

TEXAS YOUNG REPUBLICAN FEDERATION
CONSTITUTION

CONSTITUTION OF THE
TEXAS YOUNG REPUBLICAN FEDERATION

Amended: October 1, 2022
McAllen, Texas

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TEXAS YOUNG REPUBLICAN FEDERATION CONSTITUTION

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ARTICLE I – NAME

The name of this organization shall be the TEXAS YOUNG REPUBLICAN FEDERATION (TYRF); hereinafter sometimes referred to as the Federation.

Upon the approval of the board, TYRF may adopt one or more additional trade names by filing a Doing Business As form with the Texas Secretary of State.

ARTICLE II – PURPOSES

The purposes of the Federation are:

- a. To advance the growth of the Republican Party of Texas through the creation, organization and promotion of Young Republican Clubs throughout the State of Texas;
- b. To provide for the exchange of information among local Clubs, the Federation, the Young Republican National Federation, and the Republican Party of Texas;
- c. To provide a standard framework for successful Club organization, financing, and communication for all Federated Clubs; and
- d. To provide leadership training and other opportunities for growth to the individual members.
- e. To advance a legislative agenda and facilitate legislative advocacy in the interest of Texas Young Republican members.

ARTICLE III – POWERS

The Federation shall have all powers necessary or proper to direct, manage and control its business, property, and funds; and shall have all powers necessary or proper to do all things required to accomplish the purposes for which it was organized.

ARTICLE IV – INDIVIDUAL MEMBERS

Section 1. Types of Individual Membership

Each individual Member of the Federation must be classified as one of the following:

- a. Active Member. Any person who meets the following requirements is classified an Active Member of the Federation:

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- (1) at least 18 years of age and under 41 years of age;
- (2) a registered voter in the State of Texas; or an United States citizen not eligible to register to vote, an American national, or legal permanent resident;
- (3) who believes in the objectives of the Federation;
- (4) a voting Member in good standing of a Federated Club or at large member;
and
- (5) swears an oath of loyalty to the Republican Party or voted in the previous Republican primary.

- b. Associate Member. Any person who does not meet the qualifications for Active Membership, but who desires to participate in the activities of the Federation, may become an Associate Member. Associate Members shall have all rights and privileges of membership in the Federation and those granted by the Club in which he or she is a member, but may not vote or serve as an Officer, Delegate, or Alternate Delegate to the Federation except as below. Dues shall not be paid to the Federation for Associate Members.

Honorary Member. Federated Clubs may establish standards for granting Honorary Memberships. An Honorary Member may also be an Active Member, if he or she meets the requirements for Active Membership in the Federation and in the Club. Honorary Members who are not Active Members shall have all rights and privileges of membership in the Federation and those granted by the Club in which he or she is a member, but may not vote or serve as an Officer, Delegate or Alternate Delegate to the Federation. Dues for Honorary Members shall be paid to the Federation only if the member is also an Active Member.

- c. At-Large Member. A person who cannot join or form a Federated Club, may become an "At-Large Member." An At-Large Member must also be classified as an Active or Associate Member, and is entitled to all other rights and privileges of such membership.
- d. Dual Member. A Dual Member is a person who is a Member of more than one Young Republican Club. A Dual Member is responsible for paying the required annual dues of all Clubs of which he or she is a Member. Only one of a Dual Member's Club memberships will be considered the Active Membership. Whenever a Member joins an additional Club, he or she may change which Club Membership will be considered the Active one, and he or she must divulge all other Young Republican Club memberships to all Clubs of which he or she is a Member. For purposes of credentialing, the club to which the Member is an Active Member will be the club they are able to represent at convention for voting and candidate purposes. However, member has the option to notify electronically or in writing the credential committee chairman of selected active membership 24 hours prior to the credentialing deadline.

Section 2. Expulsion of Members

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The Board may, by a three-quarters vote, expel an Individual Member for good cause. The Chairman or any four voting Board Members may propose the expulsion of any Member by delivering to the Chairman written Calls for Expulsion. The Chairman shall place the expulsion proceedings on the agenda of the first Board meeting to occur more than twelve days after receipt of sufficient Calls for Expulsion and shall notify the Secretary. The Secretary shall send written notice of expulsion to the Member under consideration. Said notice shall be sent by certified mail and by any other means likely to reach the member and be transmitted at least ten days in advance of the meeting. Said notice shall include the grounds for expulsion as well as the time and place of the meeting at which expulsion is to be considered. The Member shall also have the opportunity to be heard at the meeting at which expulsion is to be considered. In cases of violence, threats of violence, or acts indicating the intent to commit and/or the actual imminence of criminal or intentional or reckless tortious harm; ten board members can call for an immediate vote for expulsion with 48-hour's notice after evidence has been submitted to the board. A Member who has been expelled is not eligible for any kind of membership and is prohibited from attending any event that is, in any part, paid for by TYRF and/or advertised or communicated as being sponsored, hosted, or co-hosted by TYRF, including but not limited to conventions, galas, deployments, attending on behalf of a sponsoring individual or entity, or any other event that may be considered eligible for non-member attendance. A Member may be reinstated by a two-thirds vote of the Board or of the delegates at the TYRF State Convention.

