



By-Laws of the New York State Federation of Democratic Women

Article I: Name

The organization shall be known as the New York State Federation of Democratic Women (NYSFDW).

Article II: Objectives

The objectives of this organization shall be to unite women of the New York Democratic Party, promote the cause of the Democratic Party, and encourage full participation of women in every level of the New York Democratic Party structure.

Article III: Membership

Section 1: The New York State Federation of Democratic Women (NYSFDW) Membership levels shall include: County, Club, and Individual.

Section 2: County Membership is defined as any Democratic women's organization within a single county recognized by its own county Democratic Party organization and who pay dues to NYSFDW. .

Section 3: Club Membership is defined as any Democratic women's organization with shared concerns that do not hold County Membership and who pay dues to NYSFDW. Such clubs shall be organized in areas that comprise no more than 4 contiguous, unaffiliated counties, or portions thereof.

Section 4: Individual Membership is defined as any registered Democrat who is not affiliated with either a County or a Coalition Membership and who pay dues to NYSFDW. Individual Membership shall be granted to all persons regardless of gender who wish to affiliate at the state level.

Section 5: In order to have voting privileges, annual dues must be paid no later than March 1.

Section 6: Voting privileges shall be allocated as follows:

County Membership shall be entitled to twenty (20) votes. Club Membership shall be entitled to fifteen (15) votes. Individual members shall caucus as a bloc and select from among themselves one who shall have one (1) vote,

Section 7: The fiscal year of the organization shall be January 1st to December 31st.

Section 8: Annual dues for the fiscal year shall be established by the Executive Board at the Annual Meeting prior to the start of the fiscal year.

Article IV: Officers

Section 1: The officers of this organization are comprised of those elected and/or appointed as follows:

- a) Elected: President, First Vice-President, Second Vice-President, Third Vice-President, Secretary and Treasurer.
- b) Officers are members of the Executive Board of this organization.

Section 2: Any County or Club Membership shall have no more than two elected officers. This provision may be voted upon by the Executive Board and Nominating Committee when selecting an election slate and may, therefore, be subject to more than two persons from a County or Club being an officer. Every effort shall be made to seek officers who will provide for geographic, ethnic and racial diversity.

Section 3: All elected and appointed officers shall be members in good standing. When no County or Club Membership exists, an Individual Member is eligible to serve as an elected or appointed officer if she is a member in good standing of NYSFDW and has attended at least two (2) NYSFDW general membership meetings. Men are not eligible for office at the state level.

Section 4: A term shall be two years in length. No person shall serve in the same office for more than two (2) consecutive terms.

Section 5: In case of death or resignation of the President, the First Vice-President shall immediately assume the office of Presidency for the remainder of the expired term.

Article V: Duties of Officers

Section 1: The duties of the elected officers of NYSFDW shall be those described in these By-Laws and shall include those duties assigned by the President, voted on by a majority of the Executive Board and/or by majority vote at an Annual Meeting of this organization.

President: The President shall:

- 1) preside at all State and Executive Board meetings;
- 2) appoint chairpersons and vice-chairpersons of Standing and Ad hoc committees;
- 3) appoint Parliamentarian within (30) days of being elected;
- 4) fill any vacancies on the Executive Board by appointing a member in good standing to complete the term; and
- 5) retain the prerogative to serve as ex officio member of any, or all, committees except the Nominating Committee.

First Vice-President: The First Vice-President shall:

- 1) conduct any meetings in the absence of the President and assist the President in carrying out her duties;
- 2) perform the duties of the President if the President is unable to do so due to illness or other reason; and
- 3) fulfill any duties delegated by the President and the Executive Board.

Second Vice-President and Third Vice-President, in their descending order, shall assume the responsibilities of the President, when the First Vice-President is unable to do so. In addition, Vice-Presidents shall serve on Standing Committees in an advisory or leadership capacity.

Secretary: The Secretary shall:

1. record and keep correct minutes of all meetings of the NYSFDW and Executive Board;
2. maintain a record and attendance list for all meetings;
3. distribute copies of all meeting minutes as approved;
4. maintain a correct roster of the officers of NYSFDW, County and Club officers and members, and Individual Members. Record will include name and contact information;
5. send an annual roster of the above to all Executive Board members, County and Club Membership Presidents, and Individual Members;
6. send notices of meetings;
7. communicate with all County, Club, and Individual Memberships;
8. transfer records to the President or incoming Secretary at completion of term.

