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BETHLEHEM DEMOCRATIC COMMITTEE BY-LAWS

Preamble

The goals of the Bethlehem Democratic Committee are:

First, to improve the quality of government by presenting and seeking to elect well-qualified Democratic candidates for local public offices;

Second, to influence the nomination and to support the election of Democratic candidates for public office at the county, state and national levels;

Third, to provide organizational leadership for the election of these candidates;

Fourth, to influence the election of Democratic Party officials, and the adoption of Democratic Party platforms at the town, county, state and national levels;

Fifth, to develop an informed local public through the identification and communication of public issues;

Sixth, to be sensitive to the needs and concerns of the entire community; and

Seventh, to promote political fund-raising and social activities within the Town of Bethlehem and Albany County.

Article I - Membership

Section 1. The Democratic Committee ("Committee") of the Town of Bethlehem, Albany County, New York, shall be composed of and limited to all those individuals who are duly designated and elected members of the Committee according to the applicable provisions of the New York State Election Law ("Member").

Section 2. The Committee will make its best efforts to assure that Members will (in order of highest to lowest priority): (a) reside in the election district in which they serve; (b) reside in a district contiguous to the election district in which they serve; (c) reside in the county legislative district in which they serve; (d) be residents of the Town of Bethlehem.

Article II - Officers

Section 1. The officers of the Committee shall include a Chair, a First Vice-Chair, a Second Vice-Chair, a Secretary and a Treasurer, all of whom shall be elected for two (2)-year terms at a meeting called by the Chair within fifteen (15) days after the official primary election at which the Members of the Committee have been elected.

Section 2. The Chair, First Vice-Chair, Second Vice-Chair, Secretary and Treasurer shall perform those duties specified in these by-laws, assigned to them by the Committee, or which are usually incident to their respective offices.

Section 3. The Chair shall be the chief executive officer responsible for carrying out the policies and programs determined by the Committee, shall act as principal liaison between the Committee and the Albany County, New York State and National Democratic Committees, and shall be responsible for maintaining a harmonious relationship with these Committees to the extent feasible. Except as otherwise provided in these by-laws, the Chair shall appoint all committees. The Chair shall serve ex officio as a Member of all committees, both standing and special.

Section 4. The First Vice-Chair shall act as Chair in the absence of the Chair. The First Vice-Chair shall serve ex officio as a Member of all standing committees authorized by these by-laws, shall chair the Personnel Committee and the Fundraising Committee, and shall perform such other duties as may be delegated by the Chair.

Section 5. The Second Vice-Chair shall be responsible for coordinating, with the Chair, the appointment of Democratic election inspectors within the Town of Bethlehem. The Second Vice-Chair shall serve ex officio as a Member of all standing committees authorized by these by-laws, shall chair the Operations Committee, and shall perform such other duties as may be delegated by the Chair.

Section 6. The Secretary shall verify that a quorum exists at each meeting of the Committee, shall record the minutes of all meetings, and shall make the minutes available to Members of the Committee. The Secretary shall endeavor to provide such minutes in advance of the next regularly scheduled meeting and shall post the same on the Committee's website. The Secretary shall keep an up-to-date list of the names, addresses and telephone numbers of all Members of the Committee and election inspectors and shall keep all documents and records in a safe and suitable manner.

Section 7. The Treasurer shall be responsible for maintaining an account of the funds of the Committee, shall file financial disclosure statements and any other disclosures required by the Election Law, and shall report to the Committee at each

meeting of the Committee and at such other times as the Committee may request. The Treasurer shall serve ex officio as a member of the Fundraising Committee.

Article III - District Leaders

Section 1. There shall be six (6) District Leaders each of whom shall be responsible for coordinating political activity within five (5) or more contiguous election districts determined by the Chair, who shall assign such districts, to the extent feasible which coincides with County Legislative District boundaries.

Section 2. Each District Leader shall be a Member of the Committee and shall be elected biennially at the Committee's organizational meeting by those Committee Members who represent the five (5) or more contiguous election districts. The District Leader shall be a resident of one of the election districts for which he or she is responsible.

Article IV - Executive Committee

Section 1. The Executive Committee shall be comprised of the Chair, the First Vice-Chair, the Second Vice-Chair, the Secretary, the Treasurer and the six District Leaders. A quorum shall consist of a majority of the Members. At meetings of the Executive Committee, an Executive Committee member is permitted to carry the proxy of another Executive Committee member not in attendance when a vote is taken.

