

**DEMOCRATIC WOMEN'S CLUB OF
PALM BAY, FLORIDA,
OF BREVARD COUNTY,
OF THE DEMOCRATIC WOMEN'S CLUB
OF FLORIDA, INC.**

BY LAWS



"Things Come Together When We Work Together."

**THE DEMOCRATIC WOMEN’S CLUB OF PALM BAY
BY LAWS
(Amended August 3, 2024)**

ARTICLE I

NAME

The name of this club shall be the “Democratic Women’s Club of Palm Bay” of Brevard County, of the DEMOCRATIC WOMEN’S CLUB OF FLORIDA, INCORPORATED (DWCF, Inc.)

ARTICLE II

OBJECTIVE

SECTION 1. THE OBJECTIVE OF THIS CLUB SHALL BE:

- a. To bring together in common purpose all local Democratic women and men of Palm Bay.
- b. To organize the registered Democratic voters of Palm Bay.
- c. To urge that every registered Democrat votes and votes Democratic.
- d. Encourage good citizenship by stimulating interests in civic affairs.
- e. Educate the electorate on questions of public interests.
- f. Take an active interest in the welfare of our Community, County and State.
- g. Encourage the participation of voters in politics.
- h. To support qualified Democratic candidates for public office and to encourage qualified Democratic women to seek elected office.
- i. To seek increased voter registration and participation.
- j. To educate the public on issues relating to women and children.
- k. To promote Democratic Party values and to be a prominent advocate for legislation that further democratic values.

ARTICLE III

STATE AFFILIATION

This Club shall be a chartered member of the DEMOCRATIC WOMEN’S CLUB OF FLORIDA, INCORPORATED, (DWCF, Inc.). Bylaws of this Club shall comply with the DWCF, Inc. Bylaws. Any amendments to these bylaws, which are in conflict with the DWCF, Inc., shall be null and void. These bylaws shall automatically adjust to amendments of the DWCF, Inc.

SECTION 1. GENERAL AND PRIMARY ELECTION

This Club shall support all Democratic nominees in the County, State and National elections. This Club shall not, as an organization, endorse a candidate or candidates in the primary elections; so doing would constitute a forfeiture of membership in the DWCF, Inc. As individuals, Club members may support the Democratic candidates of their choice in the primary elections.

SECTION 2. STATE DUES

This Club shall pay annual per capita state dues on active members of Ten dollars (\$10.00) per year, to the State Treasurer, by January 31st. State dues is determined by the Democratic Women's Club of Florida Inc. (DWCF). Associate Members and Honorary Members are not subject to State nor Region dues. A Club will lose active status for failure to pay State and Region dues.

SECTION 3. CONVENTION

Each year this Club send delegates and alternates to the annual State Convention. Delegates and alternates shall be elected by the club membership at least twenty (20) days prior to convention. The membership year for delegate purposes shall be January 1st through December 31st. Only Club members who are current financially, or who have paid their Club dues on or before January 31st of each year may be elected to serve as delegates or alternates. The Club President is automatically a delegate at the Convention. All other Delegates and Alternates shall be elected on the basis of one delegate and one alternate for every five (5) members, but not fewer, based on the paid membership number of each Club on **the last day of February**. Associate members shall not be counted in the total membership used as a basis for election.

Four (4) copies of the Club's active membership list, with officers noted, shall accompany the Club's check for dues to be sent to the State Treasurer. The membership list shall be signed by the Club President, indicating she or he, has proof that each person listed is a registered Democrat. The Club Treasurer shall send one copy before the Convention to the State President, Credentials Chair and Second Vice-President by U.S. Mail or electronically.

SECTION 4. REGIONAL COUNCIL

This Club shall be a member of the Region IX Council. The membership of the Council shall be the Region Chair, Region Vice-Chair, Region Secretary-Treasurer, or the Region Secretary and Region Treasurer. The membership from the Club to the Region IX Council shall consist of the President, the Vice-Presidents and the Region IX Representative. The Club shall pay per capita dues for each active member of \$2.00, and \$1.00 per student per year to the Region IX Treasurer.

