

Constitution of the Tennessee Young Republican Federation, Inc.

Memphis, Tennessee 1973
Franklin, Tennessee 1979
Knoxville, Tennessee 1981
Johnson City, Tennessee 1987

Revision Committee (1989)

Jim Burnett, Chairman
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Bylaws

Article I

Section 1. The name of this organization shall be the "Tennessee Young Republican Federation, Inc." hereinafter referred to as the "Federation" or "TYRF".

Section 2. The affairs of the Federation shall be governed by the provisions of the Tennessee Nonprofit Corporation Act, T.C.A. § 48-51-101, et seq., as it may be amended from time to time (the "Act"). The Charter of the TYRF, as filed with the Secretary of State of the State of Tennessee on September 12, 2001, as it may be amended from time to time, is hereby adopted and ratified in all respects as the Charter of the Federation.

Section 3. This Constitution and the accompanying By-Laws are hereby adopted as the "Bylaws" of the Federation, of the Federation, as such quoted term is used in the Act. In the event of a conflict between the terms of this Constitution or the By-Laws and the terms of the Charter, the terms of the Charter shall prevail.

Section 4. In the event any provision of this Constitution or the By-Laws is found to be invalid or unenforceable under the Act or any other provision of applicable law, the invalid provision(s) shall be deemed to be altered in such manner as is necessary to conform to the provisions of the Act or such applicable law. Notwithstanding such alterations as may be necessary, all other provisions of this Constitution and the By-Laws shall remain in effect as written.

Section 5. Neither the Federation, the Convention, the Executive Committee, nor any officer or member club shall take any action that would invalidate or endanger the Federation's status as a nonprofit corporation. 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 II

The purpose of the Federation shall be to promote the growth and acceptance of the Republican Party among the young people of Tennessee by soliciting and encouraging their active participation in Young Republican Clubs; to support the principles, objectives, and platform of the Republican Party; to develop leadership for our state, our communities, the Tennessee Republican Party, and the Young Republican National Federation; to secure the election of all duly nominated Republican candidates; and to secure an effective voice for young people in the affairs of the Republican party.

Article III

Section 1. All governing power of the Federation shall be vested in a Convention which shall be composed of a delegation from each duly chartered member club, hereinafter called Member Club.

Section 2. A Delegation shall be composed of the duly enrolled members of a member club which has been chartered at least thirty (30) days prior to the date of the Convention and approved by the Executive Committee prior to the Convention, and when so certified in accordance with this constitution by the member club shall be entitled to cast the number of votes to which it is allocated by Section 4 of this Article. Chartered clubs shall be defined as having submitted complete membership list, dues and having been ratified by the Executive Committee as set forth under the provisions of Article VII, Section 3, Subsection (a).

Section 3. The Convention shall meet biennially to elect the officers of the Federation. The biennial meeting shall be held in the odd number years, and shall convene 120 to 60 days after the Convention of the Young Republican National Federation, at a place fixed by the Executive Committee on a rotating basis among the three regions as defined by TYRF hereunder, if that region so chooses to hold such convention. Each member club shall be given written notice of the time and place thereof at least 60

days in advance by the Executive Committee.

(a) The Chairman shall appoint, with the approval of the Executive Committee, a Convention Coordinating Committee to assist with site selection and oversight of the convention process.

(b) The Convention Coordinating Committee shall establish and follow criteria for site selection. Within thirty (30) days of appointment by the Chairman, the Convention Coordinating Committee shall submit the criteria to the Executive Committee. If, in the opinion of the Convention Coordinating Committee, a bid does not meet the required criteria, the Executive Committee, by a two-thirds vote, may reject a bid and reopen the bid process to the entire state.

(c) Once a bid has been accepted and the Convention awarded to a host club, the Convention Coordinating Committee will then act in the capacity of an oversight committee, working with the host club in all respects. The Convention Coordinating Committee and home club shall submit monthly updates to the Executive Committee regarding Convention planning.

