

HICKMAN COUNTY DEMOCRATIC PARTY

BYLAWS

ARTICLE I - NAME AND OBJECT

SECTION 1: Name – The name of this organization shall be the Hickman County Democratic Party (“the H.C.D.P.”).

SECTION 2: Object – The object of this organization shall be to promote the ideals and principals 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 Hickman County, Tennessee who are registered to vote in said county are eligible to become members of the H.C.D.P.

SECTION 2: Nondiscrimination – Membership in the H.C.D.P. shall not be denied because of race, color, sex, religion, age, disability or ethnic origin.

SECTION 3: Dues – Dues shall not be required for membership in the H.C.D.P. All members, however, are encouraged to assist in the funding of the organization through their voluntary payment in April of each year of Ten-Dollars (\$10.00).

ARTICLE III - POWERS AND RESPONSILBITIES

SECTION 1: Governance – The governance and direction of the affairs of the H.C.D.P. shall be vested in the Hickman County Democratic Executive Committee (“the Executive Committee”) and in the officers of the H.C.D.P., as hereinafter set forth in these by-laws, 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 Responsibility – The H.C.D.P. 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 nominee of the Democratic Party.

ARTICLE IV - EXECUTIVE COMMITTEE

SECTION 1: Membership – The Executive Committee shall be composed of a man and a woman elected from each civil district of the county.

- (a) In the event difficulties arise in filling Executive Committee positions on a civil district basis, then all representation shall be at-large. Should election of at-large members be required, they will be elected maintaining a balance between male and female members whenever possible.

- (b) Extra member of the Executive Committee will be those who become members pursuant to Article VIII, Section 1: (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. If no time is specified, then the resignation 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 vote 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 fill those Executive Committee positions from members of the H.C.D.P. who meet the same requirements of a duly elected member. NOTE: The at-large requirements in Section 1(a) of this Article may apply.

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. (See also Section 7(b)(ii)(1-4) of this Article.)

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 be required by law or by these bylaws.

SECTION 7: Sanctions or Expulsion –

- (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 two (2) unexcused absences during the 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 in the discretion of the Executive Committee if a pattern or nonattendance is established, even if such absences are excused. Sanctions may be imposed against a member, or he/she may be expelled in the discretion of the Executive Committee, for demonstrating disloyalty to the Democratic Party, either in the form of a public announcement or support of a candidate of another party in a pending election, or by working for or giving financial support to any candidate running against a duly nominated candidate of the Democratic Party.

ARTICLE V - MEETINGS

SECTION 1: General Provisions – All meetings of the H.C.D.P. or of the Executive Committee shall be:

- (a) Well-publicized in a county-wide media at least fourteen (14) days prior to the date of the meeting.
- (b) 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 quarterly, or when called by the chairman or by one-third (1/3) of the Executive Committee members.

SECTION 3: Special Meetings – If more than ninety (90) days have passed since the last previous meeting, and if the Chairman has not called a meeting, any four (4) members may call a meeting by notifying all members at least seven (7) days prior to such meeting. If fewer than ninety (90) days have passed since the previous meeting, six (6) members 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 time and location.

SECTION 4: Quorum – Fifty percent (50%) of the members of the Executive Committee shall constitute a quorum for the transaction of business at meetings 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.

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 convention shall be as follows:

- (a) The convention shall be well publicized in the local news media. At least fourteen (14) days prior notice must be given.
- (b) All members of the H.C.D.P. 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) The convention shall be called to order by the incumbent chairman of the Executive Committee. The convention shall then call for recognition by civil district of all members of the H.C.D.P. in attendance. The members recognized for each civil district will make nominations for representatives of their particular district to serve on the Executive Committee. Each district will be represented by one male and one female member of the Executive Committee. For example, if the attendees from civil district 1 nominate three men and one woman, the woman will be elected as the female representative from district 1 and all attendees from district 1 will vote on the three male nominees to determine the male representative from district 1. A plurality will prevail for each election. In the case of a tie, a runoff between those tied shall be held to determine the winner.
- (d) Should it become impossible to fill Executive Committee positions on a district basis, then the provisions of Article IV, Section 1(a) shall apply.

