

## PROPOSED CHANGES IN RCDP BYLAWS

### ARTICLE I. NAME AND PURPOSE

I. SECTION 1: The name of this organization is the Rutherford County Democratic Party, abbreviated hereinafter as RCDP.

I. SECTION 2: The goals of this organization are to promote the ideals and principles of the Democratic Party and to aid in the election of Democratic nominees to public office.

### ARTICLE II. MEMBERSHIP

II. SECTION 1: ELIGIBILITY. All residents of Rutherford County, Tennessee, who are registered to vote in Rutherford County and who support the ideals and principles of the Democratic Party, are eligible to become members of the Rutherford County Democratic Party (RCDP).

II. SECTION 2: NON-DISCRIMINATION. Membership in the RCDP shall not be denied because of race, sex, religion, age, disability or ethnic origin.

### ARTICLE III. POWERS AND RESPONSIBILITIES

#### III. SECTION 1. GOVERNANCE.

The governance and direction of the affairs of the RCDP shall be vested in the Rutherford County Democratic Executive Committee (the "Executive Committee") and in the officers of the RCDP, as 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.

#### III. SECTION 2: RESPONSIBILITIES.

The RCDP shall have the following responsibilities:

- (a) Planning and conducting all RCDP meetings, conventions, caucuses, and other events;
- (b) Keeping and maintaining records of all Democratic Party meetings, business and finances; keeping a database of membership and an inventory of RCDP property;
- (c) Supporting the duly selected nominees of the Democratic Party.

## ARTICLE IV: EXECUTIVE COMMITTEE

### IV. SECTION 1. MEMBERSHIP.

The Executive Committee shall be composed of a man and a woman from each county commission district, plus **seven (7)** at-large members elected by the biennial RCDP Convention for a term of two (2) years. In addition, those officers who are elected pursuant to Article VI of these bylaws (Chair, First Vice-Chair, Second Vice-Chair, Recording Secretary, Corresponding Secretary, Treasurer) shall also be members of the Executive Committee.

### IV. SECTION 2. MEETINGS.

See Article 5, Sections 2 & 3 for rules regarding meetings.

### IV. SECTION 3. DUTIES.

The duties of executive committee members are as follows:

- a) To attend Executive Committee Meetings on a regular basis;
- b) To assist at RCDP events;
- c) To assist the Membership Committee in identifying loyal Democrats in Rutherford County and obtaining their contact information for party files;
- d) To assist in contacting residents in their district to ascertain party preference and to invite newly identified Democrats to join RCDP;
- e) To work for the election of Democratic nominees for public office, including seeking qualified Democratic candidates to run for public office;
- f) To assist with Voter Registration, Get Out the Vote, and Poll Watching activities;
- g) In the event that no primary election is held, to select Democratic primary candidates for local public offices in a special caucus called by the Chair.

### IV. SECTION 4. MANNER OF ELECTION.

a) Executive Committee members shall be elected at a County Convention called in odd-numbered years, for the purpose of reorganization of RCDP, on a date determined by the Tennessee Democratic Executive Committee.

b) All voting age residents of Rutherford County who **attest in writing** that they are bona fide Democrats and **show evidence** that they are registered to vote in Rutherford County are eligible to vote at the convention and to be candidates for the Executive Committee.

c) The convention shall be called to order by the incumbent Chair of the RCDP. The convention shall then divide into caucuses to be held for each county commission district. One man and one woman shall be elected by each district caucus. 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. After the close of the convention, those newly elected Executive Committee members shall subsequently elect the Officers of the RCDP.

#### IV. SECTION 5. 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 Chair or Recording Secretary.

#### IV. SECTION 6. VACANCIES.

Vacancies in the Executive Committee shall be filled by nominations made from within the RCDP Executive Committee, followed by a majority vote of the Executive Committee members present at any regular RCDP meeting.

#### IV. SECTION 7. ATTENDANCE.

An Executive Committee member who fails to attend three (3) 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.

#### IV. SECTION 8: OFFICIAL ACTION.

Provided that a quorum is present, the act of a majority of the Executive Committee members present shall be the act of the Executive Committee, unless a greater number be required by law or by these bylaws.

