



# Our Revolution Maryland (ORMD) Bylaws

## Article I. Organization

**Section 1. Name.** The name of the organization is Our Revolution Maryland, hereinafter referred to as “ORMD” or the “Organization.”

**Section 2. Mission.** ORMD is an independent organization affiliated with Our Revolution National. ORMD engages in issue advocacy that is consistent with Our Revolution’s platform, which includes confronting the neo-liberal austerity agenda, the domination of politics by corporate and elite interests and the fight for economic equality. Our economic equality agenda includes: the fight for good unionized jobs and a fair livable wages, permanent affordable housing, fair taxes, resisting the heavy handed support of the military industrial complex and the international war machine, environmental justice through the insistence of legislation that supports a livable planet, racial justice and criminal justice reform, universal single-payer health care for all, tuition-free public colleges, and getting big money out of politics. ORMD will advocate for these issues and others at the national, State, and local level. ORMD shall strive to be a diverse organization that reflects the diversity of our State. ORMD shall work in solidarity with other grassroots movements and organizations across the world that advocate for similar positions.

## Section 3. Membership.

- A. Everyone who meets the standards for membership as set forth in the attached MOU between Our Revolution and ORMD, is a member of ORMD. Our Revolution (OR) qualifies a member as any person who has:
  - 1. Donated any amount to Our Revolution, ORMD, or ORMD Chapter, or
  - 2. Signed up for membership at an event hosted by an Our Revolution Chapter or the Our Revolution State Organizing Committee (referred to hereafter as the SOC).
- B.
  - 1. To become a voting member of ORMD one must sign an ORMD Membership Card and agree either to:
    - a) Pay \$5 per month membership dues to ORMD, either directly or through the local chapter
    - b) Pay some other amount for membership dues (\$27 annually is encouraged); or

- c) Request a waiver of ORMD dues; or
  - d) Be currently making a sustaining contribution or have made a onetime contribution to ORMD that calendar year.
2. Voting membership must be renewed through any of the above steps each calendar year.
3. Voting Members shall have the right to:
- a) Vote on all Chapter and State elections of the ORMD State Organizing Committee Board Officers and
  - b) Board Member at-large
  - c) Nominate and vote for their Chapter representative and an alternate, to serve on the ORMD SOC
  - d) Nominate and vote for their Chapter leaders
  - e) Run for State and Chapter leadership positions
  - f) Vote for any proposed amendments to the ORMD or chapter by-laws
  - g) Vote on State and Chapter level endorsements

**Section 4. Offices.** The principal office of ORMD shall be located in Silver Spring, Montgomery County, Maryland, or other location as determined by the State Organizing Committee. ORMD may also have additional offices within the state of Maryland, as determined by the SOC.

The Organization shall maintain a registered office as a registered agent in the State of Maryland. The registered office may be, but need not be, identical with the principal office in the State of Maryland as determined by the SOC.

## **Article II. State Organizing Committee.**

**Section 1. General Powers.** All financial, programmatic, and organizational affairs of ORMD shall be overseen by the State Organizing Committee. Decisions with regard to finances, programs, policies and organization shall be made by the SOC by majority vote, or more if required by law or by these Bylaws for a specific action, of all of the members of the SOC present and voting.

### **Section 2. Number, Tenure, and Qualifications.**

- A.** The SOC shall consist of four (4) officers: President, Treasurer, Secretary, Organizing Director; one (1) Member-at-large; one (1) Chapter Representative and one (1) alternate Chapter Representative appointed from each recognized Chapter (Article V). The Alternate Chapter Representative serves as a non-voting member unless they are voting in the absence of the Chapter Representative.
- B.** The SOC may add to the number of Members-at-large. Such position(s) shall be filled in the same manner as spelled out to fill vacancies in Article II, Section 7, A, 1-4 of these Bylaws.

**Section 3. Elections.** Officers and the At-large Member of the SOC shall be elected as follows:

- A. The SOC Officers' and At-large Member's terms of office shall be two (2) years.
- B. SOC Officers and the At-large Member shall be elected every other April, beginning in 2019.