Treasurer: The Treasurer shall:

- 1) have charge of the finances of the NYSFDW; prepare and offer itemized reports of monies received and expended in between Executive Board meetings and Annual Meetings and file copies with the Secretary of NYSFDW.
- 2) collect annual dues from County, Club, and Individual Memberships;
- 3) file New York State Board of Election Financial Disclosure Reports (and any other financial reports that are required) in a timely manner;
- 4) submit all financial records to be audited every fiscal year; and
- 5) transfer records to the President or the incoming Treasurer at completion of term.

Article VI: Nomination and Election of Officers

Section 1: The election of officers shall be held at the Annual Meeting every two years.

Section 2: There will be a Nominating Committee, appointed by the President, whose duty it will be to oversee all aspects of the election.

Section 3: The Nominating Committee shall consist of at least five (5) members, each from a different County or Club Membership. The President, First Vice-President and Second Vice-President will not serve as members of the Nominating Committee.

Section 4: The Nominating Committee will notify Presidents of each County and Club Membership as well as Individual Members, of the slate thirty (30) days prior to the date of the Annual Meeting when elections are scheduled.

Section 5: The Nominating Committee will present the slate of officers at the Annual Meeting when elections are scheduled. Any further nominations from the floor will be accepted at that time.

Section 6: Officers shall be elected by a majority vote of the members in good standing at the Annual Meeting. Where there is only one candidate for any office, the voting shall be by voice. Where there is more than one nomination for any office, the voting shall be by written ballot. Voting privileges will follow Article III-Section 6.

ARTICLE VII ENDORSEMENTS

Section 1: An Endorsement committee shall be appointed by the President.

Section 2: Candidates to be considered for endorsement must :

- Be enrolled in the Democratic Party
- Be running on the Democratic line for a non-judiciary statewide or state level office.
- Not be running in any primary race.
- Support the objectives and policy positions of the NYSFDW

Section 3: No officer or Executive Board member will use her position with NYSFDW in the endorsement of any candidate in a primary election.

Article VIII Meetings and Quorums

Section 1: There will be an Annual Meeting of the General Membership to be held in the Fall in conjunction with the Executive Board meeting.

Section 2: The Executive Board shall meet as deemed necessary, and called, by the President. These meetings can be held in person, via telephone conference, or online.

Section 3: A quorum for the transaction of any business at an Executive Board meeting shall consist of the attendance at said meeting of one third (1/3) of the Executive Board. A quorum for the transaction of business at an Annual Meeting shall consist of the attendance at said meeting of half plus one of member entities.

Article IX: Executive Board

Section 1: The Executive Board shall consist of the immediate past President, President, First Vice-President, Second Vice-President, Third Vice-President, Secretary, and Treasurer. In addition, At-Large representatives, one from each County and Clubs Membership may be appointed by the Executive Board.

Section 2: Past Presidents shall continue to serve as members of the Executive Board for two (2) years following the expiration of their terms as President. Thereafter, they shall be appointed to the Executive Board at the discretion of the current President. Past Presidents will act in an advisory capacity.

Section 3: The Executive Board shall be the administrative body of the NYSFDW and shall have the power and authority to oversee and perform all functions consistent with these by-laws.

Article X: Vacancies

Section 1: Vacancies of Officers, Executive Board members, or Committee Chairpersons shall be filled through appointment by the President with the approval of the Executive Board.

Section 2: Vacancies of Officers on the Executive Board shall exist when the Executive Board declares so at one of its regular meetings. The President shall appoint Acting Officer(s) following majority vote of the Executive Board members. Acting Officer(s) shall assume all duties of the office and serve until the next election cycle. Acting Officer(s) shall be eligible for nomination and election to the office they have temporarily held at the next election cycle for that office.

Article XI : Committees

Committees shall be created and appointed by the Executive Board as deemed necessary.

Article XII : Amendment of the By-Laws

These by-laws may be amended at any Annual Meeting of the NYSFDW by a two-thirds (2/3) voice or ballot vote of the members present.

Proposed amendments must be submitted in writing from the By-Laws Committee to the President and the Secretary at least forty-five (45) days in advance of the Annual Meeting with a recommendation that amendment(s) be adopted by the General Membership.

Proposed amendments and the recommendations of the By-Laws Committee are to be included in the call to the General Membership for the Annual Meeting of the NYSFDW at least thirty (30) days prior to the Annual Meeting.

Article XIII : Parliamentary Authority

Where the By-Laws are silent, the current edition of Roberts Rules of Order shall be the final authority in all matters.

Article XIV : Dissolution

Should the NYSFDW be dissolved by appropriate action of its members, the funds (after payment of debts) and other assets shall be given to the National Federation of Democratic Women (NFDW).

Approved at NYSFDW Annual Meeting: 11/6/2021