

ROBERTSON COUNTY DEMOCRATIC PARTY BY-LAWS

ARTICLE I GENERAL ORGANIZATION

- Section 1:** Name. The name of this organization shall be the Robertson County Democratic Party.
- Section 2:** Affiliation. ~~The Robertson County Democratic Party shall be the official county-level affiliated organization of the Tennessee Democratic Party and the national Democratic Party.~~
- Section 3:** Purpose. The Robertson County Democratic Party exists to promote the ideals and principles of the Democratic Party and to assist in the election of Democrats to public office.
- Section 4:** Membership. All residents of Robertson County, Tennessee, who are registered to vote in this County and who believe in the ideals and principles of the Democratic Party are eligible to become members of the Robertson County Democratic Party.
- Section 5:** Nondiscrimination. Membership in the Robertson County Democratic Party shall not be denied because of race, color, ethnic origin, gender, sexual orientation, religion, age, disability, level of education, or profession.

ARTICLE II POWERS AND RESPONSIBILITIES

- Section 1:** Governance. The governance of the Robertson County Democratic Party shall reside in the Robertson County Democratic Executive Committee (hereafter referred to as the "Executive Committee") and the officers of the Robertson County Democratic Party.
- Section 2:** Authority. The officers and Executive Committee of the Robertson County Democratic Party shall be selected and shall act in accordance with these by-laws and such rules as might be established by the Tennessee Democratic Party and the national Democratic Party; and it shall be subject to the Constitution and laws of the United States of America and the State of Tennessee.

Section 3: Responsibilities. The Robertson County Democratic Party, its officers, and its Executive Committee shall have the following responsibilities:

- 1) Supporting the duly selected nominees of the Democratic Party for all offices.
- 2) Planning and conducting all county Democratic Party meetings and conventions.
- 3) Keeping and maintaining records of all Democratic Party meetings and business.

ARTICLE III

EXECUTIVE COMMITTEE

Section 1: Manner of Election. The Executive Committee shall be selected at a county convention conducted for the purpose of the reorganization of the Robertson County Democratic Party at a time determined by the State Democratic Executive Committee.

Section 2: Membership. Membership in the Executive Committee shall be at-large and for a two-year term. The Robertson County Democratic Party shall strive in all good faith to achieve, as much as possible, a balance of men and women, a balance of geographic areas within the county, and fair representation of racial and ethnic groups within the county. The same nondiscrimination rules that apply in Article I, Section 5, shall apply to membership in the Executive Committee.

Section 3: Additional Members. Additional members of the Executive Committee may be selected by an affirmative vote of the Executive Committee members present at any regular meeting. Additional members may be selected to fill vacancies that might occur, to create or maintain a balance in membership as outlined in Article III, Section 2, or for other reasons deemed essential by the Executive Committee.

Section 4: Resignations. The resignation of any member of the Executive Committee shall be made in writing, including by electronic means, whenever possible. The resignation shall take effect at the time specified in that written communication, if specified; otherwise, it shall take effect immediately.

Section 5: Authority to Act. A majority of Executive Committee members present at any regular meeting, or at any special meeting called in accordance with Article V, Section 2, shall be sufficient authority to act on behalf of the Robertson County Democratic Party, unless a greater number is specifically required.

Section 6: Automatic Expulsion. A member of the Executive Committee shall forfeit membership automatically for the following reasons:

- 1) The member qualifies for political office as an Independent rather than as a Democrat, or as a representative of any political party other than the Democratic Party.
- 2) The member contributes funds to, works in the campaign of, makes public statements in support of, or otherwise offers public support to any political candidate who seeking office as an Independent rather than as a Democrat or as a representative of any political party other than the Democratic Party.
- 3) The member moves out of Robertson County permanently.