1. Elections may be held either by email or at an in-person statewide meeting, as determined by the SOC.
  2. The initial election in 2019 shall be by email.
  3. Voting Eligibility:
    - a. For the 2019 initial election, all those on the official ORMD email list as of April 1, 2019, shall be eligible to vote.
    - b. Thereafter, all those defined as “Members” in Article I, section 3 of these Bylaws shall be eligible to vote.
  4. Email Elections:
    - a. A preliminary email shall be sent to all eligible voters at least fifteen (15) days prior to ballots being emailed, announcing the election, and the date when the ballot shall be emailed.
    - b. The ballot shall be emailed to all eligible voters no later than April 15, 2019 and shall include the name of each candidate running for each office; each candidate may choose to have a brief biography and statement of why they are running included with the ballot.
    - c. Ballots shall be counted ten (10) days after the date they were emailed.
  5. In-person Statewide Meeting:
    - a. Such a meeting shall be held during April of the election year.
    - b. A preliminary notice of the meeting shall be sent to all eligible members at least thirty (30) days prior to the meeting and shall specify the purpose of the meeting and the time, date, and place of the meeting.
    - c. A second notice shall be sent to all eligible members at least fifteen (15) days prior to the meeting; which shall include the name of each candidate running for each office; each candidate may choose to have a brief biography and a statement of why they are running included with the email notice.
  6. To be nominated for any SOC office, candidates shall present signatures of at least fifteen ORMD members to the Secretary at least five (5) days before the mailing of the ballot or final notice of the in-person meeting.
  7. The SOC shall appoint an Elections Committee of non-candidate members to conduct the election; who shall certify candidates, ensure that all announcements go out in a timely fashion, count the ballots and report the results to the ORMD members.
- C. SOC Chapter Representatives and Alternates shall be elected by their Chapter for a two (2) year term.
1. Beginning in 2019, and for each two (2) years thereafter, each Chapter shall elect their SOC Member and Alternate no later than June 30.
  2. Chapters shall set up the manner of election of SOC Members and Alternates, providing that the process is open, transparent, democratic, and designed to provide the opportunity for the greatest number of Chapter members to participate in the election.

**Section 4. Voting Strength of Officers and Members of the Board of Directors.** Each Member of the SOC shall be entitled to one vote on any matter to be voted on by the SOC.

**Section 5. Resignation.** Any Member of the SOC may resign from the SOC by filing a written resignation with the Secretary after turning in any and all property of ORMD, including but not limited to money, bank statements, checks, financial and other records, minutes and official organizational documents, membership lists, and electronic records and data.

**Section 6. Removal from Office.** The SOC, by affirmative vote of two-thirds of all SOC Members, may end the term of office for an Officer, Member at-large, or Chapter Representative of the SOC; if the

conduct of the Member of the SOC has been contrary to the mission of ORMD and detrimental to the organization.

**Section 7. Vacancies.** Any vacancy occurring on the SOC shall be filled as follows:

- A. If the vacancy is one the five (5) statewide SOC Members:
  - 1. The remaining SOC Members shall nominate one or more candidates at the meeting of the SOC immediately after the occurrence of the vacancy.
  - 2. Nomination requires the support of at least four (4) Members on the SOC.
  - 3. A properly nominated candidate must then be approved by an affirmative vote of two-thirds of the present and voting current SOC members.
  - 4. The person who is elected to fill the SOC vacancy shall be elected for the unexpired term of the predecessor in office.
  
- B. If the vacancy is a Chapter Representative, the vacancy shall be filled by default by the Chapter's Alternate; the Chapter shall then appoint another Alternate.

### **Article III. Officers.**

**Section 1. President.** The President, hereafter referred to as the "Chair," shall be the principal officer of ORMD and shall in general supervise and control all of the business and financial affairs of the Organization. The Chair shall facilitate all meetings of the SOC. The Chair shall co-sign, with the Treasurer, all checks and financial documents of ORMD, provided the expenditures have been properly authorized by the SOC, including but not limited to any leases, rental agreements, staffing expenses, deeds, work orders, mortgages, bonds, contracts, or other instruments which the SOC has authorized to be executed.

**Section 2. Treasurer.** The Treasurer shall have charge and custody of, and be responsible for, all funds and securities of the Organization; receive and give receipts for monies due and payable to the Organization from any source, and deposit all such monies in the name of ORMD in such banks, trust companies, or other depositories, and in general shall perform all the duties inclined to the office of Treasurer and such other duties as may be assigned to the Treasurer by the Chair or by the SOC. The Treasurer shall co-sign all checks with the Chair. The Treasurer shall prepare a financial report for each meeting of the SOC, and make sure all legally required documents such as tax filings and Articles of Incorporation are in order, transparent and properly and timely filed.

