

## BYLAWS AMENDMENT PROPOSAL SUBMISSION BY KOAN/COLLINS/CROOKS

August 27, 2018

Dear JCD Chair and Central Committee Members;

I represent members John Collins, John Crooks, and myself, Cynthia Koan, in submitting to you the following proposed Jefferson County Democrats (JCD) bylaws changes to be considered for adoption at your September 18<sup>th</sup>, 2018 Central Committee Meeting.

History and reason for this effort:

The Bylaws of the JCD had been, previous to December 2016, based on a party with only two bodies – the JCD membership and the JCD Executive Board. It was discovered that this structure was out of compliance with the WA State Democratic Party Bylaws, and that (most importantly) the Central Committee, made up of elected and appointed PCOs, was the governing body of the party - the only JCD body empowered to adopt bylaws, including amendments. Previously, the JCD bylaws incorrectly gave the JCD Membership that authority.

The JCD Central Committee has successfully endeavored, over the last year and a half plus, to update the articles of the bylaws that were directly out of compliance with the state party.

However, the document as a whole was still built on a two-body organization instead of a three-body organization (JCD Central Committee, Executive Board, and Membership). Because of this, many articles remained unclear, in conflict, or outright confusing because only some articles were edited in 2017 and the document as a whole was never reviewed to incorporate those significant structural changes in our organization into a comprehensive document.

This has caused many disruptions and much consternation in our organization.

Our member workgroup addressed these proposed edits with the following principles and goals:

1. To look at the document as a whole
2. Address logic and flow.
3. Clarify “JCD” references to add “Executive Board”, “Central Committee”, “Membership” to remove confusion, to always reference to those bodies in that order, and to reorder articles to reflect this order/logic.
4. Separate out meeting rules for different JCD bodies (E-board, CC, Membership)
5. Fix order of officers to list them in the order of their election (Chair, Vice-chair, State Committeeman and State Committeewoman, Recording Secretary and Treasurer.)
6. Simplify, remove unnecessary and redundant.
7. Address new role, power, and responsibilities of Central Committee (CC).
8. Clarify sections where we’ve experienced issues in the past. Suggest clarifications that have precedent in practice or in similar articles.
9. Remove cross references to other sections where possible; keep each section self-contained.

10. Add the ability for Central Committee members to attend Central Committee meetings via telephone or teleconference. As the CC meetings have the most pressing need for West End Precinct Committee Officers to be able to attend CC meetings via cell phone or conference call, we started by adding text that would allow phone/conference call attendance for this body first, to be considered for other bodies over time. Also add ability for Executive Board to hold a single-item emergency meeting partially or entirely by conference call.
11. Point out areas where more substantive changes should be considered.
12. Add TOC to point to meeting rules, notification rules, voting rules, ETC.
13. To use a "light touch", making sure the document reflects our current organization and we would not be proposing major changes.

Moreover, it was the overarching goal of this member bylaws submission effort to offer a clean and clear set of bylaws to the next Central Committee and Executive Board (after Reorganization) and Membership JCD Bylaws that are easy to understand and follow so that Central Committee, Executive Board, and Membership meetings, as well as other work of the party, can move forward smoothly, efficiently, and with confident focus on our mission to elect Democrats to local, state, and national offices all the way up to and including the President of the United States in 2020.

Sincerely,

Jefferson County Democrats members Cynthia Koan, John Collins, and John Crooks

PS: It would be our request that any motion to adopt these edits as written include express permission to change case of all-caps in draft denoting new text and fix any other formatting and numbering errors, erroneous references, and other non-material scribe's errors, as well as to insert a final table of contents before posting.

