



BLACK REPUBLICAN CAUCUS OF FLORIDA

# BYLAWS

ORGANIZED SEPTEMBER 12, 2012 BLACK REPUBLICAN CAUCUS OF SOUTH FLORIDA

INCORPORATED DECEMBER 29, 2015 BLACK REPUBLICAN CAUCUS OF FLORIDA

HOLLYWOOD, FLORIDA

**CODE OF ORDINANCES**  
**BLACK REPUBLICAN CAUCUS OF FLORIDA**

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**ADOPTED:     JANUARY 28, 2016**  
**EFFECTIVE:   FEBRUARY 12, 2016**

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**PUBLISHED BY ORDER OF THE BOARD OF DIRECTORS**

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**BLACK REPUBLICAN CAUCUS OF FLORIDA**  
**140 SOUTH DIXIE HIGHWAY \* SUITE 835 \* HOLLYWOOD, FL 33020**

**OFFICIALS**  
**of the**  
**BLACK REPUBLICAN CAUCUS OF SOUTH FLORIDA**  
**AT THE TIME OF ORIGINAL ADOPTION OF SAID BYLAWS & ORDINANCES**

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**SEAN P. JACKSON**  
*CHAIRMAN OF THE BOARD*

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**JAMES BRADY**  
*VICE – CHAIRMAN OF THE BOARD*

**SEAN WILLIAMS, MBA**  
*TREASURER*

**WENDY KELLY**  
*SECRETARY*

**DODGER L. ARP**  
*GENERAL COUNSEL*

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**Marcia V. Hayden**  
**Gladys Van Ottern**  
**Ted Lyons**  
**Dr. Larry Kawa, D.D.S**

*BOARD OF DIRECTORS*

**CURRENT OFFICIALS**  
**of the**  
**BLACK REPUBLICAN CAUCUS OF FLORIDA**

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**SEAN P. JACKSON**  
*CHAIRMAN OF THE BOARD*

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**SONLESS D. MARTIN**  
*VICE – CHAIRMAN OF THE BOARD*

**SEAN WILLIAMS, MBA**  
*TREASURER*

**FELECIA K. NELSON**  
*SECRETARY*

**DAVID GRIFFIN, ESQ.**  
*GENERAL COUNSEL*

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**LATANYA PETERSON**  
*POLITICAL DIRECTOR*

**LESLIE STEELE**  
*COMMUNICATIONS DIRECTOR*

*FACULTY*

**DR. EMMA BANKS, E.D**  
**CURTIS “C.S.” BENNETT+++**  
**DOMINIQUE BROWN**  
**HARRY JOSEPH**  
**CAROLYN KENNEDY**  
**TED LYONS**  
**FAITH R. SIMS**  
**GLOREATHA “GLO” SMITH**

*BOARD OF DIRECTORS*

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**BISHOP W. OSHEA GRANGER**  
*CHRISTIAN OUTREACH DIRECTOR*

**VACANT**  
*MEMBERSHIP DIRECTOR*

**VACANT**  
*EXECUTIVE DIRECTOR*

*FACULTY*

*\*\* FORMER ELECTED OFFICIAL*

*^\* ELECTED OFFICIAL*

*+++ REC BOARD MEMBER*

## **ADOPTING ORDINANCE**

### **ORDINANCE 1000 – 00**

AN ORDINANCE OF THE BOARD OF DIRECTORS OF THE BLACK REPUBLICAN CAUCUS OF FLORIDA (THE “CAUCUS”), ENACTING A NEW CODE OF ORDINANCES, OTHERWISE KNOWN AS “THE BYLAWS” FOR THE CAUCUS; PROVIDING FOR THE REPEAL OF CERTAIN ORDINANCES NOT INCLUDED THEREIN EXCEPT AS HEREIN EXPRESSLY PROVIDED; PROVIDING FOR THE MANNER OF AMENDING SUCH CODE OF ORDINANCES; PROVIDING A CONFLICTS CLAUSE; PROVIDING AN EFFECTIVE DATE; AND FOR OTHER PURPOSES.

**WHEREAS**, the Board of Directors adopts the rules and regulations herein noted as ordinances and resolutions to serve as the governing constitution of the Caucus

**WHEREAS**, said Bylaws will be reviewed yearly for the purpose of remodification and revision by the Board of Directors

**WHEREAS**, a complete copy of said Bylaws shall be continuously available for review via [www.blackcaucus.us](http://www.blackcaucus.us) or upon written request, submitted electronically via email to the Executive Office of the Chairman of the Board.

**WHEREAS**, this ordinance consists of eight (8) articles, including but not limited to Chapters one (1) through thirty (30), and appendixes A – D, inclusively, contained in the file and document entitled “BYLAWS” “Code of Ordinances – Black Republican Caucus of Florida”. This Ordinance, together with the attached Appendix’s is hereby adopted and enacted as the new and original comprehensive chapters of ordinances of the Caucus (also known as the “Bylaws”). This Ordinance shall supersede all other general and permanent ordinances passed by the Caucus on or before January 28, 2016, except ordinances as are expressly saved from repeal or continued in force and effect for any purpose.

NOW, THEREFORE, BE AND IT IS HEREBY ORDAINED BY THE BOARD OF DIRECTORS OF THE BLACK REPUBLICAN CAUCUS OF FLORIDA, THIS ORDINANCE SHALL BECOME EFFECTIVE IN ACCORDANCE WITH THE BYLAWS OF THIS CAUCUS.

FIRST READING THIS 28<sup>TH</sup> DAY OF JANUARY 2016.

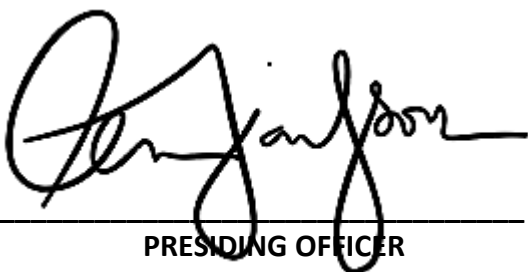
SECOND READING AND FINAL PASSAGE THIS 28<sup>TH</sup> DAY OF JANUARY 2016.



BLACK REPUBLICAN CAUCUS OF FLORIDA  
BY ITS  
BOARD OF DIRECTORS

ATTEST:

/s/ \_\_\_\_\_  
SECRETARY OF THE CAUCUS

/s/  \_\_\_\_\_  
PRESIDING OFFICER

GENERAL COUNSEL'S OFFICE  
Approved as to form  
And legal sufficiency

By: \_\_\_\_\_

Date: JANUARY 28, 2016

## **PREAMBLE**

THE MISSION OF THE BLACK REPUBLICAN CAUCUS OF FLORIDA IS TO ACHIEVE COMMUNITY ACTION THROUGH THE DISSEMINATION OF CONSERVATIVE VALUES, IN A COMBINED EFFORT WITH ELECTED OFFICIALS AND COMMUNITY LEADERS. EMPOWERING ALL TO EMBRACE THEIR GOD GIVEN POTENTIAL AND TAKE PERSONAL RESPONSIBILITY FOR THEIR LIVES AND THEIR DESIRED PROSPERITY IN THEIR PURSUIT OF HAPPINESS.

## **SUBPART A – BYLAWS**

### **• ARTICLE I. - CORPORATE EXISTENCE, FORM OF CORPORATION, BOUNDARY AND POWER**

- Sec. 1.01. - Corporate existence; form of corporation; Bylaws.

- The Black Republican Caucus of Florida, Headquartered in the City of Hollywood, County of Broward within the Great State of Florida, which was founded by then Chairman Michael A. Barnett, originally known and classified as the Black Republican Caucus of Palm Beach County shall continue as a political committee organization accompanied by a Not – For – Profit sector, including but not limited to formed committees with a Chairman – Board of Directors form of organization as provided herein and with this document as the governing Bylaws for the organization.

(Res. No. 001-003, § 001, 9-12-2012; Ord. No. 1001-01, 01-28-2016)

- Sec. 1.02. - Description of corporate boundary.

- The area described in Appendix A of this Charter and as amended by the Board of Directors and through contraction from time to time shall constitute the corporate boundary of the Caucus.

(Res. No. 004-005, § 002, 9-12-2012; Ord. No. 1002-02, 01-28-2016)

- Sec. 1.03. - General Powers of the organization.

- The Black Republican Caucus of Florida shall have all political, and corporate powers to enable it to conduct grassroots GOTV, perform political lobbying, offer political endorsement to any one candidate or organization (local, state or federal) and render community outreach services, and may exercise any power for organizational purposes except as expressly prohibited by law or these bylaws.

(Res. No. 006, § 003, 9-12-2012; Ord. No. 1003-03, 01-28-2016)

- Sec. 1.04. - Construction.

- The powers of the Black Republican Caucus of Florida shall be construed liberally in favor of the Caucus, limited only by the United States and State of Florida governments and their constitutions, general and special law, and specific limitations in these Bylaws.

(Res. No. 007, § 004, 9-12-2012; Ord. No. 1004-04, 01-28-2016)

## • • **ARTICLE II. - LEGISLATIVE**

- Sec. 2.01. – Board of Directors; regional boundaries established for residency to qualify for candidacy; appointment; reappointment.
- The Board of Directors shall consist of thirteen (13) Board Members and a Chairman of the Board with seven (7) Board Members being appointees by the Chairman of the Board and six (6) Board Members being elected. Three (3) Board Members are elected by the Executive Board with the remaining three (3) being elected by the general body membership. The three (3) board members elected by the general body membership are elected at-large per one of the three (3) regions. Each Board Member shall be a qualified elector of the Great State of Florida and shall be a resident of the designated region from which he or she is elected. The Chairman of the Board shall be a qualified elector of the Great State of Florida and may reside anywhere within the Great State of Florida. The Chairman of the Board shall be elected by a two thirds (2/3) majority of the general body membership. All members of the Executive Board shall serve indefinitely throughout the duration of the Chairman of the Board's tenure until otherwise dismissed by the Chairman of the Board. The boundary for each of the three (3) regions for the office of Board Member is described in Appendix A of these Bylaws. The region boundaries may change by contraction and/or reapportionment in accordance with these Bylaws.

A candidate for the office of Chairman of the Board shall have continuously resided in the Great State of Florida during the one (1) year and six (6) month period immediately prior to the date of election. A candidate for the office of Board Member shall have continuously resided during the six-month period immediately prior to the date of election in the respective region from which the candidate seeks to qualify for election. An appointee candidate for a position on the Executive Board or for the position of Board Member shall have resided during the twelve (12) month period immediately prior to the date of appointment anywhere within the Great State of Florida. The Executive Board by ordinance may provide for evidence acceptable to establish domicile or legal residence.

The Chairman of the Board shall reside continuously anywhere within the Great State of Florida during the Chairman's term of office. Each Board Member appointed shall reside continuously during the Board Member's term of office anywhere within the Great State of Florida. Each Board Member elected shall reside continuously during the Board Member's term of office within the region in from which the Board Member was elected to represent.



The region boundaries shall be reapportioned every ten (10) years based upon the official State of Florida and Federal Census. The Board of Directors shall adopt an ordinance containing the reapportionment within six (6) months of the date of official publication of the most recent official State of Florida and Federal Census.

Region boundaries shall be reapportioned to create regions of nearly equal population based upon the saturation and/or concentration of majority registered minority republicans. Regions shall be arranged in a logical and compact geographic pattern and shall promote fair representation. Regional facilities for operation shall be considered per budgetary allowance.

(Res. No. 008 – 013, § 005, 9-12-2012; Ord. No. 1005-05, 01-28-2016; Ord. No. 2004 – 2010, § 2, 01-28-2020)

**Editor's note**— As provided in section 2 of Ord. No. 3023-97, adopted Sep. 12, 2012; section 1 of said ordinance shall be effective and operative on Sep. 12, 2012 for the September 2012 election, since approved by the Board of Directors at an Executive Session held on September 12, 2012

- Sec. 2.02. - Term and compensation.
- The term of office of the Chairman of the Board shall be four (4) years. No individual shall be elected to the office of the Chairman of the Board for more than five (5) consecutive full terms.

The term of office of Board Member shall be two (2) years. Board Member terms shall be staggered. The terms for Appointed Board Members qualified statewide shall expire in the same year. The terms for Elected Board Members qualified in regions one (1), two (2) and three (3) shall expire in the same year. No individual shall be appointed or elected to the office of Board Member for more than six (6) consecutive full terms.

The annual salaries of the Chairman of the Board, Executive Board, Board of Directors, Faculty & staff shall be fixed by ordinance. These salaries shall be reviewed during the caucus' annual budget process, presented by the Chairman of the Board and adopted by a majority vote of the Board of Directors.

(Ord. No. 999 – 1000, § 006, 9 – 12 – 2012; Res. No. 014 – 015, § 006, 01-28-2016; Ord. No. 1006 – 06, 01-28-2016)

- Sec. 2.03. - Powers of the Board of Directors.
- All powers of the Black Republican Caucus shall be vested in the Board of Directors except those powers specifically given to the Chairman of the Board, and to the Faculty; and reserved to the electors of the Black Republican Caucus in these Bylaws.

(Res. No. 016 – 017, § 007, 9-12-2012; Ord. No. 1007 – 07, 01-28-2016)

- Sec. 2.04. - Prohibition of interference by Board of Directors with appointments and removals.
- Except for ratifications permitted in [section 2.09](#) of this article, the Board of Directors collectively and individually shall not direct or request the appointment of any person to office or such person's removal by the Chairman of the Board or by any subordinate or shall in any manner take part in the appointment or removal of appointive officers and employees in the administrative service of the Black Republican Caucus. Except for the purpose of an inquiry, the Board of Directors collectively and individually shall deal with administrative matters solely through the Chairman of the Board or Chairman of the Board's designee (i.e. Vice – Chairman of the Board), and shall not, collectively or individually give orders to any subordinates of the Chairman of the Board either publicly or privately. This provision is not intended to prevent any Board Member from directly seeking legal advice from the Caucus General Counsel. A Faculty member may be reasonably summoned by the Board of Directors to appear before the Board of Directors to provide information and to answer questions at a public general body meeting.

Any violation of this section by a Board Member shall constitute misconduct punishable by the Board of Directors and grounds for removal as provided in [section 2.07](#).

(Res. No. 18 – 20, § 008, 9 – 12 – 2012; Ord. No. 1008 – 08, 01-28-2016)

- Sec. 2.05. - Induction and meetings.
- After each annual board election and each board appointment, the newly elected and appointed members shall be inducted and assume office at a public meeting. At such meeting, the Board of Directors shall elect one (1) of their number to the office of President of the Board of Directors who shall serve at the pleasure of the Board Members.

The Chairman of the Board shall preside at all meetings of the Black Republican Caucus of Florida and be the ceremonial head of the organization. In the absence or disability of the Chairman of the Board, the Vice – Chairman of the Board shall preside at the Executive Board and General Body meetings as well as perform the ceremonial and ministerial functions of the office of Chairman of the Board. In the absence of both the Chairman of the Board and the Vice – Chairman of the Board the President of the Board of Directors shall chair Board of Director meetings and perform the ceremonial and ministerial functions of the office of Chairman of the Board.

