

**CHARTER AND BY-LAWS OF THE
DEMOCRATIC COMMITTEE OF LOWER MERION AND NARBERTH,
AREA 13 OF THE MONTGOMERY COUNTY, PENNSYLVANIA, DEMOCRATIC COMMITTEE**
As amended as of June 20, 2011

PREAMBLE

We, the Democrats of Lower Merion Township and the Borough of Narberth, united in common purpose, hereby rededicate ourselves to the principles that have historically sustained our Party. Recognizing that the vitality of the Nation's political institutions has been the foundation of its enduring strength, we acknowledge that a political party that wishes to lead must listen to those it would lead, a party that asks for the people's trust must prove that it trusts the people and a party that hopes to call forth the best we can achieve must embody the best of our Democratic heritage and traditions.

What we seek for ourselves, we hope for all people: individual freedom in the framework of a just society and political freedom in the framework of meaningful participation by all citizens. Bound by the United States Constitution and aware that a party must be responsive to be worthy of responsibility, we pledge ourselves to open, honest endeavor and to the conduct of public affairs in a manner worthy of a society of free people. [Adapted from the Charter and Bylaws of the Democratic Party of the United States].

ARTICLE I THE COMMITTEE

Section One. The governance of the Democratic Party of Lower Merion and Narberth shall be conducted by a Committee composed of all lawfully chosen Committeepersons of the election districts within the Township of Lower Merion and the Borough of Narberth. This Committee shall exercise all power and authority in accordance with the National Charter of the Democratic Party of the United States of America and the Rules and By-Laws of the Pennsylvania Democratic State Committee and the Montgomery County Democratic Committee.

Section Two. Members of the Committee shall be those Democratic Committeepersons in the Township of Lower Merion and the Borough of Narberth chosen in the following manner: at the Spring Primary Election in each gubernatorial election year, two Committeepersons shall be elected by the qualified Democratic electors, within the meaning of 25 PA Code, Ch 11 §1102, of each election district, to serve from the date of election as certified by the Montgomery County Board of Elections until the day following the next Primary Election in a gubernatorial election year.

If, for any reason, a Committeeperson vacancy occurs in any election district, it shall be the obligation of the Chairperson of this Committee to fill such vacancy by appointment subject to approval by the County Chairperson, as soon as possible from the notice of such vacancy; however, no vacancy shall be filled between the date of election of members of the Committee and the next election of County Officers.

It shall be the duty of Committee members:

- to participate in meetings of the County and Area Committees,
- to increase the registration of Democratic electors in their voting districts to its maximum number,

DCLMN By-laws Article I, Section Two (cont)

- to see that at least one nomination petition shall be properly circulated and filed for each public office for which nominations are to be made at each Primary Election in their respective election districts,
- to organize political activity in their voting districts thoroughly and effectively to the end of achieving a maximum Democratic vote at the polls and Democratic majorities in the elections,
- to campaign and work for Democratic principles and integrity within the Party and the administration of government, and
- to do all things necessary and proper to effectuate this Charter and By-Laws.

Committeepersons shall not publicly support opponents of Democratic Party Candidates in the General Election and may be censured for such activity.

Section Three. The following persons may be ex-officio members of this Committee, at the invitation of a majority of those present and voting at a duly constituted meeting of this Committee, with the privileges of attendance and voice at all meetings of this Committee, but without vote unless they are also lawfully chosen members of this Committee in accordance with Section Two of the Article above set out: an incumbent Democratic governor and any past Democratic governors of this Commonwealth, which persons may in addition to the foregoing be designated honorary Chairpersons of this Committee; any registered Democrat validly elected to any Federal, State, County, Township, or Borough office or validly elected as a member of the Lower Merion School District Board of School Directors or as a Magisterial District Judge of Lower Merion or Narberth ; and members of the State or County Democratic Committees who represent any portion of the electors of this Committee.

ARTICLE II THE OFFICERS

Section One. The Officers of this Committee shall be a Chairperson, three Regional Vice-Chairs, a Secretary and a Treasurer.

Section Two. Each Officer of this Committee shall be a Democrat registered to vote in Lower Merion Township or the Borough of Narberth, but said Officers need not be members of this Committee as set forth above in Article I, Section Two hereof.

Section Three. The Officers of this Committee shall be elected by a majority vote of the members of this Committee present and voting at the Organizational Meeting. The election shall be by voice vote unless there is a contested election, in which instance there shall be an election by secret ballot.