Section 4. The delegation of member clubs shall be entitled to cast votes as follows: One vote for every member submitted with dues by 30 days prior to the Convention; plus one vote for every member submitted with dues during the previous year, December 31st being the deadline for final reporting.

In the case of a new club, a new club being defined as one not having been chartered during the previous year, its current year's membership total should be increased by fifty (50) percent. Thus, a newly chartered club with twenty (20) members may cast thirty (30) votes. Delegates may only be selected from current year membership lists submitted to the Federation by the 30-day deadline prior to the Convention. No delegate shall cast more than 10 votes and said delegate must be present on the floor at the Convention to cast said votes. The Federation Secretary and a Credentials Committee shall determine the number of votes each club is entitled to cast. Any club found guilty by the Committee of submitting false memberships for the purpose of gaining votes, upon ratification by a two-thirds vote of the Convention, shall have their valid delegate vote count cut by 50%.

Section 5.

(a) Any county may have only one duly chartered Young Republican club holding its political boundaries as the county boundaries.

(b) The TYRF will only recognize active membership in one duly chartered TYRF club per individual.

Section 6. A Special Convention shall be called into meeting by the Chairman of the Federation upon presentation of a petition signed by one-third of the Chairmen of member clubs of the Federation to the Executive Committee or by the Executive Committee itself at a specific time and place upon sixty days written notice to the member clubs. The business to be conducted at such Special Convention shall not be the election of officers of the Federation and shall be limited to such business as set forth in the Notice of Convention.

Section 7. Each member club shall hold a meeting not less than ten days before the Convention is called to order and shall select delegates and alternates to the State Convention. The results of this meeting, the

selection, the appointment and identity of the Delegates and Alternates so selected must be certified by the Chairman and attested by the Secretary of the member club, and must be in the hands of the Federation Chairman or Secretary at least seven days before the opening of the State Convention. In the event the delegates are not certified in accordance with this section by a member club, their delegation shall not be seated by the credentials committee of the Convention. All dues-paying members of the member clubs shall be entitled to participate in the selection of delegates to any State Convention. Upon showing a willful violation of the aforesaid conditions, the Convention shall exclude the offending delegation; further, no contest shall be declared on any delegation of a member club that has complied with the Constitution unless members of both sides of the dispute appear and present themselves to the Credentials Committee of the Federation in person, and no delegation may vote in a contest upon its own seating.

Section 8. No proxies or voting powers by agent within a delegation shall be recognized by the Convention, and no member club shall vote by proxy or agent.

Section 9. The Executive Committee shall select and certify, by a method determined by TYRF, all delegates to the Young Republican National Convention.

Article IV

The Executive Committee shall be composed of the officers of the State Federation plus the immediate past chairman, Assistant Secretary, Assistant Treasurer, Finance Chairman, General Counsel, Parliamentarian, Special Advisors, all other committee chairmen, and club chairmen. All State Liaisons and any member of the YRNF Executive Committee shall be ex officio members and shall have no vote. The Executive Committee shall administer the business of the Federation out of Convention. No member of the Executive Committee may ever cast more than one vote. It shall perform all duties required of it by the Constitution and such other duties as may be prescribed by the By-Laws or by proper direction of the Convention. All members of the Executive Committee must be active members of a chartered Young Republican club in Tennessee, and are expected to be actively involved in their home club. The Executive Committee shall perform the functions of the "Board of Directors" of the Federation, as such quoted language is used in the Act.

Article V

Section 1. The officers of the Federation shall be a Chairman, and Vice Chairman, a Secretary, a Treasurer, a National Committeeman, a National Committeewoman, three Regional Directors, and an Area Chairman for each Area as determined by the Executive Committee. The Chairman shall perform the functions of the "President" of the Federation, as such quoted term is used in the Act.

(a) The geographic boundaries of each Region and each Area shall be determined by the Executive Committee and attached as an appendix to this document. These boundaries can be changed and/or new Areas can be created upon a recommendation of the Regional Director(s) affected or the State Chairman with ratification required by a two-thirds vote of the Executive Committee. No Area can ever have less

than four counties.

