



THE DOLPHIN DEMOCRATS
A CHARTERED AFFILIATE OF THE FLORIDA LESBIAN, GAY, BISEXUAL,
TRANSGENDER, AND ALLIES (LGBTQA) DEMOCRATIC CAUCUS

BYLAWS

PREAMBLE

We, the members of the Dolphin Democrats, united in a common purpose, to strengthen and further the ideals and principles of the Democratic Party, which recognizes and promotes diversity, good will, and respect for all members of the community, do hereby adopt and uphold these by-laws.

ARTICLE I. NAME

The name of this organization shall be the Dolphin Democrats a Chartered Affiliate of the Florida Lesbian, Gay, Bisexual, Transgender, and Allies (LGBTQA) Democratic Caucus

ARTICLE II. OBJECTIVES, MISSION AND ENDORSEMENTS

Section 1. Objectives.

The objectives of this organization shall be:

- A. To stimulate active interest in political and governmental affairs;
- B. To strengthen and to further the ideals and principles of the Democratic Party;
- C. To provide reasonable and ongoing financial support to the Florida LGBTQA Democratic Caucus;
- D. To promote participation in the political process among Democrats;
- E. To educate the public, including the LGBTQA community, about the qualifications and positions of the duly selected nominees of the Democratic Party in national, state, and local campaigns;
- F. To foster good fellowship among Democrats;
- G. To encourage voter registration; and
- H. To advocate issues without discrimination on grounds of race, color, creed, sex, age, religion, economic status, ethnic identity, national origin, physical disability, sexual orientation or gender identity and expression.

Section 2. Mission.

Further, it shall be the mission of this organization to foster goodwill between (LGBTQA) 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.

- A. Consistent with its Mission, a committee appointed by the President as prescribed in ARTICLE X. COMMITTEES. Section 3 on behalf of The Dolphin Democrats, and as an organization, may develop, conduct and publish relevant evaluations of political

candidates of any party affiliation in any election, after the filing deadline for that election on their political positions on issues important to the LGBTQA community.

- B. The Campaign Committee will preside over and conduct the election process.
- C. In a General, Primary or Special Election, ~~the~~ the Dolphin Democrats, as an organization, may endorse and/or support (in compliance with applicable federal, state, and local campaign finance law) any registered Democratic candidate after the filing deadline for that race, where there is only one Democratic candidate in the race, or in the case of a race that is non-partisan where there is only one (1) registered Democrat in a race. Officers, Board Members, and General Members of the Dolphin Democrats may identify themselves in their respective positions with The Dolphin Democrats when participating in these activities. Endorsement in this case requires only a majority vote of the members present at a regularly scheduled meeting of The Dolphin Democrats at which a quorum is present with ten (10) day's prior notice by e-newsletter, website, social media or other electronic means.
- D. All requests for endorsements must be submitted to a member of the current Executive Board at least thirty (30) days prior to the next General Membership Meeting. Requests can be submitted prior to the filing deadline, but the vote by the general membership will not take place until after the filing deadline. Endorsements must be voted on in person, by secret written ballot, at a meeting at least one month prior to the General or Primary Election. In the case of a Special Election, the thirty (30) day requirement is fifteen (15) days.
- E. In order to cast a vote, members must be current and registered as members of the organization at least 30 days prior to the General Membership Meeting.
- F. The Dolphin Democrats may, after the filing deadline, endorse and/or support (in compliance with applicable federal, state, and local campaign finance law) one (1) or more registered Democrat(s) over one (1) or more registered Democrat(s) in a General, Primary or Special Election, including any non-partisan race (except Judicial races, as required by State Law) in which there is more than one (1) registered Democrat running for office, and there is a significant compelling reason that support of this/these candidate(s) would be consistent with the Mission of the organization, including a situation where the opponent(s), albeit Democrat(s), of this/these candidate(s) have demonstrated views, positions, and/or actions that are contrary to the Mission of the organization, subject to the following procedure:
 - 1. A written request from a member in good standing of the Dolphin Democrats (member must remain in good standing throughout this procedure), to the current Executive Board shall be received at least thirty (30) days prior to the next scheduled General Membership Meeting of the organization;
 - 2. The written request must set forth a significant, compelling reason to support one (1) registered Democrat;
 - 3. There shall be no Co-Endorsements;
 - 4. A copy of this written request shall be circulated by the President and/or Secretary to the general membership of the Dolphin Democrats to be sent in writing at least ten (10) days prior to the next scheduled general meeting of the organization;
 - 5. Each of the registered Democrats who are in compliance with the above procedures shall be given the opportunity to address the membership, prior to the vote, for no longer than three (3) minutes;

