

AMENDED AND RESTATED BY-LAWS

FLORIDA FEDERATION OF YOUNG REPUBLICAN CLUBS

Adopted January 14, 2006, Orlando, Florida; Amended and Restated April 1, 2006, June 2, 2007; January 26, 2008; June 14, 2008; May 9, 2009

ARTICLE I – CHARTERING YOUNG REPUBLICAN CLUBS

SECTION 1.1 Any person or group of people that wish to promote the formation of a club may apply to the FFYR Executive Committee for use of the name “Young Republican.” The application must be sent to the FFYR Chairman and voted on at the following Executive Committee meeting. Prior to approval from the Executive Committee, the applicants may hold meetings and use pre-approved standardized forms provided by the FFYR Chairman. If an objection to the formation of a club is raised by any member of the Executive Committee, use of the name must stop immediately. The application and objection must be discussed at the next Executive Committee Meeting. Members of the FFYR Executive Committee shall encourage any person or group that wishes to promote the formation of a Young Republican club to coordinate their efforts through the region Chairman for the region of which the prospective club would be part. Once the prospective club meets the requirements of this Article it may apply for a charter from the FFYR.

SECTION 1.2 Any group of people that wish to form a Young Republican club shall apply to the FFYR Executive Committee for a charter from the FFYR. The applicant club must have at least ten (10) active members. The application shall consist of: (a) a copy of the applicant club’s constitution and by-laws signed by the applicant club’s president and secretary; (b) a list of names, full addresses, telephone numbers, e-mail addresses, and dates of birth for each officer and member; (c) FFYR dues in the amount of five dollars (\$5.00) for each active member of the applicant club.

SECTION 1.3 All applications for FFYR charters shall be submitted to the FFYR Chairman at least fifteen (15) days before the Executive Committee meeting at which the Committee will be asked to vote on the application. The FFYR Chairman shall forward a copy of the application materials to the FFYR Legal Counsel who shall verify that the application complies with the FFYR Constitution and By-laws. If the application complies with the Constitution and By-laws the FFYR Chairman shall submit the application to the Executive Committee for its consideration. The Executive Committee shall determine whether to award the charter based on the best interest of the FFYR.

SECTION 1.4 The FFYR Chairman may, at his or her discretion, have a standard application form prepared on which applicant clubs shall provide the information required by this Article.

SECTION 1.5 The FFYR Chairman may, at his or her discretion, have a model Constitution and By-laws prepared that each applicant club may adopt in whole or in part. An applicant club’s Constitution and By-laws shall not conflict with the FFYR

Constitution and By-laws or any amendments to those FFYR documents. A chartered club shall indicate in its Constitution and By-laws, and wherever practical, that it is a club chartered by the FFYR.

SECTION 1.6 The Republican Statesman Circle (RSC) shall exist as a chartered club of the FFYR. In lieu of membership dues, the RSC shall contribute its yearly profits, via the FFYR, to the Republican Party of Florida. The RSC shall have all the rights and privileges of a chartered club of the FFYR. Members of the RSC that also belong to another FFYR chartered club shall only be permitted to choose the RSC as its primary club with the approval of the local club's president, or a majority vote of the local membership. Any additional members of the RSC residing in a county with an existing club shall likewise seek approval before choosing the RSC as its primary club. Only the primary club shall claim said member for FFYR delegate purposes.

ARTICLE II – CANCELLATION OF CHARTERS/REMOVAL OF MEMBERS

SECTION 2.1 The charter of a chartered club shall be summarily suspended whenever any one of the following events occur: (a) a club fails to send at least one (1) qualified representative to at least one (1) meeting of the FFYR Executive Committee and the annual convention; (b) a club fails to submit an annual membership credentials report as required by the FFYR Constitution and these By-laws; (c) a club fails to remit to the FFYR annual dues of active members as required by the FFYR Constitution and these by-laws; or (d) a club fails to maintain at least ten (10) active members at all times; (e) a club does not suspend the membership of any member violating the FFYR Constitution and/or Bylaws. Whenever any of the events outlined in this section occur the FFYR Chairman shall automatically, within fifteen (15) days, have notice sent to the president of the affected club that the club's charter has been summarily suspended. The notice shall be sent certified mail. A club whose charter has been summarily suspended may continue to operate on a provisional basis. Failure to send a timely notice does not prevent disciplinary action to be taken.

SECTION 2.2 Any club whose charter has been summarily suspended may reinstate its charter by remedying the deficiency outlined in the notice of suspension and submitting verification of the remedy, and a letter of explanation, to the FFYR Chairman at least fifteen (15) days before the next officially noticed meeting of the FFYR Executive Committee. If the deficiency cannot be remedied, the club shall submit a letter of explanation to the FFYR Chairman within this same time limit showing good cause why the deficiency cannot be remedied. If the FFYR Executive Committee is satisfied with the remedy and the letter of explanation the Committee shall reinstate the club's charter. If the affected club fails to remedy the deficiency outlined in the notice and submit the required verification and letter of explanation to the next Executive Committee meeting immediately following the notice of suspension its charter shall be summarily revoked without a right to appeal. The affected club may apply for a new charter as outlined in the By-laws.