Section Four. All Officers of this Committee shall serve a term between the Organizational Meetings following the primary elections in gubernatorial election years.

Section Five. It shall be the duty of the Chairperson to convene meetings and to preside at all Committee and Executive Board meetings. The Chairperson is the chief executive officer of this Committee, and in the event of the absence or resignation of any other Officer, the Chairperson shall assume or delegate the duties of such Officer until a replacement is appointed pursuant to Section Twelve of this Article. The Chairperson shall serve as Area

DCLMN By-laws Article II, Section Five (cont)

Leader and shall represent Area 13 of Montgomery County as the leader of the Area delegation to the County Executive Committee. The Chairperson shall be a member of the Candidate Recruitment Subcommittee with a vote in the event of a tie, and an ex officio member, with voice but without a vote, of each other Standing Committee identified in Article IV.

Section Six. In lieu of a single Chairperson, two Co-Chairpersons may be chosen to exercise the powers and responsibilities assigned by this Charter and By-Laws to the Chairperson. Two individuals shall not be nominated as Co-Chairpersons unless they both state their willingness to serve together as such. Only one of the two Co-Chairpersons shall be nominated and elected to serve as Area Leader in accordance with the penultimate sentence of Section Five above. In all other respects, any reference in this Charter and By-Laws to the Chairperson shall be construed, in the case of Co-Chairpersons, to refer to the two Co-Chairpersons acting by agreement between themselves. Without limiting the generality of the foregoing, in any case in which the Chairperson is given a vote, co-Chairpersons shall have a single vote between them. In the event of a disagreement between the two Co-Chairpersons, it shall be resolved by a majority of the Regional Vice-Chairs. If a written statement signed by at least two of the Regional Vice-Chairs is delivered to the Secretary stating that prolonged and recurring disagreement between the two Co-Chairpersons is seriously impairing the functioning of the Committee, then it shall be the duty of the Secretary to convene a meeting of the Executive Board within one week. At this meeting, the Executive Board, upon an affirmative vote of two-thirds of those members present and voting, may remove one of the two Co-Chairpersons, and in such event, the remaining Co-Chairperson shall serve as sole Chairperson and Area Leader for the remainder of his or her term. In the event of a vacancy in the office of a Co-Chairperson because of a resignation or for any other reason, the remaining Co-Chairperson shall serve as sole Chairperson and Area Leader for the remainder of his or her term, notwithstanding the provisions of Section Twelve below.

Section Seven. A Regional Vice-Chair shall be chosen for each of three Regions, as follows:

Eastern Region -- Lower Merion Wards 7, 9, 12, 13 and 14;
Central Region -- Lower Merion Wards 3, 4, 5 and 8 and Narberth;
Western Region -- Lower Merion Wards 1, 2, 6, 10 and 11.

A Regional Vice-Chair must be a Democrat registered to vote in his or her Region. The Regional Vice-Chairs shall be responsible for overseeing and coordinating the day-to-day activities of the Committee within their respective regions and shall report to the Chairperson and the Executive Board on such activities.

Section Eight. In the absence of the Chairperson at any meeting, it shall be the duty of one of the Regional Vice-Chairs (as they may agree or in the absence of agreement, as chosen by lot) to preside over the meeting.

In the event that the Chairperson fails to convene a special meeting upon petition in accord with the procedure set forth in Section Three of Article VI, it shall be the duty of any Regional Vice-Chair, upon receipt of such a petition, to convene a special meeting within five (5) days.

Section Nine. The Treasurer shall be the custodian of this Committee's funds; shall keep a detailed account thereof; shall pay out monies for legitimate expenditures permissible under law and authorized by the Committee; shall at least quarterly provide periodic written reports in form

DCLMN By-laws Article II, Section Nine (cont)

and substance as directed by the Executive Board; shall preserve receipted vouchers or endorsed checks for all expenditures; shall ensure that all Federal, State, and County reporting Statutes or Regulations are duly complied with; and shall on written demand from five (5) or more Committee members, prepare and present all Committee financial records to an accountant duly designated by the Committee for a full audit between the primary election and the reorganization or organization of this Committee, or upon the resignation of the office of the Treasurer. Said demand shall also be served upon the Chairperson. Upon request by the Chairperson, the Treasurer shall prepare and present all Committee financial records to the Chairperson or his or her designee for review.

