

The East River Democratic Club Constitution

ARTICLE 1: **Name:** The name of the Club shall be: The East River Democratic Club

ARTICLE 2: **Purposes:**

The purposes of the Club shall be:

- (a) To provide a strong, honest, active and progressive Democratic organization in the 76th Assembly District, New York County;
- (b) To promote progressive policies and candidates in the Democratic Party at the local, state, and national levels; and
- (c) To encourage the participation of all Democrats at the grassroots level in the affairs of their party and to encourage the enrollment in the Democratic Party of persons who subscribe to its principles.

ARTICLE 3: **Membership:**

Section 1: Qualifications: Any person who subscribes to and desires to further the purposes of the Club, as set forth in Article 2 hereof, and is a member of the Democratic Party shall be eligible for membership.

Section 2: Classes and Privileges: There shall be three (3) categories of members:

- (a) Regular members shall enjoy all of the rights and privileges of membership. Any eligible person may become a regular member upon payment of the annual dues prescribed for such members in Sections 3 of this Article.
- (b) Honorary members shall enjoy the right to participate in all of the activities of the Club but shall have no vote and shall not be entitled to hold office or to be a member-at-large of the Executive Committee, and shall pay no dues.
- (c) Student members shall enjoy the right to participate in all of the activities of the Club but shall not be entitled to hold office or be a member-at-large of the Executive Committee, though may be ex officio members. To qualify as a student member, one must be engaged in pursuit of a high school degree.

Section 4: Eligible Voting Membership: An Eligible Voting Member shall

be defined as any member for at least sixty (60) days who has attended at least two (2) club events, including one club meeting, within the prior year. Status as an Eligible Voting Member shall be forfeited if such member casts a vote in any other Democratic Club based on Assembly District subdivision within the City of New York within the calendar year. Founding Club members, defined as members who have attended one meeting within the first 60 days of the initial ratification of this Constitution, shall be considered voting members until they forfeit their status as a voting member pursuant to this Section

Section 5: Expulsion: The expulsion of any member for conduct inimical to the best interests of the Club, as set forth in Article 2 hereof, may be proposed by a petition enumerating the reasons therefore, signed by at least five (5) members of the Executive Committee or ten (10) Eligible Voting Members of the Club and submitted to the Secretary.

The submission of clear and convincing proof of conduct in violation of Article 11 herein, may be submitted to the Secretary without the signatures of such members. Such a submission shall be considered a complete petition of expulsion and shall trigger the expulsion procedures set forth in the remainder of this article.

The Secretary shall present the petition at the next meeting of the Executive Committee. At that meeting the petition may be dismissed by a majority vote of the full membership of the Executive Committee. If the petition is not so dismissed, the proposal shall be tabled until a subsequent meeting of the Executive Committee to be held not less than two (2) weeks thereafter. The Secretary shall give the member in question at least ten (10) days notice by registered mail and by email of the time and place of such meeting, the charges against him, and his right to make a statement in person, or in writing, to such meeting. A vote of at least two-thirds (2/3) of the full membership of the Executive Committee shall be required for expulsion. If the Executive Committee votes to expel a member, the decision may be appealed by said member or by any other member at the next meeting of the Club, provided that such expelled member or any other member notifies the Secretary or the President of his intention to make such appeal within ten (10) days. If such appeal is taken, the determination of the Executive Committee shall be inoperative unless and until ratified by a vote of the majority of the members present and voting at such meeting.

ARTICLE 4: Meetings:

Section 1: Annual Meeting: The Annual Meeting of the Club shall be held during the month of January on a date to be fixed by the Executive Committee. The purpose of the meeting shall be the election of Officers and members-at-large of the Executive Committee and the transaction of such other business as may properly come before it.

Section 2: Other Meetings: Meetings of the Club other than the Annual Meeting may be called at any time by the President or the Executive Committee and shall be called by the President upon the written request of at least twenty (20) members or ten (10) percent of the membership, whichever is less. There shall be at least seven (7) such meetings during each year.

Section 3: Notice: All members shall be given at least ten (10) days notice (by regular mail or email) of the Annual Meeting and at least seven (7) days notice (by regular mail or email) of other meetings.

