

TEXAS LEGISLATIVE PROGRESSIVE CAUCUS BY-LAWS

Article I.

NAME:

Section I. The name of this organization shall be “The Texas Legislative Progressive Caucus” hereinafter referred to as “Caucus.”

Article II.

PURPOSE:

Section I. The purpose and objectives of the Caucus shall be the following:

- To advance and promote policies and procedures that align with progressive principles and values including:
 - Advancing justice, dignity, and peace for all
 - Tackling systems of discrimination and dismantling structural racism and discrimination
 - Taking on systems that privilege the wealthy and powerful to demand a government and economy that works for the people
 - A commitment to sweeping, transformative change
 - Supporting pro-choice legislation
 - Taking bold action on the climate crisis and supporting clean energy jobs and initiatives
 - Supporting healthcare as a human right
 - Supporting housing justice
 - Reimagining public safety, rehabilitation, and incarceration
 - Preserve the rights and dignity of all people regardless of race, gender, sexual orientation, country of origin, immigration status, income, criminal history, or educational attainment.
- To undertake and accomplish the foregoing on its own initiative or with the cooperation, assistance or support from any one or more

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governmental agencies, instrumentalities, organizations, associations or individuals including, but not limited to, the Congressional

Progressive Caucus; or a Political Action Committee affiliated with the Caucus.

Section II. The Caucus shall not directly or indirectly participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office, except as provided by Article III, Section II.

Article III.

OTHER ORGANIZATIONS:

Section I. *Right to Coordinate.* The Caucus may, by recommendation of the Executive Committee, cooperate with or establish relationships with such other groups, public or private, as may seem most likely to advance the purposes of the Caucus.

- a. Any member may submit a written objection to the Chair to the Caucus' coordination or collaboration with any group and request a vote of the full membership to consider termination of any such coordination or collaboration.

Section II. *Electoral Activity and Engagement.* The Caucus may establish a Political Action Committee (PAC) or Social Welfare Organization with a majority vote of the full membership. The Chair shall outline the structure of the committee or organization and appoint members to leadership roles to be approved by the Executive Committee.

- a. The Caucus, nor any directly affiliated PAC, shall not directly or indirectly participate or intervene in any political campaign in opposition to any member in good standing with the Caucus; and
- b. The Caucus, and any directly affiliated PAC, may only directly or indirectly participate or intervene in any political campaign on behalf of or in opposition to any candidate or ballot measure if approved by a majority vote of the full membership.

Article IV.

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MEMBERSHIP:

Section I. *Eligibility*. To be eligible for membership in the Caucus, a person must be duly elected to the Texas House of Representatives and:

- Affirm the values outlined in Article II, Section I
- Sign the Caucus' *Progressive Promise*
- Support progressive policies and programs

Section II. *Member in Good Standing*. To be a member in good standing, a member shall:

- (1) Be a duly elected member of the Texas House of Representatives;
- (2) Have demonstrated interests and taken votes consistent with the objectives of the Caucus and regularly attended Caucus meetings; and
- (3) Have met all financial obligations that may be imposed by the full membership of the Caucus.

Section III. *Dues*. The Executive committee, shall recommend, and the full membership by majority vote, may levy dues upon all members in such amount as to meet the financial obligations and needs of the Caucus.

- a. The Executive Committee may make regulations necessary to enforce the collection of such dues, including the provisions for the termination or suspension of membership, upon reasonable notice, for nonpayment of such dues and for reinstatement of membership;
- b. Members delinquent in dues will lose voting privileges and will not be considered for purposes of establishing a quorum; and
- c. The Executive Committee may elect to waive dues for first-term members or prospective members demonstrating a financial hardship.

Section IV. *Member's Rights*. A member in good standing has the right to:

- a. Attend Caucus meetings, forums, and conferences;
- b. Vote on any matter being considered by the Caucus;
- c. Be given notice of meetings and Caucus activities; and
- d. Be fully informed of all Caucus business affairs.