During the temporary disability of the Chairman of the Board, the Vice – Chairman of the Board shall become the acting Chairman of the Board. During the temporary disability of both the Chairman and Vice – Chairman of the Board the President of the Board of Directors shall become the acting Chairman of the Board. If it shall be necessary for the Vice – Chairman or President to discharge the duties of the Chairman of the Board more than thirty (30) consecutive days, at the discretion of the Board of Directors, the Vice – Chairman or President may be compensated for such duties.

The Board of Directors shall fix the dates of all its regular meetings. Special meetings shall be held at the call of the Chairman of the Board, the acting Chairman of the Board, or any other five (5) Board Members. All official meetings shall be geographically rotated within the 3 regions of the Great State of Florida when practicable and shall be open to the public, unless classified, by the Chairman of the Board as an Executive Session.

The Board of Directors shall adopt its own rules of procedure consistent with these Bylaws and shall maintain a record of the vote of each member on each matter submitted to a vote. Each Board Member shall vote on each matter submitted to a vote unless such vote is in direct conflict or immediately correlates in relationship with Board Member voting.

Fifty one (51%) of the accumulative body of the Board of Directors, present, shall constitute a quorum. If fifty one (51%) of the accumulative body of the Board of Directors is not present, quorum cannot be declared. However, in the event of Fifty (50%) of the accumulative body of the Board of Directors is present, a member or members of the Executive Board may act in the manner of alternate to meet quorum. A Board Member shall receive One (1) excused absence per calendar year. Any Board Member who is absent from General Body Meetings, Executive Board Meetings or Specially called General Body or Executive Board meetings shall be declared in neglect of duties and removed from office by the Chairman of the Board. The Chairman of the Board shall at his / her discretion deem an absence excused or not excused.

(Ord. No. 1009 – 09, § 009, 09 – 12 – 2012; Res. No. 21 – 25, § 010, 01 – 28 – 2016; Ord. No. 1010 – 010, § 010, 01 – 28 – 2016;

- Sec. 2.06. - Vacancy on Board of Directors.
- A vacancy shall occur on the Board of Directors upon death, resignation, removal or recall of a member, or in the event a member shall fail to maintain the qualifications of office including but not limited to neglect of duties, unexcused absences, residency and status as a qualified elector of the Great State of Florida. A successor appointed or elected to the office vacated shall be a qualified elector of the Great State of Florida and in the case of the office of Board Member, shall be a primary resident of the Great State of Florida and reside within the region in which the vacancy occurs. If a vacancy occurs on the Board of Directors for any reason, except as the result of a recall whereby a successor is appointed or elected, the remaining members of the Board of Directors shall, within thirty (30) days of the creation of the vacancy and by a majority of a quorum, appoint a successor to fill the office vacated.

In the event of an appointment to the office of Chairman of the Board, said appointment shall not exceed ninety (90) days during which either the next general body election or a special caucus election, if necessary, shall be held to elect a Chairman of the Board for the unexpired term. The appointment period may exceed ninety (90) days by the number of days needed to avoid a special election between the months of March, August or November.

In the event of an appointment to the elected office of Board Member, such appointment shall be effective until the next general body election. At the next general body election, a successor shall be elected for the balance of the term vacated or a full term, as appropriate.

(Ord. No. 1011 – 011, § 011, 09 – 12 – 2012; Res. No. 26 – 29, § 012, 01 – 28 – 2016; Ord. No. 1012 – 012, 01-28-2016)

- Sec. 2.07. - Removal and suspensions from office of Board Member.
- The Chairman of the Board and Board of Directors, may be removed by recall pursuant to the Bylaws or by the Board of Directors for any of the grounds for removal set forth in Appendix B: Written charges specifying the ground(s) for removal shall be served upon said member and shall include notice of the date of the Executive Board meeting at which a hearing on the charges will be held. Such hearing shall be held within twenty (20) days of the date of service of the charges. Removal shall be determined by unanimous resolution adopted by the other members of the Board of Directors.

The term "neglect of duty," as used in Appendix B, shall include but not be limited to two (2) consecutive absences from regular General Body Meetings. After two (2) such absences, the matter shall be placed on the agenda for consideration by the Board of Directors. A majority of the Board of Directors may determine that said absences are excusable and that the charge of "neglect of duty" shall not be made. The Chairman of the Board may remove from office any Chairman appointed Board Member, without the Board of Directors consent in the event of "neglect of duty".

(Ord. No. 1013 – 013, § 013, 09 – 12 – 2012; Res. No. 30 – 32, § 014, 09 – 12 – 2012; Ord. No. 1014 – 014, 01-28-2016)

- Sec. 2.08. - Investigations.
- In the exercise of its legislative powers the Board of Directors shall have the power to conduct such investigations and hold such hearings as the Board Members shall deem necessary, expedient, and proper and shall have the power to subpoena witnesses, administer oaths, take testimony, and require the production of evidence. To enforce a subpoena or order for production of evidence or to impose any penalty prescribed for failure to obey a subpoena or order, the Board of Directors shall apply to the appropriate court. The findings shall be reported to the Chairman of the Board and to the members of the General Body by the President of the Board of Directors.

(Ord. No. 1015 – 015, § 015, 7-8-1991; Res. No. 33 – 34, § 016, 09 – 12 – 2012; Ord. No. 1016 – 016, 01-28-2016)

- Sec. 2.09. - Appointment and removal of Vice – Chairman of the Board, Secretary, Treasurer & General Counsel
- The Members of the Executive Board including but not limited to Vice – Chairman of the Board, Secretary, Treasurer & General Counsel shall be appointed by the Chairman of the Board with appointments of the Secretary, Treasurer & General Counsel being subject to the ratification of the Board of Directors acting by three (3) affirmative votes. The Chairman of the Board shall have the power to remove such department heads without the consent of the Board of Directors.

(Ord. No. 1017 – 017, § 017, 09 – 12 – 2012; Res. No. 35 – 36, § 017, 09 – 12 – 2012; Ord. No. 1018 – 018, 01-28-2016)

### ••• **ARTICLE III. - EXECUTIVE**

- Sec. 3.01. – Chairman of the Board.

- The Chief Executive Officer and administrative head of the Black Republican Caucus of Florida shall be the Chairman of the Board who shall be responsible for the proper administration and conduct of the executive work and affairs of the Organization. The Chairman of the Board shall be a voting member of the Board of Directors, only for the purpose of breaking a tie vote. The Chairman of the Board shall be recognized by the courts for the purpose of serving civil process. The Chairman of the Board may, with the consent of the Board of Directors, take command of any Directorship in the event malfeasance or misfeasance charges has been brought forth, only after the Director has been formally removed by the Chairman of the Board. The Chairman of the Board shall, when directed to do so by the Board of Directors, execute all instruments to which the Black Republican Caucus is a party, unless otherwise provided in these Bylaws or by Caucus ordinance. The Chairman of the Board shall annually, in January, no later than the 25<sup>th</sup>, offer a “State of the Caucus” report. A copy of transcript of said report shall be filed with the Secretary of the Caucus no later than 24-hours prior to the Chairman of the Board’s Address to Caucus Members and the public.

The Chairman of the Board shall maintain two (2) offices located in two (2) separate locations within the Great State of Florida with the geographical location of said offices to be chosen at the discretion of the Chairman of the Board. The Chairman of the Board shall devote full time to the duties of said offices. Except as specifically otherwise provided in these Bylaws, the powers and duties of the Chairman of the Board shall be to:

(1)

Promote and encourage improvement of the Black Republican Caucus of Florida, encourage the financial growth of the Black Republican Caucus of Florida, and promote and develop the prosperity and social well-being of its members and focused regions of target;

(2)

Solicit, recruit and encourage Registered Republican voters of African – American descent to join the General Body of the Black Republican Caucus of Florida,

(3)

Enforce the provisions of these Bylaws, caucus ordinances, and all applicable laws;

(4)

Direct and supervise the administration of the Executive Board and all departments, divisions and committees of the Caucus, except as otherwise provided by these Bylaws;

(5)

Manage, govern and direct the day – to – day operations of the Caucus

(6)

Appoint and remove the Chairman of the Board’s staff who shall have such duties as the Chairman of the Board determines;

(7)

appoint and remove the members of boards, committees and commissions, except as required by Caucus Bylaws to be made by the Board of Directors as the governing body of the Black Republican Caucus of Florida;

(8)

Prepare the budget annually and submit it to the Board of Directors for approval and to be responsible for its administration after adoption;

(9)

Recommend to the Board of Directors the pay scales for the caucus offices and employment for the ensuing fiscal year;

(10)

Fix the salaries and wages of Faculty and Staff of the Caucus within the applicable scales established by the Board of Directors;

(10)

Prepare and submit to the Board of Directors, promptly after and as of the end of each fiscal year, a complete report on the finances and administrative activities of the caucus for that year;

(11)

Keep the Board of Directors advised, in a timely manner, of the financial condition and of the future financial, administrative, and other needs of the caucus, and to make recommendations relative thereto;

(12)

timely provide such other information as the Board of Directors may collectively or individually reasonably require concerning the operations of Caucus departments, offices and committees that are subject to the Chairman of the Board's direction and supervision;

(13)

Promulgate by executive order such administrative directives and decisions, as deemed necessary and proper, all of which executive orders of a formal, general and permanent nature shall be filed with the Caucus Secretary;

(14)

Prepare the agenda for all Caucus meetings including but not limited to General Body Meetings, Executive Board meetings, Special Session meetings. Any and all meetings with a prepared agenda are required to be preceded by an agenda review;

(15)

Initiate investigations within the Caucus and present the findings to the Board of Directors.

(16)

Initiate, administer, orchestrate, direct, manage and produce all Caucus sponsored events.

(17)

Nominate all awardees for the Caucus' Annual Evening of Diamonds & Ice Gala

(Ord. No. 999 – 1016, § 001, 09 – 12 – 2012; Res. No. 001 – 015, § 002, 09 – 12 – 2012; Ord. No. 1019 – 019, 01 – 28 – 2016)

- Sec. 3.02. – Chairman of the Board's veto power.
- The Chairman of the Board shall have the power to veto legislation within forty-eight (48) hours after the adjournment of any Executive Board meeting or General Body meeting. Ordinances or resolutions vetoed by the Chairman of the Board shall be considered by the Board of Directors at its next regularly scheduled meeting, and at that meeting the Board of Directors may pass the ordinance or resolution over the Chairman of the Board's veto by seven (7) votes of the Board of Directors. The effective date of an ordinance passed over the Chairman of the Board's veto shall not be less than fifteen (15) days after the final passage, which shall be considered to be the date on which the Board of Directors originally passed the ordinance or resolution and it shall then become a governing regulation.

Within forty-eight (48) hours of the adoption of an ordinance or resolution appropriating money for the use of Caucus activities, the Chairman of the Board may disapprove all or a portion of an appropriation. Any appropriations disapproved or reduced shall be void to such disapproval or reduction unless restored to the ordinance or resolution by seven (7) votes of the Board of Directors at its next regularly scheduled meeting.

The Chairman of the Board shall not have the power to veto emergency ordinances or any enactments relating to emergency appropriations or emergency borrowing.

(Res. No. 36 – 39, § 019, 09 – 12 – 2012; Ord. No. 1018 – 018, 09 – 12 – 2012)

- Sec. 3.03. – Executive Director—Appointment, removal and qualifications.
- The Chairman of the Board shall appoint a Caucus officer with the title Executive Director. Such officer shall be chosen solely on the basis of executive and administrative qualifications and be subject to the immediate supervision of the Chairman of the Board. The Executive Director shall coordinate under the supervision of the Chairman of the Board, the activities of all administrative departments, divisions, and agencies, serve as special liaison between the Chairman of the Board, the Board of Directors and all departments, divisions, boards and commissions, and perform such administrative and executive duties as may from time to time be assigned by the Chairman of the Board. The Executive Director may be dismissed by the Chairman of the Board, without the approval of the Board of Directors. The salary of the Executive Director shall be set by the Board of Directors upon the recommendation of the Chairman of the Board.

No Board Member shall be eligible for appointment as Executive Director during the term for which elected and until two (2) years after its expiration. When appointed, the Executive Director need not be a resident of the Great State of Florida, but during tenure of office the Executive Director shall reside within the Great State of Florida.

(Res. No. 40 – 42, § 020, 02 – 28 – 2016; Ord. No. 1019 – 019, 02 – 28 – 2016)

- Sec. 3.04. - Department directors—Appointment and removal.
- Except as otherwise provided in [sec. 2.09](#), the Chairman of the Board shall appoint and remove all department directors without consent and approval of the Board of Directors. As used in the article, "director" means the administrative head of each department regardless of the title of a particular director.

(Res. No. 43 – 44, § 021, 09 – 12 – 2012; Ord. No. 1020 – 020, 09 – 12 – 2012)

- Sec. 3.05. - Certification required of certain Caucus officials.
- The Treasurer shall be designated by the Chairman of the Board based upon the qualifications of maintaining classification as a “Certified Public Accountant”. The Treasurer shall give bond in such amount and in such corporate surety authorized to do business in the Great State of Florida as the Board of Directors shall approve. The Caucus shall pay the premiums of such bonds. The General Counsel shall be designated by the Chairman of the Board based upon the qualifications of maintaining the legal right to practice law as an upstanding member of a State’s Bar Association.

(Res. No. 45 – 46, § 022, 09 – 12 – 2012; Ord. No. 1021 – 021, 09 – 12 – 2012)



**•••• ARTICLE IV. - BUDGET AND FINANCE**

• Sec. 4.01. - Budget.

- In accordance with these Bylaws, the Board of Directors shall, on a year – to – year basis, adopt its budget by resolution which shall constitute appropriations of the amounts specified as expenditures from the funds indicated and shall constitute a levy of dues from the Board of Directors and Members of the Caucus as outlined in Appendix B of these Bylaws.

In accordance with these Bylaws, the Black Republican Caucus of Florida shall not operate without the adoption of a balanced. A balanced budget constitutes that the funds appropriated as expenditures do not exceed that of revenue identified and collected by the Caucus. A balanced budget must be approved by the Board of Directors with a majority vote and adopted by resolution no later than 11:59PM September 31<sup>st</sup> of the current fiscal year.

The revenues identified by the Chairman of the Board in the proposed budget shall include those funds existing at the end of the preceding fiscal year designated as "ending fund balance." Ending fund balance shall include revenue receipts becoming available from the preceding fiscal year:

(1)

By the lapsing of unencumbered appropriation balances;

(2)

From unanticipated miscellaneous revenues;

(3)

From anticipated miscellaneous revenues of the preceding fiscal year in excess of the estimates budgeted therefor; and

(4)

From adjustments of inventories and reserves.

(Ord. No. 1022 – 022, 09 – 12 – 2012)

- Sec. 4.02. - Establishment of appropriations and of amount of membership dues.
- For each fiscal year, the several amounts identified in the budget as proposed expenditures shall be appropriated to the several named objectives and purposes. The amount to be raised by solicitation for the purposes stated in the budget shall constitute a determination of the total amount of funds raised in addition to but not limited to such levy from dues for Caucus purposes in the ensuing tax year.

