

BYLAWS OF Saint Louis Young Democrats

ARTICLE I – NAME AND PURPOSE

Section 1 – Name

The name of the organization shall be Saint Louis Young Democrats. It shall be a Political Action Committee under the laws of the State of Missouri.

Section 2 – Purpose

Saint Louis Young Democrats' mission is to support local and regional Democratic Party issues and candidates, as defined by the active Membership in conjunction with the Executive Board, and to provide opportunities for young people in the Greater St. Louis region to engage in the political process.

ARTICLE II – MEMBERSHIP

Section 1 – Eligibility for Membership

Application for voting Membership shall be open to any person who considers themselves a resident, property owner, business operator, or employee within the Saint Louis area who promotes the involvement of young individuals in Democratic Party activities. Membership is granted after completion and receipt of a Membership application and annual dues. The Secretary and Treasurer shall provide preliminary confirmation of eligibility. Any disputes as to eligibility will be decided by a majority vote of the Executive Board.

Section 2 – Annual dues

The amount required for annual dues shall be determined annually after the first meeting of the Executive Board. That fee will remain in effect until the next Annual Meeting. Status as a Member in good standing is contingent upon current payment of Membership dues.

Section 3 – Exclusive rights of Members

Each Member shall be eligible to cast one (1) vote in elections of the General Membership, the endorsement of candidates and ballot initiatives, on community efforts, and on motions at meetings of the Membership. Votes are non-transferable to other persons and cannot be delivered by proxy.

Any vote of the General Membership shall provide a ballot to each Member in good standing as determined by the roll kept by the Secretary and Treasurer. Any issue or candidate must be provided to the Secretary at least three (3) days prior to the vote for placement on the ballot, or earlier as communicated by the Executive Board.

Only Members under this section may attend events or functions as designated by the Executive Board as being exclusive to Members.

Only Members may participate in special committees, committees, and subcommittees.

Only Members are eligible for nomination to and service in Executive Board positions.

During open debates concerning endorsements, motions, or organization business, only Members shall be recognized to speak. Only Members may offer motions to the Membership. If a Member's motion wins a majority of either (1) Members present at a regular meeting, or (2) the General Membership, the petition shall be heard and approved or rejected by the Executive Board within two (2) weeks.

Members may reasonably request to see the bylaws of the organization.

Section 4 – Resignation and termination

Any Member may resign by filing a written resignation with the Secretary. When a Member resigns or has their Membership terminated by any other means, the Secretary shall remove the Member's name from the roll of Membership. However, any personal information, including but not limited to names, may be retained by the Treasurer, or other officers, for the purposes of required legal filings. Resignation shall not relieve a Member of unpaid dues, or other charges previously accrued. A Member can have their Membership terminated by a three-fourths vote of the Membership.

ARTICLE III – MEETINGS OF MEMBERS

Section 1 – Regular Meetings

Regular Meetings of Members shall be held at least quarterly, at a time and place designated by the President. Actions taken, or motions passed during a Regular or Annual Meeting shall be considered valid either when a majority of the currently active Executive Board, or if either the President or Vice President is present. Members of the public may attend Regular and Annual Meetings, but may not raise motions or participate in direct organizational action.

Section 2 – Annual Meetings

The first or last meeting during the calendar year shall be designated the Annual Meeting of the Members. The specific date, time and location of the Annual Meeting will be designated by the President. At the Annual Meeting the Members may engage in such activities as electing officers, receiving reports on the activities of the association, and setting the direction and priorities of the organization for the coming year. Direction and priorities do not constitute endorsement of specific candidate ballot issues or actions.

Section 3 – Special meetings

Special meetings may be called by the President or Executive Board not less than 24 hours before the meeting start time. Members may call a special meeting through a petition signed by a majority of the general Membership.

Section 4 – Notice of meetings

Notice of Regular Meetings shall be given to all Members not less than two (2) weeks prior to the meeting. Notices may be delivered by mail, telephone, email, or posting on a public medium

maintained or sponsored by the Executive Board, such as a website or social media account. Notice of Special Meetings shall be given as indicated in section 3.

Section 5 – Quorum

The Members present at any properly announced meeting shall constitute a quorum when a majority of the currently active Executive Board, or if either the President or Vice President is present.

Section 6 – Voting

All issues to be voted on shall be decided by a simple plurality of votes cast upon the issue. The President may permit forms of early or late voting, including online voting, during the seven (7) day period leading up to, or following, the meeting at which voting is scheduled to occur.

ARTICLE IV – EXECUTIVE BOARD

Section 1 –

An Executive Board shall be selected from the Members through a vote of the General Membership. Executive Board Members retain their powers, rights and duties as a Member, and may vote as an equal with the general Membership.