6. At such general meeting, the motion is approved by a vote of a 2/3 majority of the of the members voting at the meeting, in good standing, who have been members at least thirty (30) days prior to the vote with current dues fully paid;
 7. If a vote to endorse one or more Democratic candidate(s) over one or more other Democratic candidate(s) thereby prevails, then the Democrat(s) so selected by this process may receive the herein permitted support by the organization for one (1) race only. All members of the Dolphin Democrats are free to support any registered Democrat who is a candidate in any way they so choose, so long as they do so as individuals and not identifying as members, board members and/or Officers of The Dolphin Democrats;
 8. In the event no candidate prevails in the first round of voting, there shall be a second round of voting with the top two (2) candidates from the first round. If all seats are elected At-Large, the top vote getters equal to the number of seats available shall be endorsed. Whichever candidate(s) during the second round of votings receive a simple majority of the vote shall be endorsed;
 9. No write-in candidates shall be considered for endorsement, or permitted to speak before the general membership; and
 10. The Campaign Committee shall conduct and oversee the election, keep control of the ballots and total the votes.
- G. Support is defined as, on a volunteer or paid basis; to do any of the following:
1. Endorse a candidate or campaign;
 2. Donate or contribute financially to a candidate or campaign;
 3. Fundraise for a candidate or campaign;
 4. Be a part of a Host Committee for a candidate or campaign;
 5. Attend a fundraiser, meet and greet, or any other campaign function of a candidate or campaign; or
 6. Otherwise campaign, canvass, strategize, volunteer, or phone bank, on behalf of a candidate or campaign.
- H. Should the Executive Board fail to circulate notice of endorsement nomination in the prescribed time and manner they shall be subject to the grievance process of Article XI, with a charge of "conduct involving the organization which tends to injure its good name, disturb its well-being, or hamper it in its work"; and in no case shall a Board member, either as an individual or as a Board Member of tThe Dolphin Democrats, volunteer or endorse or support in the case of a primary - any political candidate that is registered as anything other than a Democrat up until the Democratic filing deadline, or who has a Democratic opponent following the filing deadline in the case of a general election or runoff - any political candidate that is registered as anything other than a Democrat, except in judicial races.
- I. An Officer and/or Board member who is found guilty through the grievance process outlined in Article XI, to be in violation of Article II, Section F, shall have their membership and any offices in The Dolphin Democrats revoked, and be banned from re-joining The Dolphin Democrats or two years. With the exhaustion of all appeals regarding the penalties, the President, (or Secretary, in the finding of the guilt of the President) of The Dolphin Democrats shall also file a grievance with the Florida LGBT Democratic Caucus if the member is also a Caucus member, with the Broward Democratic Party if the member is a Precinct Committee Person, and with the Florida Democratic Party, if the member holds any offices or committee

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positions there, asking for revocation of any memberships and their removal from any offices they hold.

F. —

1. ~~A written request from a member in good standing of The Dolphin Democrats (member must remain in good standing throughout this procedure), to the current Executive Board shall be received at least thirty (30) days prior to the next scheduled General Membership Meeting of the organization;~~
2. ~~The written request must set forth a significant, compelling reason to support one (1) registered Democrat;~~
3. ~~There shall be no Co-Endorsements;~~
4. ~~A copy of this written request shall be circulated by the President and/or Secretary to the general membership of The Dolphin Democrats to be sent in writing at least ten (10) days prior to the next scheduled general meeting of the organization;~~
5. ~~Each of the registered Democrats who are in compliance with the above procedures shall be given the opportunity to address the membership, prior to the vote, for no longer than five three (35) minutes.~~
6. ~~At such general meeting, the motion is approved by a vote of a 2/3 majority of the of the members voting at the meeting, in good standing, who have been members at least thirty (30) days prior to the vote with current dues fully paid;~~
7. ~~If a vote to endorse one or more Democratic candidate(s) over one or more other Democratic candidate(s) thereby prevails, then the Democrat(s) so selected by this process may receive the herein permitted support by the organization for one (1) race only. All members of The Dolphin Democrats are free to support any registered Democrat who is a candidate in any way they so choose, so long as they do so as individuals and not identifying as members, board members and/or Officers of The Dolphin Democrats;~~
8. ~~In the event no candidate prevails in the first round of voting, there shall be a second round of voting with the top two (2) candidates from the first round. If all seats are elected At Large, the top vote getters equal to the number of seats available shall be endorsed. Whichever candidate(s) during the second round of votings receive a simple majority of the vote shall be endorsed, and~~
~~No write in candidates shall be considered for endorsement, or permitted to speak before the general membership.~~
- E. ~~The Campaign Committee shall conduct and oversee the election, keep control of the ballots and total the votes.~~

F. — Support is defined as, on a volunteer or paid basis; to do any of the following:

- ~~Endorse a candidate or campaign;~~
- ~~Donate or contribute financially to a candidate or campaign;~~
- ~~Fundraise for a candidate or campaign;~~
- ~~Be a part of a Host Committee for a candidate or campaign;~~
- ~~Attend a fundraiser, meet and greet, or any other campaign function of a candidate or campaign; or~~
- ~~Otherwise campaign, canvass, strategize, volunteer, or phone bank, on behalf of a candidate or campaign~~

F. — Should the Executive Board fail to circulate notice of endorsement nomination in the prescribed time and manner they shall be subject to the grievance process of Article XI, with a charge of "conduct involving the organization which tends to injure its good name, disturb its well-being, or hamper it in its work"; and in no case shall a Board member, either as an

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~~individual or as a Board Member of The Dolphin Democrats, volunteer or endorse or support in the case of a primary any political candidate that is registered as anything other than a Democrat up until the Democratic filing deadline, or who has a Democratic opponent following the filing deadline in the case of a general election or runoff any political candidate that is registered as anything other than a Democrat, except in judicial races.~~

~~G. — An Officer and/or Board member who is found guilty through the grievance process outlined in Article XI, to be in violation of Article II, Section F, shall have their membership and any offices in The Dolphin Democrats revoked, and be banned from re-joining The Dolphin Democrats or two years. With the exhaustion of all appeals regarding the penalties, the President, (or Secretary, in the finding of the guilt of the President) of The Dolphin Democrats shall also file a grievance with the Florida LGBT Democratic Caucus if the member is also a Caucus member, with the Broward Democratic Party if the member is a Precinct Committee Person, and with the Florida Democratic Party, if the member holds any offices or committee positions there, asking for revocation of any memberships and their removal from any offices they hold.~~

ARTICLE III. MEMBERSHIP.

Section 1. Types of Membership and Eligibility for Membership and Associate Membership.

