

Adopted: October 23, 1993  
Adopted: November 4, 1995  
Amended and Adopted: May 13, 1997  
Amended and Adopted: April 12, 2003  
Amended and Adopted: April 2, 2005

**MADISON COUNTY DEMOCRATIC PARTY BYLAWS**  
MARCH 31, 2007 ADOPTED  
APRIL 4, 2009 ADOPTED

**ARTICLE I: NAME AND OBJECTIVE**

SECTION 1: The name of this organization shall be the Madison County Democratic Party.

SECTION 2: The objective of this organization shall be to promote the ideals and principles of the Democratic Party and to aid in the election of Democrats and Democratic nominees for public office.

**ARTICLE II: MEMBERSHIP**

SECTION 1: Eligibility. All residents of Madison County, Tennessee, who are registered to vote in this county, are eligible to become members of the Madison County Democratic Party.

SECTION 2: Nondiscrimination. Membership in the Madison County Democratic Party shall not be denied because of race, color, sex, religion, age, disability, or ethnic origin.

SECTION 3: Dues. Members shall pay annual dues as fixed by the Madison County Democratic Executive Committee by a two-thirds vote of those present of the membership at any meeting of the Executive Committee called for the purpose of determining the rate of dues. Said dues shall be due and owing in the month of April of each year.

**ARTICLE III: POWERS AND RESPONSIBILITIES**

SECTION 1: Governance. The governance and direction of the affairs of the Madison County Democratic Party shall be vested in the Madison County Democratic Executive Committee (the "Executive Committee") and in officers of the Madison County Democratic Party, as hereinafter set forth in these bylaws, subject to the laws of the State of Tennessee and such rules as may be established by the Tennessee State Democratic Executive Committee.

SECTION 2: Party Responsibilities. The Madison County Democratic Party shall have the following responsibilities:

- A. Planning and conducting all county meetings and conventions.
- B. Keeping and maintaining records of all Democratic Party meetings and business.
- C. Supporting the duly selected nominees of the Democratic Party.

## ARTICLE IV: EXECUTIVE COMMITTEE

SECTION 1: Membership. The Executive Committee shall be composed of two men and two women elected from each county district per county commissioner, plus those who become members pursuant to Article VIII, Section 8 (Officers).

SECTION 2: Manner of Election. The Executive Committee members shall be elected at a county convention called for the purpose of electing Executive Committee members. The election shall be held in April of odd-numbered years.

SECTION 3: Resignations. The resignation of any member of the Executive Committee shall be made in writing and shall take effect at the time specified therein, or, if no time is specified, then it shall take effect upon receipt of such resignation by the Chairman or Secretary.

SECTION 4: Vacancies. A vacancy shall be filled by nomination from the membership. Any vacancies occurring in the Executive Committee may be filled by the affirmative votes of a majority of the Executive Committee members present at any regular meeting, even though less than a quorum of the Executive Committee exists. In the event of a vacancy, whether resulting from a resignation, expulsion or failure of any district to elect its Executive Committee members, the remaining members of the Executive Committee in attendance at any subsequent meeting may nominate to fill, and elect at the next regular meeting, those Executive Committee positions from members of the Madison County Democratic Party who reside in that district and who meet the same requirements of a duly elected member.

SECTION 5: Attendance. An Executive Committee member who fails to attend two (2) consecutive meetings of the Executive Committee, without an excuse satisfactory to the majority of the members of the Executive Committee in attendance, may be removed from the position and the position shall be declared vacant.

SECTION 6: Manner of Acting. The act of a majority of the Executive Committee members present shall be the act of the Executive Committee, unless a greater number is required by law or by these bylaws.

