



**BY-LAWS OF THE
LIBERTARIAN PARTY OF FAYETTE
COUNTY, GEORGIA**

As revised by the membership on September 24, 2018

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Article I. Principles and Objectives

As members of the Libertarian Party of Georgia (LPGa), we the members of the Libertarian Party of Fayette County, Georgia (LPFCGA) support the principles and objectives of the LPGa, as declared in the bylaws of the LPGa.

Article II. Membership

Section 1. Requirements.

Membership in the LPFCGA shall be open to any individual who:

- a) subscribes to the principles and objectives of the Libertarian Party; and
- b) is a member of the LPGa residing in Fayette County, Georgia; or
- c) requests admission and is approved by a majority vote at a regular meeting of the LPFCGA.

Section 2. Dues.

Dues of LPFCGA shall be set by its Executive Committee. All dues paid are non-refundable.

Section 3. Expiration, Suspension, Expulsion

- a) Membership in LPFCGA terminates automatically upon the expiration of the membership period covered by the dues paid by the member, unless the member renews prior to the expiration date. Upon expiration, all rights of membership terminate. If the member renews within the thirty (30) day period after expiration, the membership will be reinstated as unbroken as of the expiration date; otherwise, the renewal shall be considered the start of a new membership.
- b) The Executive Committee may, upon two-thirds (2/3) affirmative vote of all Executive Committee members voting, call a Special Meeting for a Hearing to decide if a member should be suspended or expelled if such member violates any LPFCGA rule of conduct as established by the Executive Committee. The member will be sent written notice not less than thirty (30) days prior to the Hearing. The member may make one (1) request to delay the Hearing for up to five (5) business days, but the member's LPFCGA membership shall be suspended during the delay period. The notice shall set forth the nature of the complaint and those making the accusation. The accused may confront the accusers before the Executive Committee at the Hearing, and present any evidence, witnesses, or arguments relevant to the matter, after which the Committee will vote to determine if any action, including suspension or expulsion is warranted. If the accused or accuser(s) fail(s) to attend the Hearing, the Committee may postpone the Hearing to a later date, or continue the Hearing and vote based on whatever information is then available to it.
- c) During a suspension period, the subject member is "not in good standing," may not publicly use the name of or represent LPFCGA in any way, and may not nominate Officers or delegates, or vote in elections, but may otherwise attend meetings and vote on motions. At the discretion of the Executive Committee, access to LPFCGA's social media accounts may also be restricted.

- d) Expulsion from LPFCGA excludes the member from membership and all activities, meetings, and benefits of LPFCGA for a period of not less than one (1) year. The Executive Committee may extend this period indefinitely at its sole discretion on any subsequent expulsions of the member.

Article III. Meetings

Section 1. General Meetings

- a) A General Meeting of the members of LPFCGA shall be convened at the LPFCGA Annual Convention.
- b) Additional General Meetings may be called by action of the Executive Committee, or by the Chairman alone, on not less than twenty-one (21) calendar days prior notice to the membership.
- c) The membership may call a General Meeting by delivering to the Chairman or Secretary a written notice signed by at least twenty percent (20%), but in no case less than three (3), current LPFCGA members in good standing, which shall include a proposed agenda, date and time not less than forty-five (45) days hence, and location.
- d) The time and place of all General Meetings shall be determined by the Executive Committee.
- e) Notice of General Meetings shall be deemed sufficiently given by any or all of: (i) when posted to the LPFCGA web site; (ii) when posted on the official social media account(s) of LPFCGA; (iii) when sent by electronic mail ("email") to the email address last provided by the member; or (iv) when given in person, or by telephone to the phone number last provided by the member (voicemail permitted).

Section 2. Executive Committee Meetings

- a) Regular meetings of the Executive Committee shall occur quarterly, with the time and place determined by the Executive Committee in each meeting. Notice shall be deemed given to all Executive Committee members as of the motion carried.
- b) The Chairman, or a quorum of the members of the Executive Committee, may call a Special Meeting of the Executive Committee by giving not less than seven (7) calendar days written, in person, or telephonic (no voicemail) notice to all committee members, stating the agenda, time, and place of the meeting.
- c) An Executive Committee meeting may be scheduled to coincide with the LPFCGA Annual Convention.
- d) Any meeting of the Executive Committee may be held through electronic communications, videoconferencing, teleconferencing or other available technology that allows attendees to communicate simultaneously or sequentially. Participation in such a meeting constitutes presence in person at such meeting.
- e) All meetings of the Executive Committee shall be open for observation to all members of LPFCGA. In the event that an issue of a sensitive nature arises, an Executive Session may be called, during which everything said and done is confidential. The Executive Committee shall have the power to enter into an Executive Session on two-thirds (2/3) affirmative vote of Executive Committee members voting; no prior notice is required. The

reason(s) for Executive Session must be stated as part of the motion, and only the stated matter(s) may be discussed. No action decision or vote may occur during an Executive Session, except a motion and vote to end the Executive Session, which requires a simple majority of Committee members present in the executive session. Attendance shall exclude all persons not on the Executive Committee except those persons stated in the motion for Executive Session.

