



BYLAWS OF THE FAR NORTHWEST DEMOCRATS

Adopted September 10, 2018
Amended October 6, 2025

These Bylaws are subject to, and governed by, the Texas Business Organizations Code. In the event of a direct conflict between the provisions of these Bylaws and the mandatory provisions of the Texas Business Organizations Code, the Texas Business Organizations Code will be controlling.

Article I. Name

The name of this club shall be **Far Northwest Democrats** (“FND” or “Club”), formerly known as Far Northwest Progressives.

Article II. Purpose

The primary purpose of the Club is to foster an active, informed, and growing community of progressive or Democratic voters who reside in the northwest area of Travis County.

We believe in the ideals and values of the Democratic Party, we believe that democracy works best when more people participate, and we intend to actively support Democratic candidates.

Article III. Club Structure

FND shall be organized as a general-purpose political action committee, authorized to accept political contributions and make political expenditures as defined by the Texas Ethics Commission. FND shall adhere to the regulations set out in Title 15 of the Texas Election Code (Chapters 251 – 258) and the applicable rules adopted by the Texas Ethics Commission.

Article IV. Membership, Dues, and Meetings

Membership is open to all Democratic voters who reside in or near Travis County and who support the purpose of this Club.

- A. Membership shall be achieved by paying annual dues which shall be set by the Board of Directors (“Board”). Members who have paid their dues in full shall be considered in good standing. Only members in good standing are eligible to vote in Club elections or on motions at general meetings. Dues paid in November or December shall apply to the following year’s membership. Any member who has not paid dues by March 31 shall automatically lose membership status. Dues paid at a meeting shall confer member status for voting after sixty (60) days.
- B. Absentee Votes – Any member in good standing who cannot attend the general meeting may submit a valid written vote via email before the January general meeting. The email must clearly identify the candidate that gets their vote and be submitted by 5:00 PM CT the day before the January general meeting. At the January general meeting, the Secretary shall verify eligibility and include absentee votes in the final count along with in-person votes.
- C. General meetings are open to the public and shall be held at the discretion of the Board, typically on the first Monday of each month, unless that is a holiday. No general meeting will be held in July.



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- D. Special meetings of the membership may be called by a majority vote of the Board. Electronic notice will be given to the membership at least ten (10) days prior to the special meeting.

Article V. Board of Directors

The Club shall be governed by a Board of Directors, which shall have all the rights, powers, privileges, and limitations of liability of directors of a nonprofit corporation organized under the Texas Business Organizations Code. The Board shall establish policies and directives governing business and programs of the Club and shall delegate to a president, subject to the provisions of these Bylaws, authority and responsibility to see that the policies and directives are appropriately followed.

- A. The Board shall be composed of directors who serve in the following roles: one President, one Vice President, one Secretary, one Treasurer, and one Volunteer Coordinator.
- B. Meetings of the Board shall be held monthly or at least quarterly and shall be called by the President. A majority of the Board shall constitute a quorum for Board meetings.
- C. The Board shall serve two-year terms as elected by a simple majority vote of the members at the January general meeting.
- D. Nomination – The nominating committee shall present a slate of Board candidates for consideration by the membership at the December general meeting. Additionally, any member in good standing may nominate themselves or another member in good standing from the floor at the December or January meeting.
- E. Removal – Any member of the Board may be removed from the Board with cause upon the majority vote of the Board. Electronic notice of the intent to vote on a Board member's removal must be provided to the Board at least ten (10) days prior to the meeting at which the vote will be taken.
- F. Resignation – Resignation of a Board Director shall be submitted in writing or via email to the President or Vice President should the President resign and shall be deemed effective upon receipt. Any member of the Board who files as a candidate for a publicly elected office, other than Precinct Chair, must resign his or her position on the Board.
- G. Succession and Vacancies - In the event of a Board Director's death, resignation, or removal, the remaining Board Directors may, by majority vote at any Board meeting with quorum present, appoint a successor to serve the remainder of the unexpired term. No additional vote by the general membership shall be required.

Article VI. Duties

- A. **The Board** – The Board shall conduct the purpose of the Club. It shall be responsible for setting meeting dates, selecting venues, inviting speakers for general meetings, setting membership dues, and approving resolutions.
 - 1. Any action required by law to be taken at a meeting of the Board, or any action that may be taken at a general meeting of the Board, may be taken without a meeting if consent in writing setting forth the action so taken shall be approved in writing by all Board Directors. Such approval shall be placed in the minutes and shall have the same force and effect as a unanimous vote of the Board taken at an actual meeting. The Board Directors' written consent may be executed via



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electronic signatures or other electronic acknowledgments which shall be effective as original signatures.

