

Rhinebeck Democrats Club

Article I: Name

The name of the Club shall be: Rhinebeck Democrats Club hereafter referred to as the Club.

Article II: Preamble

Democracy requires the active and informed participation of citizens in the civic affairs of the community.

Article III: Purposes

The purpose of the Club shall be:

1. To foster accountability, accessibility and transparency from elected public and Democratic party officials;
2. To further the interest and participation of all citizens in the civic affairs of our community;
3. To eliminate conflict of interests in the election of officials and the operation of government, and to promote the adoption of public policies based upon documented best practices and objective criteria;
4. To develop and support candidates for public office of ability and integrity and who are representative of a broad spectrum of our community demographics and who are dedicated to public service, diversity, equity, inclusion and measures designed to serve all the people.

Article IV: Membership

1. There shall be two classes of members: **Voting Members** shall enjoy all the rights and privileges of membership. **Non-Voting Members** shall enjoy the right to participate in the activities of the Club, but shall have no vote and shall not be entitled to hold office in the Club.
2. **Voting Members:** Any person who is an enrolled Democratic voter in the Town of Rhinebeck including any subordinate municipal units such as a village or hamlet shall be eligible for voting membership provided that the person is not
 - a. an official elected to public office;

- b. a member of the Rhinebeck Democratic Committee or the Dutchess County Democratic Committee;
 - c. an officer, a member of the steering or executive committee, a member of the similar committee of any other political committee as defined by the New York Board of Elections
- 3. **Non-Voting Members:** Any person who is not eligible to be a voting member who is an enrolled Democratic voter in the State of New York shall be eligible for non-voting membership provided that the person resides, works, or has some other significant interest in the Town of Rhinebeck including any subordinate municipal units such as a village or hamlet.
- 4. **Unaffiliated Voters:** Any person who is enrolled as an unaffiliated voter in the State of New York shall be eligible for non-voting membership provided that the person resides, works, or has some other significant interest in the Town of Rhinebeck including any subordinate municipal units such as a village or hamlet.
- 5. **Acceptance and Duration of Membership:** In order to prevent a surge of membership registrations intended to influence a Club vote, any person eligible for membership shall become a member upon fourteen (14) days after receipt by the Treasurer of the Club of such person's completed membership application and dues. Such person shall remain a member for the twelve-month period following commencement of membership or for a prorated period corresponding to payment of a prorated dues amount as determined by the Treasurer.

Article V: Dues

- 1. **Amount of Dues:** The amount of annual membership dues shall be proposed by the Steering Committee and voted upon by the membership.
- 2. **Discounted Dues:** Anyone who states to the Treasurer that they have financial hardship in paying the full dues shall be granted discounted dues at one half the full per annum rate. Those who cannot afford dues of one half the full per annum may apply to a Co-Chair for a waiver of dues.

Article VI: Meetings

1. **The Annual Meeting** of the Club shall be held during the month of January each year or as soon thereafter as feasible. The Annual Meeting shall be for the purpose of the election of Officers, and to transact such other business as is properly brought before the Club. The Steering Committee or a Co-Chair is authorized to call the Annual Meeting.
2. **Other Meetings:** Meetings of the Club, other than the Annual Meeting, may be called at any time by a Co-Chair or the Steering Committee. Other meetings of the Club shall be called by a Co-Chair upon the written request of a quorum of voting members. There shall be at least two (2) meetings during each year including the Annual Meeting
3. **Virtual Meeting:** In the event that conducting a meeting in person is deemed to be a significant hazard to the membership or an impediment to achieving a quorum or substantial membership participation, the meeting may be held virtually by videoconference or teleconference, with the results of votes at such virtual meetings carrying the same power and authority as votes at an in-person meeting. Virtual meetings shall adhere to all other rules and procedures laid out in these by-laws.
4. **Notice of Meetings:** Digital notice of meetings such as email, shall serve as written notification for all meetings. Members for whom the Corresponding Secretary does not have an email on record shall receive a phone call, voicemail, or physical written notice. Notice of a General Membership Meeting including the proposed agenda shall be sent in to the membership at least seven (7) calendar days prior to the meeting. Notice of the annual meeting and meetings to endorse candidates shall be issued no later than fourteen (14) days in advance.
5. **Quorum:**
 - a. Fifteen percent (15%) of the voting membership or ten (10) voting members, whichever is greater, shall constitute a quorum of membership meetings except for votes taken to endorse a candidate for public office.
 - b. Fifty percent (50%) of the voting membership or twenty-five (25) voting members, whichever is greater, shall constitute a quorum for votes taken to endorse a candidate for public office.
6. **Voting:** A Voting Member shall not vote on any matter which such member has previously voted upon as an appointee to any public entity or on any matter upon which the Voting Member has an interest as a vendor to the Town or Village of Rhinebeck.

