

**BY-LAWS
OF THE
MIDDLESEX COUNTY
DEMOCRATIC ORGANIZATION**

ARTICLE I

Name

The name of this organization shall be the Middlesex County Democratic Organization (hereafter also referred to as the “Democratic Organization”, “Democratic Party” or “The Organization”).

ARTICLE II

Purpose and Organization

1. The purpose of the Middlesex County Democratic Organization shall be to elect Democrats to the public office at the local, county, state, and national levels, to advance the principals of open and fair government and participatory Democracy in Middlesex County and the State of New Jersey and to promote the general interests of this, the official Democratic Organization of Middlesex County.
2. The Organization shall be governed in accordance with its Constitution, By-Laws and Roberts Rules of Order. The Constitution represents the fundamental principals of the Organization members and officers and they regulate important Organization functions, consistent with the Constitution.
3. Each article and subsection of the Organization’s By-Laws shall be considered separately and illegality or unenforceability of any one article or subsection shall not affect any other article or subsection.

ARTICLE III

Term of Office

Beginning with the June 1995 Primary Election, the term of office for all County Committeemen and Committeewomen shall be for two (2) years. The term of all officers, as set forth in Article IV below, including the Chair and Vice Chair, shall be for one (1) year.

ARTICLE IV

Officers

1. The officers of the Organization shall consist of the following: Chair (hereafter also referred to as County Chair), Vice Chair, Treasurer, General Counsel, Secretary, Registration Secretary, and Parliamentarian.
2. These officers shall comprise the voting members of Executive Board of the Organization.
3. Each officer shall be a registered Democrat and shall reside in Middlesex County. While any particular officer need not be a County Committeeman or Committeewoman, at least half (50%) of the Executive Board shall be County Committeemen or Committeewomen.
4. The offices of the County Chair and Vice-Chair shall be elected by the county Committeemen and Committeewomen at the time set forth in these By-Laws and in accordance with law. The remaining officers of the organization shall be selected by the Chair of the Organization. Their term shall run simultaneously with the term of the Chair.
5. Duties and Responsibilities of the Officers:
 - a. The County Chair shall be the Chief Executive of the Middlesex County Democratic Organization. That person shall have general charge and supervision over and responsibility for the business and affairs of the Organization. All other officers shall be subject to the authority and supervision of the County Chair. The Chair may enter into and execute contracts and other instruments in the name of the Organization in the regular course of business.

The chair shall preside at all meetings, except during the Annual Reorganization Meeting at which time that meeting shall be conducted by the Parliamentarian who shall serve as Chairperson Pro Tem of the Reorganization Meeting. The Chair shall have the authority to appoint standing and ad hoc committees to address the current and emerging needs of the organization. The Chair may designate the Chairperson of each such committee who will serve as an ex officio (non-voting) member of the Executive Board. The Chair shall also call meetings of the Executive Board from time to time, but in no event less than three (3) times per year, and shall perform all the usual duties of such offices as provided by law.
 - b. The Vice-Chair shall assist the County Chair in the performance of the duties of the Chair and shall perform such duties and have such authority as may from time to time be delegated by the County Chair.

In case of death, resignation, or incapacity of the County Chair, the Vice-Chair shall perform the duties and be vested with the authority of the County Chair until the following June, when a County Reorganization Meeting shall be held and an election conducted for the offices of Chair and Vice-Chair.

The Vice-Chair shall preside at a meeting of the Organization if requested to do so by the chair and this event may occur as the result of disability of the Chair.

