

**BY-LAWS OF THE
DEMOCRATIC TOWN COMMITTEE
OF FRAMINGHAM**

PREAMBLE

We, the duly elected members of the Framingham Democratic Town Committee (hereinafter "the Committee"), hereby associate ourselves for the purposes of furthering the principles of the Democratic Party, supporting only registered Democratic Candidates in national, state, and local elections, and for all other purposes allowed under law.

ARTICLE 1 : PURPOSE

The Committee shall encourage Democratic Party voters and newly-registered voters, through a program of education and information, to join the Democratic Party political activities, the aim of which is to strengthen and further the cause of sound government.

The Committee shall call on all Democratic Party voters and invite unenrolled voters to go to Democratic Party primaries to vote for citizens of their choice seeking Democratic Party nominations.

The Committee shall support only registered Democratic candidates seeking elected offices in partisan or non-partisan elections, and inform the public of the Democratic candidates. When two (2) or more Democratic candidates are participating in a Democratic primary, the committee shall not endorse any candidate in such primary.

The Committee shall examine and evaluate, as a public service, issues and questions that affect our community, through equitable discussion and public debate.

ARTICLE 2 : MEMBERSHIP

Section 1: General Membership

The Committee shall consist of 35 members elected at the Presidential Primary for a period of four (4) years, pursuant to the General Laws of the Commonwealth. Vacancies in the Committee shall be filled as set forth in the General Laws of the Commonwealth by nomination and election by the Committee. After a Committee member has served the Committee for twenty (20) years, they shall become Life Members and shall have the same privileges as members but shall not be included in the count of elected Committee members.

Any member who permanently moves from Framingham shall cease to be a member of the Committee.

Section 2: Associate Membership

All registered Democrats in the Town of Framingham are eligible for associate membership on the Committee. To obtain membership, such persons must attend a meeting of the Committee, state their wish to join, state their agreement to abide by the by-laws, and pay such annual dues as are set forth under Article 6 of these by-laws. Associate members whose dues are current shall be provided with notice to all Committee meetings, be able to participate in debate and deliberations of the Committee, and be able to serve as voting members of subcommittees.

Associate members shall not have the right of voting as members on formal actions of the Committee.

ARTICLE 3 : OFFICERS

Section 1: Officers of the Committee

The Officers of the Committee shall be Chair, Vice-Chair, Secretary, Treasurer, and Affirmative Action & Outreach Advisor and shall be elected in sequence at the annual meeting for a term of two (2) years or as necessary to fill a vacancy for the remainder of said term by signed ballot or roll call vote. A majority of the votes cast shall be required to elect at the annual meeting, or as necessary to fill a vacancy, except as set forth in Section 2 of this article.

Section 2: Chair

The Chair shall preside at all meetings of the Committee. The Chair shall:

- Call the meeting to order at the scheduled time;
- Announce the business before the Committee in the order in which it is to be acted upon;
- Recognize members entitled to the floor;
- State and put to vote all questions that are regularly moved;
- Assist in expediting business in every way compatible with the rights of the members;
- Enforce on all occasions the observance of order and decorum among the members;
- Authenticate by signature, when necessary, all acts, orders and proceedings of the Committee.

The Chair shall conduct the meetings in general compliance with Robert's Rules of Order as set forth under Section 5 of Article 4. The Chair shall appoint members to subcommittees and call special meetings as necessary.

Section 3: Vice-Chair

In the absence of the Chair, the Vice-Chair shall assume the duties of the Chair. In the event of permanent or temporary absence or resignation of the Chair, the Vice-Chair shall act as Chair for the balance of the term. The Vice-Chair shall also be responsible for programs at regular meetings.

Section 4: Secretary

The Secretary shall perform all the usual duties of a secretary, including but not limited to:

- Make and file an accurate record of all official meetings of the Committee;
- Maintain an accurate list of the members;
- Provide notice of all meetings, elections, and ballotings;
- Prepare at the direction of the Chair the agenda of all meetings;
- File with the Secretary of the Commonwealth, Secretary of the Democratic State Committee, the Office of Campaign and Political Finance and the Town Clerk a list of the officers and members of the Committee.

Section 5: Treasurer

The Treasurer shall be responsible for maintaining an accurate accounting of all financial transactions of the Committee. In addition, the Treasurer shall handle all petty cash, maintain and reconcile bank account(s), and handle all correspondence of a financial nature, including the filing of Town Committee financial reports with the Office of Campaign and Political Finance. Expenditure of funds by the Treasurer shall only be made by a vote of the Committee, except for regular expenses of the Committee.

Section 6: Affirmative Action & Outreach Advisor

The Affirmative Action & Outreach Advisor shall follow State Committee rules and encourage the participation of individuals from affirmative action target groups in the Committee.

Section 7: Recall

Any office may be declared vacant on the vote of two-thirds of the membership in response to written motions signed by nine members and post marked to all members at least ten days prior to any regular or special meeting.

ARTICLE 4 : MEETINGS

Section 1: Annual Meeting

The annual meeting of the Committee shall be held no later than April 15th in non-presidential election years and as defined in state law in presidential election years.

Section 2: Regular Meetings

Regular meetings of the Committee, other than the annual meeting, shall be held monthly from September through May.

Section 3: Attendance

Committee members shall attend at least half of the scheduled meetings. Failure to generally adhere to this standard may result in the Committee asking for the member's resignation and/or not recommending that the member go forward for reelection.

Section 4: Meeting Notification

All members and associate members shall receive written notification of meetings, either by letter or electronic mail, seven days in advance of each regular or annual meeting, or 72 hours in advance of a special meeting. Notice of special meetings must contain the standard pertinent information and the purpose or purposes for which such meeting is called.

Section 5: Proceedings

All proceedings and meetings of the Committee shall be conducted under and pursuant to Robert's Rules of Order, insofar as they are consistent with these by-laws, except as may be otherwise voted by two-thirds of the membership.

Section 6: Quorum

Nine members of the Committee constitute a quorum for the transaction of business at any meeting. A majority vote by those members present and voting at any meeting shall constitute the decision of the membership upon the matter submitted, except as otherwise required by these by-laws.

ARTICLE 5 : SUBCOMMITTEES

A subcommittee of the Committee may be created or dissolved by the chair or a voting majority of the Committee. Subcommittee members shall be appointed by the Chair, and may consist of both members and associate members. One subcommittee shall be the Financial Audit Committee that shall conduct a biennial audit of the financial affairs of the Committee following the election of the Treasurer.

ARTICLE 6 : MEMBERSHIP DUES

The annual dues of members and associate members shall be determined by the membership at the annual meeting. Annual dues cover the period from May to April. Full annual dues are payable whenever an individual becomes a new member or an associate member.

ARTICLE 7 : AMENDMENT OF BY-LAWS

To amend the By-Laws, one half (1/2) of the Committee must be present at a regular or special meeting of the Committee and two-thirds (2/3) of those voting at such a meeting must approve any such proposed amendment(s), provided that all members are notified by letter or electronic mail at least thirty (30) days prior to the date of the meeting at which the proposed amendment(s) shall be considered. The notice shall include the wording of the proposed amendment(s) and the names of the sponsors.

ARTICLE 8 : SEVERABILITY

Notwithstanding any of the foregoing provisions, if any article or section of these by-laws is deemed invalid, the invalid provision shall be deemed stricken and the remaining provisions shall remain in full force and effect.