

**BY-LAWS OF THE
FRAMINGHAM DEMOCRATIC COMMITTEE**

(As Revised on July 18, 2021)

PREAMBLE

We, the duly elected members of the Framingham Democratic Committee, as organized under Chapter 52, Section 2 of the Massachusetts General Laws following the structure of a Democratic Town Committee, inasmuch as the City of Framingham is not organized into Wards, which are required in order to have the structure of a Democratic City Committee (which consists of Ward Committees), hereinafter "the Committee," hereby associate ourselves for the purposes of furthering the principles of the Democratic Party and the Charter of the Democratic Party of the Commonwealth of Massachusetts, supporting only registered Democratic Candidates in national, state, and local elections, and for all other purposes allowed under law.

ARTICLE 1: PURPOSE

The Committee shall encourage Democratic Party voters and newly-registered voters, through a program of education and information, to join the Democratic Party's political activities, the aim of which is to strengthen and further the cause of sound government.

The Committee shall call on all Democratic Party voters and invite unenrolled voters to vote in the Democratic Party primaries.

The Committee may support and endorse enrolled Democratic candidates for elected office in partisan and nonpartisan primaries, preliminaries and elections. The Committee may endorse a candidate at a regular or special meeting of the Committee, provided a two-thirds (2/3) majority, but no fewer than 24, of those voting approves the proposed endorsement.

ARTICLE 2: MEMBERSHIP

Section 1: General Membership

The Committee shall consist of 35 members elected at the Presidential Primary for a period of four (4) years, pursuant to the General Laws of the Commonwealth. Vacancies in the Committee shall be filled as set forth in the General Laws of the Commonwealth by nomination and election by the Committee. After a Committee member has served the Committee for twenty (20) years, they shall become Life Members and shall have the same privileges as members but shall not be included in the count of elected Committee members. Elected Committee members are expected to understand that there are certain participatory obligations in the Massachusetts State Democratic Party Charter, which should be met.

Any member who changes his or her domicile from Framingham shall cease to be a member of the Committee.

Section 2: Associate Membership

All registered Democrats and pre-registered Democrats between the ages of 16 and 18, in the City of Framingham, are eligible for associate membership on the Committee. To obtain membership, such persons must attend a meeting of the Committee, state their wish to join, state their agreement to abide by the by-laws, and pay such annual dues as are set forth under Article 6 of these by-laws. Associate members whose dues are current shall be provided with notice of all Committee meetings, be able to participate in debate and deliberations of the Committee and be able to serve as voting members of subcommittees.

Associate members shall not have the right to vote on formal actions of the Committee. However, Associate Members shall be eligible to vote on all matters before a subcommittee of which they are a duly appointed member.

ARTICLE 3: OFFICERS

Section 1: Officers of the Committee

The Officers of the Committee shall be Chair, Vice-Chair, Secretary, Treasurer, and Affirmative Action & Outreach Advisor and shall be elected in sequence at the annual meeting for a term of two (2) years or as necessary to fill a vacancy for the remainder of said term by signed ballot or roll call vote. A majority of the votes cast shall be required to elect at the annual meeting, or as necessary to fill a vacancy, except as set forth in Section 2 of this article.

Any position filled by two officers acting as co-officers, shall be filled by members not of the same gender.

Section 2: Chair

The Chair shall preside at all meetings of the Committee. The Chair shall:

- Call the meeting to order at the scheduled time;
- Announce the business before the Committee in the order in which it is to be acted upon;
- Recognize members entitled to the floor;
- State and put to vote all questions that are regularly moved;
- Assist in expediting business in every way compatible with the rights of the members;
- Enforce on all occasions the observance of order and decorum among the members;
- Authenticate by signature, when necessary, all acts, orders and proceedings of the Committee.

The Chair shall conduct the meetings in general compliance with Robert's Rules of Order as set forth under Section 5 of Article 4. The Chair shall appoint members to subcommittees and call special meetings as necessary.

Section 3: Vice-Chair

In the absence of the Chair, the Vice-Chair shall assume the duties of the Chair. In the event of permanent or temporary absence or resignation of the Chair, the Vice-Chair shall act as Chair for the balance of the term. The Vice-Chair shall also serve as the convener of the Programming Subcommittee. If there is one Vice-Chair elected, that person shall not be of the same gender as the Chair.

Section 4: Secretary

The Secretary shall perform all the usual duties of a secretary, including but not limited to:

- Make and file an accurate record of all official meetings of the Committee;
- Maintain an accurate list of the members;
- Provide notice of all meetings, elections, and votes to be taken;
- Prepare at the direction of the Chair the agenda of all meetings;
- File with the Secretary of the Commonwealth, Secretary of the Democratic State Committee, the Office of Campaign and Political Finance and the City Clerk a list of the officers and members of the Committee.

Section 5: Treasurer

The Treasurer shall be responsible for maintaining an accurate accounting of all financial transactions of the Committee. In addition, the Treasurer shall handle all petty cash, maintain and reconcile bank account(s), and handle all correspondence of a financial nature, including the filing of City Committee financial reports with the Office of Campaign and Political Finance. Expenditure of funds by the Treasurer shall only be made by a vote of the Committee, except for regular expenses of the Committee.

