

BYLAWS OF MARQUETTE COUNTY DEMOCRATIC PARTY AS RESTATED AND AMENDED IN 2020

ARTICLE 1. NAME OF ORGANIZATION

This organization shall be known as the Marquette County Democratic Party (**MCDP**). Its affairs are conducted by an Executive Committee (aka County Committee) formed below in accordance with Bylaw 6.1 and its membership is described below in Bylaw 4.1. The term “County Committee” is the term used in Rule 4.1 of the Michigan Democratic Party (**MDP**) (2018).

ARTICLE 2. PURPOSE AND STATUS AS A NONPROFIT

2.1 Purpose. The purpose of the MCDP is to promote the philosophy of the MDP and to elect Democrats who support this philosophy; and further, to unite and to aid in the activities of all Party members, precinct delegates, committees, officeholders, candidates and all other Democrats working to promote wide and active participation in the MDP.

2.2 Nonprofit Status. The MCDP shall be a nonprofit organization and upon its dissolution, all assets and real and personal property of the MCDP and its committees shall revert to the benefit of the MDP. No part of the income or assets of the MCDP shall inure to any of its members except for the reimbursement of actual expenses, reasonable compensation for services if the MCDP approves, or a contribution for electing a member to office if the MCDP so approves.

ARTICLE 3. FUNDAMENTAL PRINCIPLES

3.1 Open Meetings, Members-Only Meetings and Recordings. Except as otherwise provided in this Bylaw, all public meetings of the MCDP, at all levels, including but not limited to Executive Committee Meetings, Committee meetings and Conventions, shall be open to all members of the MCDP and other interested persons regardless of actual or perceived race, color, creed, sex, age national origin, economic status, religion, ethnic identity, ancestry, marital status, sexual orientation, gender identity, physical appearance, or disability. However, the MCDP may hold meeting limited to MCDP members in cases where confidential consideration of party strategy is necessary. There shall be no audio or visual recording at any meeting, without the prior approval of the MDP State Chairperson. See comparable Rule 2.7 of the MDP (2019).

3.2 Membership Tests and Oaths of Loyalty. No test for membership in, nor any oaths of loyalty to, the MCDP shall be required or used which has the effect of requiring prospective or current members of the MCDP to acquiesce in, condone or support discrimination on religion,

ethnic identity, ancestry, marital status, sexual orientation, gender identity, physical appearance, or disability. See comparable Rule 2.8 of MDP (2018).

3.3 Publication of Meetings. The time and place for all public meetings of the MCDP, on all levels, shall be publicized fully and in such manner as to assure timely notice to all MCDP members and other interested persons. Such meetings must be held in places accessible to all MCDP members and large enough to accommodate all MCDP members and interested persons. See comparable Rule 2.9 of MDP (2018).

3.4 Broad Participation Required. The MCDP, on all levels, shall support the broadest possible participation without discrimination on grounds or perceived race, color, creed, sex, age, national origin, economic status, religion, ethnic identity, ancestry, marital status, sexual orientation, gender identity, physical appearance or disability. See comparable Rule 2.10 of MDP (2018).

3.5 Publication of Selection Procedures for and Qualification of Officers and Executive Committee Members. The MCDP shall publicize fully and in such a manner as to assure notice to all Executive Committee Members, other MCDP members and other interested persons a full description of the legal and practical procedures for selection of and qualifications for Party Officers, Executive Committee Members and other representatives on all levels. Publication of those procedures shall be done in such a fashion that all prospective and current members of the MCDP will be fully and adequately informed of the pertinent procedure in time to participate in each selection procedures at all levels of the organization. See comparable Rule 2.14 of MDP (2018). Publication of such procedures may be accomplished by posting them on the website of the MCDP.

3.6 Proportional Voting Required. Proportional voting shall be used in the election of delegates and alternates to any Convention, and members of the Executive Committee. See comparable Rule 2.16 of MDP (2018).

3.7 Unit Rules Prohibited. The unit rule in voting is prohibited. The unit rule is a voting practice of reporting a unanimous vote when the actual vote was not unanimous. An example of when the prohibited unit rule may come into play is when a delegation from MCDP attends a MDP convention. See comparable Rule 2.18 of the MDP (2018).

3.8 Casting Votes Contrary to Person's Judgment Prohibited. No rule shall be adopted at any level of the MCDP which would require a person to cast a vote or be recorded as voting contrary to that person's judgment. See comparable Rule 2.18 of the MDP (2018).