Section 3. Suspension of Members

Members may be suspended for up to sixty days, by a two-thirds vote of the Board, for good cause. Members may not be suspended for the same incident more than once. The Chairman or any four voting Board Members may propose the suspension of any Member by delivering to the Chairman written Calls for Suspension. The Chairman shall place the suspension proceedings on the agenda of the first Board meeting to occur more than twelve days after receipt of sufficient Calls for Suspension and shall notify the Secretary. The Secretary shall send written notice of suspension to the Member under consideration. Said notice shall be sent by certified mail and by any other means likely to reach the member and be transmitted at least ten days in advance of the meeting. Said notice shall include the grounds for suspension as well as the time and place of the meeting at which suspension is to be considered. The Member shall also have the opportunity to be heard at the meeting at which suspension is to be considered. In cases of violence, threats of violence, or acts indicating the intent to commit and/or the actual imminence of criminal or intentional or reckless tortious harm; ten board members can call for an immediate vote for suspension with 48-hours' notice after evidence has been submitted to the board. A member that is suspended is prohibited from attending any event that is, in any part, paid for by TYRF and/or advertised or communicated as being sponsored, hosted, or co-hosted by TYRF, including but not limited to conventions, galas, deployments, attending on behalf of a sponsoring individual or entity, or any other event that may be considered eligible for

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non-member attendance. A Member may be reinstated by a two-thirds vote of the Board, by the delegates at the TYRF State Convention, or 60 days after the suspension was initiated.

Section 4. Expelled and Banned Individuals

The Secretary shall keep a copy of a running list of expelled and banned individuals, including but not limited to name, reason for expulsion/banishment and date of expulsion/banishment. A copy of this list shall be provided to any Board Member by the Secretary upon written request.

ARTICLE V – FEDERATED CLUBS

Section 1. Eligibility

Membership in this organization shall be open to any Young Republican Club in the State of Texas, of ten or more Members, which pays the annual dues to the Federation, whose Constitution or Bylaws are not in conflict with those of the Federation, which is willing to sign an agreement acknowledging the name Young Republican is the intellectual property of the TYRF and the YRNF, and whose official charter has been approved by the Board. Section 2. Revocation of Charter. The Board may, by a threequarters vote, revoke the charter of any Federated Club for good cause. The Chairman or any two voting Board Members may propose the revocation of the charter of any Federated Club by delivering to the Chairman written Calls for Revocation of Club

Charter. The Chairman shall place revocation proceedings on the agenda of the first Board meeting to occur more than 35 days after receipt of sufficient Calls for Expulsion and shall notify the Secretary. The Secretary shall send written notice of revocation of charter to the President of the Club under consideration. Said notice shall be sent by certified mail and by any other means likely to reach the President of said Club and be transmitted at least thirty days in advance of the meeting. Said notice shall include the grounds for revocation as well as the time and place of the meeting at which the revocation is to be considered. The Club shall also have the opportunity to be heard at the meeting at which expulsion is to be considered. The charter of any Club may be reinstated by a two-thirds vote of the Board or of the delegates at the TYRF State Convention. "Good cause" as used in this Section shall include, but not be limited to, the following:

- a. Failing to fulfill the Continuing Charter Requirements as set forth in the Bylaws of the Federation; or
- b. Other conduct which is in violation of this Constitution or which is detrimental to the welfare of the Federation or the Republican Party.

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Section 2. Revocation of Charter

- a. The Board may, by a three-quarters vote, revoke the charter of any Federated Club for good cause. The Chairman or any four voting Board Members may propose the revocation of the charter of any Federated Club by delivering to the Chairman written Calls for Revocation of Club Charter. The Chairman shall place revocation proceedings on the agenda of the first Board meeting to occur more than 12 days after receipt of sufficient Calls for Expulsion and shall notify the Secretary. The Secretary shall send written notice of revocation of charter to the President of the Club under consideration. Said notice shall be sent by certified mail and by any other means likely to reach the President of said Club and be transmitted at least thirty days in advance of the meeting. Said notice shall include the grounds for revocation as well as the time and place of the meeting at which the revocation is to be considered. The Club shall also have the opportunity to be heard at the meeting at which expulsion is to be considered. The charter of any Club may be reinstated by a two-thirds vote of the Board or of the delegates at the TYRF State Convention.
- b. A Federated Club may, in accordance with its governing documents, revoke its charter and affiliation with TYRF. The Club shall give written notice, signed by a majority of its board members, to the TYRF Board stating its affirmative vote to revoke its charter and its plan to disburse remaining cash on hand, and agrees in writing to discontinue the use of any form of the name Young Republican in any and all communication formats and entity documents upon its departure from the TRYF, as agreed to upon chartering as described in Section 1 of this article. The Board shall accept the revocation by a majority vote.

ARTICLE VI – OFFICERS

Section 1. Elected Officers

The Elected Officers of the Federation shall consist of the following:

- a. Chairman. The Chairman shall be the chief executive officer of the Federation. The Chairman shall be deemed to be an ex-officio member of all Committees, including the Convention Committees. The powers and duties of the Chairman shall include but not be limited to the following:
 - (1) To supervise and coordinate the activities of the Texas Young Republican Federation in conjunction with the Board;
 - (2) To appoint committees and members of those committees;
 - (3) To create or terminate official non-elected offices and appoint persons to such positions;
 - (4) To set the initial agenda for meetings, and to preside at all meetings of the Board and the State Convention;
 - (5) To bestow honors, subject to the powers and duties of the Awards

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Committee;

