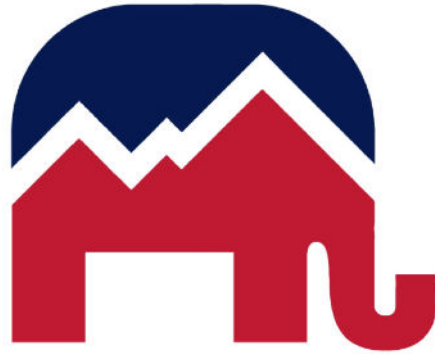


# Bylaws of the Boulder County Republican Central Committee



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Article I: NAME

The name of this organization shall be the Boulder County Republican Central Committee, also known as the Boulder County Republicans, hereinafter referred to as the BCR.

Article II: PURPOSE

The purpose of this organization shall be to perform the functions set forth in the election laws of the State of Colorado and the bylaws of the Colorado Republican State Central Committee, hereinafter referred to as the CRC, and to exert every effort to achieve the objectives of the Republican Party.

Article III: POLICY AND INTERPRETATION

Section 1. All applicable provisions of the Colorado Statutes shall be part of these bylaws.

Section 2. All applicable provisions of the CRC bylaws shall be part of these bylaws.

Section 3. All references to male include the female and the masculine pronoun shall include the feminine.

Section 4. No candidate for any designation or nomination for public office shall be endorsed, supported, or opposed by the BCR (acting as an entity) or by its officers or its committees before the primary, except candidates not facing primary opposition may be supported, after the closing date for petitions to the primary.

Section 5. Upon their request, all announced Republican candidates for designation to public or party office shall have equal and timely access to applicable party information on an at-cost basis.

Section 6. Any support of Republican candidates for federal public office shall be of a nature that does not require reporting by the BCR under federal election law.

Section 7. The terms caucus assembly, county assembly, congressional assembly, and state assembly shall be considered to include the corresponding convention in presidential election years. Delegates to an assembly are also delegates to the corresponding convention.

Article IV: MEMBERSHIP

Membership of the BCR shall be composed of

- a. All Republican Precinct Committeepersons;
- b. All Republican District Captains and District Co-Captains;
- c. The Chairman, three Vice-Chairmen, and Secretary;
- d. All Republican elected officials residing in the county.

Article V: OFFICERS

Section 1. Officers

- a. The elected officers shall be a Chairman, three Vice-Chairmen, and a Secretary. They shall assume their duties at the close of the biennial organizational meeting and shall serve a term of two years or until their successors are elected.

- b. The appointed officer shall be a Treasurer, who shall be a registered Republican appointed by the Chairman, and who shall serve at his pleasure; and any other officers deemed necessary by the BCR shall be so appointed.

## Section 2. Duties

- a. The Chairman shall:
  - 1. Be chief executive officer of the BCR.
  - 2. Issue the call and preside at all meetings of the BCR and Executive Committee.
  - 3. Observe and enforce the Bylaws and rules of the BCR.
  - 4. Be custodian of all funds, books, papers, records, and proceedings of the BCR and the Republican county assembly and report to the Executive Committee at each of the regular executive meetings.
  - 5. Appoint all standing and special committees.
  - 6. Be an ex-officio member of all committees.
  - 7. Submit a budget to the Executive Committee by June 1, approved by July 1, following his election. The budget shall cover a period of two years from July 1 of the odd numbered year to June 30 two years hence, during which time the budget shall be reviewed by the Executive Committee on a semi-annual basis.
  - 8. Provide for a Treasurer's report at each of the regular Executive Committee meetings and each meeting of the BCR.
  - 9. Be responsible for arrangement for Republican county assembly.
  - 10. Preside over the Republican county assembly or designate a presiding officer.
  - 11. Serve as Chairman of county delegations to higher assemblies or designate a presiding officer.
  - 12. Jointly with the Vice-Chairmen, divide the county into District Captain districts with the approval of the Executive Committee.
  - 13. Delegate specific responsibilities of the Chairman to the designated Vice-Chairmen during his absence or temporary inability to act.
  - 14. Provide the Colorado Secretary of State and the CRC Chairman with a list of officers elected, bonus members elected, County Central Committee Vacancy Committee members selected (with their post office addresses and telephone numbers) immediately following the organizational meeting of the County Central Committee. (Colorado Election Laws 1-3-103 and 1-12-106.)
  - 15. Provide a list of all candidates in his county (with their post office addresses and telephone numbers) to the Chairman of the CRC following the designation of those candidates in their county assembly.
  - 16. Provide a similar written list authenticating all delegates and alternates elected to any state, congressional, senatorial or representative assembly or to any state or congressional convention, specifying the numerical order in which alternates were elected. He shall mail such lists to the CRC Chairman and to the appropriate District Chairman immediately after the county assembly and/or convention.
  - 17. Recommend persons to serve as judges of election to the Boulder County Clerk not later than the first Tuesday of June in even numbered years. (Colorado Election Law 1-5-107.)
  - 18. Certify watchers to Judges of Election. (Colorado Election Law 1-7-104.)

