

Bylaws of the
Tanque Verde Valley Democratic Club
As of 21 March 2009

Article I
Name

The name of the organization will be the Tanque Verde Valley Democratic Club, herein referred to as “TVVDC”, or “the Club”. The Tanque Verde Valley Democratic Club shall serve as an official unit of the Pima County Democratic Committee and the Arizona State Democratic Committee in accordance with ARS Title 16, Sections 821-828.

Article II
Purpose

The purpose and objective of the TVVDC shall be to foster, encourage and promote the aims and objectives of the Democratic Party, and to aid in the election of Democratic candidates for public office.

Article III
Membership

The TVVDC is open to all Democrats who demonstrate a sincere interest in furthering the Club's objectives, and who live, work, or have substantial interest in the Tanque Verde Valley area. An enrolled general member is any person who has submitted to the Club a completed current enrollment form, or who has caused such enrollment form to be completed on his or her behalf.

Article IV Policies

Section A--Support. The TVVDC shall promote the values of the Democratic Party and shall support the candidacies of Democrats whose values are consistent with those of the Party in national, state and local elections.

Section B--Endorsements. Neither the TVVDC nor its Board shall publicly endorse the candidacy of any Primary candidate, or in any other manner give its backing as an organization to support any candidate of the Party in any intraparty controversy. This provision does not, however, prohibit or restrict any individual member from exercising his or her right as a citizen privately to express his/her opinion.

Section C--Public Comments. The chair or his/her designee are the only persons authorized to speak on behalf of TVVDC.

Article V Dues

Annual dues shall be determined by the Membership.

Article VI

Officers; Terms; Elections; Vacancies; Quorum; Removal From Office

Section A—**Officers and Members at Large.** The officers of the TVVDC shall consist of a Chair, a First Vice Chair, a Second Vice Chair, a Secretary, a Treasurer, and four Members at Large. The five Officers, together with the four Members at Large shall constitute the Board of Directors (“the Board” and “the Board Members”) of the Tanque Verde Valley Democratic Club.

Section B—**Terms of Officers and Members at Large.** Officers and Members at Large shall hold office for a period of two years or until their successors are elected.

Section C—**Elections. Nominating Committee.** All elections of TVVDC Officers and Board Members at Large shall be held during the last quarter of even-numbered years. At least 30 days prior to the election, the Board shall appoint a Nominating Committee consisting of at least five members, of which a majority are not current Officers or Board Members. The Nominating Committee shall recommend a slate of officers to the TVVDC at a subsequent Board meeting. Such nominations shall be presented to the general membership in a manner allowing that elections will be completed prior to the end of the required calendar quarter. The Board may, at its discretion, direct that said election be held by mail-in ballot or by a meeting of the general membership. In order to be elected, a candidate must receive the affirmative vote of a majority of those enrolled members casting ballots. All voting shall be by secret ballot unless waived by a 2/3 vote if the election is held at a meeting of the general membership and unless, after nominations from the floor, there is still only a single candidate for that office.

Section D—**Vacancies.** Board vacancies may be filled until the next regular general membership meeting by an enrolled member of the TVVDC, appointed through majority vote of the Board of Directors. Such appointments must be confirmed by a majority of the members voting at the first regular general membership meeting following the appointment. A person so elected shall serve the unexpired term of the office.

Section E ---**Board Quorum.** Quorum for each Board meeting for the purpose of conducting official business is reached when 2/3 of the Board is present.

Section F---**Removal from Office.** Any elected or appointed Board Member may be subject to removal from office, by a vote of 2/3 of Board Members, for the following reasons: (a) public support of an opposition party candidate in a partisan election, (b) malfeasance in office, (c) failure to carry out the duties of the office, (d) repeated unexcused absences from meetings, or (e) upon the request of any Board member wishing to be removed. Vacancies shall be filled as specified in Article VI, Section D.

Article VII Committees

Section A---**Standing Committees.** Permanent Standing Committees shall be (a) Communications, (b) Membership, (c) Fundraising, (d) Program, (e) Voter Outreach.

Section B---**Other Committees.** The Board of Directors may appoint other ad hoc committees, from time to time, as it deems necessary.

Article VIII Duties of Officers

- The Chair shall preside at all meetings of the Board, and meetings of the TVVDC with the Board, and shall make recommendations to the Board of Directors regarding the creation of Standing and ad hoc Committees, and be an ex officio member of all committees, except the Nominating Committee. The Chair shall also be elected to represent, and vote on behalf of, the Club at meetings of the Pima County Executive Committee.
- The First Vice Chair shall, in the absence of the Chair, assume all duties of the Chair. The First Vice Chair shall assist in database management, and shall serve as an alternate at meetings of the Pima County Executive Committee. The Chair may assign other duties as required.
- The Second Vice Chair shall, in the absence of the Chair and First Vice Chair, assume the duties of the Chair. The Second Vice Chair shall assist in fundraising management, and as such, shall maintain a complete and accurate record of the enrolled membership. The Chair may assign other duties as required.
- The Secretary shall (a) keep a record of all proceedings of the TVVDC Board and general membership meetings, (b) shall distribute these records to the Board, (c) shall cause to be issued notice of all Board meetings and general membership meetings, and (d) and have such other duties as assigned by the Chair. The Secretary shall maintain custody of official records of the Club. The Secretary shall preside at meetings in the absence of the Chair and the Vice Chairs.
- The Treasurer shall (a) have general supervision over the care and custody of funds of the Club, (b) be responsible for the

collection and disbursement of all funds, (c) maintain accurate accounts thereof, in the manner approved by the TVVDC and the Board of Directors, and (d) maintain in good order such bank accounts in the name of the TVVDC as the Board shall designate. All disbursements of \$50 or greater shall be by check, and require majority Board approval. The Treasurer shall report to the Board at each regular Board meeting.

- The Board Members at Large will accept Standing Committee co-chair responsibilities and ad-hoc committee responsibilities as assigned by the Board of Directors, as well as other duties deemed necessary.

Article IX

Meetings; General Membership Quorum

Section A—Meetings. There will be a minimum of three (3) regular meetings a year of the general membership. There will be a minimum of four (4) regular meetings a year of the Board, with the requirement that at least one Board meeting be held in each calendar quarter. The Board of Directors and Standing and ad hoc committees may meet at such times and places as they decide. Times and places for meetings of the general membership shall be set by the Board. All regular meetings shall be announced or caused to be announced by the Secretary a minimum of 14 days before the meeting is to be held.

Section B—General Membership Quorum. A quorum at meetings of the general membership for the purpose of conducting official business shall consist of fifteen enrolled members.

Section C—Voting by Enrolled General Membership.

Decisions shall be made by affirmative vote of a majority of those present and voting.

Article X
Amendments

The Bylaws of the TVVDC may be amended by a two-thirds vote of the Board of Directors. Changes in Bylaws will be communicated to the general membership at the subsequent general membership meeting, or if deemed advisable by the majority of the board, by a special communication in the interim.

Article XI
Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the TVVDC in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order TVVDC may adopt, and any statutes applicable to this organization that do not authorize the provisions of these bylaws to take precedence.

Originally Adopted: 30 November 2004

Amended 6 January 2007

Amended 14 June 2008

Amended 7 December 2008

Amended 21 March 2009