- (6) To issue the call to the State Convention; To call, give proper notice of, set the agenda for, and preside at not fewer than four Board meetings each year;
 - (7) appoint Regional Directors with the advice of the Club Development Director and the Political Director and the approval of the Board;
 - (8) To propose an annual budget no later than 100 days following the TYRF State Convention; and
 - (9) To fundraise and lead the effort to gather financial resources for the Federation.
- b. Vice Chairman. The Vice Chairman shall perform such duties as the Chairman shall designate; shall, in the absence of the Chairman, perform the duties of the Chairman; and shall serve as a liaison between the Federation and other Republican auxiliary and coalition organizations. The Vice Chairman shall oversee the Regional Directors and create a quarterly report for the board.
- c. Policy Director. The Policy Director shall be responsible for drafting policy statements and talking points, and other items under the direction of the Chairman and in consultation with the Board.. The Policy Director may form a committee if necessary or desirable for the efficient performance of the duties of the office. Neither the Policy Director nor the Policy Committee may make an official statement on behalf of TYRF which directly contradicts the TYRF Platform.
- d. Secretary. The Secretary shall record the votes and minutes of all proceedings of the Federation, maintain a roster of Federated clubs and their members (to be updated quarterly), and shall perform such other duties as may be designated by the Chairman. The Secretary may appoint assistants if necessary and desirable for the efficient performance of the duties of the office.
- e. Treasurer. The Treasurer shall receive, expend, and account for the funds of the Federation under the supervision and control of the Board. The Treasurer shall maintain all financial records of the Federation, including but not limited to an annual budget. Funds designated for certain line items not spent within the fiscal year return to the general treasury. The Treasurer shall maintain a checking account on behalf of the Federation, and may establish additional accounts as needed. For any account maintained by the Federation, both the Treasurer and the Chairman must be signatories; however, only one signature is required to issue checks. The Treasurer can only issue checks for items delineated in the budget and those items necessarily and properly required to purchase or obtain delineated items. All requests for reimbursement for expenditures by Board Members or other Members must be submitted within the timeframe set by the Executive Committee when a budget is approved. Itemized receipts are required when available. The Treasurer shall submit written reports at all regularly called

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meetings of the Chairman. Furthermore, the Treasurer shall submit a written report to the annual State Convention prior to the election of Officers. The Treasurer may appoint assistants if necessary and desirable for the efficient performance of the duties of the office. The Treasurer shall not be allowed to serve or affiliate with the TYRF PAC at any time in order to ensure a segregation of entities. The treasurer is required to submit required documentation on a yearly basis with the IRS (Organization Type 527 – Political Non-Profit) and to the state of Texas (Franchise Tax).

- f. National Committeeman and National Committeewoman. The National Committeeman and National Committeewoman shall, along with the Chairman, represent the Federation at meetings of the Young Republican National Federation and report information to the Board.
- g. Club Development Director. The Club Development Director shall be charged with the duty of developing new Clubs in accordance with this Constitution and designing a program to assist existing Clubs in the Federation under the control and supervision of the Board. The Club Development Director may appoint assistants if necessary or desirable for the efficient performance of the duties of the office.
- h. Political Director. The Political Director shall, under the direction and supervision of the Chairman, coordinate the Federation's campaign support activities and operations in order to assist Republican candidates at the local, state, and federal levels of government. The Political Director shall establish and preside over a campaign committee. The Political Director shall identify, act as a resource to, and assist Young Republican members running for public office. The Political Director shall perform other duties as directed by the Chairman.
- i. Chairman Emeritus. The Chairman Emeritus shall be the immediate past Chairman of the Federation and will automatically assume office once their succeeding Chairman is sworn in. They will hold the office of Chairman Emeritus until their successor is ceases to be Chairman. The Chairman Emeritus shall be an ex-officio, non-voting member of the Board and the Executive Committee. The Chairman Emeritus shall advice the Chairman, Executive Committee, and Board on all matters of the Federation.

Section 2. Terms of Office

Beginning with the 2019 State Convention, the Chairman, Policy Director, Political Director, National Committeeman, and National Committeewoman shall be elected at the State Convention held in odd years. Beginning with the 2020 State Convention, the Vice Chairman, Secretary, Treasurer, and Director of Club Development shall be elected at the State Convention held in even years. All officers shall serve through the second State

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Convention after their elections or until their successors assume office.

Section 3. Limitations on Holding Elected Office

Subject to the other provisions of this Section, any Active Member of a Federated Club may run for an elected office. The following limitations shall apply to any person holding elected office in the Federation:

- a. Elected Officers from the Same Club. No more than three Officers shall be elected from the same Club unless the additional Officer candidates are unopposed. No more than two Officers shall be elected from the same Club at the same convention unless the additional Officer candidates are unopposed.
- b. Holding Multiple Offices Simultaneously. No person may hold two elected state offices simultaneously or serve as Regional Director while holding elected state office.
- c. Serving as Chairman and as Club President. No person shall serve simultaneously as Chairman of the Federation and as President of a Federated Club. This shall not preclude a person holding the office of President of a Federated Club from running for Chairman. However, before accepting the position of Chairman, either by election or by succession, a person must resign his or her position as President of a Federated Club within thirty days following election or succession. A sitting Chairman shall not run for the office of President of a Federated Club for a term which would begin before the natural expiration of his or her term as Chairman without first resigning his or her position as Chairman.

Section 4. Non-Elected Officers

- a. The non-elected Officers of the Federation shall consist of the Presidents of the Federated Clubs, and the following appointed positions: Executive Director, Fundraising Director, General Counsel, State Republican Executive Committee Liaison, Parliamentarian, Chaplain, Regional Directors, State Convention Chairmen, , Communications Director, Alumni Association Chair, Convention Chair, Special Events Director, Historia, and other officers as designated by the Chairman.
- b. The duties, responsibilities, and the reporting organization of the non-elected officers shall be established in the TYRF bylaws.
- c. All non-elected officer appointments shall be made by the Chairman and shall hold temporary title to the office until being approved or disapproved as described by subsection C D.

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- d. The Executive Director, General Counsel, Parliamentarian, and Special Events Director shall be subject to the approval of the Board. All other non-elected officer appointments shall be subject to the approval of the Executive Committee.
- e. Terms of appointed officers shall expire at the start of the first board meeting following TYRF convention.

