

ARTICLE I

Name

The name of this organization shall be the Monmouth County Democrats, Inc. doing business as the Monmouth County Democratic Committee (hereinafter referred to as the "Committee.")

ARTICLE II

Objectives

Section 1. The objectives of this Committee shall be:

- A. To further the principles of the Democratic Party.
- B. To aid in the election of Democratic Candidates.
- C. To assist in the promotion and development of good government whether national, state, county or municipal.

Section 2. In accordance with the principles of the Democratic Party of the State of New Jersey and of the United States, equal opportunity to participate in all activities carried on by the Democratic Party shall be given to all qualified persons without regard to race, religion, age, sex, economic status or any attribute irrelevant to the right of individual freedom.

ARTICLE III

Section 1. Membership. Members of the Committee shall include:

- A. Members of the County Committee duly elected at the primary for the general election pursuant to Title 19:5-3.
- B. The municipal chairpersons and vice chairpersons duly elected by each municipal committee pursuant to Title 19:5-2.
- C. Officers of the Committee duly elected by county committee members at the annual meeting pursuant to Title 19:5-3.

ARTICLE IV

OFFICERS

Section 1. Officers.

- A. The elected officers of the Committee shall be the Chairperson, Vice Chairperson, Recording Secretary, Corresponding Secretary, Treasurer and Sergeant at Arms.
- B. Any registered Democratic voter residing in Monmouth County shall be eligible to hold any office. It is not required that an officer of the Monmouth County Democratic Committee be an elected county committee person. The Chairperson and Vice Chairperson shall not be members of the same sex.
- C. The Chairperson, Vice Chairperson, Secretaries, Treasurer and Sergeant at Arms shall be elected at the annual organizational meeting to be held on the first Tuesday following the primary election as provided by N.J.S.A. 19:5-3. Each office shall be voted upon individually in the same order as listed in paragraph (A) of this Section.

Section 2. Terms. All Committee officers, municipal chairpersons and vice chairpersons and county committee members shall hold office for a term of two years or until their successors are duly elected.

Section 3. Vacancies.

- A. A vacancy in the county committee caused by death, resignation, failure to elect or otherwise, shall be filled for the unexpired term by the municipal committee of the municipality wherein the vacancy occurs. If there is no existing municipal committee, then the vacancy shall be filled by the remaining elected members of the county committee pursuant to Title 19:5-3.
- B. A vacancy in the office of Chairperson of the Committee shall be filled by the elected county committee members at a meeting held within sixty (60) days of the vacancy unless the annual meeting falls within the period of sixty (60) days. The Vice Chairperson shall serve as Chairperson in the intervening period.
- C. Vacancies in any of the other offices may be filled by majority vote of the remaining officers, said vacancy to be filled until the next annual meeting of the committee.

ARTICLE V
ELECTION OF OFFICERS

Section 1. Only members of this committee who are present in person shall be entitled to vote on any matter presented at a meeting of this Committee. No proxies shall be recognized and no form of unit vote shall be permitted.

Section 2. Nominations. Any person interested in being a candidate for any office of the Committee shall submit his/her name and voting address to Committee headquarters by 4:00 pm of the 20th day preceding the next primary election. Such notice shall be in writing. The name of such person shall be included in the notice of the annual meeting together with the office which he/she seeks. Nominations will be accepted from the floor at the annual organizational meeting only in the event that a previously contested election becomes uncontested.

Section 3. Procedure.

A. Election Committee:

- 1. There shall be an Election Committee, chaired by the Parliamentarian who shall not be an officer of the Committee and shall not be eligible to vote.
- 2. The Election Committee shall consist of five members who shall be chosen by the Chairpersons of five municipalities two weeks before the June primary. The municipalities shall participate in rotating alphabetical order as indicated by Schedule A attached hereto. In the event an eligible municipal chairperson fails to appoint a Committee member, the Executive Board (as defined in Article VI) shall fill the vacancy. It shall be the responsibility of the Election Committee to prepare the ballots and set the election procedure consistent with Robert's Rules of Order. The Election Committee shall be responsible for the distribution and receipt of the ballots and for the tally, and shall report the results of the election to the Chairperson at the annual organizational meeting.

B. Credentials Committee:

- 1. There shall be a Credentials Committee chaired by the Recording Secretary and consisting of the Recording Secretary, the Parliamentarian and no less than three and no more than five members appointed by the Chairperson of the Committee. The Credentials Committee shall verify the credentials of the members of the Committee. It shall be the duty of this Committee to obtain from the municipal Chairpersons prior to the organizational meeting of the Committee, a list of names and addresses of all those individuals who, having been elected or otherwise having qualified as members of the Committee, are entitled to vote.
- 2. Any disputes as to the right to vote shall be determined by the Credentials Committee prior to the commencement of voting.