### SECTION 7: Sanctions and Expulsions.

- A. Notice and Opportunity to Be Heard. The Executive Committee may vote to impose sanctions on, or expel, a member, but only if written notice is given that the issue will be taken up at the meeting prior to the meeting on which such action is voted. The member in question must be given written notice, and an opportunity to be heard.
- B. Automatic Expulsion. A member of the Executive Committee shall automatically forfeit his/her membership in said committee, and the position shall be declared vacant, for the following reasons:

- i. In the event he/she qualifies for political office as an Independent or representing any political party other than the Democratic Party and opposes a duly qualified Democratic nominee.
  - ii. If he/she has eleven (11) unexcused absences during a term. An absence is excused if notice is given to the Chairman or the Secretary prior to the start of the meeting and the reason for the absence is one of the following:
    1. Illness;
    2. Family illness or death;
    3. Business; or
    4. Out of town.
- C. Discretionary Sanctions or Expulsions. A member may be expelled at the discretion of the Executive Committee if a pattern of nonattendance is established, even if such absences are excused. Sanctions may be imposed against a member, or he/she may be expelled at the discretion of the Executive Committee for demonstrating disloyalty to the Democratic Party, either in the form of a public announcement of support of a candidate of another party in a pending election, or by working for or giving financial support to any such candidate running against a duly nominated candidate of the Democratic Party. The Executive Committee shall not impose discretionary sanctions, or expel a member, unless and until such a member is given an opportunity to be heard and three-fourths (3/4) of the membership present and voting concur in any discretionary sanctions or expulsion.

## ARTICLE V: MEETINGS

SECTION 1: General. All meetings of the Madison County Democratic Party, or of the Executive Committee, shall be well publicized in countywide media at least fourteen (14) days prior to the date of the meeting. All meetings shall be held at convenient times and locations, and shall be open to the general public and media representatives, except where legal counsel otherwise indicates, based upon a legal need for a closed meeting.

SECTION 2: Regular Meetings. Regular meetings of the Executive Committee shall be held monthly, or when called by the Chairman or by one-third (1/3) of the Executive Committee members.

SECTION 3: Special Meetings. If more than sixty (60) days have passed since the last previous meeting, and if the Chairman has not called a meeting, ten percent (10%) of members in good standing may call a meeting by notifying all members at least seven (7) days prior to such a meeting. If fewer than sixty (60) days have passed since the last previous meeting, any twenty percent (20%) of members in good standing may call a special meeting provided seven (7) days prior notice is given by mail to the membership. Any notification of a meeting must include the time and location of such meeting.

SECTION 4: Quorum. Twenty percent (20%) of the members of the Executive Committee shall constitute a quorum for the transaction of business at any meeting of the Executive Committee. If less than a quorum is present at a meeting of the Executive Committee, a majority of the members present may adjourn the meeting from time to time.

SECTION 5: Convention Meeting. A regular meeting of the Executive Committee shall be held without other notice than this bylaw immediately after, and at the same place as, the convention.

## ARTICLE VI: CONDUCT OF CONVENTION

SECTION 1: Convention. The provisions for the holding of the county conventions shall be as follows:

- A. The convention shall be well publicized in the local new media. At least fourteen (14) days prior notice must be given.
- B. All members of the Madison County Democratic Party who are registered voters, and who attest they are bona fide Democrats by execution of affidavits or affirmations to that effect, are eligible to vote at the convention and to be candidates for the Executive Committee.
- C. Separate election shall be held for each Executive Committee position.
- D. The convention shall be called to order by the incumbent Chairman of the Madison County Democratic Executive Committee. The convention shall then divide into sub-conventions, each with a caucus or sub-convention to be held for each district. Separate elections shall be held for each Executive Committee position. Two men and two women shall be elected from each district per county commissioner. A plurality shall prevail for each election. In the case of a tie, a runoff between those tied shall be held to decide the winner. In each sub-convention, a chairman shall be selected and the chairman shall then call for nominations for each Executive Committee position. After the nominations cease, the ballot is closed and the elections shall commence. Upon the completion of the election of the four (4) Executive Committee members per county commissioner, the convention shall reassemble and each district shall report the Executive Committee members who have been elected from that district. The convention shall then adjourn, as its business has been completed.

## ARTICLE VII: PROXIES

SECTION 1: No Proxies Allowed. No proxy shall be allowed at any meeting of the Executive Committee.