3.9 Secret Ballots Prohibited. Votes shall not be taken by secret ballot at any meeting of the MCDP. See comparable Rule 2.17 of the MDP (2018).

3.10 MCDP Bylaws Consistent with MDP Rules. All rules, policies and Bylaws of the MCDP at all levels shall be consistent with the Rules of the MDP and shall be available upon request to any member of the MCDP. See comparable Rule 2.4 of MDP (2018).

3.11 Use of Robert's Rules of Order. On all questions of procedure not resolved by the Rules of the MDP or these Bylaws, the latest edition of Robert's Rules of Order shall be used.

3.12 Adoption of Policies Authorized. The Executive Committee is authorized to adopt policies that are necessary and proper for the implementation of these Bylaws or help to guide the MCDP to achieve its goals. The Secretary shall maintain records of such policies which shall be posted on the MCDP's website.

3.13 Endorsement of Candidates in Democratic Primaries. It is the general policy of the MCDP not to endorse candidates running in a Democratic Primary. However, in the event the MCDP decides to endorse a candidate in a Democratic Primary, such endorsement must be in accordance with the MCDP's Policy on Endorsement of Candidates.

ARTICLE 4. MEMBERSHIP OF MCDP

4.1 Membership Defined. Membership of the MCDP shall consist of the Members of the Executive Committee, members of the MDP residing in Marquette County and the Democratic precinct delegates duly-elected in this County. When a person residing in Marquette County becomes a member of the MDP, that person automatically becomes a member of the MCDP.

4.2 Precinct Delegates as Members. Precinct delegates and Precinct Committees shall be selected and organized in accordance with the Rules of the MDP. See comparable Rule 3.4 of the MDP.

ARTICLE 5. MEETINGS OF THE EXECUTIVE COMMITTEE

5.1 Regular Open Meetings. The regular monthly meetings of the Executive Committee shall be open to members of the MCDP and other interested persons in accordance with Bylaw 3.1 and shall be held on the day of each month at the location and time designated in the meeting notice by the Chair or a Vice-Chair in absence of the Chair. At least five (5) days' notice shall be given to the Executive Committee Members and the MCDP members of the date, time and place of the meeting. Notice may be given by mail, telegram, fax, email or telephone if an Executive Committee Member has no email address.

5.2 Special Open Meetings. Special open meetings of the Executive Committee may be called by the Chair or 35% of the members of the Executive Committee. At least five (5) days'

notice shall be given of the date, place, time, and purpose of the special meeting. Notice may be given by mail, fax, email or telephone if an Executive Committee Member has no email address.

5.3 Quorum at Meetings and Majority Vote. A quorum at regular or special meetings of the Executive Committee shall exist when the number of Members in attendance is equal to or greater than 50% of the Elected Members of the Committee. (See Bylaw 6.1 below for definition of Elected Members of the Executive Committee). If a quorum is present, official business of the Executive Committee may be undertaken. If a quorum is not present, the meeting can proceed without undertaking official business. Decisions shall be made by majority vote when a quorum is present.

A member may be considered in attendance for purposes of a quorum if the member is physically present at the meeting or if he/she calls in to the meeting by telephone and is able to clearly listen to and participate in the discussion provided the member's nonattendance in person is due to illness or disability or because he/she is not physically present in Marquette County at the time of the meeting, and provided further that the technology needed to achieve successful telephone attendance is available.

5.4 Use of Robert's Rules of Order. Subject to the Rules of the MDP and these Bylaws, all meetings shall be conducted according to the latest edition of Robert's Rules of Order.

ARTICLE 6. FORMATION OF EXECUTIVE COMMITTEE AND ELECTION OF OFFICERS

6.1 Fall County Convention in Even-Numbered Years. In every even-numbered year, the County Chair shall call and convene a Fall County Convention within twenty (20) days following the November election. The Chair's call shall be sent to each MCDP member and precinct delegate duly-elected in the August election by mail, email, FAX or telephone if a he/she has no email address at least fourteen (14) days before the date of the Convention. Said MCDP members and precinct delegates shall collectively be referred to as "**delegates to the Convention.**"

The purpose of the Convention is to select the "**Elected Members**" of the Executive Committee by the majority vote of the delegates to the Convention eligible to vote. To be eligible for selection as an Elected Member, a person must be a current member of the MDP. The number of said Elected Members shall be equal to twice the number of Democratic candidates who were nominated for County, State legislative and U.S. House of Representatives offices at the most recent August primary election. The Democratic candidates who won the said August primary elections mentioned in the previous sentence shall automatically be members of the initial Executive Committee, and they shall be referred to as the "**Automatic Members.**" Although all Automatic Members are expected to be members of the MDP, they need not be. To summarize, the initial Executive Committee shall consist of the Automatic Members (comprising 1/3) and the Elected Members (comprising 2/3). The above provisions implement Rule 4.1.1 of the MDP (2018).

