

CAPITAL CITY GLBTA DEMOCRATIC CAUCUS, INC.
GENERAL MEMBERSHIP MEETING AGENDA
April 4, 2011

- I. Welcome and Introductions
- II. Verification of Quorum
- III. Agenda Updates
- IV. Review of Minutes
- V. Reports
 - a. President – Andy Janecek
 - b. Acting Vice-President – Michelle Comingore
 - i. Bylaws Committee – review and approval of proposed bylaws amendments.
 - c. Treasurer – Steven Hall
 - i. Finance Committee
 - ii. Update on “Diversity Talk” event held on March 26th.
 - d. Acting Secretary – Tiny Belcher
 - i. Membership Committee
 - e. Campaign & Communications – Lisa Comingore
 - f. Nominating & Election Committee – Jim Grantham, Tim Frizzell, Lisa Comingore
 - i. Discussion of duties and responsibilities.
 - g. Audit Committee – Jim Grantham, Tim Frizzell, Lisa Comingore
 - i. Discussion of duties and responsibilities.
 - h. Annual Meeting Program Committee – Jim Grantham, Tim Frizzell, Lisa Comingore, Michelle Comingore
 - i. Discussion of duties and responsibilities.
- VI. New Business
 - a. Next General Membership Meeting – need to appoint Program Committee and set location, date and time.
- VII. Old Business
 - a. Tallahassee PRIDEFEST 2011 (Information booth on April 16th.)
 - b. Third-Party Voter Registration application is pending.
 - c. Charter re-certification is pending.
- VIII. Adjournment
 - a. Next General Membership Meeting: TBD, location TBD.
 - b. Next Executive Meeting: Apr. 18, location TBD.

Report of the Bylaws Committee
March 24, 2011

In January 2011, the organization's President expressed interest in updating the bylaws of the Capital City GLBTA Democratic Caucus to add the Immediate Past President to the Board of Directors (board) and provide more flexibility in scheduling meetings. The committee chair subsequently prepared a draft of the bylaws with the requested changes and additional proposed changes to match the bylaws with caucus needs and practice.

The Bylaws Committee met on March 20, 2011, to review the draft bylaws changes. The committee approved the proposed amendments with some minor wording changes and discussed additional amendments to the bylaws. The chair provided the final draft to the board on March 21, 2011.

The board reviewed the final draft of the amended bylaws on March 21, 2011. The board approved additional technical amendments, which were added to the final draft. The final draft provided for the following amendments to the bylaws:

- Article II, Section 1. Add promoting diversity to the organization's mission.
- Article IV, Section 2. Add "any" to the forfeiture of rights and privileges for failing to recertify.
- Article V, Section 3. Limit prohibition from holding other elected office to only elected offices within the organization.
- Article V, Section 5.A.1. Remove reference to meeting held on the First Monday and require President to appoint Nominating & Election Committee in March. Replace reference to the organization's newsletter with the website.
- Article V, Section 5.A.2. Remove reference to held on the First Monday.
- Article V, Section 5.B.2. Remove requirement that nominee receiving the fewest votes at the annual meeting be removed from the next ballot.
- Article VII. Section 1. Adds the Immediate Past President to the Board of Directors and provide for alternate Past President if the Immediate past President cannot or will not serve on the board.
- Article VII. Section 3. Removes set day for board meetings, requires monthly board meeting, and requires seven days notice that includes the time, date and location for regular and special board meetings.
- Article VII. Section 5. Allows the board to take a vote through electronic means and requires board votes be reported at the next regular meeting.
- Article VII. Section 6. Requires the board to report emergency votes to the general membership at the next regular meeting.
- Article VIII. Section 1. Removes requirement to hold general membership meetings on the first Monday of each month, requires quarterly meetings as called by the President or board, and requires a general membership meeting to be held in April as required for Nominations & Elections.

