

**DUTCHESS DEMOCRATIC WOMEN’S CAUCUS
BYLAWS**

ARTICLE I: Name

The name of this organization shall be the Dutchess Democratic Women’s Caucus, hereinafter referred to as DDWC.

The address of DDWC shall be the current president’s address, or as may be designated from time to time by the Executive Committee.

ARTICLE II: Purposes & Activities

DDWC shall be an independent, grassroots organization devoted to bringing more Dutchess County Democratic women into the political process and electing well-qualified Democratic women to public office at every level.

DDWC will function as a network and a resource for all politically active Democratic women in the county. It will provide a forum for the exchange of information, ideas and support. It will encourage new Democratic candidates and activists by providing mentors, training and support.

DDWC welcomes as members Democratic women and men from every part of Dutchess County and beyond, from every walk of life and every constituency.

DDWC will support and liaise with the Dutchess County Democratic Committee, the Democratic Party’s official organization in the county.

DDWC shall not endorse candidates in primary elections.

DDWC’s fiscal year shall be the calendar year.

ARTICLE III: Membership

Membership shall be open to any enrolled Democrat who supports the purposes and activities of DDWC.

A member is defined as a person whose dues are up to date.

Members shall pay annual dues. There shall be five membership categories: Eleanor Roosevelt Member, \$125.00; Susan B. Anthony Member, \$75.00; Regular Member, \$25.00; College Member, \$15.00; Junior (under age 18) Member, \$5.00. Dues may be waived or lowered in cases of need at the discretion of the Executive Committee. Dues are payable when the member joins and once a year thereafter in the month of January. Members who join in July or after of any

given year shall pay only half a year's dues for that year upon joining. Only members whose dues are up to date may vote on DDWC matters.

ARTICLE IV: Officers

The officers of DDWC shall be:

- President
- 1st Vice President
- 2nd Vice President
- Secretary
- Treasurer

Officers' terms shall be for two years. No officer shall serve more than two consecutive terms *in the same office*..

Any member who wishes to be a candidate for office shall submit a letter of intention to the Chair of the Nominating Committee no fewer than 60 days before the next Annual Meeting.

The PRESIDENT shall preside at Executive Committee meetings, Steering Committee meetings, and full membership meetings. The President, with the assistance of the Vice Presidents, shall be responsible for the administration of DDWC business. The President, in consultation with the Executive Committee, shall appoint Committee Chairs. The President or her designee shall be an ex-officio, non-voting member of all standing committees; however she or her designee may cast a vote in standing committee in order to break a tie. The President shall present a report to each membership meeting on all matters concerning DDWC and shall file a copy of the report with the Secretary. The President or her designee shall represent DDWC in public and to the media and at meetings and conferences of other organizations, including official Democratic Party organizations. The President or her designee shall be the official spokeswoman for DDWC.

The 1st VICE PRESIDENT shall perform all the duties of President whenever the President is unable to do so. She and the 2nd VICE PRESIDENT shall assist the President in the administration of DDWC business and shall perform such duties as assigned by the President.

The SECRETARY shall perform all the customary duties of the office in conformance with the Secretarial Procedures established in writing by the Executive Committee. These duties shall include keeping an accurate and complete record of DDWC proceedings and reports, taking minutes and attendance at every meeting, and disseminating reports to the appropriate parties. With the approval of the Executive Committee, the Secretary may appoint one or more assistants who shall not be considered officers of DDWC

The TREASURER shall perform all the customary duties of the office in conformance with the Treasurer's Procedures established in writing by the Executive Committee. These duties shall include keeping DDWC bank accounts in order and filing financial

reports as required by New York State Election Law. The Treasurer shall submit a monthly report to the Executive Committee. With the approval of the Executive Committee, the Treasurer may appoint one or more assistants who shall not be considered officers of DDWC.

Should any officer fail to attend three consecutive Steering Committee meetings without being excused, such act will be considered an official act of resignation of that officer's position.

A vacancy in any Executive Committee position except that of President shall be filled by appointment of the President after consultation with the Executive Committee. These interim appointments shall remain in effect until the election of officers at next Annual Meeting.

ARTICLE V: Executive Committee

The Executive Committee shall consist of the President, the 1st Vice President, the 2nd Vice President, the Secretary, the Treasurer, the immediate past President, and three Members-at-Large.