A candidate for a legislative office, such as State House, State Senate or U.S. House, which includes more than just Marquette County may give a written proxy to any other member of the

Executive Committee to vote at meetings. This provision implements Rule 4.3.1 of the MDP (2018).

The term of service of the initial Members of the Executive Committee shall continue for two (2) years or until the selection of his/her successor. This provision implements Rule 4.3.2 of the MDP (2018).

Immediately following the selection of the Elected Members of the Executive Committee at the Fall County Convention, the Secretary of the MCDP shall certify the names and addresses of the members of the Executive Committee and forward such information to the Marquette County Clerk and to the Democratic State Central Committee. This provision implements Rule 4.2.1 of the MDP (2018).

6.2 Vacancies on Executive Committee. When there is a vacancy of an Automatic Member of the Executive Committee, the person who replaces the Automatic Member's office shall be entitled to become a new Automatic Member of the Executive Committee. For example, assume the Democratic candidate for County Treasurer wins the November election, but a year later decides to resign. The resigning County Treasurer will no longer be an Automatic Member of the Executive Committee. His/her replacement as County Treasurer is entitled to become a new Automatic Member of the Executive Committee.

When there is a vacancy of an Elected Member of the Executive Committee, the remaining Elected Members shall fill the vacancy. The above provisions implement Rule 4.1.1 of the MDP (2018).

6.3 Expansion of Elected Members Encouraged. The Executive Committee may vote to expand the Elected Members of the Committee for the purpose of achieving more participation and representation. This provision implements Rule 4.4.1 of the MDP (2018).

Such expansion shall be considered at the March, July, October and January meetings of the MCDP each year. To be eligible for consideration, a prospective Elected Members must have attended at least three (3) previous meetings of Executive Committee and be a MDP member. The term of service of a new Elected Member shall continue until the next Fall County Convention.

6.4 Meeting Attendance Policy. It is expected that all Members of the Executive Committee should regularly attend meetings. If an Elected Member misses six (6) regular monthly meetings without being excused within one (1) calendar year, that Member's position on the Committee shall automatically be suspended provided however his/her position may be reinstated by a vote of the Executive Committee.

It is the Secretary's duty to take attendance at meetings. An Elected Member's absence may be excused by a vote of the Executive Committee during the Chair's roll call at a meeting provided that the member notifies an Officer in advance of the meeting that he/she will not be able to attend and provides the reason for non-attendance.

6.5 Election of Officers. Within thirty (30) days following the convening of the Fall County Convention, the initial County Committee shall meet to elect the Officers of the MCDP and may

vote to expand its Elected Members. The notice of this meeting shall be sent to each member of the initial County Committee by mail, email, FAX or by telephone call if requested by a Member, at least seven (7) days before the date of the meeting. At the meeting, the Executive Committee shall elect a temporary chair and temporary secretary who shall serve only during that part of the meeting dealing with election of permanent Officers.

The Officers of the MCDP shall be Chair, First Vice-Chair, Second Vice-Chair, Third Vice-Chair and Fourth Vice-Chair, Secretary and Treasurer, all of whom shall also be members of the Executive Committee. The Officers shall serve for a two (2) year term or until election of a successor. The Chair and the First Vice Chair shall be of different genders; and the other Vice-Chairs shall be of alternating genders. For example, assume that a female is first elected as Chair. That means that the First Vice Chair must be a male, the Second Vice Chair must be a female, the Third Vice-Chair must be a male and the Fourth Vice Chair must be a female. These provisions implement Rule 4.3.1 of the MDP (2018).

The Executive Committee may also elect a person to serve as a Co-Secretary, an Assistant Secretary, a Co-Treasurer or an Assistant Treasurer for the purpose of assuring continuity of service in the positions of Secretary and Treasurer.