ARTICLE VII - PROXIES AND UNIT RULE

SECTION 1: Proxy Voting – 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 H.C.D.P. shall be the chair, vice-chair, secretary, treasurer, parliamentarian and historian, all of who shall be elected by the H.C.D.P. 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 vote of the members of the H.C.D.P. in attendance at the convention.

- (a) In the event a majority is not achieved, a runoff election shall be held until a majority prevails and the low vote getter being dropped from the next ballot.
- (b) A complete list of all officers and the Executive Committee members shall be forwarded to the Chairman of the Tennessee Democratic Party within ten (10) days after their election.

SECTION 3: Vacancies – Vacancies in any office for any reason may be filled by the Executive Committee for the unexpired portion of the term.

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

SECTION 5: Vice-Chair – In the absence of the chair, or in the event of his/her death or inability or refusal to act, the vice-chair shall perform the duties of the chair, and, in so acting, shall have all the powers of, and be subject to all restrictions on, the chair. He/she shall perform all duties incident to the office of the vice-chair and such other duties as may be assigned to him/her by the chair 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 chair 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 H.C.D.P. from any source whatsoever, and deposit all such monies in the name of the Hickman County Democratic Executive Committee in the Community Bank & Trust of Centerville, TN or other depositories as shall be selected in accordance with the provision of these bylaws.~~
- (b) Keep and maintain, open to inspection by any member of the Executive Committee at all reasonable times, adequate or correct accounts of the funds and all 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 chair 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 a form satisfactory to it showing the condition 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 chair 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 with such corporate surety or sureties as the Executive Committee shall determine.

SECTION 8: Parliamentarian – It shall be the function of the parliamentarian to insure all meetings of the H.C.D.P. and the Executive Committee are conducted under the rules and in accordance with Roberts Rules of Order, Newly Revised. (See also Article XIII, Parliamentary Procedure)

SECTION 9: Historian – The historian shall compile a chronicle history of events and happenings within the organization. This history should include, but not limited to, photographs, news clippings as well as audio and/or video recordings.

SECTION 10: 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 11: Officers Must Support Nominees Of The Democratic Party – No person shall be an officer or member of the Executive Committee if he/she does 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 to all members of the Executive Committee.

SECTION 12: 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 Chair – The Chair may establish committees to be composed of solely 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 a 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 their removal.

ARTICLE X - CONDUCT OF BUSINESS AT MEETINGS

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

- (a) Call To Order
- (b) Invocation
- (c) Roll Call
- (d) Approval Of The Minutes Or Previous Meeting
- (e) Treasurer's Report
- (f) Report Of Committees
- (g) Resolutions (if any)
- (h) Announcements (if any)
- (i) Old Business
- (j) New Business
- (k) Elections (if required)
- (l) Invited Guest Speaker(s) (if any)
- (m) Adjournment

ARTICLE XI – RESOLUTIONS

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

ARTICLE XII – CONTRACTS AND EXPENDITURES

SECTION 1: Contracts: Expenditures: Bill Retention – No expenditures or bill 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 Three Hundred Dollars (\$300.00) obligating the Executive Committee may be authorized by the Chair of the Executive Committee. The Treasurer shall present a quarterly itemized statement of income and expenditures to Executive Committee Members. All paid bills shall be retained by the Treasurer for a period of three (3) years.

SECTION 2: Audits – Auditors may be designated by the Executive Committee, who shall audit and examine the books of account of the H.C.D.P. 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.

ARTICLE XIII – PARLIMENTARY 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-thirds (2/3) vote of the total membership of the Executive Committee at any meeting of the Executive Committee call for the purpose of amending these bylaws.

ARTICLE XV – RULES

The H.C.D.P. is a constituent party of the Tennessee Democratic Party. The Hickman County Democratic Executive Committee is an organization created by the State Democratic Executive Committee, which the State Democratic Executive Committee having full authority in all matters over the Hickman County Democratic Executive Committee. State Party rules take precedence over the bylaws of the H.C.D.P.

Adopted this 6th day of April, 2013.

Re-adopted this 21st day of March 2015

Paul Aydelott

Hickman Co., H.C.D.P. Chairperson

_____, H.C.D.P. Secretary