(Ord. No. 1023 – 023, 09-12-2012)

- Sec. 4.03. - Transfer and lapse of appropriations.
- The Chairman of the Board may at any time direct the transfer of any unencumbered appropriation balance or portion of such balance among general classifications of expenditures within an agency. At the request of the Chairman of the Board, the Board of Directors may within any fiscal year transfer any unencumbered appropriation balance or portion of such balance from one allocation to another, provided; no transfer shall be made from the appropriations that are not permitted by these Bylaws. Unbudgeted revenue and budget revenue classified as contingent may be appropriated by the Board of Directors at any time, provided amounts of more than One Thousand Dollars (\$1,000.00 USD) shall be appropriated by resolution.

All appropriations shall lapse at the end of the fiscal year to the extent not validly expended or encumbered; provided, however, for enterprise funds all encumbrances outstanding at September 30 shall be computed, and the budget for the ensuing year increased by budget carry-over, to cover the encumbrances with the excess of revenues over expenditures from the prior budget. Unanticipated revenue from a nonrecurring source or transaction may not lapse into surplus but may be appropriated during the fiscal year of receipt or any following fiscal year.

(Ord. No. 1024 – 024, 09 – 12 – 2012)

- Sec. 4.04. - Procurement.
- Contracts for the procurement of supplies, services and construction by the Caucus shall be made through fair and open competition using competitive bids, requests for proposals (RFP), requests for quotations (RFQ) and other practices which will result in the award of contracts equitably and economically. The Board of Directors shall establish a system of uniform procedures in managing and procuring contractual supplies, services and construction.

The Caucus shall make all lawful and reasonable effort to utilize local businesses, and businesses owned by minorities or women, for procurement; provided, however, contracts shall always be awarded in the best interests of the Caucus.

(Ord. No. 1025 – 025, 09 – 12 – 2012)

- Sec. 4.05. - Internal auditor.
- The Board of Directors shall appoint an Independent Contractor with the title of internal auditor. The internal auditor shall conduct, or cause to be conducted, financial, compliance, and expanded scope audits following generally accepted corporate auditing standards. The internal auditor shall have access to all records and personnel per agreeing to a confidentiality clause.

The internal auditor shall be appointed by the Board of Directors. Removal from office must be for cause by a majority vote of the entire membership of the Board of Directors (eight (8) affirmative votes).

To ensure independence of the audit function and to coordinate internal audit work with the needs of the Chairman of the Board and the Board of Directors, an audit committee is hereby established. The audit committee is a management committee and not a public board, commission or committee as specified in Article III, [Section 3.01](#)(5) above. The audit committee shall be comprised of one (1) voting member from the Board of Directors; the Chairman of the Board or designee, the President of the Board of Directors and two (2) at-large Board Members who shall be appointed by the Board of Directors. The at-large Board Members shall be residents of the Great State of Florida with expertise in auditing preferably internal or management auditing and at least two (2) of whom shall be a certified public accountant or a certified internal auditor; appointments shall be staggered for terms of three (3) years. The President of the Board of Directors shall be appointed as chairperson of the audit committee. The audit committee shall perform an evaluation of the internal auditor annually and present such to the Board of Directors.

(Res. No. 47 – 50, § 023, 09 – 12 – 2012; Ord. No. 1026 – 026, 09 – 12 – 2012) Ord. No. 1027 – 027, 01- 28 – 2016

## ••••• **ARTICLE V. - ELECTIONS**

- Sec. 5.01. - Electors.
- Any person who: (1) is a resident of the Great State of Florida; (2) has qualified as an elector of the Great State of Florida; and, (3) is a registered Republican; and, (4) maintains voting membership status with the Black Republican Caucus of Florida as prescribed by these Bylaws, shall be an elector of the Caucus.

(Ord. No. 1028 – 028, 09 – 12 – 2012)

- Sec. 5.02. - Partisan elections.
- All elections for the offices of Chairman of the Board and Board of Directors shall be conducted on a partisan basis with a designation / political party affiliation only reflecting that of the Republican Party.

(Ord. No. 1029 – 029, § 024, 09 – 12 – 2012; Ord. No. 1030 – 030, 01 – 28 – 2016)

- Sec. 5.03. - Qualifying.

- Candidates for the offices of Chairman of the Board and Board of Directors shall qualify by filing a written notice of candidacy intent with the Secretary at such time and in such manner as may be prescribed by ordinance.

(Ord. No. 1031 – 031, § 025, 09 – 12 – 2012; Ord. No. 1032 – 032, 01 – 28 – 2016)

- Sec. 5.04. - Form of ballots.

- Ballots shall follow substantially the form used in state general elections but shall bear no mark or other designation of affiliation of any candidate with any association or organization. Adequate means shall be provided for writing in, as to each office on the ballot, the name of a person not listed and for casting a vote for that person.

The Board of Directors shall prescribe the form of the ballot by ordinance including the method of listing candidates for Chairman of the Board and Board of Directors elections.

(Ord. No. 1033 – 033, 09 – 12 – 2012)

- Sec. 5.05. - Notice of elections.

- The regular election of Chairman of the Board and Board of Directors shall be held on the second Tuesday in September by vote of the Caucus electors.

The entire electorate of the Caucus shall be entitled to vote in elections for Chairman of the Board and Board of Directors.

The candidate for the offices of Chairman of the Board and Board of Directors receiving a majority of the votes validly cast shall be declared elected. If, in any election, no candidate receives this majority in the first election, a second election, limited to the two (2) candidates for Chairman of the Board or Board of Directors receiving respectively the highest and the next highest number of votes in the first election, shall be held on the fourteenth (14) day after the first election, and the candidate receiving the higher number of votes in the second election shall be declared elected.

Special Caucus elections and referenda shall be held in the same manner as the regular Caucus election except that the Board of Directors, by ordinance, shall fix the time of holding such special elections and referenda.

(Ord. No. 1034 – 034, § 026, 09 – 12 – 2012; Ord. No. 1035 – 035, § 027, 10 – 01 – 2013; Ord. No. 1036 – 036, 01 – 28 – 2016)

**Note**— See [§ 2.01](#) editor's note.

- Sec. 5.06. - Conduct of elections.
- The Board of Directors shall by ordinance make all regulations not inconsistent with these Bylaws or with the principles stated herein said Bylaws.

(Ord. No. 1037 – 037, 09 – 12 – 2012)

**••••• ARTICLE VI. - INITIATIVE AND REFERENDUM**

- Sec. 6.01. - Power of initiative.
- The electors may propose any ordinance, except an ordinance appropriating money or authorizing the levy of dues and / or fees, and may adopt or reject it during a called election. This power shall be known as the initiative. Any initiated ordinance may be submitted to the Board of Directors by petition signed by at least five (5) percent of the Caucus electors as shown by the current registrar of Caucus Members.

(Ord. No. 1038 – 038, 09 – 12 – 2012)

- Sec. 6.02. - Power of referendum.
- Except as otherwise provided by prohibition in these Bylaws, the electors may approve or reject any ordinance or legislative resolution during an Caucus election in the manner provided in this article, including ordinances brought before the Board of Directors by initiative petition and passed by it without change, regardless of whether the ordinance is submitted to vote of the electors by the Board of Directors on its own motion or pursuant to petition and may adopt or reject it during a Caucus election. This power shall be exercised as provided in this article and shall be known as the referendum. Within thirty (30) days after the enactment of an ordinance, or within forty-five (45) days after the enactment of a legislative resolution, a petition signed by at least five (5) percent of the Caucus electors as shown by the current registrar of Caucus members may be filed with the Secretary (electronic submission is an option) requesting that the ordinance or legislative resolution be either repealed or submitted to vote of the electors. Administrative resolutions are not subject to referendum.

(Ord. No. 1039 – 039, § 028, 09 – 12 – 2012; Ord. No. 1040 – 040, 01 – 28 – 2016)

- Sec. 6.03. - Form of petition.

- All petition papers circulated for the purpose of initiative or referendum shall be uniform in size and style, and all initiative petition papers shall contain the full text of the proposed ordinance. The signatures to initiative or referendum petitions need not all be appended to one (1) paper, but to each separate petition paper shall be attached a statement of the circulator thereof as provided by this section. Each signer shall sign his or her name in ink or indelible pencil and shall list his or her Caucus membership ID as well as his or her Voter Registration ID. Each petition paper shall contain the names and addresses of five (5) electors who shall be regarded as the petition committee, who shall be the same on each petition paper and shall be responsible for the circulation and filing of the petition. Attached to each separate petition paper shall be an affidavit of its circulator that the circulator alone personally circulated that paper, that it bears a stated number of signatures, that all the signatures appended thereto were made in the presence of the circulator, and that the circulator believes them to be the genuine signatures of the persons whose names they purport to be.

(Ord. No. 1041 – 041, 09 – 12 – 2012)

- Sec. 6.04. - Filing, examination, and certification of petitions.

- All petition papers comprising an initiative or referendum petition shall be assembled and filed with the Secretary of the Caucus as one (1) instrument. Within twenty (20) days after a petition is filed, the Secretary of the Caucus shall determine whether each petition paper has a proper statement of the circulator and whether the petition as a whole has been signed by a sufficient percentage of the Caucus electors. The Secretary of the Caucus shall declare invalid any petition paper lacking an affidavit of the circulator thereof as prescribed in this article. If a paper is found to be signed by more persons than the number of signatures certified by the circulator, the last signatures in excess of the number certified shall be disregarded. If a petition is found to be signed by fewer persons than the number certified, the signatures appearing on the petition shall be accepted unless void on other grounds. After examining the petition, the Secretary of the Caucus shall certify the result to the Board of Directors at its next regular meeting or special meeting called by the Chairman of the Board [whichever comes first]. If the Secretary of the Caucus certified that the petition is insufficient, the Secretary of the Caucus shall set forth in the certificate the particulars in which it is defective and shall immediately notify the petition committee of this finding by personal delivery or by registered mail.

(Ord. No. 1042 – 042, 09 – 12 – 2012)

- Sec. 6.05. - Amendment of petitions.

- At any time within ten (10) days after the Secretary of the Caucus sends notification of insufficiency of an initiative or referendum petition, it may be amended by filing a supplementary petition consisting of additional papers signed and filed as provided for an original petition, and the Secretary of the Caucus shall examine the amended petition within five (5) days after an amendment is filed. If the petition is still insufficient, the Secretary of the Caucus shall file the certificate to that effect and notify the petition committee of this finding. No further action on that petition shall be permitted, but the insufficiency shall not prejudice the filing of a new petition for the same purpose.

(Ord. No. 1043 – 043, 09 – 12 – 2012)

- Sec. 6.06. - Effect of certification of referendum petition.

- When a referendum petition or amended petition is certified as sufficient by the Secretary of the Caucus, the ordinance specified in the petition shall not go into effect or, if it has already gone into effect, no further action under such ordinance shall be taken until it has been approved by the electors as provided in this article.

(Ord. No. 1044 – 044, 09 – 12 – 2012)

- Sec. 6.07. - Consideration by Board of Directors.

- The Board of Directors shall proceed immediately to consider any certified initiative or referendum petition received from the Secretary of the Caucus. In considering an ordinance proposed by initiative petition, the Board of Directors shall follow the same procedural requirements for passage that are prescribed for ordinances generally, including public hearing, and the Board of Directors shall take final action on such petition not later than thirty (30) days after the date of submission. The Board of Directors shall reconsider any ordinance referred to it for repeal or for calling a referendum and, within fifteen (15) days after referral to it, shall vote either to repeal the ordinance or to call a referendum election.

(Ord. No. 1045 – 045, 09 – 12 – 2012)

- Sec. 6.08. - Submission to electors.

- If the Board of Directors fails to pass an ordinance proposed by initiative petition or passes it in a form different from that set forth in the petition, or if the Board of Directors fails to repeal a referred ordinance, the proposed or referred ordinance shall be submitted to the electors in its original form not less than thirty (30) days nor more than ninety (90) days after final vote by the Board of Directors. The Chairman of the Board may provide for a special election if no regular election is to be held within this period. The ninety days may be extended for up to thirty days if a regular or special election is already scheduled within one hundred and twenty (120) days from the final vote.

(Ord. No. 1046 – 046, 09 – 12 – 2012)

- Sec. 6.09. - Form of ballot for initiated and referred ordinances.
- Ordinances submitted to vote of the electors pursuant to this article shall be submitted by ballot title, which shall be prepared by the General Counsel. The ballot title may be different from the legal title of the initiated or referred ordinance and shall be a clear, concise, and impartial description of the substance of the ordinance. The ballot used in voting on the ordinance shall list below the ballot title two (2) propositions in this order, with a lever or square enabling the elector to vote for either:

"For the ordinance."

"Against the ordinance."

or such other indication of a "yes" or "no" vote as determined by General Counsel.

(Ord. No. 1047 – 047, 09 – 12 – 2012)

- Sec. 6.10. - Results of election.
- Any ordinance proposed by initiative shall become an ordinance of the Caucus if approved by a majority of the electors voting, and become effective on the tenth day after certification of the election returns. If multiple referred ordinances are approved by the electors at the same election, the one receiving the greatest number of affirmative votes shall prevail to the extent of any conflict between such ordinances.

(Ord. No. 1048 – 048, 09 – 12 – 2012)

- Sec. 6.11. - Publication, repeal, and amendment.

Initiative ordinances adopted by the Board of Directors and referendum ordinances approved by the electors shall be published and may be amended or repealed by the Board of Directors as provided for other ordinances; provided, within six (6) months from adoption or approval, no such ordinance shall be amended in substance or repealed other than by unanimous vote of the membership of the Board of Directors (fifteen votes) or by referendum.

(Ord. No. 1049 – 049, 09 – 12 – 2012)



• **ARTICLE VII. - DEFINITIONS AND RULES OF CONSTRUCTION**

• Sec. 7.01. - Definitions.

• Unless qualified in the text the following definitions and rules of construction shall apply hereto:

(1)

"herein," "hereby," "hereof," and similar compounds refer to the entire Bylaws.

(2)

The singular includes the plural.

(3)

Titles and subtitles shall not be used in construction; and the numbers or letters designating articles, sections, or parts of sections shall be construed solely as an aid to identification and shall not be construed so as to affect the meaning of the provisions.

(4)

Invalidation of any portion shall not affect any other portion that is not inseparably connected therewith in meaning and effect.

(5)

The term "including" shall be construed as merely introducing illustrative examples and not as limiting in any way the generality of the inclusive term.

(6)

The term "may" means "shall have the power to" and includes authorization to exercise discretion.

(7)

The term "person" includes a natural person of either sex and any legally recognized type of artificial person, including a firm, corporation, partnership, syndicate, or other association.

(8)

The term "law" includes the United States and State of Florida Constitution, the general statutes, the special or local laws relating to the Caucus, and the applicable judicial decisions and administrative regulations, current or future.

(9)

The term "regulation" includes a rule.

(10)

The term "registered mail" includes certified mail.

(11)

The term "resident" or "residing in" refers to domicile or permanent legal residence as distinct from temporary residence and from physical presence at any given time.

(12)

The term "state" means State of Florida.

(13)

The term "Caucus" means Black Republican Caucus of Florida.

(14)

the term "officer," when used with reference to the Caucus, includes the Chairman of the Board, Vice – Chairman of the Board, each Member of the Executive Board, each Member of the Board of Directors, the Executive Director, each Department Director, and each other Caucus employee that may be designated a Caucus officer by directive of the Chairman of the Board or the Board of Directors consistent with these Bylaws; and all references to an officer shall include the acting officer serving in his or her stead. Members of appointive boards and committees, shall not be considered officers of the Caucus, as the term "officer" is used generally herein, unless specifically so designated by ordinance or by resolution of the Board of Directors.

