

## **Constitution of the Four Freedoms Democratic Club**

Effective as of July 17, 2014

As amended on January 22, 2015, January 8, 2018, May 8, 2018, January 14, 2019, January 21, 2020, and November 19, 2020

### **Preamble**

On January 6th, 1941, President Franklin D. Roosevelt spoke of the Four Freedoms that are the birthright of all humankind: Freedom of Speech, Freedom of Worship, Freedom from Want, and Freedom from Fear.

We seek to extend this vision into the 21st Century.

### **Article I: Name**

The name of this organization shall be the **Four Freedoms Democratic Club**.

### **Article II: Purpose**

The purpose of this Club shall be:

- a) to provide an active and progressive Democratic organization in the 76<sup>th</sup> Assembly District of New York State, and its successor districts;
- b) to promote and organize progressive opinion on local, state and national issues;
- c) to democratize the political process and encourage popular involvement in it;
- d) to serve the needs of the Upper East Side and Roosevelt Island;
- e) to support candidates of ability, integrity, and liberal conviction for public and party office;
- f) to participate actively in the civic affairs of the community on the Upper East Side and Roosevelt Island, and to attempt to further the interests of all of its citizens; and
- g) to encourage the participation of all Democrats in the affairs of their Party and to encourage enrollment in the Democratic Party of persons who subscribe to its principles.

### **Article III: Membership and Voting**

Section 1 – General Membership

Any person who subscribes to the purposes enumerated in Article II, and who has paid member dues or has received a dues waiver from the Executive Board, may become a Member of this club.

### Section 2 – Voting Membership

To be a Voting Member, the member must:

- a) be at least 14 years old;
- b) not claim the right to vote or hold a position in any other district-based Democratic Club;
- c) have applied for membership and first paid their dues at least ninety days prior to voting;
- d) have attended any of the following: the most recently completed Annual Meeting; at least one Regular Meeting of the Club held in the preceding 366 days; or any other Club event defined in the Club's By-Laws held in the preceding 366 days;
- e) have paid current dues;
- f) have not voted in any matter within any other district-based Democratic club in the past sixty days.

### Section 3 – Rejection

The Executive Board shall have ninety days in which to reject any application for membership by a majority vote. Any such rejection of an application for membership can be overridden by a majority vote of the Club membership at the next Regular Meeting.

### Section 4 – Term

Membership shall run January 1st to December 31st.

## **Article IV: Dues**

### Section 1 – Rate

The rate of dues to be paid annually by every Member shall be set in the Club's By-Laws.

### Section 2 – Provision for New Members

A person joining the Club for the first time, if paying membership dues after October 1st, shall be considered a Member in good standing for the remainder of that year and for the following year.

### Section 3 – Becoming Current

Club Members who have not paid the previous year's membership dues may be immediately reinstated as voting members by either paying the unpaid and current membership dues, or by paying current membership dues and following the requirements and procedures for joining the Club as new Members.

### Section 4 – Lapsed Members

Club Members who have not paid their dues for two or more years shall be required to follow the requirements and procedures for joining the Club as new Members.

### Section 5 – Waiving of Membership Dues

The Executive Board may waive or modify membership dues on a case by case basis, as specified in the Club's By-Laws.

## **Article V: Officers & Members at Large**

### Section 1 – Titles

The Officers of the Club shall be: President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

### Section 2 – Term of Office

All Officers and Members-at-Large shall be elected pursuant to the procedure described in Article VIII of this Constitution and shall serve from January 1<sup>st</sup> until December 31<sup>st</sup> of the year in which they were elected to serve.

### Section 3 – Duties of Officers & Members at Large

#### a) President

The President shall be responsible for:

- i. serving as the Chair of all Club meetings;
- ii. directing the implementation of the policies adopted and authorized by the Executive Board;

- iii. reporting on his or her activities at each Executive Board meeting;
- iv. representing, in consultation with the Executive Board, the organization in public;
- v. communicating, with the assistance of the Corresponding Secretary, the Club's activities to the press and the public; and
- vi. performing such other duties as assigned by the Executive Board.

b) Vice President

The Vice President shall be responsible for:

- i. assisting the President in the performance of the President's duties,
- ii. serving as the chair for all Club meetings for which the President is unable to preside due to temporary absence or inability; and
- iii. performing such other duties as assigned by the President or the Executive Board.