- Article VIII. Section 2. Requires a regular general membership meeting to be held in June for the purpose of the annual meeting.
- Article VIII. Section 3. Technical amendment to remove unnecessary apostrophe.
- Article VIII. Section 5. Requires general membership meeting notices to include the date and location of the meeting and requires at least seven days advance notice.
- Article X. Section 1. Removes the Program Committee from the standing committees and requires standing committees to meet as needed to effectively conduct business.
- Article X. Section 2. Splits Finance Committee duties into two subsections to clarify when duties are to be completed and renames the section as subsection A.
- Article X. Section 3. Strikes reference to the “regularly scheduled” board meeting and renames the section as subsection B.
- Article X. Section 4. Removes the Campaign and Communications Committee duty to produce and distribute a newsletter and renames the section as subsection C.
- Article X. Section 5. Renames the section as subsection D.
- Article X. Section 6. Removes the Program Committee section.
- Article X. Section 7. Adds the Program Committee to the Special Committees and renames the section as Section 2.
- Article X. Section 8, 9 and 10. Renames the sections as subsections A, B, and C, respectively.
- Article X. Section 2.D. Creates subsection D. and adds Program Committee duties.
- Article X. Section 11. Renames the section as Section 3.
- Article X. Section 12. Renames the section as Section 4.
- Article XI. Section 2. Reduces written notice requirement of board meeting that will hear grievances from ten to seven days.
- Article XIV. Section 1. Requires bylaws amendments, Bylaws Committee report and board recommendation be provided to the general membership at least seven days prior to the meeting, instead of ten days.
- Subsequent Amendment Notes. Corrects dates of Caucus approval and adds summary of current amendments submitted for approval.

The board unanimously voted to approve the final draft, as amended by the board, and submit the amended final bylaws draft to the general membership for approval at the next meeting.

The final amended bylaws are now submitted to the general membership for review and approval at the April 4, 2011, regular meeting.

**BYLAWS
OF THE CAPITAL CITY GLBTA DEMOCRATIC CAUCUS, INC.,
A CHARTERED CHAPTER OF THE FLORIDA GAY, LESBIAN, BISEXUAL, AND
TRANSGENDER (GLBT) DEMOCRATIC CAUCUS**

PREAMBLE

We, the members of the Capital City GLBTA Democratic Caucus, Inc., united in a common purpose, in order to strengthen and further the ideals and principles of the Democratic Party, which recognizes and promotes diversity, good will, and respect for all members of the community, do hereby adopt and uphold these bylaws.

ARTICLE I. NAME.

The name of this organization shall be Capital City GLBTA Democratic Caucus, Inc., a Chartered Chapter (hereinafter referred to as “organization” or “chapter”) of the Florida Gay, Lesbian, Bisexual and Transgender (GLBT) Democratic Caucus, hereinafter referred to as “Caucus”.

ARTICLE II. OBJECT.

Section 1. Object. The object of this organization shall be:

- to stimulate active interest in political and governmental affairs;
- to promote diversity in political and government affairs;
- to strengthen and to further the ideals and principles of the Democratic Party;
- to provide reasonable and ongoing financial support to the Caucus;
- to promote participation among Democrats;
- to support and elect the duly selected nominees of the Democratic Party in national, state, and local campaigns;
- to foster good fellowship among Democrats; and
- to encourage voter registration and advocate issues without discrimination on grounds of race, color, creed, sex, age, national origin, physical disability, gender identity, or sexual orientation.

Section 2. Mission. Further, it shall be the mission of this organization to foster good will between gay, lesbian, bisexual, transgender and allied (GLBTA) members of the Democratic Party and the community at large. We seek individual freedom in the framework of a just society and political freedom in the framework of meaningful participation by all citizens.

Section 3. Endorsements. To further the goals of the organization, we will not explicitly endorse any candidate prior to the primary when more than one Democratic candidate is running for any one particular elected office. At no time, will this organization support any non-Democrat against a Democrat in any election, other than in judicial elections.

ARTICLE III. MEMBERSHIP AND AFFILIATION.

Section 1. Eligibility for Membership and Associate Membership.

A. Membership.

Any Democrat registered to vote in the State of Florida, supportive of the objectives of this Caucus, who wishes to participate actively in the chapter, and who pays dues as specified by the Board shall be a member. No other residency restriction may be placed upon membership or the privileges of membership.

B. Associate Membership.

Any Democrat, supportive of the objectives of this Caucus, registered in the State of Florida, but who cannot participate actively in the Caucus shall be an associate member, upon payment of dues specified by the Board. Associate members of the organization may participate in the activities of the organization, may be appointed to committees, and may attend and speak at meetings, but shall not make motions, vote, nor hold office.