- f) Should a decision need to be made between meetings of the Executive Committee, the Chairman shall be empowered to poll the members of the Executive Committee by telephone or electronic communication. The Chairman must make at least two reasonable attempts to contact each Committee member; no such vote shall be binding unless at least two-thirds (2/3) of the entire Executive Committee votes and a simple majority of affirmative votes is required for passage. The result of any such vote must be announced and entered into the minutes by the Secretary at the next meeting.

Section 3. Annual Convention

- a) LPFCGA shall have an Annual Convention between January 1 and the Annual Convention of the LPGa to elect a county delegate (or delegates) to the LPGa Convention, elect Officers, and conduct any other business deemed necessary by the Executive Committee. Delegates shall meet the qualifications set forth in the then-current bylaws of the LPGa, including that they are current members of LPGa.

Article IV. Officers

Section 1. Required Officers

LPFCGA Required Officers are Chairman, Vice Chairman, Secretary, and Treasurer. The offices of Secretary and Treasurer may be held by the same person, but the Chairman and Vice Chairman may not serve as Treasurer during their terms.

Section 2. Directors at Large

Additional Officer(s), each titled Director at Large, may also be elected by the membership.

Section 3. Number of Officers

The total number of LPFCGA Officers shall be no less than three (3) or more than nine (9).

Section 4. Special Positions

- a) A Membership Director shall be appointed from among the LPFCGA Officers by the Executive Committee.

Section 5. Duties

- a) **Chairman.** The Chairman shall preside at all meetings of LPFCGA, including the Annual Convention and Executive Committee, and shall be the chief executive officer of LPFCGA.
- b) **Vice Chairman.** The Vice Chairman shall perform the duties of the Chairman in the event of the latter's absence or resignation.
- c) **Secretary**

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- i. The Secretary shall keep an accurate record of all meetings of LPFCGA and of the Executive Committee. At such meeting the Secretary shall present the minutes of the previous meeting for approval.
 - ii. In all roll call votes the Secretary shall call the roll of registered members and shall keep an accurate tally of such votes.
 - iii. The Secretary shall provide to the LPGa office the names and contact information of all Officers of LPFCGA.
 - iv. The Secretary shall provide to the LPGa office the names of known members and updated contact information for them, unless a Membership Director be responsible for this task.
- d) **Treasurer**
- i. The Treasurer shall receive and give receipts for all funds paid to LPFCGA and shall deposit same in such banks as shall be designated by the LPFCGA Executive Committee.
 - ii. The Treasurer shall report at each meeting of the LPFCGA or at any other time as may be required by the Executive Committee.
 - iii. Funds shall be expended only in accordance with rules and regulations established by the Executive Committee.
- e) **Membership Director**
- i. The Membership Director shall maintain the official list of members of the LPFCGA in accordance with the rules and regulations established by the Executive Committee.
 - ii. The Membership Director shall provide a membership report at each regular meeting, which shall detail the total number of voting members.
 - iii. The Membership Director shall provide to the LPGa office the names of known members and updated contact information for them.

Section 6. Affiliations, Support, Conflicts of Interest

- a) All LPFCGA Officers shall be members of LPFCGA and LPGa throughout their terms of service. Dues for membership shall not be considered a reimbursable expense as a result of this requirement.
- b) No LPFCGA Officer shall be a member of, or hold office in, another political party, or support a candidate of another political party in opposition to a candidate of LPFCGA or LPGa.
- c) It is the duty of all Officers to advise the Executive Committee of any conflict of interest that may arise as soon as possible.

Section 7. Nominations

- a) Nominations of all Officers elected by LPFCGA shall be from the floor during a business meeting of LPFCGA or of the Executive Committee.

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- b) Nominees must be members in good standing at the time of nomination and election, and themselves eligible to vote in the election. Nominees must be proposed by at least two members of LPFCGA that are eligible to vote in the election, either of which may be the nominee.
- c) Nominations for Officers will be accepted at any General or Executive Committee Meeting prior to the meeting at which the election is held. Nominations will be accepted in person from the floor of the meeting, or in writing if received within the above time frame.
- d) All nominations are contingent upon the agreement of the nominee, either orally or in writing, and certification by the Secretary and Membership Director that the nominee meets the requirements of this Section and these bylaws in general.
- e) Nominations for delegates to the LPGa Annual Convention are made by the same procedure as that for Officers. In the event that no nominations are received, the Chairman in office at the time of the LPGa Annual Convention shall be the first delegate, and the Executive Committee may appoint additional delegates.

