

**CONSTITUTION AND BYLAWS
OF THE
LAKEWOOD DEMOCRATIC CLUB**

State of Ohio
County of Cuyahoga
City of Lakewood



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ARTICLE I: NAME

The name of this organization shall be The Lakewood Democratic Club.

ARTICLE II: PURPOSE

Section 1. The purpose of this organization shall be:

- A. To foster the ideals of the Democratic Party and the Democrats of Lakewood
- B. To identify issues important to the members of this organization and to provide a constructive role for the volunteers in Democratic politics
- C. To contribute to Party leadership and responsibility and to promote harmony within the Party
- D. To support the Party platform(s) and assist in the election of Democratic candidates

Section 2. All members are urged to support:

- A. The purpose as stated in Article II, Section 1
- B. The candidates endorsed by this organization in all elections
- C. The ballot issues endorsed by this organization in all elections

Section 3. All members are expected to support candidates endorsed by this organization against any candidate who is not a member of the Democratic Party.

ARTICLE III: MEMBERSHIP AND DUES

Section 1. All who subscribe to the purpose of this organization as stated in Article II shall be eligible for membership in this organization.

Section 2. There shall be two tiers of membership.

- A. Voting membership status requires:
 1. Payment of annual dues
 2. Attendance at three (3) general meetings in the twelve (12) months prior to a vote
 3. Residence in Lakewood
 4. Being a registered Democrat with the Cuyahoga County Board of Elections (having taken a Democratic ballot in the most recent primary election in which one voted in the last six (6) years)
- B. Non-voting membership status is granted to:
 1. Those members not residing in Lakewood
 2. Those members who have not yet attended at least three (3) meetings in the previous twelve (12) months

3. Those members who are not yet registered as a Democrat with the Cuyahoga County Board of Elections
4. Should a voting member, for any reason, choose a ballot from another party in the most recent primary election, he/she may return to voting status with the Club at such time as he/she again votes in a Democratic primary

C. Voting status shall apply to Club votes for all endorsements, party officer elections, Bylaws amendments, and removal of officers. Votes for routine business matters at Club meetings shall be open to all members.

Section 3. Members of this organization shall pay an annual dues in the month of January. The membership year shall run for twelve (12) months from January to December.

Section 4. Membership can be challenged only by whether dues have been paid for non-voting members, or for any of the reasons listed in Article III Section 2A, for voting members.

ARTICLE IV: MEETINGS

Section 1. There shall be at least eight (8) monthly meetings of this organization held yearly with the date and time to be fixed by the Executive Committee at its first meeting of the year.

Section 2. Ten (10) percent of members, three (3) of whom are officers, shall constitute a quorum for the transaction of business at general body meetings.

Section 3. Special meetings may be called by the President or when requested by not less than twenty-five percent (25%) of the voting body upon three (3) days written notice to each member of the Executive Committee and shall not be held earlier than five (5) nor later than fifteen (15) days after giving notice. No other business than that which is stated in the call shall be transacted at this meeting. This provision shall not conflict with any other notice provisions within these Bylaws.

ARTICLE V: EXECUTIVE COMMITTEE

Section 1. There shall be an Executive Committee of this organization, the members of which shall be the officers.

Section 2. The officers of this organization shall be President, First Vice President, Second Vice President, Secretary, and Treasurer.

Section 3. Meetings of the Executive Committee may be called by the President or upon written request of two (2) members with three (3) days notice to each member of the Executive Committee.

Section 4. A majority of the Executive Committee shall constitute a quorum for the transaction of business.

