

WESTCHESTER-PLAYA DEMOCRATIC CLUB BYLAWS

These bylaws, including all amendments, shall govern the operations of the Westchester-Playa Democratic Club.

ARTICLE I: NAME

The legal name of this organization shall be the Westchester-Playa Democratic Club, (hereinafter, "the Club"); however, it shall be commonly known as Westchester-Playa Democrats.

ARTICLE II: AFFILIATION

1. The Club shall be chartered by the Los Angeles County Democratic Party Central Committee (hereinafter, "the Central Committee"), and may affiliate with the California Democratic Council (hereinafter, "the CDC").
2. As a chartered Club of the Central Committee, the Club shall comply with the bylaws of the Central Committee and the California Democratic Party.

ARTICLE III: MISSION

The Mission of the Club shall be to:

- Improve awareness of Democratic candidates and issues.
- Increase Democratic voter turnout to elect Democratic Party candidates.
- Strengthen the Democratic Party.
- Foster the participation of all Members, on the basis of equality, regardless of race, religion, gender, sexual preference, national origin, physical ability, or economic status.

ARTICLE IV: MEMBERSHIP AND DUES

1. Membership

A. Eligibility

- 1) Any person registered to vote as a Democrat.
- 2) Any person less than 18 years of age or is a non-citizen awaiting naturalization, who supports the principles of the Democratic Party, and has expressed an interest to register to vote as a Democrat upon becoming eligible, is eligible for Associate Membership without voting rights.

B. A Member of the Club shall have paid annual dues or life-time dues.

C. A Member of the Club shall be fully acquainted with the Club's bylaws, abide by these bylaws; and, never use the Club's name in connection with any candidate, issue, or ballot measure, not formally endorsed by the Club or Executive Board unless the name of the Club is clearly indicated as being used for identification purposes only

D. A Member in good standing shall have met the criteria established in Article IV, Section 1: Membership: A 1), B, and C.

E. Members in good standing (as defined in D above) shall be allowed to vote at Membership Meetings on Club matters if they have been Members for sixty (60) days prior to business or action to be taken

F. The Club shall not require or use any test of membership, or oath of loyalty, which has the effect of requiring prospective or current Members to acquiesce in, condone, or support discrimination on the grounds of race, color, creed, national origin, physical ability, sex, age, religion, ethnic identity, sexual orientation, or economic status.

2. Termination of Membership

A. A member can voluntarily terminate membership by sending a signed letter of termination to the Corresponding Secretary or President of the Club. Termination will become effective upon presentation of the letter to the Executive Board.

B. Membership may be revoked or denied for just cause at any time, including action detrimental to the Club. The procedure for termination shall be as follows:

- 1) A written complaint must be sent to the Secretary or President of the Club clearly requesting termination with complaints clearly stated.
- 2) The request shall be put on the agenda of the next Executive Board meeting.
- 3) A majority vote of the Board members present and voting shall be required to pass a motion for termination. If the motion passes, the recommendation shall be placed on the agenda for the next general meeting and voted upon. A majority vote of the membership present and voting at the general membership meeting shall be required to terminate the membership of any member.
- 4) The originator of the termination request shall be required to be present and participate in the discussion by the Executive Board and (when applicable) the General Membership Meeting where the

motion will be discussed and voted on.

- 5) The member about whom the complaint is being made shall be sent by certified mail copy of the request and the date of the Executive Board meeting whereby the request will be discussed and voted on. When applicable, a certified letter will be sent with the date of the General Membership Meeting whereby the motion will be discussed and voted upon. Said member shall be requested, but shall not be required to attend either of these meetings.

3. Dues

A. The fiscal year of the Club shall be January 1 to December 31.

B. Dues may be recommended to the Club by the Executive Board and approved at a regularly called Club General Meeting by a simple majority vote of the Membership present and voting.

C. Annual Club dues are due and payable January 1st annually. Dues paid by new members in the last quarter of a calendar year shall be applicable to that calendar year and the following calendar year.

D. The foregoing notwithstanding, any person who claims financial hardship may have his or her dues reduced or waived, as determined by the Executive Board.