c) Recording Secretary

The Recording Secretary shall be responsible for:

- i. recording minutes of all Executive Board and general membership meetings;
- ii. maintaining an accurate list of all current Club members;
- iii. maintaining the minutes, resolutions, Club's By-Laws and Constitution; and
- iv. performing such other duties as assigned by the Executive Board.

d) Corresponding Secretary

The Corresponding Secretary shall be responsible for:

- i. coordinating general membership correspondence;
- ii. notifying Members of each Club meeting and event;
- iii. maintaining and improving the Club website and other electronic media;
- iv. communicating press releases in consultation with the Executive Board; and
- v. performing such other duties as assigned by the Executive Board.

e) Treasurer

The Treasurer shall be responsible for:

- i. keeping accurate financial records of all receipts and disbursements of funds of the Club in accordance with all federal, state and local laws and regulations;

- ii. preparing and submitting the required expenditure reports for the state and county Boards of Election;
- iii. reporting all financial activity at each Executive Board meeting;
- iv. making a financial report at each Regular Meeting; and
- v. performing such other duties as assigned by the Executive Board.

f) Member at Large

The Members at Large shall:

- i. attend all Executive Board meetings, unless excused
- ii. assist in all aspects of club administration, including, but not limited to, fundraising, member development, meeting programming, and electoral efforts.
- iii. performing such other duties as assigned by the Executive Board.

#### Section 4 – Meetings of the Officers

- a) The Officers shall meet in months when the Executive Board does not meet.
- b) The purpose of such meetings shall be to carry out the business of the Club as directed by the Executive Board.
- c) Meetings may be held in person, or by any other method acceptable to all of the Officers.

#### Section 5 – Compensation

None of the Officers of the Club shall receive any compensation, direct or indirect, for acting in such capacity.

### **Article VI: Executive Board**

#### Section 1 – Composition

The Executive Board consists of the five Officers and eight Members-at-Large.

#### Section 2 – Party Office Holders

District Leaders and State Committee Members may serve as ex officio, Non-Voting Members of the Executive Board, provided they are currently Voting Members of the Club.

### Section 3 – Public Office Holders

A public office holder shall not serve on the Executive Board in any capacity. Any candidate for public office shall be ineligible to serve as an Officer or Member-at-Large of the Executive Board.

### Section 4 – Duties of the Executive Board

- a) Attendance and other requirements of Members of the Executive Board shall be set in the Club's By-Laws.
- b) The Executive Board has the authority to establish standing committees, ad hoc committees, and working groups. The Executive Board can, at any time, vote to dissolve any committees or working groups.
- c) The Executive Board must authorize all expenditures beyond an amount specified in the Club's By-Laws.
- d) The President and the Executive Board shall organize regular meetings, club events, and club activities.

### Section 5 – Meetings of the Executive Board

At least seven Voting Members of the Executive Board must be present for a quorum. Decisions will be made by a majority of those present. For the purposes of this section, "present" shall be defined as in person, or by remote method previously approved by the Executive Board, such as by telephone, teleconference, Zoom, etc.

### Section 6 – Removal of Executive Board Members

The removal of any Officer or Member-at-Large of the Executive Board may be proposed by a petition signed by six Voting Members of the Executive Board or by ten percent of the total Voting Membership of the Club, and submitted to the President or Recording Secretary. The officer in question shall be given at least fourteen days written notice by certified mail of the time and place of the Emergency Meeting that shall be called to consider this petition. A two-thirds vote of the Voting Members of the Club present and voting shall be required for removal.

## **Article VII: Meetings**

## Section 1 – Annual Meeting

The Annual Meeting shall be held during the month of November on a date set by the Executive Board. The purpose of the Annual Meeting shall be the election of Officers and Members-at-Large of the Executive Board for the following year, and for the transaction of such other business as may properly come before the meeting.

## Section 2 – Regular Meetings

The Executive Board may call a Regular Meeting at any time. There shall be a total of at least four Regular Meetings each year; at least one Regular Meeting must be held on Roosevelt Island.

## Section 3 – Emergency Meetings

Emergency Meetings can be called by the President, by a written petition of ten percent of the Voting Membership of the Club, or by a written petition of twenty Voting Members of the Club. The petition may be presented to either the President or Recording Secretary. Emergency Meetings called by written petition may designate a Chair of the meeting other than the President.