Any Democrat registered to vote in Broward County shall be eligible for full membership with all the rights and responsibilities of members. Associate members may participate in the activities of the organization, may be appointed to committees, attend meetings and speak (no longer than three (3) minutes) at meetings with the permission of the President or the Presiding Officer, but shall not make motions, vote, nor hold office. Membership will become immediately effective upon the payment of dues and verification of affiliation with the Democratic Party (either through presentation of a current voter registration card or confirmation of party registration.) The following are eligible for associate membership:

- A. Other Democrats, from outside the geographic area;
- B. Democrats, from within the geographic area, who anticipate or experience limited participation in the organization;
- C. Individuals who reside for all or part of the year in the geographic area and who are not eligible to register to vote, and others who wish to identify with the Democratic Party; and
- D. NPA registered voters or businesses who wish to associate with the organization.

Section 2. Dues.

The organization, by vote of the Board, shall determine the annual dues of each category of membership or affiliation. Dues are payable upon joining and, thereafter, in advance on or before December 31st of each year. On January 31st, of each year the Membership Committee shall notify members who are thirty (30) days in arrears. Those renewing members whose dues are not paid within 30 days thereafter shall be automatically placed in inactive status and shall not be considered members. The voting privileges of those members in arrears will be suspended until dues are paid. Dues shall entitle one to membership in the organization (as either a member or associate member).

Section 3. Resignation from Membership.

Members desiring to resign from the organization shall submit written notice to the Secretary or President.

Section 4. Membership Term

Membership is on an annual, calendar year¹ basis from January 1st through December 31st. All memberships paid in September will be considered for the following year's membership, giving 3 months free extra.

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Section 5. Code of Conduct

Members and Associate Members agree to abide by the Code of Conduct upon joining the Dolphin Democratic Club. No Code of Conduct shall be used which has the effect of requiring members of the Democratic Party to condone or support discrimination on the grounds of race, color, creed, sex, age religion, economic status, ethnic identity, national origin, physical disability, sexual orientation or gender identity and expression. There is zero-tolerance for any behavior in violation of this policy. Violations of this policy are to be reported to Executive Board the Mediation Chair in writing ~~or through verbal communication~~.

ARTICLE IV. ANNUAL PARTY CONTRIBUTION AND RE-CERTIFICATION.

Section 1. Contribution.

The organization shall pay an annual contribution to the Florida LGBTQA Democratic Caucus as prescribed by the Caucus and Florida Democratic Party rules.

Section 2. Charter Re-certification.

In July of every odd numbered year, or at such time otherwise required by the Florida LGBTQA Democratic Caucus the organization shall apply to the Certification Committee of the Caucus for charter re-certification. Failure to do so shall result in the forfeiture of all rights and privileges of the use of the word Democrat, Democratic, or derivative thereof.

ARTICLE V. OFFICERS AND ADVISORS.

Section 1. Officers.

The elected officers of the organization shall be composed of four Executive Officers: President, Vice President, Secretary, and Treasurer and eleven Directors. Every member of the Board of Directors shall actively serve on a committee. Failure to actively serve on a committee shall result in the immediate forfeiture of their board position. The President may appoint, with the consent of the Board of Directors, a Historian and two non-voting, non-elected advisors: a Parliamentarian and a Sergeant-at-Arms. All officers shall perform the duties prescribed by Robert's Rules of Order, the parliamentary authority for the organization, as amplified and modified by these bylaws.

Section 2. Term of Office.

The Executive Officers and Board of Directors shall be elected by open ballot to serve for a two (2) year term or until their successors are elected. The aforestated Article V, Term of

Office, shall take effect upon passage of the ByLaws. Term of Office shall begin at the close of the Annual Meeting, or at the time in which they are elected if filling a vacancy. In order to provide for staggered Terms of Office, at its February 2014 Annual General Membership Meeting, five (5) Directors shall be elected for a one (1) year term. Thereafter, elections shall be held annually at the time designated with the remaining six (6) of such Directors duly elected at the February 2015 Annual General Membership Meeting and continuing in the same manner prescribed herein.

Section 3. Office-Holding Limitations.

No member shall hold more than one elected office at a time. The President and the Vice President shall be elected together as a ticket. The Executive Officers of this organization (President, Vice President, Secretary, and Treasurer) shall be limited to two (2) consecutive terms only. This does not preclude any current Executive Officers from being eligible for a different Executive Officer position. Upon relinquishing the office for a one-year period, previous office holders shall again be eligible to be re-elected to the same position for another two (2) consecutive terms. There shall be no term limits on election as Director or appointment to Parliamentarian, Sergeant-at-Arms, or Historian. Two or more members of a household, married couple, or a registered domestic partnership may not concurrently be Executive Board members of this organization.

Section 4. Adequate Opportunity to Participate.

The organization shall publicize fully the legal, practical, and pertinent procedures for selection of the organization's representatives and officers; such publication shall be timely to assure notice to all interested Democrats, whether members or prospective members, such that they may have adequate opportunity to participate.

Section 5. Nomination Procedure, Time of Elections, and Open Ballot Election.

A. Nominations.

~~2. At the regular meeting held on the second Wednesday in November, the President shall appoint a Nominating & Election Committee, comprised of three members. The duty of this committee is (a) to publicize fully the election and requirements electronically via website, email or social media, at least forty five (45) days in advance of the annual meeting; (b) to recruit members for office ensuring outreach to underrepresented groups; (c) to ensure the eligibility (consistent with these bylaws) of all members seeking office; (d) after ascertaining their willingness to serve, to nominate a candidate for each office to be filled at the annual meeting in February; and (e) to conduct the election process. No committee member may be nominated or elected to any office to be filled at the annual meeting.~~

~~3. At the regular meeting held on the second Wednesday of January, the Committee shall report and accept further nominations from the floor (subject to the committee's subsequent determination of eligibility). The Committee will afford each candidate a reasonable opportunity to submit campaign material to the general membership, which will be distributed along with the call for the annual meeting.~~

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C.B. Election.

2.1. Prior to the annual meeting, the Committee shall prepare one ballot with the names of each duly qualified candidate for each position. Each ballot shall be printed with the name- and address of the organization at the top, followed by the position to be voted upon, with the candidates' names listed on the ballot.

