

Democrats of South Oakland County (DSOC) Bylaws

Adopted December 14, 2023

PREAMBLE. Democrats of South Oakland County believes in the Principle of People and the Principle of Democracy. That is, giving service to the needs and aspirations of all people, and promoting full participation of all members of society in all political and governmental processes. These principles reflect the values of the Michigan Democratic Party.

Article I. NAME

This organization shall now be known as Democrats of South Oakland County, formerly known as Oak Park – Huntington Woods – Royal Oak Township Democratic Club and shall be referred to in these Bylaws as DSOC. It is a non-profit organization and is the official body of the Michigan Democratic Party (MDP) in the municipalities of Berkeley, Huntington Woods, Oak Park, and Royal Oak Township. Notwithstanding its definition as the official body of these four municipalities, Democrats from other townships or cities are welcome to participate and join DSOC.

Article II. PURPOSE

The purpose of DSOC is to promote the philosophy of the Michigan Democratic Party, referred to in these Bylaws as MDP, to elect Democrats to public office who support this philosophy, and to promote the betterment of our communities, county, and state. The achievement of these objectives shall be facilitated through various means: DSOC committees, meetings, and events; the work of Democratic precinct delegates, party members, officeholders, candidates, and other Democrats working to promote wide and active participation in DSOC; the efforts of Oakland County Democratic Party (OCDP) Executive Committee Representatives; and the contributions of like-minded individuals who share jointly held goals.

Article III. FUNDAMENTAL PRINCIPLES

DSOC shall be open and welcoming to all Democrats and those who share the philosophy of the MDP 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. DSOC shall support broad and diverse participation of all, without discrimination. All public meetings are open to all Democrats and their friends. No oaths of loyalty or tests will be required for membership in DSOC. All rules and Bylaws of DSOC shall be consistent with the Rules of the MDP.

Article IV. VOTING

Section 1. To vote on a DSOC issue or for the election of a DSOC Officer, Trustee, OCDP Executive Committee Designee or Representative for any purpose, the person must be a DSOC member in good standing for at least thirty days prior to the motion or election.

Section 2. Votes shall not be taken by secret ballot at any meeting of DSOC. All votes shall be by raising hands, and if necessary, counting those hands to determine the voting outcome. Each member shall have only one vote; that is, one person, one vote on any issue or election.

Section 3. No rule may be adopted by DSOC that would require a person to cast a vote or be recorded as voting contrary to that person's judgment.

Article V. MEMBERS

Section 1. A member of DSOC shall be any legal resident of Michigan age 16 or older who has submitted a current membership form to DSOC. A financial contribution is not required to be and to remain a member of DSOC.

Section 2. DSOC may hold meetings limited to its members in cases where confidential consideration is necessary.

Section 3. Membership records shall include each member's name, membership form received date, address, telephone, and email. This information shall be shared with Chairperson, Vice-Chairpersons, Communication Officer, and Treasurer. The membership records shall be maintained by the Treasurer.

Section 4. The Bylaws shall be available to any member of DSOC and shall be posted on DSOC's website.

Article VI. OFFICERS

Section 1. The officers shall include: a Chairperson; two Vice-Chairpersons, one from Oak Park and one from either Berkley, Huntington Woods, or Royal Oak Township; a Secretary; a Communications Officer, and a Treasurer. There shall also be four Trustees, one each from Berkley, Huntington Woods, Oak Park, and Royal Oak Township.

Section 2. The Officers and Trustees shall serve two-year terms. Whenever feasible, the Chairperson shall be selected from the officers of the current term of office and from a different city from the current chairperson.

Section 3. The election of DSOC Officers and Trustees shall be held every two years in January of odd-numbered years.

Section 4. DSOC will assign as Oakland County Democratic Party (OCDP) Executive Committee Designees as many as allocated by OCDP. Any club that DSOC absorbs, DSOC will also absorb the respective club's number of Oakland County Democratic Party Executive Committee seats/positions and those voting rights.

