

**BY-LAWS**

**OF THE**

**FRESNO COUNTY**

**DEMOCRATIC**

**CENTRAL**

**COMMITTEE**

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## **ARTICLE I. DEFINITION**

### **Section A. NAME**

The name of this organization shall be the Fresno County Democratic Central Committee. It shall be referred to herein as This Committee and may be cited as the Fresno County Democratic Party.

### **Section B. PURPOSES**

1. To serve as the official governing body of the Democratic Party in the County of Fresno in cooperation with the State and National Committees.
2. To conduct the Democratic Party campaign in the County of Fresno under the general direction of the State Central Committee.
3. To build party organization on the district, regional and county levels to register Democrats and turn out Democratic voters.
4. To encourage the fullest possible participation of all Democratic voters.
5. To develop party policies and positions and to communicate them to the public and to all officeholders.
6. To provide a forum for the study and discussion of public issues.
7. To conduct a public relations program for the Democratic Party throughout Fresno County and to represent the Democratic Party within the county.
8. To charter Democratic organizations within Fresno County.
9. To ensure, as far as possible, the election of the Democratic Party nominees and candidates endorsed by This Committee.
10. To perform such other duties and services as will benefit the Democratic Party.

## **ARTICLE II. MEMBERSHIP**

### **Section A. TYPES OF MEMBERS**

There are five types of members of This Committee: Elected Members, Appointed Members and Ex-Officio Members, all of which are classified as "regular members"; Alternate Members; and Associate Members. Their rights and duties are as specified herein.

## **1. Elected Members**

In accordance with Section 7200 of the California Election Code, each County Supervisorial District shall be entitled to be represented by a legally determined number of representatives residing in and elected from that Supervisorial District at the direct primary election in June of even-numbered years.

## **2. Appointed Members**

- a. A registered Democrat residing in a Supervisorial District may be appointed by This Committee to fill a vacancy occurring in that Supervisorial District.
- b. Appointed members shall be entitled to the same rights and privileges as elected members of This Committee except that they must use the designation "Appointed Incumbent" rather than "Incumbent" upon seeking election to This Committee.

## **3. Ex-Officio Members**

- a. In accordance with Sections 7206 and 7207 of the California Election Code, Ex Officio members are Democratic nominees for Congress, State Senate and State Assembly whose district overlaps with Fresno County and Democratic nominees for the State Board of Equalization and statewide offices who reside within Fresno County.
- b. Ex-Officio members shall be entitled to the same rights and privileges as elected members of This Committee except that they may not use the designation of "Incumbent" upon seeking election to This Committee.

## **4. Regular Members**

- a. A regular member is any elected, appointed or ex-officio member of This Committee.
- b. Any regular member who wishes to exercise membership rights including the right to appoint an alternate member must meet the dues requirement of This Committee.
- c. Any regular member in good standing may appoint an alternate member, who shall serve at the member's pleasure, upon presentation of written authorization to the Secretary.

## **5. Alternate Members**

- a. An alternate member for an elected or appointed member must reside in the same Supervisorial District. An alternate member for an Ex-Officio member

must reside in that political subdivision of Fresno County from which the appointing member was nominated to represent.

- b. An alternate member may serve as chair of a standing or special committee, and may serve as a representative of This Committee to the State Committee or its Executive Board, provided all regular members who are eligible to be such representatives are first given the opportunity to be elected.

## **6. Associate Members**

- a. An associate member is appointed by the Chair but may not vote.
- b. An associate member must reside within Fresno County.
- c. An associate member's term expires upon the reorganization date.
- d. Chartered club presidents, ex-Chairs of This Committee and registered Democrats holding nonpartisan local offices shall be automatic associate members.

## **Section B. SEATING OF MEMBERS**

- 1. Elected and ex-officio members of This Committee shall be seated on the first Wednesday in August following the direct primary election.
- 2. Appointed members shall be seated immediately upon appointment by This Committee. Alternate members shall be seated immediately upon appointment by a regular member.

