

# **BY-LAWS OF LEXINGTON DEMOCRATIC TOWN COMMITTEE**

*Adopted by the Lexington Democratic Town Committee on January 13, 1994  
Revised by the Lexington Democratic Town Committee on February 4, 2006*

## **Article 1 NAME**

The organization shall be known as the Lexington Democratic Town Committee.

## **Article 2 PURPOSES**

The Committee is organized and constituted under the authority of and in accordance with the provisions of the General Laws of the Commonwealth of Massachusetts and the Charter of the Democratic Party of the Commonwealth of Massachusetts, as amended. It shall have as its purposes the following:

- to foster and advance the ideals and aims of the Democratic Party; to work in cooperation with the Democratic State Committee;
- to adopt resolutions and platforms;
- to work and organize for the success of the Democratic candidates;
- to do all things necessary to strengthen the Democratic Party in Massachusetts.

## **Article 3 MEMBERSHIP**

### **3.1 Election of Full Members**

The Town Committee shall consist of no fewer than three (3) nor more than thirty-five (35) enrolled members of the Democratic Party resident in the Town of Lexington who have been elected at the presidential primary of the Democratic Party of Massachusetts. Members elected in this manner are known as *Full members* and enjoy all rights, privileges, and obligations of membership.

### **3.2 Associate Members**

The Town Committee may, by vote at any meeting, appoint such Associate Members as it chooses. Associate members shall have such privileges as the Town Committee chair determines from time to time, including the power to vote on specific issues, but not on the issues enumerated in section 8.3. Within ten days after the appointment of Associate Members, the Recording Secretary shall file the list of such Associates as required by 4.3, below.

### **3.3 20-year members**

Members of the Town Committee who have been members for 20 years and are current Full Members are eligible to be members for life provided that they continue to observe the

by-laws and state charter. Their 20-year status creates an immediate vacancy in the ranks of full members, and the vacancy may be filled as specified in these by-laws.

### ***3.4 Tenure; Resignation***

Members elected at primaries shall hold office for four years from the date of the primary election until their successors shall have organized. A member may submit a written resignation at any time, such resignation to take effect upon its receipt by the Recording Secretary of the Town Committee unless some other effective date is specified therein. If any member changes a permanent residence from Lexington, he or she shall cease to be a member immediately upon such change taking effect. If any member cancels enrollment as a voter in the Democratic Party or enrolls as a registered voter in any other party, he or she shall cease to be a member of the Town Committee.

### ***3.5 Filling Vacancies***

Vacancies may be filled by a vote of the current membership of the Town Committee whenever the number of committee members falls below 35 for any reason between primary elections. Vacancies shall be filled by the election of one of the Associate Members of the Town Committee. A statement of any such change shall be filed in accordance with section 4.3 within ten days by the Recording Secretary.

## **Article 4 ORGANIZATION**

### ***4.1 Nominating Committee***

The incumbent Executive Committee shall appoint a three person nominating committee within thirty days after the primary election and also during the month of January two calendar years hence. No more than one member of the nominating committee may be a member of the Executive Committee. The nominating committee shall report within thirty days of its appointment. No member of the nominating committee may be nominated to any office.

### ***4.2 Organizing Meeting***

After the report of the nominating committee and no later than forty five days following the primary election, the Town Committee elected at the primary shall meet and organize by electing officers and Associate members, if desired, as specified in 4.3 below.

Nominations may also be taken from the floor. An organizing meeting to elect officers shall also be held between January first and April 15th of the second year following a primary election.

### ***4.3 Filings***

The Recording Secretary shall, within ten days after the organization meeting, file with the Secretary of State, the Clerk of the Town of Lexington and with the secretary of the Democratic State Committee list of the officers, members and Associate members of the Committee together with the addresses of such officers, members and Associate members.

## **Article 5            OFFICERS**

### **5.1 Chair and Vice Chair**

The Town Committee shall elect a chairperson (“chair”) and one vice chair, or, if recommended by the nominating Committee, two co-chairs. If co-chairs are elected they shall be of opposite sexes. If only one chair is elected, the vice chair shall be of the opposite sex. The chair(s) shall be the chief executive officer(s) of the Town Committee, with primary responsibility for enforcement of the provisions of the Charter of the Democratic Party and these By-laws. The chair(s) shall preside at meetings of the Town Committee and direct the functioning of the Committee. In the absence of a chair, the vice chair shall have all the powers of, and perform the functions of, the chair(s). The presiding chair shall appoint, with the consent of the Town Committee, all members of subcommittees. If co-chairs are elected, the division of duties between them shall all be decided by mutual agreement.

### **5.2 Secretaries**

The Town Committee shall elect a Recording Secretary and a Corresponding Secretary. The Recording Secretary shall keep a record of the proceedings of the Committee and file the reports required by law. The Corresponding Secretary shall maintain membership and mailing lists and notify members, and the media, when appropriate, of meetings and political functions.

### **5.3 Treasurer**

The Town Committee shall elect a Treasurer who shall have custody of all funds belonging to the Town Committee, shall maintain adequate financial records and shall prepare and present an annual report, as well as such other reports as the Chair(s) or Town Committee shall direct. The Treasurer shall open a bank account, or accounts, in the name of the Lexington Democratic Town Committee in a banking institution of his selection in Lexington. The funds in such account or accounts shall be subject to withdrawal upon the signature of the Treasurer, or in the absence of the Treasurer, the Chair(s), or either of them or upon their joint signatures as the account may provide.