**Section 3. Secretary.** The Secretary shall take and maintain the minutes of the meetings of the SOC. The Secretary shall present the minutes from the previous meeting at each meeting of the SOC for review and approval. The Secretary shall be custodian of the corporate records and membership cards, lists, and data of ORMD. The Secretary shall keep a register of the phone number, email address, and mailing address of each member of ORMD, which shall be furnished to the Secretary by that member.

**Section 4. Organizing Director.** The ORMD Organizing Director shall have as their primary responsibility the development (with each Chapter), of an annual Chapter organizing plan. Such plans must include specific, measurable goals for growing ORMD in the Chapter, and strategies and tactics for meeting those goals. The Organizing Director shall report quarterly to the SOC on the progress each Chapter has made toward meeting their annual goals. In the absence of the Chair the Organizing Director shall serve as acting Chair.

**Section 5. At-Large Member.** The At - Large Member shall have the primary responsibility for coordinating and promoting: 1) Endorsement activities for any local, State or National Elections, 2) State led or Chapter led projects that support endorsed candidates, 3) ORMD Legislative issues and priorities, and assisting with 4)

State led fundraising activities: planning, advertising, chapter inclusion, and event execution. The At-Large Member shall submit a monthly report to the SOC on the progress of the projects they have been working on. The At-Large Member shall also be called upon to fulfill other duties, as necessary.

#### **Article IV. Meetings of the State Organizing Committee.**

**Section 1. Frequency of Meetings.** The SOC shall meet at least once per calendar quarter at such date and time as is determined by the SOC.

**Section 2. Attendance at Meetings.** All Members of the SOC shall make their best effort to attend all SOC meetings in-person or through teleconference. Members of the SOC shall be excused from meetings for personal reasons that prevent their attendance by notifying the Chair. SOC meetings may be held via conference call.

**Section 3. Special Meetings.** In addition to the regular SOC meetings (Article IV, Section 1), special meetings of the SOC shall be held at any time and at any place when called by the Chair or by at least five (5) Members of the SOC. Special meetings may also include committee or subcommittee meetings requested by the Committee Chair.

**Section 4. Notice.** The Chair, Secretary, or their designee shall email notice of regular SOC meetings to SOC members at least 10 calendar days before the meeting. The notice shall include the place, day, and hour of the meeting. Notices of special meetings shall state that it is a special meeting, the purpose of the meeting, and must be emailed to SOC Members or committee members at least 72 hours prior to the meeting time.

**Section 5. Quorum.** A majority of the Members of the SOC shall constitute a quorum for the transaction of business at any meeting of the SOC, and any actions taken at such a meeting shall be a formal action of the SOC, unless the act of a greater number is required by law or by these Bylaws. Voting may not be by proxy.

**Section 6. Teleconference.** At the discretion of the Chair, the SOC may participate in meetings of the Board by means of a teleconference or similar communications equipment. SOC Members not physically present at any meeting but present via teleconference will be counted toward a quorum and may vote.

#### **Article V. Chapters.**

**Section 1. Chapters.** The SOC shall recognize and work with Chapters in the State of Maryland that agree to work within the Mission of ORMD. Members who join any such Chapter shall automatically become members of ORMD and Our Revolution, and their contact information shall be included in the ORMD and Our Revolution databases. As per Article II, Section 2, each Chapter shall designate a Chapter Representative and Alternate to serve on the SOC.

**Section 2. Memorandum of Understanding.** The Memorandum of Understanding between Our Revolution and ORMD, and the Memorandum of Understanding between Our Revolution, ORMD and the Chapters of ORMD, are attached to these Bylaws as appendices 1 and 2.

**Section 3. Chapter Expectations.** Chapter expectations for ORMD Chapters, in accordance with the Memorandum of Understanding between Our Revolution and Our Revolution Maryland, are as follows:

- A. Chapter Roles and Responsibilities.