**KOAN/COLLINS/CROOKS JCD BYLAWS PROPOSAL AUGUST 27, 2018 – ARTICLES TOC WITH OLD NUMBERS**

<b>ARTICLE</b>	<b>NEW ORDER</b>	<b>PREVIOUS ARTICLE, NOTES</b>
<b>ARTICLE I</b>	<b>Name, Formation, &amp; Affiliation</b>	<b>Same</b>
<b>ARTICLE II</b>	<b>Purposes / Policies</b>	<b>Purposes</b>
<b>ARTICLE III</b>	<b>CENTRAL COMMITTEE (NEW)</b>	<b>Policies</b>
<b>ARTICLE IV (4)</b>	<b>Precinct Committee Officers – Official Status</b>	<b>Membership in the JCD</b>
<b>ARTICLE V (5)</b>	<b>Precinct Committee Officers – Responsibilities</b>	<b>Meetings</b>
<b>ARTICLE VI (6)</b>	<b>JCD Officers</b>	<b>Powers and Duties of the JCD (now integrated into other articles)</b>
<b>ARTICLE VII (7)</b>	<b>JCD Officers – Duties</b>	<b>JCD Officers</b>
<b>ARTICLE VIII (8)</b>	<b>Executive Board</b>	<b>JCD Officers – Duties</b>
<b>ARTICLE IX (9)</b>	<b>County Commissioner District Representatives</b>	<b>Executive Board</b>
<b>ARTICLE X (10)</b>	<b>Standing Committees</b>	<b>County Commissioner District Representatives</b>
<b>ARTICLE XI (11)</b>	<b>Membership in the JCD</b>	<b>Standing Committees</b>
<b>ARTICLE XII (12)</b>	<b>MEETING OF JCD MEMBERSHIP (Was “Meetings” V)</b>	<b>Precinct Committee Officers – Official Status</b>
<b>ARTICLE XIII (13)</b>	<b>Financial Operating Policies</b>	<b>Precinct Committee Officers – Responsibilities</b>
<b>ARTICLE XIV (14)</b>	<b>Elections Liaison to the County Auditor</b>	<b>Biennial Reorganization Meeting</b>
<b>ARTICLE XV (15)</b>	<b>Endorsement of Candidates and Ballot Measures</b>	<b>Elections Liaison to the County Auditor</b>
<b>ARTICLE XVI (16)</b>	<b>Contributions to Candidates and Ballot Measure Campaigns</b>	<b>Financial Operating Policies</b>
<b>ARTICLE XVII (17)</b>	<b>Amendment of the Bylaws; Copies of the Bylaws</b>	<b>Endorsement of Candidates and Ballot Measures</b>
<b>ARTICLE XVIII (18)</b>	<b>Biennial Reorganization Meeting</b>	<b>Contributions to Candidates and Ballot Measure Campaigns</b>
<b>ARTICLE XIX (19)</b>	<b>PARLIAMENTARY AUTHORITY (NEW)</b>	<b>Amendment of the Bylaws; Copies of the Bylaws</b>
<b>ARTICLE XX</b>	<b>BYLAWS SEVERABILITY</b>	

# PROPOSED BYLAWS EDITS/AMENDMENTS

## JEFFERSON COUNTY DEMOCRATS

### CENTRAL COMMITTEE, EXECUTIVE BOARD, AND MEMBERSHIP

Adopted December 8, 2012

(moved amendment history to end of document)

*BASED ON BYLAWS LAST AMENDED NOV 9, 2017*

*SUBMITTED BY KOAN/COLLINS/CROOKS AUGUST 27, 2018*

#### NOTES FOR REVIEWING PROPOSED EDITS:

- **BLUE HIGHLIGHTS** indicate areas where submitters indicate more material clarifications should be considered by the central committee, work that does not meet the criteria of “a light touch”.
- WORDS/SECTIONS IN CAPS indicate new suggested text.

**[PLACEHOLDER FOR TABLE OF CONTENTS TO BE ADDED AFTER FINAL ADOPTION]**

#### **ARTICLE I Name, Formation, & Affiliation**

- A The name of this organization is the Jefferson County Democrats ~~And Central Committee, Hereinafter Referred To As The “Jefferson County Democrats”~~ (JCD).
- B Formation of the JCD is governed by Revised Code of Washington (RCW) 29A.80, Political Parties, included BY REFERENCE, LINK ON THE JCD WEBSITE.
- C The JCD is affiliated with the Washington State Democratic Party and the Democratic National Committee through its elected delegates: the JCD Chair and Vice-Chair, the State Committeewoman and State Committeeman.

#### **ARTICLE II Purposes**

- A To elect to national, state, county and other offices Democratic candidates who embody, support and promote the platform of the Jefferson County Democrats, and to support them while in office as they act to improve the well-being of the citizens of Jefferson County.
- B To adopt and promote the platform of the Jefferson County Democratic Party to serve as the standard for elected Democratic officials and as goals for the citizens of Jefferson County.
- C To endorse and/or support organizations and activities that reflect the Platform of the Jefferson County Democrats and that improve the welfare of Jefferson County, its people, and its natural environment.
- D To administer the party organization in accordance with the National and State Party Charters and in a manner that will facilitate achievement of party goals at all levels of government.
- E To encourage and support voter registration, fair campaign practices, and high ethical standards for all publicly elected officials and Democratic Party representatives.
- F To raise and disburse monies for continuing operation of the JCD and for the purposes set forth in this Article.