(15)

The term "agency," when used with reference to the Caucus, includes the Board of Directors, an officer, a department, a division, a board, a committee, or any other organizational unit authorized to exercise a power of the Caucus.

(16)

The term "of the membership," when used with reference to a vote by a Voting Caucus Member, includes all members of the Caucus, including but not limited to the Chairman of the Board, Executive Board and Board of Directors holding office as voting members of it at the time the vote is taken. The term "majority," without qualification, means a majority of a quorum; the term "quorum" in turn means a majority of the membership as defined in this subsection; and a majority of a quorum may take valid action, and shall be the lowest number that may take valid action, in all instances in which no numerical or percentage requirement for action is specified; provided fewer than a majority may adjourn from time to time and compel the attendance of absent members.

(17)

the term "vote of the electors" means the vote of the majority of those Caucus electors actually voting on the matter in question in an election, general or special, and the term "elector" or "qualified elector" means a resident of the State registered with the Supervisor of Elections to vote in government elections.

(18)

Any percentage or number required hereby for valid action by the Caucus or by the electorate shall be construed as a minimum.

(19)

the term "newspaper of general circulation," except other matters involving consideration by persons residing outside designated Caucus Regions and/or the State of Florida , means a newspaper published in the State of Florida and of general circulation therein.

(20)

the term "enterprise fund" means a fund established to account for operations that are financed and operated in a manner similar to private business enterprises where the costs of providing goods and services to the public are recovered primarily through user charges or where the periodic determination of revenues, expenses or net income is appropriate for capital maintenance, Caucus policy, management control, accountability or other purposes.

(Ord. No. 1050 – 069, 09 – 12 – 2012)

• **ARTICLE VIII. - SCHEDULE**

- Sec. 8.01. - Effective date.

- These Bylaws became effective on February 21, 2016, as approved by a majority vote of the Members of the Board of Directors of the Caucus, voting on the question of the approval or disapproval of these Bylaws in and at the regular Board of Directors Meeting, held in the City of Orlando on the 21st day of February, 2016.

(Ord. No. 1070 – 070, 09 – 12 – 2012)

- Sec. 8.02. - Ordinances preserved.

- All ordinances in effect upon the adoption of these Bylaws, to the extent not inconsistent herewith, shall remain in full force and effect until amended or repealed.

(Ord. No. 1071 – 071, 09 – 12 – 2012)

- Sec. 8.03. - Repeal of former Bylaws provisions.

- All Bylaws provisions in effect prior to the effective date of these Bylaws, including but not limited to those contained in within these Bylaws as amended, are repealed.

(Ord. No. 1072 – 072, 09 – 12 – 2012)

- Sec. 8.04. - Officers, employees and agents.

- The adoption of these Bylaws, except as otherwise specifically provided, shall not affect or impair the rights, privileges or immunities of persons who are Caucus officers, employees or agents at the time of adoption of these Bylaws.

(Ord. No. 1073 – 073, 09 – 12 – 2012)

- Sec. 8.05. - Contracts preserved.

- No debt or obligation of contract of the Caucus shall be impaired as a result of the adoption of these Bylaws, but all such debts and obligations shall continue to pass to and be binding upon this Caucus which is hereby organized and continued.

(Ord. No. 1074 – 074, 09 – 12 – 2012)

- Sec. 8.06. - Existing rights, obligations, duties and relationships.

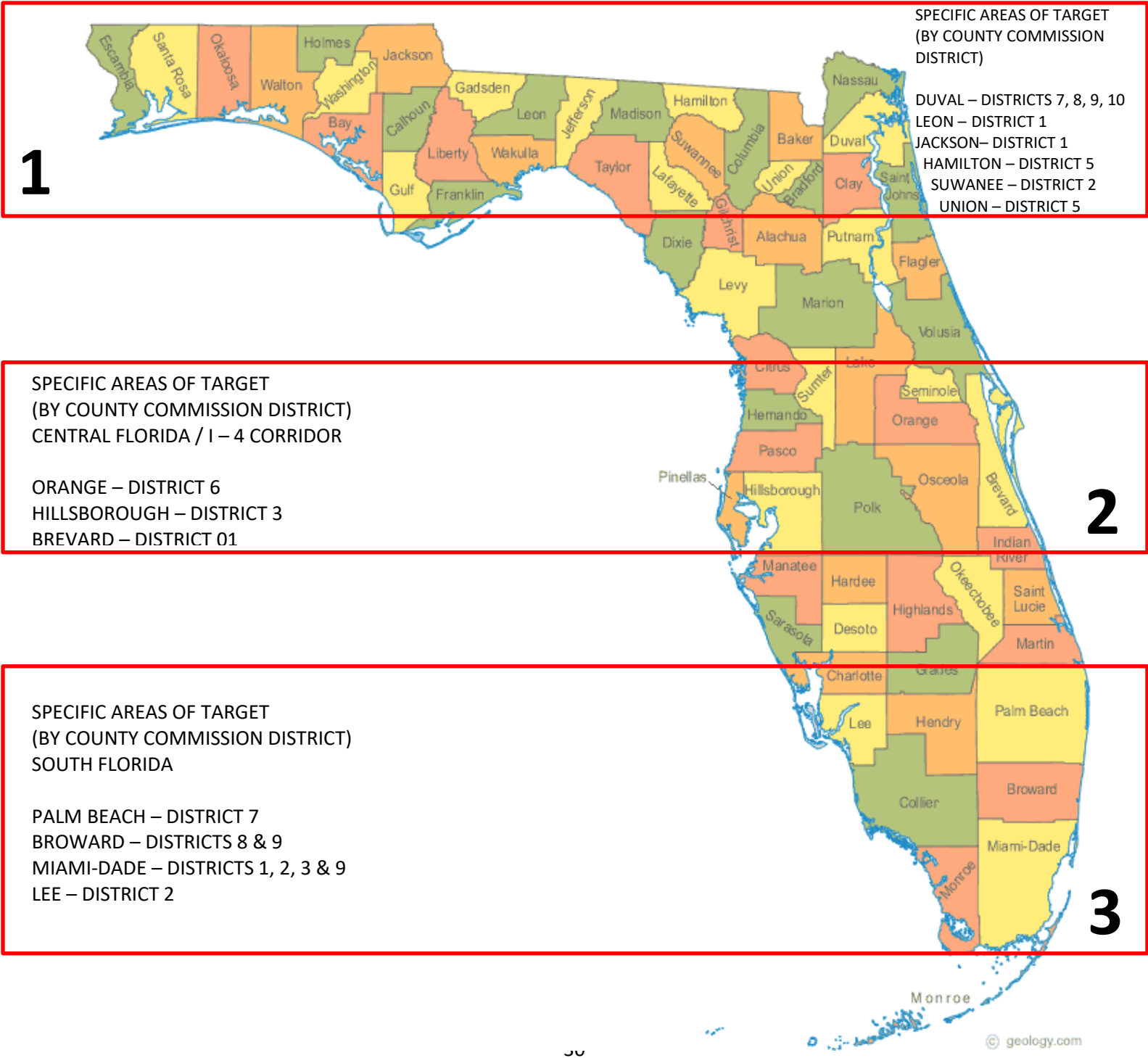
- All rights, obligations, duties and relationships now existing by law or agreement between the Caucus and other governmental, business, organization, candidate or committee units shall be unaffected and shall remain in full force and effect.

(Ord. No. 1075 – 075, 09 – 12 – 2012)

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# APPENDIX A

## BLACK REPUBLICAN CAUCUS OF FLORIDA DESCRIPTION OF CORPORATE BOUNDARIES TO ALSO SERVE AS: GOTV TARGET AREAS BY COUNTY COMMISSION DISTRICT



# APPENDIX B

## MEMBERSHIP & FEES

### MEMBERSHIP

As a Member of the Black Republican Caucus of Florida (BRCF), you serve as an electorate of the General Body. The General Body elects the Chairman of the Board and Members of the Board of Directors. As a member of the General Body, you do the following:

Elect Chairman of the Board;

Help to approve Caucus Bylaws;

Vote on ordinances;

Publicly voice support or concern over a specific caucus issue(s);

And

Vote on specific policies that affect the Black Republican Caucus of Florida

*Note: These responsibilities may be amended from time to time by the Board of Directors*

**ALL APPLICANTS FOR MEMBERSHIP OF BRCF MUST BE A REGISTERED REPUBLICAN RESIDING WITHIN THE STATE OF FLORIDA.**

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### FEES

#### MEMBERSHIP DUES:

- BOARD MEMBER: [ [\\$450.00](#) ]
- VOTING MEMBER: [ [\\$100.00](#) ]
- ASSOCIATE (NON – VOTING) MEMBER: [ [\\$50.00](#) ]

MEMBERSHIP DUES ARE ASSESSED ANNUALLY IN SEPTEMBER STARTING SEP 01. THE DEADLINE FOR DUES OWED IS SEP 25<sup>TH</sup>. LATE DUES ARE ASSESSED A FEE OF \$25.00

# **APPENDIX C**

## **NEGLECT OF DUTY**

## **RECALL OF OFFICER**

## **MALFEASANCE / MISFEASANCE**

### **NEGLECT OF DUTY**

The term “Neglect of Duty” as used in section 2.07 of Part I Subpart A of these articles shall be recognized as [negligence](#), [nonperformance](#), [carelessness](#), [neglect](#) - failure to act with the prudence that a reasonable person would exercise under the same circumstances.

### **RECALL OF OFFICER**

Any member of the governing body of the Black Republican Caucus of Florida hereinafter referred to in this section as “governing body” including but not limited to: “Chairman of the Board” or any “Board Member” of the Board of Directors, may be removed from office by the electors of the Caucus.

A recall cannot begin until the targeted official has served at least one-fourth of his or her term in office.

### **REASONS FOR RECALL**

Grounds for the recall must be provided. There are six (6) allowable grounds. They are "malfeasance, misfeasance, drunkenness, incompetence, permanent inability to perform official duties, and conviction of a felony involving moral turpitude." A specific reason is required when spearheading a recall.

### **INITIAL SIGNATURE REQUIREMENTS**

1. From the time that the recall petition is [approved for circulation](#), signatures must be collected within 30 days.
2. Once signatures are collected, the designated chair of the recall committee that collected the signatures must present them to "The Secretary of the Caucus” or his / her equivalent.
3. The Secretary of the Caucus who received the signatures must then "immediately" convey receivership of the signatures to the officer of the governing body in question. The Secretary of the Caucus must then proceed to inspect the signatures; being confined to a 30 day time period of reviewing and cross verifying any and all signatures.



4. The individual of the Caucus electorate seeking the recall must pay, to the Secretary of the Caucus in advance, "...the sum of 10 cents for each signature checked or the actual cost of checking such signatures, whichever is less."

Signatures must be collected at two points in the recall process, once before the recall target has provided a 200-word defense and once after that.

If the first set of signatures is found to be sufficient, the recall target is then invited to write a statement of defense. This must be done within five days of the time that it is determined that the initial signatures were sufficient. If the recall target provides a defense statement, the Secretary of the Caucus creates a document known as a "Recall Petition and Defense." Once this document is created and provided to the recall committee, the recall committee must then collect more signatures, equaling 15 percent of the electors either from across the State of Florida or within a relevant concentrated region of the Caucus within 60 days after the time that the "Recall Petition and Defense" was delivered by the Secretary of the Caucus's (or a designee of the Secretary) to the chair of the recall committee.

Once collected, the second set of signatures are given to the General Counsel of the Caucus, along with a fee of \$0.10 per submitted signature.

The General Counsel must first inspect the second set of signatures within 30 days of submission before delivering said verified set of signatures to the Secretary of the Caucus for acceptance and approval.

Number of registered members in Caucus	Signature requirement
Fewer than 500	50 registered members, or 10%
500-1,999	100 registered members, or 10%, whichever is greater
2,000-4,999	250 registered members, or 10%, whichever is greater
5,000-9,999	500 registered members, or 10%, whichever is greater
10,000-24,999	1,000 registered members, or 10%, whichever is greater
25,000 or more	1,000 registered members, or 5%, whichever is greater

## **STATEMENT OF DEFENSE**

If the Secretary of the Caucus under the supervision of the General Counsel determines that sufficient signatures have been filed to force a recall election, he or she must provide a written statement to that effect to the Chairman of the Board, or in the event there is no acting Chairman or the Chairman is the elected target of recall, the next in line presiding officer (i.e.: Vice – Chairman of the Board or President of the Board of Directors), the Secretary of the Caucus must then "...at once serve upon the person sought to be recalled a certified copy of the petition. Within 5 days after service, the person sought to be recalled may file with the Secretary of the Caucus a defensive statement of not more than 200 words."

Once the five days have elapsed, the Secretary of the Caucus must then prepare a form called the "Recall Petition and Defense," which includes the defense statement from the recall target (but only if the recall target provides such a defense statement). The "Recall Petition and Defense" is then presented by the Secretary of the Caucus to the recall committee.

## **SECOND SET OF SIGNATURES**

After receiving the "Recall Petition and Defense," the recall committee must then collect more signatures, equaling "15% of the electors" either Statewide or in the relevant Caucus defined region within 60 days after the time that the "Recall Petition and Defense" was delivered by the Secretary of the Caucus to the chair of the recall committee.

Once collected, the second set of signatures are given to the General Counsel, along with 10 cents for each name to be checked.

The General Counsel must inspect the second set of signatures within 30 days. Once inspected the second set of signatures are to be sealed and stamped with the official seal of the Caucus and delivered to the Secretary of the Caucus for acceptance and approval.

## **RECALL ELECTIONS**

### **DATE OF RECALL ELECTION**

If it is determined that sufficient signatures were filed to force a recall election, the recall target is given 5 days to provide a written resignation. If the recall target chooses not to resign at this point, "...the Chairman of the Board or in the event there is no acting Chairman or the Chairman is the elected target of recall, the next in line presiding officer (i.e.: Vice – Chairman of the Board or President of the Board of Directors), shall direct the Secretary of the Caucus to fix a day for holding a recall election." The date for the recall election must be "not less than 30 days or more than 60 days after the expiration of the 5-day period" given to the recall target for tendering his or her resignation

## **BALLOTS**

The ballot for a recall election must read as follows:

“ Shall (name of person) be removed from the office of (office’s name) by recall?  
(Name of person) should be removed from office.  
(Name of person) should not be removed from office.

”

## **CANDIDATES**

### **REGIONAL OFFICES**

Following a successful recall election of officials elected from regions, candidates attempting to succeed the official recalled for his or her unexpired term shall be voted upon at a special election called by the Chairman of the Board or in the event there is no acting Chairman the next in line presiding officer (i.e.: Vice – Chairman of the Board or President of the Board of Directors), in which the region(s) are located not less than 30 days or more than 60 says after the recall election.

### **AT – LARGE OFFICES**

During a recall election of officials elected at-large, candidates attempting to succeed the official recalled for his or her unexpired term shall be voted upon at the same election. If only one member of a governing body is removed, then the candidate with the highest number of votes will fill the vacancy for the unexpired term. In other words, if one official is recalled and three candidates are vying for his or her seat, then the candidate who receives the majority of votes is elected to fill the position. If two officials are recalled, then the top two candidates will fill those seats.

