

MACOUPIN COUNTY DEMOCRAT WOMEN'S ORGANIZATION  
BY-LAWS

**ARTICLE I – NAME & ADDRESS**

Section 1 - The name of this organization shall be the Macoupin County Democrat Women's Organization, hereinafter referred to as MCDWO or as the Organization. The principal address of this organization shall be: P.O. Box 201, Carlinville, IL 62626.

**ARTICLE II – PURPOSES**

Section 1 - To create and stimulate the interest, activity and participation of women in the Democrat Party of Macoupin County.

Section 2 - To provide a channel through which the Democrat Women of Macoupin County can engage in meaningful community service activities.

Section 3 - To help foster equality of opportunity for women by promoting their continued growth and development, self-respect, self confidence and usefulness by encouraging their participation in the political process at all levels and by stimulating the public interest in recognizing their potential.

Section 4 - To devote the energies of the Organization to furthering the goals of the Democrat Party and assisting the Macoupin County Democrat Party in its activities throughout the County.

**ARTICLE III – Membership**

Section 1 - Membership in the MCDWO shall be open to all Democrats who support the principals and goals of this Organization and the Democrat Party. Membership shall be dependent upon payment of all Annual Dues and assessments as established by the MCDWO Board of Directors and approved by the membership.

**ARTICLE IV – RIGHTS, PRIVILEGES, DUTIES AND RESPONSIBILITIES**

Section 1 - Each individual member who is a member in good standing of the MCDWO shall be entitled to one vote on each matter submitted to a vote of the members.

Section 2 - Each member is bound by the By-Laws and agrees that the Board of Directors of the MCDWO shall have the right and authority to suspend or terminate a membership of any member for legal cause or for violation of the By-Laws of this organization.

Section 3 - A member's failure to pay dues, assessments and other charges as established by the membership and Board, and required by these By-Laws, shall cause an immediate suspension of that member's rights and privileges in this organization.

## **ARTICLE V – SUSPENSIONS AND TERMINATIONS**

Section 1 - The Board of Directors of the MCDWO shall have the right and authority to suspend or terminate the membership of any member for violations of these By-Laws or for legal cause.

Section 2 - Written notice of such suspension or termination and the period of time of any suspension and the effective date of such suspension or termination shall be given to such member stating the cause and stating his or her rights as outlined in these By-Laws. Such notice shall be addressed to such member and delivered by United States First Class Mail, to the address shown on the records of the organization, postage prepaid.

Section 3 - Unless such member shall request a hearing as herein provided within ten (10) days after the date of such notice, such suspension or termination shall be effective as stated in such notice. Upon written request of such member, delivered to the Secretary of the MCDWO within ten (10) days of the date of the notice of suspension or termination, the Board of Directors shall provide such member the opportunity to have a hearing, such hearing to be held within thirty (30) days after the request, at a time and place to be determined by the Board of Directors. Notice of such hearing shall be given to the member requesting same at least ten (10) days prior thereto. Such hearing shall be informal in nature and shall be conducted in accordance with rules adopted by the Board of Directors, which rules shall provide for the fair and orderly presentation of the facts and arguments of inferences deducible therefrom.

Section 4 - The President of the Board shall preside, and the Board of Directors or the member requesting such hearing, may cause a transcript of proceedings therein to be taken. Such hearing may be adjourned from time to time for reasonable cause, and at the conclusion thereof, the Board of Directors shall have the power to rescind, modify or affirm the notice of suspension or termination previously given and shall announce its decision within ten (10) days after the conclusion of such hearing, in the same manner as provided for the notice of suspension or termination.

Section 5 - The suspended or terminated member may appeal the Board's decision to the general membership at a Special Meeting called for such appeal in the same manner as outlined for hearings above.

Section 6 - The decision of the membership shall be final. In the event of the termination of a membership, all rights, title and interests of such member in and to the Organization and its assets, except as provided by law, shall be extinguished without any further action by the Organization or such member.

## **ARTICLE VI – DUES, FEES AND ASSESSMENTS**

Section 1 - The dues, fees and other charges as defined in the By-Laws shall apply to all members of this Organization.

Section 2 - The annual dues shall be in the amount of \$5.00. Dues shall be payable upon becoming a member of the MCDWO and payable thereafter on January 1<sup>st</sup> of each year and are delinquent March 1<sup>st</sup> of each year.

Section 3 - Any other charges and/or fees shall be established by the membership at a meeting called for such purpose.

## **ARTICLE VII – DIRECTORS AND OFFICERS**

Section 1 - The business or the organization shall be managed by its Board of Directors, consisting of the four (4) elected officers, but no more than seven (7) individuals, all of who shall be members in good standing, at least eighteen (18) years of age. Each may serve for a period of two (2) years or until his or her successor shall have been duly elected and qualified. The Board of Directors shall manage the business of the organization in a manner consistent with the law of the State of Illinois and these By-Laws.

Section 2 - Any member of the Board of Directors may resign her office at any time by so stating in writing to the Secretary of the organization.

Section 3 - Any member of the Board of Directors may be removed from office for or without cause by the affirmative vote of two-thirds (2/3) majority of the members present and voting on that question at any special meeting of the members called for that purpose.

