

ARTICLE I. Name

The name of this organization shall be the Henderson Democratic Club (hereinafter called HDC).

ARTICLE II. Purpose

- A. The purpose of HDC shall be to advance the goals of the Democratic Party (hereinafter called the Party), through public policy and political issue analysis, education, fund-raising, recruitment, coordination with other Democratic groups, and other activities to benefit the Party.
- B. HDC shall support the broadest possible registration in the Party, and recruitment of HDC membership without discrimination on grounds of race, sex, age, color, creed, national origin, religion, ethnic identity, sexual orientation, gender identity, physical disability or economic status.

ARTICLE III. Authority and Procedures

Section 1. Authority

HDC operates under the authority of the Clark County Democratic Party (hereinafter CCDP), and in compliance with its chartering requirement.

Section 2. Procedures

- A. All regular and special meetings of HDC shall be conducted in accordance with these By-laws and with Robert's Rules of Order Newly Revised as a guide.
- B. All motions brought before the HDC, provided a quorum is present, shall be adopted by vote of a majority of members Present and voting, with the exceptions of amendment to the bylaws, reversal of endorsements, votes of no confidence or censure, or any other negative action, which all require 2/3 vote. (Exceptions as specified in Article VI, Section 3.C and Section 4.)
- C. In accordance with the CCDP charter requirements, HDC:
 - 1. May not take a position in support of a candidate for office other than a registered Democrat;
 - 2. May not endorse a Democratic candidate over any other Democratic candidate in any primary election or in an election in which both candidates are Democrats;
 - 3. Shall support the County, State, and National Democratic Party;
 - 4. Shall cooperate with other Democratic organizations in Clark County;
 - 5. Shall provide annually to the CCDP a roster of officer names and a copy of the By-laws.
- D. HDC shall support candidates and support or oppose ballot issues, when a motion is approved by a majority vote at any time after a "Candidates Forum" or "Ballot Issues Forum" has been held.
- E. HDC shall contribute to the Democratic discussion and recommendations on Democratic Party platforms.

ARTICLE IV. Membership, Dues and Vote Entitlement

Section 1. Membership

- A. Membership of HDC shall be drawn principally from residents of Henderson, Nevada and surrounding areas within Clark County. All eligible voters shall be registered as Democrats.

B. There shall be five types of members (hereinafter called the general membership):

1. Regular - a regular member;
2. Senior - a senior member, age 60 and over;
3. Student - a student member with current ID from an educational institution;
4. Sponsor – a sustaining member who supports HDC at a higher level;
5. Ex Officio - Ex officio members shall be those elected officials who are Democrats and who wish to participate in HDC activities but do not wish to become regular members.

Section 2. Dues and Fees

A. There shall be five categories of dues; one for each type of member:

The amount of dues in each category shall be recommended by the Board of Directors and presented to the General Membership as a Standing Rule.

B. HDC fiscal year shall begin January 1 and end December 31 of each year.

C. Dues shall be paid annually and shall be due January 1. Those who have not paid their dues by March 1 of each year shall be considered to have resigned their membership. *Exception: The Board may run membership drives and alter the normal dues and expiration dates.*

D. Club communication is done via e-mail, web page and social media. *Exception: Mailings may be done at the Board's discretion.*

Section 3. Vote Entitlement

A. All regular members are entitled to vote in elections and motions brought before the body. Each member shall have one vote.

B. No absentee or proxy voting shall be allowed.

C. No non-paying Ex-Officio only member shall vote.

Section 4. Removal of a Member

Respect and cooperation are fundamental to the success of a volunteer organization and must be the keystone of the club. At any general meeting, upon recommendation by the Board brought to the HDC membership and a motion considered in executive session, a majority vote of the general membership present and voting may remove a member with or without cause.

ARTICLE V. Meetings

Section 1. Meetings

A. There shall be at least four general and four board meetings annually. The dates and time of the meetings shall be set by the Board.

B. Notification of a general meeting is to be sent to the general membership within two weeks of the meeting – no later than one week prior to the meeting..

C. Board meetings are open to the general membership. Any member may request to be included in Board meeting notices.

D. As a community service, all general membership meetings shall be open to the public unless designated in advance "For Members Only".

E. Special meetings may be called by the Chair with approval of the Board.

Section 2. Quorum

No HDC business shall be conducted in the absence of a quorum.

- A. A quorum of the Board of Directors meeting shall be a majority of the its current membership.
- B. A quorum of the General Membership meeting shall be at least 30% of the current membership.