Section 4: Quorum: Twenty (20) members or fifteen (15) percent of the membership, whichever is less, shall constitute a quorum for the transaction of business.

Section 5: Voting: Except as elsewhere provided in this Constitution, every Eligible Voting Member shall be entitled to one (1) vote which must be cast in person and not by proxy. However, a person running for office may cast a proxy vote for themselves. All questions shall be decided by majority of those voting. Notwithstanding the foregoing, after a meeting has been in progress for at least two and one-half (2 1/2) hours, the membership then present may, by majority vote, determine the time after which votes may be cast by proxy on behalf of members not present at the time of voting but present at the time such resolution was adopted. All motions as to such a determination shall be voted upon without debate.

Section 6: Agenda: The Secretary shall prepare an agenda for each meeting which shall consist of all items of business directed to be placed thereon by the President or the Executive Committee and such additional items of business as shall be requested by written notice submitted to the Secretary by a member prior to the preparation of the notice of the meeting. The first order of business shall be the reading of the agenda. Items of business not on the agenda may be considered at a meeting as an item of new business.

ARTICLES 5: Officers:

Section 1: Titles: The officers of the Club shall be a President, an Executive Vice President, three (3) Vice Presidents, a Secretary, and a Treasurer.

Section 2: Terms of Office: All Officers shall be elected at the Annual Meeting of the Club in January of each year and shall serve until the next Annual Meeting and until their successors shall have been elected and shall have qualified. Officers serving on the first executive committee shall serve out the remainder of the year and one full calendar year following the ratification of this Constitution. This provision may be waived by a majority vote of the executive committee.

Section 3: Qualifications: Any Eligible Voting Member shall be

eligible to hold office; provided, however, that no member shall be eligible to hold more than one Club office at the same time. No member shall be eligible to hold office who is an Officer or is a member of the Executive Committee of any other Assembly District Based Democratic Club in the City of New York.

Section 4: Membership on the Executive Committee: All Officers shall be ex officio members of the Executive Committee with full powers.

Section 5: Duties:

- (a) President: The President shall be the Chief Executive Officer of the Club. The President shall preside at all meetings of the Club and of the Executive Committee. The President shall submit a report to the membership at each meeting of the Club on the condition and activities of the Club.
- (b) Vice President: The Vice President shall, at the direction of the President, supervise the activities of the standing committees and special committees of the Club, and shall perform such other and additional duties as the President or the Executive Committee may from time to time direct. In the event of the temporary absence of the President, the Executive Vice President shall serve as Acting President for the period of such temporary absence.
- (c) Secretary: The Secretary shall be responsible for the preparation and safekeeping of the minutes of all proceedings of the Club and such other and additional records as the Secretary, the President or the Executive Committee may deem advisable. The Secretary shall also prepare and send notices of all meetings of the Club and the Executive Committee, and such other notices as shall be required by law or by this Constitution.
- (d) Treasurer: The Treasurer shall have custody of all funds, which shall be deposited in a bank or banks designated by the Executive Committee. The Treasurer shall make disbursements only pursuant to the policy set forth by the Executive Committee. The Treasurer shall be responsible for the maintenance of books of account showing all receipts and disbursements and such other books of account as the Executive Committee may direct, which shall be open to the inspection of any member of the Club upon reasonable notice. The Treasurer shall prepare and submit all financial reports required by law and shall render an account of the financial condition of the Club at each meeting of the Executive Committee and at at least one meeting of the membership per year.

Section 6: Vacancies: If a vacancy shall occur in the Office of the

President, the Executive Vice President shall become the President. If a vacancy shall occur in any other office, the Executive Committee shall select one or more nominees for such office. At least ten (10) days prior to the next succeeding meeting of members, the Executive Committee shall submit to the members a written report setting forth the nominee(s). Additional nominations may be made by petition signed by a minimum of ten (10) percent of the membership entitled to vote or ten (10) members, whichever is less, and submitted to the Secretary prior to or at the meeting. All Eligible Voting Members shall be entitled to vote. The procedure for voting shall be in accordance with Article 8 (Elections) hereof.