Article VII: Officers and Steering Committee

1. **Titles:** The officers of the Club shall be Two Co-Chairs, a Recording Secretary, a Corresponding Secretary, and a Treasurer.
2. **Steering Committee:** The Steering Committee shall consist of the elected officers of the Club. The membership may add offices and Steering Committee posts as it deems necessary from time-to-time. These offices shall be filled by a special election whose procedure shall be determined by the Steering Committee. A quorum for the Steering Committee shall be the greater of thirty percent (30%) of the Steering Committee members or three (3) members.
3. **Term of Office:** Officers shall be elected at the Annual Meeting of the Club. Newly elected officers shall begin their terms of office at the close of the meeting where they were elected and shall serve until their successors have been elected.
4. **Qualification:** Any Voting Member shall be eligible to hold office in the Club.
5. **Co-Chairs:** The Co-Chairs shall be the chief administrative officers of the Club. The Co-Chairs shall be of different gender identities. The duties of the Co-Chairs shall be divided between the Co-Chairs by mutual consent, or in the absence of mutual consent, by the Steering Committee. The duties of the Co-Chairs shall be to
 - a. Preside at all meetings of the Club and of the Steering Committee;
 - b. Submit a report to the membership at each meeting of the Club on the condition and activities of the Club;
 - c. Supervise the activities of the standing committees;
 - d. Conduct an annual audit of the finances of the organization;
 - e. Perform the duties of the other Co-Chair in the event of the temporary absence of the other Co-Chair; and
 - f. Perform such other duties as the Steering Committee may from time-to-time direct.
6. **Recording Secretary:** The Recording Secretary shall be responsible for the preparation and safekeeping of the minutes of all procedures of the Club and such other records as a Co-Chair or the Steering Committee may deem advisable.
7. **Corresponding Secretary:** The Corresponding Secretary shall prepare and mail notices of all meetings of the Club and the Steering Committee, and such other

notices as are required by this the by-laws of the Club, and other mailings as directed by the Steering Committee. The Corresponding Secretary shall also receive and route all mail addressed to the Club.

8. **Treasurer:** The Treasurer shall have custody of all funds which shall be deposited in a bank or banks designated by the Steering Committee; shall make disbursements only pursuant to the policy set by the Steering Committee; shall be responsible for the maintenance of books of account showing all receipts and disbursements and such other books of account as the Steering Committee may direct, which books shall be open to the inspection of any member of the Club upon reasonable notice. The Treasurer shall prepare and submit all financial reports required by law and shall render an account of the financial condition of the Club at each monthly meeting of the Steering Committee and at meetings of the membership. At the first meeting of the Steering Committee following the Annual Meeting, a preliminary annual budget shall be presented by the Treasurer.
9. **Voting for Officers:** A vote for each office in the club shall be conducted separately. Election of officers shall be by a majority of those voting. If no candidate receives a majority of the votes on the first ballot, additional ballots shall be cast after the candidate receiving the fewest votes is eliminated. This process shall be repeated until one candidate receives a majority of votes.
10. **Removal of Officers** The removal of any officer for conduct contrary to the best interests of the Club or contrary to the Preamble and purposes of the Club may be proposed by a petition enumerating the reasons, signed by at least a quorum of members of the Steering Committee or a quorum of voting members of the Club and submitted to the Corresponding Secretary. The Corresponding Secretary shall present the petition at the next meeting of the Steering Committee. If the petition is not dismissed, the proposal shall be tabled until a subsequent meeting of the Steering Committee to be held not less than two weeks, thereafter. The Corresponding Secretary shall give the officer in question at least ten-day notice by registered mail noting the time and place of such meeting, the proposed reasons for dismissal and the officers right to make a statement in person or in writing to such meeting. A vote of at least two-thirds of the full membership of the Steering Committee shall be required for removal. If the Steering Committee votes to remove an officer, the decision may be appealed by said officer or by any member of the Club at the next meeting of the Club, provided that such officer or such member notifies the Corresponding Secretary or the President of his/her intention to