Section 5. Vacancies

- a. General Provisions. An office may be declared vacant by the Chairman if the Officer holding the office is absent from two or more meetings of the Board, provided that such officeholder may be reinstated for good cause upon the vote of seventy-five percent of the Board at the next Board Meeting. Additionally, an office shall be deemed vacant should no eligible candidate be elected to that office or the Officer holding the office reaches 41 years of age. If an office is vacant, that office shall not be considered when determining a quorum of Elected Officers. An office may be filled by appointment, subject to the provisions outlined below. Such an appointee shall hold temporary title to the office until the Board approves or disapproves of the appointment.
- b. Elected Officer Vacancies. If any elected office becomes vacant for any reason, the Chairman may fill the vacancy for the remainder of the unexpired term, subject to approval by the Board. If the office of Chairman becomes vacant for any reason, the Vice Chairman shall assume the duties and title of that office, and, in the role of Chairman, shall fill the vacancy in the office of Vice Chairman subject to approval by the Board.
- c. Appointed Officer Vacancies. If any appointed office becomes vacant for any reason, the Chairman may fill the vacancy, subject to approval by the Board, for the remainder of the un-expired term.

Section 6. Removal of Elected Officers

The Board may, by a vote of three-quarters of the Board, remove an Elected Officer from office for good cause. The Chairman or any four voting Board Members may propose the removal of any Elected Officer by delivering to the Chairman written Calls for Removal from Office. The Chairman shall place the removal proceedings on the agenda of the first Board meeting to occur more than 12 days after receipt of sufficient Calls for Removal from Office and shall notify the Secretary. The Secretary shall send written notice of removal from office to the Officer under consideration. Said notice shall be sent by certified mail and by any other means likely to reach said Elected Officer and be transmitted at least thirty days in advance of the meeting. Said notice shall include the grounds for removal as well as the time and place of the meeting at which removal is to

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be considered. The Officer shall also have the opportunity to be heard at the meeting at which removal is to be considered.

Section 7. Removal of Non-Elected Officers

The Chairman may remove any non-elected Officer from office, except for Club Presidents, with approval of the Board.

Section 8. Requirements of all Officers

No Elected Officer shall receive salary or wages for services provided in his or her capacity as an officer of the Federation.

ARTICLE VII – TYRF BOARD

Section 1. Function

The TYRF Board (also referred to as the Board) shall be the governing body of the Federation except when the State Convention is in session.

Section 2. Voting Members

- a. Executive Committee. The voting members of the Executive Committee shall be the elected Officers of the Federation and the Executive Director. The Executive Committee may approve amendments to the previously approved annual budget.
- b. The Board. The voting members of the Board shall be the elected Officers of the Federation and the Presidents of the Federated Clubs. No person may cast more than one vote on the Board. A person entitled to more than one vote by virtue of being an Elected Officer and a Club President must issue a proxy for the Club President vote according to the proxy guidelines of this Constitution and Bylaws in order for the vote to be cast. The Board may approve the Chairman's proposed annual budget by a two-thirds vote.

Section 3. Ex-Officio Members

The ex-officio members of the Board shall be all Officers of the Federation who are not voting members as defined above, and members of the National Committee of the Young Republican National Federation who reside in Texas. All ex-officio members shall be non-voting.

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Section 4. College Republican Members

The Chair of the Texas Federation of College Republicans, and their designee, shall each have one vote on the Board.

Section 5. Powers

- a. Executive Committee. The Executive Committee shall be responsible for the management of all activities of the Federation, subject to the other requirements of this Constitution. The Executive Committee shall have all powers necessary to carry out these duties.
- b. The Board. The Board shall have the power to approve initial chartering of new Clubs, review and approve all minutes of the Executive Committee, and authorize an independent audit at any time. The Board, by simple majority vote, may modify or reverse any action taken by the Executive Committee.

Section 6. Open Meetings

The meetings of the Board and the Executive Committee shall be open to all Members of the Federation. Meetings held in executive session shall be open to all Members of the Board. The Board or Executive Committee may convene into executive session as prescribed in the Bylaws of the Federation.

Section 7. Quorum

A quorum for meetings of the Board shall be fifty percent of the Executive Committee.

Section 8. Call and Notice

The Chairman or any five members of the Executive Committee or Board shall have the right to call a meeting of the Board in person, by conference call or any other electronic means approved by the board but must provide not less than five days notice thereof to all voting members of the Board. Such notice may be waived by approval of each voting member who did not receive such notice.

Section 9. Quarterly Board Meetings

Board meetings shall be conducted in person at least once a quarter, except in the event of a declared disaster (pandemic, natural disaster, etc.) that prevents in-person meetings, with the first occurring within seven days of adjournment of the annual state convention. The Secretary shall provide no less than thirty days' notice to all voting members of the Board.

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ARTICLE VIII – STATE CONVENTION

Section 1. Date and Site

The State Convention of the Federation shall be held no sooner than 10 months or later than 14 months after the previous convention. The Board shall establish the date of the convention and notify all Federated Clubs of same no later than ninety days prior to the convention date. Upon hearing the recommendation of the Site Selection Committee, the State Convention delegates shall determine the site of the next State Convention. If no site is selected at the State Convention, or the selected site must decline the award, the Board shall determine the site of the next State Convention by the end of the calendar year.