Section 2. The duties of the Officers are as follows:

(a) The Chairman shall perform the functions of the "President" of the Federation and carry out the day-to-day duties of the Federation. The President is limited to spending \$500 of the Federation's operating account per quarter without obtaining the Executive Committee's consent. This amount is intended to cover day-to-day needs of the organization, including but not limited to, postage, paper, stationary, maintenance of the website and email list, filing fees, etc.

(b) The Vice-Chairman shall assist the Chairman in the day-to-day operations of the Federation.

(c) The Secretary shall be responsible for maintaining the information of the member clubs and their rosters, taking the minutes at all quarterly meetings and Conventions, submitting the minutes to the Executive Committee within ten (10) days of the meeting or Convention, and overseeing the Webmaster and website.

(d) The treasurer shall be responsible for maintaining the operating account and, with assistance from the Secretary, ensure that each member club has correctly submitted their dues to the Federation. The treasurer shall also submit a budget for approval at the first quarter board meeting.

Section 3. All officers shall be elected at the Biennial Convention and shall serve for a term of two years, their term of office to expire immediately after the next regularly scheduled Biennial Convention.

Section 4. The Chairman and Vice Chairman shall not be elected to two successive terms by the State Convention of the Federation, unless the first time was fulfilling an unexpired term.

Section 5. One Regional Director shall be elected from East Tennessee, Middle Tennessee, and West Tennessee. These Regional Directors must be active members of a club located within the Region they are being elected to represent. The entire Convention shall vote on the Regional Directors' positions.

Section 6. One Area Chairman shall be appointed by the Chairman and ratified by the State Executive Committee by a two-thirds vote of the committee, quorum being present. These Area Chairmen should if possible be active members of a club located within the Area they are being elected to represent. In Areas which warrant it, an Area Vice Chairman may be appointed by the respective Area Chairman, subject to the approval of the Executive Committee.

Section 7. Any office which becomes vacant shall be filled by an appointment of the Chairman, subject to ratification by the Executive Committee.

(a) In the event the Chairman resigns, the Vice Chairman shall become the Acting Chairman. In the absence of a previously scheduled Board Meeting to be held within 30 days, the Acting Chairman shall call for a meeting of the Executive Committee within 30 to 45 days of the Chairman's resignation. The purpose of the meeting will be to elect a new Chairman.

Section 8. Any officer may be removed from office by a two-thirds vote in a secret ballot election of the Executive Committee upon showing of failure to perform the duties of office, nonfeasance, malfeasance of defalcation in office, or deliberate contravention of the Constitution and By-Laws. Any officer who has missed three (3) meetings of the Executive Committee shall be automatically removed from office; provided, however, that if two-thirds of the Executive Committee votes to excuse the absences, the officer shall remain in office. Any officer failing to receive the two-thirds vote by the Executive Committee shall be ineligible for reappointment.

Article VI

Section 1. No person shall be eligible to hold office under this Constitution or to be a delegate to the Convention who is not a citizen of the United States and the State of Tennessee and who is not a current dues paying member of his or her home club.

Section 2. In the event an officer of the Federation decides to stand for public office, he shall so inform the Executive Committee, which may, by the vote of majority of the entire membership of the committee in a secret ballot election, affirm that no conflict of interest or other circumstances which might be embarrassing to the Federation could arise. If a majority does so act, the member may hold his office within the Federation, but in all other cases he shall automatically cease to be an officer of the Federation. No incumbent of an elective State Office shall be elected.

Section 3. In order to be eligible for election to an office of the State Federation or of a member club, or to be a delegate to any Convention or meeting of the Federation, or to perform any other duty of the Federation, such person shall be 18 to 40 years old inclusive, provided however that any officer elected prior to his 41st birthday shall be allowed to fulfill his term in office even though such officer shall be over the age of 40 years prior to the termination of his elected term.