Section Ten. The Secretary shall give notice of all meetings of this Committee and of the Executive Board, shall keep accurate minutes of all meetings of this Committee and of the Executive Board and shall produce same at all regular meetings of this Committee and of the Executive Board; and shall make available at each meeting of the Committee a copy of this Charter and By-Laws and a copy of *Robert's Rules of Order*, as most recently revised.

Section Eleven. Any retiring officer or member of this Committee who may have in his or her custody or control any monies, property, records, or documents of any nature belonging to or under the jurisdiction of this Committee, shall preserve and turn over same intact to his or her successor immediately upon retiring from Office, or if there is no successor at that time, to the Chairperson. The Chairperson or other officer receiving such materials from a retiring officer or member shall report such receipt to the Committee at the next regular meeting.

Section Twelve. Should any office of this Committee become vacant for any cause, it shall be filled temporarily by the Executive Board, the interim officer to serve until the next regular meeting of the Committee at which time a permanent successor shall be elected by a majority vote of the members of the Committee present and voting at the meeting, in accordance with the ballot procedure set forth in Section Three of this Article.

Section Thirteen. The Chairperson, regardless of whether he or she is also a duly elected member of this Committee in accord with Section Two of Article I hereof, may vote only to break a tie at regular, special, and organizational meetings of the Committee or at Executive Board meetings. If there are two Co-Chairpersons and both are present, and they cannot agree how to cast their tie-breaking vote, no tie-breaking vote shall be cast.

ARTICLE III AREA REPRESENTATIVES

Section One. There shall be as many Area Representatives to the County Executive Committee as that body may from time to time designate. Each Area Representative shall be a Democrat registered to vote in Lower Merion Township or the Borough of Narberth, but said Area Representatives need not be members of this Committee as set forth above in Article I, Section Two hereof. The Area Representatives shall be elected by a majority vote of the members of this Committee present at the Organizational Meeting. The election shall be by voice vote unless there is a contested election, in which instance there shall be an election by secret ballot. The Area Representatives may concurrently be Officers (except for Area Leader) of the Committee. The Area Representatives shall serve a term between the Organizational Meetings following the primary elections in gubernatorial election years.

DCLMN By-laws Article III (cont)

Section Two. The Area Representatives have the duty to attend the County Executive Committee Meetings and shall report to the Committee on said Meetings. If one is unable to attend, it shall be his or her duty to obtain a proxy in conformity with County By Laws.

Section Three. Should the position of an Area Representative become vacant for any cause, it shall be filled temporarily by majority vote of the members of the Executive Board present and voting at a meeting, the interim Area Representative to serve until the next regular meeting of the Committee at which time a permanent successor shall be elected by a majority vote of the members of the Committee present and voting at the meeting, in accordance with the ballot procedure set forth in Section One of this Article.

ARTICLE IV STANDING SUBCOMMITTEES

Section One. There shall be seven Standing Subcommittees, as follows:

(A) Candidate Recruitment. The Candidate Recruitment Subcommittee shall be responsible for identifying, recruiting, interviewing and evaluating Democrats as potential candidates for elected and appointed public office.

(B) Campaign Support and Coordination. The Campaign Support and Coordination Subcommittee shall be responsible for providing assistance to the campaigns of Democratic candidates for elective office and for coordinating the campaign efforts of such candidates in Lower Merion and Narberth.

(C) Technology. The Technology Subcommittee shall be responsible for maintaining a list of registered voters in Lower Merion and Narberth and for providing registration information to assist Committee persons in communicating with registered voters and potential registered voters. The Technology Subcommittee shall also be responsible for providing other technology support to the Committee.

(D) Fundraising. The Fundraising Subcommittee shall be responsible for raising funds, by obtaining contributions and sponsoring fundraising events, in order to finance the activities of the Committee.

(E) Issues and Policy. The Issues and Policy Subcommittee shall be responsible for investigating and reporting to the Committee on issues of public concern and assisting the Committee in developing policy positions on such issues.

(F) Long-Range Planning. The Long-Range Planning Subcommittee shall be responsible for reviewing and recommending improvements in the ongoing work and organization of the Committee.

