



By-Laws to The Articles of Incorporation  
Of  
The Royal Sovereign Imperial Court of the Texas Riviera Empire, Inc.

Effective November 15, 2015

Amendments through February 19, 2023 are included here.

Article I – Mission Statement

The Royal Sovereign Imperial Court of the Texas Riviera Empire is a 501(c)3 service organization. Our primary purpose is to raise funds to assist local organizations that are deemed worthy by the membership of RSICTRE. The emphasis of fund raising efforts is for medical research info, education about, and support for victims of HIV and or to assist other organizations deemed worthy by the membership of RSICTRE. Proceeds from fundraisers shall only benefit recognized 501(c)3 or 501(c)4 organizations or any needy individual(s) deemed by the Board of Directors. We are not a partisan political organization and all directors, officers and members are strictly volunteers.

Article II – Name

The name of the organization is The Royal Sovereign Imperial Court of the Texas Riviera Empire, Inc. (RSICTRE or TRE)

- A. The name of this organization shall not be used without the express permission of the Reigning Monarch(s) or the Board of Directors.
  - 1. Promotional material – all promotional material using the name of this organization shall be approved by the Reigning Monarch(s). The Board of

Directors may require final approval if the Board deems it to be necessary to do so.

2. Contracts – No contract may be signed without the prior authorization of the Board of Directors.
- B. All functions and activities shall operate under the said name. In consideration of space limitations for advertisements, it is permissible to utilize the following abbreviations: RSICTRE (Royal Sovereign Imperial Court of the Texas Riviera Empire, Inc) and TRE (Texas Riviera Empire). The official court seal/logo may be a substitute for the full name or abbreviations.

### Article III – Purpose and Powers

- A. TRE shall exclusively assist 501(c)3 and 501(c)4 organizations or any needy individual(s) deemed by the Board of Directors.
- B. A Standard Operating Procedures Manual (SOPs) will regulate the day-to-day operation of the Texas Riviera Empire, Inc. This manual can be only changed by a simple majority vote of those present at a duly called Board of Directors or General membership meeting.
- C. A protocol handbook will regulate the interaction within the International Court System (ICS) and its traditions. The College of Monarchs (COM), Active Past Monarchs and local TRE Lifetime Title Holders can change the handbook by a 2/3 majority vote. All proclamations are automatically a part of the protocol handbook.
- D. The Court Members, Board of Directors, College of Monarchs and Reigning Monarch(s) shall be jointly responsible to ensure each court function is conducted in accordance with the Articles of Incorporation, which includes the By-Laws of the Texas Riviera Empire, Inc., Standard Operating Procedures manual, Protocol Handbook and federal guidelines regulating 501(c)3 organizations.
- E. TRE must follow Roberts Rules of Order while conducting any type of meeting.

### Article IV – Durations

The organization shall remain active unless the general membership votes to disband. See SOP Section 3.G for definition of Reign year.

### Article V – Membership & Dues

Membership to Texas Riviera Empire, Inc. shall be open to anyone, regardless of national origin, race, creed, religion, disability, gender identification or GINA (Genetic Information Nondisclosure Act 2012)

- A. RSICTRE shall have five (5) classifications of members. These classifications of members shall be:

- A.1. The BOD.
- A.2. College of Monarchs (Past Monarchs), from this point forward known as the COM.
- A.3. The Offices of Emperor and Empress (Reigning Monarchs).
- A.4. The Lifetime Title Holders.
- A.5. The General Court Membership.
- B. Due to the Court's fundraising activities, which are conducted for the most part in establishments regulated by the Texas Alcohol Beverage Commission, the membership must comply with said regulations. Therefore, a member may participate in such activities ONLY if said member is of legal age to enter into such establishment as determined by said regulatory agency.
- C. Membership will be limited to residents of the following Southern counties of Texas: Aransas, Bee, Brooks, Cameron, Duval, Hidalgo, Jim Hogg, Jim Wells, Kennedy, Kleberg, Live Oak. Nueces, Refugio, San Patricio, Starr, Victoria, Webb and Zapata.
- D. Yearly membership dues for the new reign will be established at the first regularly scheduled meeting of the new BOD during the month after coronation, and are non-refundable. All dues may be paid to the Treasurer or a BOD member with the exception of Reigning Monarchs. The Treasurer will provide paid members a receipt for dues payment.
- E. The Reigning Monarch(s) along with the President of the Board of Directors may waive a member's membership dues for the current Reign.

#### Article VI – Organization

- A. Board of Directors (BOD) a Board of Directors shall be responsible for the business affairs of the current reign of the court and strategic planning beyond the current year.
  - A.1. The number of voting positions of the directors of the court shall be nine (9). Officer positions will be chosen by the BOD at the first board meeting of the new reign.
    - A.1.1. The Board will be comprised of
      - 1 . The Dean of the College of Monarchs
        - a Shall vote on behalf of the College of Monarchs
        - b May not be an officer of the Board
        - c Term of office will be as long as they are Dean of the College of Monarchs.
      - 2 . The Reigning Monarch(s)
        - a Shall have 1 vote even if there are 2 (or more) reigning
        - b May not be an officer of the Board
        - c Term of office shall be 1 reign

3 . And 7 members elected by the general membership with a minimum of 3 being elected each year.

