

# **CODE OF BYLAWS OF THE INDIANAPOLIS DEMOCRAT AFRICAN AMERICAN CAUCUS,**

**Draft**

**April 12, 2014**

## **ARTICLE I**

### **Name and Purpose**

**Section 1.1 Name.** The name of this organization shall be known as the Indiana Democrat African American Caucus Indianapolis Chapter, and herein referred to as “IDAAC-Indy”.

**Section 1.2 Purpose.** The Purpose of IDAAC-Indy shall be to enhance Democratic Party participation and inclusion of African Americans in planning and the decision making process for the election and appointment of African Americans to public office and to party positions, and to promote active participation of African Americans in Local, State and National levels of the Democratic process.

**Section 1.3 Registered Office.** The registered office or principal place of business address of IDAAC-Indy shall be P.O. Box 269224 Indianapolis IN, 46226

## **ARTICLE II**

### **MEMBERSHIP RULES AND REQUIREMENTS**

**Section 2.1 Member.** A member of IDAAC-Indy shall include all persons as described in section 2.2.

**Section 2.2 Definitions.** As used in the bylaws of IDAAC, the following words and phrases shall mean:

- a) “**Regular Member**” shall mean a person who is considered a member in good standing, as herein defined and affiliated with our Indianapolis chapter. Qualified Members shall have full voting rights.

b) “**Honorary Members**” shall mean any person elected to hold a high elective office that is either over or within the jurisdiction of the City of Indianapolis, i.e. Governor, Secretary of State, Attorney General, Mayor, City-County Councilor, State Legislator, ect, who may not otherwise meet the Membership criteria. Said Member must be nominated by a Regular Member and voted upon by the Membership during any monthly meeting of IDAAC-Indy. However, such members shall have no voting rights.

c) “**Associate Members**” shall mean any person that does not meet the Membership criteria of Section 2.3, and supports the Purpose of IDAAC-Indy outlined in section 1.2, and is recommended for membership by any voting member of IDAAC-Indy. Such members shall have a voice and may participate in IDAAC-Indy’s deliberations; however, such members shall have no voting rights.

d) “**Youth Member**” shall mean any person who is considered a member in good standing as herein defined, affiliated with the Indianapolis Chapter and is twenty-three years of age or younger. Such Members meeting the Membership criteria in Section 2.3 shall have full voting rights. Such members not meeting the Membership criteria shall have a voice and may participate in IDAAC-Indy deliberations; however, such members shall have no voting rights.

e) “**Charter Member**” shall mean any person who has paid an additional assessment of twenty-five dollars (\$25.00) for the purpose of:

- 1) Establishing a Local Indianapolis Treasurer.
- 2) Incorporating.
- 3) Payment of customary “start-up” expenses.

Such members shall have full voting rights.

**Section 2.3 Membership Criteria.** A person may become a member of IDAAC-Indy by fully meeting the following qualifications:

- a) Must be a registered voter and member of the Democratic Party as reflected by the member’s vote in the last Primary Election.
- b) Must be a resident of Marion County and/or the Indianapolis Metropolitan Statistical Area.

- c) Must be in good financial standing, including payment of all dues for the current calendar year. A member shall be member in good standing after 30 days of joining.
  
- d) Must be an African American.

Only members meeting the foregoing qualifications shall have voting rights and shall be eligible to hold an elected office in (IDAAC-Indy) as set forth in Articles V and VII.

### **ARTICLE III DUES AND FISCAL YEAR**

**Section 3.1 Member Dues.** With the exception of Honorary Members and Youth Members, each member shall be required to pay annual dues of twenty-five dollars (\$25.00). Youth Members shall be required to pay annual dues of ten dollars (\$10.00) with member roster, including name, address, telephone, and email within 10 days after each update. Membership dues shall not be prorated.

**Section 3.2 Increases or Decreases.** Any and all increases or decreases in dues must be approved by a majority vote representing two-thirds (2/3) of the members present at a regular membership meeting. Before such a vote, a thirty day notice shall be mailed to each member's last known address on record.

**Section 3.3 Fiscal Year.** The fiscal year of IDAAC-Indy shall be a calendar year and shall begin on January 1<sup>st</sup>, and end at the close of December 31<sup>st</sup>.

**Section 3.4 Payment of Dues and Delinquency.** Failure to pay dues within sixty days of the anniversary date shall result in the automatic suspension of a member. A suspended member shall have no voting or other rights available to members. A suspended member may be reinstated by the payment of delinquent dues. If the membership of any suspended member is not reinstated within a year of the anniversary date, the membership of the suspended member shall be automatically revoked at the end of such a year. Thereafter, such individual may become a member only by making a new application and by paying dues for the then current calendar year.

