

# **South A. A. County Democratic Club, Inc., of Anne Arundel County, Maryland Bylaws**

## **ARTICLE I - Name of Organization**

This organization shall be known as the South A. A. County Democratic Club, Inc., hereinafter referred to as the "Club."

## **ARTICLE II - Mission Statement**

The Mission of the Club, an IRC section 527 political organization, is twofold:

Section 1. To promote and influence laws and ordinances consistent with Democratic principles, to help elect Democrats in County, State, and Federal government, to encourage participation in elections, and to assist Democratic officials in carrying out their duties and functions.

Section 2. To promote, educate and actively participate in advocating for issues of importance to Democrats in South Anne Arundel County, particularly in Maryland Legislative District 30B.

## **ARTICLE III - Membership and Dues**

Section 1. Any Democratic voter or supporter of the Democratic Party in Anne Arundel County is eligible for membership in the Club. Members in good standing may participate in discussion of issues presented at membership meetings, vote on issues presented to the membership, and vote in an election of officers and directors. A member is in good standing provided that annual dues have been timely paid.

Section 2. Annual dues shall be payable upon application for membership, and then within sixty days of the start of each calendar year. Annual dues shall be set by the Board of Directors.

Section 3. It shall require a two-thirds vote at a membership meeting to expel or suspend a member from the Club, and then only for good cause such as a serious breach of ethical or moral behavior, or for overt public support of a political candidate from a party other than the Democratic Party, provided that the entire voting membership has been notified by email, mail, or telephone at least ten days before the date of that meeting of the intention to raise that issue.

## **ARTICLE IV - Officers and Elections**

Section 1. The Officers of this Club shall consist of the following: President, Vice-President, Secretary, and Treasurer. Any member in good standing is eligible for office provided that the member is a registered Democrat at the time of nomination.

Section 2. At the September meeting, the President shall appoint a Nominating Committee which shall present a slate of candidates that will be emailed or mailed to the membership ten days in advance of the October meeting. The floor shall be open for additional nominations at the October meeting. Each candidate nominated from the floor must be present and agree, or must have previously agreed, to run for that office.

Section 3. The election shall be held at the November meeting every other year commencing in 2017. To be eligible to vote, the member must be present at the November meeting.

Section 4. The candidate receiving the largest number of votes for a given office shall be the newly-elected officer and/or director. In the event of a tie, the vote for that office shall be retaken until the tie is broken.

Section 5. At the November meeting, the Officers-Elect shall be sworn in to take office effective January 1st of the next year.

Section 6. All elected Officers shall be limited to two consecutive terms in their position and to one additional term in another position including that of Director.

Section 7. An Officer or Director may be removed from office only for good cause and by no less than two-thirds vote at a regular or special membership meeting provided that the entire voting membership has been notified by email or mail at least ten days before the date of the meeting of the intention to raise this issue.

#### **ARTICLE V - Officers' Duties**

Section 1. The President shall preside at all membership meetings, and shall decide on points of order according to these Bylaws and Roberts Rules of Order. The President shall also preside at Board of Directors meetings and shall be ex-officio, a member of all committees except the Nominating Committee. In the absence of the Vice President, the President may designate another Officer or Director to preside at any membership or Board of Directors meeting. The President shall assign two members of the Club to review the financial records at the end of each fiscal year and report that review to the Board of Directors. The President may also assign any Member to serve as Parliamentarian.

Section 2. The Vice-President shall assume all of the President's duties in his or her absence, including presiding over meetings, and shall assist the President.

Section 3. The Secretary shall record the minutes, receive, distribute, and file all correspondence, maintain the membership's attendance at all meetings, and be the custodian of the Club's non-financial records.

Section 4. The Treasurer shall receive all monies due and deposit them in the bank designated by the Board of Directors; pay all bills; sign all checks or have them signed by the President; report all monetary transactions at the monthly meeting; maintain the financial records of the Club; monitor the club funds to ensure ongoing solvency; and be responsible for all statutory regulations. (See Article IX)

#### **ARTICLE VI - Board of Directors**

Section 1. The Board shall consist of the four officers, four Directors, and the Past President. All board members are limited to three consecutive terms. Any member in good standing is eligible for election to the Board provided that the member is a registered Democrat at the time of nomination.