Section 5. Duties of the Executive Committee shall be to:

- A. Transact business referred to it by the voting body
- B. Assist the President as requested
- C. Make a report at each general meeting
- D. Ensure a budget is prepared for the fiscal year
- E. Determine the status of those whose membership is challenged. The decision of the Executive Committee is final
- F. Oversee official Club communications, written or digital, including monitoring any social media accounts controlled by the Club
- G. Verify eligibility of voting members
- H. Establish Club rules not inconsistent with the Bylaws or with general law, including rules on decorum at meetings or on social media

Section 6. Expectations of Executive Committee members regarding public elections:

- A. All Executive Committee members shall be required to fairly and to the best of their ability carry out the support of this organization's endorsed candidates
- B. Any Executive Committee members of this organization unable to fairly and to the best of their ability carry out the support of this organization's endorsed candidates should resign or take a leave of absence from the duties of office for the duration of the election
- C. Any Executive Committee members of this organization may file as a candidate for party office without restriction
- D. Any Executive Committee members of this organization who has filed as a candidate for an elected public office shall resign or take a leave of absence from the duties of the office for the duration of the election

Section 7. Unless otherwise specified in these Bylaws, all decisions made by the Executive Committee are subject to majority vote by the members present of the Executive Committee. In the event of a tie, the President shall cast the deciding vote.

ARTICLE VI: DUTIES OF OFFICERS

Section 1. The President shall:

- A. Set agendas and preside at all meetings of this organization
- B. Serve as an ex-officio member of all committees except the audit committee
- C. Coordinate the work of the officers and committees of this organization in order that the purpose may be promoted
- D. Appoint committee chairpersons and committees deemed necessary by this organization in order that the purpose may be promoted, in consultation with the Executive Committee

- E. Collaborate with the Lakewood city leader, Democratic elected officials, Central Committee, and the Executive Committee of the Cuyahoga County Democratic Party, when possible
- F. Appoint such parliamentarians, sergeants-at-arms, and other assistants as deemed necessary to ensure the proper conduct of a meeting
- G. Perform duties prescribed by these Bylaws, Club rules, and by the parliamentary authority adopted by this organization

Section 2. The First Vice President shall:

- A. Act as aide to the President
- B. Serve as an ex-officio member of all committees except the audit committee
- C. Perform the duties of the President in the President's absence or inability to serve
- D. Coordinate programs for monthly general meetings subject to approval by the President
- E. Perform duties prescribed by these Bylaws, Club rules, and by the parliamentary authority adopted by this organization

Section 3. The Second Vice President shall:

- A. Act as aide to the President
- B. Serve as an ex-officio member of all committees except the audit committee
- C. Serve as the fundraising chairperson and coordinate all activity of the fundraising committee subject to approval by the President
- D. Perform duties prescribed by these Bylaws, Club rules, and by the parliamentary authority adopted by this organization

Section 4. The Secretary shall:

- A. Act as aide to the President
- B. Serve as an ex-officio member of all committees except the audit committee
- C. Keep minutes of all monthly general meetings
- D. Be custodian of the permanent file
- E. Have a current copy of the Bylaws and standing rules
- F. Perform duties prescribed by these Bylaws, Club rules, and by the parliamentary authority adopted by this organization

Section 5. The Treasurer shall:

- A. Act as aide to the President
- B. Maintain a list of eligible members of the voting body
- C. Have custody of the funds and maintain a full and accurate account of the receipts and disbursements belonging to this organization
- D. Make disbursements as authorized by the President and Executive Committee, of this organization in accordance with the budget
- E. Provide a financial statement at each meeting
- F. Submit the books every time a Treasurer is appointed, elected, or reelected

- G. Report findings of the audit/financial review at a regular meeting no later than ninety (90) days after a change
- H. Appoint a Deputy Treasurer to assist the Treasurer in the completion of day-to-day duties
- I. Comply with the filing requirements for this entity to the IRS and the FEC, consistent with its legal obligations as a Political Action Committee (“PAC”)
- J. Perform duties prescribed by these Bylaws, Club rules, and by the parliamentary authority adopted by this organization

ARTICLE VII: ELECTION AND TERM OF OFFICERS

Section 1. There shall be a nomination meeting at the October general monthly meeting.

Section 2. The President will open and close the nomination process.

Section 3. Nominations may be made from the floor during the nomination meeting by members of the voting body. The Secretary shall record the nominations.

Section 4. Nominees must give permission to be nominated.

Section 5. An officer must be a voting member of the Lakewood Democratic Club.

Section 6. Officers shall be elected in the month of November for a term of two (2) years.

