

DEMOCRATIC RURAL CONFERENCE OF NEW YORK STATE BYLAWS

BYLAWS OF THE DEMOCRATIC RURAL CONFERENCE OF NEW YORK STATE

- I. TITLE - The organization shall be known as "THE DEMOCRATIC RURAL CONFERENCE OF NEW YORK STATE (DRC)."
- II. PURPOSE: - The purpose of the conference shall be to represent and promote the interests of rural New Yorkers within the New York State Democratic Party and within the government of the State of New York.
- III. LEADERSHIP - The leadership of the conference shall be the Board of Directors which is composed of five Officers, four Regional Vice-Chairs, and ten At-Large Directors.

IV. MEMBERSHIP

- A. General Members – Eligibility for full voting general membership in the DRC includes all county Democratic Chairs in counties with populations of fewer than 250,000 and all members of the New York State Democratic Committee from those counties. Dues shall be paid on a county basis annually with each county paying an equal amount due in January. Annual dues will be set by vote of the Officers and Board of Directors. Each county must pay its dues before its Chair and State Committee Members are eligible to vote. Where a county committee has certified that it has elected co-equal co-chairs, both co-chairs shall be recognized as DRC members and shall split the votes allocated to the chair in that county. When a person ceases to be a member of the State Committee or a County Chair, their voting membership in the DRC also ceases.
- B. Associate Members - The Democratic Rural Conference welcomes all registered Democrats who support our goals to become non-voting Associate Members. Upon paying their annual dues, they will receive all DRC communications and be invited to all DRC events. They may serve on committees and attend Board meetings if they choose. Annual dues will be set by vote of the Officers and Board of Directors. The Board of Directors may revoke an Associate Membership for any reason by a two-thirds vote of those present and voting.
- C. Honorary Members - Honorary DRC memberships may be conferred upon Democrats residing in DRC counties who have previously provided or are providing extraordinary service to the party or the DRC, such as serving in a statewide leadership position or holding statewide office. These memberships shall be conferred by majority vote of the voting membership or of the Board of Directors. Honorary DRC memberships shall be non-voting and non-dues paying.

V. MEETINGS OF THE MEMBERSHIP

- A. The DRC shall hold a general conference every year (DRC Annual Conference). The first preference for the site of the general conference is a union facility in a DRC county. If

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unavailable, the second preference is a union facility somewhere in the DRC region.

- B. The first organizational meeting was held on September 17, 1996. Subsequent organizational meetings shall be held in odd numbered years at the DRC Annual Conference. DRC general membership meetings shall be held at each State Committee meeting. Special meetings may be called by the Chair or the Board of Directors. Upon the written request of 20 members, the Board of Directors shall call a special general membership meeting to consider a specific subject. Notice of all general membership meetings shall include the purpose, place, date, and time of the meeting. Each member shall be notified at least 10 days and not more than 30 days before the meeting.
- C. Quorum - FORTY (40) members either in person or through an electronic videoconference platform (Zoom, Teams, etc.) shall constitute a quorum. No business may be transacted without a quorum.
- D. Voting Apportionment - Every member County shall be afforded 10 votes, equally divided between the State Committee Members (SCM) and the Chair of each county. In cases where the votes cannot be divided equally, the odd vote remaining will be exercised by the Chair of the county. In instances where the number of people serving a member County as SCMs and Chair exceeds 10, those individuals must determine how the 10 votes apportioned to the member County will be divided with each vote retaining its value as equal to one vote. In the event that a County Chair is also a State Committee member, they may designate another registered Democrat from their County to cast their extra votes. Should a vacancy exist in a DRC position by virtue of a vacant State Committee position, the County Chair from that county may submit to the Nominating Committee a written statement of his/her intention to recommend a replacement to fill the NYSDC vacancy. The replacement must be eligible to serve in that state committee seat and be current in DRC dues. The appointee will be considered eligible to vote as a DRC member, regardless of whether the NYSDC has acted on the appointment. In the case of a vacancy in a County Chair position, any replacement provided by the succession provisions of that county committee's bylaws shall be accepted as an eligible General Member.
- E. Rules Of Procedure - Robert's Rules of Order Revised shall govern the conduct of all meetings, except in situations where these Bylaws conflict; in that case, these Bylaws shall prevail.
- F. Endorsing Candidates - The DRC will not endorse candidates.