make such appeal. If such appeal is taken, the determination of the Steering Committee shall remain in effect pending a vote of the voting members. The expulsion shall remain in effect provided it is ratified by at least a two-thirds vote of the voting members.

Article VIII: COMMITTEES

1. **Purpose:** Committees are created to complete work on specific mission and goals the club and to involve members in the activities of the Club.
2. **Committee Creation:** Any Club Member may propose the creation of a committee by submitting a written request to the Club Steering Committee indicating the committee's mission and objectives. Ratification of the committee requires approval by a majority vote of the Steering Committee.
3. **Committee Membership:** Unless otherwise stated by the Steering Committee, any member may join a committee. Committee chairs shall submit the name(s) of non members to the Steering Committee prior to joining a committee.
4. **Selection of Committee Chairs:** Chairs of standing committees are chosen by the Steering Committee in consultation with the committee membership.
5. **Committee Chair Term of Office:** Each committee Chair position shall be reviewed at least annually with the objective of balancing effective operation of the committee with expanding opportunities for leadership positions among the general membership. Committee Chairs may be removed by a majority vote of the Steering Committee.

Article IX: FINANCES

1. No Officer of the Club shall receive any compensation for acting in such capacity although they may be reimbursed for expenses incurred on behalf of the Club
2. Any expenditures above one hundred dollars (\$100) must be approved by the Steering Committee.

Article X: Endorsements

1. **Endorsement Procedure:** The Steering committee shall recommend to the general membership those public offices for which the Club shall consider

making endorsements. The recommendation of the Steering Committee shall be voted upon at a membership meeting. At such meeting, amendment may be offered by any member in attendance.

2. **Notification of Prospective Candidates:** The Co-Chair or Committee Chair shall make a reasonable attempt to contact all potential Democratic candidates for the public offices designated by the membership. To the extent feasible, all enrolled Democratic candidates for these offices shall be invited to a meeting of the Club to address the membership. Candidates may submit written comments in lieu of attending the meeting. Following presentations by candidates for office, the Voting Members shall meet in a closed-door session to discuss and recommend its vote for endorsement for each position. When voting, the Voting Members shall have the option of endorsing a candidate or to vote "No Endorsement."

3. **Voting Procedure:**

- a. Ballots shall include any candidates who requested an endorsement.
- b. Voting by proxy shall not be permitted.
- c. Voting shall be conducted over a period of seven (7) days.
- d. **Ranked Choice Voting:** In endorsement votes that include more than two candidates, the Club shall use a system of ranked choice voting.
 - i. Each eligible and participating voter may rank acceptable candidates (including "No Endorsement") acceptable in the order of the members preference on a single ballot
 - ii. The highest ranked choice on each ballot shall be counted as one vote.
 - iii. If no candidate (including "No Endorsement") has received two-thirds ($\frac{2}{3}$) of the total vote, excluding blanks, abstentions, or ballots with no qualified votes, the lowest vote-getter shall be disqualified from the ballot.
 - iv. The ballots shall be recounted, and if a voter's highest ranked option has been disqualified from the ballot, the voter's highest-ranked qualified option shall receive one vote.
 - v. This procedure shall be repeated until one candidate receives two-thirds ($\frac{2}{3}$) of the vote or until only two candidates remain.
 - vi. If a candidate (including "No Endorsement") achieves the support of two-thirds ($\frac{2}{3}$) of the vote, excluding blanks or abstentions, that

candidate (including “No Endorsement”) shall be announced as the choice of the Club.

vii. If only two candidates remain, and no candidate (including “No Endorsement”) achieves the support of two-thirds ($\frac{2}{3}$) of the votes, that ballot’s outcome shall be announced as “No Consensus.”

e. In the event that “No Endorsement” achieves the support of two-thirds ($\frac{2}{3}$) of the votes, the above process may be followed to consider endorsing a candidate who is not a Democrat.

f. **Voting Technology:** At the time of vote, the Steering Committee shall determine the best available technology for administering the election.

