



# Florida Gay, Lesbian, Bisexual, and Transgender Democratic Caucus

## BYLAWS

Revised Bylaws, approved May 21, 2005, as further amended May 19, 2007, October 10, 2009

### PREAMBLE

We, the members of the Florida Gay, Lesbian, Bisexual, and Transgender (GLBT) Democratic Caucus, united in common purpose, in order to strengthen and further the ideals and principles of the Democratic Party, which recognizes and promotes diversity, goodwill, 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 the Florida Gay, Lesbian, Bisexual, and Transgender (GLBT) Democratic Caucus (herein referred to as "the Caucus").

### ARTICLE II PURPOSE

#### Section 1. Purpose

The purpose of this organization shall be to:

- stimulate active interest in political and governmental affairs;
- promote the candidacy of Democrats specifically committed to the principle that no natural person shall be deprived of equal rights based on sexual orientation or gender identity and expression and to encourage the passage of legislation securing such rights;
- provide reasonable and on-going financial support to the Caucus;
- strengthen and further the ideals and principles of the Democratic Party;
- promote participation among Democrats;
- support and elect duly selected nominees of the Democratic Party in national, state and local campaigns;
- ensure inclusion of gay, lesbian, bisexual, and transgender Democrats throughout and at all levels of the Democratic Party;
- foster a spirit of understanding of issues of interest to the extended community of sexual orientation minorities; and
- encourage voter registration and advocate issues without discrimination on grounds of race, color, creed, sex, age, national origin, physical disability, gender identity or expression, or sexual orientation.

## Section 2. Mission

Further, it shall be the mission of this organization to foster goodwill and fellowship between gay, lesbian, bisexual, and transgender (GLBT) 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

Endorsements shall only be made through a separate political action committee (PAC) duly registered with the State of Florida. The PAC will be governed by separate written bylaws.

## ARTICLE III MEMBERSHIP AND AFFILIATION

### Section 1. Membership and Associate 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 Caucus, 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 in this Caucus. Any Democrat, supportive of the objectives of this Caucus, registered in the State of Florida, but who cannot participate actively in the Caucus, or any Democrat registered outside the State of Florida shall be an associate member, upon payment of dues specified by the Board. Members of chartered county chapters shall automatically be associate members of the Caucus. Associate members may speak at Caucus meetings and serve on committees, but shall not vote and shall not be counted in determination of a quorum.

### Section 2. Friends of the Caucus

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 Caucus, shall be a “friend of the Caucus”, upon payment of dues specified by the Board. “Friends” may speak at meetings and assist on committees, but may not vote.

## ARTICLE IV DUES

### Section 1. Annual Dues

Annual dues for members, associate members, and “friends”, shall be set forth by the Board of Directors, payable to the Treasurer by December 31, for the ensuing year, or at time of becoming a member, for the remainder of that calendar year. No later than September 30 of each year, the Board shall establish a dues schedule for each category of membership and affiliation for the ensuing year. If such dues schedule is not established by September 30, the then-current dues schedule will continue in full force and effect.

## **Section 2. Notification of Arrears and Effect on Status and Voting Privileges**

On January 31 of each year, the Secretary shall notify members, associate members, and friends who are thirty (30) days in arrears. Those renewing members, associate members, and friends whose dues are not paid by March 1 shall be automatically placed in inactive status. Provided notice had been sent to the members' last known address, the voting privileges of those members in arrears will be suspended until dues are paid.

## **Section 3. Resignation from Membership or Affiliation**

Members, associate members, or friends desiring to resign from the Caucus shall submit their resignations in writing to the Secretary.

# **ARTICLE V OFFICERS**

## **Section 1. Officers**

The officers of the Caucus shall be a President, a Vice President, a Secretary, a Treasurer, fourteen (14) Regional Directors (from each of seven (7) regions, two directors of different genders, where gender is self-identified), and five (5) At-Large Directors. The President shall appoint a Historian, a Parliamentarian, and a Sergeant-at-Arms as *ex officio*, non-voting officers. All officers shall perform the duties prescribed in *Robert's Rules of Order Newly Revised*, the parliamentary authority for the Caucus, as modified and amplified by these bylaws.

## **Section 2. Term of Office**

All terms of office shall be for two (2) years, or until a successor is elected. The terms of office shall commence at the close of the meeting at which they are elected.

## **Section 3. Office-Holding Limitations**

The President, Vice President, Secretary, and Treasurer shall serve no longer than two terms in the same office. Other officers shall be eligible for unlimited terms in the same office. No member shall hold more than one office at a time.