C. Voting:

1. If there is no contest for any office, the election shall be held by voice vote.
2. If there is a contest for any office, election for that office shall be by secret written ballot. The chair shall permit each candidate to appoint two challengers to assist in the counting of the votes.
3. In the event of a contest for chairperson or vice chairperson, if no candidate achieves a majority vote on the first ballot, there shall be a second ballot between those candidates who have received at least 25 percent or more of the ballots cast. If no candidate receives a majority vote on the second ballot, there shall be a third ballot between the two candidates receiving the greatest number of votes. The candidate receiving the greater number of votes as between the two candidates shall be deemed elected.
4. In the event of a contest for any other office, where no candidate receives a majority on the first ballot, there shall be a run off ballot between the two candidates receiving the most votes.

ARTICLE VI
EXECUTIVE BOARD

- A. There shall be an Executive Board which shall consist of the elected officers and the New Jersey State Democratic Party Committee members.
- B. Meetings of the Executive Board shall be held at the call of the Chairperson of the Committee. There shall be a minimum of three such meetings per year.
- C. Special Meetings. A special meeting shall be called at the written request of a majority of the Board. The request shall state with specificity the purpose of the meeting and any action to be proposed. The agenda of the meeting shall be limited to said specific purpose.
- D. A quorum shall consist of a majority of the members of the Executive Board.
- E. Powers:
 1. To review and approve the proposed budget;
 2. To set administrative procedures for the efficient management of the Committee headquarters;
 3. To set the policy of the Committee;
 4. To render advice and consent as required under these By-Laws;
 5. To retain professional services as needed.

ARTICLE VII
DUTIES OF OFFICERS

Section 1. Chairperson. The Chairperson shall:

- A. Preside at all meetings of the County Committee and of the Executive Board;
- B. Except for the Executive Board and the Budget and Finance Committee, which are provided for elsewhere in these By-Laws, appoint the Chairperson of all committees, and with the consent of the Executive Board, all the members thereof;
- C. Serve as a member of all committees with the right to vote;
- D. Faithfully execute the decisions of the County Committee.
- E. Together with the Treasurer, sign all vouchers in payment of the disbursements of the County committee;

- F. Except as otherwise stated in these By-Laws, have the authority to enter into and execute in the name of the Monmouth County Democratic Committee, contracts or other instruments in the regular course of business, subject to the advice and consent of the Executive Board;
- G. Have the authority to maintain an office and hire necessary personnel;
- H. Designate a banking institution located in Monmouth County as the depository of all moneys of the Monmouth County Democratic Committee with the advice and consent of the Executive Board;
- I. Determine which candidates in any primary election held in Monmouth County shall be authorized to run with the designation of the Monmouth County Democratic Committee on their line;
- J. Determine whether to divide the county into regions and to appoint directors of each such region.
- K. Appoint a Parliamentarian as needed.

Section 2. Vice Chairperson. The Vice Chairperson shall perform such duties as the Chairperson shall assign. In the absence of the Chairperson, the Vice Chairperson shall:

- A. Preside at meetings of the Committee and of the Executive Board;
- B. Shall serve on the Budget and Finance Committee;
- C. In the event of the death, resignation, disqualification or incapacity of the Chairperson to discharge the duties of the office, the Vice Chairperson shall become vested with the authority, privilege, powers and responsibility of the office of the Chair and shall perform such duties until an election is held;

Section 3. Recording Secretary. The Recording Secretary shall:

- A. Keep full and correct minutes of the proceedings of the Executive Board and of the Committee;
- B. Keep a complete roster of all members of the Committee;
- C. Maintain all files and documents of the Executive Board of the Committee;
- D. Serve as chairperson of the Credentials Committee;
- E. At the expiration of the term of office, deliver all Committee property in his/her possession or control to party headquarters;

Section 4. Corresponding Secretary. The Corresponding Secretary shall:

- A. Be responsible for the preparation and mailing of all notices of all meetings of the Committee as provided in Article IX, Section 3, except that notices of the annual meeting shall be mailed no later than 4:00 p.m. the Friday after the primary election;
- B. Attend to all matters of correspondence as may be directed by the Chairperson, the Executive Board or the County Committee;
- C. At the expiration of the term of office, deliver all Committee records in his/her possession or control to party headquarters.

Section 5. Treasurer. The Treasurer shall:

- A. Receive and record all moneys, fees and contributions;
- B. Deposit in the name of the Monmouth County Democratic Committee, all funds in his/her custody and in such bank as the Executive Board may designate;

- C. Keep full and complete accounts of all moneys received and disbursed;
- D. Issue all checks or otherwise make payments as approved by the Budget and Finance Committee and authorized by the Executive Board;
- E. Together with the Chairperson, sign all vouchers in payment of the disbursements of the Committee;
- F. Prepare and file such financial statements as may be required by law;
- G. Serve as chairperson of the Budget and Finance Committee;
- H. At the expiration of the term of office, deliver all Committee records in his/her possession or control to party headquarters.

Section 6. Sergeant at Arms. The Sergeant at Arms shall be responsible for maintaining order at all meetings and shall escort all guests of honor to the podium as required.

Section 7. Regional Directors. Regional Directors, if any, shall serve at the pleasure of the Chairperson. A Regional Director shall meet with municipal leaders and club presidents, search for and evaluate potential candidates, encourage membership in the Democratic clubs, investigate and report on community needs, organize voter registration drives, conduct seminars, assist municipal Chairpersons and coordinate all such activities of the Committee. Regional Directors serve only in an advisory capacity.