19. Provide a job description for each officer and chairmen of good standing and special committees.
  20. Perform other duties as specified by law.
  21. Recommend for appointment prior to any election members for the Inspection and Duplication Board, Board of Canvassers, Watchers and other appointees as required or allowed by law.
- b. The Vice-Chairmen shall:
1. Exercise the delegated functions of the Chairman in his absence, during his inability to perform, or at his request.
  2. Perform duties as provided for in the job description.
  3. Perform other duties as the Chairman may prescribe.
  4. Jointly with the chairman, divide the county into district captain districts with the approval of the executive committee.
- c. The Secretary shall:
1. Be the chief clerical officer of the BCR and record all BCR and Executive Committee proceedings.
  2. Have ready for the convening of each county assembly a temporary roll of the delegates entitled to participate. The roll shall be prepared from the credentials of uncontested delegates filed with the Secretary and from the credentials of contested delegates placed upon the temporary roll by the assembly credentials committee.
  3. Serve as temporary Secretary at county assemblies and:
    - (a) Read the official call authorized by the BCR.
    - (b) Upon election by the body serve as permanent secretary of the assembly.
  4. Prepare and verify all credentials for delegates and candidate certificates showing designations made by the county assembly.
  5. Maintain an accurate current list of the members of the BCR for the purposes of verification of those eligible to nominate and vote at meetings of the Executive Committee and the BCR and the list to be made available to Republican candidates.
  6. Perform other duties that the Chairman may prescribe.
- d. The Treasurer shall:
1. File with the appropriate authorities all statements and reports required by state and/or federal law, in a timely manner, and furnish copies to the Chairman.
  2. Establish under the name of the Boulder County Republican Central Committee all checking and savings accounts.
  3. Dispense funds on the written authorization of the Chairman or as authorized by the Executive Committee.
  4. Submit a report at each meeting of the BCR and at each regular Executive Committee meeting which shall consist of an itemization of all funds on deposit, cash on hand, accounts payable and accounts receivable, and statement of income and expenses for the year to date including the most recent month.
  5. Serve as a member of the county finance committee.
  6. Perform other duties prescribed by the Chairman.

### Section 3. Removal

- a. Any elected officer of the BCR may be removed from office at any time, for whatever cause the BCR may deem sufficient, by a vote of three-fifths of the BCR members present and voting at an official meeting (in accordance with Article VII of these bylaws).
- b. Written notice (giving the time, place, and purpose of this meeting) shall be sent to each member at least ten days before the meeting. Electronic notification to the most recently provided address shall suffice. Members may request in writing to be notified by mail.
- c. The action of the BCR shall be final.

### Section 4. Vacancies

- a. A vacancy in an office shall exist in the event of an officer's ineligibility to hold office, death, removal, permanent absence or permanent disability, or upon the officer's public announcement of filing as a candidate for elective office in a partisan election. The Executive Committee shall decide by majority vote whether sufficient evidence exists of permanent absence or permanent disability.
- b. Any resignation tendered by an officer shall not be effective until accepted by the Executive Committee. A tendered resignation may be withdrawn without the consent of the executive committee before issued via the call. Tendered resignations shall be considered at the regularly scheduled Executive Committee meeting following receipt. After the tendered resignation is placed in the Call, the Executive Committee must consider the matter.
- c. A vacancy in the office of Chairman shall be filled in the manner provided in the applicable portions of Article VI of these bylaws. The Vice-Chairmen shall see that the call is sent to all members of the BCR within ten days of a vacancy in the office of Chairman. This meeting shall be held within thirty days of the call. Electronic notification to the most recently provided address shall suffice. Members may request in writing to be notified by mail.
- d. In the event of a vacancy in the office of any Vice-Chairman or Secretary, the Chairman may appoint an acting Vice-Chairman or acting Secretary to serve until the vacancy is filled by the BCR Vacancy Committee. The Secretary or the acting Secretary or his designee, as the case may be, shall send the call to all Vacancy Committee members within ten days of the vacancy. The vacancy shall be filled within thirty days of the call. Electronic notification to the most recently provided address shall suffice. Members may request in writing to be notified by mail.