## **Section 4. Publicizing Elections**

In order to fully inform prospective and current members of the election of Caucus officers, the Caucus shall publicize election procedures fully, timely, and in such a manner as to assure notice to all interested Democrats.

## ARTICLE VI DUTIES OF OFFICERS

### Section 1. President

The President shall preside at all meetings of the Caucus, Board of Directors, and Executive Committee; shall be *ex-officio* member of all committees (except the Nominating and Audit committees); and shall appoint all standing and special committees and their chairs (except as otherwise provided in these bylaws). The President, or the President's designee from among the members of the Board, (a) shall represent the Caucus at county, district, state and national meetings and functions and (b) shall act as the only official spokesperson for the Caucus and represent it whenever necessary. The President shall refer any questions for study to the appropriate committee and shall provide guidance to the committee chairs in their work. The President shall perform all other duties pertaining to the office of President, as directed by the Board of Directors.

### 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.

### Section 3. Secretary

The Secretary shall keep an accurate record of all meetings of the Caucus, Board of Directors, and Executive Committee; shall be custodian of all records of the Caucus (except those assigned to other officers or committee chairs by these bylaws); shall maintain a current list of members, associate members, and friends with addresses, phone numbers and e-mail addresses, as well as committee assignments; shall maintain the Caucus bylaws with any amendments properly recorded, as well as special rules of order, and standing rules. The Secretary shall maintain, update (as required) and provide to Caucus chapters an official directory, which shall contain the contact information for Caucus chapters (including meeting days, time, and place) and caucus officers; the directory shall also include a listing of past officers of this Caucus (and former Triangle Democratic Caucus), their dates of service, and resident counties during term of office (with deceased persons appropriately noted). Copies of such directory shall be furnished to any member or affiliate, upon written request and confirmation of current active membership or affiliation status. All records of the Caucus shall be available for inspection by members and associate members, upon written request to the President. The Secretary shall issue the call of meetings, assist the President in preparing an order of business, and --- in the absence of the President or Vice President --- shall call a meeting to order, until a Chair *pro tempore* is elected.

### Section 4. Treasurer

The Treasurer shall be the custodian of all funds of the Caucus; shall keep an accurate record of receipts and expenditures; shall present a written statement of all income, expenditures, accounts payable, and income receivable; shall present such interim or special reports, as required by the Board or Executive Committee; and shall prepare an annual statement of expenses and receipts. All financial statements and reports shall be in writing, signed by the Treasurer, and made available to members, to the extent practicable, at least a week in advance of meetings. The annual financial statement shall be audited by the Audit Committee, and the Treasurer shall provide any detail or records required. The Treasurer shall disburse funds as authorized by the Board or Executive Committee. Checks may be signed by the Treasurer or the President. The Treasurer

shall maintain a fidelity bond during the term of office, which bond shall be paid by the Caucus. The Treasurer, with the approval of the Board or Executive Committee, may appoint deputies to receive and account for funds. The Treasurer shall chair the Finance Committee.

### **Section 5. Regional Directors**

The Regional Directors shall organize chapters in selected counties in their regions, shall coordinate Caucus activities within each region, shall maintain close collaboration with county Democratic Executive Committees, and shall represent the President, at his or her request, in functions and meetings within the region. A regional director shall maintain residency within the region from which elected; notwithstanding any other provision of these bylaws, failure to comply shall result in immediate forfeiture of office.

### **Section 6. At-Large Directors**

The At-Large Directors shall ensure adequate representation of state-wide views and interests and shall be responsible for one of the five critical support services, identified below. Each At-Large Director shall be specifically elected to one of these five (5) director positions:

- (a) Membership and Chartering (i.e. increasing Caucus membership, developing new chapters, and expanding existing chapters);
- (b) Communications (i.e., public and media relations to educate Democrats and the electorate at-large;
- (c) Campaign (i.e. directing the planning and implementation of the political election efforts of the Caucus);
- (d) Legislative Action (i.e. coordinating the research, planning, and implementation of our advocacy agenda vis-à-vis legislative bodies and elected officials); and
- (e) Financial Resource Development (i.e. planning and implementing the fundraising efforts of the Caucus).

### **Section 7. Parliamentarian**

The Parliamentarian shall advise the President, other officers, committees, and members on matters of parliamentary procedure. The Parliamentarian shall not vote on any matter before the Caucus, except for the balloting of officers. The Parliamentarian shall co-chair the Bylaws Committee.

### **Section 8. Historian**

The Historian shall prepare a narrative account (including a video and pictorial collection) of the Caucus's activities during the Historian's term of office which, when approved by the Caucus, will become a permanent part of its history.

