

# **BYLAWS East Harlem Committee for Good Government Democratic Club**

## **ARTICLE I - NAME**

The name of this organization shall be the EHCFGG, hereafter referred to as the East Harlem Committee for Good Government Democratic Club

## **ARTICLE II - PURPOSE**

The purposes of EHCFGG shall be

To provide an independent, vigorous, alternative grassroots political organization in Harlem.

To maintain a multiracial, multicultural vehicle for participation in political affairs.

To promote measures to advance affordable housing (NYCHA, Rentals, Co-op and Condos, Till Programs), family daycare, workers' rights, peace and justice issues, quality education, sustainable economic development, and other human services designed to serve everyone equally.

To mobilize community residents to participate in civic affairs.

To seek and support candidates for public office, including party officers of ability and integrity who are dedicated to empowering the diverse people of our community and the goals of EHCFGG.

## **ARTICLE III - MEMBERSHIP**

**Qualifications** – Any person who subscribes to and desires to further the purposes of EHCFGG as set forth in Article II hereof shall be eligible for membership

### **Membership**

Any qualifying person shall become a member upon payment of annual dues. Any person who has paid annual dues within the calendar year shall be a member in good standing.

EHCFGG reserves the right to deny membership to, or rescind the membership of individuals upon evidence that their primary purpose in joining EHCFGG is to advance a particular narrow agenda or to orchestrate a political endorsement of a candidate or

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position on an issue by stacking the membership of EHCFGG with adherents of that particular agenda. In such cases, membership in EHCFGG may be denied or rescinded upon majority vote of the Executive Committee.

**Dues** – Members' dues shall be \$20 annually and subject to reasonable increases by vote of the Executive Committee. However, anyone unable to pay the full membership dues shall pay no less than \$1 annually. Dues shall be payable on the first day of each calendar year, except a member shall be allowed thirty days for such payment when the member remains in good standing. An individual who was a member in good standing in the previous calendar year can be reinstated immediately and granted all voting rights upon payment of the current year's dues.

#### **ARTICLE IV - OFFICERS**

**Officers** –EHCFGG shall have the following officers: (A) President, (B) Vice President, (C) Treasurer, (D) Recording Secretary, (E) Corresponding Secretary, (F) Disability and Senior Rights

**Duties** – The duties of each of the officers shall be as follows:

A. **President** – The President shall act as the central contact person for EHCFGG and in consultation with the Executive Committee, shall prepare the agenda for Executive Committee and General Membership meetings subject to approval by the committee or the membership. The President will chair Executive and General Membership meetings or designate another member to do so.

B. **Vice President** – The Vice President shall assist the President in the duties outlined above, serve in the President's absence and oversee and monitor all committees, collect committee reports, and obtain progress reports on commitments made at meetings.

C. **Treasurer** – The Treasurer will receive money and issue payments, maintain the bank accounts, keep records of receipts and expenditures, maintain the membership list, make financial reports to the Executive Committee and the General Membership, and attend such committee meetings as the Executive Committee deems appropriate.

D. **Recording Secretary** – The Recording Secretary shall take attendance and minutes of the Executive Committee and General Membership meetings and attend such committee meetings as the Executive Committee deems appropriate.

E. Corresponding Secretary – The Corresponding Secretary shall be responsible for meeting notices sent, overseeing the records of correspondence, and attending such committee meetings as the Executive Committee deems appropriate.

F. Disability and Senior Rights Officer - The Disability and Senior Rights Officer shall ensure that meetings, events, and other relevant engagements are accessible to EHCFGG members with disabilities and our seniors. The Disability and Senior Rights Officer may also fill one of the other spots on the Executive Board.

Standing Positions – Each year, by recommendation of the Executive Committee and vote of the General Membership, standing positions may be established to fulfill ongoing responsibilities of EHCFGG. These positions may vary as required by the organization from time to time. Still, they may include positions such as Community Board Liaison, Membership Coordinator, Community Education Council Liaison, Communications Coordinator, Parliamentarian, Disability Coordinator, and Fundraising Coordinator.