Section 2. Logistics

Other matters and procedures pertaining to the State Convention (such as sponsorship, registration fees and procedures, logistics, record keeping, etc.) shall be determined by the host organization, subject to the oversight and authority of the Executive Committee. The host organization shall provide the relevant portion of such information to all Federated Clubs in a timely manner. Speakers, break-out groups, other fundraising opportunities will be the responsibility of a committee appointed by the chair, made up of a representative from interested clubs, and lead by the convention chair.

Section 3. Finances

Within forty-five days following the close of the State Convention, the Host Chairman shall present a complete written report of all income and expenses from the State Convention to the Treasurer, and shall disburse all funds. The Host Chairman shall attend the next board meeting after the deadline for submitting the report. If the expenses are greater than the income, the difference shall be paid evenly between the TYRF treasury and the host organization. If the income is greater than the expenses, the profit shall be split evenly between the TYRF and the host organization.

Section 4. Delegates

Each Federated Club shall provide in its Constitution for the method of Delegate and Alternate selection for such Club, provided that all Delegates and Alternates are Active Members of such Club. A Region, as determined by the Chairman, is entitled to one Delegate and one Alternate. Once there are ten At-Large Members in a Region, they must form a Federated Club within ninety days or their At-Large status will be revoked and they will no longer be Members of the Federation.

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- a. **Delegate Strength.** At the State Convention, each Region is entitled to one Delegate and one Alternate, and each Federated Club is entitled to one Delegate and one Alternate for each 7 of its Active Members for the first 70 members and one Delegate and one Alternate for each 21 members thereafter¹, who have otherwise complied with this section and who were Members at least twenty (20) days prior to the general session of the State Convention, with each fraction greater than or equal to one-half receiving a full Delegate and Alternate and each fraction less than one-half ignored. Beginning with the 2019 convention, clubs federated after the 20-day deadline or at the convention shall receive two Delegates and two Alternates.
- b. **Delegate Lists.** A list of Delegates and Alternates must be submitted by each Federated Club and each Region to the Credentials Committee prior to adjournment of the Credentials Committee meeting immediately prior to the State Convention.
- c. **Deadline for Submission.** For a Club that became federated since the last convention, the membership roster contained in the initial charter documents shall be used to determine delegate strength. A newly chartered Club may also submit a list of additional Active members to its Active member roster to be used to determine delegate strength, provided that the list is submitted to the Credentials Committee Chairman at least twenty days prior to the general session of the State Convention either in person, by an electronic means approved by the Board, or by letter post-marked by that time. The dues associated with the additional Active members must also be submitted. For Clubs who are continuing their charter, delegate strength is determined from the Active membership roster submitted to fulfill the continuing charter requirements in Article V, Section 5. All membership rosters, appropriate dues, Constitution, and any Bylaws must be received by the Credentials Committee Chairman at least twenty (20) days prior to the general session of the State Convention to avoid the sanctions below.
- d. **Procedure for Late Submissions.** Any club that fails to submit the required information and dues as described in Article V, Section 5, Article V, Section 6 and Article VIII, Section 4 of this Constitution shall be entitled to the number of delegates and alternates as provided below.
 - (1) At the State Convention, each Federated Club and each Region, as determined by the Chairman, is entitled to one Delegate and one Alternate for each 7 of its Active Members, who have otherwise complied with this section and who were Members at least twenty (20) days prior to the general session of the State Convention, with no fraction being considered.
 - (2) Clubs Federated Since the Previous State Convention. New clubs chartered since the previous convention under the provisions of Article V, Section 4 shall be entitled to seat their full delegation based on their initial charter

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roster. If an updated roster and appropriate dues are submitted to Credentials Committee Chairman inside the 20-day deadline prior to the state convention, the club will be entitled to fifty percent (50%) of the additional delegate strength, with no fraction being considered.

- (3) New Members. Only members that joined the club no less than twenty (20) days prior to the opening of the convention shall be considered for the purposes of determining additional delegate strength as specified in 1) and 2) above.
- (4) Minimum Number of Delegates. As a minimum, each club and region shall be entitled to one Delegate and one Alternate.

Section 5. Voting

Each Delegate shall be entitled to one vote on matters voted upon at the State Convention. No Delegate or Alternate may attend the general session until such Delegate or Alternate has properly registered at the State Convention.

Section 6. Quorum

A quorum for the State Convention shall be those Delegates present.

Section 7. Convention Committees

The Convention Committees shall be the committees on Credentials, Site Selection, Rules, Awards, Resolutions, and the Constitution. All Convention Committees shall meet immediately prior to the State Convention. The voting members of the Convention Committees shall be the Committee Chairmen appointed by the Chairman of the Federation and approved by the Board, and one active member appointed to each committee by the President of each Federated Club. Each member of the committee shall be entitled to only one vote, and the Committee Chairmen may only vote to break a tie.

- a. Credentials Committee. The Credentials Committee shall review the compliance of each Club with the Continuing Charter Requirements as set forth in the Bylaws of the Federation, or in the case of Clubs which became federated since the last convention, that Club's compliance with the Initial Charter Requirements. The Credentials Committee shall recommend to the Convention that only the delegations of Clubs in compliance with the applicable Requirements be seated. The Credentials Committee shall also ensure that the Delegates and Alternates of a Federated Club meet the appropriate requirements as specified in this Constitution.

- (1) In the event of a declared disaster (pandemic, natural disaster, etc.) that prevents a chartered Club from complying with the meeting requirements set forth in the Bylaws of the Federation, the Credentials

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Committee shall be empowered to waive this requirement for credentialing purposes. Waiving this requirement shall require a two thirds (2/3) vote of the committee.