1. The Designee may also hold a DSOC Executive Board or Committee position.
2. Prior to the OCDP Executive Committee election, the Designees shall be nominated by the DSOC Chairperson in September and elected at the October Membership meeting.
3. The Designees shall serve starting January of the odd number years for a two-year term.
4. At the September meeting, any DSOC member may also nominate a Designee, including oneself, by giving notice to the members 7 days before the October election.
5. The OCDP determines the number of representatives from DSOC to the OCDP Executive Committee, so if a Designee is not elected to this Committee, he or she shall

serve as an alternative representative from DSOC when a Committee Representative is unable to attend an OCDP Executive Committee meeting.

Section 5. Vacancies occurring in Officer or Trustee positions shall be filled by special election at the next scheduled membership meeting in accordance with Article XI.

Section 6. The Chairperson shall preside at all meetings or designate one of the Vice-Chairpersons to serve in his or her position. He or she shall oversee the management of DSOC, act as the official spokesperson of DSOC, and determine the order of business at meetings.

Section 7. The Vice-Chairpersons shall assist the Chairperson in the discharge of his/her duties and shall temporarily assume the responsibilities of the Chairperson in her/his absence. One of the two Vice Chairpersons shall be a different gender from the Chairperson.

Section 8. The Secretary shall keep an accurate record and minutes of all meetings (including the Executive Board and membership meetings). Provide all minutes to the Chairperson for distribution.

Section 9. The Communication Officer shall oversee DSOC's communications including that there is proper notification to each member before all membership meetings. Communication tools include DSOC's membership contact software, email lists, personal information, U.S. Mail, fax, telephone, text, DSOC's website, Facebook page, and any other electronic social media or contact programs. These duties may be delegated to a committee member so long as the Communication Officer is fully aware of all DSOC communications.

Section 10. The Treasurer shall be responsible for overseeing the income and spending for DSOC business.

1. Maintaining the financial receipts and disbursements records of DSOC.
2. Maintaining the official membership records.
3. Depositing the funds of DSOC in banks or credit unions
4. Drawing funds by check or otherwise authorized transfers only by approval of any two of the following officers: Chairperson, Secretary, and Treasurer. Amounts greater than \$250 or another amount set by the Executive Board requires two officers' signatures.
5. Making monthly financial report to the Executive Board and the membership during membership meetings. He or she shall attach written financial reports to DSOC's minutes. These reports shall include, at a minimum income and expenditures.
6. When a new Treasurer is elected, the past Treasurer shall deliver to the new Treasurer the funds and all the books and records maintained during her/his tenure in office. The Treasurer whose term has ended shall cooperate in transferring signing authority for ActBlue and all bank and/credit union accounts to the new Treasurer.

Article VII. NOMINATIONS

Section 1. The Chairperson shall appoint a Nominations Committee no later than September of an even year. The Nominations Committee shall seek the interest of members in serving on the Executive Board. No later than the November membership meeting, the Nominations Committee shall present a slate to the membership.

Section 2. Other nominations for the various offices may be made by a petition of 5 members submitted to the Nominations Committee Chair and shared with the membership at the November membership meeting.

Section 3. The Nominations Committee shall manage the election which shall be held no later than January 30th of odd numbered years.

Section 4. The nominations must be posted on DSOC's website, sent by text, by email, or any other appropriate form of communication to inform members no less than 30 days prior to the election.

Section 5. During the election, if no candidate receives at least 50.1% of the votes cast on the first vote, the two highest vote getters will participate in a runoff election that day.

Section 6. To qualify to be an Officer or Trustee, a nominee must be a member of DSOC and of the MDP at least (30) thirty days prior to the election and maintain membership during the term of office. Further, a nominee for Chairperson or Vice-Chairperson shall live in Oak Park, Huntington Woods, or Royal Oak Township. A Designee for the OCDP Executive Committee must be a member of DSOC and willing to become a member of the OCDP. All nominees must agree to be nominated prior to the formal nomination.