Section 4. The age limit for a member in a chartered club of the Federation shall be 18 to 40 years inclusive, and the chartered club shall not be required to send in state dues on any member falling outside the aforesaid age group. For any members in a chartered club of the Federation who fall outside of the aforesaid age group or voting members of another member club, a special classification called "Associate Member" shall be created. Such members have all of the privileges of a regular member except those set forth under other provisions of Article VI and voting privileges in the chartered club.

Article VII

Section 1. All member clubs shall hold elections annually at some time prior to February 28. All clubs shall petition to re-charter at the first quarter Executive Committee Meeting, the request being presented in person by an active member of the club. However, the charter of the club will remain in effect until March 31st. In the event a club fails to meet the rechartering requirements at the first quarter meeting, the Club Chairman must submit club dues, and must submit a petition in writing prior to March 31st, to both the TYRF Chairman and Secretary. Approval of the charter will fall under the guidelines of a mail, electronic mail or telephonic vote. The club's charter shall be renewed from one year upon paying its

dues to the Federation and complying with Article VII, Section 3, hereunder.

Section 2. In any county in Tennessee any group of persons who shall meet the requirements heretofore and hereinafter set forth shall be granted a certificate of membership, such certificate shall be subject to this Constitution and the By-Laws of the Federation. The Tennessee Young Republican Federation being the agent of the Young Republican National Federation holds exclusive rights to the use of the name "Young Republicans" by any persons or organizations in the state of Tennessee.

Section 3. Upon receipt of petition for a charter, payment of appropriate dues and upon determination of its validity by a majority vote of the Executive Committee and such entered into the minutes, the Chairman shall issue a certificate of membership to the State Federation to said petitioning group, such certificate shall be countersigned by the Secretary. All charters shall be issued subject to the following conditions:

(a) A formal roll including addresses, zip codes, e-mail addresses, phone numbers, and date of birth of duly enrolled current dues paying members of the member club must be submitted to the Federation Secretary upon application for charter, maintained and made current at each TYRF Executive Committee meeting.

(b) Each member club shall report to the Secretary of the Federation its officers, delegates and committee assignments, and shall upon call of any member club or the Secretary, furnish a list of all its duly enrolled, current dues paying members. No club shall be chartered with fewer than ten members.

(c) A current copy of the club's Constitution and By-Laws must be submitted. In the case of a newly organized county, not having been chartered in the previous year, said club must provide a copy of the minutes of an organizational meeting.

Also, said club will be given 90 days, or until the next TYRF Executive Committee meeting, whichever comes first, to adopt a Constitution and By-Laws. If said county fails to comply, their charter shall automatically expire, and said club must again petition to charter. Beginning January 1990, all Club Constitutions or By-Laws must contain provisions regarding the following:

- Holding annual elections prior to February 28.
- Electing or appointing State Liaisons, and stating their responsibilities.
- Active membership age being 18-40 years inclusive.
- The club chairman's responsibility to represent the club at TYRF Meetings.
- No endorsement of a candidate in a Republican primary.
- The club will appoint a member to sit on the TYRF Finance Committee.
- Any active member of the club elected or appointed as a State Officer shall be extended the

privilege of being a voting member of the Club's Executive Committee. If the individual accepts this responsibility, they shall be subject to all provisions of the club's Constitution regarding attendance and conduct.

- The Club is subject to all provisions of the YRNF and TYRF Constitutions and By-Laws.

(d) Dues for chartered clubs shall be assessed as may be established from time to time by a two-thirds vote of the State Executive Committee.

(e) Each club chartered under the guidelines established by the TYRF Constitution and By-Laws shall have one vote on the TYRF Executive Committee. This vote shall be cast by the club's Chairman or State Liaison in the absence of the Chairman, or if the Club Chairman is otherwise entitled to vote on the Executive Committee. If the club's vote fails to be represented at as many as 2 meetings of the TYRF Executive Committee within a calendar year, the club shall forfeit all rights to its vote for the remainder of that year. At the completion of the roll call, the Secretary of the organization shall declare all club votes present or absent, and of those absent any who have been unrepresented at more than one meeting. All club votes having been unrepresented at more than one meeting will be automatically removed from the roles for the purpose of determining quorum. If a club vote fails to be represented at as many as 3 TYRF Executive Committee Meetings within a calendar year the club shall be subject to the revocation of its charter as issued by TYRF. At the completion of the roll call, the Secretary of the organization will declare those clubs whose charters should be decided upon. Upon TYRF's acceptance of said clubs petition to re-charter, all rights will be restored. New clubs, those not having been chartered in the previous year, or any club not having re-chartered accordingly under the guidelines of Article VII, Section 1, shall receive their voting privileges at the next TYRF Executive Committee meeting following issuance of their charter.

