



BYLAWS OF THE NATIONAL FEDERATION OF DEMOCRATIC WOMEN

(Revisions 2011; 2015; 2016; 2019, 2020)

ARTICLE I: NAME

The organization shall be known as The National Federation of Democratic Women (NFDW.)

ARTICLE II: OBJECTIVES

The objective of the organization shall be to unite women of the Democratic Party; to promote the cause of the Democratic Party and to encourage full participation of women in every level of the Democratic Party Structure.

ARTICLE III: MEMBERSHIP

Sec. 1 The National Federation of Democratic Women shall be made up of Full Member States, Provisional Member States, Club, and Individual and Associate members. Club membership and Individual membership shall be granted from only those states that are not members of the NFDW. Associate members are men and any others who wish to affiliate at the national level. Associates and men from member states are not eligible for office at the national level.

Sec. 2 Full Member States are those that have a statewide Democratic Women's organization, recognized by their own state party organization, and which pay dues.

Sec. 3 Provisional Member States are those that do not have a statewide organization of Democratic Women recognized as such by their own state party organization, but which pay dues.

Sec. 4 Club Membership shall be granted to clubs in states that do not hold either Full or Provisional membership and that pay dues to the NFDW.

Sec. 5 Individual Membership shall be granted to those individuals who do not live in a member state or belong to a member club and who pay individual dues to the NFDW.

Sec. 6 Club Membership shall also be granted to college groups that want to join the Federation but there is no state group that has full or provisional member status.

Sec. 7 Associate membership shall be granted to men and any others who wish to affiliate and pay individual dues at the national level. Associates and men from member states are not eligible for office at

the national level.

Sec. 8 Full Member States shall be entitled to 20 votes. Provisional Member States shall be entitled to 5 votes. Clubs shall have one (1) vote. Individual members attending the convention shall meet and select from among themselves one who shall have one (1) vote.

Sec. 9 Dues for all classes of membership shall be paid (postmarked) no later than thirty (30) days prior to the Annual Meeting. Dues shall be as follow:

- (a) Full Member States \$250.00 per year.
- (b) Provisional Membership States \$200.00 per year.
- (c) Club Membership \$100.00 per year.
- (d) Individual Membership \$25.00.

Sec.10 Membership in arrears shall have no vote. Reinstatement shall be as follows:

- (a) For all classes of membership; dues plus \$50.00 except Individual Membership shall be regular dues plus \$10.00.
- (b) No reinstatement shall be allowed during convention week of odd numbered years. (Election of officers)
- (c) If a member state is denied reinstatement during odd years, the arrears must be verified by the President, Treasurer and Secretary.

ARTICLE IV: OFFICERS

All officers must be from those states holding full membership.

Sec. 1

- (a) Elected officers shall be as follows: President, First, Second, Third, Fourth and Fifth Vice-Presidents, Recording Secretary, and Treasurer. Appointed officers shall be a Corresponding Secretary and the Parliamentarian.
- (b) Resignation or Removal of Members- a member of the Executive Committee may resign by written notice to the President of the NFDW; such resignation shall be effective immediately.
- (c) After notice and opportunity for a public hearing and upon grounds found by the NFDW Executive Committee, in consultation with the leadership of the Executive Committee member's region to constitute good and sufficient cause, the Executive Committee and Regional officers may remove a member by two-thirds vote of the Executive Committee.
- (d) Vacancies- Vacancies created by resignation or removal of any member of the Executive Committee shall be filled by the Executive Committee in apportionment to the regions as defined in these bylaws.

Sec. 2 No region shall have more than two (2) elected officers, nor more than one (1) elected from the same state.

Sec. 3 In case the office of President becomes vacant, the First Vice-President shall immediately assume that office for the remainder of the term.

ARTICLE V: DUTIES OF OFFICERS AND REGIONAL DIRECTORS

Sec. 1 The officers of the NFDW shall perform the duties usually performed by such officers, together with such duties as shall be prescribed by the Bylaws or the Executive Board including the following responsibilities:

