

Bylaws of the Maine Democratic State Committee

As Ratified by the Maine Democratic Convention May 21, 2010

And Most Recently Amended by the State Committee on March 20, 2016

The Maine Democratic State Committee (DSC), the supreme governing body of the Maine Democratic Party when the State Convention is not in session, hereby adopts these Bylaws in accordance with Section 870 of the Rules of the Maine Democratic Party, effective immediately upon adoption.

Article 1. Precedence of Party Rules and Applicable Law

Nothing in these Bylaws may alter or supersede any requirement of applicable law or the Rules of the Maine Democratic Party.

Article 2. Membership

1. *Composition.* The membership of the DSC, as provided by the Rules of the Maine Democratic Party, consists of elected representatives and alternates from each county and *ex officio* members. The membership list maintained by the Secretary shall be the official membership list, subject to correction by majority vote of the DSC.
2. *Attendance.* Members are expected to attend meetings regularly. Any Elected Member, as defined in Maine Democratic Party Rule 810(2), who has missed any three consecutive DSC meetings is automatically removed, effective immediately upon adjournment of the third meeting. Any person so removed may be a candidate in the election to fill the vacancy.
3. *Contact Information.* Contact information for all DSC members shall be posted on the Maine Democratic Party website.
 - A. There shall be a procedure for members with privacy concerns to withhold posting of nonpublic contact information, such as unlisted phone numbers and private e-mail addresses. However, each member must, at a minimum, have either a mailing address or an e-mail address that is publicly accessible. A Maine Democratic Party e-mail address shall be made available for each DSC member who needs to withhold his or her regular e-mail address from public disclosure.
 - B. Anyone obtaining a mailing list from the DSC has the obligation to use it only for legitimate Democratic Party business.
 - C. Reasonable measures may be taken to protect address lists in electronic form against harvesting of e-mail addresses. However, any DSC member or Executive Committee member who wishes to e-mail the membership on DSC business must be given access to either an address list in a format that can be copied in a usable manner, or a mechanism to send a message that will be forwarded promptly to all members.

4. *Organization and Orientation.* The first DSC meeting after the State Convention shall be an organizational meeting, which may include an orientation program. In advance of this meeting, all DSC members shall be provided with copies of the Rules of the Maine Democratic Party, these Bylaws, the DSC standing rules of procedure, the Party Platform, a membership list, and such other documents and informational materials as the Officers find appropriate. All members elected midterm to fill a vacancy or to an *ex officio* position shall be provided with these materials promptly after Maine Democratic Headquarters receives notice of their election.

Article 3. Officers

1. *Precedence of Officers.* The order of precedence of Maine Democratic Party officers shall be the Chair, then the Vice-Chair, then the Secretary, then the Treasurer, and then the Assistant Treasurer.
2. *Duties of Officers.* The officers shall have the following duties, and shall remain responsible for their faithful performance when these duties are delegated:

A. Duties of the Chair:

- (1) As provided in Maine Democratic Party Rule 850(3)(A):
 - (a) The Chair shall be the Chief Executive Officer of the Maine Democratic Party, and shall comply with all legal requirements relating to that office. The Chair shall act on behalf of the Maine Democratic Party as specified by the DSC, consulting with the DSC and Executive Committee as necessary and appropriate.
 - (b) The Chair shall represent the State of Maine on the Democratic National Committee, unless otherwise provided by DNC rules.
 - (c) The Chair shall see that the municipal caucuses and State Convention are held in accordance with State Law.
 - (d) The Chair, after consultation with the Executive Committee, shall present a proposed annual budget to the DSC at the DSC September meeting prior to the start of the fiscal year.
- (2) The Chair shall be, unless otherwise specified, a non-voting *ex officio* member of every committee created under the Maine Democratic Party Rules, as provided in Maine Democratic Party Rule 850(3)(A)(5), and also of every subcommittee created under these Bylaws.
- (3) The Chair shall serve as the chair of the Coordinated Campaign Steering Committee, as provided in Maine Democratic Party Rule 1120, or shall designate a chair, subject to the advice and approval of the DSC.
- (4) The Chair shall be the presiding officer of the DSC.
- (5) The Chair shall report regularly to the DSC.

- (6) The Chair shall appoint a Parliamentarian.
- (7) The Chair shall perform any other duties the DSC may assign.