## **Section C. REMOVAL OF MEMBERSHIP**

### **1. Removal for General Reasons**

- a. A member that tenders his or her resignation in writing, dies or is mentally incapacitated will be automatically removed.
- b. A member that moves out of the District in which he/she was elected/appointed or is no longer a registered Democrat will be sent a notice via certified mail. The member will have 10 days to correct the information or will be automatically removed.

## **2. Removal for Lack of Attendance**

- a. For purposes of this Article II, Section C.2 (Removal for Lack of Attendance), a member who attends a meeting of This Committee or has his/her alternate attend in his/her place shall be counted as present, not absent.
- b. The absence of an elected or appointed member from three regular meetings of This Committee within a term year (August to July) or from five meetings within a two-year term may result in the removal of the membership of that member. For purposes of this Article II, Section C.2, the phrase “two-year term” means the period from the convening of one Organizational Meeting to the next such meeting.
- c. It is the duty of all members to attend all meetings of This Committee and to ensure that their attendance at all such meetings is recorded.
- d. A notice shall be sent via certified mail to an elected or appointed member after his/her second absence in a term year and/or fourth absence in a two-year term warning that the member’s membership will be removed if the member fails to attend a third meeting in that term year or a fifth meeting in that two-year term, as applicable.

## **3. Removal for Failure to Pay Dues**

- a. The Treasurer shall certify to the Executive Board the fact of nonpayment of dues of any elected or appointed member within 60 days of the date on which the dues were payable.
- b. A notice shall be sent via certified mail stating the amount owing and stating that if the amount is not paid within 10 days of receipt of the notice the membership is automatically removed.
- c. Unless the dues set forth in the notice are paid within the 10 days, the Member’s membership will be automatically removed, the member will be notified in writing and the removal will be announced at the next regular meeting of This Committee.

## **4. Removal for Cause**

Any member of This Committee may be removed for cause by an affirmative vote of two-thirds of the eligible members present and voting provided that

- a. The member’s removal has been requested by the Executive Board or by written petition signed by six regular members and containing the alleged grounds for removal;

- b. Written notice has been sent at least 10 days prior to the regular meeting stating the alleged grounds to each member;
- c. The member is allowed up to 30 minutes during which the member and/or any person(s) selected by the member shall be allowed to address This Committee immediately before the vote; and
- d. Removal is compliant with the rules of the State Committee.

#### **Section D. FILLING OF VACANCIES**

1. Upon removal of the membership of any member, This Committee may appoint, at any meeting by an affirmative vote of the majority of the members voting, as a member to fill that vacancy, any registered Democrat from the Supervisorial District from which the member whose membership was removed was elected or appointed.
2. Upon the failure to elect from any Supervisorial District members sufficient in number to equal those provided in the California Election Code, Section 7200, or eligible to be members, This Committee may appoint at any meeting by an affirmative vote of the majority of the members present and voting, as members any registered Democrat from that District, so that District's representation equals the number provided for in the Election Code.

### **ARTICLE III. DUES**

#### **Section A. PAYMENT OF DUES**

1. The dues of This Committee shall be
  - a. Elected and Appointed Members: \$30.00
  - b. Alternate Members: \$15.00
  - c. Associate Members: \$15.00
2. Dues for elected members shall be payable at the organizational meeting and in the same month of the following year.
3. Dues for appointed, alternate and associate members are payable upon appointment and in the same month as elected members providing six months have passed since being seated.

## **ARTICLE IV. OFFICERS**

### **Section A. OFFICERS OF THIS COMMITTEE**

1. The officers of This Committee shall be a Chair, a Vice Chair, a Secretary, a Treasurer and an Auditor. No officer of This Committee may be an employee of This Committee.
2. Any regular member in good standing of This Committee is eligible to be an officer of This Committee.
3. All of the officers shall be elected as specified herein.