ARTICLE VI. Board of Directors and Officers

Section 1. HDC Board of Directors and Officers

- A. The officers shall be Chair, Vice-Chair, Secretary, Treasurer, the Immediate Past-President (if they so choose).
- B. The Board shall be composed of the officers, as well as two (2) at-large members. They shall be responsible for implementing the goals and maintaining the financial viability of the HDC.
- C. The Board Officers and Directors may combine or split offices based on the workload and engagement required as needed for the benefit of HDC operations until the next regularly occurring election with approval of a majority of the officers, whether present or not.
- D. The officers are empowered to act in emergencies in the interim between regular meetings of the Board of Directors. All such votes require 2/3 majority of the officers, whether present or not.

Section 2. Elections

- A. Elections will take place by secret ballot at the November General Membership Meeting.
- B. In all elections, nominations from the floor will be accepted, but only if the nominee has stated readiness to serve in writing or email and is a Member in good standing.
- C. If there is only one nominee for an office, that Officer shall be elected by acclamation.

Section 3. Term

- A. The term of office shall be two (2) years and shall be on a staggered basis. The Chair, Treasurer, and one member-at-large shall be elected in odd numbered years. The Vice-Chair the Secretary and one member-at-large shall be elected in even numbered years.
- B. The Officers and At-Large Board members shall be installed at the December meeting and will assume their full duties on January 1.
- C. No officer shall be eligible for election to more than two terms in succession for the same office.
Exception: One additional term may be approved by a two-thirds majority of the members present and voting at a General Membership meeting.

Section 4 – Removal of a Board Member or Officer

At any regular Board meeting, a) provided the members and officer have been notified ten days in advance, and b) upon a motion, and c) a majority vote of the Board members present and voting, any member may be removed from the Board, or removed from office, with or without cause. The Board's action and rationale shall be reported to the members at the next General Membership Meeting.

ARTICLE VII. Vacancies

Section 1. Vacancies

- A. In the event of a vacancy in an elective office, however occurring, an election shall be held to fill that vacancy at the next meeting provided an eligible candidate is available. An announcement of the vacancy and election shall be made as soon as possible to the membership, with notice that nominations will be taken from the floor.
- B. The Vice- Chair shall automatically be offered the position of Chair if that office becomes vacant. At the next meeting, an election shall be held to fill out the term of the vacant position.
- C. Any member who finds it necessary to resign from their elected office should submit a letter of resignation or e-mail of the same to the Board of the HDC.
- D. The board of directors shall institute elections to fill officer vacancies, as provided in Article VI, Section 2. Election of Officers and At-Large Board Members of these By-laws.

ARTICLE VIII. Duties of Officers

Section 1. Chair

- A. The Chair shall preside at all General and Board meetings, shall appoint the Parliamentarian, shall establish special committees with approval of the Board of Directors and shall be an Ex-Officio (nonvoting) member of every committee.
- B. The Chair shall be the official spokesperson for the HDC.
- C. The Chair shall present an annual report that highlights the past year at the end of the term of office.
- D. The Chair shall appoint committee chairs (not otherwise specified in these By Laws) and representatives, as necessary, to outside groups with the approval of the Board.
- E. The Chair shall assist the other Officers in their duties as needed and necessary.

Section 2. Vice-Chair

- A. The Vice-Chair shall be assistant to the Chair, and shall preside in his/her/their absence.
- B. The Vice-Chair shall be Chair of the Program committee and be responsible for the general membership programs with the consultation and approval of the Board.

Section 4. Secretary

- A. The Secretary shall record and maintain the minutes of General and Board of Directors meetings and shall maintain all HDC records. He/she/they shall send a copy of the minutes to each member of the Board within two weeks of each meeting.
- B. The Secretary shall maintain an up-to-date membership list, provide copies to the membership and send a copy to the CCDP each year, along with a list of new officers, a copy of the bylaws and the required charter dues and fees.
- C. The Secretary shall maintain an attendance list of every meeting.
- D. The Secretary shall be Chair of the Membership Committee, responsible for membership development and support, membership recruitment, and membership retention.
- E. The Secretary shall conduct the correspondence and social media of the HDC in conjunction with the Chair.
- F. The Secretary shall organize and maintain the Telephone/Text Tree for member communications.