Section 2 – Executive Board role, size, and compensation

The Executive Board is responsible for overall policy and direction of the organization. The Executive Board may delegate responsibility for day-to-day operations to committees it may create. The Executive Board shall have up to nine (9), but not fewer than six (6) Members, comprised of Officers and Directors. The Executive Board receives no compensation other than reimbursement for reasonable expenses as approved by a majority vote of the Executive Board.

Section 3 – Executive Board Member terms

Executive Board Members other than the President shall be elected annually by an election of the General Membership to be held at the Annual Meeting. The previous Vice President shall automatically assume the official duties of the President following the close of the Annual Meeting and shall serve for one (1) year or until the next Annual Meeting.

The President and Vice President shall serve one (1) term of office. All Executive Board Members other than the President and Vice President are eligible for re-election to any single position for up to two (2) consecutive terms. As an example and for clarification purposes, a Member may serve two (2) terms as Secretary and then two (2) additional terms as Treasurer and one (1) additional term as Vice President and President, respectively.

Section 4 – Executive Board Meetings and notice

The Executive Board shall meet at least quarterly, at an agreed upon time and place. An official Executive Board meeting requires that each Executive Board Member have notice provided by email, letter, or other suitable writing at least two (2) weeks in advance.

Section 5 – Executive Board elections

Executive Board Members shall be elected or re-elected by a plurality of the votes of the General Membership collected by the conclusion of the Annual Meeting. A term for any Executive Board Member or Director shall run one (1) year during the time span between Annual Meetings.

Section 6 – Nomination and Election procedures

Nominations may be made from the floor by Members in good standing at Regular Meetings prior to the Annual Meeting. Nominations may also be made in writing, email, by online submission or by other suitable writing to the President for a period ending no later than at least three (3) days prior to the Annual Meeting. Any Member can nominate a candidate to the slate of nominees. You must be a Member in good standing to qualify for nomination and continued service as an Executive Board Member. No second shall be required for nomination. All Members will be eligible to place one (1) vote per office election.

Section 7 – Quorum

An Executive Board meeting must be attended by at least a majority of Executive Board Members in order to conduct organization business activities, take votes, and approve or reject motions.

Section 8 – Special meetings

Special meetings of the Executive Board shall be called upon the request of the President, any two (2) Executive Board Officers, or one (1) Executive Board Officer and any number of Directors. The Secretary shall send out notices of special meetings to each Executive Board Member at least two (2) weeks prior to the meeting, or any time unanimously agreed to by the Executive Board.

Section 9 – Officers and Duties

There shall be four (4) Officers of the Executive Board, consisting of a President, Vice President, Secretary, and Treasurer. Their duties are as follows:

- The President shall convene regularly scheduled Executive Board meetings and shall preside, or arrange for other Members of the Executive Board to preside, at each meeting in the following order: Vice President, Treasurer, Secretary.
- The President shall have the power to issue checks or payments under the value of \$500. Any dispensation of amounts over \$500 shall require the approval of Executive Board. All expenditures shall be reported to the Treasurer.
- The Vice President shall coordinate all committees and shall be designated chairperson on all committees unless otherwise specified by the Executive Board.
- The Treasurer shall report the financial status of the organization at each Executive Board meeting. The Treasurer shall chair the Finance Committee, assist in the preparation of the budget to be presented to the Executive Board, help develop fundraising plans, and make reports of expenditures and/or accounts available to the Executive Board and Members as necessary. In cooperation with the Secretary, the Treasurer shall track the payment of dues for the maintenance of the roll. The Treasurer shall make any filings required by law and the state to maintain the good standing of the organization.
- The Secretary shall be responsible for keeping records of Executive Board actions, including taking of minutes at all Executive Board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each committee member,

and maintaining any records required of the organization by law. In cooperation with the Treasurer, the Secretary shall keep the roll of Members in good standing.

Section 10 – Directors and duties

Three (3) Directors shall be elected to the Executive Board by the Membership in the same election wherein the Officers are elected. The Executive Board shall set the duties of these three (3) Directors after their election. Further, the President, in their sole discretion, may appoint up to two (2) additional Directors, and set the duties of the additional Directors after their appointments. A Director serves as an Executive Board Member and works to support the organization as appropriate, but does not hold predefined official duties.

All Officers and Directors shall contribute to organization efforts to fundraise for the organization.

Section 11 – Vacancies

When an Officer or elected Director other than the President cannot complete their term, a vacancy exists. When a vacancy exists mid-term, the Secretary must receive nominations for new Executive Board Members from the General Membership no later than three (3) days prior to a special election of the General Membership to be held through online or other suitable means. The winner of a plurality of votes in the special election shall assume the duties of office immediately. An Officer or elected Director filling a vacancy serves until the next Annual meeting, where they may run for re-election. When calculating term limits, a partial term shall be considered the same as a full term.