Election – Each officer and holder of a standing position shall be elected by the General Membership

#### Qualifications

- A. Except for those elected in the first election under these bylaws, all officers and holders of standing positions must have been members in good standing for at least six months prior to their election. No person shall be eligible to serve as an officer or holder of a standing position of EHCFGG who is an elected public official or employed by an elected official.
- B. In order to avoid foreseeable and unforeseeable conflicts of interest—including, but not limited to, those involving the duty of loyalty—no EHCFGG officer or Executive Committee member may simultaneously serve as an officer or Executive Committee member of another New York City political club or equivalent organization.
- C. If such a dual role occurs, the individual shall immediately resign from one of the two positions—either EHCFGG or the other political club/equivalent organization. Failure to resign from either post will result in referral of the matter to the EHCFGG Executive Committee, which shall act to remove the individual from their EHCFGG office.
- D. For clarity, membership in another political club or equivalent organization does **not** constitute a violation of this provision.

- E. Additionally, no **elected official**, whether paid or unpaid, shall be eligible to serve as an officer of EHCFGG or hold voting rights on the Executive Committee.

**Term of Office** – The regular term of each office and standing position shall be one year commencing with the Annual Meeting.

**Vacancy** – If the office of President shall become vacant during the regular term, the Vice President shall assume that office until the next Annual Meeting. If the office of Vice President is vacant at the time of a vacancy in the office of President, the vacancy in the office of President shall be filled by a majority vote of the General Membership at an interim election scheduled by the Executive Committee. Any elective office or standing position, which becomes vacant may be filled by a majority vote of the Executive Committee until an interim election by the General Membership is held to fill the vacancy. Such officer shall serve until the next Annual Meeting.

**Re-election** – All Officers or Holders of Standing Positions may be re-elected without limitation as to the number of terms.

## **ARTICLE V - OFFICERS**

**Powers** – There shall be an Executive Committee which shall serve as the administrative body of the organization. Any action of the Executive Committee may be rescinded by majority vote of the General Membership and any power of the Executive Committee may be exercised by the General Membership.

**Membership** – The Executive Committee shall consist of all the officers and holders of standing positions and chairs of committees. Any person elected District Leader in the 68th Assembly District, Part D, with the active support of EHCFGG shall be an ex-officio member of the Executive Committee. Any other person elected to government office with the active support of EHCFGG may become an ex-officio member of the Executive Committee if so elected at an Annual Meeting of the General Membership. Ex-officio members must be and remain a members in good standing during their service.

**Qualifications** – Any member of the Executive Committee who is not an officer or holder of a standing position must have been a member in good standing for at least three months.

4. Political Action Questions – The Executive Committee shall study and recommend political action. Such matters shall include but not be limited to endorsements of candidates, nominees, propositions, referendums, and legislation, and the EHCFGG position on controversial public questions. For each election cycle, the Executive Committee will make all diligent efforts to appoint a research committee for the purpose of providing the membership with an analysis of each candidate’s background, community involvement, and positions on the issues. However, when in the opinion of the Executive Committee it becomes necessary to take immediate political action and it is not feasible to await a General Membership meeting before taking such action, the Executive Committee shall have the power to take such action. But in no instance shall the Executive Committee delegate to another group or to any person the power to take such action. Endorsement of candidates can never be deemed an emergency, but the General Membership can delegate this authority to the Executive Committee.

5. Refraining from Individual Endorsements – No member of the Executive Committee, except ex-officio members including District Leaders and other elected officials, shall publicly endorse any candidate for elected office until EHCFGG has officially voted to endorse said candidate or has voted no endorsement. Elected officials who are EHCFGG members, including District Leaders, will make diligent efforts to give EHCFGG reasonable notice of any prospective endorsement and allow EHCFGG sufficient time to call for an endorsement vote before their endorsement decisions.

6. Expenditures – No expenditure over \$200 shall be made without the prior approval of the Executive Committee. The Treasurer shall render periodic financial reports to the membership. The membership at its Annual Meeting shall receive a financial report for the past year.

#### **Article VI - Committees**

1. Committees - Committees, proposed by either members or the Executive Committee, shall be established by the Executive Committee subject to approval by a vote of the General Membership. The Executive Committee may recommend dissolution of a committee subject to approval of a vote by the General Membership.

2. Committee Chairpersons – A chairperson shall be elected by the members of each committee. Chairpersons will convene and chair meetings and oversee the taking of minutes of all meetings of their committee.

#### **Article VII Meetings**

General Membership

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Annual Meeting – There shall be an Annual Meeting of the membership held each year within the first ninety days of the calendar year.