Section 4 - Any vacancy on the Board of Directors, whether caused by resignation, removal from office or otherwise, may be filled within thirty (30) days by the Board from the roster of eligible members; subject to the approval of the membership if at least ten (10) members in good standing so request in writing. Any person so appointed and if required, approved by the membership, shall serve until the next election of directors and officers.

Section 5 - A majority of the members shall constitute a quorum for the transaction of business, and a majority vote of such quorum shall constitute the act of the MCWDO.

Section 6 - Regular meetings of the Board shall be held on the second Tuesday of each September, December, March & May without notice. Special meetings of the Board may be held upon call of the President, Vice-President, or a majority of the Board of Directors upon two (2) days notice to each director or officer. Any officer or director may waive notice of such meeting in writing as it relates to her only. All regular or special meetings shall be open to the membership, except that the Board may adjourn to executive session for discussion of removal or discipline of a Board member or regular member. No formal action of any kind may be taken at any informal conference by the Board members.

Section 7 - The Officers shall be empowered to conduct the business of the organization in such manner as permitted by law and these By-Laws. Any expenditure of Organization funds shall require the prior approval of the Officers.

Section 8 - Subject to the approval of the membership, the Board may adopt and administer reasonable rules and regulations as is necessary. Such rules and regulations shall be published and distributed to the membership in such manner and shall reasonably inform the members of thereof.

Section 9 - A nominating committee shall be appointed by the Board at least sixty (60) days prior to the annual meeting of the membership. The nominating committee shall present a slate of not less than one (1) qualified member for each vacancy on the Board. Names of additional qualified members who wish to run for vacancies on the Board shall be placed upon the Ballot if submitted in writing, signed by the candidate, and received by the Board forty (40) days or more prior to the date of the annual meeting.

Section 10 - The Organization shall indemnify and hold harmless each person who shall serve at any time hereafter as an officer of the organization from and against any and all claims and liabilities to which such person shall become subject by reason of having heretofore or hereafter been an officer of the Organization, or by reason of any action alleged to have been heretofore and hereafter taken or omitted by her as such officer, and shall reimburse each person for all legal and other expenses reasonably incurred by her in connection with any such claim or liability; provided, however that no person shall be indemnified against, or be reimbursed for, any expense incurred in connection with any claim or liability arising out of her willful misconduct or willful negligence.

Section 11 - The members of the MCDWO shall elect a President, Vice-President, a Secretary, and a Treasurer which shall constitute the Board of Directors; from the membership. The term of office of all officers and directors of the organization shall have such powers and duties as generally pertain to their respective offices as well as such powers and duties as from time to time, may be conferred by the membership, subject to these By-Laws. The Vice-President, Secretary and Treasurer shall in that order, in the absence or disability of the President, perform the duties of such officer and shall generally assist the President in her duties to this Organization.

Section 12 - The Fiscal Year shall begin on the 1<sup>st</sup> day of January and end on the thirty-first day of December each year. All disbursements shall be made by check. All documents and instruments shall be signed, executed, verified and acknowledged in a manner as designated by a resolution of the board. Endorsements for deposits to the credit of the organization in any of its duly authorized depositories shall be established by resolution of the Board.

## **ARTICLE VIII – BI-ANNUAL AND SPECIAL MEETINGS**

Section 1 - The organizational meeting of the members of the MCDWO shall be held at a place in Illinois, designated by the Board of Directors and approved by the members, at the March meeting, for the purpose of electing officers and for the purpose of transacting such other business as may be properly brought before it. At each organizational meeting the Officers shall cause to be presented to the members a report, which shall include the financial status of the Organization.

Section 2 - Special meetings of the members shall be held at a place designated by the members, in the State of Illinois, and may be called by the President or any number of members in excess of ten (10) in good standing. Any call for a special meeting by such members shall be in writing, stating the business to be considered, signed by the members calling such meeting and delivered to the Secretary of the Organization.

Section 3 - A quorum shall consist of a majority of the members present to vote.

Section 4 - At any meeting of the membership a simple majority of the members present and qualified to vote shall be sufficient to transact any business of the Organization.

Section 5 - Voting shall be conducted by written ballot or a voice vote in all elections of officers and other critical issues relative to the Administration and operation of the Organization, or any other matter when so determined by a majority of the members present and voting.

Section 6 - All meetings of the MCDWO shall be conducted in accordance with Robert's Rules of Order.

#### **ARTICLE IX – COMMITTEES**

Section 1 - A majority of Officers may create one or more committees and appoint members to serve on the committee or committees.

Section 2 - A majority of any committee shall constitute a quorum and a majority of committee members present and voting at a meeting at which a quorum is present is necessary for committee action. The committee by majority vote of its members shall determine the time and place of meetings and adequate notice of such meetings shall be provided to any committee member who has the right to vote on any committee matter.

#### **ARTICLE X – AMENDMENTS TO THE BY-LAWS**

Section 1 - The members have the right to recommend changes, amendments to, or repeal of these By-Laws. Proposed changes in a By-Law by a member(s) shall be presented at a regularly scheduled meeting, for review and approval. The affirmative vote of a majority of the votes cast on that question shall constitute approval and the new By-Law shall be in full force and effective immediately.