

Bylaws of the Novi **Democratic Club**

Article I. Name

The Club shall be known as the **Novi Democratic Club** (hereinafter “the Club”). Its membership shall consist of individuals as described in Article III, Section 1.

Article II. Mission Statement

Section 1. Purpose. The purpose of the Club is to promote the philosophy of the Democratic Party; to elect Democrats who support this philosophy; to educate club members and voters in the area of Club activity; to educate and coordinate the activities of precinct delegates, Democratic candidates for office, and all interested Democrats.

Section 2. MDP Rules. All rules and bylaws of the Club at all levels shall be consistent with the Rules of the Michigan Democratic Party and shall be available to any member of the Club by verbal or written request to the Secretary of the Club.

Section 3. Assets and Compensation. No part of the income or assets of the Club shall go to the benefit of any of its members except for the reimbursement of actual expenses, reasonable compensation for services if the Club approves, or a contribution for electing a member to office if the Club so approves.

Section 4. Area of Club Activity. The Club will be active in Novi and Novi Township.

Article III. Membership and Rights

Section 1. Membership Qualifications. Membership the Club shall be open to any and all persons supporting the Mission Statement of the Club as outlined in Article II of these Bylaws.

Section 2. Membership Status. All members of the Club shall pay dues in accordance with the practice determined by the Club. No person shall be denied access to membership due to an inability to pay. The Executive Board shall make a determination on a prospective member’s ability to pay. Persons complying with this section shall be considered “members in good standing of the Club.”

Section 3. Term of Dues. The term of the annual dues is one calendar year from January 1 through December 31 of that year.

Section 4. Inclusivity. All general and Executive Board meetings of the Club shall be open to attendance and participation by all supporters of the Democratic Party regardless of actual or perceived race, color, creed, sex, age, national origin, economic status, religion, ethnic identity, ancestry, marital status, sexual orientation, gender identity and expression, physical appearance or any disability.

Section 5. Tests and Oaths Prohibited. No tests for membership in, nor any oaths of loyalty to, the Club shall be required. No prospective or current member of the Club shall be required to acquiesce to, condone or support discrimination on the grounds of actual or perceived race, color, creed, sex, age, national origin, economic status, religion, ethnic identity, ancestry, marital status, sexual orientation, gender identity and expression, physical appearance or any disability.

Section 6. Voting Rights. All members in good standing for thirty (30) days are eligible to vote in all matters before the general meetings of the membership and the election of the Executive Board.

Section 7. Unit Rule Prohibition. The Unit Rule is prohibited in the Club. The Unit Rule is defined as the practice of a club reporting a unanimous vote when the vote within the Club was not unanimous. No rule shall be adopted by the Club that would require any person to cast a vote or be recorded as voting contrary to that person's judgment.

Section 8. Prohibition of Secret Ballot. Votes shall not be taken by secret ballot at any meeting of the Club at any level.

Article IV. Code of Conduct

It shall be the policy of the Club to conduct all operations, affairs, and activities in accordance with the Code of Conduct as adopted by the Michigan Democratic Party, including but not limited to Club activities and respect for each other. A copy of the most recent Code of Conduct shall be made available to any and all members upon verbal or written request to the Secretary of the Club. Any disputes arising involving the Code of Conduct shall be referred to the Appeals Committee of the Michigan Democratic Party or its successor.

Article V. Club Meetings

Section 1. Frequency of General Meetings. Unless otherwise voted on by the membership, there shall be at least one (1) full membership meeting of the Club per month

Section 2. Quorum of General Meetings. A quorum at a general membership meeting shall be a sum twice the size of number of members of the Executive Board. If a quorum is not present, any decisions discussed will be presented for ratification at the next general membership meeting where a quorum is present.

Section 3. Frequency of Executive Meetings. Unless otherwise voted on by the Executive Board, there shall be at least one (1) Executive Board meeting of the Club per month.

Section 4. Quorum of Executive Board. A quorum shall consist of a majority of the Executive Board. Meetings of the Executive Board are open to all members of the Club.

Section 5. Special Meetings. Special meetings of the Executive Board or full membership may be called by a majority of the Executive Board or full membership, respectively.