SECTION 2: Unit Rule. No voting by the unit rule shall be allowed at any meeting of the Executive Committee.

## ARTICLE VIII: OFFICERS

SECTION 1: Officers. The officers of the Madison County Democratic Party shall be Chairman, two Vice Chairmen (one male and one female), Secretary, and Treasurer, all of whom shall be elected by the Madison County Democratic Executive Committee for a two (2) year term, or until their successors are duly elected and qualified.

SECTION 2: Election of Officers. The officers shall be elected by a simple majority of the members of the Madison County Democratic Executive Committee present at the meeting held immediately following the convention. In the event a majority is not achieved, a runoff election shall be held until a majority prevails with the low vote getter being dropped from the next ballot. A complete list of all officers and Executive Committee members shall be forwarded to the Chairman of the Tennessee Democratic Party within ten (10) days after their election.

SECTION 3: Vacancies. The Executive Committee for the remaining portion of the term may fill vacancies in any office for any reason.

SECTION 4: Chairman. The Chairman shall preside over any convention, which may be called, and over the meetings of the Executive Committee. He/she shall perform all duties incident to the office of Chairman and such other duties as may be prescribed by the Executive Committee members from time to time.

SECTION 5: Vice Chairmen. In the absence of the Chairman or in the event of his/her death or inability or refusal to act, the Vice Chairmen (Vice Chairman of the opposite sex serving first) shall perform the duties of the Chairman, and, in so acting, shall have all the powers of, and be subject to all the restrictions on, the Chairman. He/she shall perform all duties incident to the office of Vice Chairman and such other duties as may be assigned to him/her by the Chairman or by the Executive Committee.

SECTION 6: Secretary. The Secretary shall:

- A. Keep the minutes of the Executive Committee;
- B. Keep the minutes of any conventions which may be held;
- C. See that all notices are duly given in accordance with the provisions of law and these bylaws;
- D. Be custodian of the records of the Executive Committee;
- E. Keep membership records and have general charge of membership books of the Executive Committee; and
- F. In general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him/her by the Chairman or by the Executive Committee, or which may be required by law.

SECTION 7: Treasurer. The Treasurer shall:

- A. Have charge and custody of, and be responsible for, all funds and securities of the Party from any source whatsoever, and deposit all such monies in the name of the Madison County Democratic Executive Committee in such bank or other depositories as shall be selected in accordance with the provisions of these bylaws;
- B. Keep and maintain, open to inspection by any member of the Executive Committee at all reasonable times, adequate and correct accounts of the funds and transactions of the Executive Committee, which shall include all matters required by law;
- C. Disburse the funds of the Executive Committee as he/she may be ordered by the Executive Committee;
- D. Render to the Chairman and Secretary, or to the Executive Committee, whenever it may require or request it, an account of all his/her transactions as Treasurer, and a financial statement in form satisfactory to it, showing the conditions of the Executive Committee;
- E. In general, perform all the duties incident to the office of Treasurer and such other duties as, from time to time, may be assigned to him/her by the Chairman or Executive Committee; and
- F. If required by the Executive Committee, give a bond, to be paid for by the Executive Committee, for the faithful discharge of his/her duties, in such sum and with such corporate surety or sureties, as the Executive Committee shall determine.

SECTION 8: Officers Not Required to Be Members. It is not required that the officers be members of the Executive Committee. Any officer who is elected by the Executive Committee who is not an elected member of the Executive Committee shall, upon his/her election as an officer, become a voting member of the Executive Committee.

SECTION 9: Officers Must Support Nominees of the Democratic Party. No person shall be an officer or member of the Executive Committee if he/she shall not support nominees of the Democratic Party. Failure to support the nominees of the Democratic Party shall be cause for removal. Officers may be removed under this Section by the Executive Committee by a simple majority of those present at any regular meeting or any meeting called for that purpose after at least ten (10) days prior notice to all members of the Executive Committee.