## **RESIGNATIONS**

If the official under question resigns before the recall election, the remaining members of the governing body shall fill the vacancy created, according to appropriate Bylaws for filling vacancies, until the election occurs.

If all members of a governing body are being recalled and all resign before the recall election, then the recall election shall be canceled and, in lieu, a special election shall occur.

## **MALFEASANCE**

**Malfeasance in office**, or **official misconduct**, is the commission of an [unlawful](#) act, done in an official capacity, which affects the performance of official duties. Malfeasance in office, if proven, is considered grounds for a for cause removal of an elected official by [recall election](#).

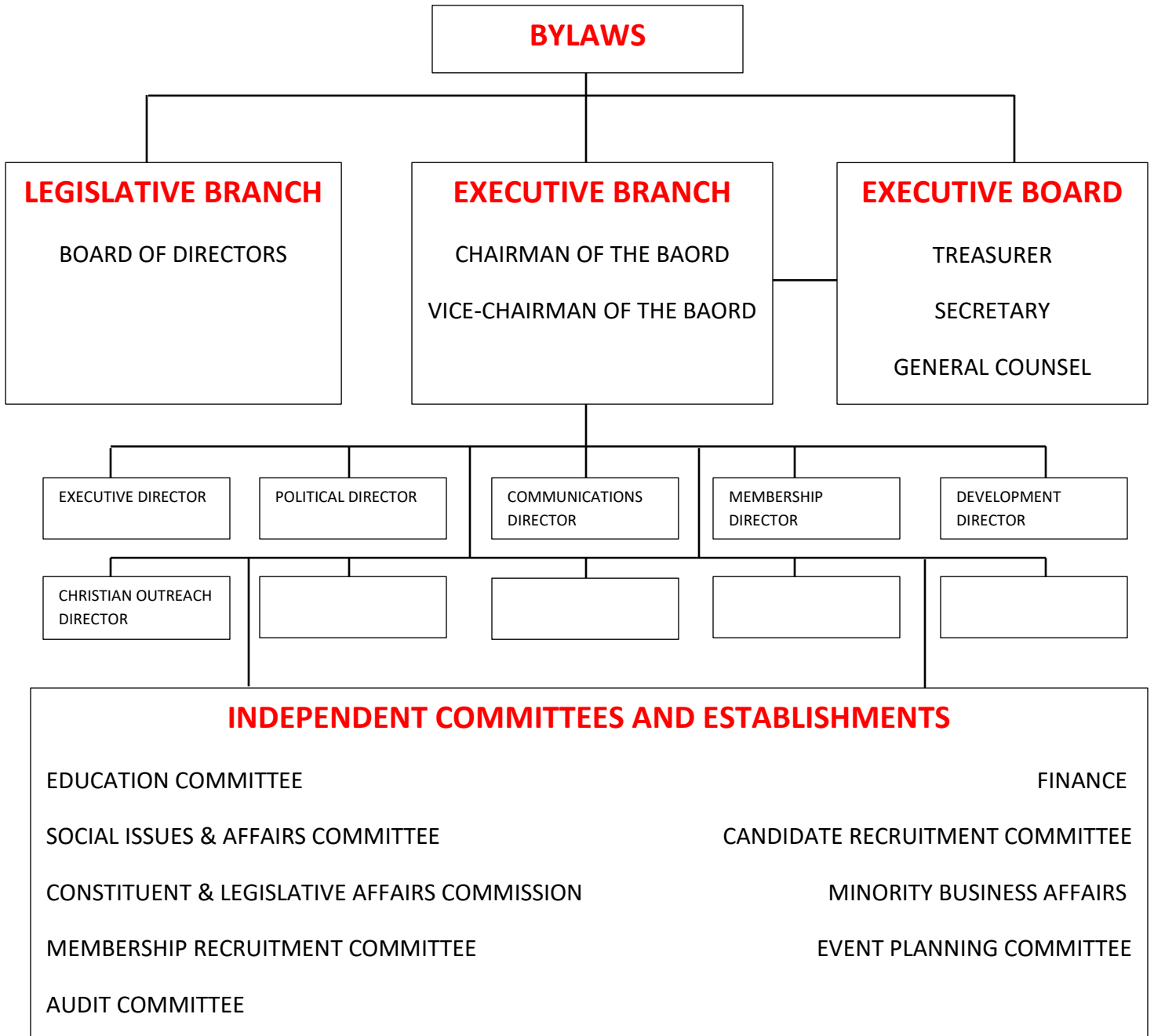
## **MISFEASANCE**

**Misfeasance in public office** is an action against the holder of a public office, alleging in essence that the office-holder has misused or abused his or her power. Misfeasance in office, if proven, is considered grounds for a for cause removal of an elected official by recall election.

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# APPENDIX D

## CORPORATE STRUCTURE



## **Chapter 1 - GENERAL PROVISIONS**

- Sec. 1-1. - Definitions and rules of construction.
- In the construction of this Code, and of all ordinances, the following rules shall be observed, unless such construction would be inconsistent with the manifest intent of the Board of Directors:

Bylaws. The word "Bylaws" shall mean the Bylaws of the Black Republican Caucus of Florida, as printed in Part I, Subpart A of this volume.

Caucus. The word "Caucus" shall be construed as if the words "Black Republican / of Florida" both preceded and followed it.

Board of Directors, The Board, Governing Body. Whenever the words "Board of Directors," "The Board" or "Governing Body" are used, they shall be construed to mean the Board of Directors of the Black Republican Caucus of Florida.

Computation of time. In computing any period of time prescribed or allowed by these Bylaws, by order of these Bylaws or by any applicable state statute, the day of the act, event or default from which the designated period of time begins to run shall not be included. The last day of the period so computed shall be included unless it is a Saturday, Sunday or legal holiday in which event the period shall run until the end of the next day which is neither a Saturday, Sunday or legal holiday. When the period of time prescribed or allowed is less than seven days, intermediate Saturdays, Sundays and legal holidays shall be excluded in the computation.

Delegation of authority. Whenever a provision or section appears requiring the head of a department or some other Caucus official, officer or employee to do some act or perform some duty, it shall be construed to authorized the head of the department or other officer or employee to designate, delegate and authorize subordinates to perform the required act or perform the duty, unless the terms of the provision or section specify otherwise.

F.S. The abbreviation "F.S." shall refer to the latest edition or supplement of the official statutes of the State of Florida as adopted by the Florida legislature.

F.Y. The abbreviation "F.Y." shall refer to any Fiscal Year that the Black Republican Caucus of Florida operates within.

BRCF. The abbreviation "BRCF" shall refer to the Black Republican Caucus of Florida.

Gender. A word importing the masculine gender only shall extend and be applied to females and to firms, partnerships and corporations as well as to males.

Month. The word "month" shall mean a calendar month.

Oath. The word "oath" shall include an affirmation in all cases in which, by Caucus ordinance, an affirmation may be substituted for an oath, and in such case the words "swear" and "sworn" shall be equivalent to the words "affirm" and "affirmed."

Officer, official, etc. Wherever reference is made to any officer, or official, department, board, committee, or commission, the reference will be taken to be to such officer or official of the Black Republican Caucus of Florida.

Official time. Whenever certain hours are named in these Bylaws, they shall mean Eastern Standard Time (EST) or daylight saving time as may be in current use in the State of Florida.

Or, and. The word "or" may be read "and," and the word "and" may be read "or" if the sense requires it.

Person. The word "person" shall extend and be applied to associations, firms, partnerships and bodies politic and corporate as well as to individuals.

Preceding, following. The words "preceding" and "following" shall mean next before and next after, respectively.

Qualified Elector. The term qualified elector shall be a registered voter, on file with a Supervisor of Elections within the State of Florida and with his or her primary residence being in the State of Florida.

Shall; may. The word "shall" is mandatory; the word "may" is permissive.

Signature, subscription. The words "signature" and "subscription" shall include a mark when the person cannot write, his name being written near it, and being witnessed by a person who writes his own name as a witness.

State. The word "state" shall be construed to mean the State of Florida.

Tense. Words used in the present or past tense include the future as well as the present or past.

Time. Words used in the past or present tense include the future as well as the past and present.

Written, in writing. The words "written" and "in writing" shall be construed to include any representation of words, letters or figures, whether by printing or otherwise.

Year. The word "year" shall mean a calendar year, unless a fiscal year is indicated.

- Sec. 1-2. - Catchlines of sections.
- The catchlines of the several sections of these Bylaws printed in boldface type are intended as mere catchwords to indicate the contents of this section and shall not be deemed or taken to be titles of such sections, nor as any part of the section, nor, unless expressly so provided, shall they be so deemed when any of such sections, including the catchlines, are amended or re-enacted.

- Sec. 1-3. - Reference to chapters, articles, etc.
- All references to chapters, articles, divisions and sections are to those of these Bylaws unless otherwise specified.
- Sec. 1-4. - Effect of repeal of ordinances.
- The repeal of an ordinance shall not revive any ordinances in force before or at the time the ordinance repealed took effect.

The repeal of an ordinance shall not affect any punishment or penalty incurred before the repeal took effect, nor any suit, prosecution or proceeding pending at the time of the repeal, for an offense committed under the ordinance repealed.

- Sec. 1-5. - Certain ordinances not affected by Provisions.
- (a)

Nothing in these Bylaws or the ordinance adopting these Bylaws shall be construed to repeal or otherwise affect the validity of any of the following when not inconsistent with these Bylaws:

(1)

Any offense or act committed or done or any penalty or forfeiture incurred before the effective date of these Bylaws.

(2)

Any ordinance or resolution promising or guaranteeing the payment of money for the Caucus or authorizing the issue of any loans of the Caucus or any evidence of the Caucus's indebtedness or any contract, right, agreement, lease, deed or other instrument or obligation assumed by the Caucus.

(3)

Any Executive Branch ordinances or resolutions of the Caucus not in conflict or inconsistent with these Bylaws.

(4)

Any right or franchise granted by any ordinance.

(5)

Any resolution adopting the budget or any appropriation ordinance.



(6)

Any ordinance levying or imposing dues and / or fees.

(7)

Any ordinance or resolution establishing positions, classifying positions, establishing pension or employee benefits, setting salaries of Caucus officers and employees or any personnel regulations.

(8)

Any temporary or special ordinance.

(9)

Any ordinance calling an election.

(10)

Any ordinance authorizing agreements.

(11)

Any ordinance levying a due, fee, rate, deposit or charge.

(12)

Any ordinance regarding development or land use.

(b)

All such ordinances and resolutions are on file in the Secretary of the Caucus' office.

- Sec. 1-6. - Caucus seal.
- The corporate seal of the Caucus shall be of such design as adopted by the Board of Directors from time to time and filed with the Secretary of the Caucus and which is designated the Official Caucus Seal.

- Sec. 1-7. - Amendments to provisions; effect of new ordinances; amendatory language.
- (a)

All ordinances passed subsequent to these Ordinances of these Bylaws which amend, repeal or in any way affect these Ordinances of these Bylaws, may be numbered in accordance with the numbering system of these Ordinances and printed for inclusion in these Bylaws. In the case of chapters, sections and subsections or any part thereof which are repealed by subsequent ordinances, such repealed portions may be excluded from the Bylaws by omission from reprinted pages affected thereby. The subsequent ordinances as numbered and printed or omitted, in the case of repeal, shall be prima facie evidence of such subsequent ordinances until such time that these Ordinances of these Bylaws and subsequent ordinances numbered or omitted are readopted as new Ordinances for the Bylaws of the Caucus by the Board of Directors.

(b)

Amendments to any of the provisions of these Bylaws shall be made by amending such provisions by specific reference to the section number of these Ordinances of these Bylaws in the following language: "That section \_\_\_\_\_ of the Ordinances of the Bylaws of the Black Republican Caucus of Florida, is hereby amended to read as follows:..." The new provisions shall then be set out in full as desired.

(c)

If a new section not heretofore existing in these Ordinances of these Bylaws is to be added, the following language shall be used: "That the Ordinances of the Bylaws of the Black Republican Caucus of Florida is hereby amended by adding a section, to be numbered \_\_\_\_\_, which such section reads as follows:..." The new section shall then be set out in full as desired.

(d)

All sections, articles, chapters or provisions desired to be repealed must be specifically repealed by section, article or chapter number, as the case may be.

- Sec. 1-8. - Supplementation of Provisions.
- (a)

By contract or by Caucus personnel, supplements to these Ordinances of these Bylaws shall be prepared and printed whenever authorized or directed by both the Chairman of the Board or the Board of Directors. A supplement to these Ordinances shall include all substantive permanent and general parts of Ordinances adopted during the period covered by the supplement and all changes made thereby in the Ordinances of the Caucus Bylaws. The pages of a supplement shall be so numbered that they will fit properly into the Ordinances of the Bylaws and will, where necessary, replace pages which have become obsolete or partially obsolete, and the new pages shall be so prepared that, when they have been inserted, the Ordinances will be current through the date of the adoption of the latest ordinance included in the supplement.

(b)

In preparing a supplement to these Bylaws, all portions of the Bylaws which have been replaced shall be excluded from the Ordinances by the omission thereof from reprinted pages.

(c)

When preparing a supplement to these Ordinances of these Bylaws, the provisionary (meaning the person, agency or organization authorized to prepare the supplement) may make formal, nonsubstantive changes in Ordinances and parts of ordinances included in the supplement, insofar as it is necessary to do so to embody them into a unified order. For example, the provisionary may:

(1)

Organize the Ordinance material into appropriate subdivisions.

(2)

Provide appropriate catchlines, headings and titles for sections and other subdivisions of the Ordinances printed in the supplement, and make changes in such catchlines, headings and titles.

(3)

Assign appropriate numbers to sections and other subdivisions to be inserted in the Ordinances of the Bylaws and, where necessary to accommodate new material, change existing section or other subdivision numbers.

(4)

Change the words "these ordinances" or words of the same meaning to "this chapter."

(5)

Make other nonsubstantive changes necessary to preserve the original meaning of the ordinances inserted in the Bylaws.

- Sec. 1-9. - Altering Provisions.

- It shall be an offense against the Caucus for any person to change or amend, by additions or deletions, any part or portion of these Ordinances of these Bylaws, or to insert or delete pages, or portions thereof, or to alter or tamper with such Ordinances in any manner whatsoever which will cause the governing law of the Caucus to be misrepresented thereby.

- Sec. 1-10. - General penalty; continuing violations.
- Whenever in these Bylaws or in any Caucus Ordinance any act is prohibited or is made or declared to be unlawful or an offense, or whenever in such section of these Bylaws or Ordinance the doing of any act is required or the failure to do any act is declared to be unlawful, where no specific penalty is provided therefor, the violation of any such provision of these Ordinances of these Bylaws or any Ordinance herein shall be punished by a fine not exceeding \$1000.00 or civil litigation to be imposed by General Counsel seeking punitive damages in excess of \$10,000.00. Each day any violation of any provision of these Bylaws or of any Ordinance within said Bylaws shall continue, shall constitute a separate offense.
- Sec. 1-11. - Severability of parts of Provisions.