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Section V. *Member's Duties.* A member in good standing assumes the following duties:

- a. Attend meetings regularly;
- b. Actively participate in Caucus sponsored activities;
- c. Vote in accordance with Caucus positions;
- d. Refrain from representing the member's position as that of the Caucus when the position taken is not in fact that of the Caucus;
- e. Provide reasonable staff assistance for Caucus activities;
- f. Share reasonable costs associated with litigation, or other legal proceedings, on behalf of the Caucus;
- g. To state in conjunction with any communications (especially public statements and negotiations) that the member's position is not that of the Caucus when there is a reasonable likelihood of misunderstanding;
- h. To refrain from attacking the Caucus or its positions in such a manner as to impugn its credibility or its integrity;
- i. To refrain from working in concert with others against a Caucus position; and
- j. To keep all Caucus matters confidential, except to the extent the member is required by law to do otherwise.

Section VI. *Suspension or Termination of Membership.* The right of a member of the Caucus to vote, and their right, title and interest in or to the Caucus or its property, shall cease on the termination of membership. No member may transfer membership or any right of membership.

Section VII. *Causes for Suspension or Removal of Membership.*

- a. A member may only be removed for cause and the causes for removal are limited to:
 - (1) Any conduct in violation of any legislative rule or law which could result in disciplinary action against the member;
 - (2) Such overall neglect of the duties described in Article IV, Section V. as constitutes gross neglect of membership;

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- (3) Loss of membership in the Texas House of Representatives in which case removal is automatic;
 - (4) Conduct or serious allegations which might reasonably be considered to be immoral, deceptive, scandalous or obscene; or to injure, tarnish, damage or otherwise negatively affect the reputation and goodwill associated with the Caucus.
- b. The procedure for removal of a member shall be the same as that established for removal of an officer.

Section VIII. *Loss of Membership Rights.* A member whose membership is suspended or terminated for any reason shall forfeit any dues or special assessments paid during their membership. A suspended member shall not be considered a member in good standing during the period of suspension, shall not be counted for purposes of establishing a quorum, and shall take no part in any of the activities, funds, property, rights, and interests belonging to the Caucus until such time as such member complies with the requirements for the removal of the suspension and the return to good standing.

Article V.

MEETINGS OF MEMBERS:

Section I. At the call of the Chair, or a majority vote of the Executive Committee, who shall take into consideration the convenience of the members, regular Caucus meetings shall be held at least monthly during any legislative session and at least quarterly during the interim, except during the months of June and July in odd-numbered years, when and if the House is not in session, and December of any year in which case no regular meetings are required. Unless otherwise prohibited by these by-laws or provided in the meeting notice, all Caucus meetings may be held partially or wholly electronically. A member who participates electronically is deemed present for purposes of a quorum, if a member is able to present a visual of themselves and confirm their identity. The Chair may call additional meetings. The Chair shall give reasonable notice of all meetings to the membership.

Section II. *Emergency Meeting.* In an emergency or when there is an urgent Caucus

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matter, an emergency meeting may be called by the Chair or upon written request to the Executive Director by two-thirds of the members in good standing, provided sufficient notice of the meeting is given to the entire membership. The notice of an emergency meeting to deliberate or take action on the emergency or urgent Caucus matter is considered sufficient if the notice is provided to the entire membership at least one hour before the meeting is convened. The business to be transacted at an emergency meeting shall be stated in the notice thereof, and no other business may be considered during that meeting.

- a. The requirement to state the business to be transacted during the emergency meeting does not apply when the House is in session, except when the emergency meeting is convened to remove an officer or member of the Caucus.

Section III. *Annual Meeting.* There shall be an annual meeting which may be substituted for any regular meeting upon prior designation and 14 days notice to the members by the Chair. The Executive Committee shall lay out the Caucus' legislative agenda and goals and provide a financial report to the membership during the annual meeting.