3.2. Voting for officers will be by open ballot, in accordance with Florida Democratic Party rules, at the annual meeting in February. Members must be present to vote; ~~7.1.~~ ~~a~~ Absentee ~~and~~/or proxy voting is prohibited.

4.3. The Nominating & Election Committee will preside over and conduct the election process. At the annual meeting, additional nominations shall be in order and voters may write in that nominee's name and vote for that nominee on the line provided. Following each vote, the Committee shall collect and count ballots, using additional tellers, as necessary, and will announce the results at the end of the count. A majority of those present and voting is required for election of the Executive Officers; if there is no majority for an Executive Officer the nominee receiving the lowest number of votes is removed from the next ballot. The 15 candidates for Director receiving the most votes shall be elected. The Committee will afford any candidate the right to a recount, after which the Committee will certify the results. To be eligible to vote, participate in elections, and be a candidate, a member must have been a member by the forty-fifth (45th) day prior to the annual meeting and maintain membership through the date of the annual meeting (Subject to Article V, Section 5 b 3). The Secretary shall provide to the Nominating & Election Committee a list of members eligible to vote and be candidates thirty (30) days prior to the annual meeting and on an updated basis thereafter, as required by the Nominating & Election Committee. If a candidate for office runs unopposed or the number of candidates for directorships equals or is less than the number of directors provided for in these bylaws, such candidates may be elected by acclamation. All ballots shall be kept by the local representative of the Florida LGBTQA Democratic Caucus or a period of thirty (30) days following the date of the election and shall be available for review by any member. All ballots shall, thereafter, be transmitted to the Florida LGBTQA Democratic Caucus. which may hold such ballots for a period of three years, after which time they may be destroyed.

ARTICLE VI. DUTIES OF OFFICERS

Section 1. President.

The President shall preside at all meetings of the organization and Board of Directors; shall be a member ex officio of all committees (except the Nominating and Elections Committee and the Audit Committee); and shall appoint the Chairs and members of all standing and special committees (except as provided in these bylaws). The President, or the President's designee from among the Board members, shall represent the organization at county, district, state, and national meetings and functions and shall act as spokesperson for the organization. The President shall serve as chief executive and administrative officer and shall provide guidance to the committee Chairs.

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. The Vice President shall serve as Chair of the Strategic Planning Committee.

Section 3. Secretary.

The Secretary is the recording officer of the Board and general membership meetings and is custodian of all records of the organization, except those assigned to other officers or committee Chairs by these bylaws. These records include, but are not limited to, the minutes of all meetings, committee reports, the official membership roll, lists of committees and their members, bylaws, special rules of order, and standing rules. The Secretary shall issue the call of meetings, prepare an order of business for the presiding officer, and in the absence of the President or Vice President shall call a meeting to order, until a Chair pro temp is elected.

Section 4. Treasurer.

The Treasurer shall be the custodian of all funds of the organization; shall keep an accurate record of receipts and expenditures; shall present a statement of all income, expenditures, accounts payable, and income receivable, in a format acceptable to the Board, at each meeting, occurring since the previous meeting; shall make such interim reports as directed by the Board or organization, and shall prepare and present an annual statement of expenses and receipts. The Treasurer shall provide a quarterly report to the Audit Committee in sufficient time for its review and approval. All reports, signed by the Treasurer (and the Audit Committee for quarterly reports), should be distributed, to the extent practicable, to members at least two days prior to each Board meeting. The Treasurer shall present a written summary financial report, including cash balance on hand less outstanding obligations, at each regular general membership meeting, and shall have the detail available for member review. The Treasurer shall disburse funds as authorized by the Board. Checks in the amount of \$500 and above shall be signed by the Treasurer and an additional Executive Officer. The Treasurer shall maintain a fidelity bond during the term of office, which bond shall be paid by the organization. The Treasurer, with the approval of the Board, may appoint deputies to receive and account for funds. The Treasurer shall chair the Finance Committee.

Section 5. Parliamentarian.

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

Section 6. Historian.

The Historian shall prepare a narrative account (including a pictorial collection) of the organization's activities during the Historian's term of office which, when approved by the organization, will become a permanent part of the organization's official history. The Historian, at the time of the adoption of these bylaws, shall compile a history of the organization from the time of its founding in 1982, as the Dolphin Democratic Club, through the date of these bylaws.

Section 7. Sergeant-at-Arms.

The Sergeant-at-Arms shall preserve order at meetings 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 8. Board of Directors (Excludes Executive Board).

The Board of Directors shall provide top level oversight and strategic direction to the organization. It also services to advise and consult with the President. Every member of the Board of Directors shall actively serve on a committee. Failure to actively serve on a committee shall result in the immediate forfeiture of their board position. In the event of a vacancy, the President shall appoint a board member whom shall serve out the term of the vacancy filled. However, this shall not be in conflict with Article VII, Section 2.

Section 9. Loyalty Oath.

Officers shall execute a loyalty oath, in the form and manner prescribed by the rules of the Florida Democratic Party, immediately upon taking office. No Democratic Loyalty Oath shall be used which has the effect of requiring members of the Democratic Party to condone or support discrimination on the grounds of race, color, creed, sex, age, religion, economic status, ethnic identity, national origin, physical disability, sexual orientation or gender identity and expression.

Section 10. Code of Conduct

Officers shall abide by the Code of Conduct immediately upon taking office. No Code of Conduct shall be used which has the effect of requiring members of the Democratic Party to condone or support discrimination on the grounds of race, color, creed, sex, age, religion, identity and expression. There is zero-tolerance for any behavior in violation of this policy. Violations of this policy are to be reported to the Mediation Chair in writing or through verbal communication.

Section 11. Maintenance of Membership.

All officers shall pay dues by December 31st provided there are forty-five (45) days prior to the Annual Meeting. Otherwise, the Officers must pay forty-five (45) prior to the Annual Meeting. Notwithstanding any other provision of these bylaws, failure to comply shall result in immediate removal from office.