## Section 4 – Notice

- a) Written notice of all meetings, including the date, time, location, and proposed agenda, shall be transmitted by electronic mail to all Members. Additional notice methods may be designated by the Club's By-Laws.
- b) This notice shall be made:
  - i. At least twenty-five days prior to the Annual Meeting and the Regular Meeting where nominations for Club office are to be taken;
  - ii. At least fourteen days prior to all other Regular Meetings;
  - iii. At least seven days prior to an Emergency Meeting called by written petition;
  - iv. At least forty-eight hours prior to an Emergency Meeting called by the President.

## Section 5 – Quorum

The quorum for the Annual Meeting shall be the lower of thirty percent of the Voting Membership of the Club, or twenty-five Voting Members of the Club. The quorum for all other meetings shall be the lower of twenty percent of the Voting Membership of the Club or twenty Voting Members of the Club.

## **Article VIII: Club Elections**

### Section 1 – Timing

The Officers and the Members-at-Large of the Executive Board shall be elected at the Annual Meeting.

### Section 2 – Nominations

- a) A nomination for any club officer position or member at large may be made by any Voting Member of the Club at the Regular Meeting directly preceding the Annual Meeting. Only Voting Members of the Club may be nominated. A procedure to accept the nomination shall be defined in the Club's By-Laws.
- b) Individuals holding public office or running for public office may not be nominated for Club office.
- c) District Leaders and State Committee Members may not be nominated for Club office.
- d) A Member shall not be nominated for more than one of the Officer positions. Nominees for an Officer position are automatically nominated as a Member-at-Large of the Executive Board.
- e) Additional nominations for Club office may be made in writing by any Voting Member of the Club if presented to the President or Recording Secretary within five days of the conclusion of the Regular Meeting where nominations were taken.
- f) The Notice for the Annual Meeting shall include the names of all nominated candidates and the office for which they have been nominated. Candidates are allowed to provide a statement to the Club that shall be distributed to the membership as specified in the Club's By-Laws.

### Section 3 – Balloting

- a) All contested elections for Club office shall be determined by secret ballot.
- b) If there is only one candidate for a particular club office, that candidate shall be deemed elected.
- c) If there are not any nominated candidates for a particular office, a write-in ballot shall be provided for the office in question.
- d) In the event there are fewer candidates for Members-at-Large of the Executive Board than there are available positions, those nominated candidates are deemed elected and a write-in election shall be held for the remaining positions.
- e) The Officers of the Club are to be elected in a separate ballot from the Members-at-Large of the Executive Board. The results of the Officers' election shall be announced prior to the beginning of balloting for Members-at-Large of the Executive Board. Any vote received by a newly elected Club Officer in the election for Members-at-Large of the Executive Board shall not be tallied.

- f) All persons nominated shall have a brief, and equal, opportunity to address the Membership prior to the close of balloting.
- g) The election of the Members-at-Large of the Executive Board shall be held by casting one vote for at most eight candidates. Those persons receiving the highest total number of votes shall be elected with all vacancies being filled by descending order of total votes received.
- h) The outgoing Executive Board shall appoint two Voting Members to independently count all ballots. The counts must match before being reported. Any candidate, or person designated by a candidate, may observe the counting of ballots.
- i) Any candidate is entitled to a recount of the race in which they participated. This recount shall be held prior to the conclusion of the Annual Meeting. The candidate requesting a recount, or a person designated by that candidate, may observe the recounting of ballots.
- j) Elections for club officer shall be done by Ranked Choice Voting. Voting club members shall rank the candidates in order of preference. If none of the candidates for an officer position receives a majority of the #1 votes cast on the first ballot, the lowest vote getter will be dropped and their votes will be redistributed to the voters' second choices. This process will repeat until someone receives a majority of the votes. If a member does not cast a vote for a round of voting, that member shall be treated as not present for that round of voting.
- k) The final tally for all contested elections shall be announced prior to the conclusion of the Annual Meeting.

#### Section 4 – Finality

After all counts and recounts, ballots will be destroyed and the vote will be considered final.

### **Article IX: Endorsements for Public or Party Office**

#### Section 1 – Timing

The timing for all endorsements shall be set by the Executive Board.

#### Section 2 – Public Office

- a) All candidates actively participating in the Democratic primary for a public office shall be considered for endorsement by the club.
- b) A candidate for public office may address the club in person at or prior to the meeting at which endorsements are to be decided.
- c) The Notice for the meeting at which a position is to be endorsed shall include the names of all candidates actively participating in the Democratic primary and the office for which they are running.

