



# **BYLAWS DEMOCRATIC WOMAN'S CLUB OF SAN DIEGO COUNTY**

## **ARTICLE I - NAME**

The name of this organization shall be the **Democratic Woman's Club of San Diego County**, hereafter referred to as **Democratic Woman's Club**.

## **ARTICLE II - PURPOSE**

Section 1. The purpose of this club shall be to foster democratic ideals by stimulating active interest in the Democratic Party, to support the party platforms, 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-

### **SECTION 3 - DUES**

- A. Dues are payable upon joining the club and shall be renewed annually on that anniversary.
- B. 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.
- C. Dues shall be reviewed at the October meeting of the Executive Board. Any changes recommended will be voted on at the October General Membership Meeting.

### **SECTION 4 - VOTING**

Voting rights of members in good standing begin 30 days after joining the club and immediately upon renewal. No proxy voting shall be permitted.

# BYLAWS      DEMOCRATIC WOMAN'S CLUB OF SAN DIEGO COUNTY

## ARTICLE IV - OFFICERS

### SECTION 1 - ELECTED OFFICERS

Elected officers of this club shall be the President, Vice-President(s), Secretary and Treasurer. Each shall be elected at the general meeting in January and hold office for one 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 non- performance 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.

### SECTION 2 - DUTIES

#### A. President

The President shall be the Chief Executive Officer of the club. The President 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; 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. The President can sign checks in the absence of the Treasurer.

#### B. Vice-President

The Vice President shall serve at the direction of the President. The Vice President 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, if called for.

The Vice President role may be split into Vice-President Internal Affairs and Vice-President External Affairs - focused on internal work within the club, and external work with other organizations.

#### 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, 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 record of club receipts and

## **BYLAWS      DEMOCRATIC WOMAN'S CLUB OF SAN DIEGO COUNTY**

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. In addition, the Treasurer shall be responsible for filing all required financial reports on time.

### **SECTION 3 - ELECTIONS**

Elections shall be held annually. The nominating committee shall be appointed by the president at the October meeting and it shall be chaired by a past president or member of the executive committee. The nominating committee shall select at least one candidate for each elective office and report their selections at the January meeting. At that meeting the floor will be open for additional nominations and a secret ballot may be held upon the request of any member. Those nominees who receive a majority vote shall be declared elected. If no person receives a majority of votes cast, a run-off shall be held between those two persons receiving the greatest number of votes. The person receiving the majority of the votes shall be declared elected.

### **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 may be by secret ballot. A majority vote of members in good standing is required to elect.

### **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 and another in October. 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 shall be the number of elected officers plus 10% of the membership in good standing at the time of the meeting, but not less than 6 members. A quorum at any general meeting shall include those whose membership is in good standing.

# **BYLAWS      DEMOCRATIC WOMAN'S CLUB OF SAN DIEGO COUNTY**

## **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 ten calendar days prior to a general meeting, at which the following items will be discussed and voted upon, meeting notices should 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. When such notice for proposed resolutions or candidate endorsements have not been given within ten (10) days prior, the assembled members may vote by two-thirds majority, to waive the required notice.

## **ARTICLE VI - EXECUTIVE BOARD**

### **SECTION 1 - FUNCTION**

The Executive Board shall approve 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.

### **SECTION 2 - MEMBERSHIP**

Membership of the Executive Board shall include all currently elected club officers, current Committee Chairs, and the immediate past president or other past officer willing to serve.

### **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.

## **ARTICLE VII - STANDING COMMITTEES**

Committees for the club may include Audit, Nominating, Political Action, Membership, Fundraising, Program, Special Events, Communications, Hospitality or others as identified by the President.

# **BYLAWS      DEMOCRATIC WOMAN'S CLUB OF SAN DIEGO COUNTY**

## **ARTICLE VIII - CANDIDATE ENDORSEMENTS**

For rules governing candidate endorsements refer to the Candidate Endorsement Policy.

## **ARTICLE IX - CLUB REPRESENTATIVES**

### **SECTION 1 - CALIFORNIA DEMOCRATIC PARTY**

Club representatives to the California Democratic Party's Pre-Endorsement Conferences shall be allocated as follows:

One representative, resident in the Assembly District, for each full (not fraction thereof) 20 registered Democratic members in good standing in the Assembly District who are listed on a roster submitted, by July 1 of each odd-numbered year, to both the San Diego County Democratic Party and the appropriate CDP Regional Director(s). The roster shall be certified by the Club's President, Secretary, or Treasurer.

Representatives should be equally apportioned between men and women to the extent possible.

### **SECTION 2 - SAN DIEGO COUNTY DEMOCRATIC PARTY**

Under the club's charter with the San Diego County Democratic Party, 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 III and IV 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.

## **ARTICLE X - AFFILIATION**

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

# **BYLAWS      DEMOCRATIC WOMAN'S CLUB OF SAN DIEGO COUNTY**

## **ARTICLE XI - AMENDMENTS**

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

## **ARTICLE XII - ADOPTION**

These bylaws shall become effective immediately upon their adoption and shall be the governing rules of the club.

Date: **8/18/14**

Added Article IX Club Representatives added to comply with State requirements for attending early endorsement conferences. Linda Perine, President, May 2015

Amended Article III Membership, Sections 3 Dues and 4 Voting to clarify renewal of dues and to set when voting rights commence. John Loughlin, President, June 2015

Amended Article IV Officers, Sections 1 Elected Officers and 2 Duties to add VP Internal Affairs and VP External Affairs. Susan Peinado, President, January 2018

Amended Article VIII Candidate Endorsements to refer to the Candidate Endorsement Policy. Susan Peinado, President, August 2019