### **ARTICLE IV**

## MEETINGS

**Section 4.1 Regular Meetings.** The Indianapolis Chapter shall hold a regular monthly membership meeting at the Julia Carson Center located at 300 E Fall Creek Parkway (New jersey Street), Indianapolis, IN 46205. These monthly meetings will occur every second Saturday of each month during the calendar year. The Secretary of IDAAC-Indy shall notify the State Secretary of such meeting. A record of the proceedings shall be kept for at least two (2) years, by the Secretary of IDAAC-Indy.

**Section 4.2 Executive Meetings.** The Indianapolis Chapter shall hold a regular executive team meeting on the fourth Thursday of every month. The location of these meetings will be at the Julia Carson Center 300 E Fall Creek Parkway (New jersey Street), Indianapolis, IN 46205.

**Section 4.3 Special Meetings.** The president of IDAAC-Indy, or one third (1/3) of the membership of record and in good standing shall call a special meeting. A fifteen (15) day written notice, stating the purpose, time, date, and place for the meeting, and must be mailed to each member of record at last known address on record.

**Section 4.4 Notice and Mailings.** All written notices shall be deemed duly served when the same has been deposited in the United States mail with first class postage fully prepaid, delivered to a courier service, transmitted by facsimile, transmitted by “electronic mail” or such other written communication reasonably designed to provide prompt notice, plainly addressed to the addressee at his/her last address appearing on the appropriate record of IDAAC-Indy. Members without electronic mail or facsimile must receive communications via postal service.

**Section 4.5 Waiver of Written Notice.** Notice of the time, place, and purpose of any meeting of the Membership, may be waived by telegram, cablegram, facsimile or other writing, before such meeting is to be held. Waiver of written notice may be granted with the approval of fifty one percent (51%) of the Membership of record with such members names recorded in books and records pursuant to section 13.2.

**Section 4.6 Meeting Location.** The location of the regular, executive, and special meetings will be at the Julia Carson Center located at 300 E Fall Creek Parkway (New jersey Street), Indianapolis, IN 46205. This location shall be changed by a decision made by the executive team at least 15 days before the next meeting. The location shall also be changed at the regular meeting of the month by a majority vote of voting members during a meeting with a quorum. The location change will take effect at the next regular meeting. Special meetings are deemed to be at the current location of 300 E. Fall Creek Parkway, but may be changed by the

executive team as deemed necessary. All active members must be notified at least 15 days before the special meeting about its location and time.

**Section 4.7 Quorum.** At any meeting of IDAAC-Indy, a majority of its Membership, not less than twenty-five percent (25%) of members in good standing of record in good standing shall constitute a quorum for the transaction of business. This provision can only be waived by a majority vote at any meeting for the purpose of transacting business deemed vital to IDAAC-Indy.

**Section 4.8 Manner of Acting.** Any action by a majority of the Membership at a meeting in which a quorum is present shall be the act of IDAAC-Indy unless the act of a greater number is required by law, the Articles of Incorporation or these bylaws.

**Section 4.9 Consent of Action.** Any verbal or written action required or permitted to be taken for any reason by the IDAAC-Indy president or membership concerning IDAAC's mission and or purpose shall be requested for consent by a majority vote of the IDAAC membership only. The Indianapolis Chapter, President, or Executive Board shall not govern State IDAAC and its policies, especially relating to the States Political process and issues.

**Section 4.10 Rules of Order.** All meetings shall be governed by Robert's Rules of Order Newly Revised from time to time, so long as such rules are not inconsistent with these bylaws or any special rules of order adopted by the Executive Board.

## **ARTICLE V ELECTIONS**

**Section 5.1 Elections.** IDAAC-Indy shall conduct elections of officers reflected in Section 7.1 on a Biennial, two-year, basis. This election should be held before November 15, of the election year. Elected officers will assume office on the first of January the following year.

**Section 5.2 Voting.** Each member of record in good standing with IDAAC-Indy is entitled to vote with the exception of Associate and Honorary members as set forth in Section 2.2. Voting for the election of officers shall be made in person, or by absentee ballot. No member of record shall be allowed to vote by proxy.

**Section 5.3 Candidates.** Any member of record in good standing in accordance with Section 2.2 and has been a member for 90 days is eligible to run for an elected office as described in Section 8.1

**Section 5.4 Information for Candidates.** At least thirty days before each biennial election (**IDAAC-Indy's**) secretary will make available to each candidate for office a list of members in good standing and eligible to vote in an election.