### **Section 9. Sergeant-at-Arms**

The Sergeant-at-Arms shall preserve order and remove any person found to be disruptive at meetings, as directed by the presiding officer, and shall ensure that appropriate physical arrangements and furnishing are in place for each meeting.

### **Section 10. Loyalty Oath**

Officers and Directors shall execute a loyalty oath, in the form and manner prescribed by rules of the Florida Democratic Party, immediately upon taking office or as soon thereafter as possible (within thirty (30) days), before the discharge of their duties. Notwithstanding any other provision of these bylaws, failure to comply shall result in immediate forfeiture of office.

### **Section 11. Maintenance of Membership**

All officers shall pay dues by December 31. Notwithstanding any other provision of these bylaws, failure to comply shall result in immediate forfeiture of office.

### **Section 12. Caucus Records**

All records created and maintained by officers in the discharge of their duties shall be the exclusive property of the Caucus. Officers shall be custodians of such records during their term of office and shall physically present them at the meeting called to elect officers (or at such other time as their term ends) to ensure the smooth transfer of all records to succeeding officers upon election of their successors.

## **ARTICLE VII GENERAL MEMBERSHIP MEETINGS OF THE CAUCUS**

### **Section 1. Regular Meetings**

There shall be two regular general membership meetings of the Caucus, scheduled for January or February and July or August. The Board shall determine meeting date, time, and place.

### **Section 2. Biennial Meeting**

The regular general membership meeting held in a central location in Florida in January or February of each odd-numbered year shall be known as the biennial meeting, and shall be for the purpose of electing the President, Vice President, Secretary, Treasurer, other members of the Executive Committee, and five (5) At-Large Directors, receiving the results of elections of regional directors, receiving reports of officers or committees, and for any other business that may arise.

### **Section 3. Special Meetings**

Special meetings may be called by the President or upon written request of a majority of the Board of Directors or Executive Committee, and shall be called upon written request of twenty (20) percent of the membership. The purpose of the meeting shall be stated in the call. The stated purpose shall be the only business conducted at such special meetings. One month's notice of the special meeting shall be provided to the members. The President shall call a special meeting which shall be held in conjunction with the Florida Democratic Party conference or convention.

#### **Section 4. Quorum**

Twenty (20) percent of the Caucus membership shall constitute a quorum for the transaction of business at any regular or special meeting. A majority vote is necessary to carry motions, except as otherwise provided in these bylaws.

#### **Section 5. Meetings Open to All Democrats**

The time and place for all regular, biennial, or special meetings of the Caucus shall be publicized fully and in such manner as to assure timely notice to all interested persons. Meetings shall be open to all members of the Democratic Party regardless of race, color, creed, gender, age, national origin, sexual orientation, gender identity or expression, marital status, or physical disability. All meetings shall be in a facility accessible to the physically handicapped.

#### **Section 6. Voting**

No voting at a meeting of the Caucus shall be by secret ballot. Proxy voting at general membership meetings of the Caucus shall be prohibited.

### **ARTICLE VIII BOARD OF DIRECTORS**

#### **Section 1. Board Composition**

The officers of the Caucus shall constitute the Board of Directors. The Parliamentarian, Sergeant-at-Arms, Historian, the immediate Past President, presidents (or their designees) of county chapters (who are not otherwise officers), and special committee chairs (who are not otherwise officers) shall be *ex officio* members (without vote). Annually, the Board may elect a Chair Emeritus, who shall be *ex officio* (non-voting).

#### **Section 2. Duties and Powers of the Board**

The Board of Directors shall have full power and authority over the affairs of the Caucus, except those specifically reserved to the General Membership in these bylaws. The Board shall be subject to the orders of the General Membership of the Caucus, and none of its acts shall conflict with action taken by the General Membership meeting of the Caucus.

#### **Section 3. Board Meetings**

Unless otherwise ordered by the Board or Executive Committee, meetings of the Board of Directors shall be held twice annually, in March and October. Special meetings may be called by the President, and shall be called within twenty (20) days, upon written request of one-third (1/3) of the Board or a majority of the Executive Committee. Attendance and voting at meetings shall be allowed by teleconferencing or conference call.

#### **Section 4. Quorum**

A majority of the voting members of the Board of Directors shall constitute a quorum.