~~The highest-ranking officer of the Executive Committee, after consultation with at least two of the other officers, shall have the authority to notify any member of the Executive Committee of automatic expulsion under this Section and enforce it as necessary; but this decision must be ratified by a two-thirds (2/3) vote of the Executive Committee at its next meeting. The expelled member shall be given the opportunity to appear at that meeting and be heard, but the decision of the full Executive Committee shall be final.~~

Section 7: Discretionary Sanctions or Expulsion. A member of the Executive Committee may be removed or face other appropriate sanctions by a two-thirds (2/3) vote of the Executive Committee present and voting at any meeting for the following reasons:

- 1) Demonstrable disloyalty to the Democratic Party.
- 2) A pattern of nonattendance, nonparticipation or disinterest in party activities.
- 3) Conduct unbecoming to the Democratic Party, including but not limited to criminal conduct.
- 4) Conduct constituting a lack of good faith or a lack of good intentions related to the operations of the Robertson County Democratic Party.

Any Executive Committee member facing sanctions or expulsion under this Section shall be given adequate notice in writing, including by electronic means, and an opportunity to be heard. No sanctions or expulsion under this Section can be imposed without this opportunity being offered.

**ARTICLE IV
OFFICERS**

Section 1: Meeting to Elect Officers. Officers shall be selected by the Executive Committee ~~at the time of the county convention conducted for the purpose of the reorganization of the Robertson County Democratic Party.~~

Section 2: Officers: The officers of the Robertson County Democratic Party shall be chair, vice-chair, secretary and treasurer. Additional vice-chairs or other officers may be established by the Executive Committee as needed. Officers shall serve for two years or until a qualified successor is properly elected. No one who has been expelled under provisions of Article III, sections 6 and 7, shall be eligible for ~~election as an officer.~~

Section 3: Election of Officers. The officers shall be elected by a simple majority of the members of the Executive Committee. In the event a majority is not achieved, runoff election(s) shall be conducted until a majority prevails, with the lowest vote-getter being dropped on each successive ballot.

Section 4: Relationship to Executive Committee. Existing membership on the Executive Committee is not a required qualification for election as an officer, but anyone elected as an officer shall, upon election, become a voting member of the Executive Committee.

Section 4: Chair. The chair shall have the following responsibilities:

- 1) To preside over any meeting or convention of the Robertson County Democratic Party and/or the Executive Committee.
- 2) To perform all duties incident to the office of chair and such other duties as prescribed by the Executive Committee.
- 3) To appoint and dissolve committees established for specific purposes, subject to the approval of the Executive Committee.
- 4) To serve as the official liaison and representative to the Tennessee Democratic Party and to participate in official gatherings of the organization of Democratic County Chairs whenever possible.
- 5) To speak and act on behalf of the Robertson County Democratic Party in accordance with these by-laws.

Section 5: Vice-Chair. The vice-chair shall have the following responsibilities:

- 1) To preside over any meeting or convention in the absence of the chair.
- 2) To act as chair in the event of the death, disability or refusal to act of the chair until such time as the Executive Committee can meet to elect permanent chair or deal appropriately with a refusal to act.
- 3) To perform all duties incident to the duties of vice-chair and such other duties as prescribed by the Executive Committee.

- Section 6:** Secretary. The secretary shall have the following responsibilities:
- 1) To keep the minutes of the Executive Committee.
 - 2) To keep the minutes of all general membership meetings and conventions of the Robertson County Democratic Party.
 - 3) To see that all required notices are duly issued.
 - 4) To act as custodian of the records of the Executive Committee.
 - 5) To keep full membership records and contact information of Executive Committee members.
 - 6) To perform all duties incident to the duties of secretary and such other duties as prescribed by the Executive Committee.
 - 7) To provide a complete list of all officers and Executive Committee members to the Chair of the Tennessee Democratic Party within ten (10) days of their election.

- Section 7:** Treasurer. The treasurer shall have the following responsibilities:
- 1) To have charge and custody of, and be responsible for, all funds and securities of the Robertson County Democratic Party from any source whatsoever, and to deposit all such funds in the name of the Robertson County Democratic Party or Executive Committee in an established bank or other institution as authorized by the Executive Committee.
 - 2) To keep and maintain adequate and correct accounts of all funds and transactions of the Executive Committee, and to have these available for inspection by any member of the Executive Committee at all reasonable times.
 - 3) To disperse the funds of the Executive Committee only as directed or authorized by the Executive Committee.
 - 4) To present a full financial report, including a record of all transactions and balances, at every meeting of the Executive Committee or to any officer when requested to do so, in a satisfactory and understandable format.
 - 5) To register with the State Election Commission and file any and all reports required by the State Election Commission and the Federal Election Commission.
 - 6) To perform all duties incident to the duties of treasurer and such other duties as prescribed by the Executive Committee.
 - 7) If required by the Executive Committee, to post a bond, to be paid for by the Executive Committee, for the faithful discharge of the treasurer's duties, in such sum and with such corporate surety or sureties as the Executive Committee may require.