Section IV. *Quorum.* A simple majority of the entire membership shall constitute a quorum and a quorum shall be present before voting on any Caucus business. In the case of a meeting called to remove an officer or member or any meeting at which an amendment to these by-laws is to be voted on, a quorum shall be constituted by the presence of two-thirds of the membership in good standing.

Section V. *Proxy Voting.* Members may vote by proxy using a proxy form prescribed by the Executive Director, *except when voting on the removal of an officer or member of the Caucus.*

Section VI. *Rules.* The most current edition of Robert's Rules of Order shall govern the procedures for all meetings of the Caucus. Robert's Rules of Order shall not supersede any rules set forth by these by-laws.

Article VI.

OFFICERS:

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Section I. *Officers.* The officers of the Caucus shall be the Chair; Vice Chair; Treasurer; Secretary; Caucus Whip; and such other offices as may be appointed in accordance with the provisions of Section III of this Article.

Section II. *Candidate to be an Officer.* A candidate for office must be a member in good standing who affirms to uphold the values of the caucus and vote in accordance. A member may submit in writing, to the Chair, their own name and position for which they are seeking or another member's name and the position for which they are nominating. To be on the ballot, a written intent of candidacy or nomination form must be submitted 14 days prior to the election. The Executive Committee must include on the ballot for election, the names of those members who are duly qualified to be a candidate for the

office sought. Unless otherwise permitted by these by-laws, the Chair shall give members at least 30 days written notice of an upcoming election, and at least 14 days written notice of the candidates and positions sought, provisions for proxy-voting, date, time, and place of the meeting at which the election is to be held.

Section III. *Subordinate Officers.* The Chair may, from time to time, select other officers each of whom shall hold office for such period, having such authority, and perform such duties as provided by these by-laws, or as the Chair or Executive Committee may, from time to time, determine.

Section IV. *Term of Office.* The officers of the Caucus, except those appointed pursuant to Section III of this Article, shall be elected every two years, after the General Election and prior to the first day of the next regular legislative session, by a majority of the members in good standing who are present and voting at the meeting. Such elected officers shall hold office until their successor shall have been elected and qualified or until their death, resignation or removal. Officers shall take office immediately once elected and sworn in and shall serve until the next election of officers or until the seat is vacated.

Section V. *Resignation.* Any officer may resign at any time by giving written notice to the Executive Committee, to the Chair, or to the Secretary. Any such resignation shall take effect immediately upon the date of receipt of such notice or at any later time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

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Section VI. *Vacancy*. A vacancy in any office because of death, resignation, disqualification, or any other cause, shall be filled by the Executive Committee, until such time as the Chair calls an election in accordance with Section II of this Article.

Section VII. *Removal From Office*. A vacancy in any office because of death, resignation, disqualification, or any other cause, shall be filled by the Executive Committee, until such time as the Chair calls an election in accordance with Section II of this Article. a.

Causes for removal shall be limited to:

- (1) Any conduct in violation of any legislative rule or law which could result in disciplinary action against the member;
 - (2) Such overall neglect of the duties described in Article IV, Section V. as constitutes gross neglect of membership;
 - (3) A violation of the officer's duty under Article VII of these by-laws;
 - (4) Loss of membership in the Texas House of Representatives in which case removal is automatic;
 - (5) Conduct or serious allegations which might reasonably be considered to be immoral, deceptive, scandalous or obscene; or to injure, tarnish, damage or otherwise negatively affect the reputation and goodwill associated with the Caucus.
- b. Removal of an officer may only occur at a duly called emergency meeting, with reasonable notice provided to the full membership and the business to be transacted at the emergency meeting shall be stated in the notice thereof, and no other business may be considered during that meeting;
- c. A person seeking removal shall inform the officer whose removal is sought of the reasons for seeking the officer's removal and provide reasonable evidence to support those reasons prior to the meeting at which removal is sought; and
- d. Removal of an officer shall require two-thirds vote of the membership upon a motion duly made and seconded. Neither the charging

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member nor the officer whose removal is sought shall preside. Removal shall occur only after the matter has been received by the Executive Committee, a full and open discussion has occurred, including participation by the officer whose removal is sought.