### **Section B. DUTIES OF OFFICERS**

#### **1. Chair**

- a. The Chair shall be chief executive of This Committee with full power to enforce the provisions of these By-Laws. S/he shall chair the Executive Board and shall perform such other duties as are usually incident to the office.
- b. The Chair shall preside at all meetings of This Committee and shall appoint and may at his/her discretion remove chairs of standing committees and such special committees except the Budget and Finance Committee, which shall be chaired by the Treasurer.
- c. Appointments to the positions described in Paragraph b of Article IV.B.1 above shall be subject to confirmation by This Committee.
- d. The Chair shall be an Ex-Officio member of all standing and special committees.
- e. The Chair shall at his/her discretion appoint a Parliamentarian to provide procedural advice.
- f. The Chair shall at his/her discretion appoint a Sergeant at Arms to take roll and maintain decorum.
- g. The Chair of This Committee, subject to approval by the Executive Board may retain Legal Counsel to provide such legal services as may be required, either as a volunteer or paid independent contractor.

## **2. Vice Chair**

- a. The Vice Chair shall perform the duties and have the powers of the Chair when the latter is unable to act. In the event of the removal, resignation or death of the Chair, the Vice Chair shall exercise the powers and duties of the Chair. At the next meeting for which due notice can be given, an election shall be held for the office of Chair. The Vice Chair shall assist in the performance of the duties of the Chair upon request.

## **3. Secretary**

- a. The Secretary shall be the recording officer of This Committee and the Executive Board and the custodian of their records, except as otherwise provided.
- b. The Secretary shall attest to all official actions of This Committee such as the election of officers, and termination and appointment of members and all such matters that require official attestation.
- c. The Secretary shall keep the roll of the membership of This Committee and of the Executive Board.
- d. The Secretary shall conduct the correspondence of This Committee and of the Executive Board, except as otherwise provided.
- e. The Secretary shall send out notices and minutes of the meetings of This Committee and of the Executive Board.
- f. The Secretary shall take the roll at meetings of This Committee and of the Executive Board.
- g. In the event of a vacancy in the office of Secretary, an election shall be held to fill the vacancy at the next meeting for which due notice can be given.
- h. The Secretary shall perform other duties as directed by This Committee, the Executive Board or the Chair.

## **4. Treasurer**

- a. The Treasurer shall receive and deposit all monies in the appropriate accounts and expend monies as stipulated by the authority of This Committee.
- b. The Treasurer shall allow any member to inspect the books, with written request of one week's notice.

- c. The Treasurer is responsible to ensure all financial reports required by law are filed on time.
- d. The Treasurer, subject to approval by the Executive Board, may retain a professional Co-Treasurer to prepare and file financial reports required by law, either as a volunteer or paid independent contractor.
- e. The Treasurer shall present written Financial Summaries comparing year-to-date actual receipts, disbursements and balances with year-to-date budgeted receipts, disbursements and balances to This Committee on a quarterly basis and to the Executive Board at each of its regular meetings.
- f. The Treasurer shall Chair the Budget and Finance Committee responsible for preparing a budget as set forth in Article VIII.A herein.

#### **5. Auditor**

- a. The Auditor's duties shall be those usually performed by such officer and such other duties as the Chair, the Executive Board or This Committee may assign.
- b. The Auditor shall perform an internal audit of the books annually and in the event of a change of Treasurer.

### **ARTICLE V. ELECTIONS AND RECALL**

#### **Section A. OFFICERS OF THIS COMMITTEE**

1. The Chair, Vice Chair, Secretary, Treasurer and Auditor shall be elected at the organizational meeting by the regular members of This Committee.
2. Nominations for these offices shall be accepted at the organizational meeting. A member may nominate him/herself.
3. Rules for the election shall be established by the Executive Board.

#### **Section B. REPRESENTATIVES TO THE STATE COMMITTEE**

1. The regular membership of This Committee shall be elected as This Committee's representatives to the State Committee given the expressed intent to serve.
2. Any representatives apportioned to This Committee who are not so elected shall be elected at-large from Alternate Members. These representatives shall serve until their successors are elected, provided they remain members of This Committee.