Section 8. Elections

- a) Officers shall be elected each year at a General Meeting held during the LPFCGA Annual Convention.
- b) To be eligible to vote in any LPFCGA election of Officers, a member must have been a member in good standing for at least sixty (60) days prior to the election.
- c) Required Officers are elected by Plurality Voting. "None of the Above" ("NOTA") shall be automatically considered a candidate on any ballot for Required Officer elections. In the event that NOTA receives the most votes for any of the Required Officer position, the election will be declared void and nominations will be re-opened for a new election. If three (3) consecutive attempts yield NOTA for any Required Officer positions, the current slate of Required Officers shall be deemed automatically re-elected to a subsequent term. Any such re-elected Officer may refuse the seat, in which case the nominee receiving the most votes for the position shall be installed, unless NOTA, in which case the Chairman shall appoint a member to the position within thirty (30) calendar days.
- d) Directors at Large are elected by Qualified Cumulative Voting. However, if the election yields an even number of Officers, the candidate having the highest number of votes from among the disqualified candidates, if any, shall be promoted to qualified and take the position.
- e) Delegates to the LPGa Annual Convention shall be elected by Plurality Voting if there is a single delegate position available, and Cumulative Voting if more than one.

Section 9. Term of Office

Elected Officers shall be installed on the day following the certification of the election results by the Secretary or the day after the conclusion of the Annual Meeting, whichever is earlier, and shall hold that post until the next regular election of Officers is held.

Section 10. Officer Removal

An Officer of LPFCGA may be removed from office by a two-thirds (2/3) affirmative vote of the Executive Committee voting, or by a two-thirds (2/3) affirmative vote of registered LPFCGA members voting, either at a regularly scheduled meeting or at a specially called meeting of the membership. Electronic or telephonic meetings shall not suffice for a removal proceeding.

Article V. The Executive Committee

Section 1. Members and Duties

- a) The Officers of the LPFCGA shall sit on the Executive Committee.
- b) Each Executive Committee member shall have one vote on the Committee. No voting by proxy shall be allowed.
- c) In addition to duties stated herein, the Executive Committee may, at the direction of LPFCGA members, perform any duty or assume any responsibility belonging to LPFCGA for any period of time within the administration of a given Executive Committee; however, all such authorization shall expire upon the installation of a new Executive Committee.
- d) The Executive Committee may define standing rules and procedures for all LPFCGA meetings, committees, events, and other activities as needed.
- e) Attendance at meetings of the Executive Committee is mandatory for all Executive Committee members. If any member of the Executive Committee is absent from two (2) consecutive meetings without authorization, said member's position shall be declared vacant. A simple majority vote of the remaining members of the Executive Committee may suspend this rule in a specific instance.
- f) The Executive Committee may create additional committees for whatever purpose it sees fit, and appoint a Committee Chair for each from among the LPFCGA membership (including Officers). Although Committee Chairs attend Executive Committee meetings, regular members appointed to be Committee Chairs are not made Officers or Executive Committee members by the appointment, and do not inherit voting or other rights of Executive Committee members. Committee Chairs may appoint members, and establish rules and procedures for their respective committees so long as they do not conflict with standing rules established by the Executive Committee for all committees. All other authority of a committee shall be limited to that granted by the Executive Committee in the committee's charter.

Article VI. Voting Procedures

Section 1. Quorum

- a) At all General Meetings, a quorum shall consist of at least three (3) members of LPFCGA, unless otherwise conflicting with the bylaws of the LPGa.
- b) At all Executive Committee meetings, a quorum shall consist of at least half of the full Executive Committee membership.

Section 2. Motions and Voting

Unless otherwise stated herein, a motion shall pass on the affirmative vote of a simple majority of the members voting, where a quorum is present.

Section 2. Election Procedures

- a) Plurality Voting. When using Plurality Voting for a position, each voting member receives a single vote to cast for one of the available candidates for the position. The candidate receiving the most votes wins the position.
- b) Cumulative Voting. Under Cumulative Voting for a number of seats, each voting member receives a number of votes equal to number of available seats. The member may apportion these votes among the available candidates for the position (giving all or multiple votes to a single candidate is permitted, as is leaving votes uncast). Those candidates receiving the most votes win seats.
- c) Qualified Cumulative Voting. Qualified Cumulative Voting uses the same procedure as Cumulative Voting, except in determining winners, candidates must first qualify by reaching a qualifying number of votes, defined as the total number of votes cast divided by one more than the number of seats available. Candidates receiving fewer than the qualifying number of votes are disqualified. Seats are won by the qualified candidates having the greatest number of votes. If fewer candidates qualify than the number of seats available, the remaining seats go vacant.