It is hereby declared to be the intention of the Board of Directors that the sections, paragraphs, sentences, clauses and phrases of these Ordinances are severable, and if any phrase, clause, sentence, paragraph or section of these Ordinances shall be declared unconstitutional or invalid by the valid judgment or decree of any court of competent jurisdiction, such unconstitutionality or invalidity shall not affect any of the remaining phrases, clauses, sentences, paragraphs and sections of these Bylaws, since the same would have been enacted by the Board of Directors without the incorporation in these Ordinances of these Bylaws of any such unconstitutional or invalid phrase, clause, sentence, paragraph or section.

## **Chapter 2 – ADMINISTRATION**

### ARTICLE I. - IN GENERAL

- Sec. 2-1. - Commencement of terms of office.

The term of office of a newly elected Chairman of the Board or newly elected and / or appointed Board Member shall commence at 4:59 p.m. on the fourth Thursday immediately following the regular election.

### ARTICLE II. – BOARD OF DIRECTORS

- Sec. 2-1. - Rules of procedure.

The following shall be the rules for the governing of the Board of Directors:

(1)

Regular meetings: The Board of Directors shall hold regular quarterly meetings in the State of Florida at a designated location chosen by the Chairman of the Board at a time established by resolution of the Board of Directors from time to time; provided that when such day falls on a day observed by the Caucus as a legal holiday, such meeting shall be held at the same hour and place on the next succeeding business day. By majority vote of a quorum of the Board of

Directors taken at a regular meeting, a subsequent regular meeting may be canceled or the date or time thereof changed.

(2)

Special meetings. Special meetings, which shall be held in the State of Florida at a designated location chosen by the Chairman of the Board, may be called by the Chairman of the Board, the acting Chairman of the Board or by any other seven (7) members of the Board of Directors pursuant to **section 2.05** of these Bylaws. When called, the Secretary of the Caucus shall immediately notify all members of the Board of Directors, the Executive Director and the General Counsel of the time and place of the special meeting. A copy of such notice shall likewise be posted on the Caucus website. An agenda shall be prepared for the special meeting, and members of the Caucus shall be notified via the Caucus website and via a Caucus sponsored email blast of the special meeting, as provided in this section. The Communications Director shall notify all media outlets in such event that such notification is necessary.

(3)

Hearings, public hearings and workshop meetings. The Board of Directors shall conduct its hearings, public hearings and workshop meetings as part of its regular quarterly meetings, unless a special meeting is called for such purpose. The Board of Directors may hold separate workshop meetings. Public hearings shall be held after 5:00 p.m. unless the resolution establishing the meeting time for regular meetings establishes a different time.

Adjourned meetings. Any meeting of the Board of Directors may be continued or adjourned from day to day or for more than one day, but no adjournment shall be for a longer period than until the next regular meeting thereafter.

(4)

Meetings open to all Caucus Members. All meetings of the Board of Directors for the purpose of transacting Caucus business, whether action is taken or not shall be held in the State of Florida at a designated location chosen by the Chairman of the Board, with proper notification. All meetings with the Exception of the Executive Board meetings shall be open to Members of the Caucus.

(5)

Agenda. The Chairman of the Board shall prepare the agenda for all regular and special meetings of the Board of Directors.

a.

Economic analysis. The Chairman of the Board or Chairman of the Board's designee shall prepare an economic analysis to accompany all ordinances, resolutions or formal actions affecting revenues, expenditures or fiscal liability prior to adoption or final disposition. This requirement shall not apply to any previously budgeted item.

Whether the proposed measure is a budgeted item, when the measure was budgeted, the amount budgeted, source of funding within the budget, or anticipated source of funding; Any other concern the Board of Directors or the Administration deems necessary to fully appreciate the economic effects of the measure; and as to each economic analysis, the office of the Treasurer shall certify that the analysis is reasonable and aligns with the identified funding source.

b.

Regular meetings. The agenda for regular meetings shall include only such matters as may be recommended for consideration by the Chairman of the Board, or as may be sponsored by a member of the Board of Directors. All reports, communications, ordinances, resolutions, contract documents or other matters not sponsored by a member of the Board of Directors, which are to be submitted to the Board of Directors through the Chairman of the Board, shall be filed with the Chairman of the Board no later than 5:00 p.m. on Wednesday three weeks preceding the date of the regular general body meeting for inclusion on the agenda. This deadline may be waived at the discretion of the Chairman of the Board.

c.

Special meetings. When properly called, the agenda for a special meeting shall include only the subject matter for which the special meeting was called. The Board of Directors shall not discuss any matter which does not appear on the agenda prepared for the special meeting.

d.

Distribution. Each member of the Board of Directors, the Secretary of the Caucus and the Caucus General Counsel, as well as the Caucus Members (and the news media, if deemed necessary by the Chairman of the Board and Communications Director) shall be provided with a copy of the agenda via the Caucus website [www.blackcaucus.us](http://www.blackcaucus.us) as far in advance of the meeting as time will permit. At the location and time of the meeting a reasonable number of agendas shall be provided for all participants and Caucus Members present.

e.

Consent agenda. Any matter on the consent agenda shall be removed therefrom for the purpose of further consideration upon the request of any three (3) members of the Board of Directors. Such matter shall be considered immediately following the Board of Directors vote on the remaining consent agenda. The matter removed may be subject to Caucus Member comment.

f.

Addendum to agenda. Any member of the Board of Directors may, at any regular meeting, propose an addendum to the agenda. The Board of Directors may, by a majority of a quorum, vote to consider and to take final action on the addendum to the agenda. However, final action on an addendum to the agenda affecting the revenues, expenditures or fiscal liability of the Caucus shall be deferred to the next regularly scheduled meeting for the preparation of an economic analysis as provided in subsection (6) of this section, unless the addendum is an emergency.

Whenever the Board of Directors shall determine that an addendum to the agenda having an economic impact is of an emergency nature and requires immediate attention and postponement would result in serious injury or damage to the person, Caucus, or the community directly affected by the Caucus, and the matter is determined by a majority of a quorum of the Board of Directors, to be of an emergency nature, then and in that event, the Board of Directors may take final action on an addendum to the agenda having economic impact without having an economic analysis provided for in subsection (6)a. of this section. This provision is not intended to and shall not supersede the requirements of these Bylaws, with regard to emergency matters for consideration by the Board of Directors.

(6)

Presiding officer. The Chairman of the Board shall preside at all meetings, if present, and in the Chairman of the Board's absence, the Vice – Chairman of the Board shall preside, and in the absence of both the Chairman of the Board and the Vice – Chairman of the Board, the President of the Board of Directors shall preside. The Caucus Bylaws provides that the Chairman of the Board shall execute all instruments to which the Caucus is a party when directed to do so by the Board of Directors. In the absence of the Chairman of the Board and next in line the Vice – Chairman of the Board, the Board of Directors hereby designates the President of the Board of Directors to execute such instruments and in the absence of the Chairman of the Board, Vice – Chairman of the Board and the President of the Board of Directors, the available Board Member who has the most seniority shall execute such instruments.

(7)

Civility and decorum required. While the Board is in session, the members of the Board of Directors shall not, by conversation or otherwise, delay or interrupt the proceedings or the peace of the Board and shall obey all orders of the Board or its presiding officer, except as otherwise provided. Displays of anger, rudeness, ridicule, impatience, lack of respect and personal attacks are strictly prohibited. The presiding officer shall preserve strict order, civility and decorum at all meetings.

(8)

Order of business. The order of business at a regular meeting of the Board of Directors shall be established by motion of the Board of Directors.

(9)

Public participation. At any meeting of the Board of Directors, the presiding officer shall recognize any person who desires to speak in connection with the matter then under discussion by the Board of Directors. All persons addressing the Board shall do so pursuant to subsections (20) and (22) of this section.

(10)

Reading of ordinances. Ordinances shall be read and enacted by the Board of Directors in conformity with the requirements of these Bylaws. The Secretary of the Caucus shall read the Ordinance prior to the Chairman of the Board requesting a vote being rendered.

(11)

When ordinances may be introduced. No ordinance shall be introduced except at a regular meeting of the Board of Directors or at some special meetings duly called for the purpose of introducing such ordinance.

(12)

Motions and resolutions to be in writing; when required; motion to reconsider. Motions and resolutions shall be reduced to writing, when required by the Chairman of the Board, or any member of the Board. A motion to reconsider any vote may be made by a Board Member who voted on the prevailing side either on the same day at which the vote to be reconsidered is taken or on the day on which the next regular meeting of the Board is held.

(13)

Majority governs; tie vote. In all matters coming before the Board, unless otherwise provided, a majority shall govern. If there shall be a tie vote upon any question, the Chairman of the Board shall cast a tie-breaking vote pursuant to [section 3.01](#) of these Bylaws.

(14)

Presiding officer; right to speak. Whenever the presiding officer shall desire to speak or address the Board upon any matter, he or she may do so without vacating the chair, but he or she shall always be at liberty to vacate the chair and designate some member of the Board to assume the chair and hold the chair while he or she speaks or addresses the Board.

(15)

Getting the floor; interruptions. No member, while the Board is in session, shall offer any motion or make any remarks or speak on any subject under discussion, without first addressing and being recognized by the presiding officer. When more than one member shall address the chair, at or near the same time, the presiding officer shall decide in favor of the one who shall first have attracted his or her attention. No member shall interrupt another while speaking, except to call him to order.

(16)



Decisions by presiding officer, appeal to the Board. The presiding officer shall decide all questions of order, but any member dissatisfied with any of his or her decisions shall have the right to appeal to the Board.

(17)

Enforcement of civility and decorum. The police agency which of whom governs the municipality that said Board meetings shall occur in, with such member or members of said police agency as are designated shall be sergeant-at-arms at the Board meetings. The sergeant-at-arms shall carry out orders and instructions given by the presiding officer or by a majority of the Board present for the purpose of maintaining order and decorum at the Board meetings. Caucus members attending Board meetings shall observe the same rules of civility, decorum and good conduct applicable to members of the Board. Displays of anger, rudeness, ridicule, impatience, lack of respect and personal attacks are strictly prohibited. Any person making personal, impertinent or slanderous remarks or who becomes boisterous while addressing the Board or while attending the Board meeting shall be removed from the room if the sergeant-at-arms is so directed by the presiding officer, and such person shall be barred from further audience before the Board. Unauthorized remarks from the audience, stamping of feet, whistles, yells and similar demonstrations shall not be permitted by the presiding officer, who shall direct the sergeants-at-arms to remove such offenders from the room. If the presiding officer shall fail to act, any member of the Board may move to require him or her to act to enforce the rules, and the affirmative vote of the majority of the Board shall require the presiding officer to act.

(18)

Minutes. The Secretary of the Caucus shall keep the record of the Board meetings.

(19)

Addressing the Board; written communications. Any person desiring to address the Board shall file a written request with the Secretary of the Caucus prior to consideration of the matter by the Board or prior to the public comment portion of a meeting. When addressing agenda matters, Caucus Members shall confine their comments to the subject of the agenda matter. The presiding officer shall have the authority to limit immaterial, unnecessary or redundant presentations or requests. Nothing in this subsection prohibits a person from filing written communications to the Board as provided in the following sentence. Voting and Non – Voting Members of the Caucus and other interested parties, or their authorized representatives may address the Board by written communications in regard to matters then under discussion.

(20)

Anonymous communications. Unsigned communications shall not be introduced to the Board.

(21)

Manner of addressing the Board; time limited; civility and decorum required. Each person recognized for the purpose of addressing the Board shall step forward to the podium, and shall give his or her name and voter registration ID in an audible tone for the record, speaking directly into the microphone.

Persons addressing the Board of Directors during the public comments section of the Board meeting shall limit their remarks to three (3) minutes, unless further time is granted by the Chairman of the Board or by a majority of the Board. All remarks shall be addressed to the Board as a body and not to any member thereof, nor to members of the audience. Displays of anger, rudeness, ridicule, impatience, lack of respect and personal attacks are strictly prohibited. No person, other than the Board and the person having the floor shall be permitted to enter into any debate or discussion, either directly or through a member of the Board, without the permission of the presiding officer.

(22)

Authority to require proof of representation. All persons submitting communications as agents or representatives of any organization, group or segment of the public shall, if called upon by a majority vote of the members of the Board present, submit satisfactory proof of their authority to act or speak on behalf of such organization, group or segment of the public.

(23)

Caucus Members may file protests against Board action. Each member of the Caucus shall have the right to have the reason for his dissent from or protest against any action of the Board entered into the minutes.

(24)

Voting. The "ayes" and "nays" may be called for in any question and shall be ordered when demanded by two (2) of the Board members present. Whenever the "ayes" and "nays" are ordered, the Secretary of the Caucus shall call the roll of the Board Members and record the vote of each of the Board Members.

(25)

Preparation and review of ordinances, etc.

a.

Preparation of ordinances. All ordinances shall be prepared or reviewed by the General Counsel. No ordinance shall be prepared for presentation to the Board unless ordered by a Board Member or the Chairman of the Board.

b.

Prior approval. All ordinances, resolutions and contract documents shall, before presentation to the Board, have been approved as to form and legality by the General Counsel or his authorized representative, and shall have been examined and approved for administration by the Chairman of the Board or the Chairman of the Board's authorized representative, where there are substantive matters of administration involved. All such instruments shall have first been referred to the head of the department under whose jurisdiction the administration of the subject matter of the ordinance, resolution or contract document would evolve and be approved by such department head; provided that, if approval is not given, then the same shall be returned to the Chairman of the Board with a written memorandum of the reasons why such approval is withheld. If the questioned instrument is not redrafted to meet a department head's objection or objection is not withdrawn and approval in writing given, then the Chairman of the Board shall so advise the Board and give the reasons advanced by the department head for withholding approval.

(26)

1.

Public hearing means a duly noticed reading of the ordinance at which the public may appear and speak.

2.

Request for proposals (RFP) means a process whereby the Caucus, prior to disposition, gives public notice by publication on its website ([www.blackcaucus.us](http://www.blackcaucus.us)) having a general circulation in the community, which notice shall invite proposals from any interested parties and shall advise such parties where pertinent information concerning the details of the RFP is available. Such notice shall provide at least a 05-day response period from the date of publication of the notice.

d.

Public hearing. No sale, lease or exchange shall be granted by the Board of Directors without a public hearing at which interested members of the Caucus shall be permitted to address the Board regarding the propriety of the sale, lease or exchange.

1. Ordinance is filed with the Secretary of the Caucus within 30 days after second reading, then the sale, lease or exchange shall be subject to the referendum process as set forth in article VI of these Bylaws.

Participation in meeting by administrative officers.

a.

Executive Director. The Executive Director may take part in the discussions of the Board meetings. However, it is recognized that the Board of Directors is the policy-making body for the Caucus, and the Executive Director shall confine his discussions at Board meetings to statements of fact, recommendations based on his or her knowledge and experience and explanations of the reasons for such recommendations and explanations and any matter pertaining to the Executive Branch of the Caucus's affairs.

b.

General Counsel. The General Counsel may not take part in the discussions of the Board, except to answer questions directed to him or her, comment on matters involving legal matters or procedures of the Caucus and to present factual material to the Caucus.

c.

Other officers and employees. No other officer or employee, other than those mentioned in subsections (28)a. and b. of this section, shall enter into any discussions of the Board, except to answer questions presented to such officer or employee or to present factual information, when so requested by the Board.

d.