Section 6. Treasurer

- A. The Treasurer shall have charge of all HDC funds, pay all legal obligations and make a full report to the Board and the general membership on a regular basis. The HDC's financial records shall be available for review to any club member.
- B. The Treasurer shall Chair the Finance and Fund Raising Committees.
- C. The Treasurer shall open (or renew) an account for the HDC at a bank designated by the Board. The Board shall designate two officers who will be authorized to sign checks in the absence of the Treasurer. Two signatures will be required on all authorizations for expenditures over \$500.00.
- D. The Treasurer shall maintain a permanent photocopy file of all checks, invoices, and contracts received by HDC. All contracts shall be signed by the Chair and the Treasurer. In the absence of either the Chair or the Treasurer, the Board shall appoint alternates.
- E. The Treasurer is responsible for finding out what reports are required from the Clark County Registrar of Voters and the state and federal agencies, and shall fill out and send them within the required time limits.

Section 7. Parliamentary

The Parliamentary shall advise the Chair as to the proper procedures for the conduct of meetings, and shall rely on these By-laws and Robert's Rules of Order Newly Revised. The Parliamentary shall not have a vote on the Board.

ARTICLE IX. Duties of the Board of Directors

Section 1. Goals

The Board shall be responsible for establishing annual short-and long-term goals for the HDC, to be approved by the general membership.

Section 2. Conduct of Business.

- A. The Directors are empowered to act in the best interest of the HDC with the intention of improving and promoting the club and the Democratic Party in our community. The Board shall conduct the business of HDC in accordance with the policies and resolutions as decided by a general membership and these By-laws.
- B. The Board shall schedule General and B meetings.

ARTICLE X. Standing Committees

Section 1. Committees

The following are general responsibilities of the standing committees identified in Article 1.

- A. Finance---prepare annual budget and maintain an appropriate reserve fund.
- B. Program – supervise speaker's bureau and organize themed meetings such as "Endorsements" and "Elections".
- C. Membership – responsible for membership development and support, including recruitment and retention.

- D. Fund Raising---coordinate activities required to raise funds needed for operation of HDC and support of issues and candidates endorsed by HDC. On an annual basis, recommend the fee structure for third party use of the database/fundraising list.

Section 2. Special Committees

The Board and Chair shall have the authority to appoint special committees necessary to accomplish the objectives of the HDC, such as Legislative and Campaign Support and Voter Registration committees.

Section 3. Operation of Committees

- A. Each Committee is responsible for establishing its standing rules and procedures, compatible with these By-Laws, and shall conduct activities, which carry out the goals of HDC as established by the B.
- B. The Chair of each standing committee shall provide verbal reports as requested by the Board or the Chair, as well as a written report of its activities for inclusion in the Annual Report.

ARTICLE XII. General Policies

Section 1. Parliamentary Procedure

On all matters of procedure not otherwise contained herein or in the standing rules of HDC, *Robert's Rules of Order Newly Revised* shall be the official guide.

Section 2. Amendment of By-Laws

The By-laws may be amended at any general meeting of the HDC by a two-thirds vote of the general members present and voting, provided that written notice has been given to the members at least ten days before the general meeting and shall be effective upon approval.

Section 3. Dissolution

Upon dissolution of HDC, all funds and materials shall be transferred to the CCDP.

Section 4. Member Privacy and Mailing List Policy

The HDC database/fundraising list is the property of the HDC and is a valuable asset. There shall be one master database list. The Secretary shall maintain this list. The list shall be available in some portion or circumstances to the following:

- A. Tasks and projects designated by the HDC Chair or Board. Under no circumstances will more of the list than what is deemed necessary to complete the task be given out in any form, paper, electronic or otherwise.
- B. For a fee, candidates for public office, shall be allowed to hire the club to distribute their communications to the member base. Email-based organization-wide communications shall be distributed to club members by the Secretary. No email addresses or electronic copies of the database/fundraising list shall be given out to candidates.
- C. All mailings whether print or email must follow club guidelines.
- D. The Board may revoke access to the list/database for noncompliance with the above policies.

E. A Club Directory will be established for the benefit of the membership; names will be listed and contact information will be voluntary. The privacy of the individuals on our list shall be protected. No version of the directory, list, or database shall be forwarded directly or indirectly to any entity for commercial use.

Section 5. Vendor Preference.

For club mailings and other goods/services procured by the HDC, preference will be given to “union shops” whenever possible.

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HENDERSON DEMOCRATIC CLUB STANDING RULES

1. Dues and Fees per HDC By-Laws

Amount of dues for each type of member shall be recommended by the Board of Directors and presented to the General Membership as a Standing Rule.

A. There shall be five categories of dues:

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| 1. Students | Student's with valid ID pay no dues |
| 2. Seniors | \$15 |
| 3. Regular | \$25 |
| 4. Sponsor | \$250 and above |
| 5. Ex-Officio | None required, but donation encouraged |