A.2. Elections for the Board of Directors will be held at the last general membership meeting before coronation weekend. The members of the court eligible to vote will elect the Board of Directors. A quorum is required to hold board elections.

A.2.1. Nomination and Voting procedures for Board of Directors: Any member in good standing for a minimum of 18 months may be nominated for the Board of Directors. Nominations will be taken from the floor at the last General Membership Meeting before Coronation. Active members of the College of Monarchs will be considered a “Member in Good Standing” in regards to election of the Board of Directors. Once nominations have been closed, all members in good standing will vote by secret ballot for the new Board members. Each candidate must receive a majority vote to be elected to the Board. If not all positions are filled on the first ballot, all candidates will be asked if they wish to continue on in the election process. An additional vote will be taken. This process will continue for a maximum of 4 rounds of voting. Any position not elected will be considered “open” and will be filled at the next General Membership meeting by this same process.

A.3. Any director may not serve more than two (2) full consecutive terms immediately following BOD elections. The term of office for all elected directors shall begin on the day after investitures and end two (2) reign years later.

A.4. The attendance requirements in the SOP manual for the Board of Directors apply to all members of the Board of Directors except for the Reigning Monarch(s). All members of the Board of Directors must be members in good standing of the court, as defined in the SOP manual.

A.5. Members of the Board of Directors will not receive a salary or compensation for their service, but they are not precluded from serving the court in any other capacity.

A.6. The BOD may create standing or temporary committee(s) during the reign year as sees fits (hospitality committee, PR committee, by-law committee, etc.) The BOD may choose a chairperson to head the committee and that chairperson is to report their progress to the BOD for approval. The BOD may dissolve the committee once that committee’s outcome is satisfied. Or may dissolve the committee if the they see that the committee is no longer needed.

A.7. The BOD is responsible for filing the proper documentation required by both federal and state governments for non-profit 501(c)3 organization within the required deadlines (ex: IRS Form 990)

A.8. The BOD will ensure an internal review of the Texas Riviera Empire, Inc. financial records is conducted annually and a formal audit is conducted no less than every three (3) fiscal years.

a) Internal reviews are conducted within the first ninety (90) days of the new fiscal year for the previous reign. The former executive board along with the newly elected executive board will conduct this internal review.

b) Formal audits are conducted by an independent certified public accountant that does not have a relationship (i.e. romantic, financial, business, etc.) with any current or immediate past board member. The formal audit will cover the previous fiscal year and also assess the internal reviews conducted since the last audit.

B. The Reigning Monarch(s) are elected by the community and will conduct their duties as prescribed in the SOP manual.

1) Candidate Qualifications: all candidates for the office of Emperor and/or Empress shall meet the following qualifications during the 18 months prior to the date which applications are due as determined by the BOD:

B.1.1.1. Have been current with dues without obtaining a waiver and maintained voting privileges, and have not received any code of conduct violations.

B.1.1.2. Be a resident of the territory of the court.

B.1.1.3. Have attended at least seven (7) coronations other than Corpus Christi's.

B.1.1.4. Have attended at least one investiture other than Corpus Christi's.

B.1.1.5. Have attended at least 50% of all TRE fundraisers and all State Functions of TRE.

B.1.1.6. Have produced one or more fundraisers and raised a minimum of \$1000

B.1.1.7. Have a non-negative reputation in the Coastal Bend Community

B.1.1.8. If there are no viable candidates that meet the above requirements, the BOD may waive the candidate qualifications for a potentially qualified candidate to run for the office of Emperor or Empress.

2) The Board of Directors shall have the responsibility of developing a system of record-keeping to track the qualifications of members of the Texas Riviera Empire, Inc. The President of the BOD shall appoint a member of the board to track member qualifiers with the assistance of the Reigning Monarch(s). A summary of this tracking will be available to the general membership at each monthly general membership meeting. This tracking will be used to verify the qualifications of all applicants when applications are turned in.

## Article VII – Officers

The officers of Texas Riviera Empire, Inc. shall be a President, Vice President, Secretary, and Treasurer. The Reigning Monarch(s) cannot be an officer of the court.

#### Article VIII – Meetings

The Board of Directors may meet no less than nine (9) meetings per reign year with a recommendation to meet once a month and place determined by a majority of the Board of Directors. Special meetings shall be called when necessary, provided the directors are given at least 72 hours of notice. A quorum for a meeting shall be at least a simple majority of the board eligible to vote.