Article VII.

DUTIES OF OFFICERS:

Section I. *Chair*: The duties and powers of the Chair shall be as follows: a. To serve as chairperson of the Executive Committee and as an ex-officio member, with the right to vote, on all committees or subcommittees;

- b. To make official communications on behalf of the Caucus;
- c. To preside at all meetings of the Caucus;
- d. To carry out the agenda established by the Caucus;
- e. To negotiate in good faith, on behalf of the Caucus as well as its positions consistent with the Caucus' strategy;
- f. To serve as a voting member on the board of any organization under Article III, Section II of these by-laws;
- g. To create Caucus subcommittees and appoint members thereto; and h. To delegate any of the powers of Chair to another member of the Caucus.

Section II. *Vice Chair*: The duties and powers of the Vice Chair shall be as follows: a. The Vice Chair shall perform the duties of the Chair in the Chair's absence;

- b. The Vice Chair shall assume the position of Chair if there is a vacancy and the Executive Committee shall then subsequently appoint another member to the Vice Chairship in accordance with Article VI, Section VI; and
- c. The Vice Chair shall perform such duties as may from time to time be assigned to them by the Executive Committee or by the Chair.

Section III. *Treasurer*: The duties and powers of the Treasurer shall be as follows: a. Duty to prepare annual reports, internal audits and such other audits as may be deemed necessary for the efficient operation of the Caucus;

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- b. The Treasurer or the Treasurer's designee shall provide for the custody of the funds or other property of the Caucus and shall keep a separate book account of the same to their credit as Treasurer;
- c. Duty to collect and receive or provide for the collection of funds by the Caucus and shall deposit all funds in their custody as Treasurer in such banks or other depositories as the Chair or Executive Committee may from time to time designate;
- d. The Treasurer or Treasurer's designee shall prepare detailed, written financial reports for all Caucus accounts and present such reports to the Executive Committee periodically as requested by the Chair or member of the Executive Committee; and
- e. The Treasurer shall perform such other duties as may from time to time be assigned to them by the Chair or Executive Committee.

Section IV. *Secretary*. The duties and powers of the Secretary shall be as follows: a. The Secretary or the Secretary's designee shall record all the votes of the members and of the Executive Committee and the minutes of the meetings of the members and the Executive Committee and of the committees of the Caucus in writing, whether hard copy or digital;

- b. The Secretary or the Secretary's designee shall see that the notices are given and records and reports are properly maintained as required by law and these by-laws;
- c. The Secretary shall be the custodian of the seal of the Caucus and see that it is affixed to all documents to be executed on behalf of the Caucus under its seal; and
- d. In general, shall perform all duties incident to the office of Secretary, and such other duties as may from time to time be assigned by the Chair or Executive Committee.

Section V. *Caucus Whip*. The duties and powers of the Caucus Whip shall be as follows:

- a. Ensure the attendance of Caucus members during votes and communicate to members the position of the Caucus;
- b. Provide a vote count to the Chair;
- c. Assist in, or execute, the Caucus floor strategy; and
- d. The Caucus Whip shall perform such other duties as may from time to time be assigned by the Chair or Executive Committee.

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Section VI. *Executive Director.* The Executive Director is a Caucus staff position who shall oversee the management of the Caucus and serve at the pleasure of the Chair. The Executive Director shall be a non-voting, ex-officio member of the Executive Committee.

Section VII. *Salaries.* Officers shall receive no salaries. The salaries or other compensation of the staff shall be fixed from time to time by the Chair in consultation with the Executive Committee. Officers may, however, be reimbursed for such expenses as are necessary for the conduct of their responsibilities or in the performance of their duties at the approval of the Chair and with verification of unobligated funds from the Treasurer.