B. Duties of the Vice-Chair:

- (1) As provided in Maine Democratic Party Rule 850(3)(B):
 - (a) The Vice-Chair shall be vested with all the powers and shall perform all the duties of the Chair in his or her absence.
 - (b) The Vice-Chair shall represent the State of Maine on the Democratic National Committee, unless otherwise provided by DNC rules.
- (2) The Vice-Chair shall be, unless otherwise specified, a non-voting *ex officio* member of every committee created under the Maine Democratic Party Rules, as provided in Maine Democratic Party Rule 850(3)(B)(2), and also of every subcommittee created under these Bylaws.
- (3) The Vice-Chair shall report regularly to the DSC.
- (4) The Vice-Chair shall perform any other duties the DSC may assign.

C. Duties of the Secretary:

- (1) As provided in Maine Democratic Party Rule 850(3)(C)(1), the Secretary shall keep a full and accurate record of all DSC meetings and shall file a duplicate copy with the Chair. The minutes shall include a record of the presence or absence of each member, and the number of consecutive absences for each absent member.
- (2) The Secretary shall report regularly to the DSC.
- (3) The Secretary shall be responsible for maintaining, and for making available on request consistent with Article 2, Section 3:
 - (a) an accurate membership list and contact information for the DSC;
 - (b) accurate membership lists of all subcommittees of the DSC and all committees established pursuant to the Maine Democratic Party Rules; and
 - (c) all standing rules and continuing resolutions of the DSC that are currently in force.
- (4) The Secretary shall be responsible for the timely delivery of all meeting notices and all draft DSC minutes to each DSC member.

- (5) The Secretary shall be responsible for verifying eligibility to vote, using voting cards or some other reasonable procedure for ensuring that only members in good standing and eligible alternates vote.
- (6) The Secretary shall be responsible for notifying every Elected Member who has missed two consecutive meetings, and that member's county chair. However, failure to provide this notice does not excuse the member from removal if he or she fails to attend the next DSC meeting.
- (7) The Secretary shall perform any other duties the DSC may assign.

D. Duties of the Treasurer:

- (1) As provided in Maine Democratic Party Rule 850(3)(D):
 - (a) The Treasurer shall keep full and accurate accounts and records of all receipts and of all disbursements and shall deposit all monies in the name of the "Democratic State Committee" in an authorized depository institution.
 - (b) The Treasurer shall disburse the funds of the DSC as provided by the Maine Democratic Party Rules, but only in accordance with the budget that has been adopted by the DSC.
 - (c) The Treasurer shall make available to the DSC a record of all transactions, and shall report to each DSC meeting on the financial condition of the Maine Democratic Party.
 - (d) The Treasurer of the DSC shall make available a monthly statement of income and expenses to all DSC members.
 - (e) The Treasurer and/or the designee of the DSC shall sign all checks, drafts, and orders for the payment of money.
 - (f) The Treasurer shall file with the Secretary a corporate bond, issued by a surety company licensed in the State of Maine, in such amount as the DSC shall determine.
 - (g) The Treasurer shall promptly make all reports required by State and Federal Law.
- (2) The Treasurer shall serve as a nonvoting *ex officio* member of the Finance Subcommittee as provided in Article 7, Subsection 2(E) of these Bylaws.
- (3) The Treasurer shall perform any other duties the DSC may assign.

E. Duties of the Assistant Treasurer:

- (1) As provided in Maine Democratic Party Rule 850(3)(E), the Assistant Treasurer shall be vested with all the powers and shall perform all the

duties of the Treasurer in the Treasurer's absence, including the power to sign checks, drafts, and orders for the payment of money.

- (2) The Assistant Treasurer shall serve as a nonvoting *ex officio* member of the Finance Subcommittee as provided in Article 7, Subsection 2(E) of these Bylaws.
- (3) The Assistant Treasurer shall perform any other duties the DSC may assign.

