



**Missouri Federation
of
Women's Democratic Clubs
Bylaws**

(Revised June 2021)

ARTICLE I: NAME

The name of this organization is the Missouri Federation of Women's Democratic Clubs and shall be referred to in these bylaws as the "Federation."

ARTICLE II: PURPOSE

The objectives of the Federation, in common with the National Federation of Democratic Women, the Missouri State Democratic Committee and the Democratic National Committee are:

- To organize all women's Democratic clubs in the state of Missouri into one group working for the success of the Democratic Party.
- To encourage its members to participate in all the activities of the Democratic Party.
- To unify and strengthen the individual clubs comprising the Federation.
- To organize new clubs.
- To promote the welfare of the Democratic Party by providing educational programs as developed through conferences, committee and projects.

ARTICLE III: BASIC POLICIES

The following are basic policies of the Federation.

Section 1: The name of the Federation or the names of the executive board members, as officers of this organization, shall not be used in any political campaign, political advertising or other public action, nor shall be attached to any petition without a two-thirds (2/3) vote of the executive board.

Section 2: The Federation shall not endorse any candidate before the primary election.

Section 3: The Federation officers and executive board members shall support all Democratic candidates in the primary and all Democratic nominees in the general election. Failure to do so shall be cause for removal from office of said officer or executive board member.

ARTICLE IV: ARTICLES OF ORGANIZATION

The Federation exists as an unincorporated association of its members. Its "Articles of Organization" are comprised of these bylaws, as from time to time amended, and its "Articles of Association." In the event of any conflict between these bylaws and the articles of association, these bylaws shall govern.

ARTICLE V: MEMBERSHIP AND DUES

Section 1: Membership in the Federation shall consist of all women's democratic clubs in the state of Missouri, provided district dues have been paid as per district bylaws and upon payment of Federation dues as hereinafter provided.

Section 2: The annual dues for membership in the Federation shall be one (\$1.00) dollar per capita payable to the treasurer of the Federation, not less than forty-five (45) days prior to the annual meeting.

Section 3: Additional dues or gifts may be accepted at any time.

Section 4: Each district treasurer shall forward, in writing, a list of clubs with paid dues within the district to the Federation treasurer not less than forty-five (45) days prior to the annual meeting.

ARTICLE VI: VOTING BODY

Section 1: The voting body of the Federation shall consist of the elected officers, appointed officers, chairs of standing and special committees, district presidents, current convention chair and vice-chair and duly-elected delegates from member clubs.

Section 2: Past Federation presidents, Democratic National Committeewomen and the officers (if women) of the Missouri State Democratic Committee, that are members of a Federation Club with paid dues, shall be delegates at-large and shall be entitled to vote.

ARTICLE VII: OFFICERS AND THEIR ELECTION

Section 1:

- a. The elected officers of the Federation shall be a president, vice president, recording secretary, treasurer, and auditor.
- b. The officers shall be elected by ballot at the annual meeting held odd-numbered years. However, if there is but one candidate for any office, the election of that office may be by voice.
- c. Officers shall assume their duties following the adjournment of the annual meeting at which they were elected and shall serve for a term of two (2) years or until their successors are elected with the exception of the treasurer who shall assume duties on August 1 and the auditor who shall assume duties upon completion of the annual review by not later than August 31 and serve for a term of two (2) years or until their successors are elected.

Section 2:

- a. Only members of a club whose dues are paid to the district and to the Federation shall be eligible to hold office, to serve on a committee or to serve as a delegate to the annual meeting.
- b. A person who has served more than one-half (1/2) of a term shall be credited with having served that term.

Section 3:

- a. A nominating committee consisting of five (5) members shall be elected by the executive board at least sixty (60) days prior to the Federation's annual meeting held in odd-numbered years.
- c. No two (2) members of the nominating committee shall be from the same district. It shall be the duty of the nominating committee to choose a nominee for each office. There shall be an attempt to have at least one elected officer from each district with membership in the Federation. The consent of each nominee must be obtained before her name is placed in nomination.
- d. Letters of recommendation from member clubs on behalf of a nominee(s) will be considered, but the final authority rests with the

nominating committee.