G To establish standards and rules of procedure to afford all members of the JCD full, timely and equal opportunities to participate in decisions concerning the selection of candidates, the formulation of policy and the conduct of other Democratic Party affairs without discrimination on the basis of gender, race, age, disability, religion, sexual orientation, economic status or ethnic origin.

(BELOW ADDITION TO “G” MOVED FROM OLD ARTICLE III POLICIES, OTHER ARTICLES RENUMBERED

1. Use of Democratic Party Name and Authority. The name of this organization or the names of its officers in their official capacities shall be used only:
  - a. In support of the principles and policies contained in the adopted County, State and National Democratic Party platforms.
  - b. In support of only those candidates endorsed by the JCD.
  - c. In support of policies and/or positions duly approved by the JCD and consistent with **Article II**.
2. The JCD is the sole executor of the policies and guidelines that it formulates for the good and the welfare of the Democratic Party in Jefferson County.
3. JCD is the sole and legal custodian in Jefferson County of the Democratic logo and political designations “Democrat,” “Democratic Party,” “JCD,” and Democratic Central Committee.

### **ARTICLE III CENTRAL COMMITTEE (NEW)**

- A. The Jefferson County Central Committee (The Central Committee) is the governing body of the Jefferson County Democrats. ALL BYLAWS, INCLUDING AMENDMENTS, MUST BE APPROVED BY THE JEFFERSON COUNTY CENTRAL COMMITTEE AS SPECIFIED IN **ARTICLE XVII**.
- B. The Central Committee is composed of all elected and appointed (NOT ACTING) precinct committee officers.
- C. In the Central Committee, only elected precinct committee officers and precinct committee officers appointed after the Reorganizational meeting (AND NOT ACTING PCOS) shall vote for county chair, vice chair, state committeewoman, state committeeman, and any representative the county central committee is authorized to send to other Party organizations and on the adoption or amendment of bylaws.
- D. The Central Committee shall have a minimum of four (4) regular meetings a year.
- E. THE QUORUM FOR MEETINGS OF THE CENTRAL COMMITTEE IS A MAJORITY OF ELECTED AND APPOINTED (AND NOT ACTING) PCOS.
- F. SCHEDULED MEETINGS OF THE CENTRAL COMMITTEE SHALL BE SET BY THE CONVENED BODY. SPECIAL MEETINGS MAY BE CALLED BY THE CHAIR OR BY PETITION OF SIX MEMBERS AND NOTICED ONE WEEK IN ADVANCE TO ALL CENTRAL COMMITTEE, EXECUTIVE BOARD, AND JCD MEMBERS AS SPECIFIED IN **ARTICLE V, SEC. A**.
- G. FOR MEETINGS OF THE CENTRAL COMMITTEE, MEMBERS ARE EXPECTED TO ATTEND IN PERSON AND A QUARUM OF MEMBERS MUST BE PRESENT IN PERSON TO TAKE ACTION. HOWEVER, UNLESS PROHIBITED BY LAW OR BY THESE BYLAWS, A MEMBER OF THE CENTRAL COMMITTEE, UNDER EXCEPTIONAL CIRCUMSTANCES AND WITH PRIOR NOTIFICATION TO THE CHAIR, MAY PARTICIPATE IN A MEETING OF THE CENTRAL COMMITTEE BY CONFERENCE CALL OR SIMILAR COMMUNICATIONS TECHNOLOGY WHICH ENABLES ALL PERSONS PARTICIPATING IN THE MEETING TO HEAR EACH OTHER AND WHICH PERMITS FULL COMPLIANCE WITH THE PROVISIONS OF THESE BYLAWS

CONCERNING PUBLIC OBSERVATION OF MEETINGS. ATTENDANCE AT A MEETING BY THIS METHOD CONSTITUTES PRESENCE AT THE MEETING

**ARTICLE IV Precinct Committee Officers – Official Status (was article XII)**

- A Appointed (AND NOT ACTING) PCOs hold all the rights and responsibilities of elected PCOs except that only Elected PCOs may vote at the biennial reorganization meeting to elect the Chair, Vice Chair, State Committeeman, State Committeewoman.
- B Acting PCOs are PCOs who don't live in the precinct that they are appointed to and do not have PCO voting rights.
- C Vacancies which occur in the office by reason of death, resignation, permanent change of residence, change of voter registration, or recall shall be filled by appointment of the Chair IN CONSULTATION WITH EXECUTIVE BOARD COMMISSIONER DISTRICT REPRESENTATIVES. APPOINTMENTS MADE WITHOUT CONSULTATION WITH DISTRICT REPRESENTATIVES WILL BE NULL AND VOID.