Section 6: Affirmative Action & Outreach Advisor

The Affirmative Action & Outreach Advisor shall follow State Committee rules and encourage in the Committee the participation of individuals from affirmative action target groups.

Section 7. Executive Committee

There shall be an Executive Committee consisting of each of the elected officers as enumerated in Sections 2 through 6 of this Article.

All proceedings of the Executive Committee shall adhere to the practices and procedures enumerated in the current Robert's Rules of Order.

Upon the calling of an Executive Committee meeting, notice of the fact of the meeting shall be given to the Committee Membership, together with the intended items and issues to be discussed at that Executive Committee meeting. Attendance at Executive Committee meetings is to be open to all regular members of the Committee, however only members of the Executive Committee shall be voting members at such Executive Committee meetings. Upon a vote of 2/3 of the members of the Executive Committee, the Executive Committee may discuss and declare an "Executive Session," which is not open to the public.

Section 8: Recall

Any office may be declared vacant on the vote of two-thirds of the membership in response to written motions signed by ten members and served by hard copy or electronically upon all members for receipt at least ten days prior to any regular or special meeting.

ARTICLE 4: MEETINGS

Section 1: Annual Meeting

- (a) The Annual Meeting of the Committee shall be held no later than the regularly scheduled business meeting for the month of April in non-presidential election years.
- (b) An Organizational Meeting for the purpose of electing officers shall be held every two years during the Annual Meeting. In presidential election years, the Committee shall organize at the Annual Meeting within ten days following the thirtieth day after the presidential primary election.
- (c) Each April meeting of the Committee, which is not an Organizational Meeting, shall be designated as an Annual Meeting for purposes of establishing the calendar year of the Committee, and dues for the new year shall become due at this meeting.

Section 2: Regular Meetings

There shall be no fewer than six regular meetings per year, to be held on a monthly basis when possible.

Section 3: Attendance

Committee members shall attend at least half of the scheduled meetings. Failure to generally adhere to this standard may result in the Committee asking for the member's resignation and/or not recommending that the member go forward for reelection, or may be removed by procedures guaranteeing adequate notice and due process pursuant to the provisions of Article Two, Section V of the Massachusetts Democratic Party Charter.

Section 4: Meeting Notification

All members and associate members shall receive written notification of meetings, either by letter or electronic mail, seven days in advance of each regular or annual meeting, or 48 hours in advance of a special meeting. Notice of special meetings must contain the standard pertinent information and the purpose or purposes for which such meeting is called.

Section 5: Proceedings

All proceedings and meetings of the Committee, or any Subcommittee, shall be conducted under and pursuant to Robert's Rules of Order, insofar as they are consistent with these by-laws, except as may be otherwise voted by two-thirds of the membership.

Section 6: Quorum

Nine members of the Committee constitute a quorum for the transaction of business at any meeting. A majority vote by those members present and voting at any meeting shall be required by these by-laws.

Section 7: Transparency

All meetings, except drafting committees, at all levels shall be open to the public, unless an executive session is authorized by a two-thirds vote, and no vote shall be taken by secret ballot. However, secret ballot is permitted in local caucuses.

ARTICLE 5: SUBCOMMITTEES

A subcommittee of the Committee may be created or dissolved by the chair or a voting majority of the Committee. Subcommittee members shall be appointed by the Chair and may consist of both members and associate members. One subcommittee shall be the Financial Audit Committee that shall conduct a biennial audit of the financial affairs of the Committee following the election of the Treasurer.

ARTICLE 6: MEMBERSHIP DUES

The annual dues contribution of members and dues of associate members shall be determined by the membership at the annual meeting. Annual dues cover the period from May 1 to April 30. Full annual dues contributions are payable whenever an individual becomes a new member or dues are payable upon a person becoming an associate member. Associate Members, who are preregistered Democrats between the ages of 16 and 18, may be exempted from dues obligations by a decision of the Treasurer and/or Chair. Dues may be confidentially waived by the Treasurer and/or the Chair in the event of a financial hardship.

ARTICLE 7: AMENDMENT OF BY-LAWS

The Bylaws may be amended at a regular or special meeting of the Committee provided a majority, but no fewer than 18, of those voting approves the proposed amendment(s). Except for amendments emanating from the Bylaws Subcommittee, no amendment shall be voted upon that has not been submitted for review to the Bylaw Subcommittee at least forty-five (45) days prior to the date of the meeting at which the proposed amendment is to be voted upon. Notice of the proposed amendment, including its wording and the names of its sponsor(s), shall be sent to the members by letter or electronic mail at least thirty (30) days prior to the date of the meeting at which the proposed amendment(s) is to be voted upon.

ARTICLE 8: SEVERABILITY

Notwithstanding any of the foregoing provisions, if any portion of the by-laws is deemed invalid, the invalid portion shall be deemed stricken and the remaining provisions shall remain in full force and effect.