### Section 3 – State Committee and District Leader

- a) A nomination for endorsement for State Committee or District Leader may be made by any Voting Member at the Regular Meeting directly preceding the meeting at which endorsements for that position are to be decided. A procedure to accept the nomination shall be defined in the Club's By-Laws.
- b) Additional nominations for State Committee or District Leader may be made in writing by any Voting Member if presented to the President or Recording Secretary within five days of the conclusion of the Regular Meeting where nominations were taken.
- c) A candidate for State Committee or District Leader may address the club in person, or through surrogate, at the meeting at which endorsements are to be decided.
- d) The Notice for the meeting at which a position is to be endorsed shall include the names of all nominated candidates and the office for which they have been nominated.

### Section 4 – Judicial Delegates

- a) Judicial Delegates and Alternate Judicial Delegates are independent and are expected to vote according to their conscience.
- b) Only Voting Members may be nominated for endorsement as a Judicial Delegate or Alternate Judicial Delegate.
- c) Endorsements for Judicial Delegates and Alternate Judicial Delegates will be decided with a single ballot.
- d) All candidates will be ranked by the number of votes received.
- e) Those with the highest ranking, up to the total number of positions being nominated, shall receive the endorsement for Judicial Delegate, and those with the next highest ranking, up to the total number of positions being nominated, shall receive the endorsement for Alternate Judicial Delegate. Membership shall approve the number of positions to be nominated before the vote is held, on the recommendation of the Executive Board.
- f) A procedure to determine the order of candidates tied for rank shall be set by the Club's By-Laws.

### Section 5 – County Committee

- a) The Executive Board shall endorse candidates for party office of Member of the County Committee.
- b) All Voting Members of the Club who are eligible and willing to run for Member of the County Committee shall be endorsed prior to considering any other candidates.

## Section 6 – Balloting

- a) All endorsements shall be determined by secret ballot.
- b) If there are not any nominated candidates for a particular office, a write-in ballot shall be provided for the office in question.
- c) The Executive Board shall appoint two Voting Members to count all ballots. Any candidate, or person designated by a candidate, may observe the counting of ballots.
- d) The candidate for any office, other than Judicial Delegate and Alternate Judicial Delegate, who obtains a majority of the votes cast for that office, shall be endorsed by the Club. Elections for endorsement shall be done by Ranked Choice Voting. Voting club members shall rank the candidates in order of preference. If none of the candidates receives a majority of the #1 votes cast on the first ballot, the lowest vote getter will be dropped and their votes will be redistributed to the voters' second choices. This process will repeat until someone receives a majority of the votes. If a member does not cast a vote for a round of voting, that member shall be treated as not present for that round of voting. No Endorsement shall also be an option.
- e) The final tally for all contested endorsements shall be announced prior to the conclusion of the meeting.
- f) Any candidate is entitled to a recount of the race in which they participated. This recount shall be held prior to the conclusion of the meeting. The candidate requesting a recount, or a person designated by that candidate, may observe the recounting of ballots.
- g) After all counts and recounts, ballots will be destroyed and the vote is final.

## Section 7 -- Candidates in General Elections

All duly nominated candidates of the Democratic Party shall be deemed to have received the endorsement of the Club unless a motion is carried by a two-thirds majority at the meeting at which this question is on the agenda, not to endorse such candidate or candidates. In such a case, another candidate may receive the endorsement of the Club if a resolution to that effect is carried by a two-thirds vote.

## **Article X: Vacancies**

### Section 1 - President

In the event that the President, due to absence, death, resignation, removal, candidacy for public office, or other reason, is permanently unable to fulfill the duties of the office of President, the Vice President shall become President for the remainder of the unexpired term.

### Section 2 – Other Officers

In the event that any Officer of the Club other than the President, due to any reason, is permanently unable to fulfill the duties of that office, the Executive Board shall elect a replacement for the remainder of the unexpired term.

### Section 3 – Member-at-Large of the Executive Board

In the event that any Member-at-Large of the Executive Board, due to any reason, is permanently unable to fulfill their duties, the candidate receiving the highest total number of votes for Member-at-Large at the previous Annual Meeting who was not elected to the Board, shall fill the vacancy for the remainder of the unexpired term. A write-in election shall be held at the next Regular Meeting if the candidate list is exhausted.