- e. No member shall be considered for the office of president unless she has been a member of the Federation for at least three (3) years.
- f. The nominating committee shall send a list of the nominees to the executive board members and the district presidents, who shall send said list to club presidents of each member association at least twenty (20) days prior to the annual meeting.

Section 4:

- a. In case of a vacancy in an elected office, except that of president, or a committee, including the nominating committee, the executive board shall fill the vacancy at once and the newly elected shall assume duties of the office immediately.
- b. Should a vacancy occur in the office of president, a successor shall be elected at a special meeting of the Federation called by the executive board. The recording secretary shall issue the call letter no later than fifteen (15) days after the vacancy in the office of president occurs.

ARTICLE VIII: DUTIES OF OFFICERS

Section 1: The president shall submit to the elected officers the names of the following appointed officer - corresponding secretary, parliamentarian, and chaplain for ratification and shall announce the names of the chairs of each of the standing committees at the post-convention board meeting in the years in which election of officers occurs. The body of elected and appointed officers shall then appoint such committees as may be deemed necessary for the work of the Federation for the term of two (2) years. A list of newly elected officers, appointed officers, and the newly appointed standing committees shall be mailed to the member clubs and the executive board no later than sixty (60) days after the annual convention.

Section 2: It shall be the duty of the president to preside at all meetings of the Federation and the executive board. She shall perform all the duties usually pertaining to the office and such as specified in these rules. She shall appoint all special committees as approved by the executive board,

except the nominating committee. She shall keep the lines of communication open between the executive board and the member clubs. She shall serve as an ex-officio member of all committees, except the nominating committee.

Section 3: The vice-president shall be an aid to the President, perform the duties of the President in the absence or inability of that officer to serve, and perform duties incident to the office and assigned by the President. The vice-president shall be the director of district presidents. She shall work directly with district presidents and shall assist with club activities and organizational work to be done in the respective districts of the state.

Section 4: The recording secretary shall keep a correct record of all meetings of the Federation in a bound book and shall keep on file the approved copy of the bylaws and standing rules. Upon request, she shall supply the president with a memorandum of business to be transacted. She shall be the reporting chair of the executive board.

Section 5: It shall be the duty of the treasurer to receive and hold all the money of the Federation and to deposit the same in a depository approved by the executive board. Disbursements shall be by order of the executive board. She shall make a report of receipts and disbursements at the annual meeting of the Federation. She shall send a written notice of the deadline date for the payment of Federation dues to all club presidents at least two (2) months in advance of the annual meeting. The treasurer shall furnish the fifth vice-president with the name of any club with unpaid dues. She shall be the chair of the credential committee and shall submit the names of three (3) persons to serve on the credential committee for approval by the executive board. She shall send each club president credential cards corresponding with the number of delegates from each club. She shall serve as an ex-officio member of the finance committee. She shall turn the books over to the auditor as stated in Article VIII. Two signatures are required on checks and someone other than the treasurer must reconcile the bank statements.

Section 6: The auditor shall take the books of the treasurer for review on August 1 of the year in which a new treasurer is elected or within one month of a vacancy occurring in the office of treasurer. She shall immediately return the books (no later than August 15 or no later than two weeks

following the election of a new treasurer to fill a vacancy) to the treasurer upon completion of a review by an accountant. It shall be the duty of the auditor to make a complete report of the annual review at the executive board meeting. The Federation shall pay all the expenses.

Section 7: It shall be the duty of the corresponding secretary to conduct such correspondence of the Federation as may be directed.

Section 8: It shall be the duty of the parliamentarian to attend all business meetings of the Federation and to assist the presiding officer in question of parliamentary procedure. She may conduct drills in parliamentary procedure upon request.

Section 9: It shall be the duty of the chaplain to bring a character and spiritual education message or a devotional to all meetings of the Federation.