(G) Communications. The Communications Subcommittee shall be responsible for obtaining publicity and media coverage of Committee activities and candidate campaigns, maintaining web content and, upon request by the Chairperson, providing or assisting with internal Committee communications. In addition, the Communications Subcommittee, in coordination with the Campaign Support and Coordination Subcommittee, may provide assistance to candidate campaigns-

DCLMN By-laws Article IV (cont)

Section Two. Each Standing Subcommittee shall be headed by a Subcommittee Chair, appointed by the Chairperson, and approved by the Committee. A Subcommittee Chair need not be a Committeeperson but must be a Democrat registered to vote in Lower Merion or Narberth. The term of a Subcommittee Chair shall be from the time of his or her approval by the Committee until the next quadrennial Organizational Meeting of the Committee. In the event of a vacancy in the position of a Subcommittee Chair, the Chairperson may appoint an Interim Subcommittee Chair, to serve until the next meeting of the Committee, at which time the Chairperson shall appoint and the Committee shall approve a new Subcommittee Chair in accordance with this section. The Chair of a Standing Subcommittee shall have the power to call meetings of the Standing Subcommittee and shall be responsible for overseeing the activity of the Standing Subcommittee and for reporting on such activity to the Executive Board and to the Committee. A Subcommittee Chair may be removed from his or her position by majority vote of the Committee, in which case the Chairperson shall appoint a replacement in accordance with this section.

Section Three. Members of Standing Subcommittees, shall be appointed by the Chairperson, after consultation with the Subcommittee Chair, with subsequent notification to the Committee. A Subcommittee member need not be a Committeeperson but must be a Democrat registered to vote in Lower Merion or Narberth. The term of a Subcommittee member shall be from the time of his or her appointment until the next quadrennial Organizational Meeting of the Committee. Subcommittee members may be appointed at any time, and there shall be no fixed limit on the number of members of a Subcommittee. A Subcommittee member may be removed by action of the Chairperson after consultation with the Subcommittee Chair.

ARTICLE V EXECUTIVE BOARD

Section One. The Executive Board shall consist of the following Voting Members: Officers of the Committee, the Area Representatives, the Chairs of the Standing Subcommittees, and any member of the Pennsylvania Democratic State Committee who is a registered elector in Lower Merion or Narberth. In addition, any registered Democrat in Lower Merion or Narberth who holds public elective office shall be an ex officio member of the Executive Board with voice but without a vote unless he or she is also an Officer, Area Representative, or Chair of a Standing Subcommittee.

Section Two. The Executive Board shall be the governing body of the Committee, the responsibilities of which shall include approval of annual Committee budgets, but the Officers shall have authority to conduct the business of the Committee between regular Committee meetings. The Executive Board shall meet at least four (4) times per year at the call of the Chairperson. At any meeting of the Executive Board, a quorum shall consist of five (5) Voting Members or one-third of the total number of Voting Members, whichever is fewer. Members of the Executive Board may not attend by proxy. Persons other than members of the Executive Board may attend meetings at the invitation of the Chairperson.

ARTICLE VI COMMITTEE MEETINGS

Section One. The Committee shall meet for organization not later than fifteen (15) days following the certification of Committeepersons by the County Board of Elections following the Primary Election in each gubernatorial election year, in a public hall large enough to accommodate the entire membership of the Committee. At such meeting, the members of the Committee shall present a certificate of election from the Montgomery County Board of Elections as *prima facie* proof of qualified membership, unless such presentation is waived by the Chairperson after verification of qualified membership by other means.

Section Two. The Committee shall hold meetings at the call of the Chairperson by written notice at least ten (10) days in advance of said meeting. Such notice may be delivered by e-mail at the discretion of the Chairperson except to those members who have previously notified the Chairperson of their lack of access to e-mail. In no circumstances shall there be fewer than five (5) separate monthly meetings of the Committee in any one year.

Section Three. It shall be mandatory upon the Chairperson, or in his or her absence, upon the Regional Vice-Chairs to convene a Special Meeting within ten (10) days of receiving a written petition signed by not less than one-third of the members of this Committee.

Section Four. All meetings of this Committee shall be held within the Township of Lower Merion or the Borough of Narberth.

Section Five. All meetings shall be open to the public and news media; however, a meeting may be closed by a three-quarters vote of the voting members present and voting.

Section Six. Any member of this Committee, excepting an ex-officio member, may appoint a proxy for the specific meeting at which such member cannot be present. A proxy must be a registered Democrat of the same election district as the member whose proxy he or she carries. A proxy may cast only one vote per resolution. Each proxy must present written credentials, signed by the absent member and attested by a witness. A proxy qualified under this section may exercise the full privileges of the absent member until such time as the proxy is revoked by the absent member by his or her personal appearance at such meeting or by written, witnessed and signed document of revocation received by the presiding officer.