Article VII. Amendment and Repeal Procedures

Section 1. Procedures

- a) Proposed amendments to, or repeal of, any of these Bylaws, if approved by the Executive Committee, shall be entered on the agenda of the next General Meeting of LPFCGA.
- b) Any member may propose any amendment, or repeal of any section, at any meeting of LPFCGA, if such amendment or repeal proposal is presented in writing to the Secretary before the meeting, and signed by not less than three (3) members.
- c) In either case, the proposed amendment or repeal automatically shall be tabled until the following General Meeting of LPFCGA, where it shall be presented for a vote. In the interim, the Secretary shall make available the text of said changes, in writing, to each member of LPFCGA. Prominent publication on the web site of LPFCGA shall be sufficient for this purpose.
- d) In any amendment or repeal vote, the affirmative vote of a two-thirds (2/3) majority of those members voting shall be necessary for adoption.
- e) Any amendment or other change to these Bylaws shall be filed with the Elections Superintendent of the county, and with the LPGa office.

Article VIII. Vacancy and Succession

Section 1. Required Officers

- a) In the event of the vacancy of the Chairman position, the Vice Chairman shall succeed as Chairman for the remainder of the term.

- b) In the event of the vacancy of the positions of Vice Chairman or Secretary, the Executive Committee shall appoint another member to the position for the remainder of the term.
- c) In the event of the vacancy of the Treasurer position, the Secretary shall assume the additional position as Treasurer *pro tem*, and the Executive Committee may, at its discretion, appoint another LPFCGA member for the remainder of the term.

Section 2. Other Officers

- a) In the event of the vacancy of any other Officer position, the Executive Committee may select a LPFCGA member to fill such vacancy, or leave the position vacant, for the remainder of the term.

Article IX. Parliamentary Authority

Robert's Rules of Order (latest edition) is the only parliamentary authority for all matters of procedure not specifically covered in these bylaws.

WHAT'S CHANGED AND WHY

Throughout the document, the term "affirmative" has been added where voting is discussed to clarify that the number is of affirmative responses, not votes of any response.

Throughout the document, where voting is discussed, the number of affirmative votes required is clarified to be among those voting, to allow for abstentions.

Where a numeric quantity was given without text, the text has been added (e.g. "2/3" is now "two-third (2/3)")

Numbering of sections has been "normalized".

SPECIFIC CHANGES

III.1.c Language concerning the inclusion of a proposed agenda, schedule, and location for meetings called by the general membership has been strengthened.

III.2.a Clarifying that notice of meeting shall be deemed given to all members on a motion for the schedule of the next meeting carried.

III.2.d. Clarify the form of electronic meetings, and that participation in an electronic meeting is equal to in-person.

III.3.a Clarify that the LPGa bylaw standard is those then current (lest it be asserted that those in effect at the time our Bylaws were written was the intent, which it is not).

IV.3. Remove the restriction that the number of Officers be odd.

IV.4. Since our current Secretary would be unable to perform the duties of Treasurer as required in the previous revision, provide an alternative.

IV.8.d. In concert with the removal of the requirement in to IV.3 keep the number of Officers odd, this section is changed so that an even number resulting from a shortage in the number of "qualifying" candidates does not remove a Director at Large, but rather adds on, if available. This is more defensive of the minority.

VI.1.c Stricken, because there is no voting at an Annual Convention, the vote is at a General Meeting scheduled during the Annual Convention (coincident but not equivalent), so the quorum is therefore established by VI.1.a.

VI.2. Template language messy. Instead, the term "simple majority" has a legal definition that is the same as the messy language, so use the legal term.

IV.h Remove the use of the term "at large" when referring to members, as this may have implications unintended.

VIII.1 Remove the possibility that a Required Officer position be left vacant. This is not permitted, and is actually a left-over from the template I didn't catch.

VIII.2 Upon a vacancy of other Officers (Directors at Large), the Executive Committee now has the option to leave the position vacant. Previously, an odd number was required, but this restriction is now removed.

GENERAL COMMENTS

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While it is no longer a requirement that the number of Officers always be odd, it's a good idea, as an even number voting is easily deadlocked. It should be the practice of future Executive Committees to maintain an odd number to the greatest degree possible.