SECTION 2.3 Any chartered club that fails to comply with the FFYR Constitution or these By-laws or that fails to follow generally accepted standards of club conduct within the FFYR may have its charter revoked, or may be otherwise disciplined, by a two-thirds (2/3) vote of the Executive Committee.

SECTION 2.4 Whenever the Executive Committee votes to revoke a club's charter the FFYR Chairman shall, within fifteen (15) days, have notice sent to the president of the affected club that the club's charter has been revoked by a vote of the Executive Committee. The notice shall be sent by certified mail. Failure to send a timely notice does not prevent disciplinary action to be taken.

SECTION 2.5 A club whose charter has been revoked by a vote of the Executive Committee shall have a right to appeal that vote. The club must submit its notice of appeal to the FFYR Chairman within thirty (30) days of the receipt of the notice of revocation. The club must send its notice by certified mail. The FFYR Executive Committee shall hear the affected club's appeal at the next officially noticed Executive Committee meeting. The club may continue to operate on a provisional basis while the appeal is pending.

SECTION 2.6 If the Executive Committee declines to reinstate the charter of a club that has appealed the revocation vote of the Executive Committee the club may appeal the vote to the next FFYR Annual Convention. The club must submit its notice of appeal to the FFYR Chairman within thirty (30) days of the Executive Committee vote on the first appeal. The club must send its notice of appeal by certified mail. The club shall not continue to operate while the appeal to the annual convention is pending. If the FFYR Annual Convention declines to reinstate the appealing club's charter, or if the club does not avail itself of its right to appeal to the annual convention, the club must stop operating and may not apply for a new charter for a period of two (2) years.

SECTION 2.7 Any club whose charter is revoked for any reason shall surrender its charter and shall not use the name "Young Republican" or the YR emblem or the insignia of the FFYR in any manner whatsoever. This includes any name variation of a youth Republican auxiliary.

SECTION 2.8 A member of a club will not be permitted to attend any meeting of the FFYR Executive Committee or the annual convention if such member is not in good standing.

SECTION 2.9 If a member of a club is not in good standing due to a failure to meet an obligation of the FFYR after two consecutive FFYR Executive Committee meetings, including the annual convention, such member may be removed from the FFYR and the member's club.

ARTICLE III – RESPONSIBILITIES AND DUTIES OF CHARTERED CLUBS

SECTION 3.1 Chartered clubs shall submit a membership credentials report to the FFYR Credentials Committee on at least an annual basis. Final FFYR Convention credentials reports from each chartered club must be submitted through an electronic process if such a method is provided by the FFYR or mailed by certified U.S. Mail and postmarked by the due date set by the FFYR Chairman and the Credentials Committee Chairman, which shall be no later than thirty (30) days prior to the opening of the annual Convention.

SECTION 3.2 Chartered clubs shall remit to the FFYR annual membership dues of five dollars (\$5.00) for each Active member of the Club. Chartered clubs shall remit membership dues that accrue between April 1 and March 31 or each year, with their final FFYR Convention Credentials report each Federation year. Any club chartered within six months of the credentials report deadline shall not have to resubmit dues for members already submitted.

SECTION 3.3 Failure to meet the payment requirement established under Article III, Section 3.2, shall result in the suspension of the club's voting privilege until the default is corrected. No club shall be allowed to seat delegates at the annual Convention unless they have remitted their annual dues.

SECTION 3.4 At the discretion of the FFYR Credentials Committee, the committee may offer chartered clubs the option of a financial audit in lieu of membership dues for the purposes of proving membership size through dues records (bank records.) The Credentials Committee shall outline the requirements of said audit in the annual FFYR credentials packet.

ARTICLE IV – REGIONS

SECTION 4.1 The FFYR shall be organized into Eight (8) regions. The boundaries of the eight (8) FFYR regions shall encompass the counties outlined below:

Region 1: Bay, Calhoun, Escambia, Franklin, Gulf, Holmes, Jackson, Liberty, Okaloosa, Santa Rosa, Walton and Washington.

Region 2: Alachua, Dixie, Gadsden, Gilchrist, Hamilton, Jefferson, Lafayette, Leon, Levy, Madison, Marion, Suwannee, Taylor and Wakulla.

Region 3: Baker, Bradford, Clay, Columbia, Duval, Nassua, Putnam, St. Johns and Union.

Region 4: Flagler, Lake, Orange, Seminole, Sumter and Volusia.

Region 5: Citrus, Hernando, Hillsborough, Pasco, Pinellas and Polk.

Region 6: Brevard, Glades, Highlands, Indian River, Martin, Okeechobee, Osceola and St. Lucie.

Region 7: Charlotte, Collier, De Soto, Hardee, Hendry, Lee, Manatee, and Sarasota.

Region 8: Broward, Dade, Monroe and Palm Beach.