Dues must be paid by January 31st of each year. The Club shall report to its Region Chair Quarterly, with current membership lists, completing the official form. The Regional Meeting held at Conventions does not and shall not constitute a regular meeting. Additional meetings may be held by the Council and may be called by the Chair or at the written request of five (5) Council members. Twenty (20) percent of the members shall constitute a quorum. The delegates of each Region in caucus at the State Convention held in the odd-numbered years shall nominate and elect a Region Chair and Vice Chair.

ARTICLE IV

MEMBERSHIP AND DUES

SECTION 1. Membership Classes

ACTIVE – Membership shall be those members whose dues are current. Proof of Democratic registration shall be presented; membership in this club shall be available without regard to race, color, creed, age, sex, sexual orientation, or national origin. All members shall comply with the provisions of the Club and DWCF, Inc. Bylaws. Active members shall hold active membership in only one local women's club. **Active membership dues shall be twenty-five dollars (\$25.00) per year, effective January 1, 2023.**

ASSOCIATE MEMBERSHIP – Associate membership shall be those who (1) have designated another women's club as their parent club, and (2) have satisfied proof of Democratic registration. Associate members shall be accorded all rights and privileges except the holding of elective office and voting. Associate members may not be counted with the membership used as a basis for computation of delegates to the State Convention. Associate membership dues shall be ten dollars (\$10.00) per year.

LIFE MEMBERSHIP - Life Membership may be bestowed upon any member of the DWCF, Inc. in good standing, who by virtue of statewide leadership and capability has proven dedication to the principles and aims of the DWCF, Inc. They shall have voting rights and can be counted with the membership used as a basis for computation of delegates to the State Convention. Life members can be bestowed at the County and State levels of DWCF, Inc. The local clubs are responsible for paying State and Regional dues for Life Members.

HONORARY MEMBERSHIP — Honorary membership may be bestowed upon any club member in good standing for distinguished or extraordinary service to the community, state, or national or any unusual or meritorious service or attainment. Recommendation for Honorary membership shall be submitted to the Club President for presentation to the Board of Directors, which shall review and make appropriate recommendation to the general membership. A two-thirds (2/3) vote shall be required. Honorary members shall not pay dues.

STUDENT MEMBERSHIP - Student Membership shall be a student member who is a registered voter (i.e., 18 years of age) and shall be attending an accredited college, university or high school, with a valid student I.D. Student members shall hold membership in only one club and may be accepted from areas with no local clubs. Student membership dues shall be \$10.00 per year. Student members will pay state dues of \$5.00 and Region dues of \$1.00. Student members may be counted with the membership used as a basis for computation of delegates to the State Convention.

To hold membership in the DWC of Palm Bay, you must be a registered Democratic voter in Brevard County.

Members who have not submitted payment of their annual dues to their local club by January 31st shall be dropped from the club's membership roster. Under no circumstances shall a club be permitted to include non-paid members in the membership list, used as a basis for the computation of delegates to the State Convention. The Club shall pay Ten dollars (\$10.00) State Dues for Active and Lifetime members.

SECTION 2: Credentialing

The Credentials Chair shall work closely with the DWC Treasurer to confirm the number of delegates allowed per club at the State Convention (based on the paid membership number of each Club on March 31st). New members after March 31st shall NOT be included in the number of delegates calculation. If there is a dispute between the delegate calculation, the Credentials Chair's numbers shall be the deciding resolution. (See the DWCF Handbook for additional Election Procedures.

