

# **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, (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 (the "Central Committee"), and may affiliate with the California Democratic Council (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 Club 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. Any person registered to vote as a Democrat is eligible to be a member ("Member") of the Club

B. A Member shall pay annual or life-time dues and no party shall pay on behalf of a Member except for a Member's spouse, parent or child.

C. A Member shall be acquainted with and abide by the Club's bylaws.

D. A Member or a former Member shall never use the Club's name in connection with any candidate, issue, or ballot measure unless that Member or former Member is formally endorsed by the Club or Executive Board and/or unless the name of the Club is used only for identification purposes except no

E. Member or former Member shall use the name of The Club to identify him/herself as a former Officer or Board Member.

F. A Member is in good standing if she/he has met the criteria established in Article IV, Section 1: Membership: A, B, C, D and F ('Member in Good Standing').

G. Members in Good Standing 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 except if someone who was a Member for at least six months during the prior year does not pay his/her dues during a portion of the following year, that Member shall be allowed to vote within 15 days of paying his/her dues.

H. 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 letter or email of termination to the Corresponding Secretary or President of the Club. Termination shall become effective upon presentation of the letter or email to the Executive Board.

B. Membership may be revoked or denied for just cause at any time, including, but not limited to, 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 requesting termination and shall list all relevant complaints with facts substantiating those complaints.
- 2) The termination request shall be included on the agenda of the next Executive Board meeting.
- 3) A majority vote of the Board members present and voting shall consider and vote on a motion for termination at the Executive Board meeting that occurs 30 days after notice is given pursuant to Article (2)(B)(5) below. If the motion passes, the recommendation for termination shall be placed on the agenda for the next General Membership 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 the General Membership Meeting at which the motion will be discussed and voted on.

- 5) The Member against whom the complaint has been made shall be sent a notice by email and certified mail, no later than 30 days before the meeting, advising the Member of the date and location of the Executive Board meeting at which the request will be discussed and voted on along with a copy of the termination request. A certified letter and email shall be sent, no later than 30 days before the General Membership Meeting at which the motion will be discussed and voted upon, notifying the Member of the date and location of the meeting. The Club shall not be precluded from taking action against the Member if he/she fails to attend either meeting.

### **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 General Membership Meeting by a majority vote of the Membership present and voting.
- C. Annual Club dues are due and payable on or before January 1. 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. Notwithstanding the foregoing, any person who claims financial hardship may have his or her dues reduced or waived by the Executive Board.

## **ARTICLE V: OFFICERS**

1. Officers shall be elected for a one year term at the General Membership Meeting in November. The term of office shall begin on January 1 of the following calendar year.
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 President shall: 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 except the Nominating Committee; 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 and 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. The President shall have been a Member of the Club for at least one year or have comparable relevant experience.

#### **First Vice President - Political Affairs.**

The First Vice President reports to the President and shall: coordinate and direct the Club's political activities, including precinct outreach, voter registration, and those activities that address local, state and national political issues; 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; assume the duties of the President in the absence of the President; and 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: coordinate and direct the activities of the Club's operations, including programs/events, fundraising, communications/public relations, membership, and volunteers. The Second Vice President shall consult with the President on the appointment of the Chairs of the Club's operational committees and sit as an ex-officio member of said committees; assume the duties of the President in the absence of the President and First Vice President; and perform such other duties as may be assigned by the President and the Executive Board.

#### **Recording Secretary**

The Recording Secretary shall: record minutes for each Club Membership and Executive Board Meeting and present minutes at Executive Board Meetings; act as 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 Corresponding Secretary shall: write and send any official correspondence from the Club, as directed by the President, Executive Board, or Membership; 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 Treasurer shall: 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 Executive Board meeting 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 Treasurer's responsibilities shall also include: opening and maintaining bank accounts as required for the deposit of Club funds; paying expenses of authorized amounts provided that any expenditure exceeding a preauthorized amount of \$500.00 is approved by the Executive Board; require that all checks or alternative electronic methods of payment (including the Club's debit card) shall be signed or authorized by the Treasurer or one of signatories approved by Executive Board; require that all expenses and disbursements shall 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.

The President may appoint, with the approval of the Executive Board, an Interim 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.

The President may appoint, with the approval of the Executive Board, an assistant to the Treasurer ("Assistant Treasurer"), who need not be a Member and who may be compensated as an independent contractor. Compensation for the Assistant Treasurer must be approved by the Executive Board. Any contract for services shall be subject to cancellation by the Executive Board or Treasurer. The Assistant Treasurer may perform those duties of the Treasurer approved by the Executive Board. The Treasurer shall have the responsibility to oversee the Assistant Treasurer's activities, including but not limited to, the flow of deposits and expenditures and bank reconciliations.

