

WOMEN'S DEMOCRATIC CLUB OF UTAH

BYLAWS

Article 1 -- Meetings

Section 1. Regular Meetings

The Regular Meetings of the organization (hereinafter after also referred to as "WDC") shall be held monthly at noon on the first or second Saturday at a place and time designated by the Board of Directors (hereinafter referred to as "the Board").

Section 2. Suggested Order of Business

Call to Order

Pledge of Allegiance

New members, guests and visitors introduced

President's report and announcements

Lunch

Guest speaker, followed by Q & A discussion

Minutes of previous meeting

Treasurer's Quarterly Report: January, March, June and September

Committee Reports as appropriate

Members' Announcements

Adjournment

Section 3. Annual Business Meeting

The January meeting shall be the Annual Business Meeting. The fiscal year shall be from January 1st to December 31st. The Recorder shall make all minutes and records of the previous year available for inspection. The Treasurer shall make a final report of the previous year and the records shall be available for inspection. The Membership Director shall make a report, including the number of new members.

Section 4. The Executive Committee and the Board

A. The Executive Committee shall consist of five (5) members: the elected positions (President, Vice President, Recorder, and Treasurer) and the immediate Past President. A quorum shall consist of four (4) members.

B. The Board shall consist of twelve (12) members: the Executive Committee and six (6) appointed Directors (Technical, Public Relations, Program, Membership, Issues, Field Liaison), and the Parliamentarian. A quorum shall consist of six (6) members.

Section 5. Board and Special Meetings

A. Executive Committee, and Special Meetings may be called by the President or at the request of two (2) Executive Committee members. Board meetings shall be called by the President or by any three (3) members of the Board.

B. The President may invite non-Board members to attend Board and Special Meetings.

Article II – Membership Dues

Section 1. Dues

Annual dues shall be determined by the Board.

Section 2. Payment of Dues

Annual dues shall be paid at the Annual Business meeting. New members who join in August or later will be considered a member for the following calendar year.

Section 3. Failure to Pay Dues

Any member who fails to renew membership after the March meeting shall not be considered a member in good standing, and shall not be allowed to vote or run for office until the second meeting following payment of dues.

Section 4. Membership Information

WDC shall make every effort to keep membership information confidential, including names and contact information.

Article III – Nomination of Candidates and Elections

Section 1. The **Nominating Committee** shall consist of five (5) members: four (4) members shall be elected from the floor at the September meeting; and one (1) shall be appointed from the Board by the Executive Committee.

Section 2. No member may serve on the Nominating Committee for two consecutive terms.

Section 3. No member can be nominated for the office of President who has not previously served on the Board of Directors.

Section 4. The **Nominating Committee** will present its nominations for elected offices at the October meeting, after which nominations may be made from the floor by any member in good standing.

Section 5. Elections shall be held in November at the regular meeting. Elections shall be by secret ballot, except when there is one nominee the election may be by voice vote or acclamation.

Section 6. An **Election Committee** of three (3) members who are not candidates for any office shall conduct elections: one (1) shall be appointed from the Board; and two (2) shall be non-Board members selected at random from member volunteers. The Election Committee shall distribute, collect, and count ballots. The Recorder shall announce the results.

Article IV – Duties of Elected Officers

Section 1. The **President** shall be elected by the membership. The President shall preside at all meetings of the organization and shall perform such other duties as pertain to the office. The President shall represent the organization at all times. Any two of the following officers -- the President, the Treasurer, or the Vice-President -- shall co-sign all checks written on the account of the Women's Democratic Club. The President shall run on a

dual-ticket with a candidate for Vice-President. On approval by the Board, the President is authorized to enter into contracts on behalf of WDC. The President shall serve as an ex-officio member of any standing committee. The President shall be responsible for other duties as may be assigned by the Board.

Section 2. The **Vice President** shall be elected by the membership and shall run on a dual ticket with the President. The Vice President shall assume the duties of the President in her absence or at the President's request. The Vice President shall assume the office of the President if it becomes prematurely vacant. The Vice President shall serve as the Co-Chair of the Committee on Rules and Revisions. The Vice President shall be responsible for such duties as may be assigned by the President or the Board.

Section 3. The **Recorder** shall be elected by the membership. The Recorder shall keep an accurate record of all Regular Meetings, the Annual Business Meeting, all meetings of the Board of Directors, the Executive Committee, and all Special Meetings, and shall maintain a file of written reports by officers and committees. The Recorder shall give a Summary Report at the Annual Business Meeting. The Recorder shall make available for inspection the minutes of all meetings upon request of any member. The Recorder shall conduct correspondence at the direction of the President. The Recorder shall collect and organize articles, photos, letters to the editor, and other material which represents a history of the activities of WDC and deposit these records with the Utah State Historical Society at the direction of the Board. The Recorder shall turn over all records to their successor in good order. The Recorder shall serve on the Rules and Revisions Committee. The Recorder shall be responsible for other duties as may be assigned by the President or the Board.

Section 4. The **Treasurer** shall be elected by the membership. The Treasurer shall Chair the Fundraising Committee. The Treasurer shall have charge of funds of WDC and shall disburse the same under the direction of the Board, and expenditures and reimbursements over \$200 shall be approved by a vote of the Board. The Treasurer shall make monthly reports of funds received and expended to the Board, and a Quarterly Report to the members. The Treasurer shall give a full Financial Report at the Annual Business Meeting. The Treasurer shall make the records available for inspection upon the request of any member. The Treasurer shall turn over all records to their successor in good order. The Treasurer shall be responsible for such other duties as may be assigned by the President or the Board.