ARTICLE IX: MEETINGS

Section 1: The annual meeting (state convention) of the Federation shall be held in June of each year, the date and place to be decided by the executive board. A registered parliamentarian shall be obtained for the annual meeting in odd numbered years with expenses to be paid by the Federation.

Section 2: The annual meeting (state convention) shall be booked at least two (2) years in advance in order to promote better attendance at said meeting. The convention chair and vice-chair for the following convention shall be appointed at the post-convention executive board meeting. The convention site, dates and names of the convention chair and vice-chair shall be announced for the following year at the close of each annual meeting. If required by the convention site, the treasurer shall directly forward any deposit, no more than 24 months prior to the respective convention.

Section 3: At the annual meeting of the Federation, all clubs shall be entitled to representation as follows: one (1) delegate for each ten (10) members upon whom per capita dues of one dollar (\$1.00) have been paid.

Section 4: Each delegate shall be entitled to one (1) vote. No proxies will be allowed.

Section 5: Annual and special meetings of the organization may meet by electronic means, or a hybrid meeting (in-person and electronically) so long as all participants can interact simultaneously.

Section 6: A quorum for the annual meeting shall consist of one (1) delegate from each of one-third (1/3) of the clubs in the Federation.

Section 7: Special meetings of the Federation may be called by the president or upon the request of a majority of the members of the executive board. At least thirty (30) days notice of such special meetings shall be given.

Section 8: To defray the convention expenses a registration fee of ten dollars (\$10.00) per delegate and five dollars (\$5.00) per alternate shall be charged.

Section 9: Any interested Democrat may attend the annual meeting upon payment of registration fee of five dollars (\$5) as a non-voting guest. Payment for any meal function voids this fee requirement.

ARTICLE X: EXECUTIVE BOARD

Section 1: The executive board shall consist of the elected and appointed officers, district presidents, chairs of standing and special committees and the advisory board of the Federation.

Section 2: A quorum shall consist of ten (10) members.

Section 3: The duties of the executive board shall be to transact necessary business between the annual meetings; to select sites and dates for such meetings; to create standing and special committees and approve plans of work for these committees; and to strengthen club activities throughout the state.

Section 4: Each elected and appointed officer, district president and chair or standing and special committees shall keep a procedure book of her work during her term of office and it shall be passed to her successor upon retirement.

Section 5: No committee work of the Federation shall be undertaken without the consent of the executive board.

Section 6: Special committees may be appointed by the president when deemed necessary with the approval of the executive board.

Section 7: The MFWDC Executive Board will be covered for \$25,000 by the Crime and Dishonesty Policy.

ARTICLE XI: STANDING COMMITTEES

Section 1: Standing committees shall consist of the following:

- a. The legislation committee shall consist of three (3) members experienced in legislative work. It shall be their duty to keep the organization informed on legislation affecting the Democratic Party and to promote all legislation endorsed by the Federation.
- b. The membership committee shall consist of three (3) members. The district presidents shall serve as ex-officio members of the committee. It shall be their duty to suggest plans for methods of increasing membership.
- c. The bylaws committee shall consist of three (3) members. The chair shall be experienced in parliamentary procedure. It shall be their duty to advise on questions concerning the bylaws. The bylaws shall be reviewed yearly.
- d. The credential committee shall consist of three (3) members suggested by the treasurer. It shall be their duty to check credentials of delegates at each annual meeting. They shall assist the treasurer in establishing a quorum for the annual meeting.
- e. The finance committee shall consist of three (3) members. It shall be their duty to devise ways and means of raising funds of the Federation. The treasurer shall serve as an ex-officio member of this committee.
- f. The awards committee shall consist of three (3) members. It shall be their duty to establish guidelines and criteria for the nomination and selection of awards pursuant to the National Federation of Democratic Women.

g. The Website Administrator shall establish guidelines and criteria for the MFWDC Website approved by the Executive Board. The Website Administrator will assist with the contact page of the www.mfwdc.org website.

