org

5:07 PM Wed Dec 21 nfrw.org

Name
Club
City/State

Details

Mary Ervin
Gold Nugget RWF
Loyalton, CA

Name
Mary Ervin
Club
Gold Nugget RWF (PRIMARY)
City, State
Loyalton, CA
Email
maryervin@icloud.com
Governance
California (President), 11/2022 - 12/2023
Bio
Mary Ervin was born and raised in the Washington, DC area, and moved to California in 1977. She has been an active member of the Republican Women Federated for nearly 10 years, serving in many roles at the club and state levels.

Join Club

National Federation of Republican Women
1201 N. Allen Street, Manassas, VA 20108 | 703.291.5000 | nfrw.org | nfrw.org

The California Federation of Republican Women is a Republican Political Organization. We are bound by our Bylaws and Roberts Rules. CFRW, as a whole, needs to get back to business.

In Romans 16:17, Paul writes, "I appeal to you brothers, to watch out for those who cause divisions and create obstacles contrary to the doctrine that you have been taught; avoid them."

Janet Price needs to stop her destructive and divisive behavior that has caused great damage to CFRW and accept that she has been removed from office. Her control of the CFRW Website and her actions with the Bank account need to be reversed immediately and she needs to direct Marianne Raia to get back to work for CFRW.

NFRW website
State Federation Profile Page

copied from NFRW - CFRW page
Dec. 20, 2022

Prior Year Member Count

Volunteer Hours

2,140,000

Events

<https://www.youtube.com/watch?v=NvblQCwEzrk>

News & Announcements

CALIFORNIA FEDERATION OF REPUBLICAN WOMEN 1ST SUMMER CONFERENCE WEBINAR - 2020 OVERWHELMINGLY SUCCESSFUL CFRW HISTORY WAS MADE! The California Federation of Republican Women held its first virtual conference entitled "Celebrating the Voice of Women." It was a smashing success! CFRW 1st Vice President and Conference Chair Janet Price did a wonderful job of organizing and arranging for Republican speakers, politicians, and workshop instructors from all over California and the United States. CFRW Communications Director, Mary Baker, took on the task of technically putting on the full day conference. The California Federation of Republican Women came together, virtually, to create a magical day for the 600 + attendees.

Programs

Projects

Gary Sinese Foundation, Young America's Foundation

NFRW Awards Received

Most New Members in 2020

Other Special Recognitions

Even though
ME's photo was on
the website, this
paragraph praising
Janet for her role
in the 2020 summer
conference was still
posted

1. $\frac{1}{x^2} = x^{-2}$

2. $\frac{1}{x^3} = x^{-3}$

3. $\frac{1}{x^4} = x^{-4}$

4. $\frac{1}{x^5} = x^{-5}$

Mary Raub

From: Mary Raub <oldmare17@att.net>
Sent: Tuesday, January 3, 2023 9:08 AM
To: 'theresa.kosmoski@gmail.com'
Subject: Parliamentary opinion regarding California Federation

Dear Ms. Kosmoski,

I am writing to you because I understand you are the current Parliamentarian for NFRW, as well as the Bylaws chairman. As you know, a group of nine Executive Committee members of the California Federation of Republican Women have taken action to remove the elected CFRW president, Janet Price. The group of nine claim their actions were authorized under CFRW and NFRW bylaws. Further, they claim you have affirmed the appropriateness of their actions. Would you please advise whether you have affirmed their actions and if so, tell me what information you were given by the group? Also, if your opinion was in writing, please provide a copy of that opinion.

Thank you very much.

Sincerely,
Mary Raub
CFRW Charter Registry Chairman

Treasurer
Novato Republican Women Federated

139 Kipling Drive
Mill Valley, CA 94941
415-383-0396

*I received no response to
this email.*

Mary Raub

From: Candice Burroughs <Candice@candiceBurroughs.com>
Sent: Tuesday, January 31, 2023 8:25 PM
To: oldmare17@att.net
Subject: CFRW Message

Mary,

The California Federation of Republican Women has had the same goals and objectives for 98 years, regardless of who held the position of the President. The duly elected CFRW Executive Committee removed an officer because she was causing harm at the executive level of CFRW. The seventeen officers of the executive committee are the only people that had first hand knowledge of Janet's actions and the majority of them chose to remove the president. It was handled correctly and professionally. NFRW has confirmed CFRW's actions. The goal by your CFRW Executive Committee was to have the important work of the California Federation clubs impacted as little as possible. The work of the Federation needs to continue forward.

I look forward to working with you as we continue to reach our goals of educating women about Republican values and electing Republican leaders!

Regards,
Candice

Candice Burroughs
CFRW Recording Secretary
949-633-5006
candice@candiceburroughs.com

I received this email following the email exchange on the reverse of this page.

Notice that it is the same as the final paragraph of ME's response to the Sacramento RWF's

President's newsletter comments on the next 4 pages.

oldmare17@att.net

From: Mary Raub <oldmare17@att.net>
Sent: Wednesday, February 1, 2023 10:57 AM
To: 'Candice Burroughs'
Subject: RE: CFRW New Club Status

Dear Candice,
The bylaws for Rancho Santa Fe are being reviewed. The Chico group has put their application on hold. That's the current status.

Sincerely,
Mary

From: Candice Burroughs <Candice@candiceBurroughs.com>
Sent: Tuesday, January 31, 2023 10:18 AM
To: oldmare17@att.net
Subject: CFRW New Club Status

Good Morning Mary!

Just checking in to see if you have an updated status on the Rancho Santa Fe Club and Chico Evening? Would appreciate an update if you have any information.

Wishing you a wonderful day!

Candice

Candice Burroughs
CFRW Recording Secretary
949-633-5006
candice@candiceburroughs.com



**CFRW Response to Sacramento RWF President's Comments
Published in the Sacramento RWF March 2023 Newsletter**

**False Statements within the SRWF President's Message are in red font
CFRW Comments/Rebuttal are in blue font**

Sacramento RWF is the oldest continuous Club in the Federation of Republican Women, with a 92-year history of Republican Women who came before you and on whose shoulders your membership and leadership stand on. Do the current members and leaders of Sacramento RWF want to be the ones to erase all that came before you? It is important we share the facts of the current situation.

In the past, I've written many types of monthly letters; some inspiring, some heartwarming, and others crafted by design; meant to help us think outside the box by providing facts, rules, policies, and details regarding a specific issue.