- B. **President** – The President shall preside at Board and general meetings. The President shall be responsible for each meeting agenda and ensuring meetings are orderly and all attendees have an opportunity to speak.
- C. **Vice President** – The Vice President shall assist the President and fulfill the duties of the President in his or her absence. The Vice President shall ensure the Communications Committee sends general meeting notices to the members and updates to the FND website and various social media platforms.
- D. **Secretary** – The Secretary shall keep an accurate record of the spending decisions, any actions voted on by the Board, and voting results from the January election. The Secretary shall prepare minutes for each Board meeting and provide a draft to the Board no later than two weeks after the meeting. The Secretary shall maintain an archive of Club records.
- E. **Treasurer** – The Treasurer shall:
 - 1. Maintain accurate records of all receipts and expenditures, and the list of members in good standing.
 - 2. At each Board meeting, report on the current bank balance, all payments made since the last Board meeting, and the number of members in good standing.
 - 3. File all financial reports required by the Texas Ethics Commission on or before their due dates and ensure the Club remains in compliance with all applicable rules.
 - 4. Prepare and deliver an annual budget to the Board each February.
- F. **Volunteer Coordinator** – The Volunteer Coordinator shall:
 - 1. Recruit and organize volunteers to support the Club's purpose and may partner with the Super Precinct as needed.
 - 2. Maintain a record of volunteers who have participated in Club activities.

Article VII. Committees

Committee members shall be appointed by the Board and be responsible for providing regular updates to the Board and the membership, as needed.

- A. The Board shall appoint a nominating committee responsible for preparing a slate of Board candidates to be presented at the December general meeting.
- B. The Board shall appoint a Communications Committee that shall:
 - 1. Meet monthly or at least quarterly.
 - 2. Manage the Club's communications, including the website and social media platforms.
 - 3. Manage the Club's electronic resources and assets, including, but not limited to software, banners, and the public address system.
 - 4. Maintain the Club's email distribution list and send meeting notices and other communications.
 - 5. Manage name badges.



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- C. The Board may establish special committees as needed to support the Club's operations and strategic initiatives.
- D. The Far Northwest Democrats Super Precinct chair is a liaison to the Board. The liaison may attend Board meetings to provide an update on Super Precinct activities and submit funding requests.

Article VIII. Funding and Expenditures

- A. The Board shall approve all expenditures by a simple majority vote of Board Directors at a Board meeting or via email provided the expenditure is in compliance with all laws governing the Club.
- B. All single expenditures over \$500 require more than one (1) quote or proposal to be provided to the Board for review.
- C. The Club's debit card will be kept in the Treasurer's possession.
- D. The President and Treasurer are the only authorized Board Directors who may use the Club's debit card and sign checks drawn on the Club's bank account.
- E. The fiscal year of the Club shall be from January 1st to December 31st.
- F. The Board shall adopt an annual operating budget, which specifies major expenditures by type and amount each year in February.
- G. The Board may accept on behalf of the Club any cash contribution, gift, or bequest for the general purposes of the Club. Prior to acceptance of a significant non-cash contribution, gift, or bequest, the Board shall determine, by resolution thereof, that the acceptance of such non-cash contribution, gift, or bequest by the Club would be consistent with and further the purposes of the Club.

Article IX. Rules

The latest edition of *Robert's Rules of Order* shall govern procedures at all general and Board meetings unless specified in these Bylaws. The President shall serve as parliamentarian or appoint one.

Article X. Conflict of Interest

No member of the Board shall participate in or vote on any matter in which they or an immediate family member has a direct financial interest.

Any potential conflict of interest must be disclosed to the Board before discussion or action is taken. The remaining disinterested Board Directors shall determine whether a conflict exists and what steps, if any, should be taken to mitigate it, including recusal from discussion or voting.

All decisions regarding conflicts of interest shall be documented in the Board meeting minutes.

Article XI. Amendments

Any member in good standing may propose amendments to these bylaws in writing for review by the Board.

These Bylaws may be amended, altered, or repealed by a vote for adoption by a majority of the members in good standing at any general meeting, provided that a summary of the proposed amendments has been given to all members seven (7) calendar days prior to the meeting.



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If any provision of these Bylaws is held illegal or unenforceable in a judicial proceeding, such provisions shall be severed and shall be inoperative, and the remainder of these Bylaws shall remain operative and binding.