SECTION 10: Resignations. The resignation of any officer of the Executive Committee shall be made in writing and shall take effect at the time specified therein, or, if no time is specified, then it shall take effect upon receipt of such resignation by the Chairman or Secretary.

## ARTICLE IX: COMMITTEES

SECTION 1. Committees Appointed by the Chairman. The Chairman may establish committees, to be composed solely of Executive Committee members or partly Executive Committee members and partly others, as it deems appropriate.

SECTION 2. Term of Office. Each member of a committee shall serve at the pleasure of the person or entity creating the committee, but no longer than until the next convention or until the committee is terminated.

SECTION 3: Removal of Any Member of the Committee. Any member of any committee may be removed by the person or persons authorized to appoint such member whenever, in their judgment, the best interest of the Party shall be served by that removal.

## ARTICLE X: CONDUCT OF BUSINESS AT MEETINGS

The regular order of business at Executive Committee meetings shall be as follows:

1. Call to Order
2. Invocation
3. Roll Call
4. Approval of the Minutes of Previous Meeting
5. Treasurer's Report
6. Report of Committees
7. Resolutions
8. Announcements
9. Old Business
10. New Business
11. Elections
12. Adjournment

## ARTICLE XI: RESOLUTIONS

SECTION 1. Contracts; Expenditures; Bill Retention. No expenditures or bills shall be made or contracts entered into which purport to obligate the Executive Committee unless such expenditures or contracts are authorized by a majority vote of those present at a duly called meeting at which a quorum is present, except those expenditures for less than fifty dollars (\$50.00) obligating the Executive Committee may be authorized by the Chairman of the Executive Committee. The Treasurer shall present a monthly itemized statement of income and expenditures to Executive Committee members. The Treasurer shall retain all paid bills for a period of four (4) years.

SECTION 2. Audits. Auditors may be designated by the Executive Committee, who shall audit and examine the books of account of the Madison County Democratic Party and shall certify to the Executive Committee the annual balances of the books which shall be prepared at the close of the fiscal year by, or under the direction of the Treasurer.

SECTION 3: Ad Hoc Finance / Expense Committee: An Ad Hoc Finance / Expense Committee shall be elected/selected four (4) months prior to elections (general and/or primary) to decide upon extraordinary expenses. The Committee will consist of: Chairman, First Vice Chairman, Second Vice Chairman, Secretary, Treasurer, and three (3) other members at large from different districts. The duties of this Committee will be to approve extraordinary expenditures when a general meeting of the entire Executive Committee is not feasible. All eight (8) members will be contacted either in person or by phone, and there must be approval of the extraordinary expense by at least six (6) of the eight (8) committee members.

### ARTICLE XIII: PARLIAMENTARY PROCEDURE

The current edition of Roberts Rules of Order, Newly-Revised, shall govern meetings of the Executive Committee in all cases to which they are applicable and in which they are not inconsistent with the bylaws and any special rules of order which may be adopted.

### ARTICLE XIV: AMENDMENTS

These bylaws may be amended or substituted by a two-third (2/3) majority vote of those present of the membership, at any meeting of the Executive Committee called for the purpose of amending these bylaws.

# MADISON COUNTY DEMOCRATIC PARTY BYLAWS

## Amendments

The following amendments to the Madison County Democratic Party Bylaws were approved by a majority of those members present at the Madison County Democratic Party Executive Committee meeting on March 8, 2005.

Effective April 2, 2005, Article II, Section 3 shall be amended to the following:

Article II: Membership, Section 3: Dues. Members shall pay annual dues as fixed by the Madison County Democratic Executive Committee by a two-thirds vote of those present of the membership at any meeting of the Executive Committee called for the purpose of determining the rate of dues. Said dues shall be due and owing in the month of April of each year.

Effective April 2, 2005, Article IV, Section 2 shall be amended to the following:

Article IV: Executive Committee, Section 2: Manner of Election. The Executive Committee members shall be elected at a county convention called for the purpose of electing Executive Committee members. The election shall be held in April of odd-numbered years.