

## **BY-LAWS**

### **EASTERN SHORE DEMOCRATS**

I. **Name:** The name of this organization is EASTERN SHORE DEMOCRATS (ESD)

II. **Purpose:** The ESD exists as a political organization for residents of the eastern shore of Mobile Bay, Alabama. As a political organization, its purposes include:

- A. providing a forum for area residents to discuss and explore the impact of the principles of the Democratic Party on issues of local, state, national, and./or international importance;
- B. providing opportunity for ESD members to participate and assist candidates of the Democratic Party in the election campaign process; and,
- C. acting to promote the public welfare, serve the principles of democracy, oppose unfairness and discrimination.

III. **Membership:** Any Democrat may be a member of ESD upon payment of annual dues. Dues may be waived by the president of the ESD for good cause.

IV. **Annual Dues:** Dues shall be determined by the membership and shall be set at a Minimum of a least \$20 per year.

#### **V. Officers**

D. Positions: (Amended January 15, 2019; see amendments.)

1. President: responsible for overall administration and management of ESD; conducting meetings of the members and the executive board; making assignments to standing and ad hoc committees; and, representing ESD as spokesperson.

2. Vice President: in addition to acting in the absence of the President, is responsible for the development and implementation of action plans to achieve ESD policy objectives; serving as program committee chairperson.

3. Treasurer: responsible for keeping and maintaining adequate and correct accounts of ESD financial transactions; depositing all ESD funds; distributing funds as authorized; and providing the membership regular statements of ESD accounts.

4. Secretary: responsible for member and executive board meeting minutes; maintaining meeting attendance records; distributing notices of meetings and other information and notices; and maintenance of ESD permanent records.

## 5. Members-at-Large

E. Elections of Officers. Officers shall be ESD members in good standing and elected by a majority vote of the members present at the December meeting. No member shall be elected to serve in more than one office concurrently.

## F. Vacancies.

1. Filling a Vacancy. A vacancy in an office shall be filled by majority vote of the members present at any meeting for which notice has been provided to the membership at large and said notice shall expressly specify that the proposed meeting includes the purpose of holding an election to fill a vacancy.
2. Removal. An officer may be removed by a two-thirds (2/3) vote of the general membership.

G. Terms of Office. A term of each office is two (2) years. An individual may be elected to an office for two (2) consecutive terms. Should it be necessary to fill a vacancy pursuant to provision 5(C) above, if the term of the previous office holder had exceeded 50% of that individual's term, then the individual assuming a vacant office shall not have a term of office assessed against her/him.

## IV. Standing Committees

- H. Nominating committee
- I. Membership committee
- J. Finance committee
- K. Public relations committee
- L. Program committee

## VII. Meetings

- A. Meetings. Members shall meet at least quarterly, at a place, date, and time to be determined by a majority vote of the members at the January meeting. Additional meetings may be called by the executive board or by a vote of the members at any meeting. Notice of an additional meeting shall be mailed to the members five (5) days in advance of the meeting, or at least 72 hours in advance of the specially called meeting if notice is provided by telephone, facsimile transmission, electronic mail, or any combination of the aforementioned communication aids.

- B. Notice. It is a proud tradition within the Democratic Party that all members shall be recognized as equal participants and, as such, are entitled and encouraged to discuss their concerns, proposed programs, ideology, and political strategies. Discussion shall be limited, however, by motions made and duly seconded. Each person shall be limited to five minute discussions on the motion, and repetitive arguments shall be freely shouted down by the members present.
- C. Conduct of the Meetings. The President or Vice President shall preside at all meetings. Attendance and adequate minutes shall be taken at each meeting. The individual presiding may vote on all issues brought before any meeting. Roberts Rules of Order shall guide matters not specifically covered by the bylaws. Standing rules may be established by a two-third (2/3) majority of the members present.
- D. Quorum. Quorum at a meeting consists of 20% of the general membership. No official business of ESD shall be conducted without the presence of a quorum.
- E. Voting. Any proposal that has been properly presented may be adopted by a simple majority of the members present, provided there has been a quorum established. Members must be present to vote; members may not vote by proxy.

VIII. **Executive Board:** The executive board shall consist of the President, Vice President, Treasurer, and Secretary, and a Member-at-Large.

M. Responsibilities. The executive board shall act for the general membership between meetings on: administrative details; follow-up actions on issues upon which ESD has taken a position; time-sensitive issues that must be decided before the next member meeting; and calling additional meetings.

N. Quorum. A quorum of the executive committee shall be three (3) members.

IX. **Endorsement of Candidates, Positions on Ballot Issues, and Campaign**

**Contributions:** ESD may endorse candidates in all elections for public office if the candidate to be endorsed is a member of the Democratic Party, take positions on issues, and contribute to political campaigns as endorsement actions. The affirmative vote of 60% of the members present and voting is necessary for an endorsement action.

X. **Use of ESD Identity:** No person may use or authorize the use of the ESD name, address, mailing permit, or any other item that would identify ESD except as an endorsement action as addressed in IX above, and upon receiving the approval of 60% of the members present and voting at a meeting. No use may extend beyond the specified by the members.

- XI. **Amendments:** An amendment to these bylaws may be considered at any member meeting in which notice is provided that a bylaw modification or amendment is to be considered at a regularly scheduled meeting or pursuant to VII(A). The affirmative vote of two-thirds (2/3) of the members present and voting at the meeting is necessary to adopt a modification or amendment. members may adopt, amend, or waive any of the ESD standing rules by a majority of those present and voting at a meeting.

## **AMENDMENTS**

### 1. January 15, 2019

“Section V. – Officers” amended to add a new provision under “2a” the following: “Co-chairs may be elected as an option to the officer positions of President and Vice President.”