- **President:** Shall have general supervision over the affairs of the NFDW. Shall appoint the Parliamentarian and Corresponding Secretary.
Cosign all checks with the treasurer or other authorized person.
- **First Vice-President:** Shall conduct meetings in the absence of the President and assist the President in carrying out her duties. Should the office of President become vacant, she shall succeed automatically to that office. Place her signature on record at the bank in order to sign checks in the absence of the President or the Treasurer. Shall serve as a member of a Standing/Special Committee.
- **Second, Third, Fourth and Fifth Vice Presidents:** Each shall serve as a member of a Standing or Special Committee.
- **Treasurer:** Shall cosign all checks with the President or other authorized persons. No less than thirty (30) days prior to the close of the fiscal year, the Treasurer shall send bills for the next fiscal year's dues; she shall collect the same and notify the President and the Executive Board of states in arrears. She shall pay all bills, which have been approved by the President or the Executive Board. She shall submit to the Executive Board a quarterly statement of all receipts and disbursements. The Treasurer shall furnish a surety bond, which shall meet the requirements specified by the Executive Board. The bond premium shall be paid by the NFDW. The Treasurer's books shall be audited at the end of each fiscal year by an Audit Committee consisting of three members, each from a different state, to be appointed by the President with the approval of the Executive Board.
- **Recording Secretary:** Shall be responsible for recording or having recorded the minutes of all meetings of the NFDW and all meetings of the Executive Board. She shall be the repository of such minutes and other communications as required or requested; including those from regional meetings.
- **Regional Directors:** The Regional Directors shall perform those duties relating to recruiting, developing and retaining member states of the NFDW; serve as liaison between the represented region and the Executive Board and perform such other duties as requested by the President.

Eastern	Southern	Midwestern	Western
Connecticut	Alabama	Illinois	Alaska
Delaware	Arkansas	Indiana	Arizona
District of Columbia	Florida	Iowa	California
Maine	Georgia	Kansas	Colorado
Maryland	Kentucky	Michigan	Guam
Massachusetts	Louisiana	Minnesota	Hawaii
New Hampshire	Mississippi	Missouri	Idaho
New Jersey	North Carolina	Nebraska	Montana
New York	South Carolina	North Dakota	New Mexico
Pennsylvania	Tennessee	Ohio	Nevada
Puerto Rico	Texas	Oklahoma	Oregon
Rhode Island	Virginia	South Dakota	Utah
Vermont	West Virginia	Wisconsin	Washington
Virgin Islands			Wyoming

Sec 2. No Officer or Regional Director may use her position with the NFDW in the endorsement of any candidate in a primary election. Additionally, NFDW affiliated clubs cannot use the club/federation affiliation to endorse one Democratic candidate opposing another Democrat. (See: NFDW Handbook)

Sec 3. Appointed officers shall be named no later than the first quarterly Executive Board Meeting. Any national board member not fulfilling duties as described for the office and/or who has exceeded absences as defined and described (see: Policies and Procedures Manual) shall be considered as having vacated her office. The process for appeal and for filling the vacancy will proceed as described in the Policies and Procedures Manual.

ARTICLE VI: EXECUTIVE BOARD

Sec. 1 The Executive Board shall consist of the President, First, Second, Third, Fourth and Fifth Vice-Presidents, Recording Secretary, Treasurer, the four Regional Directors; elected by their respective regions; the two immediate Past Presidents of the NFDW and the two elected representatives to the Democratic National Committee. The Young Democrats of America National Committeewoman may serve as an ex-officio member of the Executive Board. Additionally, the highest-ranking female of the College Democrats may serve as an ex-officio member of the Executive Board.

Sec. 2 A vacancy that occurs in an elective office shall be filled by the Executive Board, except the office of President. This office shall be filled by the First Vice President. The office of First Vice President then becomes vacant.

Sec. 3 The Executive Board shall be the administrative body of the NFDW and shall have the power and authority to do and perform all acts and functions that the NFDW itself might do or perform that are not inconsistent with these Bylaws.

Sec. 4 The Executive Board shall meet at such time and place as the President or a majority of the board may designate. These meetings, including the Annual Convention, require mandatory attendance with no more than one exception during the course of a term with just cause and shall be in writing to the President. An evaluation of performance shall be required as action by the Board for removal of any officer as determined by a 2/3 vote of the Executive Board.

Sec. 5 A quorum shall constitute a majority of the board's membership. Voting by proxy shall not be permitted.

Sec. 6 If necessary, the Executive Board may meet by conference call; via telephone. Votes taken by telephone shall be as valid as votes taken in person, except in cases where a signed ballot is a requirement. (Art. VIII Sec.9 – c.)

ARTICLE VII: MEETINGS

Sec. 1 The Annual Meeting of the NFDW shall be held between April 1st and June 30th. States are asked to bid for the annual meeting and work collaboratively with the Executive Board to plan and conduct the aforesaid meeting. In bidding and/or hosting the Annual Meeting of the NFDW, the host state shall follow the guidelines as outlined in the NFDW Convention Guidelines. The time and place of the Annual Meeting shall be determined by the Executive Board and announced at least six (6) months (October 1st – January 31st) before the date so fixed.

Sec. 2 All other meetings shall be held on call of a majority of the Executive Board.

Sec. 3 The quorum for the Annual Meeting shall be representation from seven (7) states, five (5) of which must be states entitled to full membership.

Sec. 4 One meeting of each region shall be held at the Annual Meeting. Regional delegates may vote to hold additional meetings within the coming year; subject to the President's approval.