Article VIII.

AGENDA:

Section I. *Agenda.* The Caucus shall adopt an agenda at least once each biennium. The agenda shall reflect the overall broad spectrum of interests of progressive Texans. An agenda shall consist of positions and timely activities to be taken to further those positions. Positions may relate to either governmental, legal, or community matters and may be amended as necessary.

Section II. *Subcommittees.* Where desirable, development of positions, activities, and strategies for consideration and adoption by the full membership may be accomplished by the use of subcommittees. The Chair shall appoint subcommittees taking into consideration the individual committee assignments of the members and the individual interests of the members.

Section III. *Advisory Committee.* The Chair may designate members of various advisory committees to assist the Caucus with various topics to be decided by the members. The Chair may appoint non-members to Advisory Committee's taking into consideration the expertise and interests of the appointee. Any member may object to the appointment of any non-member on an Advisory Committee, and the appointee to whom the member has objected may be removed by a two-thirds vote of the full membership.

Article IX.

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EXECUTIVE COMMITTEE:

Section I. *Executive Committee.* The purpose of the Executive Committee is to act on behalf of the Caucus during intervals between meetings of the Caucus to provide a degree of flexibility and ability to respond to time-sensitive business and legal matters. The Executive Committee may develop procedures to implement the policies of the Caucus as set out in these by-laws. The Executive Committee may in the execution of the powers granted, delegate certain of its authority and responsibilities to committees, divisions, sections, officers, or the Executive Director. Unless prohibited by law or statute, all actions taken by the Executive Committee shall be reported to the full Caucus membership at the next duly called meeting.

Section II. *Membership of the Executive Committee.* The voting members of the Executive Committee shall be the Chair, Vice Chair, Treasurer, Secretary, and Caucus Whip. The Executive Director shall serve on the Executive Committee as a non-voting, ex-officio member and perform duties as may from time to time be assigned by the Chair or Executive Committee.

Section III. *Quorum at Executive Committee Meetings.* At least three, voting members of the Executive Committee shall comprise a quorum. Voting rights shall not be delegated to any other person or exercised by proxy at meetings of the Executive Committee.

Section IV. *Hiring and Termination of Caucus Staff.* The Executive Committee shall have the power to make recommendations to hire and terminate employment of the Caucus staff, including the Executive Director, at any time. Though only the Chair shall have the power to hire or terminate any Caucus staff.

Article X.

AMENDMENTS AND DISSOLUTION:

Section I. *Amendments to By-laws.* The Caucus, at any annual meeting, may amend these by-laws by a two-thirds vote of all members in good standing, provided that a copy of the proposed amendments be filed with the Executive Director at least thirty days prior to the meeting. Upon receipt of a copy of the proposed amendments, the Executive Director

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shall forward copies thereof to the entire membership not less than fourteen days prior to such meeting. Voting by proxy on any amendment is prohibited.

Section II. *Dissolution of the Caucus.* The Caucus may only be dissolved as provided in this Article except as otherwise provided by statute.

- a. The Executive Committee shall adopt a resolution recommending that the Caucus be dissolved and directing that the question of such dissolution be submitted to a vote at a duly called emergency meeting, stating the purpose of such meeting in the notice thereof.
- b. The dissolution of the Caucus shall be authorized upon the adoption of the resolution by the Executive Committee and two-thirds vote of the full membership.

Section III. *Distribution of Assets.* Upon the winding up, dissolution or change in the taxing status of this entity, no part of the net earnings or assets shall inure to the benefit of its officers, directors or current or former members. In fact, these earnings or assets shall be distributed to and among tax-exempt organizations, as defined in the Internal Revenue Code Section 501(c)(3) as amended, that share the values and goals of the Caucus.