## Section 5. Voting

No vote at a Board meeting shall be taken by secret ballot. Proxy voting shall be permitted, utilizing the proxy forms annexed to the Bylaws of the Florida Democratic Party. Members of the Board seeking to appoint a proxy shall designate a Caucus member of his or her choice to hold a proxy to a particular meeting specified in the proxy from the same region or specified group represented by the said member. Such proxy shall be sent to the President before the day of the meeting for which the proxy is to be used. Any proxy which is incomplete or invalid in any way shall be returned to the member issuing the proxy. The member sending the incomplete proxy shall be notified immediately by phone or facsimile transmission that the proxy is incomplete or invalid. The holder of such proxy shall be a qualified Caucus member not a voting member of the Board. No person shall be permitted to hold more than one (1) proxy. For the proxy to be honored by the Board, the holder of the proxy shall submit the original copy of the proxy in person prior to the commencement of the meeting for which it is intended to be used. Proxies may not account for more than fifteen percent (15%) in computing a quorum. In the absence of a regional director, an alternate regional director (of the same gender) may attend and vote at a Board meeting, acting as full substitute and shall not be deemed a proxy.

## Section 6. Emergency Authority of the Executive Committee

The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer and four (4) Regional Directors (two male and two female), as well as the immediate Past President and Parliamentarian as *ex officio*, non-voting members. 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 of Directors to exercise the authority of the Board. A majority of the voting members of the Executive Committee shall constitute a quorum. At any such meeting, the Executive Committee may take action and vote on matters of urgent interest to the Caucus, provided that such vote is by a two-thirds (2/3) majority to be valid. Within three (3) days of the Executive Board meeting, the draft minutes and decisions taken shall be transmitted to all members of the Board of Directors. Proxy voting shall be prohibited. No votes of the Executive Committee shall be taken by secret ballot. Attendance and voting at meetings shall be allowed by teleconferencing or conference call. Any such action taken must be subsequently ratified by a vote of the Board or the General Membership at its next scheduled meeting.

## ARTICLE IX ELECTIONS

### Section 1. Elections of Officers

Elections to offices for the Caucus shall occur in two stages. In November and December of each even-numbered year, members resident in each region shall meet in a location in that region to be designated by the General Membership to elect one male and one female regional director. In January or February of each odd-numbered year, at the regular biennial meeting, the President, Vice President, Secretary, Treasurer, five (5) At-Large Directors, and four regional (4) members of the Executive Committee (two female and two male regional directors) shall be elected.

### Section 2. Nominations and Elections of Regional Directors

- A. For purposes of regional elections under these bylaws, the General Membership shall divide the state into seven (7) regions, each of which is contiguous, compact and conforms to the Caucus's strategic plan. In the absence of such strategic plan, the counties included in the seven regions is attached as ANNEX 1, which is hereby made part of these bylaws by reference and which may, from time to time, be revised by the General Membership.
- B. At its July/August meeting (before the November/December regional elections), the General Membership shall designate a convener to call a regional meeting for the sole purpose of electing one male director, one female director, one alternate male director, and one alternate female director in each region. At least forty-five (45) days prior to the regional elections, the Secretary shall send written notice to all then-current members resident in the region of the time and place of elections. The convener shall supervise and certify such election.
- C. Nominations shall be from the floor. The gender of the persons involved shall be by self-determination.
- D. Voting for directors shall be by open ballot, in accordance with Florida Democratic Party rules. Each ballot shall be printed with the name of the Caucus and region at the top, followed by the office to be voted upon, followed by a blank line to write in the name of the candidate selected. At the bottom of ballot, there will be two blank lines to be completed by the voter, with the voter's signature and printed name. Members must be present to vote; absentee or proxy voting is prohibited.
- E. A majority of those present and voting is required for election of each officer; the nominee receiving the lowest number of votes shall be removed for the next ballot.
- F. The convener shall announce initial results and afford any candidate the right to a recount, after which the convener will certify the results.
- G. The convener, or a local representative if the convener is not resident in the region, shall keep the ballots, at a location in the region, for thirty (30) days following the election, during which time they will be available for review. All ballots, thereafter, shall be transmitted to the Secretary, who shall hold such ballots for three years, after which they may be destroyed.
- H. Any challenges to the regional elections shall be lodged with the convener at the regional meeting, and such challenge shall be resolved before certification.
- I. Alternate male and female regional directors are elected to assist their respective male or female regional directors in the discharge of their responsibilities and duties. The alternate regional directors shall not be considered officers, except if their regional directors (of the same gender) cannot attend a Board meeting, in which case, they may act as full substitute with all authorities of their respective regional director, at that meeting. The alternate regional director (of the same gender) shall assume the office, in the absence, or inability to serve, of the respective regional director.