#### Article IX – Voting

Privilege to vote will be lost by 3 consecutive unexcused absences. Excused absences shall include illness, death in the family, work relations, as long as said absence is addressed to the Secretary or President of the Board, prior to the meeting. The President shall be allowed discretion over this matter. Voting may be done by proxy, only if the proxy is in writing, stating the subject, previously discussed and only for that particular meeting. Proxy may not do voting regarding removal of Emperor and/or Empress or of a member of the Board of Directors.

#### Article X – Removal of a Board of Director

TRE cannot condone disloyalty, unbecoming conduct, or dereliction of duty on the part of any member of the Board of Directors. Therefore, the Board of Directors may remove by a majority vote of the full Board of Directors any of its members guilty of the above. A petition submitted to the Secretary (or Vice President if the Secretary is the subject of the petition) and signed by two thirds (2/3) of the Members in good standing of the court may also initiate such a procedure.

- A. Right to appeal – A disciplined member of the Board of Directors may appeal the action to the General Membership at its next regular Meeting. The decision of the General Membership is final. Until the Meeting to consider the appeal, the position held by the disciplined member of the Board of Directors shall be considered vacant.
- B. If the discipline is due to Embezzlement, Discrimination, or Sexual Crimes with a Minor, the President of the Board will notify the ICC within 48 hours of the decision of the Board, including what the offense was, any known repercussions of the offense and the action(s) taken by the Board. The President will notify the Board of any recommendations from the ICC for consideration and possible action.

#### Article XI – Notifications

Any notice required to be given to any member, director or officer of TRE by provisions of these By-Laws or the Standard Operating Procedure manual shall be deemed to have been given if such notice is given by telephone or in writing and delivered personally or by certified mail. If notice is given by telephone, the notice shall be deemed to be delivered when spoken to the person being telephoned.

Whenever any notice is required to be given to a member, director or officer of TRE by the provisions of these By-Laws or under the provisions of the Texas Non-Profit Corporation Act, a waiver thereof, in writing, signed by the person(s) entitled to the notice, signed before the required or stated time, shall be deemed equivalent to the giving of the notice. The attendance of any member, director or officer at a meeting shall constitute a Waiver of Notice of the meeting, except where such member, director or officer attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

#### Article XII – Reservation of Powers

All powers not delegated by these By-Laws or the Standard Operating Procedures are reserved to the general membership and may be exercised as provided by the Article of Incorporation of RSICTRE, Inc.

#### Article XIII – Code of Conduct

The Board of Directors, Reigning Monarchs, College of Monarchs, Past Monarchs, Representatives to the ICS and General Membership of TRE are expected to perform their duties diligently and to conduct themselves in a professional and courteous manner at all times both in person and via electronic correspondences. Conduct that contradicts the aforementioned will require the Board of Directors to take necessary steps to counsel or reprimand, in an attempt to rectify the issue. If conduct is detrimental to the reputation of TRE, the board will administer secret ballot voting procedure as noted in the SOPs under grievance process, Section 26.

#### Article XIV – Grievance Procedure

In order to file a grievance, there are three steps:

1. The grievance process is initiated when it is filed in writing to the Board of Directors. The BOD will have fifteen (15) business days to respond to the claimant's issue.
2. The board or board designee will investigate the initial grievance and may request additional information, interview witnesses, and/or utilize other sources.
3. If there is merit in the initial grievance, BOD will take the necessary steps to counsel or reprimand, in an attempt to rectify the issue. If the grievance is without merit, the

BOD shall dismiss the grievance and notify the claimant in writing of its findings. If investigation findings are detrimental to the reputation of TRE, the BOD will administer secret ballot voting procedure as noted in the SOPs under grievance process, Section 26.

#### Article XV – Conflicts of Interest

The purpose of this Conflict of Interest Policy is to protect the interest of the RSICTRE when it is contemplating into a transaction or agreement that might benefit the private interest of an officer or director of RSICTRE or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state laws governing conflicts of interest applicable to nonprofit and charitable organization.

#### Article XVI - Amendments to the By-Laws

Any member of the organization that is in good standing may submit amendments to the by-laws. All suggested changes to the by-laws must be submitted to the Vice-President of the Board of Directors. The by-laws suggested change is read and submitted to the General Membership at the next general membership meeting of the court, to be recorded in the minutes of the organization. By-Laws may then be amended by a two-thirds (2/3) majority vote of the membership. By-law amendments will not take effect until the start of the next reign year unless it is deemed necessary to go into effect immediately by the Board of Directors.

#### Article XVII – Distribution of Assets Upon Dissolution

Upon dissolution of TRE, the Board of Directors shall donate the property then on hand, if any, to a non-profit corporation or corporations exempt from the payment of federal taxes under Section 501(c)3 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws or regulations.

#### Article XVIII - Indemnity

The court shall protect every director, officer or Monarch of TRE against all costs arising in relation to his/her relations with TRE, unless they are occasioned by his/her own willful neglect or fraudulent or criminal actions.