Members and associate members of the organization shall automatically be associate members of the Caucus, and may wish to become full members (with voting and office-holding rights, upon payment of membership dues to the Caucus).

Membership will become immediately effective upon the payment of dues and verification of affiliation with the Democratic Party (either through presentation of a current voter registration card or confirmation of party registration with the Supervisor of Elections Office). Associate membership will be effective immediately upon the payment of dues and verification of voter registration status, to the maximum extent practicable.

C. Student Membership.

A student membership is available to all full-time students upon presentation of a valid student identification card. The rights of student members shall be equal to those of full or associate members, including voting and office-holding rights. Student memberships will be effective immediately upon the payment of dues, verification of voter registration status, and verification of student status.

Section 2. Friends of the Organization. Mindful of the need to reach out and the benefits of a policy of inclusion, a person who:

- (a) is not a Florida resident, or
- (b) is not eligible to register to vote in Florida,

but who subscribes to the purpose and mission of the organization, shall be a “friend”, upon payment of dues specified by the Board. “Friends” may speak at meetings and assist on

committees, but may not vote. “Friends” may be student “Friends” upon presentation of a valid student identification card.

Section 3. Dues. The organization, by vote of the Board, shall determine the annual dues of each category of membership or affiliation. Dues are payable upon joining and, thereafter, in advance on or before June 30th of each year. The Membership Committee will notify members two months in arrears; those renewing members whose dues are not paid within 30 days thereafter shall be automatically placed in inactive status and shall not be considered members. The voting privileges of those members in arrears will be suspended until dues are paid. Dues shall entitle one to membership in the organization (as either a member or associate member).

- (a) Membership dues are \$25.00.
- (b) Associate Membership dues are \$25.00.
- (c) Friends of the Organization dues are \$25.00.
- (d) Student Membership/Student “Friends” dues are \$15.00.
- (e) New members are welcome and encouraged to join year-round; however, members joining pursuant to subsections (a), (b), and (c) above from January 1st to June 29th of any particular year, membership dues shall be \$15.00 which shall entitle them to full membership through June 30th of the year in which they join. New members joining from June 30th through December 31st of any particular year shall be required to pay the full \$25.00 membership dues. Regular yearly dues are due and payable as noted above on June 30th for the following year, regardless of when the member joins.

Section 4. Resignation from Membership. Members desiring to resign from the organization shall notify in writing, electronic or otherwise, the President or other executive officer.

ARTICLE IV. ANNUAL PARTY CONTRIBUTION AND RE-CERTIFICATION.

Section 1. Contribution. The organization shall pay an annual contribution to the Florida GLBT Democratic Caucus, as prescribed by the Caucus and Florida Democratic Party rules.

Section 2. Charter Re-certification. In July of every odd numbered year, or at such time as otherwise required by the Caucus, the organization shall apply to the Membership and Chartering Committee of the Caucus for charter re-certification. Failure to do so shall result in the forfeiture of all rights and privileges of the use of the word Democrat, Democratic, or any derivative thereof.

ARTICLE V. OFFICERS.

Section 1. Officers. The elected officers of the organization shall be a President, a Vice President, a Secretary, and a Treasurer. All officers shall perform the duties prescribed by *Robert’s Rules of Order*, the parliamentary authority for the organization, as amplified and modified by these bylaws.

Section 2. Term of Office. The officers shall be elected by open ballot to serve for two years or until their successors are elected, and their term of office shall begin at the close of the annual meeting at which they are elected.

Section 3. Office-Holding Limitations. No member shall hold more than one elected office within this organization at a time. The President and the Vice President shall be of opposite genders. The gender of the persons involved will be by self-determination. The Executive Officers of this organization (the President, Vice President, Secretary, and Treasurer) shall be limited to two (2) consecutive terms only. This does not preclude any current Executive Officers from being eligible for a different Executive Officer position. Upon relinquishing the office for a two-year period, previous office holders shall again be eligible to be re-elected to the same position for another two (2) consecutive terms.

Section 4. Adequate Opportunity to Participate. The organization shall publicize fully the legal, practical, and pertinent procedures for selection of the organization's representatives and officers; such publication shall be timely to assure notice to all interested Democrats, whether members or prospective members, such that they may have adequate opportunity to participate.