### **Section 3. Nominations and Elections of Other Officers**

- A. In November of each even-numbered year, the President shall appoint a Nominating Committee, comprised of three members, resident of different Caucus regions. The duty of this committee, as regards officers to be elected at the biennial meeting, shall be:
  - (1) to publicize the elections and qualifications for candidacy,
  - (2) to recruit members for each office,
  - (3) to ensure the eligibility (consistent with these bylaws) for all members seeking office,
  - (4) after ascertaining their eligibility and willingness to serve, to nominate at least one candidate for each office to be filled at the biennial meeting, and
  - (5) to conduct the elections process.

- No Nominating Committee member may be nominated or elected to any office filled at the biennial meeting.
- B. At the biennial meeting, the Nominating Committee shall, first, report on regional elections. The committee shall report nominations received to date and then accept further nominations from the floor.
  - C. Prior to the biennial meeting, the Nominating Committee shall prepare one ballot for each office, with the names of the duly qualified candidates. Each ballot will be printed with the name of the Caucus on 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, for additional nominations from the floor. 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.
  - D. Voting for officers will be by open ballot, in accordance with Florida Democratic Party rules. Members must be present to vote; absentee or proxy voting is prohibited. The Nominating Committee shall preside over and conduct the election process. As nominations from the floor shall be in order, voters may write in candidates' names and vote for the preferred candidate. Following each vote, the Committee shall collect and count the ballots, utilizing additional tellers, as necessary, and will announce the results at the end of the count. A majority of those present and voting shall be required for election; the nominee receiving the lowest number of votes shall be removed from the next ballot. The Committee shall afford any candidate the right to a recount, after which the Committee shall certify the results.
  - E. In the balloting for At-Large Directors, each of the five shall be elected sequentially, as separate offices in the following order: (1) Campaign Director, (2) Director of Communications, (3) Director of Financial Resources Development, (4) Legislative Action Director, and (5) Director for Membership and Chartering.
  - F. To be eligible to vote, participate in elections, and be a candidate at the biennial meeting, a new member must have been a member forty-five (45) days prior to that meeting. Only the male regional directors and female regional directors, elected at regional meetings, shall be qualified to be elected and serve as the male and female regional director representatives, respectively, on the Executive Committee.
  - G. If a candidate for office is unopposed or the number of candidates equals or is less than the number of officers to be elected, such candidates may be elected by acclamation.
  - H. The Secretary shall retain all ballots, available for inspection, for a period of three (3) years, after which the ballots may be destroyed.

## **ARTICLE X 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**

At the biennial meeting, vacancies created by election to another Caucus office shall be filled by election at the same meeting. Vacancies created by removal shall be immediately filled at the same meeting. Except in the case of an alternate regional director assuming the office of regional director (for the respective gender), the President shall fill other vacancies, on an acting basis, until the next meeting of the Board or the general membership (whichever first occurs). At such meeting, after nominations from the floor, the office shall be

filled for the remainder of the term. 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 person is nominated for the position. The Secretary shall retain all ballots for a three years period from the date of election, after which the ballots may be destroyed. The alternate regional director (of the same gender) shall assume the office, in the absence, or inability to serve, of the respective regional director. Otherwise, in the appointment and/or election of vacant male or female regional directors, every effort shall be made to fill the vacancy with the same gender; however, if no candidate of the same gender is identified as willing and able to serve, appointment and/or election of any person within the region shall be in order; such appointment or election shall be on an interim basis, not to exceed six (6) months, until a person of gender of the position is identified and elected or appointed to serve.

### **Section 3. Removal**

Any officer may be removed upon two-thirds (2/3) vote of the members at any regular or special general membership meeting after thirty (30) days notice to the membership that a motion for the purpose of removal of said member will be considered at the regular or special meeting. The removal may be for causes 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. Unexcused absences from two regular Board meetings shall constitute abandonment of office.

## **ARTICLE XI STANDING COMMITTEES**

### **Section 1. Standing Committees**

The Standing Committees shall be Bylaws, Finance, Financial Resources Development, Membership and Chartering, Campaign Legislative Action, Communications, and Nominating.

### **Section 2. Bylaws Committee**

The Bylaws Committee, co-chaired by the Parliamentarian, shall recommend such changes in the bylaws as appear necessary and feasible from time to time.

### **Section 3. Finance Committee**

Promptly after the January/February meeting, the President shall appoint a Finance Committee, comprised of the Treasurer (as Chair) and at least two other members, which shall prepare a budget for the fiscal year, beginning the first day of April, to be submitted to the Board in March for approval. The Committee shall provide reports at each regular Board meeting on budget performance, and, from time to time, shall submit amendments to the budget, for Board approval.