4. **Withdrawal of Endorsement of Candidates for Public Office:** Withdrawal of support or endorsement of a candidate for public office may be proposed by the Steering Committee or by written petition of a Quorum of the voting membership, and submitted to the Chair. Such a proposal shall be included in the meeting notice at which a vote on the matter shall take place and shall be placed upon the agenda of such meeting. Such withdrawal shall take effect upon a two-thirds ($\frac{2}{3}$) vote of the membership voting. Notice of withdrawal of an endorsement shall be given to a candidate and such notice shall inform the candidate that the candidate is no longer authorized to represent that the Club supports or endorses the candidate.

Article XI: Use of Club Name, Logo and Resources

1. **Communications to the public:** No Member, other than a person duly designated by a Co-Chair or the Steering Committee shall give, issue or cause to be issued to the press or the public, any statement, interview or report purporting to commit or define the Club’s position on any matter nor otherwise use the Club’s Name, or logo in an unauthorized manner. A Member may not use his or her position in the Club to indicate or give the impression of official sanction by the Club or the support of the Club of any statement, action or candidate without prior approval of the Steering Committee or as delegated by a Co-Chair. Notwithstanding the foregoing, no Officer, Steering Committee member or Member may publicly use his or her title or position to purport to represent or represent the Club in a manner that is contrary to the

views or inconsistent with the policy or position of the Club, with respect to any matter. Violation of the provisions of this Article shall be deemed conduct contrary to the best interests of the Club.

2. **Mailing Facilities:** The mailing facilities and email list of the Club shall be used only as authorized by the Steering Committee, or as provided by these bylaws, except that a Co-Chair may authorize the use of mailing facilities for
 - a. Notices of meetings, newsletters or other mailings relating to the internal affairs of the Club,
 - b. Mailings relating to a candidate for public office provided that the content of the mailing is consistent with the nature of the endorsement, and
 - c. Communications regarding any matter consistent with the purposes or positions of the Club.

Article XII: Expulsion

The expulsion of any member for conduct contrary to the by-laws of the Club may be proposed by a petition enumerating the reasons therefor, signed by at least a quorum of members of the Steering Committee. The petition may be dismissed by a majority vote of the full membership of the Steering Committee. If the petition is not dismissed, the proposal shall be tabled until a subsequent meeting of the Steering Committee to be held as soon as feasible. The Corresponding Secretary shall give the member in question at least ten-days' notice by mail of the time and place of such meeting, the reason for the proposed expulsion of member and the member's right to make a statement in person or in writing. A vote of at least two-thirds of the full membership of the Steering Committee shall be required for action by the full membership. If the Steering Committee votes to recommend the expulsion of a member, written notice must be sent to the member with an invitation to appear at the next regular membership meeting. Expulsion requires a vote of a two-thirds of the members present and voting.

Article XIII: Order

1. **Parliamentary procedure:** Parliamentary Procedure shall be governed by Robert's Rules of Order (revised) in the absence of any contrary provisions in this Constitution.
2. **Sergeants-At-Arms:** A Co-Chair may appoint a Sergeants-At-Arms who shall be responsible for enforcing order at meetings.

Article XIV: Amendments

1. **Procedure to Amend These Bylaws:** Amendments to these bylaws may be proposed by the Steering Committee or any voting member in good standing at any time. The Steering committee must formally review these bylaws annually to recommend any needed changes to the membership. Proposed amendments must include a written rationale for the proposed changes. All proposed changes must be submitted to the Steering Committee for review in advance of the general membership meeting for inclusion in the agenda.
2. **Approval of the Amendment:** Proposed amendments Shall be voted on at the following general membership meeting. Amendments shall be adopted by at least a two-thirds ($\frac{2}{3}$) of the vote of the voting membership participating in the vote. Changes are effective immediately unless otherwise stipulated prior to voting.

Adopted April 27, 2022

First Amended February 15, 2024