### **5.4 Vice Chair for Affirmative Action and Outreach**

The Town Committee shall elect a Vice Chair specifically designated as the “affirmative action and outreach advisor.” The duties of this officer shall be to ensure that the activities of the Town Committee encourage the participation of minorities, youth, senior citizens and also the handicapped, who shall enjoy accessible facilities.

### **5.5 Vice Chair for Campaign Coordination**

The Town Committee shall elect a Vice Chair who shall have primary responsibility for coordinating campaigns of Democratic Party nominees.

## **5.6 Vice Chair for Fundraising**

The Town Committee shall elect a Vice Chair shall have primary responsibility for fundraising.

## **5.7 Executive Committee**

The Town Committee shall elect four Executive Committee Members at Large, not all of the same sex, who together with the Chair (s), the Vice Chairs, the Secretaries and the Treasurer constitute the Executive Committee of the Town Committee. A quorum of the Executive Committee shall consist of five persons.

**5.7.1** The Chair(s) may create such other committees and appoint subcommittee chairs including, but not limited to, Publicity and Hospitality subcommittees.

## **Article 6 TERM OF OFFICE**

Except as provided otherwise in section 3.2 above, the Chair, or co-Chairs, Vice Chairs, Secretaries, Treasurer and three executive committee members at large shall serve a term of two years, or until their successors are elected.

## **Article 7 REMOVAL OF MEMBERS**

### **7.1 Grounds for Removal**

The members and officers of the Town Committee pledge the diligent and honorable performance of their duties. Members may be removed by a majority vote of the entire Town Committee for the following reasons:

**7.1.1** Failure to attend at least half of the regularly scheduled Committee meetings during any calendar year.

**7.1.2** Public support for, or financial contribution to, an opponent of a nominee of the Democratic Party, if said nominee publicly supports the platform of the Democratic Party as adopted at the most recent state and national Democratic conventions.

**7.1.3** Unauthorized use of the Party name or resources.

**7.1.4** Conviction of a felony and the exhaustion of appeals.

### **7.2 Removal Procedures**

Removal procedures shall be in accordance with Article Five of the Charter of the Democratic Party, as amended, entitled "Removal of Local Members."

## **Article 8            MEETINGS**

### **8.1 Regular Meetings**

The Chair (s)—or either of them—shall call at least four ( 4 ) regular meetings of the Town Committee in each calendar year with at least one meeting in each calendar quarter, except that a meeting in the fourth quarter of a year in which there is a federal primary election may be omitted.

### **8.2 Special Meetings**

Special meetings may be called by the Chair(s), or upon the written request of any five (5) members, delivered to the Corresponding Secretary.

### **8.3 Notice**

The Corresponding secretary shall notify all members and associate members of the time and place of each regular meeting by notice given by electronic or paper mail at least five (5) days prior to the meeting. If the meeting is to consider any of the following subjects, then fifteen (15) days prior notice shall be given and such notice shall state the purpose of the meeting:

- the filling of vacancies on the Town Committee or the offices thereof,
- the endorsement of candidates for nomination,
- the disbursement of funds other than for the operating expenses of the committee, organization,
- removal of a member or
- amendment of these By-Laws,

Special meetings of the Town Committee, for purposes other than those specified above, may be held upon direct notice in person, by telephone or electronic means, to all of the members, at least two days prior to the meeting.

**8.3.1** The Executive Committee may waive notice of its meetings. The minutes of a meeting held without notice shall be signed by all members of the Executive Committee.

### **8.4 Meetings by Electronic Means**

The Executive Committee may hold meetings by telephone or other electronic means.

## **8.5 Quorum**

A quorum is made up of members with voting rights at the meeting, these voting rights members consisting of both Full (elected) members and 20 year (nonelected) members. A quorum equals one third of the number of Full members, rounded to the nearest whole number unless there are fewer than 10 Full members, in which case a quorum shall be the number equal to the number of Full members. For example, if as usual there are 35 elected members, a quorum equals 12 voting members. Except as provided in §8.4 above, members must attend the meeting in person to be counted in the quorum and to vote.

## **8.6 Initiative**

The Chair (s) may request a written poll of the membership on any question, other than those enumerated in §8.3 above, by directing the Corresponding Secretary to send each member a statement of the resolution to be determined, position statements by those supporting and opposing the resolution and a ballot to be marked and signed by the member and returned to the secretary by a specified date, not less than thirty days after the date of mailing. Such a ballot shall be considered the equivalent to a vote at a meeting if returned by the number of members that would constitute a quorum.

## **8.7 Voting Rules**

A majority vote of the quorum present shall be sufficient to act upon all matters except those listed in §8.3 above which require a fifteen day notice period; such subject matter shall require approval of 18 members, with both Full and 20-year members eligible to vote, unless there are fewer than 35 Full members, in which case it shall require the approval of a number of votes equal to a majority of the Full members, again with both Full and 20-year members eligible to vote. .

## **8.8 Conduct of Meetings**

The meetings shall be conducted in accordance with the most current edition of Roberts Rules of Order and in accordance with the laws of the Commonwealth of Massachusetts.

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