**ARTICLE V Precinct Committee Officers – Responsibilities (was article XIII)**

- A Elected PCOs shall elect the Chair, Vice Chair, State Committeewoman, and State Committeeman at the Biennial Reorganization meeting. Whenever vacancies in those offices occur, elected and appointed PCOs shall elect new officers. PCO'S, ELECTED AND APPOINTED (NOT ACTING), CONSTITUTE THE CENTRAL COMMITTEE.
- B PCOs, both elected and appointed, shall nominate candidates for election to VACANT partisan county offices and legislative offices prior to elections, in accordance with WSDCC rules. (Included by reference, WSDCC link on website)
- C Only elected and appointed PCOs shall vote on adoption or amendment of the bylaws.
- D PCOs shall obtain a list of registered voters in their respective precincts through JCD records and make an effort to identify and contact by whatever means practical (e.g., visit, phone, mail and/or electronic communication), those voters likely to support Democratic candidates, programs and propositions.
- E PCOs shall use all available resources to keep themselves informed of current political issues in Jefferson County and at the state and national levels of government, including the current Democratic Party platforms of all levels of the Party.
- F PCOs shall participate actively in voter registration efforts and in raising funds for support of the Democratic Party and its candidates.
- G PCOs shall attend JCD membership meetings.
- H PCOs shall conduct their Biennial Precinct caucuses in accordance with the rules and regulations of the WSDCC.
- I PCOs shall canvas individual precincts to get-out-the-Democratic-vote (GOTV).

**ARTICLE VI JCD Officers (was article VII)**

- A The officers shall include the Chair, Vice-Chair, State Committeeman and State Committeewoman, Recording Secretary, AND Treasurer.
  - 1. CHAIR, VICE-CHAIR, STATE COMMITTEEMAN AND STATE COMMITTEEWOMAN SHALL BE ELECTED BY PCOS.
  - 2. RECORDING SECRETARY AND TREASURER SHALL BE ELECTED BY THE JCD MEMBERSHIP.

- B Any JCD member residing in Jefferson County shall be eligible to hold any JCD office. The Chair and Vice-Chair must be of opposite sex as required by law as set forth in RCW 29A.80.030 (included by reference, link on website).
- C Officers shall be elected at the Biennial Reorganization meeting following an even-year general election for two-year terms, as described below in **Article XVIII**. A majority of the officers so elected shall have been members in good standing for THE PAST 12 MONTHS.
- D Vacancies in the offices of Chair, Vice Chair and State Committee members shall be filled by election at a special meeting of THE CENTRAL COMMITTEE. Vacancies in the offices of Recording Secretary or Treasurer shall be filled by election at the next meeting of the membership following creation of the vacancy. Vacancies in the offices of Chair, Vice Chair and State Committee members shall be filled by election at a special meeting of THE CENTRAL COMMITTEE.
- E Resignation or Removal of an officer:
  1. Any officer may resign from office by submitting a written resignation, which shall become effective upon acceptance by the Executive Board. A SPECIAL MEETING MAY BE CALLED IF THE EFFECTIVE DATE OF RESIGNATION IS BEFORE THE NEXT SCHEDULED MEETING OF THE EXECUTIVE BOARD.
    - a. THE RESIGNATION LETTER SHALL CLEARLY STATE THE EFFECTIVE DATE OF SUCH RESIGNATION.
    - b. SHALL BE SUBMITTED TO THE CHAIR (OR TO THE VICE-CHAIR IF THE RESIGNEE IS THE CHAIR).
    - c. THE CHAIR SHALL ASSUME ALL RESPONSIBILITIES FOR THAT POSITION UNTIL FILLED.
    - d. IF THE VACANCY IS FOR THE CHAIR POSITION, THE VICE-CHAIR SHALL ASSUME ALL CHAIR RESPONSIBILITIES UPON THE EFFECTIVE DATE OF THE RESIGNATION.
  2. The Chair may declare an officer position vacant if its incumbent has been absent from three (3) Executive Board or JCD meetings within a twelve month period without notifying the Chair or the Recording Secretary prior to the meeting.
  3. Any officer may be removed from office for failure to discharge the duties of the office. CHARGES FOR REMOVAL MUST BE IN WRITING.
    - a. CHAIR, VICE-CHAIR, STATE COMMITTEEMAN AND STATE COMMITTEEWOMAN
      - i. Can only be removed by the Central Committee.
      - ii. Charges for removal must be signed by at least six elected or appointed (not acting) pcos.
    - b. Officers elected by members RECORDING SECRETARY AND TREASURER:
      - i. Can ONLY be removed by members.
      - ii. Charges for removal must be signed by at least 25 current JCD Members. (MOVED FROM BELOW)
    - c. Signed charges must be presented to the Recording Secretary for distribution to the OFFICER SO CHARGED, Executive Board, CENTRAL COMMITTEE, JCD Membership.
    - d. The officer so charged, the Central Committee, THE EXECUTIVE BOARD, and the membership of the JCD must receive notice of the charges as least two weeks prior to the meeting at which the charges are to be addressed.
    - e. CHARGES SHALL BE INCLUDED IN the agenda for the next Central Committee or JCD membership meeting, as appropriate.
    - f. The officer charged must have the opportunity to address the membership of the Central Committee or the JCD MEMBERSHIP, whichever is voting, during the meeting that addresses the charges and prior to any removal vote being taken by ballot.
    - g. The officer is immediately removed from office if two-thirds of the Central Committee present and voting or two-thirds of the JCD members present and voting cast ballots in favor of removal. If an officer is removed, the election of the replacement officer may take place at the same meeting that causes removal, or at the next meeting of the Central Committee or JCD Membership, as appropriate.