Section 5. Nomination Procedure, Time of Elections, and Open Ballot Election.

A. Nominations.

1. ~~At the regular meeting held on the first Monday in~~ In March, the President shall appoint a Nominating & Election Committee, comprised of three members. The duty of this committee is (a) to publicize fully the election and requirements on ~~in~~ the organization's website newsletter and other appropriate community media, at least 30 days in advance of the annual meeting; (b) to recruit members for office; (c) to ensure the eligibility (consistent with these bylaws) of all members seeking office; (d) after ascertaining their willingness to serve, to nominate a candidate for each office to be filled at the annual meeting in June; and (e) to conduct the election process. No committee member may be nominated or elected to any office to be filled at the annual meeting.
2. At the regular meeting held ~~on the first Monday~~ in April, the Committee shall report and accept further nominations from the floor, subject to the Committee's subsequent determination of eligibility. The Committee will afford each candidate a reasonable opportunity to submit campaign material to the general membership, which will be distributed along with the call for the annual meeting.

B. Election.

1. Prior to the annual meeting, the Committee shall prepare one ballot with the names of each duly qualified candidate for each position. Each ballot shall be printed with the name and address of the organization at the top, followed by the position to be voted upon, with the candidates' names printed on the ballot. There will be a blank line or lines provided for each office, equal to the number of persons who can be elected for that position. At the bottom of the ballot, there will be two blank lines to be completed by the voter with the voter's signature and printed name.

2. Voting for officers will be by open ballot, in accordance with Florida Democratic Party rules, at the annual meeting in June. Members must be present to vote; absentee or proxy voting is prohibited. The Nominating & Election Committee will preside over and conduct the election process. At the annual meeting, additional nominations shall be in order and voters may write in that nominee's name and vote for that nominee on the line provided. Following each vote, the Committee shall collect and count ballots, utilizing additional tellers, as necessary, and will announce the results at the end of the count. A majority of those present and voting is required for election; ~~the nominee receiving the lowest number of votes is removed from the next ballot.~~ The Committee will afford any candidate the right to a recount, after which the Committee will certify the results.
3. To be eligible to vote, participate in elections, and be a candidate, a member must have been a member by the forty-fifth day prior to the annual meeting and maintain membership through the date of the annual meeting. The Secretary of the organization shall provide to the Nominating & Election Committee a list of members eligible to vote and be candidates forty-four days before the annual meeting and on an up-dated basis thereafter, as required by the Nominating & Election Committee.
4. If a candidate for office runs unopposed or the number of candidates for directorships equals or is less than the number of directors provided for in these bylaws, such candidates may be elected by acclamation.
5. All ballots shall be kept by the local representative of the Caucus for a period of thirty days following the date of the election and shall be available for review by any member. All ballots shall, thereafter, be transmitted to the Caucus, which may hold such ballots for a period of three years, after which time they may be destroyed.

ARTICLE VI. DUTIES OF OFFICERS AND ADVISORS.

Section 1. President. The President shall preside at all meetings of the organization and Board of Directors; shall be a member *ex officio* of all committees (except the Nominating and Elections Committee and the Audit Committee); and shall appoint the Chairs and members of all standing and special committees (except as provided in these bylaws). The President, or the President's designee from among the Board members, (a) shall represent the organization at county, district, state, and national meetings and functions and (b) shall act as spokesperson for the organization. The President shall serve as chief executive and administrative officer and shall provide guidance to the committee Chairs. The President shall preserve order at meetings and remove any person found to be disruptive at meetings and shall ensure that appropriate physical arrangements and furnishing are in place for each meeting with the assistance of the other officers.

Section 2. Vice President. The Vice President shall assist the President in the discharge of the President's duties and shall assume that office in the absence, or inability to serve, of the President. The Vice President shall serve as Chair of the Bylaws Committee. The Vice President shall advise the President, other officers, committees, and members on matters of parliamentary procedure.