3. Representatives to the Executive Board of the State Committee shall be elected pursuant to the Rules adopted by This Committee consistent with the By-Laws of the State Committee and This Committee.

### **Section C. RECALL OF OFFICERS**

1. Any officer of This Committee may be recalled by an affirmative vote of two-thirds of the eligible regular members present and voting provided that
  - a. The officer's recall has been requested by the Executive Board or by written petition signed by six regular members and containing the alleged grounds for recall;
  - b. Written notice has been sent at least 10 days prior to the regular meeting stating the alleged grounds to each member; and
  - c. The officer is allowed up to 30 minutes during which the officer and/or any person(s) selected by the officer shall be allowed to address This Committee immediately before the vote.

## **ARTICLE VI. COMMITTEES**

### **Section A. EXECUTIVE BOARD**

1. The Executive Board of This Committee shall be the officers of This Committee and the Chairs of the Standing Committees, a quorum being a majority of its members.
2. The Executive Board shall be charged with the general oversight of the operations of This Committee, including the review and approval of contracts and the hiring and termination of staff.
3. The Executive Board shall be responsible for formulating and overseeing the implementation of the general policy of This Committee.

### **Section B. OTHER STANDING COMMITTEES**

#### **1. Candidate Recruitment**

- a. The Candidate Recruitment Committee shall be responsible for recruiting candidates for elected offices and unelected boards/commissions.
- b. The Candidate Recruitment Committee shall be responsible for other duties as assigned by the Executive Board.

## **2. Events and Voter Education**

- a. The Events and Voter Education Committee shall be responsible for operating a booth at community events to register and educate voters.
- b. The Events and Voter Education Committee shall be responsible for other duties as assigned by the Executive Board.

## **3. Field Coordination**

- a. The Field Coordination Committee shall be responsible for maintaining a precinct program to register, educate and get voters out to vote.
- b. The Field Coordination Committee shall be responsible for accepting and reviewing club charters.
- c. The Field Coordination Committee shall be responsible for other duties as assigned by the Executive Board.

## **4. Fund-Raising**

- a. The Fund-Raising Committee shall be responsible for raising revenues for this Committee.
- b. The Fund-Raising Committee shall be responsible for other duties as assigned by the Executive Board.

## **5. Office Coordination**

- a. The Office Coordination Committee shall be responsible for the development and maintenance of an office.
- b. The Office Coordination Committee shall be responsible for the coordination of and needs of volunteers.
- c. The Office Coordination Committee shall be responsible for other duties as assigned by the Executive Board.

## **6. Public Relations and Communications**

- a. The Public Relations and Communications Committee shall be responsible for materials distributed to the press and general public for all forms of media.

- b. The Public Relations and Communications Committee shall be responsible for researching issues, legislation, propositions and measures at the request of the Chair, Executive Board or This Committee and reporting the decisions of This Committee to the appropriate parties.
- c. The Public Relations and Communications Committee shall be responsible for other duties as assigned by the Executive Board.

## **ARTICLE VII. BUDGET AND FINANCE**

### **Section A. BUDGET**

A biannual budget shall be proposed by the Budget and Finance Committee. The Budget and Finance Committee shall timely provide copies of the proposed biannual budget to the chairs of all standing committees in sufficient time to afford each standing committee an opportunity for input into the final proposed budget. The final proposed budget shall be proposed to This Committee at the February meeting in odd numbered years.

### **Section B. EXPENDITURES**

1. All appropriations and bills shall be presented to the Treasurer, who shall pay all approved budgeted bills and appropriations without further authorization. The Treasurer or the Treasurer's authorized representative or designee shall report all such expenditures at the next meeting of This Committee.
2. No expenditures shall be made from the general fund except as provided for in the budget. Any unbudgeted expenditures must first be referred to the Executive Board for its approval.
3. The Treasurer is hereby authorized to sign checks on any account carried in the name of This Committee, provided the expenditure has been duly authorized. In the absence of the Treasurer, the Secretary may sign checks.
4. No member of This Committee shall make any financial commitment involving the expenditure of This Committee's funds other than as provided herein unless such person has been so authorized by a motion passed by This Committee specifically authorizing such expenditure or commitment.