Exceptions. The regulations of Caucus officers and employees in this subsection (28) shall not be construed to limit the appearance before the Caucus of any Caucus employee when such appearance is made as a voting or non – voting member of the Caucus for or against some particular issue under discussion by the Caucus where such employee has an interest in the outcome thereof.

(27)

Suspension of rules. Subject only to the limitations imposed by these Caucus Bylaws and general law, any of the foregoing rules may be suspended for the meeting then in session by unanimous vote of the Board.

(28)

Instances in which ordinances, resolutions, and motions required or permitted. Except as may be otherwise specifically required by law or provided by these Bylaws, enactment of an ordinance shall be the sole method of action by the Board of Directors in declaring conduct unlawful, in setting a penalty, in adopting, amending or repealing a rule set forth by the Executive Branch, in levying dues or fees other than those levied by adoption of the budget, in granting, renewing or extending a franchise and in selling, exchanging, leasing for a term exceeding five years, encumbering, or pledging real property owned by the Caucus; adoption of a resolution or enactment of an ordinance shall be the sole method of action by the Board in levying dues by adoption of the budget; and in all other instances the Board may act by resolution or by motion;

provided in each instance in which a method is specifically prescribed hereby for the taking of action by the Caucus, the method so prescribed shall be followed.

- ARTICLE III. - BOARDS, COMMITTEES AND COMMISSIONS

- DIVISION 1. - GENERALLY

- Sec. 3-1. - Appointment policies to membership on certain Caucus boards, committees and commissions.

- The Chairman of the Board shall be governed in exercising powers of appointment to boards hereinafter by the following restrictions:

(1)

Appointees shall be residents of the State or shall have a principal place of business located within the Caucus targeted regions. This provision shall not preclude the Caucus from waiving the residency requirement when a board, committee or commission it establishes requires unique experience or qualifications.

(2)

Appointees shall not have previously served three or more complete terms on the board, committee or commission to which the appointment is being considered. This three-term limit may be waived upon a finding by the Board that a fourth or successive appointment is in the best interest of the membership.

(3)

Appointees shall not, at the time of appointment, hold membership on any other Caucus board, committee or commission.

(4)

Where specific qualifications, professions or expertise are required by Executive branch order or ordinance for membership on a given board or committee, every effort shall be made to appoint persons who meet the requirements. However, if finding such persons after diligent effort is difficult or impossible, persons having comparable or equivalent qualifications, as determined by the Chairman of the Board, may be appointed. This provision shall not be applicable to qualifications imposed by statute or regulations.

(5)

Members of boards, committees and commissions whose term has expired shall be permitted to serve until a replacement has been made by the Chairman of the Board.

(Ord. No. 1076 – 076, §02-28-2016)

- • DIVISION 2. - EDUCATION ADVISORY COMMITTEE

- Sec. 3-2.1. - Establishment.

- The education advisory committee of the Caucus is hereby established as a permanent advisory body to the Board.

- Sec. 3-2.2. - Composition; appointment; terms.

- The education advisory committee shall be composed of nine regular members and one alternate member, appointed by the Chairman of the Board for terms of two years, except that the members of the first board to serve shall be appointed so that four members shall serve one-year terms, and five members shall serve two-year terms and the alternate member shall not be a student.

(Ord. No. 1077 – 077, §2-28-2016)

- Sec. 3-2.3. - Organization.

(a)

The education advisory committee shall elect a chair and vice-chair to preside at its meetings and any other officers as the education advisory committee may deem necessary. The chair shall be the official spokesperson for the education advisory committee and the formal liaison between the education advisory committee any county school board and the Board of Directors of the Black Republican Caucus of Florida.

(b)

The education advisory committee shall formulate rules and regulations for the conduct of its business.

(Ord. No. 1078 – 078, §2-28-2016)

- Sec. 3-2.4. - Qualifications of members.

(a)

A Board Member may be appointed to serve as a liaison between the education advisory committee and the Board. Three of the members shall be high school students in their junior year to serve a two-year term. Education advisory committee members shall represent education, neighborhood associations, local business, and community based organizations which can contribute to the ethnic, racial and cultural diversity of the Caucus.

(b)

Members shall serve without compensation. Vacancies shall be filled within 30 days in the same manner as original appointments.

(Ord. No. 1079 – 079, §2-28-2016)

- Sec. 3-2.5. - Duties and responsibilities.

- The duties and responsibilities of the education advisory committee shall include the following:

(1)

As to communication:

a.

Monitor activities of Caucus supported schools and their governing school boards.

b.

Participate in an information exchange via school newsletters and principals' offices with the administration of each Caucus supported school.

(2)

As to cooperation:

a.

Serve as liaison between the school board of the county Caucus supported schools reside in and the respective city commission(s) of said municipalities that serve as support to Caucus supported schools.

b.

Serve as liaison between neighborhood associations, local businesses, Caucus donors, Caucus corporate sponsored educational events and the Caucus.

(3)

As to legislation:

a.

Develop recommendations proposed to the Board for forwarding to the school board(s) of the county that Caucus supported schools reside in regarding actions which may be taken in support of said schools.

b.

Develop recommendations to the Board regarding proposed legislation at the state level.

c.

Develop recommendations for and to the Board for scholarship requirements

d.

Host a yearly interview panel for students applying for scholarships (only applicable during the application submission period) and narrow scholarship finalists to a remaining 5 with said student recommendations appearing before the Board for approval.

(4)

As to funding:

a.

Identify and attract state and federal programs and grants in direct support of Caucus sponsored programs.

b.

Identify any other opportunities for funding in direct support of Caucus sponsored programs.

(5)

As to land use planning:

a.

Provide comments to the Board regarding proposed developments and or enhancements of pre-existing facilities and their impacts upon neighborhoods, local business and the ethnic, racial and cultural diversity of the region in which the Caucus acts.



b.

Identify sites or districts within the Caucus regions which are well-suited for education facilities and which further the objectives of the Caucus in connection with Caucus sponsored and / or supported schools.

(6)

As to student performance:

a.

Assist the Caucus, Caucus supported schools and Caucus sponsored aftercare programs within the State in recruiting volunteers to assist Caucus supported school students before, during and after school.

b.

Contact businesses within the geographical boundaries of the Caucus and businesses outside the geographical boundaries of the Caucus, but who do business with the Caucus, to provide professional skills, materials, financial or educational support for Caucus supported programs and Caucus supported schools.

c.

Contact all teachers unions, after school care groups, chambers of commerce and other community groups to implement Caucus sponsored programs at Caucus supported schools and community facilities within the State that benefit Caucus supported school students.

(7)

As to community relations:

a.

Maintain a continuous public relations effort to improve and promote the public image of Caucus supported schools. This effort should include, but not be limited to, the following:

1.

Placement of favorable material in local media;

2.

Development of brochures and other materials to be utilized in "marketing" Caucus supported schools.

b.

Coordinate with the municipal and school district police department(s) to improve safety for Caucus supported school students before, during and after school.

c.

Coordinate with municipalities and their leisure services and / or parks & recreation department(s) to improve parks and playgrounds near Caucus supported schools.

(Ord. No. 1080 – 080, §2-28-2016)

- Sec. 3-2.6. - Meetings; reports.

(a)

The education advisory committee shall meet at least once bi-monthly on a regular basis, which date shall be established by its members. The education advisory committee may hold special meetings at the direction of its chair upon 72-hour notice.

(b)

All meetings shall be open to the Board, Caucus Members and the public and the order of business and procedure to be followed shall be as prescribed within the rules and regulations to be adopted by the education advisory committee.

(c)

As often as necessary, and no less than annually, the education advisory committee shall provide a report to the city Board containing any recommendations, observations, concerns or other information the education advisory committee deems is in the best interest of the Caucus Members and the public for the Board to receive regarding education and education facilities.

(d)

The education advisory committee shall file an annual "State of Caucus Supported Schools" report with the Board so that it will be reviewed during the month of May, thus affording time to address the work program and any budgetary needs of Caucus supported schools and / or the school board(s) following fiscal year.

(Ord. No. 1081 – 081, §2-28-2016)

#### ARTICLE IV. - OFFICES, DEPARTMENTS AND DIVISIONS

- Sec. 4-1. - Department and division heads.

- Each director of a department and each head of a division shall perform the duties prescribed in this article or assigned to him or her by the Chairman of the Board by directive not inconsistent with the provisions of this article within these Bylaws.

(Ord. No. 1082 – 082, §2-28-2016)

- Sec. 4-2. - Divisions.

- The Chairman of the Board, as necessary for the proper administration of the Caucus, is hereby authorized to create divisions within each and every department of the Caucus.

(Ord. No. 1083 – 083, §2-28-2016)

- DIVISION 1. – CHAIRMAN OF THE BOARD’S OFFICE

- Sec. 4-1.1. - Created.

- There is hereby created the office of the Chairman of the Board.

(Ord. No. 1084 – 084, §2-28-2016)

- Sec. 4-1.2. - Head of office; functions and powers; divisions.

(a)

The head of the office of the Chairman of the Board shall be the Chairman of the Board.

(b)

The duties, responsibilities and powers of the Chairman of the Board shall be as set forth in these Bylaws.

(c)

The office of the Chairman of the Board shall include the following divisions:

(1)

Office of the Vice – Chairman of the Board; and

(2)

Secretary of the Board;

(3)

(Ord. No. 1085 – 085, §2-28-2016)

- Sec. 4-1.3. – Executive Director's office.

(a)

There is hereby created, as a division within the office of the Chairman of the Board, the Executive Director's office.

(b)

The head of this division shall be known as the Executive Director.

(c)

The duties, responsibilities and powers of the Executive Director shall be as set forth in these Bylaws.

(Ord. No. 1086 – 086, §2-28-2016)

- Sec. 4-1.4. – Secretary of the Caucus's office.

(a)

There is hereby created, as a division within the office of the Chairman of the Board, the Secretary of the Caucus's office.

(b)

The head of this division shall be known as the Secretary of the Caucus.

(c)

The Secretary of the Caucus shall perform all of the duties of the office, including the following:

(1)

To have custody of the Caucus Seal, and all official Caucus documents, and to retain all records in accordance with applicable law regarding records retention guidelines;

(2)

To attend all meetings of the Board of Directors and keep regular minutes thereof;

(3)

To record all ordinances in books kept for that purpose;

(4)

To administer oaths and affirmations in Caucus matters of any type, including trials, actions, hearings, investigations, or other proceedings before the Board;

(5)

To serve as the Caucus supervisor of elections; and

(6)

Keep record of all Caucus membership

(Ord. No. 1087 – 087, §2-28-2016)

- • DIVISION 2. - FINANCE

- Sec. 4-2.1. - Created and established.

- There is hereby created and established the finance department.

(Ord. No. 1088 – 088, §2-28-2016)

- Sec. 4-2.2. - Head of department; functions and powers; divisions.

(a)

The head of the finance department shall be known as the Treasurer of the Caucus.

(b)

The duties, responsibilities and powers of the Treasurer of the Caucus shall include:

(1)

The supervision of all financial transactions and the collection and disbursement of all funds due to or payable by, the Caucus;

(2)

The supervision over all fiscal operations;

(3)

The making of recommendations to the Chairman of the Board and Board of Directors as to the preparation and execution of all budgets and financial reports;

(4)

The supervision over the deposits and withdrawals of moneys or funds belonging to the Caucus;

(5)

The supervision of the accounting, budgeting, purchasing and contract administration, dues collection and treasury, divisions of the finance department, as more particularly set forth in this section;

(6)

The establishment and maintenance of a reservation of the general fund balance representing an emergency reserve equivalent to ten percent of all yearly revenues. For purposes of initially establishing the balance and maintenance thereafter, the Treasurer of the Caucus shall transfer the calculated amount from the general fund balance to the reserve, to the extent available, to satisfy the requirement and shall report such balances as part of the annual audited financial statement. If upon the completion of any fiscal year the ending balance in such emergency reserve is less than the requirement and sufficient monies do not exist in the general fund balance, then the Treasurer of the Caucus shall recommend an amendment to the current year budget and include in succeeding fiscal year budgets reserved appropriations sufficient to cover the deficiency over a period not to exceed two fiscal years (deficiency requirement). The reserve shall be used exclusively for emergencies declared by the Board, and the appropriation therefrom shall be made by resolution adopted by four-fifths vote of the membership.

Any monies available in the undesignated/unreserved general fund balance shall be used prior to using the reserve to fund authorized emergencies. Emergencies shall be limited to disasters, unanticipated economic downturns, one-time opportunities and other needs determined to be unusual and infrequent in nature by the Board.

(7)

The establishment and maintenance of an unreserved/undesignated general fund balance equivalent to a minimum of three percent of operating revenues. The unreserved/undesignated general fund balance shall not exceed ten percent of operating revenues. If upon the completion of any fiscal year the ending balance in the unreserved/undesignated fund balance is less than the minimum requirement, then the Treasurer of the Caucus shall recommend an amendment to the current year budget and include in succeeding fiscal year budgets reserve appropriations sufficient to cover the deficiency over a period not to exceed five fiscal years (deficiency requirement). Appropriation from the minimum balance shall require Board approval and shall generally be for one-time expenditures such as capital purchases and not for ongoing expenditures unless a viable revenue plan designed to sustain the expenditures is approved.

(8)

The compilation of a budget comprised of current revenue and expenditure estimates including information substantiating the purpose and objective to be accomplished with the expenditures:

a.

For the general fund, the estimate of expenditures shall include an amount for contingent expense. The contingent expense estimate shall be in an amount not less than one percent and not more than five percent of the total general fund revenue. For all funds, the estimated expenditure for all budgeted capital projects shall include an amount for contingent expense of at least three percent of the estimated cost.

b.

For the general fund, the estimate of expenditures shall include an amount for reserve for emergency and reserve for unreserved/undesignated fund balance for any deficiency requirement as stipulated in subsections (b)(6) and (b)(7) of this section. The excess amount in the unreserved/undesignated fund balance above the minimum requirement established in subsection (b) (7) of this section shall be included in the estimate of revenues and the estimate of expenditures. This excess, if any, shall be appropriated for one-time expenditures such as capital purchases or additional reserves and not for on-going expenditures unless a viable revenue plan designed to sustain the expenditures in subsequent years is approved.

(9)

The preparation of a separate schedule of long range initiatives (5 – Year Plan) and their cost, and the submission to the Chairman of the Board of this schedule and the Treasurer of the Caucus' recommendations as to the most feasible method of financing the proposed initiatives.

(10)

The supervision and responsibility for the purchase, storage, and distribution of all supplies, materials, equipment, and other articles used by the Caucus, its divisions, affiliates or partners;

(11)

The supervision and responsibility for the disbursement of all monies and control over all expenditures in order to ensure that budget appropriations are not exceeded; and the certification, as a prerequisite to making any valid expenditure or encumber any appropriation, that funds are available for the expenditure and that the appropriation involved has an unencumbered balance;

(12)

The collection of dues, special assessments, and other revenues that the Caucus is responsible for collecting; to receive all monies due the Caucus from any source, including any agency, whether private, public or governmental agency (federal, state, county or municipality) and whether administrative or judicial; the issuing of receipts therefore; and the execution of satisfactions of late fees levied upon full payment rendered of any past due amount;

(13)

The Treasurer of the Caucus shall be authorized to credit a receivable or credit and release a late fee assessed by the Caucus which has been deemed by the Caucus' General Counsel to be legally unenforceable or uncollectible as described in subsection (13)(b) below.

a.