VI. OFFICERS, REGIONAL VICE-CHAIRS and AT-LARGE DIRECTORS

- A. There are nineteen (19) members of the Board of Directors. Officers of the organization shall be the Chair, Vice-Chair, Secretary, Treasurer and Parliamentarian. There shall also be four Regional Vice-Chairs, and ten At-Large Directors. The five Officers, four Regional Vice-Chairs, and ten At-Large Directors shall constitute the Board of Directors and shall all be elected to two-year terms.
- B. Elections - The Officers and five of the At-Large Directors shall be elected to two-year terms

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by the membership at the Annual Conference organizational meeting held in odd numbered years. The four Regional Vice-Chairs and five of the At-Large Directors shall be elected to two-year terms at the Annual Conference held in even years. The Nominating Committee and the Secretary shall oversee the election process, except no one who is a candidate shall participate in overseeing the process with regard to that particular office. The Nominating Committee is responsible for presenting a ballot of candidates that represents the regional geographic diversity of the DRC. The Nominating Committee shall address this responsibility by its recruitment of candidates, by educating the membership as to the geographic distribution of the Board, and by other means deemed appropriate to encourage the election of a broadly representative Board of Directors that includes all DRC regions and as many counties as possible.

- C. Voting - Voting for all positions on the Board of Directors shall be by secret electronic ballot using software approved by the Board of Directors. In those cases where the positions being elected are equal to or more than the number of candidates that have declared or have been nominated from the floor, the Nominating Committee chair may make a motion to elect the candidates by acclamation. No proxy voting is allowed.
- D. Regional Vice-Chair Representation – The Regional Vice-Chairs act as direct liaisons between the DRC Board and the County Chairs, State Committee Members, and Democratic Committees within their region. They may also be assigned other specific duties as determined by the Chair.
 - 1. The Vice-Chair North will be a resident of and represent members from Clinton, Essex, Franklin, Fulton, Hamilton, Herkimer, Jefferson, Lewis, Saratoga, St. Lawrence, Warren and Washington counties.
 - 2. The Vice-Chair Central will be a resident of and represent members from Broome, Cayuga, Chemung, Chenango, Cortland, Madison, Oneida, Oswego, Schuyler, Seneca, Tioga and Tompkins counties.
 - 3. The Vice-Chair Catskill/Hudson will be a resident of and represent members from Columbia, Delaware, Greene, Montgomery, Otsego, Putnam, Rensselaer, Schenectady, Schoharie, Sullivan and Ulster counties.
 - 4. The Vice-Chair West will be a resident of and represent members from Allegany, Cattaraugus, Chautauqua, Genesee, Livingston, Niagara, Ontario, Orleans, Steuben, Wayne, Wyoming and Yates counties.
- E. Duties of the Officers
 - 1. The Chair shall preside at all meetings of the members and of the Board of Directors. The Chair shall also annually report to the members and shall perform such other duties as are typically performed by the office of the Chair.
 - 2. The Vice-Chair shall in case of death or absence of the Chair or the Chair's inability to act for any reason, perform the duties of the Chair.
 - 3. The Secretary shall provide notice of all meetings to the members and the Board of Directors and keep a record of their proceedings. The Secretary shall also conduct correspondence and execute all orders, votes, and resolutions not assigned to someone else.
 - 4. The Treasurer shall collect all dues and other income and shall keep a list of all members and the date that their dues were paid. The Treasurer shall also account

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for all money received and paid out and shall provide a financial report at each meeting and at any other time requested by the Chair. All money shall be deposited at a bank approved by the Board of Directors and disbursements shall only be made upon written direction by the Chair. A checking account will be established with two approved signers: the Treasurer will be the primary signer and the Chair or their designee from the Board will be the alternate signer if the Treasurer is unable to carry out this duty. All fiduciary responsibility will be borne by the Treasurer with the supervision of the Board of Directors. At the conclusion of the Treasurer's term of office, all financial instruments along with any other related property shall be turned over to the new Treasurer.