### **Section C. RECEIPTS**

All funds received either by donation or by sale of tickets or other items in connection with the activities of any committee of This Committee shall be deposited into the Treasury of This Committee.

## **Section D. CO-TREASURER INDEMNIFICATION AGREEMENT**

This Committee may enter into an indemnification agreement with a Co-Treasurer for the purpose of filing required reports. Any such agreement must be ratified by a vote of two-thirds of This Committee of those present and voting, a quorum being present.

## **ARTICLE VIII. MEETINGS**

### **Section A. REGULAR MEETINGS**

1. This Committee shall meet on the evening of the first Wednesday of each month.
2. The Chair shall schedule meetings at times that provide for the maximum participation of the members.
3. Written notice, which can be electronic, of all regular meetings of This Committee shall be sent to all members of This Committee at least seven days prior to each meeting. Such notice shall contain time, place and proposed agenda for the meeting. All members of the Executive Board shall be given notice of all Executive Board meetings in written form, which can be electronic, or by telephone at least seven days prior to each meeting. By that same deadline, notice of all Executive Board meetings shall be posted on This Committee's Web site. All such meeting notices shall contain the time, place and proposed agenda for each meeting.
4. Meetings shall only be held in locations that are compliant with the Americans with Disabilities Act and are accessible by public transportation.

### **Section B. SPECIAL MEETINGS**

1. The Chair of This Committee may call a special meeting of This Committee on any day that is not a legal holiday or conflicts with State Committee rules. The Chair may call a special meeting of the Executive Board on any day that is not a legal holiday or conflicts with State Committee rules.
2. Any 16 members may call a special meeting of This Committee on any day that is not a legal holiday or does not conflict with State Committee rules. The names of those calling the meeting shall be included in the written notice of the meeting.
3. Only the business specified in the written notice of a special meeting shall be conducted at such meeting.
4. Written notice, which can be electronic, of all special meetings of This Committee shall be sent to all members of This Committee at least seven days prior to such

meeting. Reasonable advance notice shall be given to all members of the Executive Board of all special meetings of the Executive Board in written form, which can be electronic, or by telephone. In addition, reasonable advance written notice of all special meetings of the Executive Board shall be posted on This Committee's Web site. All such meeting notices shall contain the time, place and business to be considered.

5. Meetings shall only be held in locations that are compliant with the Americans with Disabilities Act and are accessible by public transportation.

### **Section C. PROCEDURES**

1. The proceedings of This Committee and of the Executive Board not governed by these by-laws, rules of This Committee, rules of the State Committee, rules of the National Committee or the election code shall be governed by *Robert's Rules of Order Newly Revised*.
2. A quorum for the transaction of business at any meeting of This Committee shall consist of nine regular members.
3. Except as otherwise provided herein all actions taken by This Committee or any subordinate body of This Committee shall be by an affirmative vote of a majority of those members eligible to vote who are present and voting, a quorum being present. Abstaining members count as being present for purposes of a quorum, but abstentions do not count for purposes of determining the outcome of a vote. Secret ballots shall not be allowed on any vote. In the event a written ballot is utilized in any proceeding, it shall bear the printed name and signature of the voter, and shall be maintained by This Committee for a period of at least 90 days. In the case of ballots regarding endorsement recommendation(s) or endorsement(s), such ballots shall be maintained for not less than 90 days or until the day after the next regular meeting of This Committee after the election in question, whichever is later.
4. A member must be present in order to participate in the business of This Committee or any subordinate body of This Committee. No proxy or absentee voting shall be permitted.
5. All regular, alternate and associate members of This Committee shall have the right to speak at meetings of This Committee. Only members of the Executive Board shall have the right to speak at meetings of the Executive Board except as otherwise authorized by the Executive Board.
6. Privilege of the floor may be granted if
  - a. The speaker has been requested to speak by the Chair;

- b. The speaker has been requested to report on the activities of a special committee by the chair of that special committee; and/or
- c. Time is ceded by someone eligible for the floor.