### **Section 4. Financial Resources Development Committee**

The Financial Resources Development Committee shall develop a fundraising plan, recommend manners of fundraising, coordinate all such activities, and generally be responsible for the fundraising efforts of the Caucus; it shall also establish programs to enhance the overall financial well-being of the Caucus. The at-large Director of Financial Resources Development shall chair the committee.

## **Section 5. Membership and Chartering Committee**

The Membership and Chartering Committee shall ensure that all persons wishing membership are, in fact, registered Democrats in Florida within twenty (20) days of their application; shall maintain permanent membership records; shall organize and assist on membership campaigns; shall define the requirements for county chapter chartering; and shall assist those interested in establishing chapters. The Secretary shall serve on the Committee and the at-large Director for Membership and Chartering shall chair the committee.

## **Section 6. Campaign Committee**

The Campaign Committee shall work toward the election of Democratic candidates, including local, county, state and national candidates. It shall support voter registration efforts, serve as a clearinghouse for candidates' request for volunteers, and mobilize the general Caucus membership and GLBT community at large to vote. The Campaign Committee shall report on the status of candidates and issues, recommending actions as appropriate. The at-large Campaign Director shall chair the committee.

## **Section 7. Legislative Action Committee**

The Legislative Action Committee shall research various legislative proposals, draft an annual legislative agenda and advocacy action plan, coordinate outreach efforts and lobbying activities approved in such agenda and plan, and act as liaison with legislative bodies at all levels of government. The Legislative Action Director shall chair the committee.

## **Section 8. Communications Committee**

The Communications Committee shall see that all activities, including meetings, are advertised through the media. It shall ensure that Caucus members are informed on issues and upcoming activities. It shall also develop and maintain a Caucus website. The at-large Director of Communications shall chair the committee.

## **Section 9. Nominating Committee**

The President shall appoint a Nominating Committee, whose duties are defined in Article IX, Section 3 of these bylaws.

## **Section 10. Committee Records and Reports**

All records created and maintained by standing or special committees in the discharge of their duties shall be the exclusive property of the Caucus. Every committee shall keep an accurate, complete, and permanent record of its proceedings, including membership attendance at all meetings of the committee. 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 upon the appointment of their successor. All committees shall make written reports to the President and to the general membership, as requested or upon initiative of the individual committee chair. All committee reports, requiring action at a Board or Executive Committee meeting, shall be in writing and shall be transmitted to the Board at least ten (10) days in advance of the meeting.

## ARTICLE XII SPECIAL COMMITTEES

### Section 1. Creation of Special Committees

Special committees may be created (a) by the President, (b) by petition of twenty (20) percent of the members attending a general membership meeting, or (c) by petition of twenty (20) percent of the members of the Board. The size of such special committees shall be determined (a) by the President if formed at the President's initiative, (b) by majority vote of the general membership meeting if formed by member petition, or (c) by a majority of the Board if formed by Board member petition.

### Section 2. Membership of Special Committees

For special committees created by either member or Board member petition, the President shall appoint, within ten (10) days, not more than half of the members of such special committees and the remainder shall be nominated and elected by a majority vote of the members attending the general membership meeting or by a majority vote at the Board meeting at the general membership or Board meeting at which the petition is presented.

### Section 3. Special Committee Chairs

For special committees created by the President, the President shall appoint the chair. For special committees created by petition, such committees shall have an organizational meeting called by the Secretary within thirty (30) days after the election of committee members, at which organizational meeting, they shall elect, by a majority vote, a chair and vice-chair. Special committee chairs shall be *ex officio* members (without vote) of the Board of Directors.

### Section 4. Special Committee Records and Reports

Special committees shall make reports and keep records in the same manner as outlined for standing committees in these bylaws.

### Section 5. Discharge of Special Committees

Special committees may be discharged when the President has determined that their function has been fulfilled, except that special committees created by petition must only be discharged by a two-thirds (2/3) vote of the body (i.e., general membership or Board) that elected the members.

### Section 6. Term of Service

The Chair and members of the special committee shall serve a term of not more than two (2) years, commencing when appointed or elected and ending at the earlier of (1) the biennial meeting after which they were appointed or elected, or (2) the date when discharged. The term of service may be extended by the President, or a majority vote of either the general membership meeting or the Board. Such members may be reappointed or reelected, without limit on the number of successive terms they may serve.

### Section 7. Removal of Elected Members

Any chairperson or member of a special committee, who is not appointed by the President, may be removed from such committee in the same manner as provided for the removal of officers as described in these bylaws.

### **Section 8. Vacancies of Elected Members**

Vacancies of elected members shall be filled by the Board, immediately, but no later than the next meeting after the creation of a vacancy.