This month's letter is the latter. It is written with a heavy heart. You've seen the facts, rules, and policies in past emails regarding the unrest within the California Federation of Republican Women, (CFRW) organization.

You HAVE NOT seen the facts, rules, etc., regarding the unrest with the CFRW. At best, the majority of the information received by the Sacramento RWF members has been 3rd, 4th and 5th-hand knowledge. There were 17 CFRW Executive Committee members that have first-hand knowledge of what took place.

To recap, in the past few months, a fraction of the CFRW board Improperly voted to have the current elected President, Janet Price, removed for undisclosed cause.

The majority (not a fraction) of the CFRW Executive Committee voted to remove Janet Price because of the harm she was causing at the Executive level of the Federation. Her removal was handled in a professional manner and per the bylaws. What most people do not understand is that the new bylaw recommendation from the NFRW Parliamentarian was put in place at our CFRW Convention in October 2021 so that state Federations and local clubs could more easily remove an officer that was causing harm to our organization. The duly elected CFRW Executive Committee handled the removal properly and professionally. It was not the CFRW executive Committee that subsequently spread rumors and inuendo throughout CFRW in an unprofessional manner.

Then, they proceeded to install a new president in the interim, (Mary Ervin), and a partial "new board". *There was not a partial new Board installed.* The California RWF Presidents attended a CFRW Zoom meeting and were presented with one side of the facts with the inability to interject during the meeting as we were all muted. We were, however, allowed to submit questions to the Zoom leader, who would only answer questions that did not challenge the validity of their accusations and the unlawful removal of a duly elected CFRW official.

It is common practice to mute participants on a Zoom meeting so all aren't speaking over each other. On a CFRW Board of Directors Meeting held on November 29, 2022, via zoom "Webinar", with all CFRW Club Presidents invited, the Executive Committee stayed for 2 ½ hours until ALL questions presented (via the "Chat" box as per Special Rules of Order) were answered.

These 4 pages appear to have come from Mary Ervin CFRW. I cannot find the attachment or link. I don't have a color printer!

The CFRW bank account was frozen by Bank of America when Mary Ervin and Lydia Kanno submitted signature cards to the bank claiming to be the new president and treasurer. As a result, the newly, self— installed CFRW used \$5,000.00 dollars from the account to retain an attorney using your club membership dues to defend their position in a lawsuit, filed by Janet Price. Now, we are being told the bank balance in December 2022 was \$321,000. Now, the bank balance is \$9,365, so where is the money?

There is no “newly, self-installed CFRW”. The CFRW bank account was frozen because AFTER former President Janet Price and former 1st VP Gretchen Cox, were removed from office on October 29, 2022 and November 5, 2022 respectively, they visited two separate branches of Bank of America on two separate occasions and removed the duly-elected CFRW Treasurer, Lydia Kanno, ordered debit cards for each of them in their names and changed the address on the account for bank statements to go to former President Price’s home address. As these actions were taken AFTER both Janet Price and Gretchen Cox were removed from office, Bank of America’s action to freeze the accounts had nothing to do with President Mary Ervin or Treasurer Lydia Kanno adding Mary to the signature card. Mary and Lydia presented current CFRW minutes and Bank of America was satisfied that Janet Price had been removed as President and made the changes needed.

The \$5000 authorized for use to retain an attorney was necessary to protect CFRW, which has a duty to protect itself and its assets. The money was spent to retain an attorney to write a Cease-and-Desist letter to an individual impersonating a CFRW officer. The expenditure came from a line item in the 2022 budget That was approved by the CFRW Board of Directors. CFRW would not need an attorney if Janet Price had not sued CFRW. CFRW will only need to continue to protect itself, using your dues money, as long as Janet Price continues with her lawsuit. CFRW is not suing anyone.

Who told you the bank balance was \$9,365? The proper person to ask is CFRW Treasurer. The funds in the CFRW bank account are secure, and due to former President Janet Price and former 1st VP Gretchen Cox trying to illegally gain control of the accounts on two separate occasions, the President and Treasurer had a fiduciary duty to do what was needed to be done in order to protect any and all assets of the organization. If your club was represented at the February 11, 2023 CFRW Board of Directors Meeting, your President would have gained more insight into the situation.

Many CFRW presidents and members have reached out to NFRW for direction and clarification as to who is the rightful CFRW President. As of today, February 10, 2023, no one from NFRW has responded with direction. Numerous clubs all over the state have left the federation in frustration. How many clubs may leave is yet to be determined; to date the numbers are not “numerous”. NFRW’s policy is not to get involved in each State Federation’s governance. The same is true with CFRW and its local clubs. The function of NFRW and CFRW is to ensure that Bylaws are correctly followed.

NFRW is being sued by Janet Price and on advice of their counsel, they’re not going to comment. However, on November 28, 2022, Janet Price did receive an email from NFRW President Eileen Sobjack officially notifying her that NFRW recognizes Mary Ervin as CFRW President, as noted on NFRW.org. NFRW President, Board of Directors and Standing Chairs have been working directly with Mary Ervin to continue the work of the Federation. Mary Ervin will be representing CFRW at its upcoming NFRW Board of Directors Meeting in March 2023.

Here is an excerpt from Tahoe Truckee RWF outgoing members in a letter to CFRW and NFRW:

“We live in a time when our society has been engulfed in frightening progressivism and many members are overwhelmed by how far to the left our state and country have shifted within every aspect of our lives. For CFRW to engage in infighting rather than have all its attention keenly focused on opposing such “progress”, shows a lapse of judgment. That the upheaval at CFRW occurred immediately prior to the mid—term elections, when certainly the time of those involved would have been better spent campaigning for Republican candidates, is a clear timing blunder. That hard earned CFRW funds are being used to fund attorney fees to fight against “our own”, instead of to support candidates, seeking election integrity, or other worthy causes, is wasting valuable resources. That attorneys who are paid from our membership dues may yet make

a public spectacle of this debacle, causing more PR damage to the Republican Party and the conservative message, goes contrary to the principles of the members of TTRWF. That NFRW ignored our pleas to intervene and mediate the infighting of the CFRW factions, without showing us the courtesy of a response - is also disconcerting. That emails claiming to be sent from CFRW are actually being sent from Mary Ervin's law office, (maryervinlaw@gmail.com) further calls into question who is actually in control of CFRW. This has been a huge disappointment to us, as it reflects badly on the structure of CFRW and NFRW, organizations our club had proudly affiliated with for decades.