(f) Each club will elect or appoint a State Liaison as a member of the TYRF Executive Committee. This person cannot be the Club Chairman or a current member of the TYRF Executive Committee. The club's State Liaison shall exercise the Club's vote at a TYRF meeting in the absence of the Club's Chairman. The purpose of the State Liaison shall be to attend TYRF Executive Committee Meetings, to communicate information regarding TYRF to their club, and to communicate information regarding their club to TYRF. Any State Liaison failing to participate shall, upon the advice of the Vice Chairman, be removed by the Chairman of the TYRF. The club must then elect a replacement prior to the next TYRF Executive Committee Meeting, or the Chairman or TYRF may elect to appoint a replacement.

Section 4. Upon failure, refusal or neglect by the Executive Committee to issue a charter to a petitioning organization, a representative of said petitioning organization shall be granted an appeal at the next meeting of the Convention. The club, if chartered by the Convention, shall participate in the Convention in which it is chartered and shall have full membership thereafter.

Article VIII

Section 1. Upon violation of any of the conditions established under Article VII, Section 3, the Chairman shall cause charges to be filed against said member club at a meeting of the Convention or Executive Committee. Charges may also be filed against said member club upon information to the

Convention or Executive Committee by any member of the Federation. The Convention or Executive Committee shall determine guilt of the offending member club by a two-thirds vote. Punishment by reprimand, probation or suspension shall be adjudged by the Chairman.

Section 2. Upon a showing to the Convention or to the Executive Committee of the general nonuse by a member club of its charter powers, the Convention or the Executive Committee may revoke the charter of said member club by a two-thirds vote.

Section 3. In the event a member club fails or refuses or neglects to certify its officers, or pay its dues, or furnish an up-to-date list of its paid membership with names, addresses, zip codes, e-mail addresses, phone numbers and birthdates by the TYRF first quarter meeting, the Secretary of the Federation shall notify said club that such is necessary, and if said club has not complied with this section by March 31, its charter shall expire and shall not be renewed except by vote of the Executive Committee as provided in Article VII, Section 3.

Article IX

Section 1. The Federation shall have the power to direct, manage, supervise and control its business, property and funds and to do all other things necessary or convenient to carry out its objective.

Section 2. At no time shall the Federation or a member club thereof endorse any specific candidate in a Primary election. The officers of the Federation or of a member club shall not permit the use of the title of their office in the Federation by an organization or person seeking the nomination of a candidate for an elective office in a Primary Election.

Section 3. The Constitution and By-Laws of the Young Republican National Federation, the Constitution of the State Federation and its minutes of the meetings, and the Constitution and By-Laws of the member clubs shall be made available to any officer or delegate of the Federation, to any officer or enrolled current dues paying member of a member club or to a representative of any organization contemplating the filing of a petition for a charter hereunder.

Section 4. Yearly membership dues shall be payable to the Treasurer of the Federation by the member clubs by the TYRF first quarter meeting and shall be assessed at the rate specified by the Executive Committee for each Active member of the member club. Dues shall be reassessed for each member club at each Executive Committee meeting for new members of the member club.

Section 5. No officer of the Federation or an officer of a member club may support or endorse a person other than the Republican nominee where there are candidates in an election running under the Republican Party label or banner.