- b. Rules Committee. The Rules Committee shall propose the rules of the State Convention.
- c. Awards Committee. The Awards Committee shall recognize outstanding accomplishments on the part of Members and Federated Clubs. The specific awards given, as well as the qualifications and requirements for such awards, will be established by the Board and communicated to all Club Presidents no less than 90 days prior to the annual State Convention.
- d. Resolutions and Platform Committee. The Resolutions Committee shall recommend the adoption of resolutions by the State Convention and recommend changes to the current platform of the Republican Party of Texas. Resolutions adopted shall not contradict the currently adopted Republican Party of Texas platform but may recommend changes to said platform.
- e. Constitution and Bylaws Committee. The Constitution and Bylaws Committee shall consider proposed amendments to this Constitution and to the Bylaws of the Federation and make recommendations with respect to same.
- f. Site Selection Committee. The Site Selection Committee shall make a recommendation for the location and host organization of the next annual State Convention.

ARTICLE IX – NATIONAL FEDERATION

Section 1. National Affiliation

The Federation shall be and remain an affiliated organization of the Young Republican National Federation.

Section 2. National Convention

- a. Application and Submission of Delegates: Each President of a Federated Club may present to the Chairman, or their designee, a list of proposed delegates and alternates to the National Convention or members may apply to be delegates or alternates by the deadline determined by the Chairman and subject to Section 2.d. Each delegate and candidate shall be a member in good standing of both

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the proposing club and the TYRF, interested in becoming a delegate or alternate, and committed to attending the National Convention.

- b. Selection and ratification of the delegates and alternates: The Chairman, or designee of the Chairman, shall compile the master list of delegate and alternate candidates. The master list shall include the following all names submitted by club presidents and those individuals that applied. The Executive Committee shall meet to determine the approved list of delegates and alternates from the master list. The Executive Committee has the authority to approve or disapprove candidates and, at the discretion of the Executive Committee, create conditions for approval of individual candidates. A simple majority vote of the Executive Committee is required for all matters pertaining to conditioning, ratification, or amendment of the delegate and alternate list.
- c. Compliance with YRNF Constitution, Bylaws, and Credentialing Requirements: The delegate and alternate list shall be compiled and submitted in accordance with the YRNF Constitution, Bylaws, and Credentialing Procedure and Rules.

ARTICLE X – REPUBLICAN PARTY AFFILIATION

With the approval of the board, the Federation may apply to the State Republican Executive Committee to be an official auxiliary organization of the Republican Party of Texas.

ARTICLE XI – COLLEGE REPUBLICAN AFFILIATION

Section 1. Texas Federation of College Republican Affiliation

The Texas Federation of College Republicans shall be affiliated with the Texas Young Republican Federation.

Section 2. Membership

Members of the Texas Federation of College Republicans shall be automatically granted at large- membership in the Texas Young Republican Federation. Texas Federation of College Republican clubs within the geographic boundaries of a Texas Young Republicans Federation club shall become affiliates of that club. If no Texas Young Republican Federation club exists, the Texas Federation of College Republican members may form a Texas Young Republicans Federation chapter.

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Section 3. Dues

The Texas Federation of College Republicans shall annually pay the Texas Young Republican Federation 10% of net fundraising revenue. Revenue generated from the Texas Federation of College Republicans shall be shared with local Texas Young Republican Federation clubs in a manner determined by the Board in proportion to the number of their College Republican members. Local Texas Young Republican Federation clubs shall not be required to pay annual dues for their College Republican members to refederate.

Section 4. Participation

The Texas Federation of College Republicans shall participate in all board meetings, conventions, and voter outreach sponsored by the Texas Young Republicans.

Section 5. Severance

The Texas Federation of College Republicans may end their affiliation with the Texas Young Republican Federation by a two-thirds vote of their board.

ARTICLE XII – INTERACTION WITH PUBLIC

Section 1. Roster

- a. Limited to only names, emails, phone numbers, and club affiliation, the roster or any mailing list of the Federation shall be available to all Board Members of the Federation for Federation activities and functions after a data access request is submitted to the Secretary and Executive Director. Active Members of the Federation may request the roster, limited to only names, emails, phone numbers, and club affiliation, with approval of the Executive Committee. The roster may be provided to the Young Republican National Federation to comply with continuing charter requirements. The roster or any mailing list, whether in its entirety or in part, shall not be furnished to any other person or entity, for any purpose, without the prior approval of the Board, except for contact information made available publicly when expressed permission by the member is given.
- b. Requests must be accompanied with intent of use.
- c. Use of federation roster and mailing lists beyond stated intentions may, at the discretion of the Board, result in revocation of the right to request membership data and removal of access to any membership data.
- d. The Secretary, Executive Director, and Chair of the State Convention Credentials Committee shall have implicit permission to access and utilize all membership data, necessary to fulfill their duties.

Section 2. Marketing During Federation Function

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No product shall be marketed at any Federation function without prior approval of the Board.

Section 3. Use of Federation Name

Except for current members, any person or entity employing the name of the Federation must have the prior approval of the Board.

Section 4. Endorsements

- a. The Federation may make endorsements as prescribed in the Bylaws. Nothing in this Constitution shall prevent any Officer of a Club or of the Federation, or any Member, from endorsing a Republican candidate in his or her individual capacity, meaning that any such endorsement shall require of the Officer or Member to specify that any reference to their title or position relating to their position in TYRF is for identification purposes only.
- b. No elected or appointed officer of the Federation, or president, chairman, or other member of a Federated Club who serves on the Board, shall endorse, publicly encourage support for, or publicly state his or her intention to vote for any non-Republican candidate in a primary or general election where a Republican candidate appears on the ballot and where candidates are classified on the ballot by political party.
- c. A violation of subsection B by an elected or appointed officer of the Federation while serving on the Board will result in automatic removal from the Board effective immediately and result in a vacancy to be filled in accordance with Article VI, Section 5 of this Constitution, and ineligibility to serve on the Board in any capacity in the future.
- d. A violation of subsection B by a president, chairman, or other member of a Federated Club who serves on the Board will result in the suspension of that individual's voting rights on the Board while the individual remains president, chairman, or the Federated Club's voting representative on the Board. The offending individual shall also be ineligible to serve on the Board in any capacity in the future.