## Article VI: NOMINATIONS AND ELECTIONS

### Section 1. Nominations

- a. Candidates for Chairman, Vice-Chairmen, Secretary, state bonus members and congressional bonus member shall be nominated from the floor at the organizational meeting.
- b. Nominations for any office shall be made only by members of the BCR in person.
- c. Eligibility requirements for such candidates are the same as for election as a Precinct Committeeperson. (Colorado Election Law 1-3-102.)

- i. Candidates for congressional bonus members must live in the congressional district in which they are running for bonus member.

## Section 2. Elections

- a. Officers shall be elected by majority vote using a secret ballot, unless there is only one nominee for the office, in which case election shall be by voice vote. If there is no majority, the candidate with the least amount of votes shall be dropped, and a new ballot shall be taken until a majority is obtained.
- b. Bonus members shall be elected by plurality vote using a secret ballot, unless there is only one nominee for each available position, in which case election shall be by voice vote.

## Article VII: MEETINGS OF THE BCR

Section 1. The organizational meeting of the BCR shall be held between February 1 and February 15 of odd numbered years.

- a. Its purpose shall be to:
  1. Hear reports of the Treasurer, the Financial Review Committee and all other standing and special committees.
  2. Elect a Chairman, three Vice-Chairmen, and a Secretary.
  3. Elect state and congressional bonus members.
  4. Conduct such other business that may come before it.
- b. Judicial, State Senatorial and State Representative Districts, wholly within Boulder County, shall hold their organizational meeting on the same day and at the same location as the BCR organizational meeting.

Section 2. Other meetings, either regular or special, shall be held:

- a. At a time and place designated by the BCR or its Executive Committee, or
- b. Upon the call of the Chairman (or in the event of his absence or inability to act) upon the call of the designated Vice-Chairman.
- c. Upon the written request of one-tenth of the voting members. The meeting shall be called by the Chairman within ten days after receipt of such request. If the Chairman fails to do so, any voting member may issue the call at the expense of the BCR. The meeting shall be held within thirty days of the call.

Section 3. The official call shall be sent to the last address of each Central Committee member on file with the Secretary of the BCR no fewer than ten days before the date of the meeting. The call shall state the time and place of the meeting and the business to be conducted, provided that the business of the meeting shall not be limited to matters stated in the call, unless the call is for a special meeting. Electronic notification to the most recently provided address shall suffice. Members may request in writing to be notified by mail.

Section 4. A quorum shall consist of those members present, provided that the official call for the meeting was properly sent.

## ARTICLE VIII: VOTING AND PROXIES

Section 1. Voting at Central and Executive Committee meetings, with the exception of the election of officers and bonus members (Article VI, Section 2, a & b), shall be by voice or rising vote. Unless otherwise required, all questions shall be decided by majority vote of those present.

Section 2. A person holding multiple Central or Executive Committee office shall not be entitled to more than one vote.

Section 3. A voting member unable to attend a central committee meeting may give a proxy to another qualified member of the central committee. The proxy shall be delivered to the Chairman or acting Chairman via mail, email or fax at least 24 hours in advance, or in hand prior to the commencement of the central committee meeting.

Section 4. No member shall vote more than five proxies.

## ARTICLE IX: EXECUTIVE COMMITTEE

Section 1. The Executive Committee shall consist of voting and non-voting members as follows:

- a. Voting members:
  1. The Chairman, Vice-Chairmen, Secretary, and Treasurer of the BCR.
  2. Republicans who reside in Boulder County and who hold elected county, district, state or federal public office.
  3. One designated representative from each of the standing committees.
  4. All District Captains. District Co-Captains may vote only in the absence of the captain.
  5. Three additional members, whom the Chairman may appoint, with the approval of the Executive Committee.
- b. Non-voting members:
  1. All Republican candidates for public office residing in Boulder County from the time of their designation by Assembly until the Primary Election, and thereafter, all Republican nominees until the General Election.
  2. All state and congressional bonus members.
  3. Elected Republican officers of the state, judicial, congressional, state senatorial and state representative district Central Committees residing in Boulder County.
  4. One representative from each Republican auxiliary organization recognized by the Executive Committee.