There is no infighting within CFRW; the fighting is all coming from one direction. CFRW is being sued by a resentful member that was removed from office properly for causing harm to CFRW at the executive level. Very little time was taken away from mid-term elections. Problems with Janet Price began almost immediately at the beginning of her term. Due to her personal circumstances, the CFRW Executive Committee chose to continue to try to work with her; by the middle of October 2022, with membership numbers down by over 20%, the situation had to be dealt with.

Attorney fees expenditures, as well as NFRW's lack of response, are addressed in prior paragraphs. Mary Ervin is not a lawyer and does not have a law office; she still uses the same email she used from 30 years ago when she worked in her husband's law office.

The failures of leadership of the CFRW and/or NFRW, when coupled with antiquated bylaws that prevent clubs from making campaign contributions, prohibit club presidents from making endorsements, and use of membership dues which do not go towards expenditures that directly benefit our members in rural California, led to our vote not to renew its affiliation with CFRW and/or NFRW."

CFRW Bylaws have held this organization together for 98 years - and they are refreshed and updated every 2 years at our biennial Conventions.

American River RWF President and District 5 City Council Member, Anna Rohrbough, sent the email below to her membership this week, and I fully support her thoughts and feelings.

"Many of you have reached out about emails that rogue (Mary Ervin's) group has been sending, threatening loss of your membership and demanding you fill out a per capita or membership form. First, it is the Board's responsibility to fill out and turn in membership reports. It is not acceptable for them to scare anyone or threaten the membership. Second, we are all currently members of NFRW for two years, which includes last year (2022) and this year (2023). We are just fine for now. Please don't participate in fear mongering. We, as a board, will always communicate and keep you posted as to our status. If you receive an email and it feels like you are being forced or bullied into something, delete it, or send us an email with your concerns. We are here for you."

Putting out NFRW/CFRW bylaws pertaining to the rules of filing per capita is not to threaten but to educate, and to counter false information Janet Price was putting out as to alternative options that go against bylaws. NFRW Bylaws state, in ARTICLE VIII. DUES AND SERVICE CHARGES – Section 1. Dues. C. "Membership expires each year on December 31. Renewing members remain in good standing through the last day of February of the following year. NFRW must receive member dues by March 1 or member is dropped from membership and loses all member privileges".

So, here are the facts:

Out of each of our \$40.00 membership dues, SRWF pays CFRW \$27.00. \$20.00 goes to NFRW and CFRW keeps \$7.00. SRWF only keeps \$13.00 of the original \$40.00 dues payment. Can anyone please help me understand why no one from NFRW has stepped in to help California and say who the legal and legitimate CFRW President is and why NFRW members have been told, "It's a California issue. We're not getting involved." Lack of NFRW comment is addressed in a prior paragraph.

I am reminded of a conversation I had with my mother-in-law, when I asked her, 'Why did

you leave the Democratic Party after 62 years?' Her answer will always resonate with me. Simply put, she replied, "I didn't leave the Democratic Party. They left me. My views and concerns have always remained the same."

Has NFRW and CFRW changed, and is it time to go our separate ways and be independent? We, the members of SRWF, have not changed. Our views and concerns have always remained the same. We believe in God, Country, the Republic, and Rule of Law. The question is, does NFRW and CFRW still believe the same? I assure you, potentially breaking away from a club that has been in existence for over 90 years is a decision our Board does not take lightly.

Do you think it is fair for your Club President and a group of members in your club to decide the fate of your entire club that has been in existence for more than 90 years because they are upset; and because they don't understand why the CFRW Executive Committee had to remove a President who disrespected the structure and integrity of CFRW, and who would not follow bylaws of the organization she had been elected to lead?

With facts in hand, the members (placeholders of this moment in time) of Sacramento RWF assuredly will not throw away the work of the Republican Women Federated that came before them for the last 92 years and the ability for the Republican Women Federated to continue that work for the next 92 years.

I want to encourage all of you to join me by reaching out and emailing NFRW President Eileen Sobjack, at esobjack@nfrw.org and copy 2nd VP - Region 2 Director Michelle Beth Buckwalter-Schurman at mschurman@nelsonkilgus.com with the following requests:

1. Madam President, As the duly elected President and 2nd Vice-President of NFRW, please make an official statement or ruling, confirming who the legitimate President of CFRW is.

Janet is suing NFRW, as an individual wanting to be reinstated as CFRW President. That alone should make everyone aware that she is not the nationally recognized CFRW President.

2. Madam President, As the duly elected President and 2nd Vice-President of NFRW, please email RWF Presidents directly with this statement or ruling by March 1, 2023.

Here's a quote that we should all live by. "Be the woman who fixes another woman's crown, without telling the world it was crooked". Perhaps CFRW should have applied this principle before acting so hastily.

CFRW did not act hastily. In fact, out of concern regarding Janet's personal situation, the problem continued for too long of a time.

The California Federation of Republican Women has had the same goals and objectives for 98 years, regardless of who held the position of the President. The duly elected CFRW Executive Committee removed an officer because she was causing harm at the executive level of CFRW. The seventeen officers of the executive committee are the only people that had first-hand knowledge of Janet Price's actions and the clear majority of them chose to remove her from office. It was handled correctly and professionally. NFRW has confirmed CFRW's actions. The goal of your CFRW Executive Committee was to have the important work of the California Federation's Clubs impacted as little as possible. Janet Price chose to impact the clubs and draw them away from their work and into her resentful efforts against the CFRW. The work of the Federation needs to continue forward.

It's never too late to do the right thing. **CFRW agrees. Thank you.**

Tabitha

~~Ana Mendez sent me this thread.~~ I rearranged the order to make chronological sense. I left in the emails so you can see the recipients are some of the culprits in this debacle.

Begin forwarded message:

From: Tabitha Gomez <srwfpresident@gmail.com>
Date: February 8, 2023 at 9:54:02 AM PST
To: Caroline Takahashi <lemondropcake@gmail.com>
Subject: Fwd: TTRWF vote to disassociate with CFRW and NFRW

2 more clubs have left...

Kind Regards,
Tab

Begin forwarded message:

On Feb 7, 2023, at 5:22 PM, Lydia Percin <percinalaw@att.net> wrote:

The members of the outgoing Truckee Tahoe Republican Women's Federated are writing to express our concern about the status of the CFRW, and the leadership of the CFRW and NFRW.