Section 6. Notification of Meetings. The time and place for all general and committee meetings of the Club on all levels shall be publicized fully and in such a manner as to assure timely notice to all interested persons. Such meetings must be held in places accessible to all Club members and large enough to accommodate all interested persons.

Section 7. Method of Notification of Meetings. For purposes of this section, “timely” shall refer to the method(s) of notification approved by a majority of the membership present at a meeting of the Club.

Section 8. Rules of Order. Subject to the Rules of the Michigan Democratic Party and these Bylaws, all meetings of the Club at every level shall be conducted according to Robert’s Rules of Order (latest edition).

Section 9. Order of Business. Meetings of the Club shall proceed in the following order:

1. Call to Order
2. Minutes of the previous meeting
3. Reports of officers
 - a. Chair
 - b. Vice Chairs
 - c. Treasurer (financial report)
 - d. Secretary (correspondence)
4. Reports of committees
5. Unfinished business
6. New business
7. Adjournment

Article VI. Executive Board.

Section 1. Composition of the Executive Board. The Club's members in good standing shall elect the following nine (9) officers of the Executive Board: Chair, Vice-Chair for Outreach and Organization, Vice-Chair for Policy and Membership (also designated as 1st and 2nd Vice Chair, see Article VI Section 4), Secretary, Treasurer, and four (4) Executive Board Members-at-Large. The Executive Board shall conduct any business of the Club between meetings in a manner agreed upon by a majority of the members of the Executive Board. The Executive Board will be as diverse as possible in order to represent all people in the Club's area of activity.

Section 2. Qualifications To be eligible to be elected to the Executive Board, persons must be members in good standing for 30 days prior to the election, and reside in the Club's defined area of activity. A person may only hold one position on the Executive Board. The Chair and First Vice Chair must be of the opposite gender.

Section 3. Duties of the Chair. The Chair of the Executive Board shall preside at all general membership and Executive Board meetings and serve as an ex-officio (non-voting) member of Club Committees. The Chair shall be responsible for conducting the Club's meetings in accordance with Robert's Rules of Order (current edition). Disputes over the interpretation of Robert's Rules of Order shall be referred to a majority vote of the Executive Board.

Section 4. Duties of the Vice-Chairs. The Vice-Chairs shall assist the Chair in the discharge of their duties. In the absence of the Chair, the 1st Vice Chair (or 2nd Vice Chair in the absence of both) shall temporarily assume the duties and responsibilities of Acting Chair in their absence.

- A. For purposes of succession, the 1st Vice Chair is the Vice Chair of the opposite gender of the Chair, or Vice Chair for Outreach and Organization if both Vice Chairs are the opposite gender of the Chair.
- B. The **Vice Chair for Outreach and Organization** will oversee the club's coordination with other organizations, publications, and liaison with the Planning Committee and the Precinct Delegate Recruitment and Training Committee.
- C. The **Vice Chair for Policy and Membership** will oversee the club's efforts to recruit and retain members, keep all records and membership logs, liaison with the Membership, Election, and Endorsements Committee.
- D. The specific job duties for the Vice Chairs are subject to change and/or further definition pending an agreement of a majority of the Executive Board, noting the ever changing nature of politics and elections.

Section 5. Duties of the Secretary. The Secretary shall keep and prepare accurate minutes of all meetings, promptly deliver Executive Board minutes to the Board, and distribute copies of previous meeting minutes to the members attending the following meeting. The Secretary will also maintain a complete membership list in an electronic format. Every sixty (60) days, the secretary will give the Executive Board members a current directory of members on this list. The Secretary will also have an up to date copy of this list for each meeting.

Section 6. Duties of the Treasurer. The Treasurer shall be responsible for the financial receipts and disbursements of the Club subject to the approval of the Executive Board. The funds of the Club shall be deposited in banks and shall be drawn upon only by checks signed by any two of the following officers: Chairperson, Secretary, and Treasurer. The Treasurer shall make financial reports to the Executive Board and Club. The Treasurer shall complete PAC account reports as required by State and Federal campaign finance laws. When a new Treasurer is elected, the past Treasurer shall promptly deliver all financial books and records kept during their tenure to the new Treasurer and relinquish control of all accounts within thirty (30) days of the Election of the Executive Board.