Section 8: Other Officers. If other officers are established under Article IV, Section 2, their duties and ranks shall be established at the same time of the election.

Section 9: Resignations. The resignation of any officer shall be made in writing, including by electronic means, whenever possible. The resignation shall take effect at the time specified in that written communication, if specified; otherwise, it shall take effect immediately.

Section 10: Sanctions or Expulsion. As members of the Executive Committee, all officers are subject to the same provisions for automatic or discretionary sanctions or expulsion as described in Article III, Sections 6 and 7, and in fact shall be expected to maintain an especially high standard of conduct and party loyalty by virtue of their positions as officers.

ARTICLE V MEETINGS

- Section 1:** Meetings. Regular meetings of the Executive Committee shall be held monthly at a convenient time and place established by the Executive Committee. The Executive Committee shall strive to ensure that meetings are set for a specific time and day of the week, and during a specific week of the month. Any changes in the regular schedule of meetings must be approved by the Executive Committee in advance.
- Section 2:** Special Meetings. Special meetings may be held at a convenient and reasonable time and place under the following circumstances:
- 1) By vote of the Executive Committee.
 - 2) At the call of the chair.
 - 3) At the request of one-third (1/3) of the Executive Committee members.
 - 4) If more than seventy (70) days have passed without a meeting, and if the chair or ranking officer has not called a meeting, any two (2) officers or any seven (7) Executive Committee members may call a special meeting.
- Section 3:** Notice of Meetings. All meetings of the Robertson County Democratic Party or Executive Committee shall be as well-publicized in county-wide media as possible in advance of the meeting. The Executive Committee may devise a method to individually remind Executive Committee members of meeting times and places. Every good faith effort to notify all Executive Committee members of meetings, including special meetings, shall be made.
- Section 4:** Quorum. Those Executive Committee members attending a properly-called regular or special meeting shall constitute a quorum and shall have the authority to act as described in Article III, Section 5.
- Section 5:** Voting Restrictions. No proxy shall be allowed in any meeting of the Robertson County Democratic Party or Executive Committee. No voting by unit rule shall be allowed. No payment or fee as a condition of voting rights shall be allowed.
- Section 6:** Transparency. All meetings shall be open to the general public and the media, except in cases in which legal counsel has indicated a need for a closed meeting. Votes shall be conducted openly, and secret ballots will not be allowed, unless a secret ballot is required by a majority vote of the Executive Committee.

Section 7: Convention Meeting. The county convention for the purpose of the reorganization of the Robertson County Democratic Party shall be considered a special meeting and conducted in the following manner:

- 1) ~~The convention meeting shall be conducted in accordance with all rules and regulation as set forth by the Tennessee Democratic Executive Committee.~~
- 2) The convention meeting shall be well-publicized in county-wide media, and at least fourteen (14) days' prior notice must be given.
- 3) All members of the Robertson County Democratic Party as described in Article I, section 4, and who attest that they are bona-fide Democrats through an affidavit or written affirmation to that effect, are eligible to vote at the convention meeting and to be elected to the Executive Committee.
- 4) Only bona-fide Democrats will be permitted to remain in the convention meeting for the voting process. The incumbent Secretary or other incumbent officer shall verify the affirmations of all attendees.
- 5) The incumbent chair or ranking officer shall preside over the convention meeting.
- 6) The election of the Executive Committee will be the first order of business, followed next by the ratification of by-laws, and followed next by the election of officers beginning with the chair. The incumbent chair will preside until all elections are completed.
- 7) After announcement of the time and place of the next meeting, the convention meeting shall then adjourn, as its business will have been completed.
- 8) Should the Executive Committee have additional business to transact, or if the agenda of the Convention Meeting (as outlined above in paragraph 6) is restricted in some way by the rules of the Tennessee Democratic Executive Committee, a meeting of the Executive Committee may take place immediately after the Convention Meeting to conclude all necessary business.