Section 2. The duties of the Executive Committee shall be to:

- a. Serve as an advisory committee to the Chairman, and to perform other functions prescribed in these Bylaws or by the Chairman.
- b. Approve the budget by July 1 of each odd numbered year.
- c. Review the budget on a semi-annual basis.



- d. Decide by majority vote of those present and voting if sufficient evidence exists to declare a vacancy in an office because of permanent absence or disability.
- e. Serve as the BCR Vacancy Committee for vacancies in the office of:
  - 1. Any BCR Vice-Chairman or Secretary.
  - 2. State or congressional bonus member.
  - 3. Precinct Committeeperson.
- f. Approve the budget. Approve any expenditure in excess of \$200.00 not previously approved in the budget. A series of payments in amounts under \$200.00 for the same debt which are designed to avoid the \$200.00 limitation is prohibited.

Section 3. The Executive Committee may fill no Precinct Committeeperson, District Captain, District Co-Captain, or Vice-Chairman vacancy in the time interval between a general election and the next biennial organizational meeting of the BCR.

#### Section 4. Meetings

- a. Regular meetings shall be called no less frequently than once per month for no fewer than ten months per calendar year, at a time and place to be set by the Chairman. The Secretary shall send the call at least ten days before the meeting. Electronic notification to the most recently provided address shall suffice. Members may request in writing to be notified by mail.
- b. Special meetings may be called by the Chairman or shall be called at the written request of one-third of the members of the Executive Committee. The purpose of the meeting shall be stated in the call. The Secretary shall send the call at least five days before the meeting. Electronic notification to the most recently provided address shall suffice. Members may request in writing to be notified by mail.
- c. Meetings may be open but shall go into executive session at the discretion of the Chairman or by majority vote of the members present and voting.
- d. A quorum shall consist of those members present, provided that the official call for the meeting was properly sent.
- e. Electronic video or voice conference call shall be an acceptable form of meeting for the Executive Committee and its committees, except for meetings with contested officer elections.

Section 5. The Executive Committee shall exercise all the powers of the BCR in the intervals between meetings of the BCR. (Colorado Election Law 1-3-105.)

#### ARTICLE X: COMMITTEES OF THE BCR

Section 1. The standing committees of the BCR shall be: Financial Review, Bylaws and Finance, and any others deemed necessary by the Chairman with the approval of the Executive Committee, and shall serve at the pleasure of the Executive Committee.

- a. The Financial Review Committee shall be composed of at least three members, none of whom shall be a county party officer. The committee shall review the books of the BCR before the organizational meeting and shall report the results of its review at that meeting. It shall also review the books at any other time requested by the Executive Committee.

- b. The Bylaws Committee shall be composed of at least three members. The Bylaws Chairman shall call a meeting not later than three weeks prior to the central committee meeting date. Proposed bylaws amendments must be received by that date. It shall review all proposed amendments to those Bylaws and make recommendations of amendments to the BCR. It shall also notify the BCR of mandatory changes required by changes in election laws or in bylaws of the CRC.
- c. The Finance Committee shall be composed of at least three members.

Section 2. The special committees of the BCR shall be: Resolutions; Rules; and any others deemed necessary by the Chairman, and shall serve at the pleasure of the Executive Committee.

- a. The Resolutions Committee shall be composed of at least three members. It shall be the duty of the resolutions committee to prepare resolutions for consideration at assemblies and conventions.
- b. The Rules Committee shall be composed of at least three members. It shall be the duty of the rules committee to prepare rules for the conduct of meetings, assemblies and conventions.
- c. Following the final report, the committee shall be dissolved.

Section 3. The quorum for any standing or special committee shall consist of those members present provided that notice has been given to all members no fewer than three days before the meeting.

#### ARTICLE XI: DISTRICT CAPTAINS

Section 1. Eligibility requirements are the same as for election as a Precinct Committeeperson.

Section 2. Appointment shall be at the discretion of the designated Vice-Chairman with the approval of the Chairman and Executive Committee.

Section 3. The county shall be divided into not less than eight, nor more than forty districts consisting of whole precincts, designated by the Chairman and Vice-Chairmen.