5. The Parliamentarian shall advise the Chair and other members on parliamentary procedure and the Bylaws.

VII. MEETINGS OF THE BOARD OF DIRECTORS

- A. Frequency of Board Meetings - There shall be at least two in-person meetings of the Board of Directors each calendar year as well as virtual meetings as needed. Meetings of the Board of Directors shall be held at a date and time determined by the Chair or by the written request of three members of the Board of Directors. Notice of any meeting shall set forth the place, time, date and purpose of the meeting and shall be e-mailed to each member at least 10 days before the meeting. Each member of the Board of Directors at the meeting shall have one vote and there shall be no proxy voting.
- B. Quorum - Ten members of the Board of Directors shall constitute a quorum and no business may be transacted without a quorum.
- C. Attendance at Board Meetings - The office of any member of the Board of Directors who fails to attend three consecutive meetings shall automatically become vacant.
- D. Vacancies - Any vacancy in the position of Officer, Regional Vice-Chair, or At-Large Director shall be temporarily filled by a vote of the Board of Directors at its next meeting. That person shall fill that role until an election can be held at the next Annual Conference. The election at the Annual Conference will be for the purpose of filling the vacancy for the completion of the term of the office left vacant.
- E. Compensation - There shall be no compensation of any members of the Board of Directors.

VIII. COMMITTEES

- A. The Chair may appoint Board Members, General Members, and Associate Members to committees which shall be responsible for areas such as the following:
 1. *Issues* – This committee would examine issues and develop possible positions on those issues for consideration by the Board of Directors and the Members.
 2. *Outreach* - This committee would oversee communications within the DRC and beyond.
 3. *Politics* - This committee would assess candidates, advocate for the empowerment of

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the DRC and its members at all levels of government and the party, and would carry out assigned political operations of the DRC.

4. *Events* - This committee would plan and implement DRC events and establish a DRC presence at other events.
5. *Audits* - This committee would audit the records of the DRC Treasurer at least every 2 years, as well as whenever the office of Treasurer changes hands.
6. *Nominating* - This committee would receive and report on declarations of candidacy for the Board of Directors, would oversee all elections, and would seek geographic balance on the Board of Directors as set forth above in Section VI of these Bylaws.
7. *Technology* – This committee would recommend and oversee all uses of technology in the DRC.
8. *Bylaws Committee* – This committee would be responsible for reviewing, drafting, and recommending amendments to the DRC Bylaws. The committee would ensure that the governing documents reflect current practices, legal requirements, and the evolving mission of the organization. It would also advise the Board and membership on procedural clarity and structural consistency.
9. *Program Book Committee* – This committee would oversee the production of the DRC Program Book, which serves as both a communications and fundraising tool for the organization. This committee would solicit advertisements, gather content, and coordinate with designers and printers to ensure timely publication for the Annual Conference and other events.

- B. Membership on all committees shall be by appointment of the Chair with each committee to consist of as many members as the Chair may deem advisable. The term of each committee member shall end immediately upon the opening of the biennial organizational meeting. The Chair shall be an ex-officio member, with the right to vote, on all committees. Candidates for Officer, Regional Vice-Chair, or At-Large Director shall not be eligible to serve on the Nominating Committee.

IX. AMENDMENTS

- A. These Bylaws may be amended by a majority vote of the members present at any duly called meeting where the notice of the meeting has included the proposed amendment(s), or by a two-thirds vote of the members present when prior notice of the proposed amendment(s) has not been previously given. The vote will be by electronic secret ballot and may use whatever software has been approved by the Board of Directors.
- B. These Bylaws shall be reviewed by the Bylaws Committee at least every 2 years.

Original bylaws passed on October 8, 2005

As amended on October 1, 2007

As amended on May 31, 2009

As Amended on September 30, 2009

As amended on September 21, 2010

As amended on April 27, 2013

As amended on April 18, 2015

As amended on April 16, 2016

As amended on October 2, 2017

As amended on April 14, 2018

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As amended on October 15, 2019
As amended on January 13, 2021
As amended on May 31, 2021
As amended on November 20, 2025