

# Bylaws Of Barbara Gittings Delaware Stonewall Democrats

## Article I - Name

**Section 1.** The name of this organization shall be Barbara Gittings Delaware Stonewall Democrats (BGDSD).

## Article II - Mission

**Section 1.** The mission of the BGDSD shall be: to secure for all lesbian, gay, bisexual, and transgender people the equal human rights guaranteed to all residents by the Constitution of the United States and the laws of the state of Delaware; to foster the ideals of the Democratic Party; and contribute to the Party's growth and influence.

**Section 2.** To achieve this mission, the BGDSD will work to: define and implement the platform policies of the Democratic Party at local, state, and national levels to reflect the needs and desires of the lesbian, gay, bisexual and transgender community; encourage active participation in Democratic Party activities at the local, state and national levels; register voters who support the organization's mission and encourage their participation in the electoral process; advocate for legislation consistent with the organization's mission; evaluate candidates for public office and actively support those candidates who best promote the organization's mission; evaluate ballot measures and advise the community of the organization's recommendations; actively support the election of qualified Democratic lesbian, gay, bisexual and transgender candidates for public office; educate public officials, candidates for public office, and the general community on political issues of importance to the lesbian, gay, bisexual and transgender community; build coalitions with other organizations that support the organization's mission; include in the organization underrepresented and diverse groups within our community in order to bring about greater harmony and understanding; and increase the organization's visibility and influence by participation in community activities and events.

**Section 3.** The BGDSD shall maintain a platform enunciating priorities consistent with the goals stated in Section 2 above. The organization platform shall be updated at least every two years, prior to the beginning of a Delaware legislative session. The platform shall be ratified by a majority vote of the membership present and voting at a regularly scheduled organization meeting. For purposes of platform ratification, proxy voting shall be valid.

## Article III - Membership

**Section 1.** Any person who is a registered Democrat and who subscribes to the stated mission of the BGDSD shall be eligible for membership in the organization.

**Section 2.** The organization will not discriminate based on race, color, religion, sex, ethnic or national origin, disability, age, social or economic status, gender identity, sexual orientation or any other factor unrelated to membership and the mission of BGDSD. Membership diversity is encouraged in all aspects of the organization. Representation from all three Delaware counties is also encouraged.

**Section 3.** Every person who is eligible to be a member of the BGDSD and who has paid annual dues shall be a member in good standing. Questions of eligibility shall be determined by the Executive Board.

**Section 4.** Any member whose actions are judged by a majority of the Executive Board to be prejudicial or detrimental to the mission of the BGDSD may be expelled from the organization, upon recommendation of the Executive Board, by a two-thirds vote of those members present and voting at a regularly scheduled organization meeting or called meeting of the organization.

**Section 5.** The Executive Board shall set annual dues. Dues are payable when a person joins the organization and at the beginning of each fiscal year thereafter. People who join during the fiscal year may be allowed to pay a pro-rated dues amount at the discretion of the Board.

## **Article IV - Officers**

**Section 1.** The elected officers of the BGDSD shall be the President Vice President for Development, Vice President for Political Action, Vice President for Membership, County Coordinators, Member-At-Large, and Treasurer. Elected officers shall take office immediately following their election and shall hold office for two (2) years or until their successors are elected. All elected and appointed positions are open only to individuals who declare Delaware as their primary residence.

**Section 2.** The duties of the officers shall be as follows:

**A. President.** The President shall develop the organization's vision; develop and implement annually a strategic operating plan; serve as the chief spokesperson; set the agenda for and preside over all meetings of the Executive Board and of the membership; establish committees as may be deemed necessary; appoint directors of the committees; serve as the official representative of the organization in public forums; make decisions for the organization on policy when specifically empowered to do so by the Executive Board; advise the membership of pertinent matters affecting the welfare of the Democratic Party and the organization; disburse funds of the organization within limits set by the Executive Board; act as Treasurer in the absence or inability of the Treasurer; and perform the functions customarily attributed to this office.

**B. Vice President for Political Action.** The Vice President for Political Action shall be responsible for coordinating the organization's candidate evaluation; political campaign and legislative activities; coordinating activities to maintain and enhance relations between the organization and elected officials, candidates for public office and the local, state, and national Democratic Party; developing activities to increase lesbian, gay, bisexual, and transgender participation in public boards, commissions and elective office; and shall promote and implement the registration of voters, coordinate the organization's "Get Out the Vote" program; and shall alert members of pending legislative and administrative action.

**C. Vice President for Development.** The Vice President for Development shall be responsible for all fundraising activities and for developing mechanisms for promoting awareness of the organization and enhancing its image and shall preside at meetings of the Executive Board and of the membership in the absence of the President.