Section 2. A vacancy on the Board shall be filled by the approval of the Board and shall be for the remainder of that member's term.

Section 3. All matters referred to the Board by the President or other Officers shall be acted on and the Board's decision shall be final except where these Bylaws require membership approval. Minutes shall clearly indicate any such action by the Board.

Section 4. The Board of Directors shall have the authority to act on any matter it considers to be an emergency.

Section 5. Any member of the Board who misses three consecutive meetings without supplying a legitimate excuse may be suspended or removed from the Board by majority vote of the remaining members of the Board.

### **ARTICLE VII - Committees**

Section 1. This Club shall have the following Standing Committees: Finance Committee, Membership Committee, Nominating Committee, and Program Committee. The President may, subject to the approval of the Board, establish Ad Hoc Committees as well as appoint the members and Chairperson of each of the Committees.

Section 2. A Membership Committee shall be appointed by the President to assist the Board of Directors in recruitment of new members and maintaining current members.

Section 3. A Program Committee shall be appointed by the President to assist the Board of Directors in identifying and securing speakers and developing programs.

Section 4. A Finance Committee shall be appointed by the President and will be responsible for the annual financial review and the Chair will act as the club's Compliance Officer. The Treasurer will be a member of this committee and provide guidance as needed on financial issues.

Section 5. A Nominating Committee shall be appointed by the President in September prior to a scheduled November election. A slate of candidates should be announced by the Committee at the October meeting. The Committee members will be responsible for managing the election process and announcing the results.

### **ARTICLE VIII – Meetings**

Section 1. Membership meetings shall be held at least ten months of the year on the first Wednesday of the month except where such Wednesday is a national holiday, in which case the meeting shall be held the second Wednesday of the month., Meetings shall be held at a time and place determined by the Board of Directors with appropriate and timely notification of the membership. The Board shall meet separately in executive session at least twice a year. A special Board meeting may be called by the President at any time provided the Board is given at least 10 days notice. A special membership meeting may be called by the Board provided the entire voting membership is notified of the issue before the Club by email, mail, or telephone at least ten days prior to the meeting date.

Section 2. A quorum consisting of at least ten voting members plus at least one Officer shall be required for the conduct of business at a membership meeting. A quorum of the Board shall consist of a majority of its members.

Section 3. The order of business at a regular membership meeting shall be: call to order; pledge of allegiance; introduction of new members and guests; presentation of the minutes; treasurer's report; presentation of board minutes, if appropriate; committee reports; speakers and program; unfinished business; new business; announcements; adjournment.

#### **ARTICLE IX - Expenditures and Finances**

Section 1. All expenditures of two hundred dollars or more must be approved by the Board of Directors.

Section 2. Both the President and Treasurer are signatories to the Club's financial accounts and either may sign checks.

Section 3. The fiscal year of the Club shall be the calendar year.

#### **Article X – Endorsements of Political Candidates**

Section 1. The Club will support Democratic Party candidates for public offices in the General and Special Elections.

Section 2. The Club will not endorse candidates in the Democratic primary, unless there is only one Democratic candidate for a position.

#### **ARTICLE XI – Amendments**

These Bylaws may be amended by a two-thirds vote of the members present at any membership meeting provided that the proposed amendment has been presented at the previous membership meeting or email, mailed to the entire voting membership at least ten days prior to the meeting at which the vote is to be taken.

#### **ARTICLE XII – Authority to Represent**

The president of the club is authorized to represent the club in any public forum. No other member may represent this Club before the public or any other body without the express authority of the Board of Directors.

#### **ARTICLE XIII – Governance**

This Club shall be governed according to these Bylaws and Roberts Rules of Order. No officer shall be held legally liable for any actions taken that are within the bounds defined by these Bylaws.

## 2015 Policies:

### Re forwarding emails:

The Club has a policy not to forward third-party emails or any that request money. We also do not forward Democratic candidate requests in contested primaries.

We do forward messages after Board review that have important policy information from the President or other Democratic official that we think will benefit South County. We try to balance giving information without inundating our list with mail.

**25 Feb. 2018**