Section 7. Duties of the Members-at-Large. The Members-at-Large of the Executive Board shall be voting members of the Executive Board. Members-at-Large shall be encouraged to assume other responsibilities within the Club, its Committees, and activities.

Section 8. Vacancies on the Board. In the event the office of Chair is vacated for any reason, the succeeding Vice Chair as defined in Article VI Section 4A will automatically assume the duties of the Chair for the remainder of the term. For positions other than the Chair, the officers of the Executive Board shall appoint a Club member to fill officer vacancies, subject to a majority vote of the general membership at the next general membership meeting.

Section 9. Officer Conflicts. Two or more immediate family members may hold elected positions on the Executive Board at the same time, but no more than one member of a family may have check signing privileges on any club account as defined in Article VI Section 6. For purposes of this section, "Immediate family members" shall be defined as parents, spouses/partners, siblings, and children.

Section 10. Expenditures. The Executive Board shall authorize all expenditures of the Club over \$100.00.

Section 11. Membership Review. All actions of the Executive Board are subject to review by the General Membership at the next regular meeting.

Section 12. Publication of Executive Actions. Any and all official actions and decisions made by the Executive Board outside the presence of Club membership shall be compiled by the Secretary and made available to the general membership by way of the Club's most recent meeting minutes.

Article VII. Officer Elections.

Section 1. Election of Executive Board. The Election of the Executive Board shall be at the February General Membership meeting of every odd numbered year. The term of all Executive Board offices is two (2) years.

Section 2. Manner of Election. The Election Committee will determine and publish the rules of the Executive Board Election per Article VII Section 4.

Section 3. Acclamation. Candidates running without opposition may be elected by acclamation.

Section 4. Rules of the Election. The Election Committee is responsible for defining the rules for the election in accordance with these bylaws, the bylaws of the Michigan Democratic Party, and Robert's Rules of Order Newly Revised. The Election Committee will provide the Election Rules to Club members in good standing 2 General Membership meetings prior to the Election Meeting.

Section 5. First Executive Board. Following the adoption of these bylaws, an Executive Board Election will take place at a time determined by the membership. These Executive Board Terms will end in February 2021. Eligible voters in this election shall be those individuals who intend to be a member in good standing of the club as evidenced by their signing of the Club Pledge Form prior to the election.

Article VIII. Election Committee.

Section 1. Election Committee. The Club shall have an Election Committee of at least three (3) but not more than five (5) members in good standing as determined by a majority vote of members in good standing present at November meeting preceding the Election. Current Executive Board members may be on the Election Committee, but no candidate running for an Executive Board position may serve on the Election Committee.

Section 2. Identifying Qualified Voters. Members of the Election Committee will identify all members in good standing with the Club prior to the Election Meeting for purposes of determining their eligibility to either seek office in the Executive Board or vote in the Election.

Section 3. Informing Qualified Voters. The Election Committee will provide Club members in good standing with a complete written list of candidates and their biographies at least two (2) weeks prior to the date of the Election.

Section 4. The Election Meeting. The Election Committee shall be responsible for conducting the election with fairness and impartiality. At the election meeting, the Committee will give ballots only to eligible voters. Members must sign and print their name to obtain a numbered ballot or else a ballot will not be issued. Any and all objections to the voting process may be filed with the Appeals Committee of the Michigan Democratic Party, or its successor, in accordance with Michigan Democratic Party rules.

Section 5. Additional Nominations. On or before the last Club meeting prior to the Election meeting, members in good standing with the Club and present at the meeting may nominate additional candidates who meet qualifications as outlined in Article VI, Section 2 of these Bylaws. In the case of a position having no nominees at the time of the election, nominations may be made from the floor for that position during the Election Meeting.

Article IX. Club Committees.

