

Bylaws
Houston Area Stonewall Democrats
December 8, 2007

Article I. Name

The name of the organization shall be Houston Area Stonewall Democrats (HASD).

Article II. Purpose

Section 1: To elect Democratic candidates to public office by maximizing the Democratic turnout of the Gay, Lesbian, Bisexual, and Transgender (GLBT) community. In elections of a non-partisan nature, to endorse and help elect candidates who support the goals of HASD.

Section 2: To encourage and facilitate GLBT participation in the campaigns of Democratic candidates. In elections of a non-partisan nature, to support HASD endorsed candidates.

Section 3: To achieve the political needs of the GLBT community including but not limited to promoting equal rights for all through anti-discrimination policies and legislation.

Section 4: To encourage and facilitate GLBT participation and leadership at all levels of the Democratic Party, especially as delegates at party conventions and members of various committees.

Article III. Members

Section 1: Anyone may make application for membership in HASD provided the person: (a) supports the Democratic Party as expressed by a voting history in Democratic Primary elections and/or signed affirmation of allegiance to the purposes of HASD; (b) pays annual membership dues as set by the Executive Board; and (c) is certified by the Chair of the Membership Committee.

Section 2: Members shall have the right to vote on HASD endorsements, the election of officers of the organization, and amendments to the bylaws.

Section 3: The Executive Board shall set annual membership dues. The Treasurer shall notify members when their dues are payable on the anniversary of their joining HASD. Members whose dues are not paid within two months of their anniversary shall be automatically dropped from membership in HASD. To vote in any HASD election, membership dues must be current on the date of the election.

Section 4: Membership lists will be kept confidential and may not be rented, traded, sold, or provided to any person, candidate, or organization.

Article IV. Officer Election and Removal

Section 1: Officers of HASD will consist of a President, a Vice-President, a Secretary, a Treasurer, and a Membership Chair. Duties will be carried out as prescribed in the Bylaws and Roberts' Rules of Order.

Section 2: Officers will serve a term of one year, January to January the following year.

Section 3: To be eligible for election, a candidate for office must be a current member of the HASD. Candidates must self nominate, and be seconded by a HASD member in good standing. All candidates must have demonstrated their allegiance to the Democratic Party and mission of HASD by voting in Democratic Primary elections.

Section 4: Officers will be elected at the first regularly scheduled meeting in January. Voting will be done by paper ballot, and proxy voting is not allowed. The candidate receiving the majority of votes is elected. If a candidate does not receive a majority of votes, a run-off election will immediately be held between the two candidates receiving the most votes. A temporary Nominations Committee will conduct the election of officers. No member of the Nominations Committee shall be a candidate in the HASD officers' election. The officers shall be elected to serve for one year or until their successors are elected, and their term of office shall begin at the close of the meeting at which they are elected.

Section 5: An officer will be removed from office upon recommendation of a two-thirds (2/3) majority of the Executive Board on a roll call vote or upon submission of a petition signed by at least twenty-five percent (25%) of HASD members. Such recommendation or petition will require a two-thirds (2/3) majority of members present and voting to remove an officer.

Section 6: Any vacancy occurring on the Executive Board shall be filled by a nominee of the President and appointed by a vote of the Executive Board. If more than four months remain in the unexpired term, a special election shall be called at the next general meeting. A special committee of Nominations shall conduct the election. Candidates must self nominate and receive a second from a member in good standing. At the same general meeting, a vote shall be conducted by secret ballot. The candidate receiving the majority of votes is elected to serve the remainder of the term. If a run-off election is required, it shall be held at the same general meeting.

Article V. Officer Duties

Section 1: The President shall set the agenda for and preside over all meetings of the Executive Board and of the membership; appoint the chair of the standing committees with the confirmation of the Executive Board; serve as an ex-officio member of all committees; appoint such other committees or persons as may be deemed necessary with the confirmation of the Executive Board; serve as the official representative of the Club; make decisions for the Club on policy when specifically empowered to do so by the Executive Board; advise the membership of pertinent matters affecting the welfare of the Democratic Party and the Club; disburse funds of the Club within limits set by the Executive

Board; and act as Treasurer in the absence or inability of the Treasurer. The President may appoint the Vice President to act in the above capacities. If the Vice President is unavailable, the President may appoint another member of the Executive Board to act in the above capacities.

Section 2: The Vice-President shall serve and perform presidential duties in the absence of the President; serve as coordinator of all Standing committees; and perform other duties as set and agreed upon by the Executive Board.

Section 3: The Secretary shall keep the Minutes of general meetings and special meetings in the official HASD binder; shall be prepared to read the Minutes of prior meetings of the HASD and the Executive Board; shall email copies of the Minutes of each general meeting to the Executive Board for review within two weeks of the meeting; shall maintain in the official HASD binder a record in the bylaws, standing rules, resolutions and policies adopted by the Executive Board or the membership; shall handle all HASD official correspondence and keep a record thereof; and shall perform other duties as set and agreed upon by the Executive Board.