Definitions. For the purposes of this section, the following terms shall have the following meanings:

Late fee shall mean a charge upon real or personal dues for the satisfaction of some debt or duty ordinarily arising, which have been recorded with the Secretary of the Caucus, excluding those late fees imposed.

Receivable shall mean any claim for funds, money or other property which would normally be required by generally-accepted accounting principles to be recorded as a receivable in the official records of an organizational unit.

b.

In considering whether a receivable or late fee assessed by the Caucus is unenforceable or uncollectible as a matter of law or force major, the General Counsel shall consider the following criteria:



1.

The late fee is more than 5 years old; or the statute of limitations outlined here within these Bylaws relating to the late fees has otherwise expired;

2.

The receivable or late fee was discharged in a bankruptcy proceeding by order of a bankruptcy court;

3.

The late fee has been recorded against a proprietary structure for more than four years after the issuance of a tax deed as provided in F.S. § 95.192(1);

4.

The property encumbered by the lien or receivable is currently owned or under contract or lease by the Caucus;

5.

There is insufficient documentation to support a receivable or late fee totaling under \$5,000.00;

6.

Proper Bylaws procedure was not followed or is not documented;

8.

The receivable is under \$2,500.00, and has been deemed uncollectible by a collection agency after being in collections for more than one year; or

9.

Any other reason that establishes the legal unenforceability or uncollectibility of a late fee that does not exceed \$10,000.00.

c.

Request for credits of receivables or late fees shall be submitted to the Treasurer of the Caucus who is hereby given the authority to administer the procedures for the credit of receivables or late fees as established in this article. The following procedures shall apply to all credit requests for receivables or late fees:

1.

The division under which the receivable or late fee originated shall complete and sign a standard written request form for a credit and submit the request to the Treasurer of the Caucus. This written request form shall set forth in detail the grounds for the request and shall include documents supporting the articulated justification for the request.

2.

Upon receipt of the written request for credit, the Treasurer of the Caucus shall forward the form to the General Counsel for his/her review.

3.

The General Counsel shall review the information presented and evaluate it using the considerations outlined in subsection (13)(b) above. The General Counsel shall complete his/her review within fifteen (15) days of receipt of such request for review. The General Counsel shall set forth his/her determination in writing of whether or not the submitted request qualifies for credit pursuant to the criteria set forth in subsection (13)(b), setting forth the specific reason(s) for the decision, and shall forward this written determination to the Treasurer of the Caucus. If the General Counsel determines that the receivable or late fee qualifies for a credit under this section, he/she shall approve and sign the written request form, and forward it, with a release of late fee, if appropriate, to the Treasurer of the Caucus.

4.

The Treasurer of the Caucus shall coordinate the credit of the affected accounts receivable, shall execute a release of late fee, and shall forward the executed release prepared pursuant to this section to the Secretary of the Caucus for recording in the official records of the Caucus. The release of late fees shall not take effect until the appropriate release has been recorded in the Caucus records.

5.

The Treasurer of the Caucus shall keep appropriate records pertaining to the credit of a receivable or late fee for a period of two years to document the basis for all credits effectuated pursuant to this section.

(14)

The custody of all funds belonging to or under the control of the Caucus or any of its agencies; the deposit of these funds in such depositories as may be designated by the Board, and the crediting of all interest to the proper account;

(15)

The investment of Caucus funds, subject to general supervision by the Board as to investment policies; and the custody of all investments and invested funds belonging to the Caucus or in its possession as a fiduciary;

(16)

The receipt and delivery of Caucus bonds and notes for transfer, registration, or exchange; and the performing of such duties as may be prescribed hereby or by ordinance or resolution in connection with issues of Caucus bonds or other evidences of Caucus indebtedness;

(17)

The maintenance of a general accounting system for the Caucus and each of its agencies, in accordance with generally accepted accounting principles;

(18)

Reporting to the Chairman of the Board and Board of Directors, no less than quarterly, a financial analysis comparing receipts and disbursements to the budget for each receiving and spending division or agency of the Caucus;

(19)

The preparation for the Chairman of the Board, as of the end of each fiscal year, a complete financial statement and report, and the submission at such other financial statements and reports as the Board of Directors or the Chairman of the Board may require; and

(20)

The authority to make and establish rules, regulations and financial controls covering all such matters necessary to the proper functioning of the finance division, and such rules and regulations shall be binding on all Caucus personnel.

- DIVISION 3. – GENERAL COUNSEL

- Sec. 4-3.1. - Created and established.

- There is hereby created and established the office of the General Counsel.

(Ord. No. 1089 – 089, §2-28-2016)

- Sec. 4-3.2. - Qualifications, term.

(a)

The head of the office of the General Counsel shall be an officer with the title "General Counsel," who shall be a member of the state and / or national bar in good standing and actively engaged in the practice of law.

(b)

When so requested by the General Counsel, the Chairman of the Board or Board of Directors may to the extent deemed necessary retain other counsel temporarily to assist the Board in the performing of specified legal tasks. During the term of such employment counsel so retained, such counsel, and the partners, associates and other agents of counsel so retained, shall not represent any client in any matter whose interests in such matter are adverse to the interests of the Caucus.

(Ord. No. 1090 – 090, §2-28-2016)

- Sec. 4-3.3. - Functions.
- The functions and powers of the General Counsel shall include:

(1)

To act as the legal advisor, attorney, and counselor to the Caucus and to its officers and agencies in matters relating to their official duties.

(2)

To prepare or to review from a legal standpoint on behalf of the Caucus all legal instruments that concern it.

(3)

To prepare or to review ordinances and resolutions as to form and sufficiency.

(4)

To draft or to review and assist in the passage through the state legislature bills affecting the Caucus or any of its affiliates and or partners.

(5)

To attend the meetings of the Board of Directors, including special meetings, and to attend meetings of boards, commissions, and special committees governed by the Caucus when requested.

(Ord. No. 1091 – 091, §2-28-2016)

## ARTICLE V. - OFFICERS AND EMPLOYEES

### • DIVISION 1. - GENERALLY

- Sec. 5-1.1. - Oath of Caucus employees and officers.

Every employee and officer of the Caucus shall take an oath.

(Ord. No. 1092 – 092, §2-28-2016)

## ARTICLE VI. - FINANCES

Sec. 6-1.1. - Charge to be added to obligation when check or draft returned unpaid.

- Whenever any person shall give or cause to be given to the Caucus or any division or agency thereof a check or draft drawn on a bank in purported payment of any obligation due the Caucus, which check or draft is dishonored or unpaid by reason of the drawer having no account, having insufficient funds therein, or having stopped payment on the check or draft, there shall be added to the obligation due the Caucus a late fee in the sum of that allowed by these Bylaws. Such sum shall be collected in the same manner as any other indebtedness due the Caucus and any receipt theretofore given in reliance upon such check or draft shall be null and void, and no other receipt shall be given for the payment of the original indebtedness until such charge has also been paid. Nothing in this section shall prevent the Caucus from prosecuting anyone passing a dishonored check to the fullest extent of the law.

(Ord. No. 1093 – 093, §2-28-2016)

**State Law reference**— Dishonored check fee, F.S. § 166.251.

- Sec. 6-1.2. - Financial debts and obligations owed to the Caucus.
- No membership applications will be processed by the Caucus, and no endorsements will be issued by the Caucus, until an applicant has first shown that the applicant is not financially indebted to the Caucus for any reason, including, but not limited to, past membership dues, special assessments, Caucus promised contributions, and other Caucus-imposed late fees. This provision does not apply to those memberships with the Caucus that are current in payment. Furthermore, this provision may be waived by the Caucus upon a showing by the applicant that any late fee, assessed fee or due currently owed is a necessary prerequisite for the ushering in of a National Endorsement or financial commitment that is out of compliance with these Bylaws into compliance with these Bylaws.

(Ord. No. 1094 – 094, §2-28-2016)

- Sec. 6-1.3. - Permitted investments.

The Caucus may, by resolution, invest and reinvest any surplus of funds in its control or possession in the following permitted investments:

(1)

United States government securities.

(2)

United States government agencies.

(3)

Federal instrumentalities.

(4)

Interest bearing time certificates of deposit and savings accounts.

(5)

Repurchase agreements.

(6)

Commercial paper — Rated Prime-1 by Moody's and A-1 by Standard & Poor's or the equivalent by another nationally recognized rating agency.

(7)

Corporate notes — Rated AA by Moody's and AA by Standard & Poor's or the equivalent by another nationally recognized rating agency.

(8)

Bankers' acceptances — Rated P-1 by Moody's Investors Services and A-1 by Standard & Poor's or the equivalent by another nationally recognized rating agency.

(9)

Registered investment companies (money market mutual funds) rated AAm or AAm-G or better by Standard & Poor's or the equivalent by another nationally recognized rating agency.

(10)

Registered investment companies (mutual funds) AAA or better by Standard & Poor's or the equivalent by another nationally recognized rating agency.

(Ord. No. 1095 – 095, § 2-28-2016)

## ARTICLE VII - ELECTIONS

- Sec. 7-1.1. - Dates for candidates to qualify for Caucus offices; procedure for qualification.
- Candidates for the offices for which each election is held must qualify with the Secretary of the Caucus by paying a filing fee of two thousand dollars (\$2,000.00 USD) no earlier than noon on the last Tuesday in June nor later than noon on the second Tuesday in July of the calendar year in which the election is to be held.

(Ord. No. 1096 – 096, § 2-28-2016)

**Bylaws reference**— General and special elections, § 5.05; qualification by candidates for election, § 5.03.

- Sec. 7-1.2. - Alternative method of qualifying.

(a)

A person seeking to qualify for election to any office who is unable to pay the filing fee prescribed by **section 7-1.1** without imposing an undue burden on his personal resources or on resources otherwise available to him may qualify to have his/her name placed on the ballot by means of the petitioning process prescribed in this section, providing the person satisfies all other qualifying requirements. A person using this petitioning process shall file an oath with the Secretary of the Caucus stating that he/she intends to qualify for the office sought and stating that he/she is unable to pay the filing fee for that office without imposing an undue burden on his personal resources or on resources otherwise available to him. Such oath shall be filed at any time after the first Tuesday after the first Monday in May of the year prior to the year in which the election is to be held but prior to the last day of September of said year. The Secretary of the Caucus shall prescribe the form to be used in administering and filing such oath. No signatures shall be obtained by a candidate on any nominating petition until he has filed the oath required in this section.

(b)

Upon receipt of a written oath from a candidate, the Secretary of the Caucus shall provide the candidate with petition forms in sufficient numbers to facilitate the gathering of signatures pursuant to this section. Such forms shall be prescribed by the Secretary of the Caucus.

(c)

When a candidate has filed the oath prescribed in subsection (a) of this section, he/she may begin to seek signatures on petitions supporting his/her candidacy. Only signatures of electors who are registered to vote in the State of Florida or a designated Region of the Caucus (as outlined in section 2.01 of these Bylaws) shall be counted toward obtaining the minimum numbers as prescribed in this subsection.

A candidate for the office of Chairman of the Board shall obtain the signatures of a number of qualified electors equal to at least three percent of the total number of registered electors of the Caucus as shown by the membership list for the Caucus for the last preceding election. A candidate for the office of Board Member shall obtain the signatures of a number of qualified electors equal to at least three percent of the total number of registered electors represented by the office sought as shown by the membership list for the Caucus for the last preceding election.

(d)

Each candidate shall submit the petitions for verification to the Secretary of the Caucus no later than 5:00 p.m. of the tenth day proceeding the first day of qualifying. The Secretary of the Caucus shall cause the signatures to be verified as to their status as electors of the Caucus. Prior to 5:00 p.m. of the first day of qualifying, the Secretary of the Caucus shall notify each candidate of the status of his/her petition. If the required number of signatures has been obtained, the candidate shall, during the time prescribed for qualifying for office, submit a copy of such notice and file his/her qualifying papers and oath with the Secretary of the Caucus. The candidate shall reimburse the Caucus for the cost of verification of the electors' signatures.

(Ord. No. 1097 – 097, § 2-28-2016)

- Sec. 7-1.3. - Election inspectors and clerks.
- The Secretary of the Caucus shall employ such inspectors and clerks as needed to carry out the election.

(Ord. No. 1098 – 098, § 2-28-2016)

- Sec. 7-1.4. - Declaration of election results by Secretary of the Caucus.
- As soon as practicable following the tabulation of returns, the Secretary of the Caucus shall declare by resolution the results of the election as certified by the Secretary of the Caucus.

(Ord. No. 1099 – 099, § 2-28-2016)

- Sec. 7-1.5. - Applicability of chapter to elections where questions are submitted.
- In all elections at which any question is submitted to the electors, including bond and / or loan issues, this chapter shall apply to the extent that it can be made applicable and is not otherwise governed by these Bylaws.

(Ord. No. 1100 – 1100, § 2-28-2016)

- Sec. 7-1.6. - Vacancy in candidacy for elective office.



(a)

If the withdrawal, death or removal of a qualified candidate for elective office following the end of the qualifying period results in only one candidate remaining on the ballot for that office, the remaining candidate shall be declared elected and no election for that office shall be required.

(b)

(1)

If the withdrawal, death or removal from the ballot of a qualified candidate for elective office following the end of the qualifying period results in no candidates for that office, a special election shall be scheduled by the Board not less than 60 days nor more than 120 days after the vacancy in the candidacy has occurred.

(2)

If a special election is called pursuant to subsection (b) (1) of this section, a supplemental qualifying period of a duration of 15 days shall be established by the Board to end not less than 30 days prior to the special election. Any candidate wishing to qualify during this supplemental qualifying period shall file the qualifying statement and petition required by this chapter, accompanied by the appropriate qualifying fee.

(3)

Any qualified elector of the Caucus shall have the right to request a ballot by mail, this being deemed as an absentee ballot and shall be returned no later than one week before the scheduled election. In the event that a special election is called and administered in less than 120 days, absentee ballot voting shall be suspended and not be available for said election.

(c)

The name of any qualified candidate who has withdrawn, died or been removed from the ballot shall not be printed on the ballot. If the ballot cannot be changed, any votes for that candidate shall be deemed null and void.

(d)

A candidate withdrawing or being removed from the ballot after having qualified and paid the qualification fee shall not receive a refund of the qualifying fee.

(Ord. No. 1101 – 1101, § 2-28-2016)

- Sec. 7-1.7. - Canvassing board.

(a)

For every regular and special election held within the Caucus there is hereby created a canvassing board which board shall canvass returns of all Caucus elections in the manner provided for the canvassing of returns of ballots.

(b)

The canvassing board shall consist of the Secretary of the Caucus, the Executive Director and the General Counsel, or their designee in the event of their absence. The Board by resolution shall have the option to delegate the duties of the canvassing board to an outside vendor, trained and knowledgeable in hosting large elections, preferably municipal elections.

(c)

The canvassing board shall canvass or review the returns of each election and shall issue a certificate signed by all board members which certifies the results as set forth. Such certificate shall be recorded in the minutes of any meeting of the Board of Directors held following the filing of the certificate in the Secretary of the Caucus's office.

(d)

Execution of the certification shall constitute an adjournment of the canvassing board for such particular election.

(Ord. No. 1102 – 1102, § 2-28-2016)

# ***END OF BYLAWS***