Section 3. Secretary/Historian. The Secretary is the recording officer of Board and general membership meetings and is custodian of all records of the organization, except those assigned to other officers or committee chairs by these bylaws. These records include, but are not limited to, the minutes of all meetings, committee reports, the official membership roll, lists of committees and their members, bylaws, special rules of order, and standing rules. These records (in addition to all photographic materials that may become available) shall be maintained as a narrative account of the organization's activities during the Secretary's term of office which, when approved by the organization, will become a permanent part of the organization's official history. The Secretary shall issue the call of meetings, prepare an order of business for the presiding officer, and – in the absence of the President or Vice President – shall call a meeting to order, until a Chair *pro tempore* is elected. The Secretary shall co-chair the Membership Committee.

Section 4. Treasurer. The Treasurer shall be the custodian of all funds of the organization; shall keep an accurate record of receipts and expenditures; shall present a statement of all income, expenditures, accounts payable, and income receivable, in a format acceptable to the Board, at each meeting, occurring since the previous meeting; shall make such interim reports as directed by the Board or organization, and shall prepare and present an annual statement of expenses and receipts. The Treasurer shall provide a monthly report to the Board and an annual report to the Audit Committee in sufficient time for its review and approval. All reports, signed by the Treasurer (and the Audit Committee for annual reports), should be distributed, to the extent practicable, to members at least two days in advance of each Board meeting. The Treasurer shall present a written summary financial report, including cash balance on hand less outstanding obligations, at each regular general membership meeting, and shall have the detail available for member review. The Treasurer shall disburse funds as authorized by the Board. Checks exceeding \$250.00 shall require approval of the Treasurer and President. The Treasurer shall maintain a fidelity bond during the term of office, which bond shall be paid by the organization. The Treasurer, with the approval of the Board, may appoint deputies to receive and account for funds. The Treasurer shall chair the Finance Committee.

Section 5. Loyalty Oath. Officers and committee chairs shall execute a loyalty oath, in the form and manner prescribed by the rules of the Florida Democratic Party, immediately upon taking office at the annual meeting, or as soon thereafter as possible (within 30 days), and before discharge of their duties. Notwithstanding any other provision of these bylaws, failure to comply shall result in immediate removal from office.

Section 6. Maintenance of Membership. All officers shall pay dues by June 30th. Notwithstanding any other provision of these bylaws, failure to comply shall result in immediate removal from office.

Section 7. Organization Records. All records created and maintained by officers in the discharge of their duties shall be the exclusive property of the organization. Officers shall be custodians of such records during their term of office and shall physically present them at the annual meeting (or such other time when their term ends) to ensure the smooth transfer of all records to succeeding officers immediately upon the election of their successors.

ARTICLE VII. BOARD OF DIRECTORS.

Section 1. Board Composition. The officers, ~~and~~ standing committee chairs, and the Immediate Past President of the organization shall constitute the Board of Directors. In the event the Immediate Past President is unwilling or unable to serve, the presiding President may appoint a previous Past President to the Board of Directors.

Section 2. Duties and Powers of the Board. The Board of Directors shall have full power and authority over the affairs of the organization, except as reserved specifically to the general membership in these bylaws. The Board shall be subject to the orders of the organization and none of its acts shall conflict with action taken by the organization.

Section 3. Board Meetings. Unless otherwise ordered by the Board, regular meetings of the Board of Directors shall be held once on the 3rd Monday of each month, or as otherwise called by the President. Special meetings of the Board may be called by the President and shall be called, within seven days, upon the written request of five members of the Board. Except in cases of emergency, at least seven days notice of all regular and special meetings of the Board shall be given, which notice shall include the time, date, and location of the meeting.

Section 4. Quorum. A majority of the voting members of the Board shall constitute a quorum.

Section 5. Voting. No vote at a Board meeting shall be taken by secret ballot. Proxy voting shall be prohibited. Voting may be taken at a meeting or through electronic means. Any such action taken must subsequently be reported by the Board to the general membership at the next regular meeting.

Section 6. Emergency Authority of the Executive Committee. In case of emergency, if a special Board meeting cannot be called in a timely fashion, the President may convene a meeting of the Executive Committee of the Board, comprised of the President, Vice President, Secretary, and Treasurer as voting members and one standing committee chair as a non-voting member. A quorum shall be three voting members. At any such meeting, the Executive Committee may take action and vote on matters of urgent interest to the organization, provided that such vote is unanimous to be valid. Any such action taken must subsequently be reported by ~~ratified by a vote of~~ the Board to ~~or~~ the general membership at the next regular ~~regularly scheduled~~ meeting.