We live in a time when our society has been engulfed in frightening progressivism and many members are overwhelmed by how far to the left our state and country have shifted within every aspect of our lives. For CFRW to engage in infighting rather than have all of its attention keenly focused on opposing against such "progress", shows a lapse of judgment. That the upheaval at CFRW occurred immediately prior to the mid-term elections, when certainly the time of those involved would have been better spent campaigning for Republican candidates, is a clear timing blunder. That hard earned CFRW funds are being used to fund attorney fees to fight against "our own", instead of to support candidates, seeking election integrity, or other worthy causes, is wasting valuable resources. That attorneys who are paid from our membership dues may yet make a public spectacle of this debacle, causing more PR damage to the Republican Party and the conservative message, goes contrary to the principles of the members of TTRWF. That NFRW ignored our pleas to intervene and mediate the infighting of the CFRW factions, without showing us the courtesy of a response - is also is disconcerting. That emails purportedly sent from CFRW are actually to Mary Ervin's law office, further calls into question who is actually in control of CFRW? This has been a huge disappointment to us, as it reflects badly on the structure of CFRW and NFRW, organizations our club had proudly affiliated with for decades.

The failures of leadership of the CFRW and/ or NFRW, when coupled with antiquated Bylaws that prevent clubs from making campaign contributions, prohibit club presidents from making endorsements, and use of membership dues which do not go towards expenditures that directly benefit our members in rural California, led to our vote not to renew its affiliation with CFRW and/or NFRW.

We hope and pray a time will come when the CFRW and NFRW will do what is necessary to harness the heartfelt principles that we stand for: Freedom, Constitution, Family Values, etc. - winning messages that should be our focus - not infighting.

Regretfully,
Members of the Outgoing TTRWF

These are emails forwarded to me and provide other club presidents' perspective and reasons for leaving the Federation.

On Feb 7, 2023, at 6:01 PM, Anna Rohrbough <anna@annarohrbough.com> wrote: [REDACTED]

Thank you for letting us know. This email lays out all the frustrations we feel as well. In the end it's just extremely disappointing to behave in such an unprofessional manner as we have seen from those who want to lead.

Good luck to you and your members. Please keep in touch.

Thank you

Anna Rohrbough

President American River Republican Women Federated

www.annarohrbough.com

425 501-5415

WATCH Anna's TEDxTalk [CLICK HERE](#)

From: Janet Price

Sent: Tuesday, February 7, 2023 6:15 PM

To: Anna Rohrbough

Cc: Lydia Percin; Mary Ervin; president@cfrw.org; info@cfrw.org; esobjack@nfrw.org; Vanessa

LaFranco; mschurman@nelsonkilgus.com; chadley824@aol.com; jionharris@aol.com;

marilynsharris44@aol.com; susan777urban@gmail.com; Colleen Waugh; deborahnaas@gmail.com; Sue

Taylor; Kelley Nalewaja; Cinda Walton; Karen Rogers; Breann; Colicia Palmer; Joann Rebane; Gretchen

Clinkingbeard; Barbara Windward; dianaflowers@att.net; Tabitha Gomez; Yahoo Mail Server; Jean

Pagnone; Elizabeth Cervantes; Barbie Lorentz; carla

Subject: Re: TTRWF vote to disassociate with CFRW and NFRW

I heartily agree with this well-written letter and do hope that it elicits a response from NFRW whom we have been pleading with for intervention since last October!

Thank you so very much!

I do hope that NFRW realizes the importance that California holds for them on a National level. Our state and, indeed, our country, is suffering from weak leadership. We here in California would like the chance to right the ship if given the chance. To date, all we have been met with is silence.

I applaud Truckee Tahoe Republican Women Federated for your courage in articulating your stance as written here.

You are correct. California desires better!

Best Regards,

Janet Price

CFRW President 2020-2023

From: Kelley Nalewaja <kelleynale@outlook.com>

Date: February 7, 2023 at 10:27:14 PM PST

To: Janet Price <janeteveprice@gmail.com>, Anna Rohrbough <anna@annarohrbough.com>

Cc: Lydia Percin <percinlaw@att.net>, Mary Ervin <maryervinlaw@gmail.com>, president@cfw.org, info@cfw.org, esobjack@nfrw.org, Vanessa LaFranco <vanessanfrw@gmail.com>, mschurman@nelsonkilgus.com, chadley824@aol.com, jionharris@aol.com, marilynsharris44@aol.com, susan777urban@gmail.com, Colleen Waugh <cwaugh2016@gmail.com>, deborahnaas@gmail.com, Sue Taylor <sue-taylor@comcast.net>, Cinda Walton <cinda-walton@comcast.net>, Karen Rogers <k.rogers1162@gmail.com>, Breann <breann_hibdon@yahoo.com>, Colicia Palmer <coliciapalmer@yahoo.com>, Joann Rebane <jarebane@msn.com>, Gretchen Clinkingbeard <rn358187@gmail.com>, Barbara Windward <bwindward@yahoo.com>, dianaflowers@att.net, Tabitha Gomez <srwfpresident@gmail.com>, Yahoo Mail Server <kariano1@yahoo.com>, Jean Pagnone <jean@pagnone.com>, Elizabeth Cervantes <lizcervantes530@icloud.com>, Barbie Lorentz <lorentzbarbie@gmail.com>, carla <carlaembertson@yahoo.com>

Subject: RE: TTRWF vote to disassociate with CFRW and NFRW

DITTO Tahoe Chapter.

It also appears we will be closing the EDH club for many of the same reasons (in addition to lack of participation and volunteers for leadership). We have one last attempt to see where people stand in February, as I lost two months being severely ill with RSV so we were not able to meet in Dec or January.

We (my board) feel that by combining our talents and activism, with our active El Dorado County GOP Central Committee, we will be able to have much more reach and range of ability to get things done. As President, I too felt very constricted by bi-law rules on campaigning and endorsement, and I am just not willing to sacrifice that voice in 2024.

That, with all the infighting, and "girl mess as I like to call it" makes it a very unappealing and we saw little result or benefit from CFRW when it comes to local and voices in our small county. You take quite a chunk of dues, for what I felt was very little return for us.

Our county does have a chapter near by neighbors, and I and others do plan to be members or associate members, to support their ongoing meetings and events. We just want more. We are boots on the ground people, and while meeting and conventions are great, they are simply like minded people sitting in a room agreeing with the same things. We want to get into candidates, local policy and campaigns much more.

I, too, wish you all well.