**ARTICLE VII JCD Officers – Duties (was article VIII)**

- A The Chair shall prepare a written agenda for each MEETING OF THE CENTRAL COMMITTEE, Executive Board, and JCD MEMBERSHIP and conduct all meetings of THOSE THREE BODIES. As its chief executive, the Chair shall carry out the mandates of the JCD CENTRAL COMMITTEE, EXECUTIVE BOARD, AND MEMBERSHIP .

The following agenda may be used to schedule business at all JCD Executive Board Meetings:

1. Call to order by the Chair
2. Establishment of additional agenda items
3. Approval of previous meeting's minutes
4. Chair's Report
5. Treasurer's Report
6. Committee Reports
7. Old Business
8. New Business
9. General Discussion
10. FOR THE GOOD OF THE ORDER
11. Adjournment

Specifically, the Chair:

1. shall make appointments to fill vacant Precinct Committee Officer positions in consultation with the County Commissioner District Representatives.
  - a. PCO APPOINTMENTS MADE WITHOUT CONSULTATION WITH DISTRICT REPRESENTATIVES WILL BE NULL AND VOID.
  - b. NOTICE OF PCO APPOINTMENTS SHALL BE FORWARDED TO THE RECORDING SECRETARY, CENTRAL COMMITTEE AND EXECUTIVE BOARD WITHIN 24 HOURS, POSTED TO THE JCD WEBSITE WITHIN 48 HOURS, AND INCLUDED IN THE NEXT JCD EMAIL NEWSLETTER.
2. shall appoint a permanent parliamentarian to serve at JCD meetings and conventions.
- ~~3.~~ 3. shall appoint, WITH THE ADVICE AND CONSENT OF THE EXECUTIVE BOARD, Chairs of standing committees and is empowered to create AND APPOINT CHAIRS OF *ad hoc* committees as deemed necessary to the business of the JCD ( e.g., GOTV, Platform, Resolutions, etc.). THE CHAIR SHALL ASSIGN THE REPORTING RELATIONSHIP FOR EACH AD HOC COMMITTEE. *Ad hoc* committees shall report and seek any necessary approvals through the standing committee in charge of their activities.
4. MAY REMOVE CHAIRS OF STANDING AND AD HOC COMMITTEES.
5. shall appoint a JCD member as Elections Liaison to the County Auditor's Office subject to the approval of the Executive Board (see Article XIV)
6. may appoint a coordinator to direct a Legislative Issues network, to serve at the discretion of the Chair.
7. shall attend the quarterly meetings of the WSDCC and, with the assistance of the State Democratic Party Committeeman and Committeewoman, keep the JCD members informed of all pertinent Democratic Party activities.
8. shall convene caucuses and conventions in accordance with the rules of the WSDCC, relevant excerpts of which are included herein as Appendix B.

B The Vice-Chair shall assist the Chair in carrying out the duties of the Chair. If the Chair is unable to carry out assigned duties, for whatever reason, the Vice-Chair shall assume those duties. The Vice-Chair shall attend the quarterly meetings of the WSDCC.