Section 4. District Captains shall serve at the pleasure of the Chairman and the designated Vice-Chairman. Unless previously terminated, all appointments expire at the close of the next biennial organizational meeting of the BCR.

Section 5. Removal shall be at the discretion of the designated Vice-Chairman with the approval of the Chairman.

Section 6. Causes for removal of the District Captain shall include, but not be limited to, the following:

- a. The Executive Committee, after giving reasonable notice to the District Captain affected, and upon a showing of good and sufficient cause, and after an opportunity by the District Captain to be heard, determines by two-thirds of those voting that sufficient evidence exists of:
  - i. Permanent absence, or
  - ii. Permanent disability, or

- iii. Non-performance of duties, or
  - iv. Public support and/or endorsement of other than a Republican candidate during the current term of the District Captain in a partisan election, without prior approval of the Executive Committee.
- b. For good cause shown, the Executive Committee may grant temporary suspension of a District Captain for a specified period, when conditions warrant, upon a two-thirds vote of the committee, and during such period, that person shall not serve on the Executive Committee in any capacity.

ARTICLE XII: DISTRICT CO-CAPTAINS

Section 1. Eligibility requirements are the same as for election as a Precinct Committeeperson.

Section 2. Appointment shall be at the discretion of the designated Vice-Chairman and the appropriate District Captain with the approval of the Chairman.

Section 3. Areas shall be composed of not less than three whole election precincts designated by the Chairman, Vice-Chairmen and the appropriate District Captain.

Section 4. District Co-Captains shall serve at the pleasure of the Chairman, Vice-Chairmen, and the appropriate District Captain. Unless previously terminated, all appointments expire at the close of the next biennial organizational meeting of the BCR.

Section 5. Removal shall be at the discretion of the designated Vice-Chairman and the appropriate District Captain with the approval of the Chairman.

Section 6. Causes for removal of the District Co-Captain shall include, but not be limited to, the following:

- a. The Executive Committee, after giving reasonable notice to the District Co-Captain affected, and upon a showing of good and sufficient cause, and after an opportunity by the District Co-Captain to be heard, determines by two-thirds of those voting that sufficient evidence exists of:
  - 1. Permanent absence; or
  - 2. Permanent disability, or
  - 3. Non-performance of duties required of all Precinct Committeepersons, or
  - 4. Public support and/or endorsement of other than a Republican candidate during the current term of the District Co-Captain in a partisan election, without prior approval of the Executive Committee.
    - i. For good cause shown, the Executive Committee may grant temporary suspension of a District Co-Captain for a specified period, when conditions warrant, upon a two-thirds vote of the committee, and during such period, that person shall not serve on the Executive Committee in any capacity.

ARTICLE XIII: PRECINCT CAUCUSES

The caucus Chairman and Secretary shall certify and cause to be delivered to the BCR Secretary by 5 p.m. of the day following the caucus:

- a. A list of delegates and alternates elected to the county assembly,
- b. A list of Precinct Committeepersons elected at precinct caucus.

## ARTICLE XIV: PRECINCT COMMITTEEPERSONS

Section 1. Causes for removal of the elected Precinct Committeeperson shall include, but not be limited to, the following:

- a. The person does not meet the legal qualifications for Precinct Committeeperson.
- b. The person has moved from the precinct.
- c. The Executive Committee, after giving reasonable notice to the committee-person affected, and upon a showing of good and sufficient cause, and after an opportunity by the Precinct Committeeperson to be heard, determines by two-thirds of those voting that sufficient evidence exists of:
  1. Permanent absence; or
  2. Permanent disability; or
  3. Non-performance of duties required of all Precinct Committeepersons; or
  4. Public support and/or endorsement of other than a Republican candidate during the current term of the Precinct Committeeperson in a partisan election, without prior approval of the Executive Committee.
    - i. For good cause shown, the Executive Committee may grant temporary suspension of a Precinct Committeeperson for a specified period, when conditions warrant, upon a two-thirds vote of the committee, and during such period, that person shall not serve on the Executive Committee in any capacity.

Section 2. Vacancies

- a. A vacancy in office shall exist in the event of a Precinct Committeeperson's death, resignation, removal under Section 1 of this article or the change of precinct boundaries by the county commissioners.
- b. Vacancies shall be filled by majority vote of the BCR Vacancy Committee.

## ARTICLE XV: ASSEMBLIES AND CONVENTIONS

Section 1.