Section 1. Standing Committees. There will be six standing committees of the Club. Each of the following committees will be composed of an Executive Board member assigned to that committee and any members who wish to participate in that committee:

- A. Membership Committee – Report at each meeting current membership, newly joined members, and any changes from the preceding month. The Committee shall report its activities to the general membership.
- B. Precinct Delegate/Recruitment and Training Committee - Responsible for efforts to ensure all precinct delegate positions are filled and precinct delegates are fully trained and able to fulfill their responsibilities. The Committee shall report its activities to the general membership.
- C. Planning Committee - This committee will be in charge of planning events for the Club and endorsed candidate events. The chair of this committee will find meeting space for events, and coordinate with any candidate events. The Committee shall report its activities to the general membership.
- D. Fundraising and Finance Committee – This committee will be chaired by the Treasurer with its main mission to raise funds for the Club. The Committee shall report its activities to the general membership.
- E. Endorsements and Candidate Recruitment Committee - This committee will vet candidates and proposals, and make endorsement recommendations as described in Article XI. The Committee shall report its activities to the general membership.
- F. Outreach Committee - This committee will work with other Democratic Clubs and activist groups. The Committee shall report its activities to the general membership.

G. Communications Committee - This committee will assist in creating content and managing the social media accounts for the Club. It can also decide to create, manage, and develop social media accounts on different platforms. This committee will also manage our website. Other forms of communication with members and potential members (e.g. newsletters, emails, radio, letters to the editor, etc.) will be developed and managed by this committee.

Section 2. Special Committees. By majority vote of the club membership present at a meeting, the Club shall be permitted to seat Special Committees.

Section 3. Subcommittees. Upon a majority vote of a Standing Committee's members, the Committee shall be permitted to form a Subcommittee members to assist the Committee in its purpose.

Section 4. Executive Board Liaison. The Chair or their designee will be ex-officio to all committees.

Article X. Removal Procedures.

Preamble. Removal of members and officers from the Club, Committees, or the Executive Board is an extreme measure to only be used in the most serious of matters after the fullest consideration possible.

Section 1. Removal of Executive Board Officers. Any officer of the Executive Board may be removed from office for cause by a two-thirds ($\frac{2}{3}$) vote of the total membership present at a general meeting of the Club. The general membership of the Club shall be given notice of no less than two (2) weeks prior to the vote for removal of the Officer. For purposes of this Section, "cause" may be defined as missing two (2) out of three (3) consecutive meetings for non-extenuating circumstances, not fulfilling duties of their position, or for violation of the MDP Code of Conduct as adopted in Article IV of these Bylaws. The removal of an officer does not remove said officer from membership in the Club.

Section 2. Removal of Committee Members. Committee Members may be removed from their position by a majority vote of the Executive Board. Removal from a Committee does not remove the member in question from Club membership.

Section 3. Committee Member Appeals. When the Executive Board approves the removal of a Committee Member, the aggrieved party may appeal the decision to the general membership where a two-thirds ($\frac{2}{3}$) majority of those present will be needed for final approval of the removal.

Section 4. Removal of Club Members. Club members may only be removed for a verified violation of the MDP Code of Conduct as adopted in Article V of these Bylaws. Removal of a Club member must be approved by a two-thirds ($\frac{2}{3}$) vote of the total membership present at a given meeting. Notice of the removal vote shall be provided to the general membership not less than two (2) weeks prior to the vote.

Section 5. Presiding Officer. No officer or member who is subject to a vote of removal at any given meeting shall preside over said meeting.

Section 6. Relinquishment. Any party removed from Club membership, Club committees, or the Executive Board shall turn over all items concerning the Club to a remaining member of the Executive Board.

Article XI. Club Endorsements.

Section 1. Eligibility for Endorsement. The Club shall be permitted to endorse candidates, local or state ballot proposals, or proposed legislation. Referrals for endorsement shall be made by either a Club member, by the Executive Committee, or by written request of the Candidate or a Ballot Proposals Committee.

Section 2. Endorsements Committee. Referrals for Club endorsement shall be made to the Endorsements and Candidate Recruitment Committee. This Committee shall be convened as needed and shall consist of at least five (5) members in good standing who are not seeking the endorsement of the Club. Candidates, initiatives, and legislation referred for endorsement shall be fully vetted by the Special Committee on Endorsements.