ARTICLE V

CODE OF ETHICS

Section 1. Code of Ethics

- a. It is the duty of every club member to protect the club against fraud, misrepresentation or any unethical practice.
- b. The spirit of fair dealing, cooperation, and courtesy shall govern relations between members of the club. Upon becoming a member, an individual assumes an obligation to conduct herself/himself in accordance with these ideals.
- c. Any member violating this CODE OF ETHICS shall be reported to the Club President and by a two-thirds (2/3) vote of the Club Board of Directors, the member shall be subject to reprimand or removal from membership.
- d. No unscheduled meetings may be held without due and timely notice to all members via mail, telephone or electronic means such as e-mail or fax. This does not preclude emergency meetings, which can be held provided that all reasonable attempts to reach members have been taken. This also includes all board meetings.
- e. Any local DWC club member or officer may speak or write for public distribution on any topic, using only his or her own name. DWC members or officers wishing to use the name of their local club, in addition to their own name must have the approval of the members of the Board of Directors of their club prior to issuing their statement. "Approval" shall be by majority vote of the members of the Board of Directors of their club. Approval may be by poll of the Board by telephone or e-mail.
- f. The DWCF logo may be used by local Club leaders for the interest and business of DWCF, Inc. Logos cannot be used for the purposes of profit.
- g. Members may join *any* chartered Club and are not bound to join the "local" Club.
- h. Members who move to another area/Club more than three (3) months prior to the annual state Convention, shall be included in their new Club's membership tally in determining delegate representation.
- i. Club Membership lists are to be protected for privacy. The Club shall determine a process to allow - or not to allow - the distribution of their membership list. If the Club chooses to allow distribution, requests are to be only for Club business/promotion (e.g., no outside solicitation).

SECTION 3. Club Bond

Chartered clubs may purchase a bond to cover the president and the treasurer in an amount sufficient to meet the needs of the club as determined annually by the club's Financial Review or Budget Committee.

Section 2. Unacceptable Conduct

Unacceptable conduct is vigorously prohibited by the Democratic Women's Club of Palm Bay Florida. Unacceptable conduct includes but is not limited to:

- 1) Physical or sexual assault or violent threats toward others.
- 2) Harassment including but not limited to Sexual Harassment, Online harassment, threats of any action directed toward a member that violates the membership policies or are covered by law.
- 3) Use of racial slurs or other derogatory language regarding gender, gender identity and/or expression, ethnic or national origin, religion, age, sexual orientation, or disability.
- 4) Embezzling or misdirecting funds, membership lists or other assets for activities not authorized by the responsible party.
- 5) Fraud, libel, defamation, or illegal activity of any kind in the conduct of Democratic Women's Club of Palm Bay Business.
- 6) Illegal or unethical professional conduct outside of the Democratic Women's Club of Palm Bay if that misconduct could significantly damage the Democratic Women's Club of Palm Bay, its staff, its members, or its assets.
- 7) Knowingly and maliciously misrepresenting the Democratic Women's Club of Palm Bay or using your position for advance of personal gain or opinions.

ARTICLE VI

OFFICERS AND THEIR ELECTIONS

Section 1. Officers

The elected officers of this Club shall be: President, 1st Vice-President, 2nd Vice-President, Recording Secretary and Treasurer. Officers appointed by the President shall be: Corresponding Secretary, Parliamentarian, Chaplain, Sergeant at Arms and Region Representative. **Appointed officers shall be appointed for one year. The President may re-appoint or change any appointed officer after one year.**

Section 2: Officers Elections

Officers shall be elected by ballot every other year in odd number years. If there is but one nominee for any office, the vote shall be taken by voice. Officers shall assume their official duties following that meeting, being installed at the January anniversary meeting, and shall serve for a term of two years until the election and qualification of their successors. A person shall not be eligible to serve more than two consecutive terms in the same office.

Section 3. Nominating Committee:

The President shall appoint all members of the Nominating Committee by the August meeting. The Nominating Committee shall consist of the Immediate Past President, the Parliamentarian and two other Club members. The Nominating Committee shall bring a slate of officers to the October meeting. The Nominating Committee will conduct the election of new officers during the November meeting.

Section 4. Vacancies:

In the event that the office of President becomes vacant, the Vice-Presidents, in their order, shall fill the vacancy. All other vacancies shall be filled by the Board of Directors, by majority vote.

Section 5. Removal:

If it becomes necessary to remove the President – or any elected officer – from office, the Club membership shall vote, by a 2/3 vote (a quorum being present) at a Regular or Special called meeting, to remove the President/said officer and the appropriate Vice President shall immediately ascent to President. Other officer(s) removed from office shall be filled by the Board of Directors by majority vote.

Section 6. Consent

All nominees shall have given their consent to being nominated and shall have at least one of the following qualifications in the DWC: been an active member for at least two (2) years, served as an active member of the Board of Directors for at least one (1) year, or served as a committee chair on at least one committee. All nominees must have a basic understanding of spreadsheets, WORD documents, use of social media, and digital communications. All nominees must be members in good standing with full state dues paid by January 31st. The nominee's club must also have met this deadline.