ARTICLE VIII. GENERAL MEMBERSHIP MEETINGS.

Section 1. Regular Meetings. Regular general membership meetings of the organization shall be held at least quarterly as called by the President or by a majority of the Board of Directors, on the first Monday of each month, unless otherwise ordered by the organization, except that a regular general membership meeting shall be held in April in compliance with Article V, Section 5.

Section 2. Annual Meeting. ~~A~~ ~~The~~ regular general membership meeting shall be held during the month of June and shall be known as the annual meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 3. Special Meetings. Special general membership meetings may be called by the President or by a majority of the Board of Directors, in writing, and shall be called upon the written request of

twenty percent of the organization's membership. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least seven ~~days~~ days notice shall be given.

Section 4. Quorum. Twenty percent of the organization's membership shall constitute a quorum at general membership meetings. Thirty-five percent of the organization's membership shall constitute a quorum at the annual meeting held during the month of June.

Section 5. Meetings Open to All Democrats. The time, date, and location ~~place~~ for all regular, annual, and special meetings of the organization shall be publicized fully and in such a manner as to assure timely notice to all interested persons. Except in cases of emergency, at least seven days notice shall be given. Meetings shall be open to all members of the Democratic Party regardless of race, color, creed, sex, age, national origin, sexual orientation, gender identity, or physical disability. All meetings shall be in a facility accessible to the physically handicapped.

Section 6. Voting. No vote at a meeting of the organization shall be taken by secret ballot. Proxy voting shall be prohibited.

ARTICLE IX. VACANCIES AND REMOVAL.

Section 1. Vacancy of President. If a vacancy occurs in the office of President, the Vice President shall become President.

Section 2. Other Vacancies. Other vacancies shall be filled, on an acting basis, by appointment of the President, until the next regular meeting of the organization, provided that 10 days notice is given of the vacancy, at which time the position will be filled for the remainder of the term, by nominations from the floor. Election shall be by open ballot; members shall indicate their choice for the vacancy and shall sign and print their own name. Election may be by acclamation, if only one nominee is presented for the vacancy. All ballots shall be kept by the local representative of the Caucus for a period of thirty days following the date of the election and shall be available for review by any member. All ballots shall, thereafter, be transmitted to the Caucus, which may hold such ballots for a period of three years, after which time they may be destroyed.

Section 3. Removal. Any officer may be removed upon a two-thirds vote of the members at any regular or special general membership meeting after at least ten days notice to the membership that a motion for the purpose of removal of such officer will be considered at such regular or special meeting. The removal may be for cause, including, but not limited to, malfeasance, misfeasance, neglect of duty, abandonment of office, incompetence, permanent inability to perform official duties, and conviction of a felony. Any absence from four Board meetings shall constitute neglect of duty. Unexcused absences from two consecutive regular Board meetings shall constitute abandonment of office.

ARTICLE X. COMMITTEES.

Section 1. Standing Committees. The Standing Committees shall be Finance, Bylaws, Campaign

and Communications, and Membership, and Program. Standing committees shall meet as needed to effectively conduct the business of the committee.

A. Section 2. Finance Committee.

1. Promptly after each annual meeting, the President shall appoint a Finance Committee, comprised of the Treasurer and at least two other members. The Finance Committee may from time to time submit amendments to the budget for the current fiscal year, which may be adopted by the Board. It shall submit quarterly reports on budget performance.
2. It shall be the duty of the committee to prepare a budget for the next fiscal year, which shall begin the first day of July of the following year, and to submit same to the Board fourteen (14) days prior to the annual meeting for approval at the annual meeting. The Finance Committee may from time to time submit amendments to the budget for the current fiscal year, which may be adopted by the Board. It shall submit quarterly reports on budget performance.

B. Section 3. Bylaws Committee. The Bylaws Committee, chaired by the Vice President, shall review all changes to the bylaws, special rules, and standing rules and shall report on any such changes to the Board and general membership as appear necessary and feasible from time to time. The committee shall review proposed amendments to the bylaws expeditiously and shall report its recommendations at the next regularly scheduled Board meeting.