Article V. Duties of Appointed Officers

Section 1. The **Technical Director** (hereinafter referred to as IT Director) shall be appointed by the Executive Committee and shall be a member of the Board. The IT Director shall be responsible for maintaining and updating WDC's database, website, Facebook, and other sites and information outlets, and shall monitor that information to assure it is current and accurate. The IT Director shall post information relating to upcoming meetings and events and shall, at the direction of the President or the Program Director, and shall send out notices to the membership. The IT Director shall send other information to the membership at the direction of the President. The IT Director shall be responsible for other duties as may be assigned by the President or the Board.

Section 2. The **Public Relations Director** shall be appointed by the Executive Committee and shall be a member of the Board. The Public Relations Director shall Co-Chair the Committee on Events. The Public Relations Director shall regularly notify media outlets of scheduled WDC meetings and activities. The President and/or the Public Relations Director shall handle all requests from the media. The Public Relations Director shall serve as the contact person at WDC meetings and events and shall assist media representatives in attendance. The Public Relations Director shall be responsible for other duties as may be assigned by the President or the Board.

Section 3. The **Program Director** shall be appointed by the Executive Committee and shall be a member of the Board. The Program Director shall Co-Chair the Committee on Events. The Program Director shall be responsible for organizing the monthly lunch programs and other events, and communicating necessary information about the events to the Board. The Program Director shall be responsible for other duties as may be assigned by the President or by the Board.

Section 4. The **Membership Director** shall be responsible for increasing and diversifying membership. The Membership Director shall be a member of the Events Committee. The Membership Director may organize a committee to plan and execute methods for increasing membership, and to make recommendations for expanding membership to the Board. The Membership Director shall assist the IT Director in the maintenance of the

membership database. The Membership Director, in coordination with the Treasurer and the IT Director, shall maintain a current paid membership list and a record of meeting attendance. The Membership Director shall be responsible for members' name badges. The Membership Director shall be responsible for other duties as may be assigned by the President or by the Board.

Section 5. The **Issues Director** shall monitor issues relating to the organization's Mission and advise the President, the Executive Committee and/or the Board, as appropriate, of current and proposed actions by State, County, City or Municipal Governments, and any other organizations or information sources that are of interest to the membership. The Issues Director and the IT Director, shall coordinate to ensure that information concerning these issues and actions is distributed to the membership in a timely manner. The Issues Director shall make recommendations to the President, the Executive Committee, and or/the Board, for response to these proposed official actions and information.

Section 6. The **Field Liaison** director shall be appointed by the Executive Committee and shall be a member of the Board. The Field Liaison Director shall coordinate events and all efforts to organize Chapters throughout Utah to enhance membership. Coordination shall include developing rules under which all Chapters abide by the WDC's Constitution, shall follow WDC By-laws and shall be approved by the Executive Committee. The Field Liaison Director shall be responsible for other duties as may be assigned by the Executive Committee.

Section 7. The **Parliamentarian** shall be appointed by the Executive Committee and shall be a member of the Board. The Parliamentarian shall interpret the rules of the organization. In accordance with *Roberts Rules of Order* the Parliamentarian shall give opinions on all parliamentary questions when requested by the President, the Board, or any member of the organization. The Parliamentarian shall Co-Chair the Committee on Rules and Revisions. The Parliamentarian shall be responsible for other duties as may be assigned by the Executive Committee.

Article V - Auditor

An independent Auditor shall be retained by the Board and shall perform an annual audit of the organization's financial records, with a report to the Executive Committee no later than January 31.

Article VI – Committees

Section 1. The Standing Committees shall be:

A. Rules and Revisions: The Vice President and the Parliamentarian shall serve as Co-Chairs. The Recorder and two members appointed by the Executive Committee shall constitute the Committee. The Committee shall, at the direction of the Board or at the request of a majority vote of the membership, review the Constitution and the Bylaws and make recommendations to the Board for the good of the organization.

B. Finance: The Treasurer shall serve as Chair. Committee members shall be the Vice President and two members appointed by the Executive Committee from the membership. The Committee shall formulate and recommend to the Board methods for raising revenue for the organization. At the direction of the Board, the Committee shall conduct fundraising efforts at Regular Meetings and special events.

C. Events: The Public Relations Director and the Program Director shall serve as Co-Chairs. The Membership Director shall be a member of the Committee. The Committee shall maintain a current calendar of all events sponsored by WDC and those WDC regularly participates in and/or plays a role, events sponsored by the State Democratic and County Parties, candidates, charities, and progressive organizations. The Program Director shall notify the Board in a timely manner of upcoming activities and will oversee the planning, execution and/or participation in events the Board approves. The Committee shall develop and recommend to the Board events that may benefit the organization and/or further its' Mission.

Section 2. The Executive Committee may establish such special committees as necessary to carry out the purposes of the organization.

Article VII – Suspension of the Bylaws

Any Bylaw may be suspended at any Regular Meeting or Annual Business Meeting by a three quarters (3/4's) vote of those present and eligible to vote.

Article VII – Amendment of the Bylaws

The Bylaws may be amended by a majority vote of members in good standing at any Regular Meeting or Annual Business Meeting, provided that the proposed changes have been presented for discussion at the previous Regular Meeting.

Proposed for adoption January 5, 2013

Proposed for adoption March 1, 2014

Amended April 5, 2014