Section Seven. At any meeting of this Committee, a quorum shall consist of 40% of the members qualifying under Section Two of Article I hereof.

Section Eight. All meetings of this Committee shall be conducted in accordance with the parliamentary procedures published under the title *Robert's Rules of Order*, as most recently revised, except where such procedure is inconsistent with this Charter and By-Laws, or with the Charter and By-Laws of the County, State, or National Democratic Committee.

Section Nine. Any procedural issues arising during meetings of the committee shall be resolved by the Chairperson, who may call upon the assistance of a Parliamentarian appointed by the Chairperson and approved by the Committee. The Parliamentarian shall serve as an impartial arbiter, must be a registered Democrat and cannot simultaneously serve as a Chairperson or as a chair of a Standing Committee. The Parliamentarian may, but need not, simultaneously serve as an Officer or Committeeperson.

ARTICLE VII ENDORSEMENT OF CANDIDATES

Section One. Except as provided in Section Three, any candidate may be considered by the Committee for endorsement if he or she meets the following requirements:

- (A) he or she meets the legal requirements for the office sought; and
- (B) he or she has participated in, or been excused from, the process established by the Candidate Recruitment Subcommittee in accordance with its obligations under Article IV.

Section Two. The Candidate Recruitment Subcommittee shall prepare a written report, which may contain recommendations regarding endorsements, for submission to the Committee.

Section Three. In extraordinary circumstances, the Chairperson may, with the approval of a majority of the Officers and a majority of the Candidate Recruitment Subcommittee, decline to present a particular candidate for consideration by the Committee.

Section Four. Prior to any meeting of the Committee called for the purpose of endorsement (“Endorsement Meeting”), a Rules Committee shall be appointed by the Chairperson and approved by the Committee. The Rules Committee shall draft the procedural rules for the conduct of the Endorsement Meeting and submit those rules for consideration by the Committee. All such rules proposed by the Rules Committee shall be adopted upon the affirmative vote of a majority of the Committeepersons or authorized proxies present at the Endorsement Meeting. Prior to any such vote on the rules, the Chairperson shall ascertain the presence of a quorum.

Section Five. The Chairperson shall call for an Endorsement Meeting by notice given in accordance with Article VI, Section Two, which notice shall contain the names of all known candidates for each office for which an endorsement vote will be taken, along with any recommendations made by the Candidate Recruitment Subcommittee.

Section Six. Endorsements of candidates for elective public office shall be made only by a vote of at least sixty percent (60%) of the members present and voting at a meeting of the Committee. Subject to the requirements set forth in the preceding sentence, the Rules Committee may establish procedures for run-off voting in situations where fewer candidates for a particular elective office achieve endorsement than there are open positions.

ARTICLE VIII SELECTION OF CANDIDATES

In any case in which this Committee is authorized by law to select a nominee or candidate to appear on the ballot for public office, such selection shall be made by a majority vote of the members lawfully chosen from districts whose electors have a right to vote for such office or offices. It shall be the duty of the Chairperson to call a Special Meeting of such affected members hereof, if necessary, to accomplish this purpose. However, the Chairperson shall have the option to receive the votes of such affected members by e-mail with proper safeguards for the confidentiality and security of ballots.

ARTICLE IX NOMINATING PROCEDURE

Section One. The Nominating Committee for offices of this Committee shall consist of the Officers and the Area Representatives. The Chairperson shall appoint one of the Regional Vice-Chairs to serve as chair of the Nominating Committee.

Section Two. The primary purpose of the Nominating Committee shall be to assure that at least one person shall be nominated for each office set forth in Section One of Article II and for each Area Representative position set forth in Section One of Article III. They may choose a slate of Officers and Area Representatives, but only after each announced candidate is afforded the opportunity to appear before the Nominating Committee. If such a slate is chosen, it shall be so designated in the notice of the organizational meeting, as will the names of all other known candidates.

ARTICLE X AMENDMENTS

Section One. This Charter and By-Laws may be amended at any regular meeting of the Committee by an affirmative vote of two-thirds of members present and voting, provided that written notice of the proposed amendment shall have been sent to all members hereof at least ten (10) days before the meeting at which such action is to be taken. Such notice may be sent by e-mail at the discretion of the Chairperson, except to those members who have previously notified the Chairperson of their lack of access to e-mail.