ARTICLE XII: ELECTRONIC MEETINGS

Section 1. The Board of Directors, Executive Committee and Committees may meet by electronic means, or a hybrid meeting (in-person and electronically) so long as all participants can interact simultaneously.

Section 2. The Board of Directors, Executive Committee and Committees may use electronic mail when it is necessary to conduct business or to vote on an issue that must be addressed prior to the next regularly scheduled meeting. At the next regular meeting, the business must be ratified.

ARTICLE XIII: ADVISORY BOARD

The advisory board shall consist of the past presidents of the Federation, the Democratic National Committeewomen and the duly-elected officers (if women) on the Missouri State Democratic Committee, that are members of a Federation Club with paid dues. The advisory board shall meet at the call of the president and assist in planning the work of the Federation. They shall serve as ex-officio members of the executive board.

ARTICLE XIV: DISTRICT, COUNTY, AND CITY CLUBS

Section 1: All district, county and city clubs of the Federation shall have their election of officers no later than April in any given year.

Section 2: Following the election of officers of all member clubs, the presidents shall submit in writing within five (5) days the names and addresses of the newly-elected or re-elected officers to the Federation president and treasurer and to the district president of the area in which the member club is located.

Section 3: District presidents shall keep the lines of communication open between local member clubs and the Federation executive board by sending out all information as directed by the Federation executive board.

ARTICLE XV: RELATIONSHIP WITH OTHER ORGANIZATIONS AND AREA EVENTS

- Section 1: The Federation shall cooperate with the Missouri State Democratic Committee by paying the annual dues as set forth in the Missouri State Democratic Committee rules. The president or her alternate shall be the representative to all Missouri State Democratic Meetings. The Federation shall assist the Missouri State Democratic Committee in carrying out its objectives.
- Section 2: The Federation shall cooperate with the Democratic National Committeewomen by assisting in carrying out the objectives of the Democratic National Committee.
- Section 3: The Federation shall direct its best efforts toward the success of the Democratic Party in the election of its democratic candidates.
- Section 4: The Federation shall cooperate with all area statewide events, including the Missouri State Democratic Committee events, by purchasing an ad in their program booklet and shall purchase a ticket (s) for the president or an alternate. The executive board shall review the democratic events yearly and shall determine the affordability in the amount of dollars spent with fairness to each event.

ARTICLE XVI: EXPENSES

- Section 1: All expenses as set forth in the approved budget shall be allowed.
- Section 2: Other expenses as deemed necessary and approved by the executive board shall be allowed to carry on the work of the Federation.
- Section 3: The president shall have her actual expenses paid while on official business representing the Federation.
- Section 4: To equalize and assure statewide representation at the executive board meetings, mileage expenses as set by the executive board shall be allowed for the elected and appointed officers, district presidents and chairs of the standing and special committees.
- Section 5: All other expenses as set forth in these rules shall be allowed.

ARTICLE XVII: PARLIAMENTARY AUTHORITY

Section 1: Roberts Rules of Order, most newly revised, shall govern this Federation in all cases in which they are applicable and in which they are not in conflict with these bylaws.

Section 2: Where the bylaws are silent, the Federation shall be governed by Roberts Rules of Order, most newly revised.

ARTICLE XIX: AMMENDMENTS

Section 1: These bylaws may be amended at any annual meeting of the Federation by a two-thirds (2/3) vote provided written notice of the proposed amendments have been given to each member club and to each member of the executive board at least thirty (30) days prior to the date of the meeting at which action is taken.

Section 2: A bylaws committee may submit a revised set of bylaws as a substitute for the existing bylaws only by a majority vote at any annual meeting of the Federation or by a two-thirds (2/3) vote of the executive board.

Section 3: Amendments become effective upon approval and the Federation shall promptly incorporate such amendments in its bylaws.