Meetings – Meetings of the General Membership may be called at any time by the Executive Committee or upon written request of fifteen members in good standing. There shall be at least six meetings of the General Membership in each calendar year

Meetings Held in hybrid in-person or virtual. Except as otherwise provided in these bylaws, general membership meetings and meetings of the Board shall be held in person.

Meetings Held Electronically. Some particular meeting or meetings of the Board shall be conducted fully or partially electronically either when the President or First Vice-President has obtained consent for this from a majority of the Board members. Electronic meetings shall be conducted through use of Internet meeting services designated by the President that support anonymous voting and support visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motions, and showing the results of votes. These electronic meetings of the Board shall be subject to all rules adopted by the Board, or by the Society, to govern them, which may include any reasonable limitations on, and requirements for, Board members' participation. Any such rules adopted by the Board shall supersede any conflicting rules in the parliamentary authority, but may not otherwise conflict with or alter any rule or decision of the Society. An anonymous vote conducted through the designated Internet meeting service shall be deemed a ballot vote, fulfilling any requirement in the bylaws or rules that a vote be conducted by ballot.

Notice – All members shall be given at least seven days written notice of all meetings of the General Membership. Notices shall state time, place, and proposed agenda of the meeting.

Quorum – Fifteen percent of the members in good standing shall constitute a quorum for the transaction of business.

**Table 1. Quorum**

<b>Officers</b>	<b>Members in Good Standing</b>	<b>Officers+15%</b>	<b>Officers+20%</b>	<b>&gt;50%</b>
4	100	14	24	51
4	50	9	14	26
4	20	6	8	11
6	100	16	26	51
6	50	11	16	26
6	20	8	10	11

**Table 2. Majority and Super Majority Vote Thresholds**

<b>Voting Members</b>	<b>&gt;50%</b>	<b>60%</b>	<b>Two-Thirds</b>	<b>70%</b>
15	8	9	10	11
20	11	12	14	14
25	13	15	17	18
30	16	18	20	21
35	18	21	24	25
40	21	24	27	28

Voting – All questions except as otherwise provided in these bylaws shall be decided by a majority of those voting. Every member in good standing shall be entitled to one vote, which must be cast in person and not by proxy. All members in good standing shall be eligible to vote on all questions, provided that they shall have been members for at least thirty days preceding the meeting date, except as otherwise noted in these bylaws.

Endorsement Votes of Candidates in an Election – The membership must vote on all endorsements of candidates. A candidate shall be endorsed by EHCFGG at a separate meeting of the membership, on a later date following a EHCFGG-sponsored candidates’

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night. A candidate's endorsement must be supported by a minimum of 60% of the votes cast. In the event that no candidate receives 60% of the votes cast, a runoff vote will be held between the two candidates who receive the most votes ("no endorsement" will be regarded as a candidate). No general membership meeting may vote upon an endorsement of candidates for any public or party office unless a statement that such vote was to be considered was included in the notice of such meeting, provided, however, that two-thirds of the Members present and voting may agree to dispense with such requirement of notice in cases of emergency. The membership may vote on whether to allow a vote for second choice endorsement and a third choice endorsement for a candidate in a ranked choice election. Both the vote to allow the vote, and the actual vote for the 2nd or 3rd choice endorsement shall use the same procedure and thresholds as the first choice.

Rescinding of Endorsements of Candidates in an Election With Notice. Any fifteen members of the club in good standing may place a motion to rescind the endorsement of any candidate for public or party office on the agenda of the next regular meeting, and/or may call a special meeting for such purpose which shall be timely called by the president. The motion to rescind shall carry by a minimum of 60% of the votes cast of the members in good standing present and voting.

Rescinding of Endorsements of Candidates in an Election Without Advanced Notice. In the absence of sufficient notice any member of the club may place a motion to rescind the endorsement of any candidate for public or party office. The motion to rescind shall carry by a minimum of two-thirds of the votes cast of the members in good standing present and voting.

Subsequent Rescindment of Endorsment. The initial rescindment of endorsement may be invoked only once during the course of any election for a public or party office. The endorsement of any candidate for public or party office may be rescinded for a second or subsequent time during the course of an election for that office, on the vote of three-quarters of the members in good standing present and voting at any meeting.

