

# SAN DIEGO DOWNTOWN DEMOCRATIC CLUB

## BYLAWS

### ARTICLE I

#### NAME

The name of this organization shall be the Downtown San Diego Democratic Club, hereafter referred to as “DTSDems” or “Club”.

### ARTICLE II

#### PURPOSE

The purpose of this Club shall be to foster democratic ideals by stimulating active interest in the Democratic Party, to support the party platform, contribute to party leadership and responsibility, to provide a constructive role for the volunteer in Democratic politics, and to promote an activist base.

### ARTICLE III

#### MEMBERSHIP

##### Section 1 – Eligibility

Anyone registered as a Democrat or is ineligible to vote (due to age, non-residency or other legal impediment) but pledges to register as a Democrat when eligible, and supports the purpose of the Club as stated in Article II, above shall be eligible for membership in this Club.

##### Section 2 – Good Standing

Everyone eligible to be a member of this Club and whose annual dues are currently paid shall be a member in good standing. Any member whose actions are judged to be prejudicial or detrimental to the Club by the Executive Board may be expelled from membership by a two thirds vote at any general meeting, at which a quorum exists, concurs.

##### Section 3 - Dues

Dues shall be recommended by the Executive Board and reviewed at the first meeting of each calendar year. Membership dues are due in full on the first day of the month a member joins or renews their membership. Membership dues are good for one year from the month a member joins or renews on a rolling basis.

Payment of dues shall not be obligatory to anyone for whom it constitutes an economic hardship after due consideration and approval by the Executive Board. Dues in an amount set by the membership shall be due and payable upon joining the Club, and annually thereafter.

#### Section 4 - Voting

A member in good standing who has (1) attended at least 2 of the prior twelve meetings, or in the case of a new member, two consecutive meetings; and (2) have paid dues at least 34 days prior to the meeting where voting has occurred shall be eligible to vote. No proxy or absentee voting shall be permitted.

### **ARTICLE IV**

#### **OFFICERS**

##### Section 1 – Elected Officers

Elected officers of this Club shall be the President, Vice-President, Secretary and Treasurer. Each shall be elected at the general meeting in January or reasonably soon thereafter and hold office for the remainder of the calendar year. An elected officer may be removed from office by resolution of a two-thirds vote of the Regular members at a General Meeting for such causes as missing three unexcused consecutive meetings or nonperformance of duties, providing the membership and the officer have been notified ten days in advance of the meeting of the proposed action against the officer. An absence is considered excused when the officer notifies the Secretary or other officer in advance of his/her inability to attend the meeting.

##### Section 2 - Duties

###### A. President

The President shall be the Chief Executive Officer of the Club. He/she shall preside over all meetings of the Club and the executive board; make appointments to other positions as required; act as official spokesperson of the Club. In addition, the President should stimulate active interest in the political process, provide a constructive role for the active volunteer; contribute to effective leadership and individual responsibility; promote harmony among the Club membership, between other Clubs and within the San Diego County Democratic Party.

###### B. Vice-President

The Vice President shall serve at the direction of the President. He/she shall preside at meetings if the President is unable to do so, or is requested by the President to do so. The Vice-President shall take over the duties of President in the absence of that officer, and is responsible for the annual audit.

### C. Secretary

The Secretary shall keep the minutes of the general meetings, executive committee meetings, conduct correspondence, maintain the Club's records, and is responsible for internal communications.

### D. Treasurer

The Treasurer shall be responsible for the collection of dues, receive and deposit all Club funds received; maintain an accurate record of Club receipts and expenditures; sign all checks as authorized by the Executive Board; make the records of the Club receipts and expenditures available to any member when requested; provide a report of the Club financial status at Club meetings as requested; provide an annual written report of Club financial status; make the books and all other financial records of the Club available to the audit committee each year in May. In addition, the Treasurer shall be responsible for filing the FPPC/FEC financial report on time as required.

### Section 3 - Elections

Elections shall be held annually. The members may elect five members to serve on a nominating committee. The nominating committee shall endeavor to elect at least one candidate for each elective office and report its selections at the next general meeting. At that meeting the floor will be open for additional nominations and a secret ballot will be held if there is more than one candidate for each position. A candidate running without opposition may be elected by a hand vote. Those nominees who receive the most votes shall be declared elected. If no candidate has more votes than the other candidates for that office, the top two candidates shall be voted upon again in a run-off election. The person receiving the majority of the votes in a run-off shall be declared elected. If neither candidate in a run-off election receives a majority of the votes, the Executive Board shall determine the winner.

### Section 4 - Vacancies

Should any officer resign or fail to attend three general meetings or Executive Board meetings in a row without cause approved by the Executive Board, the Executive Board shall declare that office vacant and appoint a successor to that office to complete the unexpired term. Any such appointment shall, however, be approved by the membership at the next general meeting. At that meeting, nominations to fill the vacancy shall also be accepted from the floor. Voting shall be by secret ballot with a majority of those members in good standing present required to elect. Should a run-off election be required, the run-off procedures outlined in Section 3 of this Article shall apply.

### Section 5 – Appointed Officers

The President may appoint a parliamentarian and any other officers not otherwise specified by these bylaws as required for the general well-being of the Club.