Standing Rules

1. The President or designated attendee shall have expenses paid up to \$1500 to attend National Convention for registration, hotel, and travel.
2. The past presidents of the Federation shall organize a "Past Presidents Club" and shall serve as an advisory committee to the current president and her officers when requested to do so.
3. President will have actual expenses paid while on official business of the Federation not to exceed \$900.
4. The Bess Truman Award shall be presented at the annual meeting in even-numbered years.
5. The Scrapbook Award shall be presented at the annual meeting in odd-numbered years.
6. An award entitled "Missouri Federation Democratic Woman of the Year" shall be presented each year at the annual meeting to honor a woman who best exemplifies the traditions and ideals of the Federation and Democratic Party in the state of Missouri on a continuing basis through volunteerism.
 - a. Qualifications for nomination are: must be a member of her local Democratic club, district club and the Federation.
 - b. Each district president shall appoint a committee to make a selection from nominees proposed by the district's affiliated clubs. The term of the committee members shall coincide with the term of the district president. The nominee selected by the district committee shall be that district's nominee for the Missouri Federation Democratic Woman of the Year award. A district may endorse a nominee from another district provided the district does not have a nominee. Following a district's selection of a nominee, the district shall submit its nominee, including no more than two (2) letters of recommendation, to the chair of the Missouri Federation Democratic Woman of the Year committee. The chair shall choose a committee of four (4) to select the recipient, and the chair shall be responsible for acquisition of the award and its presentation at the annual meeting's banquet. Prior to the presentation of the award, all nominees shall be recognized and introduced at the annual meeting's banquet.)
7. Executive Board members will have mileage reimbursed to Board meetings not in conjunction with State Convention at an amount set by Board.

8. The MFWDC will maintain various social media platforms, including a group FaceBook at M.F.W.D.C.
 - A. The MFWDC President will appoint a Social Media Committee made up of three (3) members who are familiar with social media technology.
 1. This Committee, made up of the Chair and three (3) members, will oversee all social media of the MFWDC.
 2. The Chair of this Committee will be the MFWDC 2nd VP, in keeping with her responsibilities of promotion and public relations.
 3. The members of this Committee will act as the administrators and editors the various MFWDC social media outlets
 4. This Committee will determine guidelines and procedures for the operation of the MFWDC's various social media outlets.
 5. These guidelines and procedures will operate with the approval of the MFWDC Executive Board.
 - B. All social media will operate as open to the public.
 - C. MFWDC Members may send to the Members of the Social Media Committee, by message or email, any items they want posted.
 - D. Personal comments, though allowed, will be monitored by the Social Media Committee and may be deleted if deemed inappropriate.
9. The Convention Committee will be given \$1,000 startup money from MFWDC funds, to be returned after convention is over to MFWDC. The Convention Committee will keep 20% of profit from convention and remainder of profit to go to MFWDC.
10. MFWDC will purchase ads or sponsorships in program books for Missouri Democrat Days, Democrat Day of Ozarks, Truman Gala, Northwest Democrat Days, SEMO Rally, and Eleanor Roosevelt Days not to exceed \$100.
11. The NFDW dues will be paid each year as billed.
12. Electronic Meetings
 - a. Electronic meetings may be called by the president or by the chair of a committee. If a regular meeting is changed to an electronic meeting format, members must receive notice by phone or text of this change of venue at least six (6) hours before the meeting convenes.
 - b. Login information for an electronic meeting shall be sent by email to every member of the Board at least 48 hours before each meeting and include the time and access information needed to connect to the meeting.
 - c. Votes taken during any electronic or hybrid meeting shall be by roll call, polling, or by unanimous consent.
 - d. If vote is taken by email, members must receive notice of vote at least 48 hours before voting ends or conformation of vote by phone or text.
 - e. During any electronic or hybrid meeting, participants shall mute their microphones when not speaking.
 - f. Each member is responsible for his or her connection to the electronic meeting; no action shall be invalidated on the grounds that the loss of, or poor quality of a member's individual connection prevented participation in the meeting.

Amended:

June 2016

June 2018

June 2019

June 2021