C The Recording Secretary shall keep a permanent and accurate record of all official business transacted by the JCD and Executive Board, recording verbatim all motions, and including the Treasurer's report and a copy of the monthly C-4 report to the Public Disclosure Commission. The Recording Secretary shall provide a

copy of the previous month's minutes of JCD and Executive Board meetings to the Executive Board at least 48 hours prior to the next regularly scheduled Executive Board meeting. The Recording Secretary shall have available copies of the minutes from the previous JCD meeting at each meeting of the JCD. The Recording Secretary shall keep a copy of the current bylaws. In the event that both the Chair and the Vice-Chair are absent from a meeting of the JCD or the Executive Board, the Recording Secretary shall become the temporary Chair and appoint another member to take minutes.

- D The Treasurer shall administer all funds of the JCD and be responsible for their receipt, accounting and reporting as required by law, with specific reference to the timely and accurate submission of reports to the Public Disclosure Commission of the State of Washington. The Treasurer shall prepare a monthly report of the previous month's income, disbursements and balance for the Executive Board meeting and the meeting of the membership. The report to the Executive board shall include a copy of the month's C-4 report to the Public Disclosure Commission. With the Finance Committee, the Treasurer shall prepare an annual budget for review and approval by the JCD Executive Board at its January meeting. This budget shall be presented to the JCD membership for approval at its January meeting. The Chair or the Executive Board may direct the Treasurer to disburse specific funds subject to the bylaws of the JCD, availability of funds and the regulations that govern the use of campaign funds. The Chair may appoint a Deputy Treasurer, subject to approval by the Executive Board.
- E The State Committeewoman and State Committeeman shall attend all meetings of the WSDCC, serve on State committees as directed by the WSDCC, and represent and vote on behalf of the JCD as a member of the State Democratic Central Committee. To inform the JCD and the Executive Board of actions by the Washington State Democratic Party, they shall provide a brief written summary report for inclusion in JCD Executive Board and membership meeting minutes.

## **ARTICLE VIII Executive Board (was article IX)**

- A The policies of this organization shall be developed by the Executive Board consistent with **Article II**, Purposes, and brought to the membership for approval.
- B The Executive Board of the JCD shall include the elected officers of the JCD; the Chairs of all standing committees; and the County Commissioner District Representatives.
- C The term of office for all Executive Board positions shall be two years, ending at the beginning of the Biennial Reorganization meeting.
- D Meetings of the Executive Board shall be at the discretion of the Chair A SPECIAL MEETING OF THE EXECUTIVE BOARD MAY BE CALLED BY NOTICE DISTRIBUTED TO ALL EXECUTIVE BOARD MEMBERS, AT LEAST 48 HOURS PRIOR TO SAID MEETING, OF A REQUEST BY THREE EXECUTIVE BOARD MEMBERS INCLUDING AT LEAST ONE OFFICER, OR ANY FIVE (5) JCD MEMBERS, STATING THE PURPOSE OF SAID MEETING. A SPECIAL MEETING SO CALLED SHALL BE LIMITED TO ONE AGENDA ITEM UNLESS AT LEAST SEVEN (7) DAYS DUE NOTICE HAS BEEN GIVEN. A SINGLE-ITEM EXECUTIVE BOARD MEETING MAY BE CONVENED WITH SOME OR ALL MEMBERS ATTENDING VIATELEPHONE CONFERENCE CALL OR SIMILAR COMMUNICATIONS TECHNOLOGY IF NECESSARY.
- E THE QUORUM FOR MEETINGS OF THE EXECUTIVE BOARD IS A MAJORITY OF CURRENT MEMBERS.
- F Duties and responsibilities of the Executive Board:
  - 1. Formulate policy for presentation to the JCD;
  - 2. Provide direction to the JCD in its activities and functions;
  - 3. Act as a liaison to other community organizations whose goals are compatible with those of the JCD;

4. Advise the Chair on the formation of such *ad hoc* committees and task forces as are necessary or desirable to conduct the business of the JCD;
5. Advise and assist the officers of the JCD in their assigned duties;
6. Recommend to the JCD to endorse, not endorse, or approve candidates for public office, to endorse or not endorse ballot measures, and to endorse and/or support organizations and activities that reflect the platform of the JCD;
7. Provide direct oversight of fiscal matters on behalf of the JCD;
8. Establish the JCD membership dues.
9. Approve the annual budget for submission to the JCD membership for approval at the January meeting
10. Under the leadership of its elected Chair and according to state party rules, carry out political responsibility for the caucuses and conventions convened in even-numbered years for the purposes of platform development, the development of resolutions and other such activities as the selection of delegates to the congressional district caucus and the State Convention.

