

BYLAWS OF THE TOWN OF SANGERFIELD DEMOCRATIC COMMITTEE ONEIDA COUNTY, NEW YORK

The Town of Sangerfield Democratic Committee, hereinafter referred to as the “Town Committee” or simply the “Committee”, by authority of the public trust with which our community has empowered us, and in accordance with the Laws of the State of New York and the Rules of the Democratic Party of the County of Oneida, hereby adopts these bylaws.

ARTICLE I MISSION STATEMENT

The Town Committee shall organize and perpetuate a representative, effective and accountable party organization for the Town Party, affiliate with and advance the interests of the Oneida County Democratic Party, the New York State Democratic Party, and the Democratic National Committee, and promote Democratic ideals in government, civic and community affairs.

ARTICLE II MEMBERSHIP

1. **Town Party membership defined.** Membership in the Town Party shall include all Town residents duly registered and enrolled in the Democratic Party in the Town of Sangerfield as provided by law.
2. **Town Committee membership defined.** Membership in the Town Committee shall consist of the district leaders elected from each of the Town’s election districts as provided by law. As used in these bylaws, the term “member” shall mean a member of the Town Committee, except as the context shall clearly require otherwise.
3. **Vacancies.** Vacancies shall be promptly filled by action of the Town Committee. Only duly registered and enrolled members of the Town Party shall be eligible for appointment under this section. Vacancy appointments shall expire at the next election of district leaders.

ARTICLE III COMMITTEE GOVERNANCE

1. **Open meetings.** All meetings of the Town Committee shall be open to all members of the Town Party, provided that the Committee may, by majority vote, exclude a candidate for public office from such portion of a meeting in which the Town Committee debates whether to endorse the candidate. Notwithstanding section 7 of this article, an action taken in violation of this open meetings rule shall be void.
2. **Scheduling and notice.** The chairperson(s) and secretary shall jointly schedule regular meetings of the Town Committee at frequent and predictable intervals calculated to maximize participation. The secretary shall provide electronic-mail notice, or written notice if so requested of the secretary, of each meeting to all members no less than seven (7) days in advance of such meeting, including the time, place and agenda of such meeting. The sec-

retary shall also publicize the time and place of each meeting to the general public by posting same to the Town Committee's website.

3. **Special meetings.** The chairperson shall call a special meeting of the Town Committee on written petition of the lesser of thirty (30) percent of the members, less vacancies, or fifteen (15) members of the Town Party, stating the business to be done at such special meeting. The chairperson shall, within twenty-four (24) hours of receiving such petition, schedule such special meeting to occur no less than seven (7) and no more than fourteen (14) days thereafter. The secretary shall provide notice of such special meeting in like fashion as for a regular meeting. Such special meeting shall be limited to the specific business stated in the petition. It shall never be in order to amend these bylaws at a special meeting. If the Town Committee shall fail to achieve quorum for a special meeting, the chairperson shall adjourn such meeting and bring up the business of the special meeting at the next regular meeting.
4. **Quorum; majority and proxy voting.** Quorum to do business other than to adjourn or to convene organizational meetings required by the Rules of the County Committee shall consist of one-third of the Town Committee less vacancies, except that for a vote to endorse a candidate for public office, donate funds to a campaign, appropriate \$500 or more to any payee, remove an officer, or fill vacancies, quorum shall be majority of the Town Committee less vacancies. For all quorums and votes, the secretary shall include signed written proxies; provided that a proxy shall not be valid for more than one meeting. An individual can carry more than one proxy.
5. **Procedure.** Subject to section 4 of this article, the Town Committee shall take no action except on majority vote of the members present for the vote, including proxies. If these bylaws and the Rules of the County Committee are silent on a question, then Roberts Rules of Order shall govern.
 - a. **Closing Debate.** A motion to close debate takes precedence. A seconded motion to close debate is not debatable and, upon a two-thirds vote, shall end debate.
 - b. **Endorsement of Candidates.** Endorsements of candidates shall require a vote of three-fifths (3/5) of the Town Committee less vacancies.
6. **Minutes.** The secretary shall take and maintain minutes of each meeting and shall cause the same to be distributed at the next regularly scheduled meeting via paper or electronic transmittal. The minutes shall state the members present and absent, record each vote, and be the sole official record of the Town Committee. Minutes shall be accepted by majority vote of the quorum.
7. **Violation; remedy.** An action taken in violation of this article shall be voidable on motion of any member who opposed such action. A member shall waive standing to challenge an action on grounds of inadequate or untimely notice by attending a meeting or issuing a proxy. Consistent with this article, the Rules of the County Committee and the Election Law, the Town Committee may renew any action or retake any vote voided under this section.

