

BY-LAWS OF THE DUNN COUNTY DEMOCRATS

ARTICLE 1 EXECUTIVE BOARD AND ELECTION OF OFFICERS

Section 1 The Executive Board (Board) shall consist of Chair, Vice-Chair, Secretary, Treasurer and three At-large members, and shall administer the regular operations of the Dunn County Democrats (DCD). The Board may act on behalf of the general membership in an extraordinary situation [*An extraordinary situation refers to circumstances not normally incident or foreseeable during an administrative proceeding. It includes circumstances beyond a party's control that normal prudence and experience could not foresee, anticipate or provide for*], and will report to the general membership by email or postal mail to members within seven days.

For Secretary and Treasurer positions only: Two individuals can share a single Board position, as elected by the general membership or appointed by a vote of the Board. No more than two people may hold a single position at a given time. The individuals sharing a Board position must operate by consensus and may only cast one shared vote at Board meetings.

Section 2 A Volunteer Coordinator, appointed by the Board, shall be an ex officio member of the Board, reporting directly to the Board, attending Board and general membership meetings, and working in collaboration with committees, as assigned.

Section 3 The Board shall maintain standing committees and may create ad hoc and special campaign committees. All committees (standing, ad hoc, special campaign) must have an appointed chair and all committees shall function under the direction of the Board.

Section 4 Standing committees shall include Membership, Communications, Outreach, and Fundraising and must be maintained continuously. Ad hoc committees may be added at the discretion of the Board to address a specific internal need (i.e. financial auditing, office establishment, etc.) during a determined period of time. Special campaign committees may be added at the discretion of the Board to achieve a specific external goal (i.e. engaging infrequent voters, collaborating with other county parties, etc).

- A. The Board will appoint an ad hoc Office Management Committee prior to each presidential election year, or at such time as is needed.
- B. The Board will appoint a three-member ad hoc Audit Committee from DCD general membership annually in January to review DCD expenditures and receipts, reporting to the Board and to the general membership their findings.

Section 5 The Board, in consultation with chairs of the committees, creates and maintains operational guidelines for committees to include, for example, a list of activities and responsibilities of the respective committees.

Section 6 All committees (standing, ad hoc, special campaign) will provide monthly updates for the Board meetings.

Section 7 The Board may appoint liaisons to committees as needed. Board liaisons will facilitate communication between the committee and the Board.

Section 8 Each committee is to be funded as the Board deems appropriate for actual costs.

Section 9 Nomination and Elections of Officers and At-large Members

- A. Election of officers shall be held in November or December of even numbered years by voting members of the DCD.
- B. Terms shall be for two years commencing January 1 following the election of the officers.
- C. An ad hoc Nominating Committee, consisting of at least three members, will be solicited from general membership by recommendations of the Board members at least two months before the election.
 - 1) The Nominating Committee shall present the slate of candidates a month before the election meeting.
 - 2) The Nominating Committee shall again present the slate of candidates at the election meeting, and shall prepare paper ballots or electronic equivalent in case of a secret ballot.
 - 3) Nominations will be taken from the floor at the election meeting.
 - 4) Nominations must have prior consent of the nominee. Failure to obtain prior consent shall invalidate the election of a person so nominated.
- D. Officers, at-large members, and candidates for office must be current dues paying members of the Dunn County Democrats.

- E. Notice of election meetings shall be posted on the website and communicated to the members electronically and/or by U.S. mail to the membership and the state headquarters no later than ten days before the scheduled meeting.
- F. All memberships must be turned in to the Treasurer prior to the election meeting and shall be used as a registration list for the election. A person's legal or voting residence shall be used to determine eligibility for voting membership in the county.
- G. If there is more than one candidate for an office, election shall be by secret ballot. Votes shall be tallied by a committee appointed by the DCD Chair.
- H. Election of DCD officers and at-large members shall require a majority of those present and voting.

Section 10 Vacancies, resignations, and removals

- A. In the event of a vacancy on the Board, the Board will appoint a replacement to complete the term.
- B. If the Board determines that an officer is unable to perform the duties of the office, the Board will appoint a replacement to complete the term by consensus of the other Board members.
- C. Three consecutive absences from Board and/or general membership meetings may be considered a resignation from the Board.

ARTICLE II DUTIES OF OFFICERS AND AT-LARGE BOARD MEMBERS

Section 1 The Chair will

- A. Preside at meetings of the Board and of general membership meetings.
- B. Prepare agendas for each meeting to be included with advance notice of the meetings.
- C. Attend County Chair Association and 3rd Congressional District (CD) Executive Committee Meetings.
- D. Serve or designate a proxy to serve as the primary contact and spokesperson for DCD, including with the DPW, the 3rd CD, the media, etc.
- E. Submit delegate names to the DPW and the 3rd CD with the assistance of the Vice Chair.

- F. Recommend poll workers to city and township clerks, establish deadlines and procedures, having consulted with members and the Board, striving to have at least one Party member at each polling place.
- G. Prepare a two year strategic/action plan during his/her/their term, acting with the Board, setting priority actions for the organization.
- H. Direct and execute the strategic/action plan with consultation and cooperation of the Board and the Standing Committees.
- I. Collaborate with other committees, other Democratic County Parties, and external groups.

Section 2 The Vice Chair will

- A. Assist the Chair in his/her/their duties.
- B. Preside at meetings in the absence of the Chair.
- C. Will assume the Chair position in the event of a vacancy. In the event of such a vacancy, a replacement for the Vice Chair, as appointed by the Board, will be confirmed by the general membership at the next general membership meeting.
- D. Attend Standing Committee meetings monthly as a Board liaison.
- E. Work with the Chair to prepare a two-year strategic/action plan setting priority actions for the organization.