## **ARTICLE IX. ENDORSEMENTS**

### **Section A. GENERAL PROVISIONS**

1. The National Committee holds the sole privilege to endorse for President, and This Committee shall accept the National Committee's position as This Committee's own.
2. The State Committee holds the sole privilege to endorse for statewide offices, Congress, State Senate, State Assembly, Board of Equalization and statewide propositions, and This Committee shall accept the State's positions in these races as This Committee's own.
3. This Committee may endorse candidates for local races completely within Fresno County if
  - a. The candidate is a registered Democrat;
  - b. The candidate's name appears on the ballot; and
  - c. The candidate is the sole candidate in the race who is a registered Democrat.
4. This Committee may endorse or oppose local measures.

## **ARTICLE X. CHARTERS**

### **Section A. AUTHORITY**

1. Pursuant to California Elections Code Section 20201, all organizations that include in any part of their name the name of the Democratic Party and directly or indirectly solicit funds in Fresno County for any purpose whatsoever under the representation, either express or implied, that the funds are being solicited for the use of the Democratic Party must first be chartered by one of the following:
  - a. The Fresno County Democratic Central Committee;
  - b. The California State Democratic Central Committee; or
  - c. A majority of the members of the California Delegation of the Democratic National Committee.

## **Section B. GRANTING**

1. Subject to the provisions set forth herein below, This Committee may charter any organization that has as its objective the advancement of the Democratic Party.
2. Any charter granted by This Committee shall be effective from the date said charter is granted to the date of the regular meeting in March of the following year, unless revoked as hereinafter provided.

## **Section C. DENIAL AND REVOCATION**

1. This Committee shall have the power and authority to deny or revoke a charter of any organization for cause by a majority vote. Cause for denial or revocation shall include
  - a. The endorsement of a non-Democrat for elective office;
  - b. Use of the name of the Democratic Party without a charter;
  - c. Knowing enrollment of a person registered as anything other than a member of the Democratic Party as a voting member of the organization, with the exception of college or high school Democratic clubs;
  - d. Transferring of funds from the organization's accounts to an account of a non-Democrat running for elective office; and/or
  - e. Acting in violation of state or federal laws or regulations.
2. No organization's charter may be revoked without 60 days written notice of grounds of revocation having been mailed to the Chair of the organization in question, and the rights of response before This Committee having been granted to said organization's designated representative. For purposes of this section, the Chair shall mean the last person designated in writing to This Committee as the presiding officer.

## **Section D. APPLICATION REQUIREMENTS**

1. All organizations that fall under the mandatory chartering provisions of Election Code Section 20201 and desire to be chartered by This Committee shall make application for such charter in writing. The application shall contain
  - a. The name of the organization;

- b. A copy of the By-Laws of the organization and, if applicable, its Articles of Incorporation, all of which must contain such provisions as This Committee may require;
- c. The names, addresses and phone numbers of the organization's officers, which shall include as a minimum a chair and a treasurer;
- d. The names, addresses and phone numbers of at least 20 of its members who are registered Democrats in Fresno County;
- e. Certification that each of its members is a registered Democrat or is a person devoted to the principles of the Democratic Party and ineligible to register as a voter because of inability to meet registration requirements. The certification shall further reflect that any such member intends to register as a Democrat immediately upon becoming eligible. This paragraph Article XI.D.1.e does not apply to college or high school Democratic clubs.

## **ARTICLE XI. AMENDMENTS**

Proposed amendments to the By-Laws must be submitted in writing at a regular meeting of This Committee, presented thereat, and at the next regular meeting may be adopted by a two-thirds affirmative vote of those members present and voting, a quorum being present. A notice in writing, which can be electronic, shall be forwarded at least seven days prior to the meeting at which the vote will be taken to all members of This Committee with the proposed bylaws changes included in the notice.

Ratified October 5<sup>th</sup> 2011