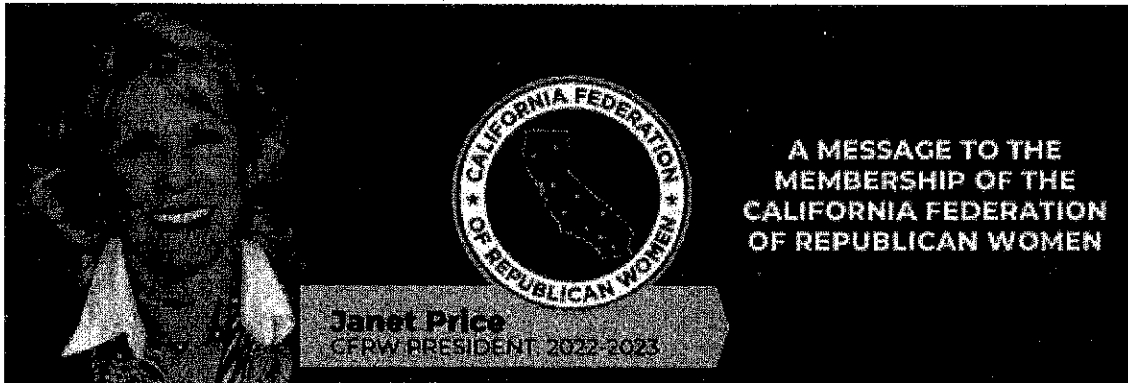
Kelley Nalewaja
Deb Munter

Sent from Mail for Windows

Mary Raub

From: From the Desk of CFRW President Janet Price <info@cfw.org>
Sent: Wednesday, March 1, 2023 11:08 AM
To: oldmare17@att.net
Subject: A Letter to Mary Ervin from CFRW 1st VP Gretchen Cox

[View this email in your browser](#)



A Letter to Mary Ervin from CFRW 1st VP Gretchen Cox

Dear Mary:

I am writing in response to the letter received Tuesday, February 28, informing me you have decided to permanently deny my membership to CFRW. You state that I did not uphold bylaws and worked against the goals of CFRW and NFRW. You gave no examples of either. Please provide specific examples.

You and your group, on the other hand, have actively worked to destroy CFRW by participating in violating our bylaws and ignoring proper procedures in unseating our duly elected President, Janet Price, and then myself. How does implementing a secret plan to remove a duly elected president who has done no demonstrable harm, but has a management style you simply don't like, promote the goals and values of this organization? Or NFRW?

You have regularly disparaged Janet to the entire membership and accused her of harming the Federation with no proof - just your opinion. You have, along with your group, knowingly worked to destroy CFRW by taking actions that would obviously divide the membership and erode trust in CFRW leadership. Your purported leadership has obviously confused some clubs who don't understand that, because your process has been in violation of bylaws, you hold no authority.

Now you violate bylaws again by not holding a hearing in this attempt to remove myself and more than a dozen other members, most of whom are on the Executive Committee/ Board of Directors. The very bylaw you cite, Article IV, Section D-2, states that, "CFRW Executive Committee shall take such action AFTER A HEARING TO WHICH BOTH SIDES SHALL HAVE BEEN INVITED". The Executive Committee is made up of more than your rogue group and there was no such invitation and no such hearing. Once again you cherry pick only parts of bylaws that suit your purpose.

In addition to the above, you allowed former 2nd VP Sandy Rains to violate our bylaw Article V - Ethics-Section 1a-Candidate Endorsement, by supporting her leave of absence. This was done by all of the Executive Committee in error based on very bad advice from Bylaws Chair Lorie Noble and Parliamentarian Sue Blair. Once the error was realized, President Janet Price immediately addressed the issue of resignation as the only viable remedy and informed Sandy, both verbally and in writing. Although this was confirmed in writing from NFRW Parliamentarian Theresa Kosmoski, which Sandy chose to ignore, your rogue group supported Sandy and allowed her to resume her position, again in violation of our bylaws which clearly state she MUST resign.

Your group has allowed a woman who behaves as if she is above the organization and bylaws to remain in "leadership". In my opinion, the good name of this organization has been disgraced by behavior that has gotten her in trouble as a mayor and forced her to resign after only 2 months on the job. She didn't even last as long as the most recent PM of England! Somehow that's the caliber of person you want representing CFRW on your "Executive Committee", while you deny membership to so many that have only worked in the best interest of the Federation.

Your decision to permanently deny membership to myself and more than a dozen other women, many of whom have dedicated decades to this Federation, is but one more clear sign to the members that under your "leadership", this is no longer an organization that works for Republican values and shows no respect to long-established rules and bylaws.

Let's see how that works out for you.

Best regards,
Gretchen Cox
CFRW 1st Vice President



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You are receiving this email because you are a member of the California Federation of Republican Women.

Our mailing address is:
California Federation of Republican Women
428 J Street
Suite 400
Sacramento, CA 95814

**CALIFORNIA FEDERATION OF REPUBLICAN WOMEN
STANDING RULES
As amended May 20, 2023**

I. NFRW SERVICE CHARGE

Each Club shall remit the NFRW Service Charge payments for two (2) years to CFRW. CFRW will forward the Service Charge payment for each Club to NFRW per NFRW requirements.

II. BOARD OF DIRECTORS

A Standing Committee Chairman, Appointed Officer or Legislative Analyst who fails to attend two (2) consecutive Board of Directors meeting, or who fails to submit a written report, if so requested, unless excused by the President, may be replaced by vote of the CFRW Executive Committee.

III. LOCAL CLUB NAME

a. The name of each local club shall include the word "Republican" and end with the word "Federated". To avoid duplication, the name selected by a new club shall be cleared with the CFRW Charter Registry Chairman before proceeding with the required organization petition. *(CFRW Bylaws Article IV Membership C. Local Club Charter Section 1 a.)*

b. The Club name shall not infringe on another clubs name and shall represent the area in which it is located.