Section 3. Endorsement Vetting Process. The Endorsements and Candidate Recruitment Committee shall prepare an Endorsement Report for consideration by the General Membership in which the Committee either issues a recommendation for endorsement or declines recommending endorsement.

Section 4. Endorsement Meeting Procedure. An Endorsement Meeting shall be held. Notice of the Endorsement Meeting and the prepared Endorsement Report shall be made available to the General Membership not less than two (2) weeks prior to the date of the Endorsement Meeting. For an endorsement to be approved by the general membership, a quorum must be present with at least a majority vote of members in good standing present at the meeting.

Article XII. Adoption and Amendment of Bylaws

Section 1. Initial Approval. These bylaws will be in effect immediately after they are reviewed and approved by a two-thirds majority of persons present at the final organizational meeting. Upon adoption, these bylaws shall be forwarded to the Chair of the Oakland County Democratic Party for approval.

Section 2. Amendment Process. Any member in good standing may submit proposed amendments to these bylaws, in writing, to the Executive Board, which shall report its recommendations at the next membership meeting or a special meeting called for that purpose.

Section 3. Adopting Amendments. These bylaws may be amended by a two-thirds ($\frac{2}{3}$) majority vote of the members in good standing of the Club present at a meeting, provided that written notice setting forth the proposed amendment has been given to all Club members at least two (2) weeks prior to the date of the meeting.

Section 4. Effective Date. These bylaws and their amendments shall be in full force and effect upon their adoption by the Club.

Article XIII. Dissolution

Section 1. Dissolution Process. Upon the referral by an officer of the Executive Board, a Special Informational Meeting shall be held, not less than two (2) weeks after providing notice to the complete membership of the Club, to discuss the dissolution of the Club. Members shall be given an opportunity to provide comments. A second meeting shall be held not less than two (2) weeks following the Special Informational Meeting where a vote shall be held. Upon a two-thirds ($\frac{2}{3}$) vote of the membership present at the meeting, the Club shall dissolve.

Section 2. Following the Vote. Following an affirmative vote by the membership to dissolve, the officers of the Executive Board shall wind down operations and begin the process of ceasing activities.

Section 3. Assets at Dissolution. Upon its dissolution, all assets and real and personal property of the Club and its committees shall revert to the benefit of the Oakland County Democratic Party (OCDP).

History of Amendments

At the General Membership meeting on 3/19/2019 the following change was approved:

Original

Article VIII Section 5. Additional Nominations. On the day of the Election, members in good standing with the Club and present at the meeting may nominate additional candidates who meet qualifications as outlined in Article VI, Section 2 of these Bylaws.

Amended to

Article VIII Section 5. Additional Nominations. On or before the last Club meeting prior to the Election meeting, members in good standing with the Club and present at the meeting may nominate additional candidates who meet qualifications as outlined in Article VI, Section 2 of these Bylaws. In the case of a position having no nominees at the time of the election, nominations may be made from the floor for that position during the Election Meeting.

At the General Membership meeting on 7/16/2019 the following change were approved:

The following changes were required by MDP to charter the club

Original

Article II Section 4. Area of Club Activity

The Club will be active in Novi, Novi Township, and portion of Northville in Oakland County.

Amended to

Article II Section 4. Area of Club Activity

The Club will be active in Novi and Novi Township.

Original

Article VI Section 1. Composition of Executive Board

The Club's members in good standing shall elect the following nine (9) officers of the Executive Board: Chair, Vice-Chair for Outreach and Organization, Vice-Chair for Policy and Membership, Secretary, Treasurer, and four (4) Executive Board Members-at-Large. The Executive Board shall conduct any business of the Club between meetings in a manner agreed upon by a majority of the members of the Executive Board. The Executive Board will be as diverse as possible in order to represent all people in the Club's area of activity

Amended to

Article VI Section 1. Composition of Executive Board

The Club's members in good standing shall elect the following nine (9) officers of the Executive Board: Chair, Vice-Chair for Outreach and Organization, Vice-Chair for Policy and Membership (also designated as 1st and 2nd Vice Chair, see Article VI Section 4), Secretary, Treasurer, and four (4) Executive Board Members-at-Large. The Executive Board shall conduct any business of the Club between meetings in a manner agreed upon by a majority of the members of the Executive Board. The Executive Board will be as diverse as possible in order to represent all people in the Club's area of activity.