Section 8: Business at Meetings. The presiding officer shall maintain proper decorum during meetings and attempt to conduct business in a timely manner. When necessary, *Roberts Rules of Order, Newly Revised* shall be the standard for meeting conduct. The regular order of business at Executive Committee meetings shall include the following.

- 1) Call to Order.
- 2) Pledge of Allegiance.
- 3) Reading and Approval of Minutes.
- 4) Treasurer's Report.
- 5) Committee Reports.
- 6) Old Business.

- 7) New Business.
- 8) Announcements.
- 9) Elections (if necessary).
- 10) Recognition of Guests.
- 11) Reminder of the Next Meeting.
- 12) Adjournment.

ARTICLE VI CONTRACTS AND EXPENDITURES

- Section 1:** Approved Budget. Funds shall be expended in a manner approved in advance by ~~the Executive Committee.~~
- Section 2:** Purpose of Expenditures. Funds shall be collected and disbursed only for purposes consistent with the mission and responsibilities of the Robertson County Democratic Party.
- Section 3:** Contracts and Obligations. No contracts shall be entered into unless specifically authorized by a vote of the Executive Committee, nor shall substantive changes in existing contracts be accepted without such a vote.
- Section 4:** Small-Dollar Expenditures. The chair may authorize the expenditure of up to one-hundred and twenty-five dollars (\$125) for unexpected and necessary purposes, but these expenditures shall be included in the treasurer's report as described in Article IV, Section 7, and ratified by the Executive Committee at its next regular meeting.
- Section 5:** Emergency Expenditures. Emergency expenditures of more than one-hundred and twenty-five dollars (\$125) for items not already approved by the Executive Committee may be authorized by a majority of the officers, but these expenditures shall be included in the treasurer's report as described in Article IV, Section 7, and ratified by the Executive Committee at its next regular meeting. The officers are expected to exercise due diligence and caution in making such emergency expenditures.
- Section 6:** Record Retention. All records of receipts and expenditures shall be retained by the treasurer for at least five years.
- Section 7:** Audits. The Executive Committee may mandate an audit of its finances at its discretion and require a certification of its balances. Only a fully accredited and licensed accountant or firm may be utilized for an audit.

**ARTICLE VII
ADOPTION AND AMENDMENTS**

Section 1: Adoption. Adoption of these by-laws shall occur with a vote of two-thirds (2/3) of the Executive Committee.

Section 2: Amendments. Amendments to these by-laws shall take effect with a vote of two-thirds (2/3) of the Executive Committee.

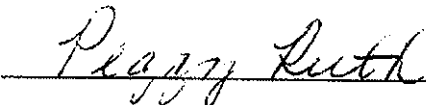
Section 3: Ratification. Ratification of by-laws by the Executive Committee shall occur at the Convention Meeting as provided in Article III, Section 7. Any amendments and final ratification shall require a two-thirds (2/3) vote of the Executive Committee. ~~Should a two-thirds (2/3) vote not be attained, the existing by-laws shall remain in effect until such time as such a majority can be attained.~~

Section 3: Validity. Notwithstanding any inadvertent provision or omission of these by-laws, the rules governing the national Democratic Party and the Tennessee Democratic Party shall be followed by the Robertson County Democratic Party. The Robertson County Democratic Party is a constituent organization of the Tennessee Democratic Party and subject to the authority of the Tennessee Democratic Executive Committee. A copy of these by-laws and any amendments thereto shall be sent to the Chair of the Tennessee Democratic Party by the secretary within ten (10) days after adoption..

CERTIFICATION

We hereby certify that the attached is a true copy of the Robertson County Democratic Party By-Laws and that they were duly ratified by the Robertson County Democratic Executive Committee in its convention meeting of March 23, 2015. These By-Laws supercede and replace any previous versions.


Chair, Robertson County Democratic Party


Secretary, Robertson County Democratic Party