Section 7. A submitted abstention will count as a cast vote in determining the total number of votes cast and proportions thereof.

Section 8. When there is only one candidate for any office that election may be held by voice vote.

Section 9. When there is a two-way contested election, the vote shall be conducted by ballot for each elected position and a plurality vote shall elect. In the event of a two-way tie for any elected position, with only two candidates involved, the result shall be determined by drawing straws.

Section 10. In the event that more than two candidates run for any office and no candidate receives a majority of the vote on the first ballot, a second vote shall be conducted between the two highest vote getters. In the event of tie votes, those tied will draw straws as necessary to limit the second round of voting to two candidates. A plurality vote on the second ballot shall elect. In the event of a tie, the result shall be determined by drawing straws.

Section 11. Officers shall assume their official duties at the end of the January monthly meeting after taking the oath of office stating support for the Constitution of the United States of America, the Constitution of Ohio, and the Constitution and Bylaws of the Lakewood Democratic Club.

Section 12. In the event of a vacancy for President, the First Vice President shall assume office

as President for the remaining term. In the event of other vacancies, the Executive Committee shall appoint a successor or interim office holder within (10) ten days of the existence of such vacancy. That successor will then serve out the remaining term of the vacant position. In the event of a tie on the issue of a succession appointment, the President shall cast the deciding vote.

Section 13. Upon the expiration of term of office or when an individual ceases to hold an elected or appointed position, the position-holder shall be relieved of all duties and responsibilities. All records, books, and other materials pertaining to the position shall be turned over to the President and all funds pertaining to the position shall be returned to the Treasurer within fourteen (14) days. If the President or Treasurer position is vacated, the relevant records, books, and other materials shall be turned over to the acting President or Treasurer.

ARTICLE VIII: REMOVAL OF OFFICERS

If any officer shall at any time cease to meet the qualifications or fulfill the duties of the position, that person may be removed from his/her position in the following way:

Officers may be recommended for removal by a four-fifths (4/5^{ths}) vote of the Executive Committee and removed by a four-fifths (4/5^{ths}) vote of the voting membership present where at least ten (10) percent of the voting membership is present. Voting members shall be given notice of this vote in the same manner that they are notified of endorsement meetings and officer elections. The Executive Committee will provide reasons for their recommendation to the membership and the officer up for removal will be given an opportunity to respond.

ARTICLE IX: COMMITTEES

Section 1. The Executive Committee may create such committees as it may deem necessary to promote the purpose of the Lakewood Democratic Club.

Section 2. Any member either voting or non-voting may serve on a committee. Committee chairs must be a voting member of the Club. The exception to committee membership is that any Bylaws committee shall consist entirely of voting members.

Section 3. The term of office of a committee chair shall be one (1) year or until the conclusion of the committee's work.

Section 4. The chair of each committee shall present a plan of work to the Executive Committee for approval. No committee work shall be undertaken without the consent of the Executive Committee.

Section 5. An audit/financial review committee appointed by the President shall consist of at least two (2) members without check signing privileges. The duties of this committee are to review the Treasurer's accounts and sign an audit/financial review report. The audit shall occur every time a Treasurer is appointed, elected, or reelected.

ARTICLE X: ENDORSEMENTS

Section 1. All candidates seeking endorsement by this organization must be registered Democrats as determined by the relevant board of elections where the candidate is registered.

Section 2. The voting body shall have the sole right to endorse candidates and issues.

Section 3. The Executive Committee shall, by majority vote, decide which races or issues in which to make an endorsement, and will notify the voting body in a reasonable time and manner. A member of the voting body may move for a new race or issue to be considered. A vote of the voting body would then be taken, with over fifty percent (50%) affirmative vote to enable the race or issue to be considered for endorsement.

Section 4. Notification will be given at least twenty-one (21) days in advance of the meeting to all eligible voting members of the Club at which endorsements are being considered.

Section 5. All endorsements shall be communicated to the general public and all Lakewood members of the County Democratic Executive Committee and to the County Party City Leader within seven (7) days of the endorsement vote.