ARTICLE VIII **COMMITTEES**

Section 1. Except as provided in Article III - Section 1, Article V - Section 3 (A) and (B), Article VII - Section 3 (D) and Section 6 (G) of these By-Laws, the Chairperson shall appoint the chairpersons of all committees, and with the consent of the Executive Board, all the members thereof.

Section 2. The classes of committees shall be:

- A. Standing committees;
- B. Special committees as created by the Chairperson with the consent of the Executive Board;

Section 3. The Standing committees shall be the Election Committee, Credentials Committee, Budget and Finance Committee and Campaign Committee.

- A. Election Committee. The composition of and the obligations of the Election Committee shall be as set forth in Article V, Section 3(A).
- B. Credentials Committee. The composition and obligations of the Credentials Committee shall be as set forth in Article V, Section 3(B).
- C. Budget and Finance Committee. The Budget and Finance Committee shall be chaired by the Treasurer, and shall include the Vice Chairperson and five members designated by the Chairperson with the advice and consent of the Executive Board.

The Budget and Finance Committee shall be responsible for the preparation of the budget, investment of funds, approval of loans, preparation of financial statements, preparation of reporting statements for the Election Law Enforcement Commission and the raising of funds.

- D. Campaign Committee. The Campaign Committee shall consist of the Chairperson, the Vice Chairperson, Treasurer, one additional member of the Budget and Finance Committee, a representative of each county candidate and the regional directors.

The function of the Campaign Committee shall be to coordinate campaign activities, raise funds and determine the distribution of campaign funds.

Section 4. Special Committees. The Executive Board shall establish such special committees as will enhance the functioning of the organization. Every special committee created by the Executive Board shall terminate at the end of the next annual meeting following its creation unless such special committee is continued by the Executive Board. There shall be a presumption against continuation of any special committee for which no meeting has been held during the previous year of the organization.

Section 5. Vacancy. In the event of resignation, actual physical and mental incapacity to serve, death or other termination of membership of any member of any committee, the Chairperson shall appoint a successor to complete the unexpired term.

Section 6. Membership. Any registered Democratic voter residing in Monmouth County shall be eligible to serve on any committee.

ARTICLE IX **MEETINGS**

Section 1. Organizational Meeting. The annual meeting of the Committee shall be held after the primary election each year, on the date fixed by statute, at 8:00 in the evening of said day at such place as may be designated by the Chairperson of the Executive Board in the call for the meeting. The chairperson shall select a meeting site that is convenient as is reasonably possible for members to attend.

Section 2. Special Meetings. The Special meetings of the called by the Chairperson at any time, the same to be held at such time and place as may be designated in the call. The Chairperson shall call special meetings when directed by the majority of the Executive Board or when so requested in writing by thirty-five (35%) percent of the total membership of the Committee, representing no fewer than twenty-seven municipalities. Such written request shall be addressed to the Chairperson and delivered to the Secretary of the Committee.

Special meetings shall be called no later than fourteen (14) days after receipt of a valid written request.

Section 3. Notices:

- A. Organizational Meeting. Written notice of the meeting setting forth the place, date, hour and agenda shall be sent as soon as practical after the primary election but no later than 4:00 p.m. of the Friday immediately following such election.
- B. Regular Meetings. Written notice of a meeting called by the Chairperson shall be sent at least 10 days prior to the date of the meeting.
- C. Special Meetings. Written notice of a special meeting setting forth the purpose of the meeting shall be sent at least seven (7) days prior to the date of the meeting.

Section 4. Quorum. Except for the organizational meetings, fifty (50%) percent of the total membership shall constitute a quorum for the transaction of business at all meetings.

Section 5. Resolutions. Any Resolutions to be passed officially by the Committee must be submitted in advance to the membership in writing. Such Resolution shall be included with the notice of the meeting.

ARTICLE X **AMENDMENTS**

Section 1. An amendment to these By-Laws may be proposed by the Executive Board or by written presentation of the proposed amendment to the Secretary of the Board by twenty-five percent (25%) of the members of the Committee representing no fewer than twenty seven municipalities. Written notice of the proposed amendment shall be set forth in the

notice of meeting at which the amendment shall be considered and discussed but not voted upon. A ballot should be included with the mailing.

The ballot shall be voted and returned by mail so as to be received at the Committee headquarters no later than fifteen (15) days from the date of the meeting at which the proposed amendment was presented.

Section 2. The Election Committee shall supervise the receipt and the counting of the ballots and resolve any controversy relating thereto.

Section 3. Adoption. An amendment shall be considered adopted if two-thirds of the ballots voted and returned as provided in Section 1 of this Article are in the affirmative.

ARTICLE XI
MISCELLANEOUS

Section 1. The office and registered agent of the Committee shall be as determined from time to time by the Executive Board.

Section 2. All meetings shall be conducted in accordance with Robert's Rules of Order except where these By-Laws contain inconsistent provisions in which case these By-Laws shall prevail.

ARTICLE XII
ADOPTION OF BY-LAWS

These By-Laws shall become effective on the date of adoption and shall supersede all previous By-Laws of the Committee.