Section 12. Organization Records.

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

ARTICLE VII. BOARD OF DIRECTORS.**Section 1. Board Composition.**

The officers of the organization shall constitute the Board of Directors.

Section 2. Duties and Powers of the Board.

The Board of Directors shall have full power and authority over the affairs of the organization, except as reserved specifically to the general membership in these bylaws. The Board shall be subject to the orders of the organization and none of its acts shall conflict with action taken by the organization.

Section 3. Board Meetings.

Unless otherwise ordered by the Board, regular meetings of the Board of Directors shall be held monthly. Special meetings of the Board may be called by the President with three (3) days notice.

Section 4. Quorum.

A majority (50% plus 1) of the voting members of the Board shall constitute a quorum.

Section 5. Voting.

No vote at a Board meeting shall be taken by secret ballot. Proxy voting shall be prohibited.

Section 6. Attendance

Board members shall be required to attend all general and board meetings unless excused by the President. The Secretary will keep track of attendance. Attendance in person by Board members is required. If necessary, due to unavoidable circumstances, Board members may attend the meeting via pre-approved electronic means in compliance with this policy. If a Board member misses four (4) general and/or board meetings, the Executive Board will make a recommendation as to what action will be taken and will consult the procedures recommended for removal of Board members as noted in the ByLaws. Unexcused absences from two (2) consecutive regular Board meetings shall constitute abandonment of office.

Section 7. Code of Conduct

Officers shall abide by the Code of Conduct immediately upon taking office. No Code of Conduct shall be used which has the effect of requiring members of the Democratic Party to condone or support discrimination on the grounds of race, color, creed, sex, age, religion, economic status, ethnic identity, national origin, physical disability sexual orientation or gender identity and expression. There is zero-tolerance for any behavior in violation of this policy. Violations of this policy are to be reported to the ~~Mediation Chair~~Executive Board in writing.

Section 8. Conflict of Interest.

When a member of the Board has a financial or personal interest in any matter coming before the Board, the affected person shall fully disclose the nature of the interest and withdraw from discussion and voting on the matter. Any ~~transaction~~ or vote involving a potential conflict of interest shall be approved only when a majority ~~of~~ disinterested Board members determine that it is in the best interest of the Organization to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

Section 9. Limitation of Liability.

No member of the Board acting in his or her official capacity shall be liable for damages resulting from the exercise of judgment or discretion in connection with the duties or responsibilities of such member of the Board except to the extent dictated by law.

Section 10. Hold Harmless.

The organization shall indemnify and hold harmless to the full extent allowed by law any member of the Board who is or was acting in his or her capacity as a member of the Board.

Section 11. ~~Liability~~ Insurance.

The organization shall purchase and maintain ~~liability-liability~~ insurance on behalf of the Board of Directors to the extent permitted by law, regardless of whether the organization would have the power to indemnify such member of the Board against such liability.

Section 12. Emergency Authority of the Executive Committee.

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, composed of the President, Vice President, Secretary, and Treasurer as voting members and the Parliamentarian as a non-voting advisor. A quorum shall be three voting members. At any such meeting, the Executive Committee may take action and vote on matters of urgent interest to the organization, provided that such vote is unanimous to be valid. Any such action taken must subsequently be ratified by a vote of the Board or the general membership at the next regularly scheduled meeting.

ARTICLE VIII. GENERAL MEMBERSHIP MEETINGS.**Section 1. Regular Meetings.**

Regular general membership meetings of the organization shall be held on the second Wednesday of each month, unless otherwise ordered by the organization.

Section 2. Annual Meeting.

The regularly scheduled general membership meeting in February shall be known as the annual meeting at which time the membership will elect officers receive reports of officers and committees, and address any other business that may arise.

Section 3. Special Meetings.

Special general membership meetings may be called by the President or by a majority of the Board of Directors, in writing, and shall be called upon by the written request of twenty (20%) percent of the organization's membership. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least seven (7) days' notice shall be given.

Section 4. Quorum.

Twenty (20%) percent of the organization's membership shall constitute a quorum.

Section 5. Meetings Open to All Democrats.

The time and place for all public meetings of the Chapter shall be publicized fully in such a manner as to assure timely notice to all interested persons, and shall be open to all members of the Democratic Party Regardless of race, color, creed, sex, age, religion, economic status, ethnic identity, national origin, physical disability, sexual orientation or gender identity and expression.

2. All meetings shall be in a facility accessible to the physically handicapped.

~~—In order to fully and adequately inform prospective and current members of a full description of the legal, practical and pertinent procedures for selection of all Democratic Caucus Chapter representatives and officers, the Chapter should Publicize fully, and in such a manner, as to assure notice to all Interested Democrats in time to have adequate opportunity to participate.~~

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Section 6. Voting.

No vote at a meeting of the organization shall be taken by secret ballot. Proxy voting shall be prohibited.

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ARTICLE IX. VACANCIES AND REMOVAL.

Section 1. Vacancy of President.

If a vacancy occurs in the office of President, the Vice President shall become President and fill the Vice President position in accordance with Article V. In the event both the offices of the President and Vice President are vacant simultaneously, the Secretary shall become the temporary President and the Treasurer shall become the temporary Vice-President until the next General Membership meeting where there is a quorum.

Section 2. Other Vacancies.

Other vacancies shall be filled, on an acting basis, by appointment of the President, until the next regular meeting of the organization, provided that ten (10) days notice is given of the vacancy, at which time the position will be filled for the remainder of the term, by nominations from the floor. 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 nominee is presented for the vacancy. All ballots shall be kept by the local representative of the Florida LGBT Democratic Caucus for a period of thirty days (30) following the date of the election and shall be available for review by any member. All ballots shall, thereafter, be transmitted to the Florida LGBT Democratic Caucus, which may hold such ballots for three years, after which time they may be destroyed.