Any member of the Executive Committee may propose changes in the region boundaries at any regular meeting of the Executive Committee. The Executive Committee shall vote on the proposed changes at its next regular meeting. A two-thirds (2/3) vote as required to amend these By-laws, shall be sufficient to change region boundaries. The Executive Committee shall follow the amendment procedures outlined in these By-laws in order to change region boundaries. The region boundaries may not be changed more than once between April 1st and March 31st.

SECTION 4.2 Region Chairs and Vice-Chairs shall be elected for one (1) year terms by region caucuses following the FFYR Annual Convention. They shall assume office immediately upon the adjournment of the caucus at which they are elected and serve until the election of their successors by the region caucus at the next annual convention. The qualified convention delegates from each chartered club in each region shall caucus separately within the twelve (12) hour period immediately following the adjournment of the annual convention to elect the region Chairs and Vice-Chairs for the following year. The region Chairs and Vice-Chairs shall be elected by a majority vote of the qualified delegates present at the region caucus. If no candidate is elected within three (3) ballots the election shall be referred to the FFYR Executive Committee. In such a referred election, the region Chairs and Vice-Chairs shall be elected by a majority vote of the Executive Committee as constituted following the convention. No region Chairs or Vice-Chairs may serve more than two (2) consecutive terms in the same office.

SECTION 4.3 If for any reason the office of region Chairman becomes vacant the region Vice-Chairman shall assume the office of region Chairman for the remainder of the term of office and call a special election at the next region caucus to fill the office of region Vice-Chairman. If for any reason the office of region Vice-Chairman becomes vacant the region Chairman shall call a special election at the next region caucus to fill the office of region Vice-Chairman. If the offices of Region Chairman and Region Vice-Chairman shall both become vacant, the FFYR Chairman shall appoint an active Region Chairman. The active Region Chairman shall call for a special election at the next region caucus in order to fill the offices of Region Chairman and Region Vice-Chairman. At any such special election each chartered club within the region that was represented at the immediately preceding annual convention shall be entitled to vote, and shall have the same number of votes as at the preceding annual convention. Club presidents may cast proxy votes if the club does not have the same number of delegates attending the caucus as the number of votes to which it is entitled. Clubs chartered since the immediately preceding annual convention shall be entitled to only the one vote of their club president.

SECTION 4.4 A region Chairman or region Vice-Chairman shall be deemed to have resigned his or her office and that office shall be vacant if any of the following occur: (a) A region Chairman misses two (2) consecutive FFYR Executive Board meetings or misses two (2) consecutive FFYR Executive Committee meetings. (b) A region Chairman or region Vice-Chairman ceases to maintain his or her residence within the geographic

boundaries of the region from which he or she was elected. (c) A region Chairman or region Vice-Chairman is arrested for a criminal offense.

SECTION 4.5 A region Chairman or region Vice-Chairman may be removed from office for cause at a region caucus called by the FFYR Chairman. The FFYR Chairman shall call such a caucus at the next officially noticed meeting of the FFYR Executive Committee only after having received a written petition, at least thirty (30) days before the next FFYR Executive Committee meeting, signed by a majority of the presidents of the chartered clubs within the region. The petition shall outline the cause for which the signatories wish to remove the region Chairman or region Vice-Chairman. Cause for removal may include, but not be limited to, the person's failure to fulfill any duties or maintain any qualifications outlined in the FFYR Constitution or FFYR By-laws. At such a caucus each club shall be entitled to the same number of delegates as the number of accredited delegates to which it was entitled at the immediately preceding annual convention. Clubs chartered since the immediately preceding annual convention shall be entitled to only the one vote of their club president. There shall be no proxy voting at any removal caucus. The region Chairman or region Vice-Chairman shall be removed only by a two-thirds (2/3) vote of the delegates present. Pursuant to Article VII, section 4 of the FFYR Constitution, any vacancy created by removal shall be filled as outlined in section 4.3 of this article.

ARTICLE V – DUTIES OF OFFICERS

SECTION 5.1 The FFYR Chairman shall preside at all FFYR Conventions and all meetings of the FFYR Executive Committee and FFYR Board. He or she shall be the chief executive officer of the FFYR and exercise supervision over all activities of the FFYR. He or she shall exercise all powers outlined in the FFYR Constitution and By-laws and perform such other duties as customarily pertain to the office of Chief Executive. The Chairman shall serve as president of the Florida Federation of Young Republican Clubs, Inc., a nonprofit corporation.

SECTION 5.2 The FFYR Vice-Chairman shall act as an assistant to the Chairman. He or she shall preside at any FFYR Convention or meeting of the FFYR Executive Committee and FFYR Executive Board at which the Chairman is unable to preside and act as chief executive officer in the absence or inability of the Chairman. He or she shall exercise all powers outlined in the FFYR Constitution and these By-laws and perform such other duties as usually pertain to the office of Vice-Chairman. He or she shall be chiefly responsible for overseeing and supervising FFYR programs and strategies for club extensions and membership development. The Vice-Chairman shall serve as Vice-President of the Florida Federation of Young Republican Clubs, Inc., a nonprofit corporation.