Members-at-Large shall be nominated by the Nominating Committee and elected by the membership at the Annual Meeting. Members-at-Large shall serve three-year terms on a staggered rotation, so that only one is up for election every year. Members-at-Large are limited to two consecutive three-year terms. Any member who wishes to be a candidate for Member-at Large shall submit a letter of intention to the Chair of the Nominating Committee no fewer than sixty days before the next Annual Meeting.

A quorum shall consist of five members of the committee present or on speakerphone.

The Executive Committee shall administer the activities of DDWC. A full report of its proceedings shall be prepared and presented by the President at each membership meeting.

The *Treasurer* (Executive Committee) shall prepare the annual budget *in January* and present it to the *Executive Committee* (President) for *approval*.

The Executive Committee shall approve all expenditures over \$500.00 *that are not already included in the budget*.

Special meetings of the Executive Committee may be called on the written petition of at least two-thirds of the Committee, with seven days notice to the members of the time, place and reason for calling the meeting

ARTICLE VI: Steering Committee

The Steering Committee shall consist of all members of the Executive Committee and all Committee Chairs.

The Steering Committee shall meet no fewer than six times a year to hear reports from committees and make sure that all ongoing DDWC activities are coordinated to carry out the organization's goals. The Steering Committee shall also be responsible for long-range planning.

A quorum shall consist of nine members of the committee present or on speakerphone.

Special meetings of the Steering Committee may be called on the written petition of at least two-thirds of the Committee with seven days notice to the members of the time, place and reason for calling the meeting.

ARTICLE VII: Meetings

(There shall be no fewer than four full membership meetings per year, one of which shall be designated the Annual Meeting.

Members shall be notified of meetings in writing at least seven days in advance, except for the Annual Meeting as noted below.

At each meeting, the President shall report on the activities of DDWC and shall call for discussion and voting on appropriate matters.)

Each member shall have one vote at DDWC meetings. The Secretary will conduct the sign-in, to ensure that all present are eligible to vote.

A quorum shall consist of 10% of the membership. Votes shall be carried by a simple majority of the members present. There shall be no voting by proxy.

All meetings shall be conducted in accordance with Robert's Rules of Order, the Modern Edition.

ANNUAL MEETING

There shall be an Annual Meeting every April at which elections shall take place for officers and Members-at-Large whose terms have expired or who have resigned. Newly elected officers and Members-at-Large shall assume office immediately following the Annual Meeting.

The date, time and place of said meeting shall be communicated to the membership at least 21 days in advance

The agenda of the Annual Meeting shall be set by the Executive Committee. If any member of DDWC wishes to have an item placed on the agenda she/he shall notify the President in writing at least two weeks before the meeting. Such notification shall include a brief description of the matter to be considered. The item shall then be placed on the agenda, or it may be brought up at the meeting as New Business.

The following shall be sent to the membership seven days in advance of the Annual Meeting: (1) the agenda, (2) the Nominating Committee's slate of officers and Members-at-Large, and (3) any proposed amendments to the bylaws.

Nominations for officers and Members-at-Large may be made from the floor.

The President, the Treasurer, and the Committee Chairs shall present reports at the Annual Meeting. These reports shall then be filed with the Secretary in writing or electronically.

MEMBERSHIP MEETINGS

Other meetings, *programs and events* for the full membership shall be scheduled by the Executive Committee.

Special meetings of the full membership may be called on the written petition of 10% of the membership, with seven days notice to the full membership of the time, place and reason for calling the meeting.

Upon occasions when time is a factor, members may be called upon to vote on a particular issue by email or fax. A virtual quorum for such votes will consist of responses from 10% of the membership, and a simple majority will decide.

ARTICLE VIII: Committees

All Committee Chairs shall serve on the Steering Committee and shall present a report at each Steering Committee meeting.

The activities of all committees except the Nominating Committee must be approved by the Steering Committee.

Committee Chairs shall get approval from the President or 1st Vice President before communicating with the public or the media in the name of DDWC.

EXECUTIVE COMMITTEE (ARTICLE V)

STEERING COMMITTEE (ARTICLE VI)

NOMINATING

A Nominating Committee consisting of five members shall be appointed six months prior to each Annual Meeting by the President, with the approval of the Executive Committee. In appointing the Nominating Committee, the Executive Committee shall strive for balance and diversity (geographical and otherwise), and the Nominating Committee shall do the same in forming its slate of officers.