Section 5. Banned Individuals or Entities

The Board may, by three-quarters vote, ban an individual, who is not a Member as described under Article IV Section 1, or ban any entity for good cause from attending any event that is, in any part, paid for by TYRF and/or advertised or communicated as being sponsored, hosted, or co-hosted by TYRF, including but not limited to conventions, galas, deployments, attending on behalf of a sponsoring individual or entity, or any other event that may be considered eligible for non-member attendance. The Chairman or any

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four voting Board Members may propose the ban of any non-Member individual or entity by delivering to the Chairman written Calls to Ban. The Chairman shall place the banning proceedings on the agenda of the first Board meeting to occur more than twelve days after receipt of sufficient Calls to Ban and shall notify the Secretary. In cases of violence, threats of violence, or acts indicating the intent to commit and/or the actual imminence of criminal or intentional or reckless tortious harm, ten board members can call for an immediate vote to ban with 48-hours' notice after evidence has been submitted to the board. The Secretary shall send written notice of banishment to the individual or entity. Said notice shall be sent by certified mail and by any other means likely to reach the individual or entity. An individual who has been banned from the organization is prohibited from later joining as a Member of any local or regional club and cannot be recognized as a Member of the organization. An individual or entity may have the banishment revoked by a two-thirds vote of the Board or of the delegates at the TYRF State Convention.

ARTICLE XIII – MISCELLANEOUS

Section 1. Vote Required

Whenever this Constitution requires approval of any action or decision, whether by the Board, the Membership, or any other body, then that approval shall require a majority vote of that body unless otherwise stated.

Section 2. Non-Discrimination

The Federation opposes any type of discrimination based on race, color, sex, national origin, or religious belief, disability, or medical status. The right of any person to be a Member of the Federation shall not be abridged on account of any of these factors.

Section 3. Interpretation

Any dispute or question concerning the interpretation or meaning of this Constitution shall be determined by the Board. The Board should consult the opinions the General Counsel, Federation Parliamentarian, and the Convention Parliamentarian regarding any such question.

Section 4: Parliamentary Procedure

Except where inconsistent with this Constitution, all meetings shall be governed by the most recently revised edition of Robert's Rules of Order.

- a. Previous Question. At all meetings, when the previous question has been moved and seconded and is sustained by a majority vote, the question shall be deemed

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to have been called and a vote shall occur upon the pending question, except as provided in subsection (b) of this Rule.

- b. Exception. At all meetings, a motion to move the previous question shall not be in order until there has been reasonable opportunity for additional debate and/or amendment.

Section 5. Copy of Constitution

A copy of this Constitution shall be provided to any Member or Federated Club by the Secretary upon request.

Section 6. Definitions

As used in this Constitution, the following definitions shall apply:

- a. Club President--the chief elected Officer of a Federated Club, whether called President, Chairman, or otherwise.
- b. Delegate--any delegate or duly seated alternate delegate.
- c. Board--the TYRF Board.
- d. Federation--the Texas Young Republican Federation.
- e. Good Cause--as used in this Constitution and all governing documents of this organization shall include, but not be limited to, the following:
 1. Conduct which is in violation of this Constitution;
 2. Conduct which is detrimental to the welfare of the Federation or the Republican Party;
 3. Failure of officers to perform the duties of the office;
 4. Officer ceases performance of the duties of his or her office;
 5. Termination of an officer's membership during his or her term; or
 6. Failure of chapters to fulfill the continuing charter requirements as set forth in the Bylaws of the Federation. Or
 7. Abuse or use of membership data in a manner outside of that which is expressly granted by the rules of the Federation or outside of intent of use.

Section 7. Fiscal Year

The fiscal year of the Federation shall coincide with the terms of the Elected Officers.

Section 8. Indemnification and Insurance

The Federation may provide indemnification to any of its Officers or Members and may purchase and maintain insurance as needed or desired.

Section 9. Legal Unit Rule

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No delegates of a federated club at the State Convention nor the delegates of the Federation at the National Convention shall be forced to vote as a block or under "unit rule". All such delegates are free to vote without restriction. Notwithstanding the preceding sentences, the Board may adopt a unit rule for delegates of the Federation at the 2023 National Convention requiring them to vote for TYRF candidates seeking YRNF office.¹

Section 10. Bylaws

The Board may establish Bylaws not inconsistent with this Constitution, by two thirds vote, in order to facilitate the establishment of traditions, standard procedures, and policies of the federation. All Bylaws are binding upon both the Board and the Executive Committee and can be amended at any meeting of the Board, so long as any proposed changes to the Bylaws are included in the official Call and Notice of the Board meeting.

Section 11. Dispute Resolution

Disputes between individual members of the Board that arise as a result of or related to business of this Federation, must be resolved through binding mediation. At the direction of the Chairman, parties involved may select a neutral member of the Board to act as mediator or may hire a professional mediator at their personal expense.

Should mediations fail, the Board may consider disciplinary action to resolve the dispute, including, but not limited to censure, removal from office, and expulsion from the Federation.