## **ARTICLE VI OFFICERS**

**Section 6.1 Election of Officers.** Election of officers to **IDAAC-Indy** shall be held biennially on the date on or before November 15, which shall be effective for the following year commencing January 1.

**Section 6.2 Officers.** The following individuals shall serve as Executive Officers:

- a) President
- b) Vice-President
- c) Secretary
- d) Treasurer
- e) *Parliamentarian*
- f) *Webmaster*

A Parliamentarian and the Webmaster who shall assist the President shall be appointed by the President.

**Section 6.3 Terms.** All officers shall serve for a two-year term.

**Section 6.4 Executive Board.** The **Executive** Board is entrusted to oversee the business of the IDAAC-Indy between meetings. The Executive Board is comprised of the President, Vice-President, Secretary, and Treasurer.

**Section 6.5 Removal of Officers.** Any officer may be removed for: not fulfilling his/her duties, not complying with IDAAC-Indy bylaws and by a vote of no less than two-thirds (2/3) of the membership, whenever in the best interest of IDAAC-Indy will be served thereby. Any officer shall be removed immediately upon conviction and imprisonment.

## **ARTICLE VII DUTIES OF OFFICERS**

**Section 7.1 Duties of Officers.** All duties and other responsibilities contained in Article VII shall apply to the elected Officers' of IDAAC-Indy.

**Section 7.2 President.** The President shall preside over all meetings of the membership, also shall have all the general powers and duties which are usually vested in the office of the President, including the chairing of all regular and special meetings of the membership, scheduling of meetings, determining the agenda for meeting, appointing and removing task forces or committees members, naming the committee chairs, developing the charges to the committees, and represents the IDAAC-Indy chapter to the community and towards the State IDAAC. The President also certifies the existence of financial obligations and is signatory on accounts.

**Section 7.3 Vice-President.** In the absence of or disability of the President, the Vice-President shall perform the duties and exercise the powers of the President. The Vice-President shall also perform other duties as determined by the President, and Executive Board. IF the President can no longer fulfill the duties of the office, the Vice-President shall serve as the interim President, until a new President is elected.

**Section 7.4 Secretary.** The Secretary, also known as the Archivist, shall ensure that minutes are kept of all meetings of the membership and those copies of the agenda minutes, resolutions and other meeting actions are maintained in a permanent record. Such documents and records are to be provided to the Membership in a timely manner. The secretary shall also maintain a current list of IDAAC-Indy's members, and send written notices of each IDAAC-Indy meeting to the membership.

**Section 7.5 Treasurer.** The Treasurer shall assist in preparing and monitoring the annual budget and keep an account of all monies of IDAAC-Indy received and disbursed and is signatory on accounts. The Treasurer shall reconcile all accounts of IDAAC-Indy reporting any discrepancies

to the Executive Board. The Treasurer shall also furnish financial reports quarterly or as requested to the membership and shall perform such other duties the President may prescribe.

**Section 7.6 Parliamentarian.** The Parliamentarian shall interpret to the presiding officers and the membership rules governing the transaction of business of IDAAC-Indy and local Chapters as stated in the bylaws and Robert's Rules of Order Newly Revised. The Parliamentarian shall make a determination regarding procedural conduct of the meeting in accordance with Robert's Rules of Order Newly Revised.

**Section 7.7 General Counsel.** The President shall appoint a General Counsel to IDAAC-Indy to advise the officers and Executive Board on legal matters, affecting IDAAC-Indy and its business activities. Any such General Counsel appointed by the President shall serve at the pleasure of the President, for a term not longer than the appointing President's term of office.

**Section 7.8 Filing Vacancies.** During the two-year term the Vice-President shall serve as interim President as outlined in Section 7.3. Should any office, excluding the President become vacant or remain vacant after a biennial election, vacancies in office shall be filled for the remainder of the expired term by vote of the Executive Board.

## **ARTICLE VIII COMMITTEES**

**Section 8.1 Standing or Special Committees.** IDAAC-Indy may establish such other standing committees or special *ad-hoc* committees or task forces as it determines is warranted in the exercise of its discretion. The President shall be a voting ex-officio member of all committees. The standing committees of IDAAC-Indy are:

a) Executive Board

This committee has the authority to ensure that IDAAC-Indy is in compliance with the Secretary of State's office and laws governing the organization, including, but not limited to, filing organizational paperwork with the State and federal government.

b) Voter Outreach



This committee will work to register new voters and volunteer for voter outreach activities, such as door-to-door canvassing. This committee will learn how to create walk-lists and other items needed for voter outreach activities.

c) Membership Committee

This committee shall be responsible for recruiting new members to the organization. They will accomplish this by holding membership drives and will maintain an accurate membership database.

d) Election/Nominating Committee

This committee shall be responsible for the recruitment of eligible members, as defined in Article II, to fill office positions during the election process of the organization.

