

BY-LAWS
Of the
LORAIN COUNTY DEMOCRATIC WOMEN’S CLUB

Effective Date of January 1, 2022

Article I NAME and LOCATION

The name of the organization shall be “The Lorain County Democratic Women’s Club.” (Hereinafter, the “Club”)

It shall be located in Lorain County, Ohio and membership shall include any of those interested and living in Lorain County.

Article II MISSION

The objective of the Club shall be to unite Lorain County area Democratic women and to promote the election of qualified Democratic candidates to public office and to support other issues to be presented to the voters deemed appropriate by the Club.

Article III MEMBERSHIP

All women residing in Lorain County and affiliated with the Democratic Party shall be eligible for membership with voting privileges.

A male or person not residing in Lorain County shall be eligible for Associate Membership.

Article IV DUES

Annual dues shall be \$15 per member and due at or before the first meeting of January.

Article V

OFFICE HOLDERS AND EXECUTIVE BOARD

Section 1. Officers. The officers duly elected by a majority of the members, in good standing, present at a meeting of the Club shall be the President, Vice-President, Recording Secretary, Internet Secretary, Corresponding Secretary, Treasurer and Trustees.

Section 2. Executive Board. The officers of the Club together with the Chairpersons of any committees and any other individual appointments by the President shall constitute the Executive Board. The President shall preside over meetings of this Board. This Board shall have the power to transact business in case of an emergency as deemed by this Board. This Board shall have the power to transact business at special meetings subject to the approval of a majority of members, in good standing, present at the meeting immediately preceding the special meeting.

Section 3. President. The President shall preside at all meetings of the Club and the Executive Board and shall perform all other duties pertaining to the Office of President. The President shall be an ex-official, and non-voting, member of all standing and special committees with the duties outlined in this Article, with the exception of the Nominating Committee to which the President shall have no membership.

Section 4. Vice-President. The Vice-President shall assist the President in the absence of the President shall preside over meetings

Section 5. Recording Secretary. The Recording Secretary shall keep a record of monthly, special call, and Executive Board meetings and present them for review at the following meeting of the Club. In the absence of the President and Vice-President, this Officer shall preside over meetings.

Section 6. Corresponding/Internet Secretary. The Corresponding Secretary shall have charge of assembling and circulating all correspondence pertaining to Club matters, to include the monthly newsletter, publish Club announcements and maintain regular communication of Club business and interests on the Club social media accounts and website.

Section 7. Financial Secretary. The Financial Secretary shall be the custodian of all funds received by the Club. This Officer shall account for and maintain records of all receivables and expenses incurred by the Club. This Officer shall be responsible for ensuring all financial commitments, debts and other obligations are paid in a timely fashion and with the consent and approval of the Club. The former Financial Secretary immediately preceding the sitting Financial Secretary shall assist the present Financial Secretary in accessing all necessary records and accounts and do whatever else may be necessary to facilitate the transition of this Office holder. The former and present Treasurers shall individually have access to all funds and accounts. The President or their appointee shall have access to all funds and accounts at any time. This Officer shall keep an itemized account of all receipts and expenditures and shall submit a detailed report at all meetings of the

Club or Executive Board. This Officer shall be responsible for filing any expense reports required by the Board of Elections. This Officer shall comply with and facilitate an audit of the finances of the Club to be completed by December 31 of each calendar year. This Officer shall inform the Executive Board when the balance of the Club accounts is at or below \$500.

The Financial Secretary shall receive dues and applications for membership, maintain member contact information and remit dues to the Treasurer.

Section 9. Trustees. The Trustees shall be comprised of five members. One member shall be a past officer of the Club. The Trustees shall maintain a close surveillance of all organizational proceedings and records. These surveillance duties shall include but are not limited to:

- a.) counting of votes at general and special meetings of the Club;
- b.) auditing of records created and maintained by the Financial Secretary or other Officers and committees;
- c.) records of attendance at meetings, fundraisers and other events.

ARTICLE VI COMMITTEES AND APPOINTMENTS

The President shall appoint the following individual positions:

- a.) Sunshine Committee: This committee shall consist of three (3) members who shall be responsible for sending an appropriate card or correspondence to present or former Club members or elected Democratic officials at the request of the President or any Member.

- b.) Auditor. Responsible for annual review of the Treasurer's records.

At their discretion and based upon the needs of the Club, the President may appoint the following persons or committees:

- c.) Chaplain. Responsible for leading the Pledge of Allegiance and prayer or inspirational message at all Club functions.
- d.) Fundraiser Chairperson
- e.) President's choice.
- f.) Sergeant at Arms

Section 1. Elections for Officers generally and Definitions. Elections for Officers of the Club shall be held a regular meeting of the Club in the month of October. Only those members in Good Standing shall be eligible for nomination to, and service in, an Officer position. Nominations may be made from the floor or from the vote of the Nomination Committee duly selected in Section 2 of this Article.