## **ARTICLE IX County Commissioner District Representatives (was article X)**

- A. Two County Commissioner District Representatives, a male and a female, from each Commissioner District shall be elected to the Executive Board at the Reorganization meeting as described below in **Article XVII**.
- B. The Chair may declare such positions vacant if the incumbent has been absent from three (3) REGULAR Executive Board meetings within a twelve-month period without- ARRANGING FOR DISCHARGE OF THE DUTIES OF THEIR OFFICE.
- C. District Representatives shall recruit and shall assist in the activities of PCOs in their Commissioner Districts. Vacancies shall be filled by the Chair IN CONSULTATION WITH THAT DISTRICT'S PCOS to serve until the next Biennial Reorganization. APPOINTMENTS MADE WITHOUT CONSULTATION WITH THAT DISTRICT'S PCOS WILL BE NULL AND VOID. NOTICE OF PCO APPOINTMENTS SHALL BE FORWARDED TO THE RECORDING SECRETARY, CENTRAL COMMITTEE AND EXECUTIVE BOARD WITHIN 24 HOURS, POSTED TO THE JCD WEBSITE WITHIN 48 HOURS, AND INCLUDED IN THE NEXT JCD EMAIL NEWSLETTER.

## **ARTICLE X Standing Committees (was article XI)**

- A. The Standing Committees of the JCD are Operations, Finance, Political Action, Membership, Elections, and Communications/Public Relations, (AND TECHNOLOGY, A PROPOSED CHANGE).
- B. The Chairs of the Standing Committees shall be appointed by the Chair, approved by the Executive Board, and serve at the discretion of the Chair.
- C. The Chair of each Standing Committee shall be a member of the Executive Board, either prior to being appointed as Committee Chair or by virtue of that appointment.
- D. ANY JCD MEMBER IN GOOD STANDING MAY PARTICIPATE AS A FULL MEMBER IN ALL STANDING COMMITTEE MEETINGS AND ACTIVITIES.
- E. ALL MEETINGS OF STANDING COMMITTEES SHALL BE NOTICED ON THE JCD WEBSITE AT LEAST ONE WEEK PRIOR TO A MEETING AND TO JCD MEMBERS WHO HAVE IDENTIFIED THEMSELVES TO THE COMMITTEE CHAIR AS A MEMBER OF THE COMMITTEE.
- F. THE CHAIR MAY DECLARE SUCH A POSITIONS VACANT IF THE INCUMBENT HAS BEEN ABSENT FROM THREE (3) REGULAR EXECUTIVE BOARD MEETINGS WITHIN A TWELVE-MONTH PERIOD. WITHOUT ARRANGING FOR DISCHARGE OF THE DUTIES OF THEIR OFFICE.

## **ARTICLE XI Membership in the JCD (was article IV)**

Membership in the JCD shall consist of:

1. Those persons who are certified by the County Auditor in accordance with State Code as duly elected Democratic Precinct Committee Officers (PCOs) in Jefferson County hereinafter called "Elected PCOs."
2. Duly qualified, resident appointed PCOs who are appointed by the Chair in precincts that have no elected PCO, hereinafter called "Appointed PCOs."
3. Non-resident appointed PCOs who are appointed by the Chair and approved by the JCD Executive Board for the purposes of carrying out PCO responsibilities in precincts that have no PCO and to serve only until a resident PCO is elected or appointed, also called "Acting PCOs."
4. Elected Democratic officials representing Jefferson County.
5. General Members supporting the purpose of the JCD as outlined in **Article II** and who have paid membership dues within the last twelve months.

## **ARTICLE XII MEETINGS OF THE JCD MEMBERSHIP (was article V Meetings)**

A Meetings of the JCD shall be scheduled at the discretion of the Executive Board. Notice of meetings, including the date, time, location and any major agenda items shall be provided on the JCD website and through the electronic newsletter at least seven days in. If a shorter notice period is necessary, the meeting shall include only one business item. Meetings shall be open to the public. Endorsement meetings require two weeks' notice.

**B Ten (10) members shall constitute a quorum.**

C Robert's Rules of Order (newly revised), most recent edition shall be used to conduct all meetings. (**SEE ARTICLE XVIII**)

THE FOLLOWING SAMPLE AGENDA WAS MOVED TO ARTICLE VII, A

D Special meetings of the JCD MEMBERSHIP may be called by the Chair or by an officer and two JCD members. The Chair shall call a special meeting of the JCD upon receipt of a petition signed by no fewer than 10 members of the JCD. The parties calling for a meeting shall specify the purpose of the meeting or the agenda item or items to be considered. Such meetings may not be called for the purpose of considering endorsements. Seven days advance notice of such meetings, including the date, time, location and any major agenda items shall be provided on the JCD website and through the electronic newsletter.

