

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

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 vote in the Democratic Party primaries.

The Committee shall support only registered Democratic candidates seeking elected offices in partisan elections, and educate the public of, and advocate for 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.

Providing there are a minimum of 18 regular members present at any regular or special meeting, the Committee may endorse one or more Democratic candidates in a non-partisan election up to the number of available elected positions upon a 3/4 vote of those present and voting.

The Committee shall not endorse one Democrat vs. another Democrat; therefore, if there are fewer positions on the ballot than there are Democratic candidates, there shall be no endorsement of any candidate. Any such vote on the issue of endorsement under this article shall be made by secret ballot.

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. Elected Committee members are expected to understand that there are certain participatory obligations in the Massachusetts State Democratic Party Charter, which should be met.

Any member who changes his or her domicile 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 serve as the convener of the Programming Subcommittee.

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 votes to be taken;
- 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. Executive Committee

There shall be an Executive Committee consisting of each of the 5 elected officers as enumerated in Sections 2 through 6 of this Article.

All proceedings of the Executive Committee shall adhere to the practices and procedures enumerated in the current Robert's Rules of Order.

Upon the calling of an Executive Committee meeting, notice of the fact of the meeting shall be given to the Town Committee Membership, together with the intended items and issues to be discussed at that Executive Committee meeting. Attendance at Executive Committee meetings is to be open to all regular members of the Committee, however only members of the Executive Committee shall be voting members at such Executive Committee meetings. The Executive Committee may discuss and declare an "Executive Session," which is not open to the public.

Section 8: Recall

Any office may be declared vacant on the vote of two-thirds of the membership in response to written motions signed by ten members and served by hard copy or electronically upon all members for receipt at least ten days prior to any regular or special meeting.

ARTICLE 4: MEETINGS

Section 1: Annual Meeting

(a) The Annual Meeting of the Committee shall be held no later than the regularly scheduled business meeting for the month of April in non-presidential election years.

(b) An Organizational Meeting for the purpose of electing officers shall be held every two years during the Annual Meeting. In presidential election years, the Committee shall organize at the Annual Meeting within ten days following the thirtieth day after the presidential primary election.

(c) Each April meeting of the Committee which is not an Organizational Meeting, shall be designated as an Annual Meeting for purposes of establishing the calendar year of the Committee, and dues for the new year shall become due at this meeting.

Section 2: Regular Meetings

There shall be no fewer than six regular meetings per year, to be held on a monthly basis when possible.

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 48 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, or any Subcommittee, 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 contribution of members and dues of associate members shall be determined by the membership at the annual meeting. Annual dues cover the period from May 1 to April 30. Full annual dues contributions are payable whenever an individual becomes a new member or dues are payable upon a person becoming an associate member. Dues may be confidentially waived by the Treasurer and/or the Chair in the event of a financial hardship.


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 meeting must approve any such proposed amendment(s). All members shall be 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 portion of the by-laws is deemed invalid, the invalid portion shall be deemed stricken and the remaining provisions shall remain in full force and effect.

ADOPTED by the Framingham Democratic Town Committee upon a vote of 11 for, 5 against, and 0 abstaining, on March 19, 2017.


Beverly K. Hugo, Chair