Section 7. Exception

The qualifications for each elected officer may be waived by the majority vote of the Board of Directors.

ARTICLE VII

DUTIES OF OFFICERS

SECTION 1. President

The President shall preside at all meetings of the club and the Board of Directors. Officers appointed by the President shall be: Corresponding Secretary, Region IX Representative, Parliamentarian, Legislative Liaison, Chaplain, Sergeant at Arms, and Archivist. She/he shall appoint the chairs of all standing and special committee and make such other appointments as are necessary. All appointments shall be subject to the approval of the Board of Directors.

The President shall sign all checks and contracts of the club; shall report to the Regional Council Chair quarterly, completing the official form and shall perform such other duties as may be prescribed in these bylaws or assigned to her by the club or by the Board of Directors; and shall coordinate the work of the officers and committees of the club in order that the objectives may be promoted.

At the beginning of each year, prepare “Budget and Earning Statements.” The Treasurer and/or Fundraising Chair may assist.

The President must be an active member of the Club for at least two years and have served as an officer and/or committee chairperson for two years.

SECTION 2. First Vice President

The First Vice President shall act as an aide to the President and shall perform the duties of the President in the absence or disability of that officer to act. Should a vacancy occur in the office of President, the First Vice President shall fill the vacancy. The First Vice President shall be the Chair of the Program Committee. He/she shall arrange locations, speakers and/or programs for each general

meeting and oversee any publicity for the club. She/He shall perform any other duties assigned by the President, Board of Directors or general membership. She/He can sign all contracts of the Club with the President's approval.

SECTION 3. Second Vice President

The Second Vice President shall act as an aide to the President and shall perform the duties of the President in the absence or disability of that Officer to act and the absence or disability of the First Vice President to act. Should a vacancy occur in the office of the President and the First Vice President is unable to fill the vacancy, the Second Vice President shall fill the vacancy. The Second Vice President shall be Chair of the Membership Committee. She/He shall be responsible for the Annual Membership Drive. She/He shall perform any other duties assigned by the President, Board of Directors or general membership.

SECTION 4. Recording Secretary

The Recording Secretary shall record the minutes of all meetings of the club and the Board of Directors and send the President a copy within ten (10) day after all meetings. A tape recorder may be used by the Secretary, if desired. She/He shall keep records of all standing rules and amendments to the bylaws adopted by the club. She/He shall perform such other duties as may be delegated to her. The approved minutes of the meetings shall be archived.

SECTION 5. Corresponding Secretary

The Corresponding Secretary shall assist the President in all correspondence pertaining to the Club; and keep accurate files of all correspondence. In the absence of the Recording Secretary, the Corresponding Secretary shall assume the duties of the Recording Secretary. She/He shall perform any other duties assigned by the President, Board of Directors or general membership.

SECTION 6. Treasurer

The Treasurer shall have custody of all the funds of the club; she shall deposit all monies into a checking or savings account in the bank as the club may direct. The Treasurer shall be bonded in an amount sufficient to cover all funds of the DWC of Palm Bay. The Treasurer shall be the sole custodian of all funds and shall disburse them only by authorization of the Club or Board of Directors, with the exception of amounts up to one hundred dollars (\$100.00). The signature of the President and Treasurer shall be required on all checks and withdrawals. In the event of a return check, it is the responsibility of the Treasurer to notify the individual by mail. The President and Treasurer are Keepers of the Debit Card. The Treasurer shall keep an itemized account of all receipts and disbursements and report at each meeting of the club and Board of Directors; after which they shall be filed for audit. A copy of this report shall be given to the Recording Secretary for the minutes and to the President. The Treasurer shall keep a current list of all paid members and see that the State dues are paid by January 31st of each year. A current list of all paid members shall be given to the Recording Secretary for the records, the Membership Chair, and to the President. The Treasurer's account shall be examined annually by a Financial Review Committee of not less than three members, who are satisfied that the treasurer's annual report is correct and shall sign a statement of that fact at the end of the report. The Financial Review Committee shall be appointed by the Board of Directors at least two weeks before the annual meeting. A copy of the annual report shall be given to the Recording Secretary for filing and to the President. The Treasurer shall assist the President in preparing "Budget and Earnings Statements."