ARTICLE VIII: NOMINATION AND ELECTION OF OFFICERS AND ELECTION OF REGIONAL DIRECTOR

Sec. 1 The Nominating Committee shall consist of two (2) members plus one (1) alternate from each region not from the same state and one (1) member from the Executive Board appointed by the President and approved by the Executive Board. . The two elected regional members shall be from different states. The elected alternate may be from any state within the region. Members shall be elected within their respective caucus at the even numbered year's annual meeting; subject to ratification by the convention body. No member may serve two consecutive terms on the Nominating Committee. One cannot serve on the Nominating Committee and be a candidate for one of the offices being nominated or be nominated from the floor unless there is a vacancy with no nominees..

Sec. 2 To be eligible for election to the Nominating Committee a nominee shall have participated in at least one (1) NFDW Convention in addition to the one where the election of the committee is held.

Sec. 3 Alternates have no vote unless they take the place of an elected member from their region.

Sec. 4 Duties of the Nominating Committee shall be:

(a) to meet directly after their election and elect the Chair and at least once again before the Convention to present a slate of officers after a review of credentials on each candidate. This meeting can occur telephonically or electronically. Any subsidy shall be established by the financial policy of the Executive Board

(b) to compile a list of names of proposed officers for the NFDW; a brief summary of the resume submitted by the candidate/nominee shall be included in the Call to the Annual Meeting which includes social media.. . Nominating Committee members shall receive copies of all resumes.

(c)The Nominating Committee shall make every effort to fill the NFDW offices with qualified candidates, in consultation with the elected representatives from each region (Southern, Midwestern, Eastern, Western). In those instances where no candidate has been found to be nominated, the committee reports the vacant slot in the final Call to Convention. The final recommendation (*see: Policies and Procedures Manual*) to fill the position is at the will and vote of the Convention body. Nominating Committee ebers ay be considered to fill the outstanding vacancies when there are no contenders from the floor.

Sec. 5 Contested elections of officers shall be by ballot. Only accredited delegates shall vote. A majority vote shall elect. Ballots will be proctored and counted by designees of the NFDW President and announced at the convention by the presiding NFDW President.

Sec. 6 To be eligible for election to the office of President, First, Second, Third, Fourth or Fifth Vice-President, Recording Secretary or Treasurer and members of the Democratic National Committee, a nominee must have been a Federation member in the state she resides, for no less than two (2) years and have participated in at least one (1) NFDW meeting in addition to the one where the election of officers is held.

(a) No officer shall serve more than one (1) term in the same office, except members of the Democratic National Committee.

(b) All nominees must include in their nomination package verification of club and state federation membership. (See: Policies and Procedures Manual)

Sec. 7 The term of office shall be for two (2) years.

Sec. 8 To be eligible for election as Regional Director, the qualifications shall be the same as set forth in Article VIII Section 6. They shall be elected at the Regional Meeting held during the Annual Meeting of the Federation in odd numbered years. No Regional Director shall be eligible to serve more than two (2) consecutive terms in office.

Sec. 9 There shall be selected to the Democratic National Committee in the year of the election of the President such number of DNC members as have been apportioned to the NFDW pursuant to the Bylaws of the Democratic Party of the United States. Each elected member shall serve for a term of four (4) years, beginning the day following the last day of the next National Party Convention and ending on the last day of the following National Party Convention or until a successor has been duly elected.

(a) **Membership on the DNC:** The President will serve as an automatic DNC member and serve on the DNC Executive Committee. In addition, two additional representatives, who are Federation members will be elected individually by a majority vote of the delegates to the Federation Convention to be held in the year of such election. This amendment to Article VIII, section 9(a) will become effective at the convention held in 2021. Any member who is eligible to run for this position may do so at that time. No member shall be eligible to serve more than two (2) consecutive terms in the position. DNC members may be re-elected without term limits.

(b) **Change in Office:** In the event that the President is succeeded in office, the new President shall fill the remainder of the DNC Term.

(c) **Vacancy in Membership:** Vacancies in the office of DNC Member shall be filled by a majority vote of the Executive Board duly informed and for such purpose by signed ballot. Such vacancies shall be filled no later than sixty (60) days after occurrence of same. Such action shall be reported at the first Annual Meeting of the NFDW following the appointment.

ARTICLE IX: COMMITTEES

Standing and Special Committees shall be appointed by the President with approval of the Executive Board. Standing Committee Chairs shall be appointed for one (1) year. Reappointment shall be at the option of the President with the consent of the Board.

Sec. 1 The organization shall have the following Standing Committees:

(a) **Bylaws:** Call for Amendments to the bylaws: The call for Bylaw Amendments shall be issued at convention and mailed within the quarter thereafter. All proposed amendments to the bylaws shall be sent to both the Chair of the Bylaws Committee and to the President no later than February 1st. All amendments either proposed by the members-at-large or the Bylaws Committee shall be mailed with the Call to the Annual Meeting. The committee shall review all proposed amendments and make recommendations to the Annual Convention with respect to their adoption.