ARTICLE V: OFFICERS

1. Officers shall be elected at the General Membership Meeting held in November. The term of office shall be one year, beginning on January 1 of the calendar year following the November election.

2. The Officers of the Club shall be the President, First Vice President - Political Affairs, Second Vice President – Operations, Recording Secretary, Corresponding Secretary, and Treasurer. The President or the Executive Board may recommend additional officers, as needed.

3. Officer Duties:

President

The duties of the President shall be to: provide overall direction of the Club's activities with the advice and consent of the Executive Board, preside over all

Club and Executive Board meetings, sit as an ex-officio member of all committees; speak on behalf of the Club on matters on which the Club has taken a position; and perform such other duties that are consistent with the Club's Mission. The President, or the President's appointee, shall be the Club's first delegate to conventions, Central Committee, and CDC meetings. The President may authorize, with concurrence of the Treasurer, or in the absence of the Treasurer, with concurrence of a Vice President, expenditures in any given month up to an amount preauthorized by the Executive Board. Expenditures beyond the preauthorized amount require approval of the Executive Board.

First Vice President - Political Affairs.

The First Vice President reports to the President and shall be responsible for coordinating and directing the Club's political activities, including precinct outreach, voter registration, and those activities that address local, state and national political issues. The First Vice President shall (1) consult with the President on the appointment of the Chairs of Club's political committees and sit as an ex-officio member of said committees; (2) assume the duties of the President in the absence of the President, and (3) perform such other duties as may be assigned by the President and the Executive Board.

Second Vice President - Operations

The Second Vice President reports to the President and shall be responsible for coordinating and directing the activities of the Club's operations, including programs/events, fundraising, communications/public relations, membership, and volunteers. The Second Vice President shall (1) consult with the President on the appointment of the Chairs of Club's operational committees and sit as an ex-officio member of said committees; (2) assume the duties of the President in the absence of the President and First Vice President, and (3) perform such other duties as may be assigned by the President and the Executive Board.

Recording Secretary

The duties of the Recording Secretary shall be to: record minutes for each Club Membership and Executive Board Meeting and present minutes at Executive Board Meetings; be custodian of the Club's official files and records, including, but not limited to, the minutes, committee reports, policies and procedures, and bylaws, including all amendments; attest to official actions of the Club; and perform such other duties as may be assigned by the President or the Executive Board.

Corresponding Secretary

The duties of the Corresponding Secretary shall be to: write and send any official correspondence from the Club, as directed by the President, Executive Board, or Membership; to assume the duties of the Recording Secretary in his/her absence; and perform such other duties as may be assigned by the President or the Executive Board.

Treasurer

The duties of the Treasurer shall be to: maintain the financial records of the Club, including the names, dates, and amounts for all funds collected and funds expended; receive and disburse funds of the Club, as authorized by the President or, in the absence of the President, a Vice President; make a financial report at all meetings of the Executive Board; submit to the Club, in writing, at the close of the fiscal year, an annual financial statement (including a Statement of Receipts and Disbursements); abide by the Fair Political Practices Commission (FPPC) and Federal Election Commission (FEC) laws and regulations; maintain an accurate roster of paid Members; report at each meeting of the Executive Board the names of any new members who have joined the Club since the last meeting; develop an annual budget for the Club to be presented to the Executive Board for approval; secure written reports from those responsible for all fund-raising activities; be responsible for ensuring the confidentiality and security of all records and membership lists; ensure that all financial records are available for review by any officer upon reasonable notice; and perform such other duties as may be assigned by the President or the Executive Board and implicit in the title of Treasurer.

The President may appoint, with the approval of the Executive Board, an assistant Treasurer who may perform duties related to the financial affairs and operations of the Club as may be assigned by the President or the Executive Board and may assume the Treasurer's duties when the Treasurer's office becomes temporarily vacant or when the Treasurer is unavailable.

4. No Officer of any other Democratic Club may be an Officer in this Club.

ARTICLE VI: TREASURER

1. The President may appoint, with the approval of the Executive Board, a professional Treasurer or Assistant Treasurer, who need not be a Member and who may be compensated as an independent contractor. Compensation for the Treasurer or Assistant Treasurer must be approved by the Executive Board. Any contract for services shall be subject to cancellation by the Executive Board, Treasurer or Assistant Treasurer.