#### IV. Section 9. SANCTIONS OR EXPULSION.

##### a). NOTICE and OPPORTUNITY TO BE HEARD.

The Executive Committee may vote to impose sanctions on, or to expel a member, but only if written notice is given to all members of the Executive Committee thirty (30) days in advance of the meeting at which the issue will be taken up and voted upon. The member in question must be given thirty (30) days' written notice, and an opportunity to be heard.

##### b) DISCRETIONARY SANCTIONS OR EXPULSIONS.

- 1) A member may be expelled at the discretion of the Executive Committee if a pattern of excessive non-attendance is established, even if such absences are excused.
- 2) 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 running for office as an Independent or representing any political party other than the Democratic Party; showing public support for an independent candidate or the 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.
- 3) Candidates for elected positions for which ALL candidates must run as independents (i.e. county commission, school board, road board, etc.) or for which there is no Democratic opponent appearing on the ballot, and their supporters, shall not be subject to sanctions or expulsion.

4) Discretionary sanctions or expulsion shall not occur unless and until thirty (30) days' written notice is given to the Executive Committee members and to a member against whom a sanction is contemplated, said member is given an opportunity to be heard, and three-fourths (3/4) of the membership present and voting concur in the action.

(Please note)

## ARTICLE V. MEETINGS.

\* Amendment to  
Article 5 Section 2:  
A) In odd #d years,  
Bi-monthly working  
meetings?

### V. SECTION 1. GENERAL.

1) All conventions of the RCDP or meetings of its Executive Committee shall be well publicized in a county-wide newspaper and on the RCDP website at least fourteen (14) days prior to the date of the meeting.

quarterly EC  
meetings.

2) Members of the Executive Committee shall be notified by postcard at least fourteen (14) days prior to Executive Committee meetings.

B) In even #d

3) All meetings shall be held at convenient times and locations, and shall be open to the public unless legal counsel recommends the need for a closed meeting. Neither proxies nor voting by unit rule shall be allowed at any meeting of the Executive Committee.

years, monthly  
working meetings  
? quarterly EC  
meetings.

### V. SECTION 2. REGULAR MEETINGS.

Regular meetings of the Executive Committee shall be held on the second Saturday of alternate months during odd-numbered years, beginning in January; and on the second Saturday of every month in even-numbered years, beginning in January. Other meetings may be called by the Chair or by petition of one-third (1/3) of the members of the Executive Committee.

### V. SECTION 3. SPECIAL MEETINGS.

Special meetings may be called on an emergency basis by the Chair or by petition of one-third (1/3) of the members of the Executive Committee. Written notice must be provided to all Executive Committee members at least seven (7) days prior to such a meeting. Moreover, if more than **sixty-five (65)** days have passed since the last previous meeting, and if the Chair has not called a meeting, any twelve (12) members of the Executive Committee may call a meeting by giving written notification to all members at least seven (7) days prior to such meeting. The above-stated notices must include convenient time and location.

### V. SECTION 4. CAUCUS

The Executive Committee may decide by a quorum vote to forego primary elections in favor of a nomination caucus. The purpose of such caucus shall be to establish nominees representing the Democratic Party for county-wide constitutional offices. The rules governing such caucuses are as follows:

1) The Executive Committee, including officers of the RCDP, shall be the sole nominating authority in such caucus.

2) The nomination of each candidate for office shall be determined by a majority vote of a quorum of members present at such caucus of the RCDP Executive Committee and officers.

3) Each candidate for nomination shall affirm in writing their loyalty to the Democratic Party.

4) Each candidate for nomination shall be interviewed by the Executive Committee and party officers for the purposes of establishing that person's qualifications, party loyalty and ethical fitness to serve in the office that he/she seeks.

#### V. SECTION 5. QUORUM.

**Thirty-three (33) per cent** or 1/3 of the members of the Executive Committee shall constitute a quorum for the transaction of business. If less than a quorum is present, a majority of the members present may adjourn the meeting.

#### V. SECTION 6. CONDUCT OF BUSINESS AT MEETINGS.

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

- a) Call to order,
- b) Invocation or moment of silence,
- c) Pledge of allegiance,
- d) Roll call,
- e) Reading, correcting, and approval of minutes from last meeting
- f) Treasurer's report
- g) Report of committees
- h) Resolutions,
- i) Announcements,
- j) Old Business
- k) New Business
- l) Elections
- m) Adjournment.