C. Section 4. Campaign and Communications Committee. The Campaign and Communications Committee shall work toward the election of all Democratic candidate nominees for the area covered by this organization, including county, state, and national candidates; shall organize voter registration efforts; shall serve as the clearinghouse for candidates' requests for volunteers; and shall mobilize the general membership and the GLBTA community to vote. The committee shall report to the organization on the status of candidates and issues (including endorsements), recommending actions, as appropriate. The committee shall ensure that all activities, including meetings, are advertised in an appropriate and timely manner. It shall be responsible for the editing, publication, and distribution of the newsletter. It shall also develop and maintain a chapter website and logo, subject to Board approval.

D. Section 5. Membership Committee. The Membership Committee, which shall be ~~co~~-chaired by the Secretary, shall recruit new members, notify members of renewals and arrearages, and confirm that all persons wishing membership are, in fact, registered Democrats and meet other requirements, appropriate to their category of membership. It shall verify the membership status of persons attending meetings for voting purposes. It shall recommend rules and procedures relating to membership requirements and dues, including the manner and form of initial application and renewals. The committee shall maintain a current and accurate membership list and provide a copy of such list to the Secretary, as the official membership roll, and to the Treasurer.

Section 6. Program Committee. The Program Committee shall plan the speaking program for each regular general membership meeting of the organization, as appropriate.

Section 2.7. Special Committees. The Special Committees shall be Audit, Mediation, and

Nominating and Election, and Program.

A. Section 8. Audit Committee. The Audit Committee, comprised of at least three members, shall be appointed within ten days of the annual meeting. The duty of the committee shall be to audit the Treasurer's books, the annual financial report, or any other financial reports required to be audited by the Board or general membership. The President, Vice President, Secretary, and Treasurer shall be ineligible to serve on such committee, although they may be called upon to provide all information required by the committee to carry out its duties.

B. Section 9. Mediation Committee. The President shall appoint a Mediation Committee comprised of at least three members, whose duty shall be to investigate and resolve grievances and disputes arising between or among members, as set forth in these bylaws.

C. Section 10. Nominating and Election Committee. The President shall appoint a Nominating and Election Committee whose duties are defined in these bylaws.

D. Program Committee. The Program Committee shall plan each speaking program and secure adequate facilities for each regular general membership meeting of the organization, as appropriate. It shall plan social activities, fundraisers, educational programs or other general membership activities held in addition to general membership meetings.

Section 3. 11. Other Committees. The President shall appoint members of other committees, standing or special, as the Board or general membership shall, from time to time, deem necessary to carry on the work of the organization.

Section 4. 12. Committee Records and Reports. All records created and maintained by committees in the discharge of their duties shall be the exclusive property of the organization. Committee chairs shall be custodians of such records, shall make copies of all records quarterly for submission to and retention by the Secretary and shall transfer all records to succeeding chairs immediately upon the appointment of their successors. All committee reports requiring action at a Board meeting shall be in writing and should be received by Board members at least two days in advance of the meeting. All committee chairs shall report on any action taken by the committee since the previous business month, if any.

ARTICLE XI. MEDIATION AND GRIEVANCE PROCEDURES.

Section 1. Grievance Resolution through Mediation. Members may avail themselves of internal mediation procedures for resolving disputes and grievances amicably. Such disputes and grievances shall involve violation of the codes of conduct, as approved by the general membership, or conduct otherwise involving the organization which tends to injure its good name, disturb its well-being, or hamper it in its work. A member shall submit, in writing, to the Mediation Committee any charges and complaints against another member or officer. The committee shall invite the parties to attend, testify, and submit any pertinent documents or evidence at sessions called to resolve the dispute. The committee shall meet and mediate the dispute within fifteen days of the date of receipt of the grievance. Committee members who are parties, witnesses to the dispute, or may otherwise have a

real or perceived conflict of interest, shall recuse themselves. It shall recommend an equitable resolution to the parties involved and, if acceptable to them, shall report its findings and the resolution to the Board.