Section 4: The Treasurer shall collect and disburse all funds of HASD. All funds shall be kept in a financial institution(s) approved by the Executive Board and protected by the FDIC. The Treasurer shall keep the books of account in which there shall be recorded all receipts and disbursements of the HASD. A computer program may be used but the Treasurer must ensure the President signs receipts, invoices and orders to pay. The Treasurer shall have the authority to disburse funds as directed by the Executive Board. All checks shall require two signatures, those of the President and the Treasurer. The Treasurer shall provide a financial report, printed general accounting of the receipts and disbursements, at each meeting. Once a year, the Treasurer shall submit a more complete annual report with details of these receipts and disbursements. The annual report shall be audited once a year by a Certified Public Accountant. The Treasurer shall provide any other duties set and agreed upon by the Executive Board.

Section 5: The immediate-past President shall serve in an advisory capacity to the President; chair the nominating committee; be an ex-officio member of the Executive Board; and perform all other duties as assigned by the Executive Board.

Article VI. Executive Board

Section 1: The HASD Executive Board will consist of the President, Vice-President, Secretary, Treasurer, and Membership Chair.

Section 2: The Executive Board will meet at least two weeks prior to the general meeting to set Agenda items and receive Executive Reports. The Executive Board shall provide Agenda items for Executive meetings at least three days before the scheduled Executive Board meeting.

Section 3: Members of the Executive Board shall have general supervision of the affairs of HASD between its business meetings; shall fix the hour, place and time of meetings; shall make recommendations to the Organization; and shall perform such other duties as

are specified in these bylaws. The Board shall be subject to the orders of HASD, and none of its acts shall conflict with action taken HASD or its purpose.

Section 4: The quorum for Executive Board meetings shall be no less than fifty (50%) of its members. There shall be no quorum for general meetings other than the fifty (50%) of the Executive Board.

Section 5: The Executive Board shall meet at the discretion of the President and of a simple majority of the Board. Notice of meetings shall be given by email or phone at least five (5) days prior to the meeting date unless a meeting with less than five (5) days notice is agreed upon by all members of the Executive Board.

Section 6: Each member of the Executive Board shall be entitled to one vote on each matter submitted to a vote. A member must be present to vote. No proxy voting is permitted.

Section 7: The Executive Board will establish Standing and Special Committees. The Standing Committees shall include, be not be limited to: Membership, Special Events, Communications, Fundraising, Political, and Legislative. The Special Committees may include, but not be limited to: Endorsement and Nominations. Committee chairs are appointed by the President and confirmed by a majority vote of the Executive Board.

Article VII. General Meetings

Section 1: The regular meetings of HASD shall be held monthly with the Executive Board designating the time and place for the meeting. General meetings will be held at the same time and location each month unless changed by the Executive Board. The Executive Board must notify Membership of any change of venue, date, or time of a general meeting two weeks in advance, or as quickly as possible in cases of emergency.

Section 2: Each general meeting will consist of HASD business and reports by each officer including, but not limited to, Minutes and a Treasurer's Report.

Section 3: Special meetings may be called by the President or by a majority vote of the Executive Board, or by a request of at least forty percent (40%) of membership. Requests must be provided in writing to the President with the purpose and the names of the members requesting a special meeting.

Article VIII. Endorsements

Section 1: HASD may endorse a candidate or issue in any election submitted to the voters of the Democratic Party or general electorate in the following counties: Brazoria, Fort Bend, Harris, Liberty, Montgomery, and Waller.

Section 2: Only Democratic candidates in partisan or non-partisan elections are eligible for candidate endorsements by HASD.

Section 3: The Executive Board shall adopt procedures for the endorsement process prior to the Endorsement Meeting.

Section 4: The members of HASD at a properly called meeting shall make endorsements for a Democratic Primary or General Election consistent with the rules of procedure. Candidate(s) or issue(s) for endorsement consideration must receive a majority vote of the members present to receive an endorsement from the HASD. In the event no candidate or issue receives more than sixty percent (60%) of the vote, a runoff election must occur. It is possible for HASD to not endorse in a particular race or for a particular issue.

Section 5: Members shall have the right to question any candidate or candidate's representative seeking endorsement during an endorsement meeting. Members shall further have the right to disseminate information in favor of or against any particular candidate(s) or ballot issue(s) whether produced by the candidate or the member to the members present at the endorsement meeting. No member shall be restricted in communicating his or her opinion or views either verbally or in writing at any meeting of the HASD. No member, including members of the Executive Board, shall be barred from endorsing candidates prior to the HASD endorsement meeting provided that the member so doing does not use the name of HASD in that endorsement in any way.

Article IX. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern HASD in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order HASD may adopt.

Article X. Amendment of Bylaws

Amendments to these bylaws may be made at any regular meeting of HASD provided that all such amendments shall have been submitted to the membership in writing at least thirty (30) days prior to the meeting at which said amendments are to be voted. A two-thirds (2/3) vote of the members present and voting at a properly called meeting of the membership shall be required for adoption of any amendments to these Bylaws.

Article XI. Anti-Discrimination Provisions

HASD shall not discriminate on the basis of race color, religion, sex, ethnic or national origin, age, disability, veteran status, social or economic status, marital status, sexual orientation, gender identity, or any other factor unrelated to membership qualifications stated above or in the mission statement of the HASD.