The committee shall ensure that each candidate fully complies with the fulfillment of the membership's criteria of IDAAC-Indy

The Chairperson of the Election/Nominating Committee shall be appointed by the President no less than three months prior to the biennial election of Executive officers.

e) Community Outreach and current events Committee

The purpose of this committee is to keep with the pace of the city and current events and concerns throughout the city. This committee will also work with media outlets to produce a message and a strong front for political members throughout the city of Indianapolis.

f) The Bylaws Committee

This committee shall review and recommend changes to the Bylaws of IDAAC-Indy as needed, also recommend changes or corrections to the bylaws at least once every four (4) years.

g) The Strategic Planning Committee

This committee shall manage the development, review and update of the organization's strategic plans. Review the annual comprehensive Strategic plan and submit the plan to the Membership for final approval.

## **ARTICLE IX EXECUTION OF INSTRUMENTS**

**Section 9.1 Checks, Drafts and Money Orders.** All checks, drafts and orders for payment of money shall be signed in the name of IDAAC-Indy by the President and Treasurer.

The Treasurer shall be delegated authority to issue checks, drafts and orders for payment of money in the name of IDAAC-Indy in the capacity of Treasurer.

**Section 9.2 Contracts, Conveyances and Other Legal Documents.** Only the President shall sign into execution any contract, conveyance or other legal instrument with the approval of the Executive Board of behalf of IDAAC-Indy.

## **ARTICLE X PUBLIC COMMUNICATION**

**Section 10.1 Policy Decision, Position, and Statements.** The IDAAC-Indy President, with the approval of the community outreach board may make public policy decisions, positions and statements, whatever decisions made will be brought back to the membership at the next regular meeting after the decision was made. Any such public policy, decisions, positions, and statements shall require discussion, input, and shall be approved by a majority vote representing two-thirds (2/3) of the members in good standing present during a regular, emergency, or special meetings.

**Section 11.2 Political Party Decisions.** The IDAAC-Indy President, with the approval of the Executive Board may make public political party decisions; in which any decision made will be brought to the membership at the next regular meeting. Any such public political party decisions shall require discussion, input, and shall be approved by a majority vote representing two-thirds (2/3) of the members in good standing present during regular, annual or special meetings.

## **ARTICLE XI PRIVACY**

**Section 12.1 Member Privacy of Information.** IDAAC-Indy shall under no circumstances make available the Memberships' contact information to any other organization, individual or entity without the written consent of the member, including: name, address, any phone number(s), or e-mail address(es). IDAAC shall receive all membership information from Indianapolis's chapter member roster quarterly or upon request.

## **ARTICLE XII DISSOLUTION**

**Section 12.1 Dissolution.** In the event IDAAC-Indy is dissolved, all records and other property including real property and monies in all financial institutions shall be forwarded to the State-wide IDAAC organization.

## **ARTICLE XIII MISCELLANEOUS**

**Section 13.1 Books and Records.** The IDAAC-Indy chapter shall keep correct and complete books and records of accounts and shall keep minutes of the proceedings of its Membership, Officers and committees having authority from the Membership. All books and records of IDAAC-Indy may be inspected with written consent and approval of the membership, by any member in good standing for the purpose of clarification on any given matter concerning the business of IDAAC-Indy.

**Section 13.2 Financial Records.** The financial records of IDAAC-Indy shall be kept correct and complete as stated in Section 2 and maintained at its registered office or principle place of business as listed in Section 1.3 respectively for a period of no less than two (2) calendar years.

## **ARTICLE XIII AMENDMENTS OF THE BYLAWS**

**Section 14.1 Amendments.** These bylaws shall be amended at any regular meeting, providing that sufficient notice of the proposed amendments is mailed to each member of record in good standing at their last known address on record at least twenty days before the meeting. These bylaws shall be amended by an affirmative vote of two-thirds (2/3) of the membership in good standing and present at a regular meeting.

**Section 14.2 Effective Date.** Through the action taken by the members present at the meeting held in Indianapolis, Indiana on (*enter date here*) these bylaws became effective on (*enter date here*), which is recorded in the minutes.