Section 7: Removal: The removal of any Officer for conduct inimical to the best interests of the Club, as set forth in Article 2 thereof, may be proposed by a petition enumerating the reasons therefore, signed by at least five (5) members of the Club and submitted to the Secretary. The Secretary shall present the petition at the next meeting of the Executive Committee. At that meeting, the petition may be dismissed by a majority vote of the full membership of the Executive Committee. If the petition is not so dismissed, the proposal shall be tabled until a subsequent meeting of the Executive Committee to be held not less than two (2) weeks thereafter. The Secretary shall give the Officer in question at least ten (10) days' notice by certified mail or email of the time and place of such meeting, the charges against said member, and said member's right to make a statement in person, or in writing, to such meeting. A vote of at least two-thirds (2/3) of the full membership of the Executive Committee shall be required for removal. If the Executive Committee votes to remove an Officer, the decision may be appealed by said Officer or by any member of the Club at the next meeting of the Club, provided that such Officer or such member notifies the Secretary or the President of his intention to make such appeal within ten (10) days. If such appeal is taken, the determination shall be inoperative unless and until ratified by a vote of a majority of the members present and voting at such meeting.

ARTICLE 6: Party Officers: Membership of the Executive Committee.

Members of the Democratic State Committee from the 76th Assembly District, New York County, who shall have been elected with the endorsement of the Club, shall be ex officio members of the Executive Committee, with full voting and other rights, provided that such persons meet the requirements of Article 3 Section 4. District Leaders from the 76th Assembly District, New York County, who shall have been elected with the endorsement of the Club, shall also be ex officio members of the Executive Committee, with full voting and other rights, during their terms and during a one (1) year period commencing with the Annual Meeting following the election of their successor provided that such persons meet the requirements of Article 3 Section 4.

ARTICLE 7: Executive Committee:

Section 1: Number: The Executive Committee shall consist of five (5)

members-at-large elected by the members of the Club; the preceding year's President, provided that such former President meets the requirements of Section 3; and those ex officio members specified in Article 6.

Section 2: Term of Office: Members-at large shall be elected at the Annual Meeting of the Club and shall serve until the next Annual Meeting and until their successors shall have been elected and shall have qualified. Members at large serving on the first executive committee shall serve out the remainder of the year and one full calendar year following the ratification of this Constitution. This provision may be waived by a majority vote of the executive committee.

Section 3: Qualifications: Any Eligible Voting Member of the Club shall be eligible to serve as a member-at-large of the Executive Committee.

Section 4: Functions: The Executive Committee shall be the governing body of the Club, shall direct and supervise the policies, management, and procedures of the Club, and in furtherance of these functions may make such rules and regulations not inconsistent with law or this Constitution as it shall deem necessary and proper.

Section 5: Meetings: The Executive Committee shall meet on the call of the President within fourteen (14) days following the Annual Meeting and thereafter shall meet regularly once every month other than July and August, on such dates as it may determine. Special meetings may be called at any time upon at least seventy-two (72) hours' notice by the President or in the President's temporary absence by the Secretary, and shall be called by the President upon the written petition of five (5) or more members of the Executive Committee.

Section 6: Quorum and Voting: Five (5) members of the Executive Committee shall constitute a quorum for the transaction of business. Every member of the Executive Committee shall be entitled to one (1) vote on all questions, which must be cast in person and not by proxy, and except as elsewhere provided in this Constitution, all questions shall be decided by a majority of those voting.

Section 7: Vacancies: If vacancies shall occur in the membership-at-large of the Executive Committee, the vacancy may be filled in accordance with the provisions of Article 5, Section 6, relating to the filling of vacancies in office.