(b) **Legislative:** This committee shall work with the DNC on pending and proposed legislation and shall disseminate information to the members, together with the written view of the committee, giving consideration to resolutions passed by the NFDW Resolutions Committee.

(c) **Budget:** This Committee shall present a proposed budget to the Executive Board for consideration at the first Executive Board Meeting. The Treasurer shall serve as a member of this committee.

(d) **Finance:** The committee shall plan and execute all fundraising with approval of the Executive Board. At least one (1) Vice President shall serve on this committee.

(e)Resolutions: Resolutions must be submitted to the Chair of the Resolutions Committee one (1) month prior to the Annual Meeting. The Resolutions Committee shall present all resolutions to the Annual Meeting together with their recommendations. Resolutions signed by at least ten (10) delegates representing at least five (5) states may be received from the floor.

(f) History: The committee's purpose shall be to receive all NFDW records, including the Executive Board's records , publications, official correspondence, all committee records, publications and official correspondence for deposit at the organization's permanent storage site, the United States Library of Congress.

Additionally, all annual Convention reports shall be received at the Convention or within one month of the Convention either electronically or preferably in writing. The committee shall organize the collected materials according to the regulations of the Library of Congress and deposit these materials at the Library of Congress at least every four (4) years or two (2) administrative terms.

Five (5) members shall each serve staggered terms of two (2) years. Members from the Eastern and Midwest Regions shall elect their members in the even numbered years; the Southern and Western Regions shall elect in the odd numbered years at the Annual Convention. The President shall appoint the fifth member who shall serve a term of two (2) years.

The President shall choose the Chair who will serve as a liaison between the committee and the Board and will serve a term of two(2) years with the consent of the Board. Beginning in 2021, each **outgoing** president will be responsible for collecting the reports and giving them to the incoming president and the History Committee. At the **end of that incoming president's** term, which then Constitutes four years , the papers will be forwarded to the Library of Congress by the History Committee

(f) Public Relations: Shall consist of four (4) members, one from each region who shall be responsible for the submission of accurate information concerning their region for the web site as well as the Communicator newsletter and sending it to the webmaster for posting. Members shall be appointed by the President for a term of two (2) years that shall coincide with the election of officers.

(g) Audit: Shall consist of three (3) members appointed by the President to serve for a term of two (2) years that coincide with the election of officers. The committee is responsible for auditing the books and records of NFDW each fiscal year and reporting the findings to the Executive Board and to the membership as a whole at the Annual Convention. The Treasurer of NFDW shall submit the books and records to the Audit Committee within sixty (60) days of the close of the fiscal year under audit.

The committee is also responsible for auditing the books and records of the Annual Convention. The Treasurer of the Annual Convention will submit a preliminary report to the Audit Committee within sixty days of the close of the Annual Convention and a complete report within ninety (90) days of the close of the Annual Convention. The findings of the audit results shall be given to the Executive Board by the beginning of the fiscal year following the Annual Convention and to the membership at the next Annual Convention.

Sec. 2 Reporting of Committees

Chairs of Standing and Special Committees shall be required to regularly provide written progress reports as requested by the Executive Board. A summative annual report is required from each Committee for the annual meeting.

ARTICLE X: FISCAL YEAR

The Fiscal Year shall be from January 1 to December 31.

ARTICLE XI: AMENDMENT OF THE BYLAWS

Sec. 1 These Bylaws may be amended at any Annual Meeting by a two-thirds vote, provided the proposed amendment has been submitted in writing to the Bylaws Chair and to the President by February 1st.

Sec. 2 All proposed amendments shall be included in the Call to the Annual Meeting of the NFDW.

ARTICLE XII: PARLIAMENTARY AUTHORITY

Where the Bylaws are silent, the current edition of Roberts Rules of Order Newly Revised shall be the final authority in all matters.

National Federation of Democratic Women
Amended at Annual Meeting , June 13, 2020

Cindy Jenks, President

ARTICLE XIII: DISSOLUTION

Should this organization be dissolved by appropriate action of its membership, and after all outstanding bills have been paid; the funds and other assets shall be given to the DNC to be used to promote and develop leadership of young women within the Democratic Party. In keeping with the NFDW purpose, these funds shall be used to sponsor an internship for a young woman at the DNC Headquarters. This directive shall continue until said funds are depleted.

NFDW Bylaws Document adopted at Convention, May 22, 2011 Washington DC;
Amended June 6, 2015 Atlantic City, NJ;
Amended June 11, 2016 Charleston, SC;
Amended June 14, 2019 Albany, NY