Article 4. Meetings

1. *Bimonthly Meetings Required.* Regular meetings of the DSC shall be held at least every other month. The DSC may waive this requirement by an affirmative vote before a meeting schedule is finalized, but meetings may not be scheduled less frequently than every third calendar month.
2. *Notice to Members.* Written notice of all meetings shall be sent to all DSC members at least seven days before the date of the meeting, and at least fourteen days for all elections of officers and all special meetings. Notice shall state the time, place, and agenda of the meeting. Notice may be provided by electronic mail or other communication technology provided that there are effective procedures by which addresses are periodically verified and members have the ability to choose paper notice instead.
3. *Notice to Public.* Meeting schedules and agendas for the DSC, Executive Committee, Party committees, and DSC Subcommittees, and other Party activities of significant public interest, shall be posted in a timely manner on the Maine Democratic Party website, except for discussions of campaign strategy, pending negotiations, and any other information determined to be extraordinarily sensitive.
4. *Quorum.* Thirty voting members, including those alternates who are eligible to vote, shall be the minimum necessary to constitute a quorum of the DSC, except for specific DSC actions for which the Maine Democratic Party Rules or these Bylaws establish a higher requirement.
5. *Right to Speak.* After a vote to close debate, all members who have previously indicated their intention to speak shall be permitted to speak.
6. *Fair and Civil Discussion.* Members shall conduct themselves with civility and decorum. When a contested motion is being debated, the Chair shall ensure that to the extent possible, speakers shall alternate between supporters and opponents. Motions to close debate shall not be abused to prevent members from having a meaningful opportunity to introduce significant new information or argument that members have not been able to consider.

Article 5. Elections

1. *Majority Vote.* In any election to fill a single position, a majority vote is required. If no candidate receives a first ballot majority, there shall be a runoff between the two

candidates receiving the highest number of votes, unless the DSC by majority vote adopts a multiple runoff procedure or instant runoff procedure before the election. In any election to fill multiple positions, unless the DSC by majority vote adopts a different procedure before the election, each member may vote for any number of candidates that does not exceed the number of positions to be filled, and the winners shall be the candidates receiving the highest number of votes, subject to any applicable gender balance requirements.

2. *Filling Vacancies.* If a vacancy exists or if a notice of resignation with delayed effect has been submitted and accepted, an election to fill the vacancy shall be called promptly, either by calling a special meeting or by including the election in the next regular meeting agenda for which adequate notice may be given. If a position might be created or become vacant as a result of a vote to be taken at a meeting, an election to fill that position may be called on a contingent basis for the same meeting, if the meeting notice clearly explains the circumstances that would result in the election being held.
3. *Elected Officers and Executive Committee Members.* Elections for DSC Elected Offices and at-large Executive Committee membership shall be by pre-printed written ballot, with a write-in line to accommodate nominations from the floor. In order to appear on the ballot, candidates must give written notice of candidacy to State Party Headquarters, received no later than one week before the election. The Executive Director shall post names of all candidates on the Maine Democratic Party website the same day notice is received. Each declared candidate shall have the right to prepare one e-mail message in support of his or her candidacy, for timely distribution by the DSC to all members. If elections for Chair and Vice-Chair are scheduled for the same meeting, separate ballots shall be prepared for male and female candidates for Vice-Chair.
4. *Gender Balance.* The only time the Vice-Chair may be of the same gender as the Chair is when an election is held to fill a vacancy for Chair while an incumbent Vice-Chair continues to serve.
5. *Ballots.* Contested elections shall be conducted by secret ballot, except for positions for which the National Democratic Party requires a signed ballot. Each candidate shall have the right to have a representative present when ballots are counted. Ballots shall be destroyed as soon as the election is no longer subject to challenge and any required period in which ballots must be made available for inspection has expired.

Article 6. Executive Committee

The Executive Committee shall have general supervision of the affairs of the DSC between meetings of the DSC; shall fix the date, time, and place of its regular meetings, subject to the advice and consent of the DSC; shall oversee the Executive Director's management of the personnel and operations of the Maine Democratic Party; shall make recommendations to the DSC; and shall perform such other duties as specified in these Bylaws and in the Maine Democratic Party Rules. The Executive Committee shall be subject to the orders of the DSC, and none of its acts shall conflict with actions taken by the DSC.

1. *Voting Membership:* The voting members of the Executive Committee shall be:

- A. Five members elected by the DSC at the same meeting at which the biennial election of officers is held, or the next regular meeting thereafter, and serving at the pleasure of the DSC;
- B. One member chosen by, and serving at the pleasure of, each of the following:
 - (1) The Governor of the State of Maine, if a Democrat;
 - (2) Jointly by the Democratic Constitutional Officers of the State of Maine;
 - (3) Each Democratic member of Congress;
 - (4) The leader of the Democratic Caucus of the State Senate;
 - (5) The leader of the Democratic Caucus of the State House of Representatives;
 - (6) Jointly by the Chairs of the County Committees; and
 - (7) The Maine College Democrats, if represented on the DSC; and
 - (8) The Maine Young Democrats, if represented on the DSC.
- C. Each Elected Officer of the DSC;
- D. The Maine representatives on the National Committee;
- E. The Chair of the Committee on Rules; and
- F. The Chair of the Finance Subcommittee of the DSC.