## **ARTICLE XIII FINANCES**

### **Section 1. Receipts**

All dues, contributions and receipts from fundraising activities and any other funds received shall be deposited in a qualified banking institution in the State of Florida with statewide branches, designated by the President, in consultation with the Treasurer. A newly elected President shall not change an existing banking institution, except for cause and with the approval of the Board or Executive Committee.

### **Section 2. Disbursements**

- A. By its adoption of a budget, the Board shall establish the maximum amounts that may be expended for each activity or item of expense. Any expenditure in excess of these amounts is not authorized and shall require prior approval, by budget amendment, by the Board. Any individual disbursement in excess of five hundred dollars (\$500.00) to any one payee shall require Board review at the next Board meeting, after payment.
- B. Any authorized disbursement shall be made upon the signature of the President or Treasurer.
- C. Petty cash disbursements may not exceed one hundred dollars (\$100.00) in any one calendar month. All petty cash disbursements shall be made upon the signature of the President or the Treasurer.

### **Section 3. Records**

An annual financial report showing the receipts and disbursements of the Caucus for the preceding fiscal year (ending on the last day of March) and its assets and liabilities shall be prepared in writing, signed by the Treasurer. It shall be submitted to an ad hoc Audit Committee, no later than forty-five (45) days after the close of the fiscal year. The Audit Committee shall provide the annual report and its findings to each of the next following meetings of the Board and general membership. An ad hoc Audit Committee, comprised of at least three members (none of whom may serve on the Finance Committee), shall be appointed by the President at the March Board meeting. The President and Treasurer may not serve on such committee, although they may be called upon and shall be required to provide any and all information requested by the ad hoc committee to discharge its duties.

## **ARTICLE XIV PARLIAMENTARY AUTHORITY**

The rules contained in the most recent edition of *Robert's Rules of Order Newly Revised* shall govern the Caucus in all cases to which they are applicable and in which they are not inconsistent with these bylaws, the rules of the Florida Democratic Party and the Democratic National Committee.

## **ARTICLE XV PROVISIONS RELATED TO CHAPTERS**

### **Section 1. Caucus Charter Recertification**

At the time appointed by the Florida Democratic Party Committee on Clubs, Organizations, and Caucuses, the Caucus shall provide requested records for recertification by the Florida Democratic Party. Failure to maintain certification may result in loss of permission to use the word "Democrat," "Democratic", or any derivative thereof.

### **Section 2. Initial Chapter Charter Certification**

The Membership and Chartering Committee shall recommend to the Board the process to be used to charter individual Caucus chapters. Such process is subject to Florida Democratic Party rules and Board approval. The Committee and regional directors shall provide all needed assistance to organize chapters throughout the state. Only one chapter shall be chartered in each county, except that counties with no chapters may be included, on an interim basis, in the chapter of a contiguous county.

### **Section 3. Chapter Charter Recertification**

In July of every odd-numbered year, or at such time as otherwise required by the Caucus, each chapter of the Caucus shall provide to the Membership and Chartering Committee the documentation required for charter re-certification. Failure to do so shall result in the forfeiture of all rights and privileges to the use of the word "Democrat", "Democratic", or any derivative thereof. Pursuant to Florida Democratic Party rules, the Board or Executive Committee shall recertify charters.

### **Section 4. Approval of Chapter Bylaws Amendments**

Caucus chapters shall submit any changes in their bylaws, within thirty (30) days of such amendment, to the Committee on Membership and Chartering for its review and approval. Chapter bylaw amendments that are not approved by the Committee shall be referred to the Board or Executive Committee, with a recommendation for action. The decision of the Board or Executive Committee shall be final.

### **Section 5. Caucus Chapter Dissolution**

In the event a Caucus chapter wishes to dissolve, a resolution stating the date of dissolution and reasons therefore shall be adopted by a majority vote at a general membership meeting of the Caucus chapter, after being submitted in writing at the previous meeting. When the Caucus chapter disbands for any reason, the chapter assets and funds, after all debts are satisfied, shall become the property of the Florida GLBT Democratic Caucus.

## **ARTICLE XVI MISCELLANEOUS PROVISIONS**

### **Section 1. Caucus Dissolution**

In the event the Caucus wishes to dissolve, a resolution stating the date of dissolution and reasons therefore shall be adopted by a majority vote at a general membership meeting, after being submitted in writing at the previous meeting. When the Caucus disbands for any reason, the Caucus assets and funds, after all debts are satisfied, shall become the property of the Florida Democratic Party.