SECTION 5.3 The Secretary shall be the recording officer of the FFYR for all FFYR Conventions, all meetings of the FFYR Executive Board, and all meetings of the FFYR Executive Committee. He or she shall perform all such other duties outlined in the FFYR Constitution and these By-laws. The Secretary shall file the annual report with the

Florida Department of State Division of Corporations each year in the month of January. The Secretary shall serve as Secretary of the Florida Federation of Young Republican Clubs, Inc., a nonprofit corporation.

SECTION 5.4 The Treasurer shall collect, deposit, disburse, and account for all money paid to the FFYR. All FFYR funds shall be deposited in such accounts as may be designated by the FFYR Executive Board. The Treasurer shall endeavor to inform member clubs of any actual or impending default. The Treasurer shall make quarterly financial reports to the FFYR Executive Board. The FFYR Executive Board may require quarterly financial reports to the FFYR Executive Committee. The FFYR Executive Board may require the Treasurer to be bonded for the faithful discharge of his or her duties with the cost of the bond to be paid by the FFYR. The Treasurer shall be a member of the Finance Committee. The Treasurer shall serve as Treasurer of the Florida Federation of Young Republican Clubs, Inc., a nonprofit corporation.

SECTION 5.5 The National Committeeman and National Committeewoman shall act as liaison between the FFYR and any national organization in which the FFYR is a member. They shall be responsible for representing the FFYR on national committees and shall perform all other duties that may be required by the FFYR Constitution, these By-laws, or the Constitution and By-laws of any national organization in which the FFYR is a member. If the FFYR chooses not to be a part of a national organization, they shall serve as liaisons to other state organizations.

SECTION 5.6 The Assistant Secretary, in the absence of the FFYR Secretary shall perform the duties of the Secretary. The FFYR Assistant Secretary shall perform such additional duties as are assigned to him or her by the Chairman

SECTION 5.7 The Assistant Treasurer, in the absence of the FFYR Treasurer shall perform the duties of the Treasurer. The Assistant Treasurer shall be a member of the Audit Committee and shall work with the Finance Committee, the Chairman and the Treasurer to develop, direct and implement fundraising plans of the FFYR. The FFYR Assistant Treasurer shall perform such additional duties as are assigned to him or her by the Chairman.

ARTICLE VI – FFYR EXECUTIVE BOARD

SECTION 6.1 The FFYR Executive Board shall meet at least four (4) times a year in conjunction with quarterly business meetings of the FFYR Executive Committee and the FFYR annual convention. Written notices of the meetings of the FFYR Executive Committee and the annual call to convention shall also include notice of the FFYR Executive Board meeting. All meetings of the FFYR Executive Board shall be recorded in a manner suitable for transcription and the FFYR Secretary shall keep the recording for a period of two (2) years.

SECTION 6.2 In addition to the meetings outlined in section 6.1, the FFYR Executive Board shall meet whenever the FFYR Chairman or any four (4) members of the FFYR

Executive Board call a meeting of the FFYR Executive Board. For any such special meeting of the FFYR Executive Board to be validly called the persons calling the meeting must provide written notice of the meeting to all members of the FFYR Executive Board at least fifteen (15) days before the meeting is held.

SECTION 6.3 Except as otherwise provided in the FFYR Constitution and By-laws, a simple majority of the Board members present and constituting a quorum shall be required to pass any question brought before the FFYR Executive Board. There shall be no proxy voting except that, in the absence of a Region Chairman, the Region Vice-Chairman shall be deemed to hold the proxy of the Region Chairman automatically. Likewise, the Assistant Secretary and Assistant Treasurer may vote in the absent of the Secretary and Treasurer respectively.

SECTION 6.4 The board shall approve all use of the FFYR name. If the Board is not in session, the Chairman shall approve the use of the FFYR name.

SECTION 6.5 The FFYR shall maintain a web site at www.FFYR.org. The Chairman shall authorize contents of the FFYR web site. Authorization of the web site shall be held by the Chairman, Vice-Chairman and General Counsel.

SECTION 6.6 The Executive Board may vote electronically on executive matters. The Chairman must provide written notice of the vote to all members of the FFYR Executive Board at least ten (10) days before the vote is tallied.

ARTICLE VII – FFYR EXECUTIVE COMMITTEE

SECTION 7.1 The FFYR Executive Committee shall meet at least four (4) times a year during the months of May, August, November, and February, or as close to those months as practical. The May meeting shall be held within twenty-four (24) hours of the adjournment of the annual convention. The FFYR Secretary shall mail notice of the time and place of the FFYR Executive Committee meeting to each member of the Executive Committee at least twenty (20) days before the meeting. All meetings of the FFYR Executive Committee shall be recorded in a manner suitable for transcription and the FFYR Secretary shall keep the recording for a period of two (2) years.