6.6 Duties of Chair and Vice Chairs. The Chair shall preside at all Executive Committee meetings, and have such other duties as are usual to the office of a County Chair, or that may be required by this organization. The First Vice-Chair shall assist the Chair in the discharge of his/her duties, and shall temporarily assume the duties and responsibilities of the Chair in his/her absence. The Second Vice-Chair shall fulfill the duties of the First Vice-Chair in his/her absence. The Third Vice-Chair shall fulfill the duties of the Second Vice-Chair in his/her absence. The Fourth Vice-Chair shall fulfill the duties of the Third Vice-Chair in his/her absence.

6.7 Duties of Secretary. The Secretary or Co-Secretary, if any, shall keep an accurate record and minutes of the proceedings of the meetings of the Executive Committee. He/she shall keep and preserve all the books, documents, correspondence, records, minutes, effects, and any other property of this organization, and when a new secretary is elected the past secretary shall forthwith deliver to the newly elected secretary all the aforesaid items kept and preserved during his/her tenure of office. In the absence of the Chair, he/she shall see that proper notification of meetings is given to Executive Committee Members.

6.8 Duties of Treasurer. The Treasurer or Co-Treasurer, if any, shall be responsible for the financial receipts and disbursements of this organization subject to the approval of the Executive Committee. The funds of this organization shall be deposited in banks and shall be drawn upon only by checks signed by any two of the following Officers: Chair, Secretary, and Treasurer. The Treasurer shall make financial reports to the Executive Committee as that Committee so directs. When a new Treasurer is elected, the past Treasurer shall forthwith deliver to the new Treasurer the funds and all the books and records kept during his/her tenure in office.

ARTICLE 7. COMMITTEES

7.1 Appointment of Committees and Committee Chairs. The Chair, subject to the approval of the Executive Committee, shall appoint the Committees and Committee Chairs and Vice-Chairs necessary for the work of the MCDP.

7.2 Standing Committees. The Standing Committees should include the following:

Bylaws Committee as needed
Finance Committee
Candidate Recruitment Committee
Outreach Committee
Campaign and Headquarters Committee as needed
Communications Committee
Policy and Resolutions Committee

These Committees may include appropriate subcommittees. The Chair of the County Party shall be an ex-officio member of all Standing Committees.

ARTICLE 8. ORDER OF BUSINESS

The business of the meetings of this organization shall proceed in the following order:

Call to Order by Chair, Pledge of Allegiance and Introductions
Roll call of Members
Approval of Agenda
Approval of Minutes of previous meeting
Reports of Officers

- a. Chair
- b. Vice Chairs
- c. Treasurer (financial report)
- d. Secretary (correspondence)
4. Reports of committees
5. Unfinished business
6. New business
8. Good of the Order
9. Adjournment

The Chair may change the above agenda items in his/her discretion.

ARTICLE 9. AMENDMENTS TO BYLAWS

9.1 Approval Process for Proposals to Amend Bylaws. Any member may make a proposal to amend these Bylaws. The Chair shall refer proposals to amend the Bylaws to the Bylaws Committee for its review. If the Bylaws Committee approves the proposal, it shall report its recommendations to the Executive Committee.

To be adopted subject to MDP review, the proposed Bylaw must receive approval of 60% of the members of the Executive Committee, present at a meeting, provided that such meeting has a quorum and written notice setting forth the proposed amendment has been given to all MCDP members at least two (2) weeks prior to the date of the meeting. Members of the MCDP who are not members of the Executive Committee may express their opinion on proposed Bylaw amendments but shall not be able to vote on them.

If the Executive Committee votes its approval of the proposed amendment at a meeting as described above, the Secretary shall forward the proposed amendment to the appropriate office of the MDP to request its opinion as to whether the proposed Bylaw amendment complies with the Rules of the MDP. When the appropriate office of the MDP provides its written opinion that the proposed Bylaw amendment complies with the Rules of the MDP, the Bylaw amendment shall be deemed to be finally adopted.

These Bylaws were adopted on the 29th day of February, 2020 by the required vote of the Executive Committee with a quorum present as certified by the Chair, First Vice Chair and Co-Secretaries by their signatures below. The Bylaws were also previously approved by Hayley Alderman of the MDP as to their compliance with the Rules of the MDP. The Bylaws Committee that proposed these Bylaws included Brian Kerrigan, Bobby Anttila, Bob Anderson, Bob Niemi and Jason Chapman.

Brian Kerrigan, Chair

Fran Darling, First Vice-Chair

Robert Anderson, Co-Secretary

Jason Chapman, Co-Secretary