Section 3. Removal.

Any officer and/or member may be removed from office upon a two-thirds (2/3) vote of the members at any regular or special general membership meeting after at least ten (10) days written notice to the membership that a motion for the removal of such officer will be considered at such regular or special meeting. The removal may be for cause, including, but not limited to, malfeasance, misfeasance, neglect of duty, abandonment of office,

incompetence, permanent inability to perform official duties, violating the Code of Conduct ~~grand~~ conviction of a felony. Any absence from four (4) Board meetings shall constitute neglect of duty. Unexcused absences from two (2) consecutive regular Board meetings shall constitute abandonment of office

ARTICLE X. COMMITTEES.

Section 1. Finance Committee.

Promptly after each annual meeting in February, the President shall appoint a Finance Committee, comprising of the Treasurer and at least four other members. It shall be the duty of the committee to prepare a budget for the fiscal year, beginning the first day of July, and to submit it to the Board in June for approval. The Finance Committee may from time to time submit amendments to the Board

Section 2. Bylaws and Rules Committee.

The Bylaws and Rules Committee, co-chaired by the Parliamentarian, shall review all changes to the bylaws, special rules, and standing rules and shall report on any such changes to the Board and general membership as appear necessary and feasible from time to time. The committee shall review proposed amendments to the bylaws expeditiously and shall report its Recommendations at the next regularly scheduled Board meeting. It shall also draft, review, and revise, as necessary, a code of conduct for both Board member and individual members of the organization, for approval by the general membership.

Section 3. Campaign Committee

The Campaign Committee shall work toward the election of all Democratic candidate nominees for the area covered by this organization, Including county, state, and national candidates; shall organize voter registration efforts; shall serve as the clearinghouse for candidates' requests for volunteers; and shall mobilize the general membership and the LGBTA community to vote. The Campaign Committee shall report to the organization on the status of candidates and issues, recommending actions as appropriate. The Campaign Committee shall create a questionnaire (Approved by the board) for ~~every~~ elected positions on the ballot ~~in Broward County~~. ~~The Campaign Committee shall send a letter to every registered Democrat who will be on the ballot in Broward County inviting them to Join the Dolphin Democrats, outlining the endorsement process in Article II Section 3, along with a questionnaire. This communication may be done electronically, or in writing by US Mail as soon as a candidate announces they are running for an elected position.~~ If completed and returned, the questionnaire shall be posted on the Dolphin Democrats website prior to any endorsement vote or election in which the candidate appears on the ballot ~~in Broward County~~.

Section 4. Nominating and Election Committee.

4.1. The duty of this committee is (a) to publicize fully the election and requirements electronically via website, email or social media, at least forty-five (45) days in advance of the annual meeting; (b) to recruit members for office ensuring outreach to

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underrepresented groups; (c) to ensure the eligibility (consistent with these bylaws) of all members seeking office; (d) after ascertaining their willingness to serve, to nominate a candidate for each office to be filled at the annual meeting in February; and (e) to conduct the election process. No committee member may be nominated or elected to any office to be filled at the annual meeting; and;

5.2. At the regular meeting held on the second Wednesday of January, the Committee shall report and accept further nominations from the floor (subject to the committee's subsequent determination of eligibility). The Committee will afford each candidate a reasonable opportunity to submit campaign material to the general membership, which will be distributed along with the call for the annual meeting.

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Section 5. Audit Committee.

The Audit Committee, comprising of at least three members, shall be appointed within ten days of the annual meeting. The duty of the committee shall be to audit the Treasurer's books, the annual financial report, quarterly reports, or any other financial reports required to be audited by the Board or general membership. The President, Vice President, Secretary, and Treasurer shall be ineligible to serve on such committee, although they may be called upon to provide all information required by the committee to carry out its duties.

Section 6. Membership Committee.

The Membership Committee shall recruit new members, notify members of renewals and arrearages and confirm that all persons desiring membership are registered Democrats and meet other requirements appropriate to their category of membership and ensure that all activities, including meetings, are advertised in an appropriate and timely manner. It shall verify the membership status of persons attending meetings for voting purposes. It shall recommend rules and procedures relating to membership requirements and dues, including the manner and form of initial application and renewals.

Section 7. Events & Fundraising Committee

The Ways and Means Committee shall explore and recommend manners of fundraising and shall coordinate all such fundraising activities. They shall plan the speaking program for each regular general membership meeting of the organization, as appropriate.

Section 8. Strategic Planning Committee

The Strategic Planning Committee, chaired by the Vice President, shall develop a strategic planning document for Board and general membership approval. Thereafter, it shall maintain, update, and revise the plan (as necessary), coordinate with other standing and special committees to ensure congruence with the strategic plan, and shall monitor achievements against plan benchmarks.

Section 9. Mediation Committee

The Mediation Committee shall investigate and resolve grievances and disputes arising between or among members, as set forth in these bylaws. It shall be comprising of at least five (5) members.

Section 10. Media, Public Relations & Technology Committee.

The Information Technology Committee shall make recommendations to the Board of Directors for the implementation of Technology solutions required by the organization.

Section 11. Other Committees.

Other committees, standing or special, may be established at the Board or general membership, from time to time, deem necessary to carry on the work of the organization.

Section 12. Committee Records and Reports.

All records created and maintained by committees in the discharge of their duties shall be the exclusive property of the organization. Committee chairs shall be custodians of such records, shall make copies of all records quarterly for submission to and retention by the Information Technology Committee, and shall transfer all records to succeeding chairs immediately upon the appointment of their successors. All committee reports requiring action at a Board meeting shall be in writing and should be received by Board members at least two days in advance of the meeting.

ARTICLE XI. MEDIATION AND GRIEVANCE PROCEDURES.