Original

Article VI Section 2. Qualifications To be eligible to be elected to the Executive Board, persons must be members in good standing for 30 days prior to the election, and reside in the Club's defined area of activity. A person may only hold one position on the Executive Board.

Amended to

Article VI Section 2. Qualifications To be eligible to be elected to the Executive Board, persons must be members in good standing for 30 days prior to the election, and reside in the Club's defined area of activity. A person may only hold one position on the Executive Board. The Chair and First Vice Chair must be of the opposite gender.

Original

Article VI Section 4. Duties of the Vice-Chairs. The Vice-Chairs shall assist the Chair in the discharge of their duties. In the absence of the Chair, the Vice Chair for Outreach and Organization (or Vice Chair for Policy and Membership in the absence of both) shall temporarily assume the duties and responsibilities of Acting Chair in their absence.

Amended to

Article VI Section 4. Duties of the Vice-Chairs The Vice-Chairs shall assist the Chair in the discharge of their duties. In the absence of the Chair, the 1st Vice Chair (or 2nd Vice Chair in the absence of both) shall temporarily assume the duties and responsibilities of Acting Chair in their absence.

A. For purposes of succession, the 1st Vice Chair is the Vice Chair of the opposite gender of the Chair, or Vice Chair for Outreach and Organization if both Vice Chairs are the opposite gender of the Chair.

Remaining sections to be re-lettered

Original

Article VI Section 8. Vacancies on the Board The Vice-Chair for Outreach and Organization will automatically assume the duties of the Chair for any unexpired term in the event the office of Chair is vacated for any reason. For positions other than the Chair, the officers of the Executive Board shall appoint a Club member to fill officer vacancies, subject to a majority vote of the general membership at the next general membership meeting.

Amended to

Article VI Section 8. Vacancies on the Board

In the event the office of Chair is vacated for any reason, the succeeding Vice Chair as defined in Article VI Section 4A will automatically assume the duties of the Chair for the remainder of the term.

For positions other than the Chair, the officers of the Executive Board shall appoint a Club member to fill officer vacancies, subject to a majority vote of the general membership at the next general membership meeting.

The following changes resolved issues from the first Executive Board election

Original

Article VII Section 2. Manner of Election The Executive Board Election shall be elected by a majority of votes cast by members in good standing with the Club at the February General Membership meeting where the Election takes place.

Amended to

Article VII Section 2. Manner of Election The Election Committee will determine and publish the rules of the Executive Board Election per Article VII Section 4

Article VII Section 4 Rules of the Election The Election Committee is responsible for defining the rules for the election in accordance with these bylaws, the bylaws of the Michigan Democratic Party, and Robert's Rules of Order Newly Revised. The Election Committee will provide the Election Rules to Club members in good standing 2 General Membership meetings prior to the Election Meeting.

(new section added)

Bylaws of the Novi Democratic Club

The following change enacted the board's recommendation to make the Communications committee a standing committee

Original
none

Amended to

Article IX. Club Committees Section 1. Standing Committees

G. Communications Committee - This committee will assist in creating content and managing the social media accounts for the Club. It can also decide to create, manage, and develop social media accounts on different platforms. This committee will also manage our website. Other forms of communication with members and potential members (e.g. newsletters, emails, radio, letters to the editor, etc.) will be developed and managed by this committee.

The following change enacted the board's recommendation to change the club name to reflect the new area of activity

Original

Article I. Name The Club shall be known as the **Democrats of Greater Novi** (hereinafter "the Club"). Its membership shall consist of individuals as described in Article III, Section 1.

Amended to

Article I. Name The Club shall be known as the **Novi Democratic Club** (hereinafter "the Club"). Its membership shall consist of individuals as described in Article III, Section 1.