## ARTICLE V

### MEETINGS

#### Section 1 – General Meetings

There shall be a minimum of six general meetings each year, at least one of which shall be in January. Other general meetings shall be held at such times and places as specified by a majority of the Executive Board.

#### Section 2 – Quorum

A quorum at any general meeting shall be the number of officers plus ten percent (10%) of those whose membership is in good standing. A quorum at an endorsing/electing meeting shall be the number of officers plus twenty percent (20%) of those whose membership is in good standing. A quorum of the Executive Board shall be a majority of its elected members.

#### Section 3 – Parliamentary Authority

The parliamentary authority is the most recent edition of Robert's Rules of Order, Newly Revised.

#### Section 4 - Notices

At least two (2) weeks prior to a general meeting at which the following items will be discussed and voted upon, meeting notices shall be emailed to each member of the Club in good standing:

- Club elections and filling of vacancies
- Proposed amendments to bylaws
- Proposed resolutions
- Endorsements of candidates and/or ballot measures

Such notice shall specify the time, place and date of the general meeting and describe the event.

## ARTICLE VI

### EXECUTIVE BOARD

#### Section 1 - Function

The Executive Board shall approve all expenditures and carry out the Club business between general meetings in a manner consistent with actions taken at the general meetings, and perform any other duties provided for in these bylaws. The President shall pre-approve any written correspondence on behalf of the Club. The President shall be the sole spokesperson of the Club, unless he/she delegates that role to another officer on a temporary basis.

Section 2 - Membership

Membership of the Executive Board shall include all of the currently elected Club officers, and the then current Committee Chairs.

Section 3 - Meetings

The President shall call a meeting, with advance notice, of the Executive Board as needed. Special meetings may be called by a majority of the currently elected members of the Executive Board at any time. A majority of the then currently elected members of the Executive Board shall constitute a quorum.

Section 4 – Finances

Funds shall be deposited in the Club's bank account(s) and may be drawn for operating expenses by the Treasurer. Operating expenses may be drawn by another officer of the Club only when authorized so by the President. No funds shall be drawn in excess of \$200.00 at any time without Executive Board approval.

**ARTICLE VII**

**STANDING AND AD HOC COMMITTEES**

The standing committees for the Club may include Audit, Political Action, Membership, Fund Raising, Communications, Hospitality, and others as identified by the President and ratified by the Executive Board. Ad hoc committees may be created as needed by the Executive Board.

**ARTICLE VIII**

**CANDIDATE ENDORSEMENTS**

- A. Only candidates who are registered Democrats are eligible for Club endorsement.
- B. All endorsements of candidates or resolutions concerning ballot measures or public issues must be in accordance with the standards established by the California State Democratic Party and the San Diego County Democratic Party. It is also the tradition and stated goal of the Club not to make endorsements or to pass resolutions which will adversely affect the unity of the Democratic Party.
- C. A motion to endorse a candidate or take a position on a proposition or public issue must receive the vote of 60% of the Club members in good standing who are present and voting. If none of the candidates receives 60% of the vote, a run-off election will be held among the candidates with the two most votes. If no candidate receives 60% of the vote after the run-off election, the Executive Board shall determine the winner.

## ARTICLE IX

### CLUB REPRESENTATIVES

#### Section 1 - California Democratic Party (CDP)

In order to be eligible to participate in CDP pre-endorsing conferences, the Club's President, Secretary, or Treasurer will ratify the roster of Democratic members in good standing by July 1 of each odd-numbered year identifying the legislative districts and representatives for each district and submit it to the CDP and SDCDP. Representatives should be equally apportioned between men and women to the extent possible.

#### Section 2 - San Diego County Democratic Party (SDCDP) Associate Member

Under the Club's charter with the SDCDP, its President is a representative to the SDCDP Central Committee as an Associate Member. If the President is already a Central Committee member or chooses not to serve, a different representative may be selected to serve his or her term according to the provisions of Sections 3 and 4 of this Article. An Associate Member application, for the President or any other representative, must be submitted to the SDCDP within 30 days of his or her selection by the Club.

#### Section 3 - Selection

Club representatives to the CDP and SDCDP – and any other official representatives, delegates, and alternates from the Club to conferences, caucuses, councils, conventions, and other meetings – shall be selected by a vote of members in good standing at a duly noticed Club meeting or, if that cannot occur at a regular or special meeting, by designation of the President.

#### Section 4 - Adherence to Club Positions

Club representatives described in this Article, when participating in voting and discussion in that capacity, shall adhere to and represent the Club's official positions on endorsements and other matters wherever applicable, and shall agree to do so prior to their selection.

#### Section 5 - Other SDCDP Representatives

- A. The Executive Board will designate a GO Team Liaison.
- B. The Executive Board will designate a SDCDP Voter Registration Liaison.

## ARTICLE X

### AFFILIATION

The Club shall affiliate as an associate member of the County Democratic Central Committee and pay the current annual chartering fee.

**ARTICLE XI**

**TERMINATION**

Should this Club be dissolved, the monies remaining in the treasury after payments of all obligations shall be disbursed to the San Diego County Democratic Party.

**ARTICLE XII**

**AMENDMENTS**

These bylaws may be amended by a majority vote at a general meeting after such amendments have been presented at the preceding general meeting and notice has been provided as specified in Article V, Section 4 of these bylaws.

DTSDems Bylaws approved on the 5th day of March, in the year 2017.