2. *Officers.* The Chair of the DSC shall act as the Chair of the Executive Committee. The Chair shall appoint a secretary, or if there has been no appointment, the Secretary of the DSC shall serve as secretary of the Executive Committee.

3. *Nonvoting members:* The Executive Director, General Counsel, and Parliamentarian of the DSC shall be nonvoting members of the Executive Committee.

4. *Meetings.* At least one Regular Meeting shall be held before each DSC meeting, at a time and place to be determined by the Chair, sufficiently in advance of the DSC meeting that the DSC can receive adequate notice of all decisions regarding the agenda or otherwise affecting the business of the meeting. Special Meetings of the Executive Committee shall be called by the Chair upon the written petition of at least three voting members of the Executive Committee.

5. *Reporting to DSC.* The Executive Committee shall report to each regular meeting of the DSC. Draft minutes shall be distributed to all Executive Committee members and DSC members in a timely manner after each Executive Committee meeting, and shall include a record of the presence or absence of all members, listed by position.

6. *Action between meetings.* When the Chair determines that it is necessary for the Executive Committee to take urgent action before its next meeting, the Chair may request that the Executive Committee discuss and vote on a matter by conference call or e-mail. Any vote taken under this Section requires reasonable advance notice to all Executive Committee members and to the DSC, and reasonable time for discussion, and action may only be taken if the affirmative votes constitute both two-thirds of all members voting and a majority of the membership.

Article 7. Subcommittees

The DSC shall have a standing subcommittee on Finance. The Chair shall present a proposed list of additional subcommittees for review and comment to the first regular meeting of the Executive Committee after the Chair's election. The Chair shall then provide a list of subcommittees to the next regular meeting of the DSC. In addition, the DSC or the Chair may at any time establish such additional standing or *ad hoc* subcommittees as considered necessary and appropriate.

1. General Provisions

- A. With the exception of the Finance Subcommittee, the DSC shall elect the chair of each subcommittee, who shall serve at the pleasure of the DSC. The Party Chair shall have the right to submit the first nomination for each position.
- B. The DSC Chair and Vice-Chair shall be nonvoting *ex officio* members of each subcommittee. Except as otherwise expressly provided, the remaining members of each subcommittee shall be appointed by the Party Chair and shall serve at the pleasure of the DSC. The DSC shall adopt procedures to ensure that all interested Maine Democrats have a reasonable opportunity to be considered for membership.
- C. Each subcommittee chair shall report on the subcommittee's activities to each regular meeting of the DSC.
- D. Members shall attend subcommittee meetings regularly, and assume their fair share of the subcommittee's responsibilities.
- E. Each subcommittee shall meet as frequently as necessary to conduct its business effectively. The chair of each subcommittee, with the exception of the Finance Subcommittee, shall call an organizational meeting within a reasonable time after the subcommittee is established.

2. Finance Subcommittee.

- A. The Finance Subcommittee shall have five voting members, elected by the DSC, and shall elect its chair from among its membership. The DSC Chair shall call the organizational meeting of the Finance Subcommittee, to be held within one month after its election.

- B. The Finance Subcommittee shall establish rules and procedures to govern all expenditures of Democratic Party funds.
- C. The Finance Subcommittee shall be responsible for recommending to the DSC ways in which funds may be obtained for the operation of the Democratic Party.
- D. The Finance Subcommittee shall have oversight of the financial records of all organizations created under the Maine Democratic Party Rules, or subsidiary bodies created by such organizations, and may arrange for the records to be audited or reviewed as it deems appropriate.
- E. The Treasurer and Assistant Treasurer of the DSC shall be nonvoting *ex officio* members of the Finance Subcommittee.

Article 8. Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall control, except to the extent that they may be inconsistent with the Rules of the Maine Democratic Party, these Bylaws, and any special rules of order the DSC may adopt on either a standing or *ad hoc* basis.

Article 9. Amendments

1. *Amendments by the DSC.* These Bylaws may be amended by two-thirds vote of the DSC. Any amendments must be consistent with the Maine Democratic Party Rules. The DSC may not adopt an amendment unless members have been given at least seven days' advance notice, including the exact language to be voted on. This does not prohibit dividing a proposal into multiple questions and voting on them separately, or submitting multiple competing proposals for consideration, as long as the language of each alternative has been circulated at least seven days in advance.
2. *Amendments by the State Convention.* These Bylaws may be amended by the State Convention if so provided by the Maine Democratic Party Rules, in the manner specified therein.