The President shall send five copies of the paid membership list to the DWCF, Inc. by January 31st of each year.

SECTION 7. Regional Council Representative

The Regional Council Representative shall attend all region meetings and make reports to the club.

SECTION 8. Legislative Liaison

The Legislative Liaison shall attend, participate in State legislative calls/meetings and make reports to the club.

SECTION 9. Parliamentarian

The Parliamentarian shall serve at the pleasure of the President on Parliamentary procedures. The Parliamentarian shall also give advice to other officers, committees, and members of the club upon request.

SECTION 10. Immediate Past President

The immediate Past President shall serve as an advisor to the President and to the Board of Directors. She/He shall serve as Chair of the Conciliation Committee.

SECTION 11. All officers shall:

Perform the duties prescribed in the parliamentary authority (Robert's Rules of Order) in addition to those outlined in these bylaws and the DWCF, Inc. bylaws and those assigned from time to time; and deliver to the successor all official material not later than ten (10) days following the election of their successor.

ARTICLE VIII

MEETINGS

Section 1: Regular meetings of the Club shall be on the 4th Saturday of each month unless otherwise decided by the Club members or by the Board of Directors. Ten day's (10) notice shall be given to the members if the date is changed.

Section 2: Special meetings may be called by the Board of Directors with five day's (5) notice.

Section 3: The annual meeting shall be in the month of January.

Section 4: Twenty percent (20%) of the members must be present to constitute a quorum.

ARTICLE IX
BOARD OF DIRECTORS

SECTION 1. Board of Directors

The Board of Directors shall consist of the elected and appointed officers, chairs of standing and special committees, and the immediate past president. The members of the Board of Directors shall serve until the election and qualification of the successors.

SECTION 2. The duties of the Board of Directors shall be:

- a) to transact necessary business in the intervals between club meeting and such other business as may be referred to it by the club;
- b) to approve the plans of work of the standing and special committees; and
- c) to appoint a Financial Review Committee at least two weeks before the annual meeting to audit the Treasurer's books;
- d) to prepare and submit to the club for approval a budget for the fiscal year;
- e) to approve routine bills within the limits of the budget;
- f) to authorize expenditures by the Board of Directors which shall not exceed one hundred dollars (\$100.00), any excess shall be voted on by the club;
- g) to present a report at the regular meeting of the club.
- h) Shall have the power to pass timely resolutions as deemed necessary.
- i) **The Board of Directors may, when necessary for the good of the club, transact business by mail, telephone, electronically, or virtually (via an internet-based video service, such as Zoom).**

SECTION 3. Regular meetings of the Board of Directors

Regular meetings of the Board of Directors shall be held monthly, at the call of the President, or by requests of any five (5) members of the Board. Special meetings of the Board of Directors may be called by the President or by a majority of the members of the Board.

SECTION 4. Quorum

A majority of the Board of Directors shall constitute a quorum to transact business of the Board.

ARTICLE X
STANDING AND SPECIAL COMMITTEES

SECTION 1. Committees

There shall be the following Standing Committees appointed by the President: Program; Finance; Membership; Legislative Liaison; Publicity; Hospitality; Telephone; and Ways and Means, and Awards. Special committees appointed by the President shall be Financial Review, Budget, Campaign and Yearbook, **Diversity, Equity, Inclusion & Accessibility**. Descriptions/responsibilities for these Standing and Special Committees can be found in the current DWCF Handbook.

SECTION 2. Conciliation Committee

The Conciliation Committee shall be composed of the three immediate past Presidents of the Club or their proxies. The last immediate past President shall serve as Chair. The course of action recommended by the committee shall be reported to the Board of Directors for disposal with a two-thirds (2/3) vote for approval. The decision of the Board shall be final.

SECTION 3.

The President shall appoint such other Special Committees as deemed necessary to carry out the work of the organization.

SECTION 4.

The Chair of each standing and special committee shall present a plan of work to the Board of Directors for approval.

SECTION 5.

The President shall be ex-officio member of all committees.

ARTICLE XI
AMENDMENTS

SECTION 1.

The Bylaws may be amended or revised by a two-thirds (2/3) vote of the members attending a meeting.