Section 7. All DSOC members in good standing (30) thirty days prior to the election shall be eligible to vote.

Article VIII. DSOC Executive Board

Section 1. The Officers, Trustees, OCDP Executive Committee Representatives, and Committee Chairs shall serve as the Executive Board which shall be responsible for recommending actions to the general membership, managing DSOC affairs between General Membership meetings, and overseeing the finances of DSOC.

Section 2. Member concerns shall be first brought to the attention of the Chairperson and if they continue, they should be brought to the attention of the Executive Board for discussion and possible action.

Section 3. When there is no imminent membership meeting (meeting within 14 days), nor an imminent Executive Board meeting but a DSOC decision must be made, then an Officer may call an Officers meeting to take a critical action. There must be 3 days' notice to the Officers of the time and place of the meeting. Depending on the issue and the number of people available for a quick meeting, the Trustees may be included in the meeting and may contribute to the decision to be made.

ARTICLE IX. MEETINGS AND NOTICE OF MEETINGS

Section 1. The time and place for all public meetings of DSOC shall be publicized no less than 7 days before the meeting to assure timely notice to all interested persons. Such meetings shall be held in places accessible to all DSOC members and able to accommodate all interested persons. A zoom/ electronic video event may be considered a "place".

Section 2. DSOC will publicize fully and in such ways as to reasonably assure 7 days' notice to all interested parties the agenda or a list of issues to be brought before the members before each meeting.

Section 3. There shall be scheduled no less than six (6) membership meetings per calendar year. The Officers shall report on DSOC activities; time may be given for elected officials from the area to report on their activities.

Section 4. There shall be at least 7 days' notice of the date, place, and time of any public membership meeting; there shall be at least 7 days' notice of the date, place, and time of any Executive Board meeting. Emergency and special Officers' meetings shall have at least 3 days' notice.

Section 5. Notice may be given by mail, telephone, any electronic communications, posted on the DSOC website or by any other method available to reach the possible participants in the meeting. No method shall be selected so that people will be excluded.

Section 6. There shall be no less than four meetings each year for regular Executive Board meetings. Further, when it is not possible for DSOC members to vote upon an issue needing an immediate decision, the Executive Board may decide upon an action.

Section 7. All decisions shall be by a majority vote of the Executive Board present at a duly noticed meeting with a quorum present.

Section 8. Special Emergency meetings of the Officers, the Executive Board, or the full membership may be called by any two Officers. There shall be at least 3 members present to make decisions at an Officer meeting; there shall be a quorum present to make decisions at a specially called Executive Board or at a specially called membership meeting.

Section 9. A quorum at the membership meetings shall be at least 10 members. A quorum of the regular Executive Board shall be 30% of the Board members. A quorum is necessary before a decision or election will be effective. All decisions of the Executive Board and Membership shall be by majority of those present.

Section 10. Minutes shall be taken at every meeting; they shall be turned over to the Secretary, as DSOC records, within 7 days if someone substitutes for the Secretary at a meeting. Copies of these minutes shall be posted on the website and available to each member within 14 days of the meeting.

ARTICLE X. REMOVAL OF AN OFFICER OR TRUSTEE

Section 1. Members of the Executive Board may be removed without prejudice if they fail to attend at least three regularly scheduled DSOC meetings during the calendar year. A 2/3 vote of the Executive Board is needed to remove an elected Executive Board member. The vacancy thus created shall be filled by a majority vote of the membership at the first available regularly scheduled meeting of DSOC.

Section 2. The notice of an Executive Board meeting must indicate the specific time and place of the meeting, and the basis upon which the action is founded. Notice must be provided at least

seven days before the meeting to the Executive Board members and to the person who is being sought to be removed.

Section 3. The motion to remove must carry by a two-thirds vote of the Executive Board members present and having a quorum.