IV. ROSTER

a. The Roster is the official list of the leaders in CFRW.

i. The local club shall send a copy of the Gold Sheet to the Data Center Manager, CFRW Membership Secretary, CFRW Roster Chairman, and their Regional Director in January of each year. The information shall include the name (listed according to personal preference), address, zip code, telephone number, fax and email, if appropriate.

ii. If the President should resign, the name of the new President, and contact information (name, address, phone, email), shall be immediately sent to the Data Center Manager, CFRW membership Secretary, CFRW Roster Chairman and their Regional Director for her records.

b. The Roster shall be distributed printed or electronically, to:

- i. CFRW Board Members
- ii. NFRW President
- iii. NFRW Western Region Director
- iv. CFRW Data Center Manager
- v. Club Presidents

c. The CFRW email roster only shall be posted on the CFRW website.

d. The CFRW Roster Chairman shall include in the CFRW Roster:

- i. NFRW Section Information:
 - (1) NFRW Executive Committee Officers,
 - (2) NFRW Bylaws,
 - (3) Section Page,
 - (4) Past NFRW Presidents.
- ii. CFRW Section Information:
 - (1) CFRW Executive Committee Members,

See Standing Rule # XVII on page 6.

The accusation against 4 members does not belong in standing rules and betrays the rule against disparaging Republicans in an essentially public document.

- (2) CFRW Standing Committee Members,
- (3) CFRW Bylaws, Standing Rules, Policies and Procedures Sections,
- (4) CFRW History,
- (5) Section Page,
- (6) CFRW Past Presidents,
- (7) Club Presidents.

- e. Printed or electronic copies of the CFRW Roster shall be available (upon reimbursement of the cost and postage of a printed copy to CFRW) only to:
 - i. All CFRW members.
 - ii. Republican candidates and elected Republican office holders with the information Section, Bylaws, Standing Rules, and Policy and Procedures Sections removed.
 - iii. California Republican Party, County Central Committees and legislative district offices with the information Section, Bylaws, Standing Rules, and Policy and Procedures Sections removed.

V. FINANCE

- a. All bills to be reimbursed to a CFRW Board of Directors member must be submitted to the CFRW Treasurer within sixty (60) days to be honored.
- b. The President-elect shall be advanced \$2,000.00 to pay for expenses in establishing the new CFRW Board of Directors and sending all necessary communications.
- c. A minimum month-end balance for the general operating account shall be \$100,000.00 plus the amount of money in the Club Trust Accounts. (adopted 2021.06.12)
- d. A minimum month-end balance for the payroll account shall be \$25,000.00. (adopted 2021.06.12)

VI. FEDERATION FUNDRAISING

- a. The CFRW Ambassadors Program will enhance the finances of CFRW. All Ambassador Members must be a Regular Member or Associate Member of CFRW or a local Club in good standing of CFRW.
- b. All Ambassadors will receive recognition in the conference program and electronic copies of the State Newsletter.
 - i. \$50 Ambassadors will receive all of the above.
 - ii. \$100 Golden Bear Ambassadors will receive all the above.
 - iii. \$250 Golden Eagle Ambassadors will receive all the above.
 - iv. \$500 Platinum Ambassadors will receive all the above and special pricing at conference events. Installment plan available for Platinum Ambassador level.
 - v. \$1000 Regent Ambassadors will receive all the above and special pricing at conference events; and reserved seating at CFRW conferences. Installment plan available for Regent Ambassador level.

VII. ENDORSEMENTS

- a. Refer to CFRW Bylaws Article V-Ethics Candidate Endorsement, CFRW Policy Section and NFRW Endorsement Policy.
- b. The following actions shall constitute the endorsement of a candidate.
 - i. Publicly using your name (individuals, local clubs, regions and CFRW) in writing, electronic social media, or print, available to the public, such as:
 - (1) On a candidate's brochure or literature;

- (2) In a candidate's press release;
- (3) In an article about the candidate; or
- (4) On a list of campaign contributors.
- ii. Using your home for a candidate's headquarters.
- iii. Displaying a candidate's bumper strip on your car.
- iv. Placing a candidate's lawn sign on your property.
- v. Giving a coffee or fundraiser for the candidate.
- vi. Participating in a candidate's phone bank.
- vii. Serving on the candidate's steering committee.
- viii. Working in a candidate's headquarters.
- ix. Having your name connected with any form of public announcement.

c. CRP Endorsements – See Special Rule at the end of the CFRW Bylaws and in the California Republican Party Endorsement Guidelines in the CFRW Procedure Section.

VIII. COMPLAINT HEARINGS

Preface: Per RROO, page 644, line 2-7, this complaint procedure is for extreme, serious violations “tending to injure the good name of the organization, disturb its well-being, or hamper in its work.” State level complaint procedures are not meant to be used by a member for club level issues such as: you don't like who made the decision, you don't like the person talking, or because someone put a flyer on your table without approval, etc. Complaint issues like these are club level issues and not an extreme and serious violation that impact the state level organization. If the club bylaws state what your club can and cannot do, alleged violations should be addressed by and resolved at the club level. If the club's leadership team is unable to find a resolution, the next level is to seek the advice of your Regional Director. The CFRW Executive Committee's mandate is not to address mundane infractions. Only those extreme, serious violations “tending to injure the good name of the organization, disturb its well-being, or hamper in its work” should be brought to the attention of the CFRW Executive Committee.

Upon receipt of a written complaint concerning non-compliance with the Bylaws and Standing Rules of NFRW, CFRW its local clubs or members, the procedure for hearing complaints shall be as follows:

- a. Written complaint shall be sent via registered mail to the CFRW President and CFRW Recording Secretary.
- b. Complaint must reference the sections of the bylaws that were believed to have been violated.
- c. The CFRW Executive Committee shall constitute the committee that shall investigate any complaint. The committee shall set a hearing date, if necessary, to enable all persons concerned to present the facts.
- d. In an attempt to reconcile differences without a hearing, the committee may investigate said complaint, verifying actual evidence, and request a conference with the parties involved.
- e. By majority vote, the Committee may require both those complaining and those charged with violations to attend a hearing of the complaint. The CFRW Recording Secretary shall send a notice of the hearing to both parties. The time and place shall be set by said committee and is to be not less than fifteen (15) days after mailing of said notice. Said notice shall generally follow the procedure set forth in Robert's Rules of Order Newly Revised, “Disciplinary Procedures” and shall require said persons to attend the hearing and testify. The notice shall contain, or have attached, the specific violations charged and shall advise the parties involved of their right to produce material witnesses.
- f. If the accused party attends and produces testimony at the hearing, the complainants may also produce testimony. When testimony is complete, the accused party or parties and the complainants

shall retire from the hearing room. Providing a quorum is present, the committee by a two-thirds (2/3) vote, may take such action as deemed appropriate including an action to censure, suspend, or expel the accused party. The CFRW Recording Secretary shall record an outline of all testimony produced, both against and on behalf of the parties charged with the said violation. The names of the parties and witnesses, together with the names of the committee members present shall also be recorded. If the accused party fails to appear at said hearing to answer the complaint, the report of the committee shall be entered into the minutes. Minutes shall contain a summary of such testimony produced at said hearing. Providing a quorum is present, action or determination shall be taken by a two-thirds (2/3) vote as though the accused was present.