1. Chapters must have at least ten members actively engaged in their Chapter, in order to be defined as an ORMD Chapter. Chapters must have ten (10) or more members listed in Action Network. If the number of members drops below ten (10), the Chapter agrees to reach out to Our Revolution for guidance.
2. Chapters shall use Action Network to track membership and event attendance.
3. Chapters are required to hold public Chapter meetings or events monthly or bi-monthly.
4. ORMD Chapters are required to have documents that determine a process for Chapter elections (for the Chapter leadership or steering committee members), Chapter bylaws, and a candidate endorsement process.
5. Chapters shall develop an annual Chapter Organizing Plan that outlines the Chapter's plans to:
  - a) Grow their Chapter membership with specific membership goals and the actions they will take to accomplish these goals. Chapters may utilize the events map, promotions tool, and other forms of outreach provided to Chapters by Our Revolution.
  - b) Support the broader work of ORMD and the national priorities of Our Revolution.
6. Chapters are required to develop and submit to the ORMD SOC Treasurer an annual operating budget, on a schedule determined by the SOC.

#### B. Chapter Elections.

1. Chapters are required to elect Chapter leadership Officers and SOC Chapter Representatives through a transparent and democratic process of their choosing.
2. Chapter Representatives are elected during the same election cycle as the SOC Members.
3. Vacancies for Chapter leadership positions can be filled as determined by the existing Chapter Leadership.
4. SOC Chapter Representative vacancies will be filled by the Chapter's Alternate Representative; the Chapter's Alternate Representative will then be appointed by the Chapter's leadership.

### Section 4. Chapter Dues.

#### A. Chapter Dues:

1. Chapter Dues Structure: The Chapter dues structure is the same as the general membership dues structure, as there is no differentiation between State dues and Chapter dues. Once a member has submitted their dues to ORMD or through the local chapter they are current for the calendar year.
  1. Voting member rights are secured once a member has submitted their membership form.
  2. Membership requirements as in Article 1 Section 3 are as follows:
    - a) Chapter Members will be asked to pay \$5 per month for membership dues
    - b) Pay some other amount of their choosing for dues (\$27 annually is recommended)
    - c) Request a waiver of dues
    - d) Be currently making a sustaining contribution or have made a onetime contribution to ORMD that calendar year.
3. Dues may be collected online, through the ORMD website or by Chapter Treasurers (or otherwise selected Chapter Member) and sent to the ORMD Treasurer.

4. ORMD, through the use of the ORMD Treasurer and the ORMD bank account, will act as the repository for all dues. The ORMD Treasurer will keep an accounting of the amount and person from each Chapter who has remitted dues.
5. The dues received from each Chapter will be used to:
  - a) Fund the operating cost for Chapters, in accordance with the Annual Chapter Budget, which is submitted to the ORMD Treasurer on a schedule defined by the SOC. The funding needs of all Chapters are provided for as first priority for all funds received by ORMD through dues. After Chapter operating cost are covered, the SOC will allocate remaining funds as appropriate.
    1. In the event that the funds received from dues payments is not enough to fund the operating cost for all Chapters,
      - i. The total amount of monies received from dues will be split evenly among all Chapters; and/or
      - ii. The SOC will determine what amount, from funds that SOC receives from contributions and monthly contributors, can be used to fund Chapter operating costs.
  - b) Support the organizing, fundraising and political priorities of ORMD.
  - c) Support the salary of the ORMD staff.

**Section 5. Code of Conduct.** ORMD Chapters are required to adhere to the Our Revolution Code of Conduct as stated in Section VI of the Memorandum of Understanding between Our Revolution, Our Revolution Maryland, and each Chapter of Our Revolution Maryland.

#### **Article VI. Committees.**

The SOC, by majority vote, may create committees that consist of Officers, Members of the SOC, and/or Chapter leaders to work on issues or projects that serve the mission of ORMD.

#### **Article VII. Endorsement Process.**

**Preamble.** Our Revolution Maryland (“ORMD”) and its chapters are advocacy organizations with an overtly progressive political platform. In order to promote our agenda, we endorse candidates running for political office and assist them as effectively as we can. This document details the basic structure which ORMD and its Chapters will follow when deciding which candidates to endorse for Federal, State and local races.