### **Section 2. Grievances**

Disputes and grievances may be resolved by the President, Executive Committee, Board of Directors, or by the Florida Democratic Party Central Committee whose decision shall be final, unless appealed to the Judicial Council of the Florida Democratic Party within forty-five (45) days from the date of said decision. The Board of Directors shall prescribe a disputes and grievance procedure to designate the roles and authority of the President and Executive Committee, as well as the use of other members (not parties to the dispute or grievance), who may individually or collectively mediate and/or investigate the issue.

## **ARTICLE XVII AMENDMENT OF BYLAWS**

### **Section 1. Amendment Process**

These by-laws may be amended by a two-thirds (2/3) vote at any regular or special general membership meeting pursuant to notification in writing ten (10) days prior to the meeting. The text of any proposed bylaws amendment shall be submitted to the Board and Bylaws Committee at least sixty (60) days prior to such meeting. The Bylaws Committee shall review such proposed amendment and provide a written report and recommendations to the Board or Executive Committee. The exact language of the proposed amendment, the written report of the Bylaws Committee, and the recommendation, if any, by the Board or Executive Committee shall be included in the notification of the meeting. Bylaws and any changes or amendments thereto, together with copies of the minutes of the meeting at which they are adopted, shall be filed with the Florida Democratic Party within thirty (30) days following adoption.

### **Section 2. Effective Date**

All amendments shall take effect immediately, but shall be subject to approval by the Florida Democratic Party. Any amendment or change, which is not approved, shall be deleted from the bylaws. Actions taken pursuant to such unapproved amendment or changes shall be null and void.

**ANNEX I. REGIONS FOR THE FLORIDA GLBT DEMOCRATIC CAUCUS**

The following counties shall constitute each region of the Caucus:

1. North Region: Baker, Bay, Bradford, Calhoun, Clay, Columbia, Duval, Escambia, Flagler, Franklin, Gadsden, Gulf, Hamilton, Holmes, Jackson, Jefferson, Lafayette, Leon, Liberty, Madison, Nassau, Okaloosa, Santa Rosa, St. Johns, Suwannee, Taylor, Union, Wakulla, Walton, and Washington
2. Central Northwest: Alachua, Citrus, Dixie, Gilchrist, Hernando, Levy, Marion, Pasco, Pinellas, Putnam, and Sumter
3. Central Northeast: Lake, Orange, Osceola, Polk, Seminole, and Volusia
4. Central Southwest: Charlotte, Collier, DeSoto, Hardee, Hillsborough, Lee, Manatee, and Sarasota
5. Central Southeast: Brevard, Glades, Hendry, Highlands, Indian River, Martin, Okeechobee, Palm Beach, and St. Lucie
6. Southeast: Broward
7. South: Miami-Dade and Monroe

At its July/August meeting before the November/December regional elections, the General Membership may revise these regions with the effective date of such revision being the date of the election for Regional Directors.

## TRANSITIONAL PROVISION

Article XVII, Section 2 provides for the immediate effect of amendments. In order to make Article V (Officers) internally consistent with Article VII (General Membership Meetings of the Caucus) and Article IX (Elections), a transitional provision to clarify the intent of the General Membership in its approval of the amendment is required.

Notwithstanding the provisions of Article V, Section 2 (Term of Office), in order to give effect to the amended Article VII, Section 2 (Biennial Meeting) and Article IX (Elections) -- which provide for the new dates of election of officers during the period November of even-numbered years through the January or February biennial meeting in odd-numbered years,

BE IT RESOLVED,

1. that elections for regional directors and alternates will not be held in October 2009;
2. that the election for other officers will not be held in January 2010;
3. that the next regional meetings to elect regional directors and alternates shall be held in November and December 2010;
4. that the next biennial meeting is hereby scheduled for January or February 2011 at a time and place to be fixed by the Board of Directors;
5. that all officers currently installed shall continue this term for an additional year, or until a successor is elected; and
6. that this expanded term shall be construed as one term for purposes of Article V, Section 3 (Office-Holding Limitations).

This Transitional Provision shall lapse at the end of the biennial meeting scheduled for January or February 2011.

The Revised Bylaws were adopted, as amended, on May 21, 2005.

/s/  
Michael A. Albetta  
President

Attest:

/s/  
Derrick Hankerson  
Acting Secretary

Witnessed and Signed by 28 Members in Attendance

The Revised Bylaws were further amended on May 19, 2007, by the General Membership meeting in Sarasota, a quorum of 41, being present.

/s/  
William Vayens  
Secretary

The Revised Bylaws were further amended on October 10, 2009, by the General Membership meeting in Orlando, a quorum of 25, being present.

/s/  
William Vayens  
Treasurer and Acting Secretary