Section 8: Removal: The removal of any member of the Executive Committee for conduct inimical to the best interests of the Club, as set forth in Article 2 hereof, may be proposed by a petition enumerating the reasons therefore, signed by at least five (5) members of the Executive Committee or ten (10) members of the Club and submitted to the Secretary. The Secretary shall present the petition at the next meeting of the Executive Committee. At that meeting, the petition may be dismissed by a majority vote of the full membership if the

Executive committee. If the petition is not so dismissed, the proposal shall be tabled until a subsequent meeting of the Executive Committee to be held not less than two (2) weeks thereafter. The Secretary shall give the member in question at least ten (10) days' notice, by certified mail or email, of the time and place of such meeting, the charges against said member, and said member's right to make a statement in person, or in writing, to such meeting. A vote of at least two-thirds (2/3) of the full membership of the Executive Committee shall be required for removal. If the Executive Committee votes to remove a member, the decision may be appealed by said member or by any other member of the Club at the next meeting of the Club, provided that such removed member of the Executive Committee or such member of the Club notifies the Secretary or the President of such member's intention to make such appeal within ten (10) days. If such appeal is taken, the determination of the Executive Committee shall be inoperative unless and until ratified by a vote of a majority of the members present and voting at such meeting. In addition to the foregoing, a member of the Executive Committee who shall fail to attend four (4) consecutive regular meetings of the Committee shall be automatically removed as a member.

ARTICLE 8: Elections:

Section 1: Time: Officers and members-at-large of the Executive Committee shall be elected at the Annual Meeting.

Section 2: Nominations:

- (a) Nominating Committee: At a meeting of the Club held at least two (2) months prior to the Annual Meeting, a Nominating Committee of seven (7) members of the Club shall be elected. There shall be a single ballot for members of the Nominating Committee. Each member entitled to vote shall have one (1) vote for each position of the Nominating Committee and the seven (7) members who receive the highest number of votes shall be declared elected. In the event of any tie which makes it impossible to determine which seven (7) members are elected, those members who are among the group receiving the seven (7) highest number of votes and who are not so tied shall be declared elected and additional ballots shall be taken among those so tied until each place is filled. The Nominating Committee may, but shall not be required to, select a nominee for each of the offices and for each member-at-large of the Executive Committee, which selection shall be made by majority vote of the nominating Committee, which in its discretion, may select more than one nominee for each member-at-large of the Executive Committee. At least three (3) weeks prior to the Annual Meeting, the Nominating Committee shall send to the members of the Club a written report setting forth the nominees for the various positions. Such report shall contain a list of the names of all those who submitted applications to the Nominating Committee.

- (b) Nomination by Petition: Additional nominations for officers and members-at-large of the Executive Committee may be made by petition signed by at least ten (10) members and submitted to the Secretary at least ten (10) days prior to the Annual Meeting. At least one (1) week prior to the Annual Meeting, the Secretary shall notify the members of the Club of the names of any persons so nominated.
- (c) Nominations from the Floor: Nominations from the floor may be made, seconded, and voted upon at the Annual Meeting.

Section 3: Members Entitled to Vote: All Eligible Voting Members shall be entitled to vote.

Section 4: Voting Procedures: Voting shall be by secret written ballot except where there is not more than one (1) nominee for a particular office.

- (a) Officers: There shall be a separate vote for each office in the order listed in this Constitution. Each Member entitled to vote shall have one vote for each position to be filled and a majority of the votes cast shall be necessary for election; provided, however, that each member is entitled to vote for three (3) persons for the Office of Vice President.
- (b) Executive Committee: After the Officers have been elected, there shall be a single ballot for members-at-large of the Executive Committee. Each member entitled to vote shall have one vote for each position of member-at-large of the Executive Committee and the nominees who receive the highest number of votes shall be declared elected. In the event of any tie, which makes it impossible to determine which nominees are elected, those nominees who are among the group receiving the highest number of votes and who are not so tied shall be declared elected and additional ballots shall be taken among those so tied until each place is filled.

ARTICLE 9: Candidates for Public and Party Office:

Section 1: Endorsement of Candidates in Primary Elections: The endorsement for candidates for election to party office or for nomination as the Democratic Candidate for public office where such office is to be voted upon in a forthcoming primary election in the 76th Assembly District, New York County, or in a larger political subdivision which includes all of part of the 76th Assembly District, New York County, may be included as an agenda item for the next membership meeting, pursuant to the provisions of Article 4, Section 6. At such meeting, a vote shall be initially taken on the question of endorsement or no endorsement for such office. If a majority of members entitled to vote pursuant to

Section 4 of this Article, who are present and voting, shall determine to make an endorsement for such office, nominations for endorsement may be proposed from the floor. All candidates proposed for such office then shall be voted upon by secret ballot by the members entitled to vote pursuant to Section 4 of this Article. The candidate who obtains a majority of the votes cast shall receive the endorsement of the Club. If no candidate receives a majority on the first ballot, additional ballots shall be had between the candidates having the two (2) highest numbers of votes until one such candidate receives a majority.