2. The responsibilities of the Treasurer may include, but not be limited to: open and maintain bank accounts as required for the deposit of Club funds; pay regular and recurring expenses of less than a pre-authorized amount when such expenses are presented by the President or, in the President's absence, a Vice President, provided that any expenditure exceeding a preauthorized amount must be approved by the Executive Board; require that all checks not signed by the Treasurer shall bear the signatures of the President and a Vice President; require that all expenses and disbursements be supported by receipts or vouchers and signed by the responsible members; take custody of and properly deposit all funds raised or received by the

Club, directly or indirectly; and be responsible for the timely filing of all financial reports and any other reports required by law

ARTICLE VII. MEMBERS-AT-LARGE

1. The Executive Board may include a maximum of eight (8) voting members-at-large.
2. Members-at-large shall be elected at the General Membership Meeting held in November for a one year term beginning January 1 of the calendar year following the election.
3. Members-at-large may be assigned specific functions including but not limited to serving on committees, supporting fundraising activities, and assisting with special projects and events.

ARTICLE VIII: COMMITTEES

1. With the exception of the Nominating Committee (Section 5-A below), Standing and Ad-Hoc Committees may be created and Committee Chairs appointed by the President, with the approval of the Executive Board, and assigned such responsibilities as may be appropriate to carry out the Mission of the Club.
2. Standing Committee Chairs shall be Members of the Club shall be voting members of the Executive Board and shall report to the Executive Board.
3. Ad hoc Committee Chairs shall be Members of the Club and shall report to the Executive Board. Ad hoc Committee Chairs are not voting members of the Executive Board.
4. The President shall be an ex-officio Member of all Standing and Ad-Hoc Committees.
5. Club Committees shall include, but not be limited to, the following:

A. Nominating Committee:

The Nominating Committee shall consist of five (5) members, two (2) appointed by the President and three (3) being elected by the Membership. The Chair shall be selected by the Committee. Members in Good Standing (as defined in Article IV., Section 1, Membership: D) shall be eligible to serve as members of the Committee. The Committee shall act in accordance with election procedures as directed by the Executive Board and specified in these bylaws (Article X), including reporting the nominations for each of the officers and the members-at-large at least 30 days prior to the November General Membership Meeting. The duties of the committee end when nominations are closed.

B. Membership Committee

Under the direction of the Club's Second Vice President - Operations, the Membership Committee shall be responsible for recruiting new members and volunteers. In the performance of its duties, it shall (1) oversee the Club's recruiting efforts, (2) welcome new members to the Club; (3) encourage members to continue their membership and become active in Club committees and activities, (4) maintain accurate membership data and produce reports and membership lists required by other Club Committee Chairs, and (5) perform other duties as may be assigned by the Club or the Executive Board.

C. Fundraising

Under the direction of the Club's Second Vice-President - Operations, the Fundraising Committee shall be responsible for devising, coordinating and implementing Club projects to increase the funds of the Club treasury. In performance of its duties it shall (1) oversee donor outreach; (2) solicit contributions through any means approved by the Executive Board, and (3) perform other duties as may be assigned by the Club or the Executive Board.

D. Program/Events Committee

Under the direction of the Second Vice President - Operations, the Program/Events Committee, in cooperation with the Executive Board, shall be responsible for all aspects of the programs for the General and Special Membership Meetings of the Club. It shall (1) plan, procure and schedule speakers, acquire venues, and oversee meeting arrangements; (2) coordinate announcements and press-releases with the Communications/Public Relations Committee; and (3) perform other duties as may be assigned by the Club or the Executive Board.

E. Communications/Public Relations Committee

Under the direction of the Second Vice-President - Operations, the Communications/Public Relations Committee shall be responsible for all Club relations with the media and communications with the public and the Club at large. In performance of its duties it shall (1) oversee press releases and advertising; (2) oversee the content of the Club's website; and (3) perform other duties as may be assigned by the Club or the Executive Board.