**D. Vice President for Membership.** The Vice President for Membership shall promote membership in the organization; certify the standing of members; and coordinate outreach and recruitment activities; shall provide members with notices of meetings, elections, and delegate selection; provide communication concerning meetings, programs and projects of the Organization to the lesbian, gay, bisexual, and transgender community and the community at large; responsible for selection of site for annual membership meeting to be held in January and notification to membership; handle membership correspondence, including membership renewal billings, and such correspondence as the President or Executive Board may direct. The Vice President for Membership shall be responsible for the minutes of each meeting.

**E. County Coordinators.** Each county shall have a Coordinator who acts as the organization's representative by coordinating the organization's activities within the county and by participating in the county's Democratic Party structure.

**F. Treasurer.** The Treasurer shall maintain the financial records of the organization; receive and disburse funds of the organization; prepare an annual budget of anticipated revenues and expenses; provide addenda to the budget as required; report the financial status of the organization to the Executive Board on a regular basis; make an annual report to the membership; prepare and submit all required Political Action Committee reports on a timely basis; and provide all information necessary for

periodic audits as may be directed by the Executive Board.

**Section 3.** An elected officer may be removed from office as follows: upon recommendation of a two-thirds majority of the Executive Board on a roll call vote, or, upon submission of a petition signed by at least 25 percent of the members, AND the submission of such recommendation or petition for a vote by the membership at a regularly scheduled organization meeting or called meeting. Removal of an officer shall require a two-thirds majority of the members present and voting at such meeting. Proxy voting shall not be valid.

## **Article V - Committees**

**Section 1. Nominating Committee.** The Nominating Committee shall be chaired by the immediate past president and shall consist of four additional members of whom two members shall be appointed by the President and the remaining two members elected at a membership meeting from among members who do not sit on the Executive Board. In the event that the immediate past president is no longer a member in good standing of the organization or is otherwise unavailable to serve as chair of the Nominating Committee, the Executive Vice President shall appoint another organization member to serve as chair.

**Section 2.** An Audit Committee of not less than three members in good standing may be appointed annually by the Executive Board to review the financial records of the organization, its income and expenditures since the previous audit, and make a report of its findings at the next meeting of the Executive Board.

**Section 3.** Any member in good standing will be eligible for membership on any committee.

## **Article VI - Executive Board**

**Section 1.** The Executive Board shall consist of the elected and appointed officers as defined in Article IV Section 1 and the immediate past president. Should the immediate past president be unwilling or unable to serve, the president immediately prior may serve. The members of the Executive Board must be members in good standing of the BGDS.

**Section 2.** The Executive Board shall meet at the call of the President or upon call of a majority of the Executive Board. Meetings require at least five days notice, which may be waived in the case of an emergency by a two-thirds majority of the Executive Board.

**Section 3.** The quorum for meetings of the Executive Board shall be one-third of the voting members of the Executive Board. Proxy voting shall not be valid at meetings of the Executive Board. No one member of the Executive Board shall have more than one vote, even if qualified by more than one criterion.

**Section 4.** Meetings of the Executive Board shall be open to the membership unless the Executive Board by a two-thirds vote calls for a closed session. Discussion by non-board members at any Executive Board meeting may be limited by a majority vote of the Executive Board.

**Section 5.** The duties of the Executive Board shall be to approve the budget; authorize the receipt of revenue; authorize payment of expenses in excess of \$200.00; set the membership dues; formulate policy and approve projects to carry out the purposes of the organization; review all projects and activities of the standing committees and caucuses of the organization; and make decisions regarding the employment of any paid staff.

## **Article VII - Elections**

**Section 1.** Officers of the organization shall be elected at a regularly scheduled organization meeting to be scheduled during the month of January following each general election and assume office at the first regularly scheduled organization meeting or called meeting following their election.

**Section 2.** Officers may be nominated in one of two ways: by the Nominating Committee or from the floor immediately prior to the voting for each office, as long as the person nominated has agreed to run for this office. The Nominating Committee shall announce the nominees to the membership by mail at least two weeks before the election.

**Section 3.** The officers shall be elected individually in the order of President, Vice President for Political Action, Vice President for Development, Vice President for Membership, and Treasurer. The election of officers may be by secret ballot. To be elected a nominee must receive a majority of the votes cast for that office. If no nominee receives a majority on the first ballot, a runoff shall be held between the two nominees receiving the greatest number of votes. Ballots for each officer shall include the options of "write in candidate" as long as that person has agreed to serve and "no election", which shall be included in the tabulation of votes cast.