Section 2. The Executive Committee shall meet on the call of the Chair or at the request of any four (4) members of the Executive Committee. The request may be made by a joint email or a letter signed by four (4) members of the Executive Committee, filed with the Secretary. Upon receipt of such a request, the Secretary shall schedule a meeting of the Executive Committee, to be held no later than ten (10) calendar days after the Secretary's receipt of said request.

Section 3. The Executive Committee shall perform the duties usually incident to such committees or as may be assigned to it by a majority of the full Committee. The Secretary shall post upcoming elective offices on the Committee's website and otherwise notify the public of upcoming elections to encourage a transparent participation of individuals in the process. Each potential candidate for office shall submit to the Executive Committee a resume and/or a brief description of his/her background and a statement of interest in the elective office for which he/she seeks the Committee endorsement. The Executive Committee shall review said material and conduct interviews of all potential candidates for public office. Following said interviews, the Executive Committee shall discuss and make recommendations for candidate endorsements to the full Committee, based on a plurality vote of the Members of the Executive Committee. If no candidate for public office receives a plurality of the votes from the Members of the Executive Committee, including proxies, then the Executive

Committee shall make no recommendation to the full Committee with regard to that public office.

Section 4. The Executive Committee may act on behalf of the Committee on any issue for which the action of the Committee would be appropriate provided, however, that such action shall be reported at the next meeting of the full Committee.

Section 5. The Executive Committee shall review and approve any expenditure of the Committee over \$500. They shall also approve expenditures for any related set of activities (examples: Election Day costs; fundraising activities resulting in printing costs, advertising costs, renting a venue, etc.) where the anticipated total expense is greater than \$500.

Article V - Standing Committees

The following committees are Standing Committees of the Committee:

Section 1. Personnel Committee. The Personnel Committee shall be chaired by the First Vice-Chair and shall include the six District Leaders. This committee shall be responsible for enlisting volunteers to participate in the work of the Committee and for recommending the appointment of Members to the Committee. The Secretary shall serve ex officio as a member of the Personnel Committee.

Section 2. Fundraising Committee. The Fundraising Committee shall be chaired by the First Vice-Chair, who shall appoint to this committee other members and such non-members, if any, as may be suitable. This committee shall coordinate all fund-raising activity in concert with the Chair and Treasurer. The Treasurer shall serve ex officio as a member of the Fundraising Committee.

Section 3. Operations Committee. The Operations Committee shall be chaired by the Second Vice-Chair, who shall appoint to this committee the remaining Members of this committee. This committee shall be responsible for a) developing training programs for the Members; b) the appointment and staffing of election inspectors; and c) coordination of voter registration and absentee ballot collection activities.

Article VI - Duties of Committee Members

The duties of Members of the Committee shall be:

Section 1. To represent the best interests of their respective election districts on both party and governmental matters;

Section 2. To encourage the fullest participation in the democratic process by registering new Democratic voters, circulating designating petitions, and securing absentee ballots;

Section 3. To actively support the campaigns of candidates nominated by the Democratic party for elective office, including, walking door-to-door with candidates, distributing campaign literature, participating in phone-banking, mailing campaign literature, and participating in Election Day turn-out activities;

Section 4. To attend and encourage Committee fund-raising activities; and

Section 5. To attend and participate in meetings and functions of the Committee whenever possible. If attendance at a meeting of the Committee is not possible, Members of the Committee should tender a proxy to another Member pursuant to Article VII, Section 7 of these by-laws.

Article VII - Committee Meetings

Section 1. The Committee shall meet at least four times each calendar year.

Section 2. When calling a meeting, the Chair shall give at least seven (7) days' notice of said meeting. Committee Members are encouraged to provide email addresses to the Secretary for the purpose of electronic communication of meeting notices and other Committee business to the full Committee.

Section 3. The Chair shall be responsible for the preparation of the agenda for all meetings and each agenda shall provide for new business.

Section 4. A quorum of all meetings of the Committee shall consist of twenty-five (25) Members of the Committee, determined without regard to proxies. Prior to the commencement of each meeting, each Member shall sign a membership roll prepared by the Secretary of the Committee.