SECTION 7.2 Except as otherwise provided in the FFYR Constitution and By-laws, a simple majority of Executive Committee members, or proxies, present and constituting a quorum shall be required to pass any question brought before the FFYR Executive Committee. Any FFYR officer or region Chairman who is also a president of a chartered club may authorize an active member of his or her club to cast his or her vote as club president by giving that member a signed, written proxy. Any president of a chartered club who is not able to attend an FFYR Executive Committee meeting may authorize an active member of his or her club to cast his or her vote by giving that member a signed, written proxy.

SECTION 7.3 The FFYR Executive Committee may delegate to an Executive Director any of the duties of the FFYR Secretary or any other duties that the FFYR Executive Committee may deem appropriate. If the Executive Director resigns or is relieved of his or her duties, the new appointment shall be done as provided in the FFYR Constitution. The Executive Director may be removed for cause, using the same method as outlined for FFYR officers.

SECTION 7.4 The FFYR Executive Committee shall have the authority to remove any FFYR officer from office for cause. Any motion to remove an FFYR officer from office shall require a two-thirds (2/3) vote of the FFYR Executive Committee. The FFYR Executive Committee shall not entertain any motion to remove an FFYR officer unless the FFYR Chairman has received a written petition, signed by at least one-quarter (1/4) of the members of the Executive Committee, outlining the cause for which the signatories wish to remove the officer at least sixty (60) days before the meeting at which the motion is to be made. If the petition alleges fraud or theft of FFYR property or assets, the officer shall be summarily suspended, relieved of all duties, and denied access to all FFYR property pending the outcome of the motion to remove. If the petition seeks the removal of the FFYR Chairman, it shall be sent to the FFYR Vice-Chairman. Upon receipt of the petition the Chairman or Vice-Chairman shall within five (5) days mail a copy of the petition to the officer named in the petition by certified mail, return receipt requested. The officer named in the petition shall submit to the FFYR Chairman a written response to the charges within at least twenty (20) days of receipt of the petition. If the Chairman is the officer named in the petition, he or she shall submit their written response to the Vice-Chairman. The FFYR Chairman shall have copies of the petition and the written response mailed to all members of the FFYR Executive Committee with the official notice of the next FFYR Executive Committee meeting. Both the petitioners and the respondent shall be allowed to present their positions to the FFYR Executive Committee before the removal vote. Any vacancy created by removal of an FFYR officer shall be filled as outlined in Article VI of the FFYR Constitution.

SECTION 7.5 Pursuant to Article IV Section 4.4 of the FFYR Constitution, the FFYR Executive Committee shall have authority to revoke the privilege of any FFYR member to hold FFYR office. Any motion to revoke an individual's FFYR elected office privileges shall require a two-thirds (2/3) vote of the FFYR Executive Committee. The FFYR Executive Committee shall not entertain any motion to revoke an individual's FFYR elected office privilege unless the FFYR Chairman has received a written petition, signed by at least one-quarter (1/4) of the members of the FFYR Executive Committee, outlining the cause for which the signatories wish to revoke the individual's FFYR elected office privilege at least sixty (60) days before the meeting at which the motion is to be made. Upon receipt of the petition the FFYR Chairman shall within five (5) days have a copy of the petition mailed to the individual named in the petition by certified mail, return receipt requested. The individual named in the petition shall submit to the FFYR Chairman a written response to the charges within twenty (20) days of receipt of the petition. The FFYR Chairman shall have copies of the petition and the written response mailed to all members of the FFYR Executive Committee with the official notice of the next FFYR Executive Committee meeting. Both the petitioners and the

respondent shall be allowed to present their positions to the FFYR Executive Committee before the vote on the motion to revoke the individual's FFYR elected office privilege. Both parties may use counsel of their choice. If the motion passes the revocation shall begin immediately. After one year the individual may petition to have their FFYR elected office privilege reinstated. The procedure for the petition for reinstatement shall be the same as the petition for suspension. Any officer discovered to have a criminal record shall be summarily suspended. The FFYR Executive Committee, by a three-fourths (3/4) vote, may reinstate the officer.

SECTION 7.6 The Executive Committee may vote electronically on executive matters. The Chairman must provide written notice of the vote to all members of the FFYR Executive Committee at least ten (10) days before the vote is tallied.

SECTION 7.5 Pursuant to Article III of the FFYR Constitution, the FFYR Executive Committee may endorse a Republican candidate for any state or federal election by either of the two following methods: (1) Upon the affirmative vote of not less than 60% of the FFYR Executive Committee present and voting at a duly called meeting complying with notice requirements set forth below, provided that the number voting to endorse represents a majority of the full committee, or (2) upon the affirmative vote of not less than two-thirds (2/3) of those present and voting at such meeting, provided that a quorum is present at the time the vote of the FFYR Executive Committee is taken. Each announced candidate shall be likewise notified that a vote on endorsement is to be taken and that he or she will be allowed to speak at such meeting in support of or opposition to any proposed endorsement, certification, or recommendation for an office for which he or she is a candidate. The endorsement meeting shall take place at the Annual Convention and voted on by the credentialed delegates when possible. In the case of a special election that takes place before the Annual Convention or is called for after the Annual Convention, the FFYR Executive Committee, representing the membership of their respective clubs, shall vote using the method provided in these bylaws and the FFYR Constitution. If an endorsement is made by the FFYR Executive Committee rather than a FFYR Convention, each local club shall receive the number of delegates to which it was entitled at the previous convention. Delegates must be present to vote.