The President may replace appointed Directors at their discretion. These Directors shall serve only until the end of the appointing President's term.

Section 12 – Vacancy of the President & order of succession

In the event the President resigns, is removed from office, or cannot perform their duties, the order of succession shall be as follows: (1) Vice President; (2) Secretary; (3) Treasurer. Should the Treasurer not be able to serve as President, the Executive Board shall elect a Director to serve out the President's term. In the event no Executive Board Members are willing or available to serve as President, a special election of the General Membership may be called to elect any Member in good standing as President. The election should follow the procedure for election under Section 10.

Section 13 – Resignation, termination, and absences

Resignation from the Executive Board shall be provided to the Secretary in writing. Any Executive Board Member may be removed for other reasons by a three-fourths vote of the entire Executive Board. If a Member of the Executive Board is removed, a vacancy exists.

Section 14 – Conflicts of interest

The President, Officers, and Directors of the organization must disclose conflicts of interest to the Executive Board. Conflicts of interest include, but are not limited to, deriving personal profit from the organization, use of the organization or its resources for political purposes without requisite

Executive Board approval and/or elections of Membership, and campaigning for or holding political office.

Persons must avoid conflicts of interest by recusing themselves from conflicting decisions, actions, and votes. This recusal shall be recorded by the Secretary in writing for the duration of the conflict.

Failure to disclose conflicts may be grounds for removal by Membership petition or Executive Board vote.

ARTICLE V – OTHER COMMITTEES

Section 1 – Committee formation

There shall be a Finance Committee. In addition, the Executive Board may create committees as needed, such as Political, Policy, Membership, PAC Development, and Special Events. The chair of each committee appoints all committee members. The committee chair shall be appointed by the Executive Board from volunteers in the General Membership.

Section 2 – Finance Committee

The Treasurer is the chair of the Finance Committee, which includes three (3) other Members. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and the annual budget. The Executive Board must approve the budget and all expenditures must be within budget without overrun. The Finance Committee or the Executive Board must approve any major change in the budget. The fiscal year shall be the calendar year. Annual reports are required to be submitted by the Finance Committee showing revenues expenditures, and summaries of accounts. The financial records of the organization shall be made public only to the extent required by law, for filings with the state, and to Members only to the extent reasonably required to respect the privacy and security of Member information.

ARTICLE VI – POLITICAL ENDORSEMENTS

Section 1 – Confirmation of authority

As it is consistent with the mission of the organization, Saint Louis Young Democrats may choose to endorse campaigns for candidates, specific policies, or petitions, from time to time, as deemed appropriate by the Executive Board. Endorsements must be approved by an election of the General Membership.

Section 2 – Endorsement process

The Executive Board shall set policies and procedures to facilitate a fair endorsement process. Endorsement procedures will be defined on a case-by-case basis and published to the Membership at least one (1) week prior to the endorsement action. Any Executive Board Member involved in a campaign through a candidate, staff, or consultant role must recuse themselves from participation in the endorsement process relating to that campaign and race.

The Executive Board shall ensure that speakers provide a fair and accurate representation of positions consistent with the organization's mission. A speaker before the Membership must be approved by a vote of the Executive Board or motion of the Membership.

Candidates seeking our endorsement should meet and uphold the standards of our organization's mission statement. Should a candidate's words or deeds place their dedication to those principles in question, the board has the right to reject the candidacy of any person seeking our endorsement.

Section 3 – Rights of the Membership

The Executive Board must allow for open comment from Active Membership as it relates to political endorsements, without candidates present. It is incumbent upon the Executive Board to facilitate this process during the course of a Regular Meeting of the Membership.

Additionally, as a prerequisite, a member is eligible to vote in the endorsement process if they have attended at least two meetings and/or actions one year prior to voting.

ARTICLE VII – DIRECTOR AND STAFF

Section 1 – Authority to hire staff

Saint Louis Young Democrats is an all-volunteer organization and may not hire staff to carry out the organization's operations.

ARTICLE VIII – AMENDMENTS

Section 1 – Amendments

These bylaws may be amended when necessary by election of the General Membership. Proposed amendments must be submitted to the Secretary and a comment period must be provided at least one (1) week before the general vote.

Section 2 – Bylaws amendment process

The Executive Board shall establish a bylaws committee as necessary and set a process to ensure that committee drafts may be considered by the Executive Board and Members prior to the vote of the General Membership.

CERTIFICATION

These bylaws were approved at a meeting of the Membership by a majority vote on

_____.

_____ Secretary