Article X

Section 1. Amendments to this Constitution may be made by a two-thirds vote of the Convention, provided that a written or electronic version of the proposed amendments shall be made available to the member clubs and the members of the Executive Committee at least sixty (60) days prior to the Convention. Any additional proposals, objections or amendments by the member clubs or the members of the Executive Committee shall be made in written or electronic format and shall be sent to the members of the Executive Committee and member clubs at least thirty (30) days prior to the Convention. These additional proposals, objections or amendments shall be voted on along with the initially proposed amendments from the Convention floor. Voting shall be on each specific amendment until all amendments have been voted on, then the entire Constitution with amendments shall be voted on. No additional proposals or amendments from the floor shall be considered.

Section 2. The Executive Committee, by a majority vote, may at any time call a Constitutional Convention, upon at least sixty (60) days notice, to consider and act upon amendments to this Constitution or the By-Laws. The call of the Convention shall set forth the proposed amendment(s) and any other business to be transacted. The provisions of Section 1 of this Article X shall govern the submission and consideration of any other additional proposals, objections or amendments.

Section 3. Amendments to this Constitution and the By-Laws may also be made at the regular Biennial Convention of the Federation if, by a two-thirds (2/3) vote of the seated delegates, the Convention adopts the written report of a Constitution Committee appointed by the Chairman of the TYRF. The appointment of the Constitution Committee must be announced at a regularly scheduled Executive Committee meeting, no earlier than the first quarter meeting and no later than the second quarter meeting in the year of the Biennial Convention. A written or electronic version of the report of the Constitution Committee must be submitted to each member club and to each member of the Executive Committee at least thirty (30) days prior to the Biennial Convention. Only those additional proposals or amendments from the floor which are germane to the proposals contained in the report of the Constitution Committee shall be considered by the Convention.

Section 4. The Executive Committee shall be empowered, upon a two-thirds (2/3) vote, to amend this Constitution or the By-Laws to correct any mistakes of grammar or spelling, in order to effectuate the intent and meaning of those documents.

Article XI

Section 1. **By-Laws** may be adopted and amendment(s) thereto may be made by a majority vote of the Convention, provided that a written or electronic version of the proposed amendments shall be made available to the member clubs and the members of the Executive Committee at least sixty (60) days prior to the Convention. Any additional proposals, objections or amendments by the member clubs or the members of the Executive Committee shall be made in written or electronic format and shall be sent to the members of the Executive Committee and member clubs at least thirty (30) days prior to the Convention. These additional proposals,

objections or amendments shall be voted on along with the initially proposed amendments from the Convention floor. Voting shall be on each By-Law and amendment until all amendments have been voted on, then the entire By-Laws with amendments shall be voted on. No additional proposals or amendments from the floor shall be considered. Said By-Laws and amendments shall not contradict the provisions of this Constitution and, provided rather, that power given the Convention may not be so delegated as to deprive itself from a final responsibility.

Section 2. Amendments to the [By-Laws](#) may also be made by following the procedure set forth in Article X, Section 3 of this Constitution.

Article XII

Section 1. The officers of the Federation may transact business by electronic mail, mail, or by conference call. The following will govern how each method is to be conducted:

(a) **Electronic Mail:** Votes taken by electronic mail require a motion, a second, and a majority of the Executive Committee voting in favor of it in order to be passed. In order to maintain efficiency, a member of the Executive Committee shall send his or her vote to the Chairman, the Vice-Chairman, and the Secretary. Once voting is complete, the Chairman will send a list of how each member voted to the Executive Committee for transparency purposes and so that any mistake may be corrected. When the Executive Committee utilizes electronic mail as the means to conduct business and voting, discussion will stay open for twenty-four (24) hours after the motion is seconded. At the conclusion of twenty-four (24) hours, the Chairman shall call for the vote and each member shall vote within twenty-four (24) hours.

(b) **Mail:** Votes taken by mail must be responded to within 15 days of receipt of the ballot by the member of the Executive Committee. The ballot shall be sent to both the Chairman and Secretary to ensure accuracy.

(c) **Conference Calls:** In the event the Federation uses a conference call to conduct business, the Officers must make a good faith effort to contact all voting members of the Executive Committee and inform them of the time and date of the conference call. So long as a quorum is achieved, the vote can be taken and requires only a simple majority to pass the motion. The Secretary shall compose a list of the vote and provide that information via electronic mail or mail within seven (7) days to the Executive Committee.