SECTION 7.6 There shall be no less than ten days written notice to each member of the FFYR Executive Committee of any meeting at which the vote for endorsement is to be taken. The written notice shall inform each member of the time, date, place of meeting, and that a vote will be taken to endorse, certify, screen or otherwise recommend one or more Republican candidates for election.

SECTION 7.7 In addition to the requirements and methods listed in Section 7.5 and 7.6 of these bylaws, local chartered clubs must have twenty (20) active members present at any meeting at which they vote to endorse. They must maintain a minimum of forty (40) members for two (2) years, and must have proof of membership by entering all members in YRMS, or an alternative membership program provided by the FFYR, at least ninety (90) days before the vote for endorsement is called. The FFYR Chairman must review the results of said vote to verify its compliance with these bylaws. The endorsement is not

finalized until the chapter president receives the signed compliance review sheet from the FFYR Chairman.

SECTION 7.8: The FFYR shall not endorse in a local election unless the FFYR Executive Committee or Convention Delegates are requested to do so by all the clubs that qualify for endorsing within the district. Local clubs shall not endorse in statewide or Presidential election, but may endorse in any local election for which any part of the district falls within that club's county.

SECTION 7.9: The FFYR shall not impose restrictions on its membership based on the results of any endorsement. However, local clubs and members are prohibited from endorsing any YR candidates if the FFYR has taken a different position.

ARTICLE VIII – CONVENTIONS

SECTION 8.1 The FFYR Annual Convention shall be held in May or June of each year or as close to those months as practical.

SECTION 8.2 No delegate shall be entitled to vote at an FFYR Annual Convention unless he or she is properly registered. The FFYR may charge a meeting only rate if the Board deems that appropriate.

SECTION 8.3 Each chartered club must submit a complete list of the names of its delegates and alternate delegates to the Credentials Committee in its final convention credentials report. This list becomes final unless a chartered club submits amendments to the Chairman of the Credentials Committee at least fifteen (15) days before the opening of the annual convention. The Credentials Committee must approve the credentials of the listed delegates before they may be seated as qualified delegates.

SECTION 8.4 If a chartered club fails to meet the credentials reporting deadlines and criteria established by the chairman of the Credentials Committee or any other reporting deadlines established by the FFYR Constitution or these By-laws it shall forfeit fifty percent (50%) of its delegates. If a chartered club submits credentials that the Credentials Committee determines to be fraudulent it shall forfeit one hundred percent (100%) of its delegates. A chartered club may appeal any penalty given by the Credentials Committee and such penalty may be modified by a two-thirds (2/3) vote of the qualified delegates at the annual convention. If a chartered club fails to submit any credentials information to the Credentials Committee by at least fifteen (15) days before the opening of the annual convention the club shall forfeit one hundred percent (100%) of its delegates.

SECTION 8.5 There shall be no proxy voting at FFYR Annual Conventions. No person shall cast more than one vote. All contested elections for FFYR offices shall be conducted by secret ballot. At least one-half (1/2) of all qualified delegates must be present on the floor of the convention in order to establish a quorum for transacting business.

SECTION 8.6 The Executive Board shall have full supervision and management of all FFYR Annual Conventions and shall fix the official program and order of business. All proceedings of the annual convention shall be recorded in a manner suitable for transcription and the FFYR Secretary shall keep that recording for a period of two (2) years.

SECTION 8.7 All newly elected officers, other than the chairman-elect, shall begin their term at the close of the convention, and their term shall run until the close of the following convention. The newly elected executive committee shall meet within 4 hours of the close of the convention, and the chairman-elect shall be deemed to hold the proxy of the chairman automatically, and the chairman shall be deemed to hold the proxy of the past chairman automatically. At the conclusion of the ceremony for outgoing officers at the annual awards dinner, all newly elected state officers shall be sworn in by a person designated by the outgoing chairman. At the conclusion of the swearing-in ceremony, the chairman shall ceremoniously hand over the gavel to the chairman-elect. Upon accepting the gavel, he or she shall assume the position of chairman. If the chairman has been elected to a second term, he shall start said term at the conclusion of the swearing-in ceremony.

SECTION 8.8 All delegates must be members in good standing. They must be registered Republicans living within the state of Florida, and must not have a criminal record. They must also comply with all other requirements outlined in the Constitution and Bylaws.