Section 1. Grievance Resolution through Mediation.

Members may avail themselves of internal mediation procedures for resolving disputes and grievances amicably. Such disputes and grievances shall involve violation of the codes of conduct, as approved by the general membership, or conduct otherwise involving the organization which tends to injure its good name, disturb its well-being, or hamper it in its work. A member shall submit, in writing, to the Mediation Committee any charges and complaints against another member or officer. The committee shall invite the parties to attend, testify, and submit any pertinent documents or evidence at sessions called to resolve the dispute. The committee shall meet and mediate the dispute within fifteen days of the date of receipt of the grievance. Committee members who are parties, witnesses to the dispute, may otherwise have a real or perceived conflict of interest, shall recuse themselves. It shall recommend an equitable resolution to the parties involved and, if acceptable to them, shall report its findings and the resolution to the Board.

Section 2. Grievance Resolution through Board Decision.

If such resolution is not acceptable to the parties, the committee shall forthwith report its findings and recommendations or sanctions, including revocation of membership not to exceed two membership years, to the Board. A two-thirds vote by the Board and general membership is required to terminate membership. The committee Chair shall promptly forward, by certified mail, to the parties involved a copy of the committee's findings and recommendations, together with the time and place of the next succeeding meeting of the Board at which time the matter will be considered, provided that at least ten days written notice is given of the purpose of such meeting. Decisions of the Board, except the recommendation to revoke membership, are

effective immediately. Such decision or recommendation may be appealed at the next regular general membership meeting, except the annual meeting. Decisions may also be appealed to the Florida ~~Lesbian, Gay, Bisexual, Transgender, and Allies (LGBT)~~ Democratic Caucus, in accordance with its prescribed grievance procedures.

Section 3. External Grievance Procedures.

Disputes and grievances may also be resolved by The president and officers of the Florida ~~Lesbian, Gay, Bisexual, Transgender, and Allies (LGBT)~~ Democratic Caucus, utilizing the Caucus's grievance procedures. Such resolution may be appealed to the Judicial Council in no more than forty-five (45) days from the date of said decision.

ARTICLE XII. PARLIAMENTARY AUTHORITY.

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws, any special rules of order the organization may adopt, the rules of the Florida ~~Lesbian, Gay, Bisexual, Transgender, and Allies (LGBT)~~ Democratic Caucus. Florida Democratic Party and National Democratic Party, and any statute applicable to this organization that do not authorize the provisions of these bylaws to take precedence.

Section 1. Dissolution.

In the event this organization wishes to dissolve, a resolution stating The date of dissolution and reasons for the same shall be adopted by a majority vote at a regular general membership meeting, provided that such resolution is submitted in writing at the previous meeting. When the organization disbands for any reason, the assets and funds of the organization, after all debts are satisfied, shall become the property of the Florida LGBT Democratic Caucus.

Section 2. Use of Membership and Mailing Lists.

Due to the unique nature of the Organization and the need to protect the privacy of members, the organization consistent with Florida Democratic Party rules, shall preserve the confidentiality of information provided by members. The release or use of the membership and mailing lists of the organization and related contact information shall be prohibited, unless authorized by the Board or general membership. Unauthorized release or use of such lists or Information shall result in the immediate revocation of membership in the organization for a period not to exceed two years. To ensure due process, the Mediation Committee shall investigate the circumstances and consequences of such unauthorized release or use and shall report its findings and recommendations to the Board, as expeditiously as possible.

Section 3. Jamie Bloodworth Leadership Award.

Each year, the Board of Directors may present the Jamie Bloodworth Leadership Award to any self-identifying female who has shown excellence in leadership and/or sponsorship of issues improving the human rights of the LGBT community at large. The journal of any Dolphin Democrats, awards banquet shall contain a section memorializing the life and accomplishments of Jamie Bloodworth, as it relates to Broward County human rights issues.

ARTICLE XIV. AMENDMENT OF BYLAWS.

Section 1. Amendment Process.

These bylaws may be amended at any regular general Membership meeting by a two-thirds (2/3) vote, provided that the text has been reviewed by the Bylaws and Rules Committee and the Board, and provided further that it is forwarded to the membership for its consideration at the next general membership meeting, consistent with notification, and that such text and the Committee's report, its recommendation, and the Board's recommendation are provided in writing to the membership no less than ten days prior to the meeting. Bylaws, and any changes or amendments thereto, together with copies of the minutes of the meeting at which such amendments were adopted, shall be filed with the Florida Democratic Party within thirty (30) days following adoption.

Section 2. Effective Date.

All amendments shall be effective immediately, but shall be subject to the approval of the Florida LGBTQA Democratic Caucus, the Florida Democratic Party Committee on Clubs, Organizations, and Caucuses. Any amendment or change, which is not approved, shall be deleted from the bylaws. Actions taken pursuant to such non-approved amendment or changes shall be null and void.

** ** ** ** Janaury 10, 2018 Approved and Voted by membership. The changes in content, grammar and punction can be determined by comparing these changes to those in the October 11, 2017 document.

** ** ** ** October 11, 2017 Approved and Voted by membership – Art III (1) delete "and South Palm Beach County (south of Okeechobee Boulevard, or its east west extension". Art III (3) delete "through the Membership Chair". Art VII (4) insert after the word majority "(50% plus 1)". Art X (6) amend title of section to read "Section 6. Media, Public Relations and Technology Committee". Art X (11) deleted and Section 11 changed to 12, 12 to 13 and 13 to 14, respectively.

** ** ** ** Oct 14 2015 Approved and Voted by membership Club Name change to reflect Florida State Caucus of Florida Lesbian, Gay, Bisexual, Transgender, and Allies (LGBTQA) Democratic Caucus), to A CHARTERED AFFILIATE OF THE Florida Lesbian, Gay, Bisexual, Transgender, and Allies (LGBTQA) Democratic Caucus the Dolphin Democrats ,

Section 3. Endorsements.