The current edition of Roberts Rules of Order, Newly Revised, shall govern all meetings of the RCDP.

#### SECTION 7. RESOLUTIONS.

All proposed resolutions must be submitted in writing to the Chair at least one (1) week prior to a meeting. Emergency resolutions may be brought in writing before the body by consent of two-thirds (2/3) majority of the members present, assuming a quorum is present.

## SECTION 8. CONVENTION MEETING.

A regular meeting of the Executive Committee shall be held immediately following the Convention (See Article VI) for the election of officers. Notice of such an Executive Committee meeting shall be contained in the call for the Convention.

## ARTICLE VI. OFFICERS.

### VI. SECTION 1: OFFICERS.

The officers of the RCDP shall be Chair, First Vice-Chair, Second Vice-Chair, Recording Secretary, Corresponding Secretary, and Treasurer, all of whom shall be elected by the Rutherford County Executive Committee for a term of two (2) years, or until their successors are duly elected. All officers are expected to assist the Chair when possible in the same general duties as those assigned to Executive Committee Members.

### VI. Section 2. OFFICERS NOT REQUIRED TO BE MEMBERS.

It is not required that the officers be elected 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.

### VI. SECTION 3. ELECTION OF OFFICERS.

Officers shall be elected by a simple majority of the members of the Rutherford County Executive Committee present at the meeting held immediately following the biennial county convention. In the event a candidate fails to achieve a majority, a runoff election shall be held, with the low-vote-getter being dropped from the next ballot, until a majority prevails.

A complete list of all officers and Executive Committee members shall be forwarded to the Chair of the Tennessee Democratic Party by the Corresponding Secretary within ten (10) days after their election.

### VI. SECTION 4. RESIGNATIONS AND VACANCIES.

The resignation of any officer of the RCDP 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 Chair or Recording Secretary.

Vacancies in any office for any reason must be filled by majority vote of a quorum of the Executive Committee for the unexpired portion of the term.

### VI. SECTION 5. CHAIR.

- a) The Chair shall preside over any RCDP convention or caucus and over the meetings of the Executive Committee. He/She shall be knowledgeable of the proper method of conducting meetings by Roberts Rules of Order, and shall be well informed about issues and candidates, being able articulately and responsibly to discuss them before groups and with the media.
- b) The Chair shall make sure that all Party events are well planned and well attended.

- c) He/She will serve as a liaison between state Democratic Party officials, elected officials and members of the County Democratic Party; he/she will maintain communications with other local Democratic and Progressive organizations, and shall notify all such persons in a timely manner of any county party functions, recognizing the need for ample notice in order that such functions may be placed on the Tennessee Democratic Party's Statewide Calendar of Events for Democratic candidates to attend.
- d) The County Chair shall work with the Treasurer and the Finance Committee in drawing up a quarterly budget and fundraising plan, subject to the approval of the Executive Committee, and in setting goals and providing the means of their fulfillment in regard to party activities.
- e) The Chair will appoint all chairs and members of standing committees.
- f) In the event that the Recording Secretary must be absent from meetings, the Chair will appoint a person to take minutes.

#### VI. SECTION 6. FIRST VICE-CHAIR.

The First Vice-Chair shall assume the duties of the Chair in his/her absence or incapacity, and in so acting, shall have all the powers of, and be subject to all restrictions on, the Chair. He/She will assist the Chair in all that person's duties, and to the best of his/her ability will perform whatever duties the Chair or the Executive Committee shall ask him/her to fulfill.

#### VI. SECTION 7. SECOND VICE-CHAIR.

The Second Vice-Chair is third in command after the Chair and First Vice-Chair. He/She will preside over meetings in the absence or incapacity of both other officers, and in so acting shall have all the powers of, and be subject to all restrictions on, the Chair. He/She will assist the Chair in all that person's duties, and to the best of his/her ability will perform whatever duties the Chair or the Executive Committee shall ask him to fulfill.