F. Issues Committee

Under the direction of the First Vice-President – Political Affairs, the Issues Committee shall (1) be a forum for local, state, and national issues; (2) shall develop research and data for use in the development of Club activities, such as programs, position papers, candidate position on issues for debates and forums; and (3) perform other duties as may be assigned by the Club or the Executive Board.

ARTICLE IX: EXECUTIVE BOARD

1. The membership of the Executive Board shall include the elected Officers, the

immediate past President, the elected Members-at-Large and the Chairs of the Standing and Ad-Hoc Committees.

2. Members of the Executive Board shall be responsible for overseeing the planning and direction of all Club activities, and establishing Club policies and standing rules for carrying out the role of the Executive Board. Policies and standing rules shall be reviewed annually by the Executive Board, who will provide a report concerning any changes upon request by the membership. The Executive Board shall establish and approve rules and procedures not otherwise provided in these bylaws for Club elections and endorsements. The Executive Board shall oversee the work of committees, present an annual operational plan and budget, and perform such duties as may be assigned by the Club.

3. Any Officer or Executive Board member may resign by submitting in writing his or her resignation to the President or Executive Board. Any vacancy of Club Officer or Executive Board Member shall be filled by a majority vote of the Executive Board and shall be subject to ratification by a majority vote of the Club's membership present and voting at the next regularly called General Membership Meeting. The replacement Officer or Executive Board Member shall be a Club Member and shall serve out the term of the vacated seat until the next regularly scheduled election.

4. Any Member of the Executive Board may be removed from office for just cause by a majority vote of the Executive Board present and voting. Any Executive Board Member who misses three (3) consecutive meetings, without providing good and valid reasons, shall be removed and notified.

5. The Executive Board Meetings shall be held at least quarterly, at a time and place determined by the President, or in the absence of the President, the Second Vice President - Operations. Executive Board Meetings shall be open to any member of the Club or invited guests. Club members or invited guests may address the Board only at the discretion of the presiding officer.

6. Special meetings of the Executive Board may be called by the President or the Executive Board. Such meetings may be conducted via e-mail or telephone, as may be necessary to ensure timely decisions.

7. A quorum of a simple majority of the members of the Executive Board is needed to vote on matters at an Executive Board meeting, unless otherwise provided by these bylaws.

8. Passage of an item at an Executive Board meeting shall require a simple majority vote of the members present and voting. Any action of the Executive Board may be overruled by a majority vote of the total Membership present and voting at a General Membership Meeting.

ARTICLE X. MEMBERSHIP MEETINGS

1. There shall be a General Membership Meeting of the Club, held at least quarterly, at a time and place to be determined by the Executive Board. In no event shall there be less than four (4) meetings held in a calendar year, nor shall two (2) consecutive General Membership Meetings be cancelled.

2. Notices for General Membership Meetings shall be made at least ten (10) days in advance of the meeting, and may be made through the Club website, via e-mail, local newspapers, U.S. Mail, or telephone for those members without computer access or with special needs. Whenever possible, meeting agendas shall be posted with such notices. Relevant members of the Central Committee shall be notified per the Central Committee's requirements.

3. Special Membership Meetings may be scheduled by the President or by a written request submitted to the President by ten (10) percent of the Membership. The purpose of any Special Membership Meeting shall be clearly stated in the Meeting notice.

4. A quorum of at least fifteen percent (15%) of the Membership, including at least three (3) Officers, is needed to vote on matters at a Membership meeting. Passage of an action item, at either a Membership Meeting or an Executive Board Meeting, shall require a simple majority of Members present and voting, unless otherwise provided in these bylaws.

5. Meetings shall be conducted in accordance with the latest edition of *Robert's Rules of Order* unless otherwise provided in these bylaws

ARTICLE XI: ELECTIONS

1. The election of Officers and Members-at-Large shall be at the General Membership Meeting held in November.

2. The Nominating Committee (Article VII, Section 5-A) shall be appointed by September 1. The Committee Chair shall be provided a roster of the Club for purposes of identifying and contacting potential nominees. The Committee may receive nominations from any Club member who is good standing. Members in good standing may nominate themselves for any office.