Incorporate any changes to the Bylaws made at the DWCF convention that affect the Clubs. Clubs must submit amendments and/or revisions to their Bylaws to the State Bylaws Chair for review by the **first state** meeting of the following year.

ARTICLE XII

POLICY ON FINANCING, OR REIMBURSING FOR ATTENDANCE AT STATE OR OTHER CLUB FUNCTIONS.

Section 1: The Club will pay the expenses for the President/Alternate and Region IX Representative and/or Alternate when representing the Club at State meetings, Region IX meetings and other Democratic Women Club functions.

Section 2: The Club will pay the registration fee of all delegates attending the Annual State Convention. The Club will pay, per approval of the Board of Directors, for the Saturday Night Banquet for all delegates attending the Annual State Convention.

Section 3. The Club will pay for the President's Registration fee, meal tickets, Hotel room costs and Saturday Night Banquet tickets at the Annual State Convention.

ARTICLE XIII

FISCAL YEAR

The fiscal year of the Club shall begin on "January 1st and end on "December 31st."

ARTICLE XIV

DISSOLUTION

Section 1: In the event the Club shall be dissolved for any reason, after all bills are paid, any remaining assets shall be given to the DEMOCRATIC WOMEN'S CLUB OF FLORIDA, INC. (DWCF, Inc.).

ARTICLE XV

AMENDMENTS

Section 1: These bylaws may be approved or amended at any regular meeting of the Club or by a (2/3) vote of the Board of Directors.

ARTICLE XVI

ORDER OF BUSINESS

Call to Order

Opening Ceremonies

Welcome & Introduction

Program

Minutes' approval

Treasurer's Report (filed for audit)

Correspondence

President's Report

Other Officers Report (if any)

Committee Reports

Unfinished Business

New Business

Announcements

Adjournment

REVISION PAGE

	DATE	COMMENTS
Original charter	May 5, 1990	
REVISED	February 1996	
REVISED	May 5, 1997	
REVISED	August 27, 1997	
REVISED	January 14, 2001	
REVISED	July 25, 2003	Reformat & State Dues
REVISED	February 28, 2009	
REVISED	August 27, 2011	Membership Credentialing
REVISED	July 12, 2013	To correct previous revision date on cover page (02/28/09)
REVISED	May 23, 2015	To correct previous revision and to be in compliance with DWCF guidelines.
REVISED	March 12, 2016	To add items initiated by the DWC of Palm Bay Board of Directors In Section 6. Treasurer
REVISED	May 27, 2017	To correct previous revisions and To be in compliance with DWCF Guidelines.
REVISED	May 26, 2018	To correct previous revisions and to be in compliance with DWCF Guidelines.
REVISED	May 25, 2019	Changes were made to be in compliance With the DWCF, Inc. guidelines. Also to include Revisions approved by the DWC of Palm Bay Board of Directors.
REVISED	July 25, 2020	July 25, 2020 Updated proposed changes to Bylaws in DWCF Convention September 2019. Added Article V Section 2. Unacceptable Conduct.
REVISED	October 28, 2021	Changes have been made to the Bylaws to Facilitate moving the DWCF annual convention From the Fall to the Spring. All changes were Made to comply with the changes of the DWCF Bylaws approved in the annual convention held September 2021.
REVISED	June 25, 2022	Updating Club Bylaws to reflect the DWCF s Changes that were adopted at the Annual State Convention April 28 – May 1, 2022.
REVISED	September 6, 2023	Updating Club Bylaws to reflect the DWCF's Changes adopted at the Annual State Convention April 28-May 2023.
REVISED	September 7, 2024	Bylaws amended/Revised to include the changes approved by the DWCF Board and Delegates on August 3, 2024.

Bylaws approved by:

(Name)

Kathryn Bull, President
DWC of Palm Bay

Date: September 7, 2024

(Name)

Jean Snodgrass-Neal, Secretary
DWC of Palm Bay

Date: September 7, 2024

(Name)

Margaret Suttles, Bylaws Committee Chair
DWC of Palm Bay

Date: September 7, 2024

Approved By:

Vivian Lyte-Johnson,
DWCF Bylaws Committee Chair

Date _____

DWC of Palm Bay Bylaws
Revised/Amended September 2024