- a. The number of delegates and alternates to county assembly shall be established by the BCR and shall utilize an apportionment method based upon the number of active Republicans registered in each precinct in the county.
- b. When thirty percent (30%) or more of the precincts have had boundary changes since the preceding general election, delegates and alternates shall be apportioned on the basis of the number of active Republicans registered in each precinct in the county.
- c. When fewer than thirty percent (30%) of the precincts have had boundary changes since the preceding general election, delegates and alternates to County Assembly or Convention shall be apportioned on the basis of the vote cast in each precinct with unchanged boundaries for the Republican candidate for Governor or President at the preceding general election; however, that for each precinct with new or altered boundaries since the preceding general election, that precinct's delegates and alternates shall be apportioned upon a vote basis computed on the number of registered active Republicans residing within the newly drawn boundaries of that precinct multiplied by the total of the county wide vote cast for the Republican

candidate for Governor or President at the preceding general election, divided by the total number of active Republicans registered in the county.

- d. Republican precinct registration figures shall be obtained as close to the caucus affiliation cut-off date as feasible.
- e. Delegates and alternates to higher assemblies shall be elected at the county assembly. Alternates to higher assemblies shall be ranked.
- f. The Executive Committee may, by motion, award up to five at-large slots for delegates to the county assembly. No at-large slots may be used for higher assemblies.
- g. If slots for delegates or alternates to higher assemblies remain unfilled after election of delegates/alternates to higher assemblies, the Executive Committee may designate a process to allow signups for the unfilled slots.
- h. In the event that the Colorado State Republican Party or the CRC offers a software program or other method by which apportionment of delegates and alternates can be achieved for a particular year, such program or method may be utilized for such year and shall supersede any procedures set forth in this section 1 which may be inconsistent therewith.

Section 2. Before any resolution may be considered by any county assembly or convention, it shall be referred to the resolutions committee of such body. All resolutions to be proposed shall be filed in writing with the assembly Secretary no later than 10:00 a.m. on the day the assembly convenes, unless the assembly extends the time for filing such resolutions.

Resolutions submitted on the day of the county assembly or convention must be accompanied by signatures of support from at least 10 delegates representing at least 10 separate precincts.

Section 3. Voting in assemblies and conventions.

- a. No proxies shall be allowed or recognized in any assembly or convention. Any vacancy shall be filled by an alternate present selected from the list of alternates by numerical order, beginning with the first alternate.
- b. What is commonly known as the "unit rule" by which the entire vote of a delegation is cast according to the majority vote within that delegation shall not be enforced nor adhered to. Cumulative voting shall not be permitted.

Section 4. The quorum at any county assembly shall consist of those delegates present.

#### ARTICLE XVI: VACANCIES IN DESIGNATION, NOMINATION AND PUBLIC OFFICE

Section 1. Vacancies in designation and nomination for county elected office. Should the county assembly fail to select a County Commissioner Vacancy Committee, the Vacancy Committee shall consist of the BCR Central Committee. In any action of the County Commissioner Vacancy Committee, no proxy votes shall be allowed.

Section 2. Vacancies in public office.

- a. When a vacancy occurs in the office of a Republican County Commissioner, such vacancy shall be filled by the County Commissioner Vacancy Committee within ten days after the occurrence of the vacancy. (Colorado Election Law I- 12-106.)

The BCR Central Committee as constituted at the time of the vacancy shall be the County Commissioner Vacancy Committee.

- b. When a vacancy occurs in any other county office, the BCR Executive Committee shall make recommendations promptly to the County Commissioners concerning an appointment to fill such vacancy.

#### ARTICLE XVII: PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised shall govern the BCR whenever they are applicable and not inconsistent with these bylaws, the bylaws of the CRC or the Colorado Election Law.

#### ARTICLE XVIII: AMENDMENT OF BYLAWS

Section 1. These bylaws may be amended at any meeting of the BCR by a two-thirds vote of those present and voting, excluding abstentions, provided that the proposed amendment was submitted to the Bylaws Committee and included in the official call sent no fewer than ten days before that meeting.

Section 2. If previous notice was not given in the call, unanimous consent of all BCR members present must be obtained before an amendment may be offered for debate.

Section 3. Any Central Committee member seeking an amendment to these bylaws shall submit such proposed amendment to the Secretary for inclusion in the mailing of the official call.