**Section I. Organization.** ORMD, by and through the State Organizing Committee (SOC) and ORMD’s chapters, shall respect the structure and endorsement process of Our Revolution such that:

- A. ORMD and its Chapters shall not endorse or campaign on behalf of a candidate or candidates in any election in which OR has endorsed an opposing candidate or candidates.
- B. ORMD and ORMD’s chapters shall not support or oppose a ballot initiative in any election in which OR has endorsed the opposite position.
- C. Chapters may not formally endorse candidates or take a position on a State or Federal ballot initiative unless: 1) they have submitted an endorsement recommendation (Form A) to the SOC in support of the position, 2) the SOC has approved the endorsement recommendation.
- D. Individual Chapters may only submit an endorsement recommendation on behalf of any candidate or initiative on ballots in that Chapter’s region.
- E. Before submitting an endorsement recommendation for a candidate who is running for an office that represents more than one Chapter, or a ballot initiative that impacts more than one Chapter,

all applicable Chapters must consult with each other. If the Chapters do not agree on a course of action, then they should signal their disagreement on the endorsement recommendation.

- F. Provided, however, if one Chapter makes a good faith, but unsuccessful effort to work with another impacted Chapter it may submit an endorsement recommendation which includes a statement that they were unable to reach a general consensus with the other Chapter on the proposed endorsement.

### **Section II. Eligibility for Endorsement - Local Candidates.**

Chapters may recommend a candidate, running for a non-statewide office, for endorsement under the following conditions:

- A. The Chapter has, through a written questionnaire or some other means, determined the positions of the Candidate on issues of importance and made a good faith effort to determine the positions of all opposing Candidates.
- B. The candidate supports Our Revolution's political mission or, at a minimum, can reasonably be expected to take a more progressive position on issues of importance as compared to their opponents.
- C. A majority of all Chapter members, who express their opinion, agree that the candidate deserves to be endorsed.
- D. All Chapter members have a reasonable opportunity to express their opinion on the Endorsement Recommendation.

### **Section III. Eligibility for Endorsement - Statewide Candidates.**

- A. In races for statewide office, e.g., Governor, U.S. Senator, Attorney General, ORMD shall determine by a majority of the SOC whether to endorse a candidate.
- B. Any Chapter, by a majority consensus of its members through its representative on the SOC, or the SOC on its own initiative, may recommend any statewide candidate for endorsement.
- C. When voting on an endorsement recommendation for a candidate for statewide office, SOC Members shall be guided by the express wishes of the majority of their Chapter members as set forth in Section IV below.
- D. In the event that 15 or more ORMD members live in areas not represented by an ORMD Chapter, ORMD shall submit the recommendation to such members, and give the majority response the same weight as that of a Chapter.

### **Section IV. Chapter Endorsement Process.**

- A. Each Chapter is free to decide how best to determine whether to recommend a Candidate, as long as the following considerations are followed:
  - 1. Online and in-person elections as well as group meetings have all been used successfully to reach consensus or to determine majority consensus.
  - 2. Chapters are encouraged to be creative in their methods of determining endorsements so long as they seek as much input as possible from all members.
  - 3. All Chapter members may vote or otherwise participate in the endorsement process.
  - 4. Non-chapter members may not vote or participate in the endorsement process except that candidates for office may seek endorsement.
  - 5. Chapters shall submit to the SOC an endorsement recommendation form (Form A) for each race in which a candidate or candidates is recommended for endorsement. The endorsement recommendation form must be signed by two Chapter officers including the Chair.

### **Section V. ORMD Approval.**

- A. The SOC shall determine, by a majority of those voting, whether to approve or deny endorsement recommendations.



- B. All SOC members are entitled to vote on each endorsement recommendation.
- C. SOC members are not required to consult with their Chapter members when voting on endorsement recommendations in races wholly outside of their Chapter's region.
- D. The SOC shall act expeditiously upon receiving a completed endorsement recommendation such that a decision will be rendered no more than one week from the date of submission.

**Section VI. National Endorsement.**

- A. A higher level of endorsement exists in OR, which is the national endorsement.
- B. OR has designated procedures for issuing national endorsements.
- C. Chapters are urged to determine whether any of its endorsed candidates are worthy of this higher designation. If so, a Chapter leader shall: 1) ascertain, through the SOC, the necessary procedures in order to recommend such candidates for a national endorsement, and 2) follow said procedures to seek the national endorsement for said candidate.