Section 2. Grievance Resolution through Board Decision. If such resolution is not acceptable to the parties, the committee shall forthwith report its findings and recommendations or sanctions, including revocation of membership not to exceed two membership years, to the Board. A two-thirds vote by the Board and general membership is required to terminate membership. The committee Chair shall promptly forward, by certified mail, to the parties involved a copy of the committee's findings and recommendations, together with the time and place of the next succeeding meeting of the Board at which time the matter will be considered, provided that at least ~~seven~~ **ten** days written notice is given of the purpose of such meeting. Decisions of the Board, except the recommendation to revoke membership, are effective immediately. Such decision or recommendation may be appealed at the next regular general membership meeting, except the annual meeting. Decisions may also be appealed to the Caucus, in accordance with its prescribed grievance procedures.

Section 3. External Grievance Procedures. Disputes and grievances may also be resolved by the president and officers of the Caucus, utilizing the Caucus's grievance procedures. Such resolution may be appealed to the Judicial Council no later than forty-five days from the date of said decision.

ARTICLE XII. PARLIAMENTARY AUTHORITY.

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order the organization may adopt, the rules of the Caucus, Florida Democratic Party and National Democratic Party, and any statute applicable to this organization that do not authorize the provisions of these bylaws to take precedence.

ARTICLE XIII. MISCELLANEOUS PROVISIONS.

Section 1. Dissolution. In the event this organization wishes to dissolve, a resolution stating the date of dissolution and reasons for the same shall be adopted by a majority vote at a regular general membership meeting, provided that such resolution is submitted in writing at the previous meeting. When the organization disbands for any reason, the assets and funds of the organization, after all debts are satisfied, shall become the property of the Caucus.

Section 2. Use of Membership and Mailing Lists. Due to the unique nature of the organization and the need to protect the privacy of members, the organization, consistent with Florida Democratic Party rules, shall preserve the confidentiality of information provided by members. The release or use of the membership and mailing lists of the organization and related contact information shall be prohibited, unless authorized by the Board or general membership. Unauthorized release or use of such lists or information shall result in the immediate revocation of membership in the organization for a period not to exceed two years. To ensure due process, the Mediation Committee shall

investigate the circumstances and consequences of such unauthorized release or use and shall report its findings and recommendations to the Board, as expeditiously as possible.

ARTICLE XIV. AMENDMENT OF BYLAWS.

Section 1. Amendment Process. These bylaws may be amended at any regular general membership meeting by a two-thirds vote, provided that the text has been reviewed by the Bylaws Committee and the Board, and provided further that it is forwarded to the membership for its consideration at the next general membership meeting and that such text and the Committee's report, its recommendation, and the Board's recommendation are provided in writing to the membership no less than ~~seven~~ ten days prior to the meeting. Bylaws, and any changes or amendments thereto, together with copies of the minutes of the meeting at which such amendments were adopted, shall be filed with the Caucus within thirty days following adoption.

Section 2. Effective Date. All amendments shall be effective immediately, but shall be subject to the approval of the Caucus and the Florida Democratic Party Committee on Clubs, Organizations, and Caucuses. Any amendment or change, which is not approved, shall be deleted from the bylaws. Actions taken pursuant to such non-approved amendment or changes shall be null and void.

* * * * *

By a vote of 14 YEAS and 0 NAYS, on January 29, 2009, the Bylaws were approved.

The Bylaws were approved by the Caucus on ~~February 21~~ January 29, 2009.

Subsequent amendments include:

By a vote of 8 YEAS and 0 NAYS, on June 1, 2009, the Bylaws were amended, as follows:

Caucus name was changed from "Capital City GLBTA Democratic Caucus" to "Capital City GLBTA Democratic Caucus, Inc." to acknowledge corporate name as recorded with Florida Secretary of State, Division of Corporations.

~~Such amendment was approved by the Caucus on June 1, 2009.~~

By a vote of 6 YEAS and 0 NAYS, on May 3, 2010, the Bylaws were amended, as follows:

Changes as described in the minutes of the general membership meeting held on May 3, 2010.

~~Such amendment was approved by the Caucus on May 3, 2010.~~

By a vote of YEAS and Nays, on April 4, 2011, the Bylaws were amended as follows:

Changes as described in the minutes of the general membership meeting held on April 4, 2011:

Update organization objectives;

Add past president to the board;

Change meetings from monthly to "as called" with a minimum number of days notice;

Correct the Finance Committee duties timeline;

Update the standing and special committees to meet needs and abilities; and

Other changes for technical and organizational purposes.

Such amendments were approved by the Caucus on MONTH DAY, 2011.