Section 3 The Secretary will

- A. Take minutes at all Board and general membership meetings, which will be housed in a DCD shared folder.
- B. Send (or designate another member to send) notification of draft minutes and agenda, linked in the aforementioned shared folder, seven days before the meeting, as well as a reminder email the day of the meeting.
- C. Prepare and present the Secretary's report at Board and general membership meetings.
- D. Work with the Communications Committee to ensure the DPW has up-to-date contact information for Board members on the DPW website.
- E. Maintain a current membership list to be available at each Board and general membership meeting, as well as an email and postal mailing list of all members to facilitate communications.

- F. Work with the Treasurer to provide a current and complete master membership list with renewals, donations, and new membership aligned with DPW.
- G. Serve as a Board liaison to a Standing Committee and attend monthly meetings.
- H. Work with the Chair to prepare a two year strategic/action plan setting priority actions for the organization.

Section 4 The Treasurer will

- A. Keep the financial records of the DCD.
 - 1) Prepare and present the Treasurer's report at Board and general membership meetings.
 - 2) Coordinate the preparation and submission of an operating budget by February 1st for approval by the Board and by the general membership.
 - 3) Ensure that all expenses presented to the Board for payment receive prior approval either by the Board or general membership and are consistent with the operating budget. No expenditures over an amount set by the board will be reimbursed without prior approval.
 - 4) Submit records to the Audit Committee on an annual basis
- B. Manage the DCD bank accounts.
 - 1) Deposit money obtained by various fund raising activities memberships, and donations.
 - 2) Issue checks and reconcile bank statements.
 - 3) Pay all bills and DPW for membership dues.
 - 4) Keep the bank accounts secure.
- C. Ensure reports to the Wisconsin Ethics Committee are filed either by the Treasurer or by a designee.
- D. Collaborate with committees on financial matters. Notify the Secretary and the Membership Committee of renewals and new memberships that come through Act Blue or the mail.
- E. Manage Act Blue donations and membership money, depositing receipts into the DCD bank accounts.
- F. Attend Standing Committee meetings monthly as a Board liaison.
- G. Work with the Chair to prepare a two year strategic/action plan setting priority actions for the organization.

Section 5 At-Large Members will

- A. Attend Board and general membership meetings.
- B. Serve as a Board contact for at least one standing committee.
- C. At-Large members may serve as chair of such standing committees.
- D. Provide communication and direction to the standing committee assigned to ensure appropriate flow of information to and from the Board.
- E. Work with the Chair and the rest of the Board to prepare a two year strategic/action plan setting priority actions for the organization.

ARTICLE III STANDING COMMITTEES

Section 1 The Membership Committee will focus on member recruitment and retention, including planning events that promote and enhance membership, and engaging members as active participants in the DCD organization.

Section 2 The Communications Committee, along with the Secretary, will oversee the website, social media networks, and other communication (published or digital), including distribution among general membership.

Section 3 The Outreach Committee will plan and oversee events, i.e. the Dunn County Fair, schedule speakers for the general membership meetings, engage and inform county residents on issues of interest to the community, and provide activities to promote and enhance the visibility, values and goodwill of the DCD.

Section 4 The Fundraising Committee will work within the county to plan, promote and oversee special events to raise funds.

Section 5 Standing committee chairs are encouraged to attend Board meetings to regularly report on their efforts, and to work collaboratively with their appointed Board liaison in order to coordinate efforts.

Section 6 All standing committees will undertake appropriate tasks in alignment with the DCD Board strategic/action plan.

ARTICLE IV MEETINGS AND QUORUM

Section 1 A minimum of six general membership meetings will be held annually. Special membership meetings may be called by the Board, as needed, with appropriate notice given to the membership seven days in advance of said meeting.

Section 2 The Board may meet separately from the membership meetings as needed to address time-sensitive issues that cannot wait until the next general membership meeting.

Section 3 All general membership meetings of the DCD shall be open to the public.

Section 4 Board meetings will be open to DCD members only. DCD members may present their views on agenda items at the time(s) as established by the Board. Only members of the Board, however, may participate in the deliberations and voting.

Section 5 The Board will set the time and place of regular meetings within two months of the Biennial Election meeting.

A. The first meeting of the newly elected Board shall serve as a planning meeting, incorporating the outgoing Board members and newly elected Board members.

B. Scheduled meetings shall be posted on the website of the DCD.

C. Robert's Rules of Order shall be used unless other rules have been adopted by a majority vote. Questions shall be decided by voice vote, show of hands, division of the house, or secret ballot, any one of which may be requested by a member.

D. New business will be on the agenda for every business meeting.

E. Notices of all meetings, Board, general membership, and special meetings, will be sent to members by email, or postal mail, at least seven days before a meeting, with an email reminder one day before meetings.

F. Regularly scheduled meetings for which notice has been sent shall not be cancelled by the Chair without consent of the full Board.

Section 6 Quorums

A. A quorum for a Board meeting shall consist of at least five Board members.

B. A quorum for a general membership meeting shall consist of at least 5 members in addition to at least three members of the Board.

ARTICLE V ADOPTION AND AMENDMENTS OF BY-LAWS

Section 1 Adoption of these By-Laws, and any future amendments, shall take place only after two successive readings at either general membership meetings or special meetings called and with notice being sent to all members. Adoption of these By-laws, and any amendments, shall be by two-thirds vote of members present and will supersede the previous By-Laws.

Section 2 The Board will review the By-Laws of the DCD once every two years or as needed to identify/propose amendments.

Section 3 Amendments to these By-Laws may be proposed either by the Board or by petition signed by 20 percent of the general membership.

Section 4 Minor corrections to the By-Laws of spelling, grammar or punctuation will not require a vote.

ADOPTED: _____
Date

AMENDED: _____
Date