3. All persons nominated for Office or Members-at-Large shall be Members in good standing.

4. Candidates shall provide the Nominating Committee a brief written statement of their qualifications and willingness to serve. The listing of candidates and their statements shall be made available to the membership at least one month prior to the November General Membership Meeting and will be posted on the Club's website.

5. Candidates shall have the opportunity to address the Membership at the November General Membership Meeting, and to hand out Officer Candidate Statements prior to the onset of voting.

6. Additional nominations for each office or a member-at-large may be made from the floor at the November General Membership Meeting. Nominees must be present at the meeting and shall be required to provide a brief verbal statement of their qualifications and willingness to serve.

7. Unless otherwise approved by the Membership, voting will be done via secret, paper ballots. There will be no proxy voting. There must be a quorum present for the election to be official.

8. To be elected, a candidate for an office must receive fifty percent (50%) plus one (1) of votes cast for the Office. If there are more than two candidates, and none receives the required majority, there will be an immediate runoff election between the two (2) candidates receiving the most votes. The results shall be announced before the close of the meeting, as well as on the Club website.

9. To be elected, a candidate for a member-at-large must be among the 8 candidates receiving the highest number of votes.

10. The term of the newly elected officers shall begin January 1 of the calendar year following the November election.

ARTICLE XII: ENDORSEMENTS

In the absence of any endorsement by the State or County Democratic Committees, the Club may endorse Democratic Party candidates and positions on ballot measures, upon: the recommendations of the Executive Board; the request of a candidate or sponsor of a position on a ballot measure; or a motion from a Member. To win endorsement, a candidate, or a position on a ballot measure, must obtain a favorable vote from at least sixty percent (60%) of the Members present and voting.

1. Whenever possible, candidates, and proponents of positions on ballot measures, should be invited to make a presentation and answer questions at a Club Membership meeting prior to the election meeting. Notice of endorsement meetings

should be made in the same manner as notices for all General Membership Meetings.

2. In no event shall the Club endorse a non-Democratic candidate, in any race, nor shall it provide any financial support for non-Democrats.

3. Members in good standing (as defined in Article IV., Section 1, Membership: D) shall be allowed to vote if they have been Members for sixty (60) days prior to the endorsement vote.

ARTICLE XIII: CALIFORNIA DEMOCRATIC PARTY (CDP) PRE-ENDORSING CONFERENCES

1. The Club shall submit a roster of Members in Good Standing as of the July 1 deadline.

2. The status of such members on the roster shall be certified by the Club's President, Secretary or Treasurer.

3. The Club's representatives to any particular pre-endorsing conference shall be from the list described above and the overall list of representatives to all conferences shall be equally apportioned between men and women, to the extent possible.

4. The Club's representatives shall be selected at a duly-noticed meeting of the Club, affirmed by a vote of those members in good standing in attendance and voting.

ARTICLE XIV: AMENDMENTS

1. Amendments to these bylaws may be proposed by the Executive Board, a standing committee, or a Member.

2. Proposed amendments must be submitted in writing to the Executive Board and be accompanied by a specific reason to amend the bylaws.

3. A written notice or email shall be sent to Members, together with the recommendations(s) of the Executive Board, at least ten (10) days prior to the General Membership Meeting at which the amendment(s) shall be presented for adoption.

4. Amendments shall be adopted by a two-thirds (2/3) vote of the Members present at the meeting, and shall be effective at the time of adjournment of that meeting, unless

otherwise specified at the time of adoption.

5. The Recording Secretary shall update the official copy of these bylaws within 30 days, as well as those displayed on the Club's website.

EFFECTIVE DATE:

These bylaws became effective upon their approval by at least two-thirds (2/3) of the Membership present and voting, on the date officially recorded below:

Date:	June 6, 2007	Sheila Mickelson
Amended:	June 16, 2007	Attest: Sheila Mickelson, President
Amended:	April 7, 2009	Attest: Sheila Mickelson, President
Amended:	May 20, 2010	Attest: William Roberts, President
Amended:	July 12, 2013	Attest: Sheila Mickelson, President
Amended:	August 20, 2014	Attest: Sheila Mickelson, President
Amended:	February 23, 2015	Attest: Robert Shurtz, President
Amended:	September 21, 2016	Attest: William Roberts, President