ARTICLE XI. VACANCY ELECTION

Section 1. The process for filling a vacancy of any elected or appointed Officer shall begin at the next regularly scheduled membership meeting. At said meeting, the Chairperson, or the highest-ranking member of the Officers present, shall call for nominations to replace the vacated officer position(s). So long as 10 DSOC members are present, the membership shall vote on the nominees. The nominee with a majority vote of those present shall assume the vacant office. If no nominee gets a majority of those present, then no one is awarded the office at that meeting and Section 2 and 3 apply.

Section 2. The nominees and description of the vacant office shall be placed on the notice of the next membership meeting at least 7 days before that meeting.

Section 3. The membership shall vote on the nominees at the next meeting, provided 7 days' notice has been given and at least 10 DSOC members are present for that meeting. The nominee with a majority vote of those present shall assume the vacant office. If no nominee gets a majority vote of those present, then the nominee with the least votes is removed from the ballot. The voting resumes until a nominee gets a majority vote of those present.

ARTICLE XII. COMMITTEES

Section 1. The Chair shall appoint the committees and committee chairpersons necessary for the work of the organization subject to the approval of the majority of the Executive Board. Board members may also serve as Committee officers.

Section 2. Standing Committees may include the following:

1. Bylaws Committee - The committee shall serve as an advisory committee on matters pertaining to the Bylaws of DSOC. The committee recommends to the membership such changes in the Bylaws, as it deems appropriate for the operation of DSOC.
2. Membership/Social/Fundraising--The committee shall work to recruit and retain members of DSOC, plan events and to develop, maintain and increase resources to run the organization, including fundraising.
3. Voter Mobilization Committee and Candidate Endorsement Committee--The committee shall manage the election related activities of DSOC. This includes Precinct Delegate activities.
4. Program Committee -- The committee works with the Chairperson to plan the regular membership meeting and any special issue meetings.
5. Finance and Strategic Planning Committee -- The committee along with the Officers, proposes or reviews long-range plans for future years' DSOC activities.
6. Community Service Committee -- The committee conducts and supports all charitable and service activities of DSOC. The committee is responsible for identifying areas of need and community service activities that DSOC could promote, donate to, or participate in, with the approval of the Executive Board.

Section 3. The Chairperson may also appoint any ad hoc Committees he or she sees are needed for DSOC.

Article XIII. PARLIAMENTARY AUTHORITY

The latest edition of *Robert's Rules of Order Newly Revised* shall apply to questions of procedure for which there is no applicable rule of procedure under the Rules of the MDP or these Bylaws.

Article XIV. AMENDMENTS

Section 1. Proposals for changes or amendments to these rules may be made by motion and a second, without debate, at any meeting of the Executive Board or Membership meeting; all proposed amendments shall be first referred to the Bylaws Committee which shall report its recommendation related to the proposed change for discussion at the next succeeding Executive Board meeting, membership meeting, or at a special membership meeting called for that purpose.

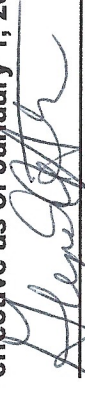
Section 2. Written notice setting forth the proposed amendment shall be given to members at least 7 days prior to the date of the meeting at which a vote on the Amendment is to be taken.

Section 3. Any amendment to these Bylaws shall pass by two-thirds (2/3) majority of the votes cast by the DSOC Members provided that the meeting is duly noticed, and a quorum is present.

Section 4. In the event of dissolution of DSOC, all real and personal property will revert to the benefit of the MDP.

Section 5. These Bylaws shall be in full force and effect upon their adoption and shall supersede all motions and policies of a contrary nature except for those provisions of Michigan Statutes which apply to the Statutory structure of Political Parties in the State of Michigan and the MDP Rules.

These Bylaws were amended by a meeting of DSOC on December 14, 2023, and become effective as of January 1, 2024.



Chairperson, Glenda Stainback



Secretary, Roslyn Schindler

Bylaws Committee, [December 2023: Glenda Stainback, Mary Ann Fontana, Laurie Lisi, Nina Abrams]