## **Article XI: Expulsion**

### Section 1 – Petition

The expulsion of any Member of the Club may be proposed by a petition signed by at least six Voting Members of the Executive Board or ten percent of the Voting Membership of the Club; and submitted to either the Recording Secretary or the President. The petition shall be placed on the agenda of the next meeting of the Executive Board to be held at least fourteen days after the petition was delivered.

### Section 2 – Hearing

The person in question shall be given at least ten days' notice by email of the time and place of the meeting of the Executive Board where their expulsion is to be discussed. A copy of the expulsion petition and a notice informing them of their right to make a statement in person or in writing shall be included with the notice of the Executive Board meeting. A majority vote of the total Voting Membership of the Executive Board shall be required to uphold the petition.

### Section 3 – Ratification

A decision unfavorable to the member in question must be upheld by a majority of the Voting Members of the Club present and voting at the next Regular Meeting.

## **Article XII: Use of the Club Name**

No person, whether a Member of the Club or otherwise, shall use the name of the Club in any way which may indicate official sanction by the Club of any statement or action; in any way which may indicate support by the Club of any candidate or issue without the prior authorization of the Executive Board, or by the Membership of the Club.

## **Article XIII: By-Laws**

### Section 1 – Purpose

The membership shall adopt By-Laws to implement this Constitution and provide proper order for the operations of the Club. Such By-Laws may supplement, but shall not override, the provisions within this Constitution.

### Section 2 – Adoption and Amendments

The Club may adopt or amend By-Laws through either one of two methods:

- a) By a two-thirds vote of Voting Members of the Club present and voting at the Annual Meeting.
- b) By a majority vote of Voting Members of the Club present and voting at two consecutive Regular Meetings; provided that these meetings are held at least eight days apart.

## **Article XIV: Amendments to this Constitution**

### Section 1 – Proposal

An amendment to this Constitution may be proposed by the Executive Board or by written petition of ten percent of the Club's Voting Membership. An amendment must be proposed prior to the distribution of the notice of the Annual Meeting.

### Section 2 – Notice

The full text of any proposed amendments shall be included in the Notice of the Annual Meeting and distributed in writing to all Voting Members of the Club.

### Section 3 – Ratification

An amendment to this Constitution shall be ratified by a two-thirds vote of the Voting Membership of the Club present and voting at the Annual Meeting, so long as a quorum is maintained.

## **Article XV: Implementation**

## Section 1 – Effective Date

This Constitution shall go into effect upon its adoption by two-thirds of the members present and voting at any membership meeting held after June 1, 2014.

## Section 2 – Initial Elections

The Interim Officers of the Club serving at the time of the effective date of this Constitution (i.e. the President, Corresponding Secretary, and Treasurer) shall preside until the next Annual Meeting. A Vice President, Recording Secretary, and six Members-at-Large of the Executive Board will be nominated and elected following the adoption of this Constitution.

## **By-Laws of the Four Freedoms Democratic Club**

### **Financial**

- a) Membership dues are set at \$20. There is a special rate of \$10 for students and individuals with limited income.
- b) Dues can be waived by the Executive Board on a case-by-case basis by a majority vote.
- c) The Executive Board must authorize all expenditures greater than \$100.
- d) The President may authorize expenditures of up to \$100.

### **Elections**

- a) Nominations may be conveyed to the Executive Board by E-mail. This notice may be sent to the President or Recording Secretary.
- b) Candidates for Club Officer or Member-at-Large may submit a statement, with a maximum of one hundred words, at least seven days before the Notice for the Annual Meeting must be distributed. This statement will be distributed to the Membership of the Club and copies will be available at the Annual Meeting.
- c) In the case of a tie for the final Judicial Delegate or Alternate Judicial Delegate slot, there will be a run-off election between the tied candidates.
- d) All nominations for Club or Party Office not made by, or in the presence of, the candidate must be confirmed by the candidate to be valid. This confirmation can be done by any method a nomination may be made.

## **Membership**

Club events that qualify for the attendance requirement to be a Voting Member include:

- i. Any Fundraiser held for the benefit of the Club where the Member makes a donation
- ii. During the period of petition gathering, collecting and turning in at least ten signatures on Club petitions.
- iii. Performing two hours of community service at a Club sponsored community service event.
- iv. Any official committee or working group meeting