#### VI. SECTION 8. RECORDING SECRETARY.

The Recording Secretary is responsible

- 1) for maintaining and updating the RCDP records and giving hard copies to the party's officers and, if requested, to any member of the Executive Committee;
- 2) for keeping and updating an inventory of property belonging to the RCDP, such as computers, printers, podiums, banners, desks, filing cabinets, tables, cooking equipment and all other equipment. Where possible, the time of purchase or sale and the price will be recorded;
- 3) for providing sign-in sheets at party functions and in Democratic Party Headquarters, obtaining names, addresses with zip codes, telephone numbers and email addresses for each attendee, and of maintaining the RCDP database of county Democrats;
- 4) for keeping concise minutes of all party meetings, caucuses or conventions, **including those meetings attended only by officers,**

and for supplying written copies of those minutes to county party officers no later than the beginning of the next called meeting. Such records should be made available to any member of the Executive Committee when requested.

In the event that the Recording Secretary must be absent from a meeting, it will be his/her responsibility to inform the Chair in advance so that somebody may be appointed to take minutes.

#### VI. SECTION 9. CORRESPONDING SECRETARY.

- 1) The Corresponding Secretary shall maintain separate updated lists of all Executive Committee members and officers and will send such lists annually to the Tennessee Democratic Party. Copies of sign-up sheets for local party functions shall be expeditiously forwarded by the Corresponding Secretary to the State Democratic Party. These lists shall include current addresses with zip codes, telephone numbers, and if available, email addresses and fax numbers.
- 2) The Corresponding Secretary shall be responsible for written invitational mailing for all county party functions and for local functions of Democratic candidates. Where possible such notice can be given through email, but those members of the Democratic Party who do not use email should be sent notification of party business and events through the U.S. Postal Service.
- 3) The Corresponding Secretary should send written communications to all members of the Executive Committee a week before the RCDP meetings to encourage attendance and participation.

#### VI. SECTION 10. TREASURER

The Treasurer shall:

- a) have charge and custody of, and be responsible for, all funds and securities of the County Party from any source whatsoever, and shall deposit all such monies in the name of the Rutherford County Executive Committee in such bank or other depository as shall be selected by the Officers of RCDP in accordance with the provisions of these bylaws;
- b) keep and maintain a hard-copy binder, 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, including receipts, ledger and bank statements, which shall include all matters required by law;
- c) report at each Executive Committee meeting on the current state of the party's finances, including report of all income and expenditures within the last two (2) months;
- d) promptly disburse RCDP funds for amounts under \$250 as he/she may be ordered by the Chair and one other duly elected officer; disburse RCDP funds for amounts of \$250 or more only as approved by the Chair, one other duly elected officer, and two (2) of the Trustees. This section shall not apply to

political or charitable contributions which are addressed in sub-section (e) below;

- e) **not** disburse any RCDP funds to any political, charitable or non-profit organization unless such contribution be approved by roll-call vote of the Executive Committee in a regular or specially called meeting;
- f) render monthly reports to the chair and other officers, or to the Executive Committee whenever it may require or request it, an account of all his/her transactions as treasurer, including receipts, ledger and bank statements, showing the condition of the Executive Committee's finances;
- g) be an active member of the Finance and Fundraising Committee (or serve as chair of said committee if appointed by the Chair);
- h) work with the Chair and the Finance Committee to draw up a quarterly budget and fundraising plan, subject to approval of the Executive Committee, and perform other duties that may be assigned to him/her by the Chair or the Executive Committee;
- i) 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.

QUESTIONS: Should we "and fundraising"? Should we split these duties? Should we keep 3 Trustees in addition to Finance Committee (if you accept my suggestion for change of description of duties)? The Trustees could become part of the Finance Committee.

#### **VI. SECTION 11. OUTGOING OFFICERS.**

When a member of the Rutherford County Democratic Party ceases to occupy a party office, that person is responsible for transmitting all party records and all party property in his/her possession to his/her successor. Failure to do so will automatically disqualify the outgoing officer from ever again holding any office in RCDP.

#### **VI. SECTION 12. SANCTIONS.**

All sanctions described in Article IV, Section 9 as applying to Executive Committee members shall also apply to RCDP officers.

#### **ARTICLE VII. STANDING COMMITTEES.**

All standing committees and their chairs, with the exception of Finance, will be appointed by the Chair shortly after he/she takes office. The chair of each committee will report on its activities at the regular meetings of the Executive Committee.