ARTICLE IX – COMMITTEES

SECTION 9.1 The FFYR shall have the following standing committees:

(a) Awards – The Awards Committee shall be made up of the region Vice-Chairmen. The FFYR Chairman shall appoint a member of the Committee to serve as chair of the committee. The Awards Committee shall establish and distribute to chartered clubs the criteria for all awards to be given by the FFYR. The criteria must be distributed no later than one hundred twenty (120) days after the FFYR Annual Convention for awards to be given at the next annual convention.

(b) Club Development – The Club Development Committee shall coordinate with the FFYR Executive Committee and the region Chairmen to facilitate FFYR Club Development throughout the state. The committee shall also coordinate with the New Club Extensions Committee to develop specific strategies and programs to attract new members to the FFYR.

(c) Community Relations – The Community Relations Committee shall identify specific charitable needs or emergency situations and recommend action plans to the FFYR Executive Committee for relief of those needs or situations. This committee shall also coordinate and supervise all relief efforts undertaken by the FFYR.

(d) Constitution and By-laws – The Constitution and By-laws Committee shall review all proposed amendments to the FFYR Constitution and FFYR By-laws to ensure that they do not create any internal inconsistencies. The committee may also undertake a review of the FFYR Constitution and By-laws and propose amendments in order to promote the efficient administration and government of the FFYR.

(e) Credentials – The Credentials Committee shall be made up of the region Chairmen. The FFYR Chairman shall appoint a member of the committee to serve as chairman of the committee. This committee shall supervise the submission of membership credentials by the chartered clubs and shall have authority to make all decisions concerning the accreditation of convention delegates. No person may be considered a qualified delegate to the FFYR Annual Convention unless the Credentials Committee approves his or her credentials.

(f) Ethics and Dispute Resolution – Any chartered club or individual that has a complaint against any other chartered club or individual shall file a written complaint with the Ethics Committee Chairman. The FFYR General Counsel shall serve as chair of this committee and the region chairmen shall serve as members. The committee shall keep confidential the name of any petitioner and respondent. The committee may investigate, hold hearings, and recommend charter revocation or revocation of elected office privileges to the FFYR Executive Committee. The committee may take action through the procedures outlined in Article II and Article VII of these By-laws.

(g) Finance – The Finance Committee shall be responsible for all FFYR fundraising activities as established by the FFYR Convention, FFYR Executive Committee, and FFYR Board. This committee shall propose to the FFYR Executive Committee methods and programs for fundraising. Names of donors shall be kept confidential and shall be disclosed to only the FFYR Executive Board unless otherwise required by law.

(h) New Club Extensions – The New Club Extensions Committee shall coordinate with the FFYR Executive Committee and the region Chairmen to facilitate the formation of new FFYR clubs throughout the state. The committee shall also coordinate with the Club Development Committee to develop specific strategies and programs to attract members to new FFYR clubs.

(i) Newsletter – The Newsletter Committee shall compile, edit, publish, and distribute a quarterly FFYR newsletter at least fourteen (14) days before each regular quarterly business meeting of the FFYR Executive Committee. The FFYR Chairman shall appoint the Newsletter Editor based on a method and criteria he or she may deem appropriate.

(j) Platform – The Platform committee shall develop a political platform expressing FFYR positions on the full range of issues of concern to the FFYR membership. The committee shall meet at each regular meeting of the FFYR Executive Committee and the FFYR Annual Convention to consider platform issues as determined by the committee chairman in advance of the meeting. The platform proposed by the committee shall not take affect until it is adopted by the annual convention.

(k) Resolutions – The Resolutions Committee shall develop positions on issues that impact young people and recommend positions that will enhance the positive image of the FFYR. The FFYR Convention or FFYR Executive Committee shall adopt all resolutions before release to the public.

(L) Quarterly – The Quarterly Committee shall research location, price and any other details requested by the FFYR Chairman concerning the quarterly meetings (not to include the annual convention). The committee shall submit a recommendation to the Executive Board. The board shall review and vote on the proposal in a timely manner. The FFYR Chairman shall appoint as many members to this committee as necessary.

(m) Historical preservation – This committee shall keep an historical record of the organization, and an updated alumni list. All alumni shall be invited to attend the annual Reagan Day and Alumni Gala. The committee shall recommend two people for induction into the FFYR Hall of Fame—one for their achievements during his or her time in the FFYR and the other because of his or her achievement in public life. There shall be no age requirement for inductees; however, inductees cannot have been a candidate for YR office within the two years prior to his or her induction.

SECTION 9.2 The FFYR Chairman may select a Chairman, Vice Chairman and Secretary of his/her choosing for each committee unless otherwise noted. Credential Chairman is subject to confirmation from the Executive committee members by simple majority.

SECTION 9.3 At least forty-five (45) days before the FFYR Annual Convention the FFYR Chairman shall appoint the following Convention Committees:

(a) Rules – The Rules Committee shall develop and publish the rules of the FFYR Annual Convention.

(b) Tellers – The Tellers Committee shall distribute, collect, and count the ballots for all contested elections of FFYR officers. The chairman of the committee shall report all results to the convention chairman who shall then announce the results.