- c. The Treasurer shall prepare and file quarterly reports with the Election Law Enforcement Commission (also known as ELEC) in a timely manner and in accordance with law. The treasurer shall also perform the usual duties incident to that office and shall perform such other duties as are assigned by the Chair.
- d. The General Counsel shall represent all legal matters of the Organization and shall provide legal counsel and advice to the chair. The General Counsel shall advise the County Chair in the performance of the duties of the Chair and shall represent the legal interests of the Organization. The General Counsel shall also perform such other duties as are incident to that office and as are assigned by the Chair.
- e. The Secretary shall prepare minutes and send notices of all meetings and any other notice as required by the Constitution and Bylaws of the organization. The secretary shall also perform such other duties as are incident to that office and as are assigned by the Chair.
- f. The Registration Secretary shall organize and implement county-wide voter registration campaigns. The registration secretary shall also perform such other duties as are incident to that office and as are assigned by the chair.
- g. The Parliamentarian shall interpret and explain all rules related to the conduct and order of meeting and formal actions of the Organization according to and consistent with Robert's Rules of Order, the Constitution and the By-Laws of the Organization and the laws of the State of New Jersey. The Parliamentarian shall also perform such other duties as are incident to that office and as are assigned by the Chair.
- h. Standing Committees: the Chair shall appoint standing committees to address issues of particular concern to the organization, including but not limited to:
 - i. Afro-American Caucus
 - ii. Hispanic American Caucus
 - iii. Women's Issues Caucus
 - iv. Labor Caucus

- v. Asian American/Indian American Caucus
- vi. Senior Citizens Caucus
- vii. Finance Committee
- viii. Constitution and By-Laws Committee
- ix. Credentials Committee
- x. Dinner/Events Committee

ARTICLE V

Meetings

1. Reorganization Meeting shall be held every year on the first Tuesday following the Primary Election. At that time, an election shall be held for the offices of chair and Vice-Chair. Any registered Democrat who wishes to run for the office of Count Chair or Vice Chair shall file a written statement of their intention to seek either position to the present County Chair with delivery accomplished no later than the 14th day prior to the date of the Reorganization Meeting. Voting shall be conducted by secret ballot using voting machines. One nominating speech of five minutes each shall be permitted for each candidate for the office of Chair and Vice-Chair by an individual of the candidate's choice. In addition, each candidate for the office of Chair and Vice-Chair shall be permitted to speak for ten minutes.
2. Additional meetings shall be called by the County Chair at such times and places as the Chair shall determine, except as otherwise provided herein.
3. All meetings of the Organization shall be held upon not less than five days written notice of the time, place, and purpose of the meeting, calculated as of the date of mailing. In the event that the Chair deems it necessary to call an emergency meeting when an unforeseen matter arises such that five day's notice is not possible, then the chair will give whatever notice is possible.
4. A quorum shall consist of twenty five (25%) percent of all Committeemen and Committeewomen of the Organization, calculated by the Credentials Committee as of the date of the meeting. All votes are official by action of a majority of Committeemen and Committeewomen present at an official meeting of the Organization. Proxy voting and voting by mail are not permitted. Voting may be by voice vote, except for the election of officers and any other matters requiring the use of voting machines according to the terms of the Constitution and By-Laws or within the discretion of the Chair. Amendments to the Constitution and/or By-Laws may be made only in accordance with Article IV, Section 4 hereof.

ARTICLE VI

Amendments to the Constitution and By-Laws

1. Any Committeeman or Committeewomen of the Organization may offer an amendment to the Constitution and By-Laws of the Organization.
2. The proposed amendment shall first be submitted in writing to the Constitution and By-Laws Committee appointed by the Chair to review all proposed amendments and related issues. That review shall be completed by that committee no later than 90 days after submission. Thereafter, copies of the proposed amendment, together with any report which may be offered by the Committee, shall be mailed to all Committeemen and Committeewomen, Municipal Chairs, and Vice Chairs, and the officers of the Organization with a notice indicating that the amendment will be formally proposed and introduced at a meeting of the Organization scheduled for that purpose in no event to be later than 90 days after the date of the mailing. At that meeting, the proposed amendment shall be offered for a first reading, deliberation and explanation. Amendments to the proposal may be considered at this first meeting. Ratification of any proposed amendment shall occur only at a subsequent meeting.