The Standing Committees are as follows:

- 1) **Voter Registration:** to organize on-going voter registration drives before, during and after elections.
- 2) **Finance and Fundraising:** The Finance and Fundraising Committee shall be appointed by the Chair, with the approval of the Executive Committee, and shall consist of five (5) members of the Committee, with the Treasurer and the Chair serving as ex officio voting members. This committee shall set the budget and review financial reports on a quarterly basis and approve emergency expenses on a case-by-case basis. A quorum of five (5) persons shall be required to conduct business.

- 3) **Publicity:** to publicize meetings, events and fundraisers of the RCDP and of Democratic candidates through local media, through flyers and posters, and via the internet. To place ads in publications sent out to Rutherford County Newcomers giving contact information of the RCDP. Place ads in newspapers giving our contact information. To work with the Communications Committee to improve communication among party members and with the community.
- 4) **Communications:** to assist the Corresponding Secretary in spreading the party news and announcements of events to all interested Democrats by means of letter or postcard writing and/or by telephoning.
- 5) **Membership, growth and development:** to contact other progressive community groups or other local Democratic groups (women, high school clubs, College Dems, Young Dems, etc.) to encourage more participation in the RCDP and to recruit volunteers for Party jobs; to obtain contact information from people wishing to join the RCDP and send it to the Recording Secretary.
- 6) **Get Out the Vote:** one precinct at a time, to work with Executive Committee member of that precinct to canvass, locate Dems, register voters, and try to get that precinct to build its own community organization as an extension of RCDP; to get voters to the polls during elections.
- 7) **Three (3) Trustees :** to provide oversight of party expenditures. Meet with treasurer after each business meeting of the Executive Committee to go over the books and receipts.
- 8) **Web Master.** 1 or 2 persons to maintain and operate the RCDP website in conjunction with the Chair.
- 9) **Parliamentarians:** 2 persons thoroughly familiar with the RCDP Bylaws and with Robert's Rules of Order to attend meetings and clarify the rules.
- 10) **Sergeants-at-Arms:** to keep order at RCDP meetings.

#### **ARTICLE VIII. CONTRACTS AND EXPENDITURES.**

##### **VIII. Section 1: CONTRACTS, EXPENDITURES, AND BILL RETENTION.**

- 1) No expenditures or bills shall be made or contracts entered into which purport to obligate the RCDP Executive Committee unless such expenditures or contracts be authorized by a majority vote of those present at a duly called meeting of the Executive Committee at which a quorum is present, except that those one-time expenditures of less than two hundred and fifty dollars (\$250) obligating the Executive Committee may be authorized by the Chair of RCDP, the Treasurer and one other officer.
- 2) Any expense incurred without prior authorization shall be the personal liability of the individual(s) incurring the expense.

- 3) The Treasurer shall present a monthly itemized statement of income and expenditures to Executive Committee members. All paid bills shall be retained by the Treasurer in his records until such records are turned over to his/her successor.

VIII. Section 2. AUDITS.

Auditing of financial records shall be performed by the aforesaid Trustees, appointed by the Chair, to examine the books on a monthly basis. If any serious irregularities are found by the trustees, independent auditors can be called for by a majority vote of the Executive Committee, such meeting being attended by a quorum.

**ARTICLE IX AMENDMENTS TO THE RCDP BYLAWS.**

**All proposed alterations of these RCDP bylaws must be submitted to the Chair at least eighteen (18) days prior to the meeting at which they are to be considered and voted on. Proposed changes in the bylaws must be contained in the call for the meeting at which they are to be voted on, with fourteen (14) days notice being given for such meeting.**

NEWLY ELECTED OFFICERS PLEDGE OF ACCEPTANCE FOR THE ADOPTED BYLAWS

We hereby witness the acceptance of the newly adopted bylaws of the Rutherford County Democratic Party.  
We have agreed to abide by these bylaws while serving as an officer of the Rutherford County Democratic Party. I also pledge to only support Democrats while holding this office.

Kimball Jensen - Corres. Sec.  
Officer 4/9/11  
Date

Charlyson McNeil Second Vice Chair  
Officer 4/9/11  
Date

Michael O'Brien Treasurer  
Officer 4/9/2011  
Date

Dwight Anderson Recording Sec.  
Officer 4-9-2011  
Date

James Smith 1st Vice Chair  
Officer 4-9-2011  
Date

Austin St. Clair Chairman  
Officer 04/09/2011  
Date