SECTION 9.4 Except as otherwise provided by the FFYR Constitution or these By-laws, the chairmen and members of all FFYR standing committees and convention committees shall be selected in the manner established by the FFYR Chairman.

SECTION 9.5 To appear on the ballot for the annual election of FFYR officers, each candidate must announce his or her candidacy in a formal written statement to the FFYR chairman and secretary thirty days prior to the election. If the chairman and secretary do not receive any intentions of candidacy for a particular office, then and only then may nominations be taken from the floor during the designated time at the annual conference.

ARTICLE X – FINANCE

SECTION 10.1 The FFYR Treasurer shall prepare an annual budget under the supervision of the FFYR Chairman and the FFYR Executive Board shall adopt a budget for each fiscal term, making appropriations and a statement of estimated revenues to be presented to the Executive Committee at the August Executive Committee meeting for approval.

SECTION 10.2 The fiscal term of the FFYR shall begin June 1st and end May 31st the following year.

SECTION 10.3 The Finance Committee shall perform all duties and functions outlined in Section 9.1 (a) of these By-laws. The FFYR Chairman as provided in the FFYR Constitution shall appoint the Chairman and members of the Finance Committee.

SECTION 10.4 All disbursements of funds shall be made by the FFYR Treasurer, with the approval of the FFYR Chairman.

SECTION 10.5 The FFYR Treasurer shall have prepared all documentation for an annual audit of all FFYR accounts. The Audit committee shall consist of the Assistant Treasurer, Chairman of the Association of Club Presidents and the Chairman of the Finance Committee. This audit may be reproduced in quantity and distributed to every member of the Executive Committee if any member of the Executive Committee so requests. The period of time covered by the audit shall be June 1st through May 31st of the prior year. The audit will be presented to the Executive Committee at the quarterly immediately following the annual convention.

SECTION 10.6 The FFYR Executive Committee may, at its discretion, direct the FFYR Chairman to be bonded.

ARTICLE XI – YOUNG REPUBLICAN NATIONAL ORGANIZATION

SECTION 11.1 The National Convention Delegate Selection Committee shall select the FFYR delegates to any Young Republican national convention by secret ballot. The FFYR Chairman shall distribute a written ballot that lists the names of all persons who have declared their candidacy to serve as FFYR delegates to the national convention. Each member of the delegate selection committee shall be entitled to vote for the same number of convention delegate candidates as the number of convention delegates to which the FFYR is entitled. The convention delegate candidates who receive the most votes, up to the number of convention delegates to which the FFYR is entitled, shall serve as FFYR delegates to the convention. Any ballot that attempts to vote for more than the number of convention delegates to which the FFYR is entitled shall be disqualified. The same requirements for state convention delegates shall also apply for national delegates.

SECTION 11.2 If the number of persons who declare their candidacy to serve as FFYR delegates to any convention is fewer than the number of convention delegates to which

the FFYR is entitled the FFYR Chairman shall declare that all convention delegate candidates shall serve. However, if any member of the delegate selection committee believes that a particular convention delegate candidate approved in this manner should not serve, he or she shall be entitled to move that the particular candidate be removed from the FFYR delegation to the convention. If that motion is seconded, debate shall be limited to 5 minutes for each side. That motion shall pass by a two-thirds (2/3) vote.

SECTION 11.3 Florida's votes for any national convention shall be winner-take-all. In the event of a tie, the delegate votes shall be equally distributed.

ARTICLE XII – AMENDMENTS

SECTION 12.1 These By-laws or any provision of them may be amended only by a two-thirds (2/3) vote of the FFYR Executive Committee at any officially noticed meeting of the Executive Committee.

SECTION 12.2 Proposed amendments must be submitted to the FFYR Chairman and the FFYR Secretary at any regular meeting of the Executive Committee. Any proposed amendment must be submitted and signed by at least five (5) members of the Executive Committee. The proposed amendment shall be read to the Executive Committee at that time. There shall be no debate or vote on the proposed amendment at this meeting.

SECTION 12.3 The Constitution and By-laws Committee shall review the proposed amendment to ensure that it does not conflict with the FFYR Constitution or these By-laws and to ensure that it does not create any internal inconsistencies in these By-laws. The committee shall report to the Executive Committee prior to any debate on the proposed amendment.

SECTION 12.4 The FFYR Secretary shall include a copy of the proposed amendment and a notice that it will be voted on at the next meeting of the FFYR Executive Committee with the official notice of the next meeting. The FFYR Executive Committee shall debate and vote on the reported proposed amendment at its next meeting.

ARTICLE XIII – ADOPTION

These By-laws shall take effect immediately upon the close of the convention or meeting in which it is amended or adopted and shall supersede any Constitution and/or By-laws previously adopted by the FFYR.

Respectfully Submitted,

Tres' Holton, FFYR Constitution and By-laws Committee Chairman

The undersigned officers of the FFYR certify that By-laws were duly adopted by the Florida Federation of Young Republican Clubs on the 14th day of January, 2006.

Jon Woodard, FFYR Chairman

Dana Swanson, FFYR Secretary