A. Consistent with its Mission, a Political Committee appointed by the President as prescribed in ARTICLE X. COMMITTEES. Section 3 on behalf of The Dolphin Democrats, and as an organization, may develop, conduct and publish relevant evaluations of political candidates of any party affiliation in any election, after the filing deadline for that election on their political positions and issues important to the LGBTQA community.

B. In a General Election The Dolphin Democrats, as an organization, may endorse and/or support (in compliance with applicable federal, state, and local campaign finance law) any registered Democratic candidate after the filing deadline for that race, where there is only one (1) Democratic

candidate in the race, or in the case of a race that is non-partisan where there is only one (1) registered Democrat in a race. Officers, Board Members, and General Members of the Dolphin Democrats may identify themselves in their respective positions with

The Dolphin Democrats when participating in these activities. Endorsement in this case requires only a majority vote of the members present at a regularly scheduled meeting of The Dolphin Democrats at which a quorum is Present with ten (10) day \$ prior notice by e-newsletter or US mail for members who do not have an email address.

C. All requests for endorsements must be submitted to President and Secretary a least 20 day prior to the next General Membership Meeting. Requests can be submitted prior to the filing deadline, but the vote by the general membership will not take place until after the filing deadline. Endorsements must be voted on, by secret written ballot, at the meeting at least one month prior to the primary or general election. The endorsement process must be completed at least one month prior to the primary or general election.

ARTICLE III. MEMBERSHIP.

Section 4 Membership is from December to December all membership paid in September will be considered for the following year \$ membership, giving 3 months free extra.

ARTICLE X. COMMITTEES.

Section 3. Campaign Committee. The Campaign Committee shall work toward the election of all Democratic candidate nominees for the area covered by this organization, Including county, state, and national candidates; shall organize voter registration efforts; shall serve as the clearinghouse for candidates 'requests for volunteers; and shall mobilize the general membership and the LGBTA community to vote. The Campaign Committee shall report to the organization on the status of candidates and issues, recommending actions as appropriate. The Campaign Committee shall create a questionnaire (Approved by the board) for every elected position on the ballot in Broward County. The Campaign Committee shall send a letter to every registered Democrat who will be on the ballot in Broward County inviting them to Join the Dolphin Democrats, outlining the endorsement process in Article II Section 3, along with a questionnaire. This communications may be done electronically, or in writing by US Mail as soon as a candidate announces they are running for an elected position. If completed and returned, the questionnaire shall be posted on the Dolphin Democrats website prior to any endorsement vote or election in which the candidate appears on the ballot in Broward County.

***** June 26, 2015 By unanimous vote, Adding in additional wording by the FLGBTCA Caucus Anti-Discrimination Provisions: The Chapter hereby adopts and shall enforce the following anti-discrimination provisions:

Section 1. No Democratic Loyalty Oath shall be used which has the effect of requiring members of the Democratic Party to condone or support discrimination on the grounds of race, color, creed, sex, age, religion, economic status, ethnic identity, national origin, physical disability, sexual orientation or gender identity and expression.

Section 2. The time and place for all public meetings of the Chapter shall be publicized fully in such a manner as to assure timely notice to all interested persons, and shall be open to all members of the Democratic Party regardless of race, color, creed, sex, age, religion, economic status, ethnic identity, national origin, physical disability, sexual orientation or gender identity and expression.

Section 3. In order to fully and adequately inform prospective and current members of a full description of the legal, practical and pertinent procedures for selection of all Democratic Caucus Chapter representatives and officers, the Chapter should publicize fully, and in such a manner, as to assure notice to all interested Democrats in time to have adequate opportunity to participate.

***** October 13, 2004, By unanimous vote, on Article 3, Section 2, Dues, Article V, Section 3, Office- Holding Limitations; and Article X, Section 11, Information Technology Committee were amended.

***** July 13, 2005, By unanimous vote, Article XIII was amended by adding Section 3. Annual Award.

***** July 12, 2005, By unanimous vote, the General Membership authorized the Secretary to make technical and conforming changes to the text to include the October 13, 2004 and July 13, 2005 amendments.

***** August 10, 2005, By unanimous vote, Article VI, Section 4, Treasurer, was amended to require a fidelity bond. By unanimous vote, on August 10, 2005, the language "Florida Triangle Democratic Caucus" was deleted throughout the text and was substituted by "Florida Gay, Lesbian, Bisexual, and Transgender (GLBT) Democratic Caucus".

***** August 10, 2005, By unanimous vote, the General Membership authorized the Secretary to make technical and conforming changes to the text to include the August 10, 2005 amendments, and all previous amendments. By unanimous vote, on October 7, 2008, the Bylaws were revised.

***** February 10, 2010, By unanimous vote, Article V, Section 1 of the bylaws were revised changing the number of directors from fifteen to eleven and changing "shall appoint" to "may appoint" with the following transitional provision: Transitional Provision. This Amendment to Article V, Section 1, Officers, shall take effect immediately for the purposes of the nomination, elections, and seating of the Board to be elected at the February 2010 Annual General Membership Meeting. However, the Caucus Chapter's governance under the current membership of the Board (including its 15 directors) shall continue until the new Board (including the reduced number of 11 directors) is duly elected.

***** March 13, 2013 By unanimous vote Article V, Section 2. of the bylaws was amended with the following including a transitional provision: Section 2. Term of Office. The Executive Officers and Board of Directors shall be elected by open ballot to serve for a two (2) year term or until their successors are elected, and their Term of Office shall begin at the close of the Annual Meeting at which they are elected. Transitional Provision. The afore stated new Article V, Section 2, Term of Office, shall take effect on February 13, 2013 for the purposes of the Term of Office of the Executive Officers and Board of Directors duly elected at the February 13, 2013 Annual General Membership Meeting.