- g. Due to travel and expense, the CFRW Executive Committee shall appoint a subcommittee of three (3), one from 3 different Regions, plus the parliamentarian (without a vote) to conduct an investigation and report back to the CFRW Executive Committee. Any ultimate decision must be by a two-thirds (2/3) vote of the Committee.
- h. The action by the Executive Committee on behalf of the CFRW Board of Directors shall be final, and become effective immediately, unless an appeal to the Board is filed with the CFRW Recording Secretary. The parties involved shall be notified in writing of said decisions.
- i. The accused party may file a written appeal with the CFRW Board of Directors, stating the grounds of appeal within fifteen (15) days from the date of mailing the notice of the decision of the committee.
- j. A hearing before the CFRW Board of Directors may be held at a regular or special meeting.
- k. At such hearing, the CFRW Board of Directors will hear the report of the Committee containing an outline of the testimony as presented to it, and its decision.
- l. The CFRW Board of Directors may accept or amend the action of the Committee without further hearing. Providing a quorum is present, by a two-thirds (2/3) vote of those present, the CFRW Board of Directors may require further testimony be presented at a specified CFRW Board of Directors meeting. Notice of the specified meeting shall be sent to both parties.

IX. CFRW RECORDS

Treasurer's books and per capita reports should be maintained for a minimum of eight (8) years. Minutes shall be permanently retained. ~~Necessary records prior to the preceding term, shall be packaged, labeled and forwarded to the CFRW Advocacy Office.~~ (No longer maintain a physical office)

X. CANDIDATE MAILINGS

The CFRW shall do NO statewide mailings for candidates seeking public office (or ballot issues) when the mailing contains a solicitation of funds.

XI. MEMBERSHIP LISTS AND REPORTING

CFRW, Regions and local clubs shall not permit their membership lists to be given to a non-member or any other political, profit or non-profit organization, with the exception of internal website development by all levels of CFRW.

XII. REPRESENTATION OF CFRW BY BOARD MEMBERS

No Committee Member may represent CFRW without the approval of the CFRW President or the CFRW Executive Committee.

XIII. CONFLICT OF INTEREST

- a. If a member of the Board of Directors has a financial conflict of interest, she shall declare her conflict of interest to the board and ask to be excused from voting on, and any discussion of, the matter with which she has the conflict.
- b. Members of the Board of Directors are disqualified from participating in decisions in which they have a financial interest.
- c. A member of the Board of Directors who is disqualified must abstain from making, participating in making or attempting to use her official position in any way to influence the decision.

XIV. REGIONAL DIRECTORS EXPENCES

Regional Directors will be reimbursed for mileage not to exceed the line item approved in the CFRW yearly budget. Mileage form is to be submitted to the Treasurer every sixty (60) days for reimbursement. Mileage rate will be established by the Executive Committee.

XV. WEBSITE MANAGEMENT

- a. The CFRW President and Executive Committee shall have oversight of the CFRW website.
- b. Web Manager – is an appointed position.
 - i. Shall sign a "Confidentiality Agreement".
 - ii. Shall assist the President and Executive Committee in oversight of the CFRW website.
 - iii. Shall have full access to the Administrative Page of the website.
 - iv. Shall assist the Data Center Manager as needed.
 - v. Shall maintain and update the CFRW website.
 - vi. Updates the email forwards "alias's" on the CFRW website.
 - vii. Designs additional web pages with approval of the President or Executive Committee.
 - viii. Creates and updates a Standing Operating Procedures Manual for the website.
- c. Data Center Manager – Employee
 - i. Maintains CFRW membership database.
 - ii. Tracks membership.
 - iii. Transmits the membership database to NFRW per their deadlines.
 - iv. Emails Capitol Update.
 - v. Distributes mass emails as requested by the President or Executive Committee.
 - vi. Updates and maintains the Mail List Program.
 - vii. Assists in updating the email forward "alias's" on the CFRW website.
 - viii. Updates club information section on the website.
 - ix. Develops, with approval of the President, and posts forms to the CFRW website (Per Capita, Service Charge Form, Gold Sheets, Web Page information and other needed forms).
 - x. Provides membership database to Regional Directors and Club Presidents, for their portion of the database as requested.
- d. Access to the CFRW website Administration Page shall be limited to the following individuals.
 - i. President – master code.
 - ii. Data Center Manager – sub-code.
 - iii. Web Manager – master code.
 - iv. Assistant Web Manager – master code (for back up purposes).
 - v. Additional sub-codes as needed with the approval of CFRW President and Executive Committee.
- e. Access to the email portion of the website shall be limited to the following individuals.
 - i. President – master code.

- ii. Data Center Manager – sub-code.
 - iii. Web Manager – master code.
 - iv. Assistant Web Manager - master code (for back up purposes).
 - v. CFRW Membership Secretary – sub-code.
- f. CFRW membership list access and backup maintenance shall be limited to:
- i. President - Membership lists given monthly via CD, flash drive or upload; to be returned to the Data Center manager or deleted at the end of the President's term. Shall sign a "Confidentiality Agreement".
 - ii. Web Manager – if given via upload to be deleted from her computer upon leaving her position. Shall sign a "Confidentiality Agreement".
 - iii. Data Center Manager – Shall sign a "Confidentiality Agreement".
 - iv. CFRW Membership Secretary – if given via upload to be deleted from her computer upon leaving her position. Shall sign a "Confidentiality Agreement".

XVI. USE OF CFRW LOGO

- a. The CFRW logo is available to local clubs for use on their official Federation materials. Notification of use must be submitted to the CFRW Chair of Public Relations/marketing at CFRWPR@cfw.org for record keeping purposes. CFRW reserves the right to rescind the use of the logo if used in any manner in conflict with the CFRW Bylaws.
- b. If the logo is redesigned, it must have the approval of the Executive Committee and be ratified by a 2/3 vote of the Board of Directors.