Section 2. When necessary, the Chairman of the Federation may transact business by telephone. He may be assisted by the Vice Chairman, Secretary and/or Treasurer. An attempt must be made to contact all voting members of the Executive Committee, and the Chairman must verify an affirmative vote from a two-thirds majority. The business conducted must be reported by mail within 7 days after achieving a two-thirds majority, and at the next meeting of the Executive Committee. Any voting member of the Executive Committee may then challenge the vote. The Chairman would then entertain a motion for approval, and normal voting procedure and discussion would then follow.

Section 3. Any and all written notices or reports required under the Act, the Charter, this Constitution or the By-Laws may be sent by regular or electronic mail, or by any other reasonable means of written or electronic communication.

Article XIII

The Executive Committee shall be responsible for the maintenance of records; that is a charter list, a list of officers of the member clubs and the Federation Officers, a list of delegates to the State Convention of the Federation, lists of delegates to the National YR Convention, a directory of members of all member clubs, membership reports tracking each club's total membership growth from the year's beginning to end, total membership growth from the previous year's end to the current year's end, and growth from previous year's Chartering/Re-chartering to current year's re-chartering, incoming and outgoing correspondence, all memorandums, newsletters, and other communications generated by the Chairman and the Executive Committee, minutes from all meetings and the State Convention, a list of revenue and expenses by the Federation, list of applications for charters that are rejected, and shall be available to all members of the Federation upon request. In the event that copies are not available, any member desiring to inspect the records may do so at the Executive Committee meetings and may copy them at their own expense.

Article XIV

Immediately following the adjournment of the Biennial Convention, the retiring officers shall within 30 days turn over all records which are turned over to them, which shall be entered on the minutes of the following Executive Committee meeting. At the fourth quarter Executive Committee meeting the newly elected officers shall issue a financial report as to the status of the State Federation.

Article XV

The constitution shall become effective as outlined below: Article III, Section 4 shall become effective August 28, 1989, at 12:01 a.m. The remaining articles of this constitution shall become effective immediately upon passage and ratification of the complete constitution by the Convention.

By-Laws

Article I

Section 1. It shall be the duty of the Executive Committee to manage and direct the affairs of the Federation out of Convention and to authorize programs and activities of the Federation to be carried out by the Chairman or other proper officer.

Section 2. The Executive Committee shall discharge its duties in accordance with the provisions of the Act, the Charter of the Federation, the Constitution of the Federation and these By-Laws.

Section 3. The Executive Committee shall perform all other duties specified by the Act, the Charter of the Federation, the Constitution of the Federation, these By-Laws and by proper directive of the Convention.

Section 4. Meetings of the Executive Committee may be called by the Chairman or by one-third of the members of the Executive Committee or by resolution of the Executive Committee duly passed at a previous meeting. Time, place and purpose of such meeting shall be specified in the call. The Executive Committee must receive such notice at least fourteen days prior to the meeting.

Section 5. A quorum for transacting business shall be one-third (1/3) of the members of the Executive Committee eligible to vote at the meeting for which a quorum is being determined.

Section 6. The Executive Committee shall meet at least quarterly with at least one meeting per year to be held in either East Tennessee or West Tennessee. The first quarter meeting must be held in the State Capital due to the centrality of the location. Clubs may request, through their Regional Director, for the privilege of hosting said meetings, all expenses related directly to providing meeting space to be incurred by the host club. The TYRF Chairman, National Committeeman, and National Committeewoman shall receive all proposals deemed as viable by the Regional Directors, and shall select the meeting site.

Section 7. Any vacancy of office occurring is to be filled by an appointment from the Chairman and ratification by the Executive Committee.

Section 8. No proxies or voting by agent shall be recognized at a meeting of the Executive Committee, except as provided for in Article VII, Section 3, Paragraphs (e) and (f) of the Constitution of the TYRF.