The Nominating Committee shall each year prepare a slate of nominees to fill upcoming vacancies in the officers and Members-at-Large. It shall present its slate to the Executive Committee at least 30 days before the Annual Meeting.

RESOURCES & TRAINING (R&T)

The R&T Committee shall seek to recruit, train and support female Democratic candidates, campaign staffers and volunteers. It shall provide a network of mentors for first-time candidates. It shall develop practical, systematic guidelines for political activities such as raising money and creating and maintaining volunteer lists, as a resource for candidates and local committees. It shall work in close coordination with the Dutchess County Democratic Committee.

MEMBERSHIP

The Membership Committee shall keep all membership lists up to date. Upon receiving advice from the Treasurer, the Membership Committee shall promptly inform any member whose dues are in arrears. Three days before any DDWC meeting, the Membership Chair shall inform the Secretary of any members who may not vote because of unpaid dues.

The Membership Committee shall actively seek to expand the membership and to maintain and support diversity.

CANDIDATE REVIEW

In each election cycle, the Candidate Review Committee shall review written applications from candidates who wish to receive DDWC endorsement and/or support. The committee shall present its list of recommended candidates to the Executive Committee, which may approve (or amend) the list. (The list shall then be submitted to the full membership for approval.)

EVENTS AND FUNDRAISING

The Events and Fundraising Committee shall plan and organize all DDWC events, in coordination with the Executive Committee.

It shall take advice from the Treasurer and the President on the financial needs of DDWC and devise strategies for meeting those needs.

An ad hoc sub-committee may be appointed for each event, with the approval of the Executive Committee.

PUBLIC RELATIONS & MEDIA (PR&M)

The PR&M Committee shall keep the name of DDWC before the public in a positive manner at every appropriate opportunity. It shall maintain communications with the news media of Dutchess County. PR&M out-going material must be approved by the President.

RESEARCH

The Research Committee, (shall provide in-depth reports on up to three major political issues per year as requested by the Executive Committee. It shall develop and maintain a database covering activities of the Dutchess County Legislature. The Research Committee shall also provide a research protocol for candidates for city and town offices to assist them in investigating local issues and other candidates) *in consultation with the Executive Committee, shall support Democratic candidates and office holders through research and information resources on relevant issues and processes relating to Dutchess County and local government.*

AD HOC committees may be created by the Executive Committee as needed.

ARTICLE IX: Removal of Officers or Members

Any member or officer who directly or indirectly acts in a manner inconsistent with the goals and bylaws of DDWC shall be asked to resign by the Executive Committee in a written letter outlining the reasons for the request. If the member or officer declines, the Executive Committee shall appoint an ad hoc Hearing Committee to hear in person from the Executive Committee and the member. Such hearing shall take place within 21 days of the appointment of the Hearing Committee. The Hearing Committee shall report its findings to the Executive Committee, which shall act as it sees fit.

ARTICLE X: Amendments

These bylaws may be amended by a two-thirds vote of members present at the DDWC Annual Meeting, provided the amendment has been submitted to the membership at least 7 days prior to said meeting.

Amendments may be proposed by a two-thirds vote of the full Executive Committee, or by a written petition to the Executive Committee signed by at least ten members and submitted to the Executive Committee 30 days before the Annual Meeting.

ARTICLE XI: Assets and Property

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In the event that DDWC is disbanded or dissolved, all assets and real property of DDWC and its committees shall revert to the benefit of the Eleanor Roosevelt Legacy Committee or, if that Committee no longer exists, to the Dutchess County Democratic Committee.

ARTICLE XII: Indemnification

DDWC may, to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that she was a member of the Executive Committee of DDWC, against any judgments, fines, amounts paid in settlement and the expenses, including counsel fees and disbursements, incurred in connection with any such claim, action, proceeding or payment, except where such claim is based upon, in whole or in part, such Officer's willful misconduct or fraud.

These Bylaws were ratified by the DDWC Organizing Committee on August 12, 2004.

Articles III, VII, and VIII were revised by unanimous voice vote at the 2006 DDWC Annual Meeting. Copies of the original Bylaws are on file with the President and the Secretary.