## Executive Committee

Meetings – There shall be at least eight meetings a year on dates to be determined by the Executive Committee. The President may call special meetings of the Executive Committee.



Open Meetings – All meetings for the purpose of transacting business shall be open to the General Membership.

Quorum – Fifty-one percent of the membership of the Executive Committee shall constitute a quorum for the transaction of business.

Voting – All questions, except as otherwise provided in these bylaws, shall be decided by a majority of those voting. Every member of the Executive Committee shall be entitled to one vote, which cannot be cast by proxy.

Automatic Loss of Membership – Any member of the Executive Committee who is absent for three consecutive regularly scheduled meetings of the Executive Committee, without legitimate excuse, shall forfeit his/her membership on the Executive Committee.

### **Article VIII - Elections**

1. Regular Elections – The officers and holders of standing positions shall be elected at the Annual Meeting of the General Membership.

2. Interim Elections – Interim Elections shall be held at a regularly scheduled meeting of the General Membership to fill any permanent vacancy of an office or standing position, provided that prior written notice of such election has been given to the General Membership.

3. Nominations – Nominations for officers and holders of standing positions shall be made from the floor at a meeting to be held one month prior to the meeting at which the election is to be held. Nominations will also be accepted from the floor at the meeting at which the election is to be held.

4. Qualifications – All members, except auxiliary members, who have been members in good standing for thirty days preceding the meeting date shall be qualified to vote, with the exception that in the first election held under these bylaws any member current in dues shall be qualified to vote.

5. Voting – Voting for officers, holders of standing positions, ex-officio members, political endorsements or other matters as may be deemed appropriate shall be by secret, written ballot. Election of Officers shall take place in the following order: President, Vice President, Treasurer, Recording Secretary, Corresponding Secretary. All joint holders of

the same office shall be elected simultaneously. The vote for all holders of standing positions may be taken simultaneously. In the event of a totally uncontested election for all officers and holders of standing positions, the entire uncontested slate may be voted on simultaneously.

### **Article IX– Conflict of Interest**

Any member who may benefit financially, either directly or indirectly, from an issue to be voted on by the general membership or by committee members, must disclose any potential conflict of interest to the Executive Committee. The member may participate in the information-gathering stage but may not participate in the final deliberation, decision or vote on the issue. Interested members may be counted in determining the presence of a quorum at a General Membership meeting or a committee meeting. The minutes of the meeting of the Executive Committee or committee thereof shall reflect (a) that the conflict of interest was disclosed, (b) that the interested member was not present during the final deliberations or vote, and (c) that the interested member abstained from voting. All questions as to whether a conflict of interest exists shall be resolved by a vote of the Executive Committee in which the interested individual may not vote.

### **Article X - Grievances**

Any member in good standing who objects to the conduct of another member in the context of organizational responsibilities and goals shall notify the Executive Committee in a prompt fashion of that conduct. The Executive Committee shall add the complaint to the next meeting of the Executive Committee for discussion, at which time both parties have the right to be present. If the matter cannot be resolved to the satisfaction of the complainant, the Executive Committee shall consider forming a three-member committee to serve as a grievance committee for the purpose of conflict resolution.

### **Article X I - Removal and Expulsion**

The expulsion of any member for conduct contrary to the organization's purpose may be proposed by a petition enumerating the reasons therefor, signed by at least five members of the Executive Committee or twenty percent of the General Membership in good standing and submitted to the President or Recording Secretary. The officer accepting the petition shall present it to the next meeting of the Executive Committee.

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The Executive Committee must bring this issue to the full membership in a timely fashion. Removal of a member from the organization shall require a two-thirds majority vote. Such removal shall remain in effect for at least three years. The person may apply again for membership after that period of time.

### **Article X II – Amendments**

Amendments to these bylaws may be proposed by the Executive Committee or by written petition signed by twenty-five percent of the membership and submitted to the President or Recording Secretary. To become effective, any amendment so proposed must be approved and adopted thereafter by a majority of those present at a General Membership meeting where notice of the substance of the proposed change was given seven days in advance.

### **Article X III Rules**

The current edition of Robert's Rules of Order, Newly Revised, shall govern the parliamentary procedures and other aspects of this legally constituted organization in the absence of contrary specific provisions of these bylaws.

### **ARTICLE X IV- ADOPTION**

These bylaws shall become effective immediately upon their adoption and shall be the governing rules of the club.