Section 12. Conflicts of Interest

- a. Any Board member who has accepted compensation in excess of five hundred dollars (\$500.00) in the past twelve consecutive months from any candidate, committee controlled by the candidate, or committee supporting or opposing the candidate shall be deemed to have a conflict of interest with respect to any vote on an endorsement relating to an election the candidate participates in. Should a conflict of interest arise under this section, the impacted Board member shall recuse himself, state the grounds for the conflict of interest on the record by filing an affidavit with the Secretary of the Federation, and withdraw from debate on and abstain from votes on the matter. Proxies, who shall not share the conflict, shall be assigned by the Club of Board members who have a conflict of interest regarding a pending TYRF endorsement of a candidate.

¹ This provision shall sunset and be automatically removed from the Constitution at the adjournment of the 2023 National Convention

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- b. No Board member may make a policy statement on behalf of TYRF involving policy he is compensated to advocate for or against. Notwithstanding the preceding sentence, the Board may by simple majority vote, if informed prior to the vote of such conflict of interest, direct the Chairman or Policy Director to make an official statement on behalf of TYRF regarding any policy.
- c. A violation of subsection A or B shall result in the commencement of removal proceedings under Article VI, Section 6.

Section 13. Spratt Points of Order Clause

Brad Spratt may call for a point of order at all TYRF meetings in perpetuity.

ARTICLE XIV – AMENDMENTS

Section 1. Amendments to the Constitution

Any proposed amendment to this Constitution must be submitted either in writing or electronically and received by the Chairman of the Constitution and Bylaws Committee no less than ten (10) days prior to the general session of the annual State Convention. The Constitution and Bylaws Committee Chairman shall have distributed all the proposed amendments to committee members and Club Presidents no less than five (5) days prior to the Convention. The Chairman of the Constitution and Bylaws Committee shall report on all proposed amendments to the Convention and provide the Committee's recommendation with regard to same, as well as any other information the Committee deems appropriate. Each amendment shall require at least a two-thirds affirmative vote of the seated Delegates of the State Convention.

Section 2. Amendments to the By-Laws

Amendments to the By-Laws by Members of the Federation: Amendments to the By-Laws may be submitted in writing to the Executive Committee with no fewer than the signatures of ten persons Active Members. To warrant consideration by The Board, By-Laws amendments must be submitted to The Board at least 14 days prior to the Board meeting at which they are first considered, at which point the Board shall consider, but not vote on the proposed changes. The Board may propose changes at the First Reading. The Board shall not have the power to approve By-Laws changes until the subsequent Board meeting, and only after the membership of the Texas Young Republican Federation has had at least 21 days notice of the proposed By-Laws changes being voted on at a board meeting of the TYRF. The Board may propose changes at the Second Reading, but this shall require an additional 21 day notice of the proposed changes and another Second Reading. No amendment to the By-Laws shall be adopted except by a two-thirds vote of those Board members present at the subsequent TYRF Board meeting following the Board meeting at which the changes

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were first considered. This section shall take effect December 31, 2015.

- a. Amendments to the By-Laws by the Constitution and Bylaws Committee:
Amendments to the By-Laws proposed by the Constitution and Bylaws Committee. This committee shall be a continuation of the Convention Constitution and Bylaws Committee. The Chairman of the Committee serves at the pleasure of the Chairman of the Federation. The members of the Committee are appointed by the Club Presidents. The Committee may recommend changes to Bylaws to The Board by a majority vote of the Committee. To warrant consideration by The Board, By-Laws amendments must be submitted to The Board at least 14 days prior to the Board meeting at which they are first considered, at which point the Board shall consider, but not vote on the proposed changes. The Board may propose changes at the First Reading. The Board shall not have the power to approve By-Laws changes until the subsequent Board meeting, and only after the membership of the Texas Young Republican Federation has had at least 21 days notice of the proposed By-Laws changes being voted on at a board meeting of the TYRF. The Board may propose changes at the Second Reading, but this shall require an additional 21 day notice of the proposed changes and another Second Reading. No amendment to the By-Laws shall be adopted except by a two-thirds vote of those Board members present at the subsequent TYRF Board meeting following the Board meeting at which the changes were first considered.
- b. Amendments to the Bylaws at the Convention: Amendments to the By-laws may be submitted to the Chair of the Constitution and By-Laws Committee in writing or electronically no less than ten (10) days prior to the general session of the annual State Convention to be eligible to be approved by a two-thirds vote of the Convention. Amendments submitted under this subsection are not required to receive signatures of ten persons but shall be distributed to Club Presidents and reported to the Convention in similar manner to Constitutional amendments as described under Section 1 of this Article.
- c. The Constitution and Bylaws Committee shall be a continuation of the Convention Constitution and Bylaws Committee. The Chairman of the Committee serves at the pleasure of the Chairman of the Federation. The members of the Committee are appointed by and serve at the pleasure of their respective Club President. The Constitution and Bylaws Committee shall be the custodian of both the Constitution and Bylaws of the Federation and shall ensure that there is no conflict between the Constitution and the Bylaws

Amended August 18, 2007, at the State Convention in Austin, Texas.

Amended August 6, 2011, at the State Convention in Houston, Texas.

Amended August 18, 2012, at the State Convention in Fort Worth, Texas.

Amended August 15, 2015, at the State Convention in Corpus Christi, Texas.

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Amended August 20, 2016, at the State Convention in Austin, Texas.

Amended August 12, 2017, at the State Convention in The Woodlands, Texas.

Amended September 22, 2018, at the State Convention in South Padre Island, Texas.

Amended October 5, 2019, at the State Convention in Houston, Texas.

Amended September 5, 2020, at the State Convention in Rockwall, Texas.

Amended September 18, 2021, at the State Convention in Round Rock, Texas.

Amended October 1, 2022, at the State Convention in McAllen, Texas.