ARTICLE IV OFFICERS & ORGANIZATIONAL MEETINGS

1. **Officers constituted.** There shall be either two co-chairpersons or a single chairperson and a single vice chairperson; a secretary, a treasurer, and a parliamentarian.
2. **Qualifications.** Each candidate for officer shall be a district leader except that the Committee may appoint any other duly registered Democrat, not necessarily a district leader, as treasurer and/or parliamentarian. An officer shall automatically vacate his or her position by accepting appointment to elected public office or by filing with any board of elections candidacy papers for any elected public office, not including party office. No person shall serve in two or more officer positions, except that the secretary or treasurer may simultaneously serve as parliamentarian. For purposes of the preceding sentence, a chairperson of a subcommittee established pursuant to article V shall not be deemed an officer.
3. **Terms of office and organizational meetings.** Pursuant to the Rules of the County Committee, terms of office for all officers shall expire immediately following the organizational meeting of the Town Committee next succeeding the primary election at which members of the County Committee are elected. No later than 10 days after such a primary election at which members of the County Committee are elected, the chairperson shall convene such organizational meeting for the purpose of electing officers for the next two years, and shall preside until the new chairperson shall have been elected.
 - a. **Order of business at organizational meetings.** The following shall be the order of business at each organizational meeting: (1) calling of the roll; (2) filling of vacancies in the office of district leader; (3) election of officers; (4) new business; (5) setting of annual meeting schedule.
 - b. **Election; majority vote.** Officers shall be elected by majority vote of the members attending such organizational meeting and present for the vote, including proxies.
 - c. **Emergency contingencies.** If the outgoing chairperson shall be unavailable or shall refuse to perform the duties of this section, then the outgoing vice chairperson shall convene such organizational meeting and preside until the new chairperson shall have been elected. If both the outgoing chairperson and the outgoing vice chairperson shall be unavailable or refuse to act, then such organizational meeting shall automatically convene at Waterville Historical Society at 7 P.M. on the second Tuesday next succeeding such primary election, and the district leaders elected in the preceding primary election shall, by majority vote of those in attendance, designate one of their number to preside until the new chairperson shall have been elected.
4. **Removal; vacancies.** The Town Committee shall remove an officer for malfeasance or persistent nonfeasance. Vacancies in any officer position shall be expeditiously filled for the unexpired term.
5. **Powers and duties.** Officers shall have the following powers and duties, in addition to such other duties as the Town Committee may provide:
 - a. **Chairperson.** As used in these bylaws, "chairperson" shall mean the chairpersons jointly if there be two. The chairperson shall:

1. Schedule regular and special meetings in consultation with the secretary;
 2. Preside over meetings and ensure faithful execution of these bylaws;
 3. Perpetuate a representative, effective and accountable party organization for the Town Committee, and advance the interests of the Town Party and Town Committee in local, county and state government, the County Committee, the State Democratic Committee, and other statewide and national Democratic establishments;
 4. Regularly attend meetings of the County Committee, including its Executive Committee, be actively involved in the County Committee and County Party, and regularly report thereon to the Town Committee;
 5. Oversee the financial affairs of the Town Committee in consultation with the treasurer, including the preparation and execution of budgets;
 6. Supervise the timely circulation of election petitions in accordance with the Election Law and the Rules of the County Committee;
 7. Nominate chairpersons of subcommittees for confirmation by the Town Committee;
 8. Prepare and circulate to the Town Committee an annual report of the Town Committee summarizing the activities, accomplishments and financial affairs thereof; and
 9. Serve as ex officio member of all subcommittees.
- b. **Vice chairperson.** The vice chairperson, if there be one, shall:
1. Serve as acting chairperson for all purposes under these by laws in case of absence or incapacity of the chairperson;
 2. Serve as ex officio member of all subcommittees; and
 3. Perform such other duties as the chairperson may provide.
- c. **Secretary.** The secretary shall:
1. Call regular and special meetings pursuant to article III, sections 2 and 3;
 2. Keep and publish (via paper or electronic transmittal to all members) minutes pursuant to article III, section 6;
 3. Circulate electronic-mail proxy forms, determine the authenticity of proxies once submitted at a meeting, and record their exercise; and
 4. Keep the Town Committee membership roll and present the same to the members upon request.
- d. **Treasurer.** The treasurer shall:
1. Keep and balance the financial books and records of the Town Committee, and provide the same to any member upon request;