Section 6. For single seat races, Democratic candidates upon the affirmative vote of at least sixty percent (60%) of the eligible voters present and voting shall be endorsed by this organization. Submitted abstaining votes are counted as an active vote in determining the number of votes required to reach the sixty percent (60%) threshold.

Section 7. For multiple seat races (e.g., council-at-large and school board):

- A. Democratic candidates upon the affirmative vote of at least sixty percent (60%) of the eligible voters present and voting shall be endorsed by this organization. Submitted abstaining votes are counted as an active vote in determining the number of votes required to reach the sixty percent (60%) threshold.
- B. Endorsements shall be given to the top vote getters who obtain the vote of at least sixty percent (60%) of the eligible voters present. There is no requirement to have a candidate endorsed for each available position, nor may there be more candidates endorsed than seats are available.

Section 8. Issues upon the affirmative vote of at least sixty percent (60%) of the eligible voters present shall be endorsed by this organization.

ARTICLE XI: EXPENDITURES AND PAC

Section 1. This Democratic Club is also a Political Action Committee, and will follow all rules required under state, federal and local law.

Section 2. Day-to-day expenditures will be made by the Treasurer or Deputy Treasurer, pursuant to the direction of the Executive Committee of the Club.

Section 3. All expenditures directly to, or on behalf, of candidates will be made by the Executive Committee with the following conditions:

- A. All expenditures will be made only to or on behalf of candidates or issues endorsed by the Club
- B. No direct contribution or expenditure will be made to a Democrat in any election where the Democrat is facing other Democrats, except for the sample ballot that the Club may produce and distribute for endorsed candidates and issues
- C. If the Club produces a sample ballot, it shall include all contested candidates endorsed by the Club who appear on the ballot in the City of Lakewood. The sample ballot shall comply with rules, laws and regulations governing PACs

ARTICLE XII: AMENDMENTS

Section 1. Amendments to the Constitution and Bylaws of this Club may be proposed by:

- A. The Executive Committee (by majority vote)
- B. Petition signed by ten (10) members of the voting body

Section 2. Proposed amendments must be submitted to the President who shall present them to the voting body for consideration within thirty (30) days of their submission.

Section 3. Proposed amendments may be ratified at any regular general meeting of this organization by a two-thirds (2/3^{rds}) vote of those of eligible voters present. Notice of proposed amendments must have been provided to the voting body ten (10) days prior to the meeting in which they will be considered.

Section 4. Each proposed amendment shall be considered separately and is subject to the normal process of debate and amendment.

Section 5. The Executive Committee may appoint a special committee to submit a revised set of Bylaws as a substitute for the existing Bylaws only by a majority vote of the Executive Committee. The requirement for adoption of a revised set of Bylaws shall be the same as in the case of an amendment.

Section 6. Any amendment adopted by the above process shall go into effect at the adjournment of the meeting at which it was ratified and without any further action by the Executive Committee.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order shall govern this organization in all cases in which they are applicable and in which they are not in conflict with these Bylaws and standing rules.

ARTICLE XIV: DISSOLUTION

Section 1. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, the remaining assets will be donated as determined by the current voting body, and in a manner legally consistent with its operation as a Political Action Committee.

Section 2. The procedure for dissolution is as follows:

- A. When a motion to disband is presented and seconded at a regularly scheduled general membership meeting, it must be deferred for vote until the next regularly scheduled general membership meeting. All voting members must be notified by first class mail at least thirty (30) days prior to the meeting at which the vote will be taken on the motion to disband.
- B. At the next regularly scheduled general membership meeting the motion to disband is opened for discussion. A two-thirds ($2/3^{\text{rds}}$) vote of voting members present and voting is required for the motion to be adopted.

CERTIFICATION

The undersigned officers of the Lakewood Democratic Club certify that these Bylaws were duly adopted on ____ _____ 2018.

Signature	Name and Title	Date
	Grant MacKay President	
	Kristine Pagsuyoin First Vice President	
	Erik Meinhardt Second Vice President	
	Maureen Dostal Treasurer	
	Charles Shaughnessy Secretary	