Section 5. A voice vote or a show of hands shall be sufficient for the normal transaction of business provided, however, that any Member of the Committee may request a roll call, and provided further that, with the approval of a majority of the Members present, such vote may be by secret written ballot. In the case of a roll call, each Member of the Committee shall cast one vote, and each Member may carry and cast one proxy vote of a Member not in attendance. Voting will be weighted in accordance with state Election Law.

Section 6. Insofar as practical, Roberts Rules of Order shall govern the conduct of business at all meetings of the Committee.

Section 7. Any Member of the Committee who cannot attend a meeting may tender a proxy to another Member of the Committee. The proxy must be dated and signed by the giver of the proxy and shall refer to the meeting to which it relates. Each proxy must be filed with the Secretary prior to the commencement of the meeting. No

Committee Member can vote with more than one proxy. Proxy votes may not be used for the purpose of constituting a quorum.

Section 8. Endorsements. The Executive Committee shall present its recommendations for endorsement of candidates to the full Committee, as per Article IV of these by-laws. The full Committee shall vote on endorsements for each elective office, except for County Legislators. The Chair shall entertain motions, and seconds to motions, for the nomination of individuals for each elective office. With the exception of candidates for the Albany County Legislature, the names of those for whom there has been a motion and a second shall be presented to the full Committee for a vote. The individual(s) receiving a plurality of the vote (as determined by the New York State Election Law and the Rules of the Albany County Democratic Committee) of the Members in attendance and their proxies shall be the endorsed candidate(s) of the Committee. Endorsements for the position of County Legislator shall be voted on only by Members whose election districts are within that particular county legislative district.

Article VIII –Vacancies

Section 1. Vacancies in the offices provided for in these by-laws shall be filled according to the following procedure:

(a) Chair: The First Vice-Chair shall become Chair.

(b) First Vice-Chair: The Committee shall elect a First Vice-Chair at its next regularly scheduled or special meeting.

(c) Second Vice-Chair: The Committee shall elect a Second Vice-Chair at its next regularly scheduled or special meeting.

(d) Secretary and Treasurer: The Chair of the Committee shall appoint successors to the incumbents of these positions.

(e) District Leaders: Those Members of the Committee entitled to vote for the District Leader whose office becomes vacant shall elect a new District Leader at the next meeting of the full Committee or at a special meeting of such Members convened by the Chair for that purpose.

(f) Members of the Committee: The Chair of the Committee shall recommend to the Chair of the Albany County Democratic Committee the appointment of successor Members.

Section 2. All individuals holding office according to the procedures described in this Article shall hold office until the expiration of their terms. All officers shall hold office until their successors have been duly elected or appointed.

Article IX - Amendments and Resolutions

Section 1. An amendment of these by-laws shall require a two-thirds' vote cast according to the provisions of Article VII of these by-laws provided, however, that the text of such proposed amendment shall be provided to the Members of the Committee via email or, where email is not available, by first class mail, at least two (2) weeks in advance of the meeting at which such amendment is to be voted on.

Section 2. Any resolution shall require a majority vote cast according to the provisions of Article VII of these by-laws.

Article X – Representatives to the Albany County Executive Committee

Representatives to the Albany County Executive Committee shall be elected by the Committee. Whenever a vacancy occurs, Members shall vote at the next meeting of the Committee, with the individual(s) receiving the highest number of votes being elected as representative(s) from Bethlehem to serve on the Albany County Executive Committee.

Article XI - Removal of Officers, District Leaders and Representatives to the Albany County Executive Committee

Any Officer, District Leader, or representative to the Albany County Executive Committee may be removed from office for cause by a two-thirds' vote cast according to the provisions of Article VII of these by-laws provided, however, that at least two (2) weeks' notice via email or, where email is not available, by first class mail, shall have been given the Members of the Committee that such action is contemplated. The notice shall set forth the alleged ground(s) for removal. Any Member can call for the removal of an Officer, District Leader or representative to the Albany County Executive Committee by emailing or mailing a letter to the Secretary or Chair, setting forth the name of the person for whom removal is sought and the alleged grounds therefore.

Article XII - Nomination of Party Candidates

Party candidates for Town offices shall be nominated at the primary election.

Article XIII - Effective Date

These by-laws and any amendments thereto shall take effect immediately upon their adoption. These by-laws, and any amendments adopted thereto, shall be made available to all Members of the Committee and posted on the Committee website.