2. Chair the subcommittee on fundraising and finance;
 3. At each regularly scheduled meeting, provide a Treasurer's Report to the Town Committee; and,
 4. Ensure compliance with applicable laws governing the financial affairs of parties and political committees, including the timely preparation and filing of all required reports.
- e. **Parliamentarian.** The parliamentarian shall:
1. Keep these bylaws and publish the same to the members upon request (in the absence of a parliamentarian, the secretary or treasurer shall perform this function);
 2. When called on by any member, decide questions of procedure and construe these by laws consistent with the Rules of the County Committee, the Election Law, and Robert's Rules of Order; and
 3. Assist the Chairperson or Co-Chairpersons in maintaining order.

ARTICLE V SUBCOMMITTEES

1. **Standing subcommittees established.** There are hereby established three standing subcommittees as follows:
 - a. **Subcommittee on Fundraising and Finance.** The subcommittee on fundraising and finance, which shall be chaired by the treasurer whether a Committee member or appointed, shall establish and administer the annual budget of the Town Committee; plan and execute the raising of funds for the administration of the Town Party and Town Committee; and recommend appropriations of funds to campaigns.
 - b. **Subcommittee on Voter Participation and Candidate Development.** The subcommittee on voter participation and candidate development shall plan and execute programs to maximize voter participation and shall solicit and propose candidates for Town public office.
 - c. **Subcommittee on Public Issues.** The subcommittee on public issues shall educate the Town Committee, Town Party and the community on matters of public concern.
2. **Subcommittees a through c governance.** Except as otherwise provided in these bylaws, the chairperson shall nominate a member of the Town Committee to serve as chairperson of each subcommittee, subject to confirmation by the Town Committee. Each subcommittee chairperson shall appoint such members of the Town Committee and other members of the Town Party as he or she may determine, except that the committee on nominations and candidate development shall consist of a minimum of three members of the Town Committee and shall be comprised of an odd number of members. Each subcommittee chairperson shall report to the Town Committee on the activities of the subcommittee at such times as the chairperson of the Town Committee may require. The chairperson of each subcommittee shall, no less than annually, provide a written report to the Town Committee summarizing the activities and accomplishments of the subcommittee.

3. **Additional subcommittees.** The Town Committee may establish other subcommittees, which shall be governed in like fashion as the standing subcommittees.

ARTICLE VI AMENDMENTS

1. **Method to propose.** Any member may, at least ten (10) days before the next general meeting, propose an amendment to these bylaws in writing to the secretary and the chairperson.
2. **Notice to members.** The secretary shall, no less than seven (7) days before the next general meeting, transmit electronic or written copy of the proposed amendment to the members, with notice that such proposal shall be considered at the next general meeting.
3. **Debate and approval.** The Town Committee shall consider a proposal to amend these bylaws only at the first general meeting following its timely submission and notice under sections one and two of this article. No amendment shall be approved except on vote of two-thirds of the Town Committee, less vacancies, including proxies.
4. **Effective date.** An amendment to these bylaws shall be effective upon adjournment of the general meeting at which the Town Committee approves such amendment.

ARTICLE VII CONSTRUCTION AND SEVERABILITY

The Constitution and Laws of the State of New York and the Rules of the Democratic Party of the County of Oneida shall govern the construction of these bylaws and, in case of conflict therewith, supersede to the extent necessary to resolve the conflict. If any article, section, subdivision, sentence or clause or part thereof shall be deemed invalid, such invalidity shall not impair or invalidate the remainder thereof, but shall be confined in its operation to the article, section, subdivision, sentence or clause or part thereof directly involved in the claim or controversy in which such invalidity shall have been determined.

ARTICLE VIII DISSOLUTION

If the Town Committee should be dissolved, any assets shall be transferred to the Oneida County Democratic Committee.

ARTICLE IX RATIFICATION

On affirmative vote of a majority of the district leaders of the Town of Sangerfield, these bylaws are hereby approved this 16th day of May 2023. The secretary is hereby instructed to file these bylaws with the County Committee in accordance with the rules thereof.