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

## **ARTICLE VI. MEMBERS-AT-LARGE**

1. The Executive Board may include a maximum of eight (8) voting members-at-large (“Members-At-Large”).
2. Members-At-Large shall be elected at the November General Membership Meeting for a one year term beginning January 1 of the following calendar year.
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 VII: COMMITTEES**

1. With the exception of the Nominating Committee (Section 5-A below), Standing and Ad-Hoc Committees may be created with 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 voting members of the Executive Board and shall report to the Executive Board.
3. Ad hoc Committee Chairs shall report to the Executive Board and the Vice President assigned to the applicable committee. Ad hoc Committee Chairs shall not be 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, of which the President shall not be a member or an ex-officio member, shall consist of five (5) Members, two (2) appointed by the President and three (3) elected by the Membership. The Chair shall be selected by the Committee. Members in Good Standing 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 Nominating Committee is not a Standing Committee or an Ad-Hoc Committee. The duties of the Committee end when it reports its nominations to the Executive Board.

### **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. 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. It shall: (1) oversee donor outreach; (2) solicit contributions through 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. 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) develop research and data for use in the development of Club activities, such as programs, position papers, candidate positions on issues for debates and forums; and (3) perform other duties as may be assigned by the Club or the Executive Board.

### **G. Voter Outreach Committee**

Under the direction of the Club's First Vice-President – Political Affairs, the Voter Outreach Committee shall be responsible for developing strategies and events to engage voters in the election process. It shall: (1) establish contacts with other relevant Democratic groups; (2) coordinate with those groups to schedule and execute phone banks, text banks, and postcard events; (3) coordinate voter registration events; (4) identify ways to connect with young Democrats; (5)

provide a list of upcoming voter outreach opportunities from relevant outside groups to include in the Club's eblasts; and (6) recruit volunteers.

## **ARTICLE VIII: EXECUTIVE BOARD**

1. The membership of the Executive Board shall include the Officers, the immediate past President, or prior past President if the immediate past President is not on the Executive Board, the elected Members-At-Large and the Chairs of the Standing and Ad-Hoc Committees but not the Chair of the Nominating Committee
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 shall 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 valid reasons, shall be removed from the Executive Board.
5. 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, video conference or telephone, as may be necessary to ensure timely decisions.
7. A quorum of a simple majority of the Executive Board is required 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 of Members in Good Standing present and voting at a General Membership Meeting.

## **ARTICLE IX. 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 prior to 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 Members in Good Standing, including at least three (3) Board Members, is required to vote on matters at a General or Special Membership Meeting. Passage of a motion at either a General or Special Membership Meeting, shall require a simple majority of Members in Good Standing 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 X: ELECTIONS**

1. Officers and Members-at-Large shall be elected at the November General Membership Meeting.
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 Member in Good Standing. Members in Good Standing may nominate themselves for any office.
3. All persons nominated for Officer or Members-At-Large positions shall be Members in Good Standing.
4. Candidates shall provide the Nominating Committee with a brief written statement of their qualifications and willingness to serve. The list 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 before voting commences.
6. Additional nominations for each Office or Member-At-Large positions may be made from the floor at the November General Membership Meeting. Nominees must be present at the meeting, unless they have a valid reason for not being present, 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. An election will not be official unless a quorum is present.
8. To be elected, a candidate for an Officer position must receive more than fifty percent (50%) of votes cast for the Office. If there are more than two candidates, and none receives more than fifty percent (50%) of votes cast for the Office. 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 position 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 XI: ENDORSEMENTS**

In the absence of any endorsement by the State or County Democratic Committees, the Club may act on endorsements of 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 in Good Standing. To win endorsement, a candidate for public office, or a position on a ballot measure, must obtain a favorable vote from at least sixty percent (60%) of the Members in Good Standing present and voting at a General Membership Meeting. The Executive Board shall have the authority to issue all other endorsements, including candidates for the Neighborhood Council of Westchester/Playa, as long as those candidates are registered Democrats, by majority vote of all Executive Board Members present.

1. Whenever possible and in the discretion of the Executive Board, candidates, and proponents of positions on ballot measures, should be invited to make a presentation and answer questions at a General Membership Meeting. Notices of endorsement meetings shall 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 financial support for non-Democrats.

3. Except as set forth in Article IV (1)(F) above, Members in Good Standing shall be allowed to vote if they have been Members for sixty (60) days prior to the endorsement vote.

## **ARTICLE XII: CALIFORNIA DEMOCRATIC PARTY (CDP) PRE-ENDORSING CONFERENCES**

1. The Club shall submit a roster of Members in Good Standing as of the May 1 deadline.
2. The status of such members on the roster shall be certified by the Club's President, Secretary or Treasurer. The Club's representatives to any pre-endorsing conference shall be from the list described above and the overall list of representatives to all conferences shall be equally apportioned by gender ("self-identified female" or "other than self-identified-female") to the extent possible.
3. The Club's representatives shall be selected at a duly-noticed Club meeting, affirmed by a vote of Members in Good Standing present and voting.
4. The Club shall submit the names of the potential representatives for the Club as of July 9.

## **ARTICLE XIII: 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 in Good Standing present 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 the bylaws copy 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
Amended:	August 23, 2018	Attest: Duane Muller, President
Amended:	July 24, 2019	Attest: Duane Muller, President
Amended:	July 22, 2021	Attest: Susan Ward, President