**Section 4.** Nominees for election as officers of the organization must be current in their dues and must have been members for at least three months preceding the election.

**Section 5.** In the event a position is not filled in the meeting in which officers are elected or there is a vacancy because of resignation or removal, with the exception of President, the board shall appoint an individual to the vacant position by a confirmation of two-thirds of the remaining board members. The appointed officer will remain in office until the next regularly scheduled general election of the organization. An officer appointed by the board shall take office immediately. When there is a vacancy in the office of President, the position shall be filled by the Vice President for Development and the board will appoint a new Vice President for Development by appointment as described earlier in this section and hold office until the next regularly scheduled general election of the organization.

**Section 6.** To be eligible to vote in any election, members must have been in good standing for at least 30 days prior to the election. For the election of organization officers only, absentee ballots shall be accepted from members who are eligible to vote but unable to attend the meeting at which the election is held. Policies and procedures for absentee balloting shall be prescribed by the Executive Board. For the election of organization officers, absentee ballots shall count toward a quorum.

**Section 7.** Delegates and alternates from the organization to caucuses, councils, conventions and other meetings shall be elected by plurality at a regularly scheduled organization meeting or called meeting. Members may cast as many votes as there are delegates to be elected. Candidates for delegates must have been members in good standing for at least 30 days prior to their election as delegates. When delegates and alternates cannot be elected at a regularly scheduled organization meeting or called meeting, or there are not enough delegates or alternates to fill the positions allotted to the organization, the President, or the President's designee, shall have the power to fill any vacancy with any member in good standing. Such appointments shall be temporary with the appointee subject to replacement upon the arrival of any regularly elected delegate or alternate. When selecting delegates an effort shall be made to reflect diversity.

**Section 8.** Organization endorsements or ratings of candidates for public office and organization positions on ballot positions shall be pursuant to the "Standing Rules for Endorsements" attached to these bylaws as "Exhibit 1."

## **Article VIII - Meetings**

**Section 1.** Regularly scheduled organization Membership Meetings shall be held at least once a year. In an election year, the meeting to elect organization officers shall be in January.

**Section 2.** Called meetings of the members shall be approved by a two-thirds vote of the Executive Board. Any such meeting shall be announced to the membership by mail at least two weeks prior to the called meeting.

**Section 3. Organization Membership Meetings.** A quorum for regularly scheduled organization meetings or called meetings shall be 10% of the members in good standing at the time of the meeting. Proxy voting shall not be valid at regularly scheduled organization meeting or called meetings, except for the purpose of ratification of the organization's platform. For the election of organization officers only, absentee ballots shall be accepted from members who are eligible to vote but are unable to attend the meeting at which the election is held. The Executive Board shall prescribe policies and procedures for absentee balloting. For the election of organization officers, absentee ballots count toward a quorum.

**Section 4.** Notice shall be given to members of all meetings in a timely fashion, but not less than two weeks.

**Section 5.** Meetings may be closed to non-members at the request of any member and the approval of two-thirds of the members present and voting.

## **Article IX - Rules of Procedure**

**Section 1.** The current edition of *Robert's Rules of Order*, Newly Revised shall be the parliamentary authority for the organization on all questions not covered by these bylaws.

**Section 2.** Questions of interpretation of these bylaws may be appealed to the Executive Board, whose decision shall be final.

**Section 3.** The Executive Board may designate an employee to be an ex-officio member of the board, but no employee shall be a voting member of the board.

**Section 4.** The President of the BGDSD or any other person designated by the Vice President for Membership shall maintain a list of members, which shall include the name, mailing address, membership qualification date and any other relevant information specified by the Executive Board. The membership list of the BGDSD shall be confidential and shall not be delivered or disclosed to any person or entity outside of the Board. Nothing herein shall restrict the use of the membership list for mailing purposes by the BGDSD or for such other purposes or by any other person or entity so long as the Executive Board approves such use.

## **Article X – Fiscal Year**

The organization's fiscal year shall begin on 1 July.

## **Article XI - Amendments**

**Section 1.** Changes to the bylaws may be proposed to the membership by a majority vote of the Executive Board or by a petition to the Executive Board signed by 10% of the membership. Such proposed changes shall be voted on at the next regularly scheduled organization meeting, so long as the membership has at least two weeks notice of any such proposed changes. Any amendment receiving a two-thirds majority vote of the members present and voting at a regularly scheduled organization meeting with a quorum present shall be adopted.

ADOPTED:

- February 1, 2002

AMENDED:

- December 4, 2004
- July 2005
- November 15, 2008
- January 24, 2009
- January 2011
- January 2012
- January 2013