**Article VIII. Fundraising.**

**Section 1. Chapters.** ORMD Chapters may fundraise to support the financial needs of their Chapter.

- A. As provided in Article V, Section 4 Chapter budgets are subsidized by funds received from Chapter dues and contributions received by the State through monthly contributions and one-time contributions.
- B. Chapters are encouraged to conduct fundraising (e.g. passing the hat for donations at meetings and public fundraising events). Funds received from Chapter led fundraising efforts will be solely owned by the Chapter.
- C. Chapters are allowed and encouraged to host joint fundraising events or other fundraising efforts in conjunction with ORMD. All net proceeds and cost for a joint fundraiser will be split evenly (50/50) between the Chapter and ORMD.
- D. Chapters can receive assistance with banking needs (storing monies, writing checks, etc.) from ORMD. The ORMD Treasurer will work with Chapter Leads to offer banking services through the use of the ORMD bank account. The ORMD Treasurer will keep records of the monies owned by each Chapter, whether from fundraising or dues payments.

**Section 2. State Organizing Committee.** The SOC is responsible for the planning and execution of fundraising efforts to support the operating costs and policy efforts of ORMD across the State.

- A. ORMD has several main income streams that provide for its operating costs:
  - 1. Sustaining contributions: ORMD Members who make monthly contributions directly to ORMD (rather than to chapters) are referred to as monthly contributors. The funds received from monthly contributors are allocated by the SOC to fund the work of the Chapters, according to their budgets which are informed by their organizing plans; next the administrative needs and political work of ORMD are funded through monthly contributions and one-time contributions.
  - 2. Chapter Dues:
    - a) As provided in Article V, Section 4, funds received from Chapter dues are first allocated to cover the operation cost of each Chapters. Remaining funds are allocated to ORMD to cover the ORMD operating and program costs.
    - b) In the event that a Chapter needs additional funding not originally stated on the Chapter's annual operating budget, the Chapter's Chair shall communicate the Chapter's current financial needs in writing to the Chair of the SOC. The SOC then shall consider the financial request of the Chapter and determine if ORMD has the capacity to support that

Chapter's financial request.

3. Grants from Our Revolution or other external resources.

B. Fundraising Guidelines and a Fundraising Plan will be produced annually by the Fundraising Committee and distributed to the SOC to support Chapters and the SOC with fundraising efforts.

C. ORMD will use the funds received from all three funding streams to further support the work of the Chapters, Our Revolution and ORMD; to include, but not limited to:

1. Resources to Chapters: Communications support, community organizing support, and technical support for Action Network, the texting system, and the ORMD website.
2. Chapter Development: Monthly Chapter leadership conference calls and trainings.
3. State Level Initiatives:
  - a) Annual State Meeting: ORMD will host an initial statewide founding convention in 2019; after which an ORMD statewide meeting or event will be held annually.
  - b) Annual Priorities: The annual planning process to determine the statewide priorities for the upcoming calendar year, will begin in the spring of each year. The finalized slate of priorities will be sent out annually in November to the Members of the SOC and be voted on at the November SOC meeting.
  - c) SOC Administrative Responsibilities: The SOC will further support Chapter efforts through managing the administrative duties of the statewide organization, which includes, but is not limited to: staffing, organizing new chapters, membership recruitment, coordination with other progressive organizations, representing ORMD on a national level, elevating the State and national Our Revolution brand.

**Article IX. Amending the Bylaws.** These Bylaws may be amended through the following procedures:

1. A majority vote of ORMD members either at a statewide meeting called for that purpose or by an email to all ORMD members; or
2. By a vote of at least two thirds of the members of the SOC provided that the proposed amendment is circulated in writing to the SOC no less than ten (10) days prior to the SOC meeting where the vote is to take place, and where the amendment has been recommended by at least four (4) Members of the SOC.

**Article X. Consistency with Our Revolution.** These Bylaws shall be consistent with the Bylaws of Our Revolution. If there is any conflict between these Bylaws and the Our Revolution Bylaws, the Our Revolution Bylaws shall override the Bylaws of Our Revolution Maryland.

September 4, 2019

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## **Appendices**

1. **Appendix 1:** Our Revolution and State Organizing Committee Memorandum of Understanding
2. **Appendix 2:** Our Revolution, State Organizing Committee and Local Groups Memorandum of Understanding