XVII. PERMANENTLY EXCLUDED FROM MEMBERSHIP IN CFRW

The following persons are permanently, for life, excluded from membership in CFRW and NFRW for bringing a lawsuit (Superior Court County of Orange, Case # 30-2022-01299430-CU-MC-NJC, filed on 12/28/2022) against CFRW and being the leaders in the most destructive action ever taken against CFRW in its 98-year history. They are permanently excluded from membership for failure or refusal to support the policies and objectives of CFRW and NFRW, as stated in the bylaws and for their acts and omissions intended to cause damage to CFRW and NFRW and both organizations' reputations and financial stability.

Janet Price (ID #53806), Gretchen Cox (ID #499315), Audrey Voigt (ID #64859), Sherry Gillis (ID #676239) (adopted 2023.05.20)

XVIII. AUTHORITY

The Board of Directors has the authority to adopt the Standing Rules and changes. (See Bylaws Article VIII, Section 2 (b))

Dear Mary and Linda,

After our conversation, Linda, and the emailed agreement that we made, you consented to give everything to Mary Raub to send to Lydia Kanno, state elected Treasurer, for the process of the closure of Fort Bragg Area RWF. Some weeks have passed with none of the information being received as Lydia Kanno has reported to me.

Linda, I made it quite clear to you as I explained that these were CFRW bylaws you were being encouraged to follow, and which you understood, even if you didn't like the idea. You were told that these funds were sacrosanct for five years and would be kept in a special account. Not only is this information readily available for you to read in CFRW Bylaws, but anything beyond that would be unethical and illegal. We do not play games with the CFRW treasury! We were not the ones who worked to take funds that did not belong to us, meaning the CFRW. State elected Treasurer Lydia Kanno fought to keep these accounts away from ex-President Janet Price and 1st VP. Resigned, Gretchen Cox.

We, the legal CFRW Executive Committee, have not violated any bylaws. It was NFRW itself that chose to turn the reins of CFRW over to Mary Ervin and remove Janet Price as president. **NFRW was with us from the very beginning as we built our case. It was their nationally registered Parliamentarian who was at the helm of everything we presented.** Yet Janet kept lying and sharing that it was Sue Blair that changed the same on the NFRW website. Ya, right....

Bylaws *are* bylaws! Just the pure fact that your documents, Linda, under the direction of Charter Chair Mary Raub, have not yet been submitted, is a valid indication that your current inaction is a refusal to follow the legal, established regulations governing CFRW.

The current CFRW Exec. Committee has been accused of not following the Bylaws. NFRW doesn't seem to think so; but Janet Price has instructed those who follow her *not to pay CFRW dues*. Against the bylaws... and to only send to dues to NFRW... not in the bylaws... Quite possible these directives were given because *Janet doesn't know the bylaws...and perhaps this is more about her ego than CFRW.... Just a thought...*

Do you think this misinformation gives you permission to violate CFRW bylaws as members of the Federation you are supposed to be serving? As I shared with you in an earlier email, CFRW exists whether Janet is president or if Mary Ervin is. In not following through with your fiduciary responsibilities, you undermine CFRW and its operations. What is your defining goal? It is the end of this two year term, and Janet Price will not be re-installed, no matter what she desires. So, now I ask you: What will you do to support CFRW and its bylaw structure to bring back its lustre?

This type of passive aggressiveness is only destructive. What is done, is done. It is time to come together to reflect, restore, and rebuild. Please send in the necessary paperwork/check/etc. and put an end to this.

Yours in the cause of CFRW and its future,

Annette De Modena
Region 1 Director
707-442-2788 H
707-499-6310 C

Proof that NFRW was aware and involved in the rogue actions from the beginning, while refusing to respond to pleading club presidents requesting assistance or direction to end this chaos.

oldmare17@att.net

From: Annette DeModena <aslansplace@att.net>
Sent: Wednesday, July 19, 2023 2:40 PM
To: Mary Raub; Linda Lima
Cc: Mary Ervin; Lydia Kanno; sue.l.blair@gmail.com
Subject: Ft. Bragg Area Dissolution papers and check covering all funds in that bank account
Attachments: CFRW Region1 letter to Ft.Bragg_Mary Raub.doc

From: CFRW Information <infocfrw@gmail.com>
Sent: Friday, July 14, 2023 11:16 AM
To: CFRW Information
Subject: Fwd: United in One Federation

Talk about lack
of grace + integrity.
Another vindictive
accusation distorting
the facts.



California Federation of Republican Women
*Officially Chartered by the National Federation of Republican Women
and the California Republican Party*

July 14, 2023

The California Federation of Republican Women is asking you to please disregard all communications sent on behalf of or at the request of Janet Price. These activities are written by and sent to you by people that are not members of CFRW and who have stolen the CFRW Website, stolen the CFRW membership list, stolen the CFRW logo, attempted to steal CFRW's money, stolen the CFRW banners, have continually lied or misled CFRW members, and they are impersonating officers of CFRW.

There is only one California Federation. It is chartered by the National Federation of Republican Women and the California Republican Party. There has not been a "split of the CFRW Executive Committee", and uncertainties that have occurred over the past 8 months were created by Ms. Price.

Ms. Price refused to accept the outcome of her removal from office gracefully and with integrity. She chose instead to file a lawsuit against the organization she claims to love and wants to "protect." She was removed properly according to Federation Bylaws, and nothing was done illegally or mean spirited. Court decisions have not gone in her favor, and most recently Orange County Superior Court Judge Nathan Vu has stated that "...*plaintiff is not likely to prevail on the merits of her case.*"

Ms. Price continually provides examples to you of her lack of understanding of the Federation Bylaws and her disrespect of its structure that led to her removal from office in the first place.

She is soliciting CFRW members for financial and emotional support and now desires to acquire CFRW's membership for her new endeavor. Ms. Price's motivation from the beginning is clear, destruction of the California Federation of Republican Women.

CFRW does not wish to lose any Federated club or Federated member and hopes that the Leadership to whom Ms. Price contacts will seriously consider what it is you are being asked to do. Every community already has several Republican organizations.

The Federation is nationally recognized by the Republican Party. Together across the state (since 1925) and across the country (since 1938), the women of the Federation for multiple generations have come together to promote the Republican Platform, Republican Legislative issues, Educate Federated women on all things Republican and help to get Republicans elected to office. Generations of women that came before us have put their blood, sweat and tears into this organization as many of you have. Those of you with a deep understanding of those that came before us and what the Federation can accomplish together, know that the bylaws are the backbone of our organization and the reason we are 98 years old. The California Federation of Republican Women will continue to thrive.

It is your individual decision to decide to remain with this historical and proud organization.

We certainly hope you do.

Mary Ervin
CFRW President