Notwithstanding the foregoing, endorsements for members of the Democratic County Committee shall be made by the Executive Committee, upon the recommendation of the District Leaders for the 76th Assembly District, New York County.

Section 2: District Leaders: Notwithstanding the provisions of Section 1, above, prior to the endorsement of candidates for District Leader for the 76th Assembly District, the President shall appoint a Nominating Committee of seven (7) members which shall nominate one (1) person for each office and report to the Club as provided in Article 8, Section 2. Additional nominations may be made from the floor.

Section 3: Endorsement of Candidates in General Elections: All duly nominated candidates of the Democratic Party shall be deemed to have received the endorsement of the Club unless two-thirds (2/3) of the members entitled to vote pursuant to Section 4 of this Article, who are present and voting at a meeting at which this question is on the agenda, shall determine not to endorse such candidate or candidates.

Section 4: Members Entitled to Vote: All Eligible Voting Members shall be entitled to vote.

Section 5: Endorsement of Judicial Candidates: The Club shall only consider for endorsement for election candidates for judicial office who have been reported as Qualified or Highly Qualified by a Democratic Party Independent Judicial Screening Panel at least once for the specific position for which the endorsement is sought.

ARTICLE 10: Committees:

Section 1: The President or the Executive Committee may, from time to time, create such committees as may be deemed necessary.

Section 2: Committee Chairs and Members: Chairs of all committees shall be appointed by the President by and with the consent of the Executive Committee and may be removed at any time by the President. Members of all committees shall be appointed by the President in consultation with the respective Chair.

Section 3: Standing Treasury Committee: There shall be a permanent standing Treasury Committee. The members of the Committee shall consist of the President, Executive Vice President, and Treasurer. The President may appoint any Eligible Voting Member to the Treasury Committee with the consent of the Treasurer.

ARTICLE 11: Use of Club Name, Offices, and Membership Lists:

No person, whether a member of the Club or otherwise, shall use the name of the Club in any way which may indicate official sanction by the Club of any statement or action or in any way which may indicate support by the Club of any candidate without the prior written authorization by the Executive Committee, or by the membership of the Club.

The circulation of designation petitions shall not be deemed to violate this Article.

Membership lists and other Club records and the Club's offices shall be used only for Club business except for such uses as may be approved by the Executive Committee.

Violation of this provision constitutes conduct that, per se, triggers the initiation of the expulsion procedures provided in Article 3, Section 5 of this Constitution.

ARTICLE 12: Notices:

All notices required of meetings by this Constitution shall be deemed given when sent by regular mail or email.

ARTICLE 13: Order:

Section 1: Parliamentary Procedure: Parliamentary Procedure shall be governed by Roberts Rules of Order (Revised) in the absence of any contrary provisions in this Constitution.

Section 2: Sergeant-at-Arms: The President shall appoint a Sergeant-at-Arms who shall be responsible for enforcing order at all meetings.

ARTICLE 14: Amendments:

Amendments to this Constitution may be proposed by the Executive Committee or by written petition signed by ten (10) members or fifteen (15) percent of the membership, whichever is less, and submitted to the Secretary. To become effective, any amendment so proposed must be approved and adopted thereafter by two-thirds (2/3) of the members present at the next meeting of the Club, provided that the quorum for such meeting shall be forty (40) members or thirty (30) percent of the membership, whichever is less. The substance of the change to be effected by such proposed amendment or

amendments must be included in the notice of such meeting; said amendment or amendments shall become effective as a part of this Constitution upon the date of final approval and adoption or on such other date as the amendment or amendments shall specify. No amendment can be adopted which does not comply with the Rules and Regulations of the Democratic Party.