The term of service for each Office holder identified in this Article shall be for the period of one year, running from January 1st to December 31st of a calendar year.

Section 2. Definitions. As used in this Article and throughout these By-laws, a “member in good standing” is hereby defined as a member being current in payment of annual dues and one having attended seventy-five percent (75%) or more of the preceding regularly scheduled meetings of the Club as is reflected in the records of the Secretary.

As used in this Article and throughout these By-laws, “attendance” shall be defined as virtual or physical presence at a meeting.

Section 3. Nominating Committee. During the month of September, nominations will be taken from the floor of a regular meeting of the Club. In the event that there are not adequate nominations received from the floor, a majority of the members present and in good standing may vote to form a Nomination Committee or serve on said Committee. Those members of the Committee shall choose their Chairperson from among themselves. The Committee shall solicit eligible members for nomination for Office and shall present those nominees, in person, at the next regularly scheduled meeting of the Club.

Section 4. Contested elections. In the event of a contested election, the election shall be by secret ballot overseen by the Trustees.

Section 5. Eligibility.

Only those members physically present at that meeting of the Club and in good standing are eligible to make nominations, serve on a Nomination Committee, or to cast a vote.

ARTICLE VIII TERMS

Section 1. Term of Office. The regular term of office for all office holders shall last one (1) year, commencing on January 1 and ending on December 31. Past officers shall forward all records and possessions belonging to the Club to the incoming officers by the January meeting, with the exception of any financial records awaiting audit.

Section 2. Term limits and other restrictions. No member may hold more than one elected office at a time. It is recommended that officers shall not hold the same office

more than two (2) consecutive years. However, if no qualified candidate for an office is available, a member may serve more than two (2) consecutive terms pending a majority vote of the members present at a meeting of the Club.

ARTICLE XI VACANCIES OF OFFICERS

Section 1. Resignations. Resignations occurring among the officers of the Executive Board shall be filled by appointment of the President with ratification by a majority vote of the members present at a meeting of the Club.

Section 2. Replacement of Officers. Three (3) unexcused absences of an Officer from regular or special meetings of the Club, or the failure of an Officer to discharge their duties, will result in the determination of a vacancy of the Office by a majority vote of the Executive Board.

ARTICLE X MEETINGS

Section 1. Regular Monthly Meetings. Monthly meetings of the Club shall be hold on the first Tuesday of each month except for months of elections or holidays when the meeting shall be held on the second Tuesday of the month. The Executive Board may re-schedule or cancel any meeting.

Section 2. Executive Board Meetings. The Executive Board shall meet at the discretion of the President. In the event of an emergency, the Executive Board may have meetings virtually or telephonically.

Section 3. Special Meetings. Special meetings of the membership may be called when necessary, at the discretion of the President or the Executive Board.

Section 4. Quorum. A quorum at a regular meeting shall consist of not less than ten percent (10%) of its present total membership as it has been counted in the preceding month of July.

Section 5. Voting. All regular business will be approved by a majority vote of the members present and in good standing. A quorum is required in order to transact business. In an emergency, a majority of the Executive Board will be required to transact business.

Section 6. Guests. Any Democratic candidate, elected official or any other Democrat will be welcome at a meeting of the Club.

ARTICLE XI DELEGATES TO CONVENTIONS

Only members in good standing shall be eligible for attendance to a convention as a delegate of the Club. Any eligible member is encouraged to participate at conventions at their own expense.

ARTICLE XII ENDORSEMENTS

As part of its mission to promote the election of qualified Democratic candidates, before granting financial support or endorsement to a candidate, the Club shall consider the historical financial and active support of the candidate to the Club in addition to the contested or uncontested nature of the office sought for election.

Support shall include but not be limited to: the attendance of the candidate or their representatives at Club meetings and events, financial support of the candidate to the Club and Club initiatives, and assistance or other support at Club fundraisers and community activities.

ARTICLE XIII AMENDMENTS

These By-laws may be amended by a two-thirds (2/3) vote of those members, in good standing, present at a meeting and eligible to vote as determined in Article XII herein, but only after a notice of the proposed amendment(s) was provided at the two (2) meetings immediately preceding the meeting holding the vote. These By-laws may be temporarily amended by a two-thirds (2/3) vote of those present at a regular or special meeting of the general membership.

ARTICLE XIV PARLIAMENTARY PROCEDURE

To promote an orderly and effective meeting, all regular and special meetings of the Club shall proceed under Robert's Rules of Order and shall be consulted to resolve questions or concerns of order.