E Differences of opinion shall be respected in the deliberations and decisions of the JCD.

F Resolutions, defined as a statement of an official position, preference or recommendation intended to be transmitted to other parties and/or published, may be submitted in accordance with the Rules for Consideration and Adoption of Resolutions by the Jefferson County Democrats, adopted January 2012, and as they may be revised. Such Rules shall be posted on the JCD web-site.

1. A resolution may be passed at a meeting of the JCD by a simple majority of members present, provided it has been introduced and read at a previous meeting of the JCD.
2. A resolution may also be passed by a two-thirds (2/3) majority of members present at the JCD meeting at which it was introduced.

G Resolutions may also be submitted in accordance with the adopted rules of local Caucus and Convention for submission to the State Democratic Central Committee (WSDCC) for consideration at its convention.

H No proxy or absentee votes shall be recognized.

## **ARTICLE XIII Financial Operating Policies (was article XVI)**

A The JCD shall comply with all state campaign finance laws and reporting procedures.

- B Disbursement of JCD funds shall only be made in accordance with the budget in compliance with Section E of this article. Disbursements may be made by check, debit card or electronic funds transfer (EFT), but not by cash. Disbursements may be made by the Treasurer or by elected officers of the JCD with prior concurrence of the Treasurer. If disbursement is by check and over \$250, two authorized signatures are required.
- C Officers, board members and ad hoc committee members may apply for reimbursement for out-of-pocket expenses necessary to conduct board-approved activities as approved by the committee's chair. Such requests must be accompanied by receipts documenting the expense and must be submitted within one month or will be considered in-kind donations made by the member.
- D The Finance Committee, comprised of the Treasurer and other JCD members appointed by the Chair, shall review monthly financial statements and shall advise the Executive Board with regard to budget compliance and the financial position of the JCD.
- E As the need arises, the Finance Committee may recommend and the Executive Board may approve reallocation of income and expenditures within the budget in order to maintain budget compliance. Unanticipated expenditures which exceed the overall budget by \$1,000 or more shall be approved by the Executive Board and by a majority vote of the members present and voting at a meeting of the JCD prior to disbursement. Unanticipated expenditures that are accompanied by an equal amount of unbudgeted revenue may be recommended by the Finance Committee and approved by the Board without the requirement of approval by the membership.
- F The Chair shall appoint a committee to perform a review of JCD accounts. Said review shall be held each February and the results reported to the JCD each March. The committee may appoint an independent reviewer if considered necessary.

**ARTICLE XIV Elections Liaison to the County Auditor (was article XV)**

The Elections Liaison to the County Auditor shall ensure that the Democratic Party's interests, in all matters pertaining to elections, are protected. The duties shall include arranging for JCD representation at all logic and accuracy tests and observation of ballot inspection and at all ballot-counting and canvassing board activities subsequent to an election.

**ARTICLE XV Endorsement of Candidates and Ballot Measures (was article XVII)**

- A The membership of the Jefferson County Democrats may endorse candidates for partisan and non-partisan office and ballot measure positions in primary, general, and special elections.
- B Any endorsement made by the membership of the Jefferson County Democrats shall be considered and approved through the following process:
  1. At its discretion, the Executive Board may place before the members, at a meeting convened in accordance with **Article XII**, consideration of the endorsement of a named candidate or candidates and/or endorsement of a ballot measure position or positions.
  2. Alternately, the Chair shall, upon receipt of a petition signed by no fewer than six PCOs of the JCD, place before the members, at a meeting convened in accordance with **Article V**, consideration of the endorsement of a named candidate or candidates and/or endorsement of a ballot measure position or positions.
  3. Members shall be notified at least two weeks in advance of any meeting at which an endorsement will be considered through the means specified in **Article XII, A**.
  4. Before any meeting at which an endorsement will be considered, the Membership Committee shall confirm the voting credentials of participating members. Eligible voters for endorsements are:
    - a. members in good standing, as described in **Article XI**, as of the last day of the month prior to such a meeting; and

- b. general members whose membership has lapsed during the twelve months prior to the meeting and who have renewed their membership before the meeting begins.
5. Candidates for election to offices within Jefferson County or representing Jefferson County's Legislative or Congressional District shall be offered an opportunity to address the membership at or before a meeting at which their endorsement is to be considered. The Executive Board shall arrange for presentation of arguments for a ballot measure position being considered for endorsement, and may arrange for presentation of opposing arguments.
6. Voting shall be by paper ballot.
7. A two-thirds vote in favor of a candidate or a position on a ballot measure is required for an endorsement.

## **ARTICLE XVI Contributions to Candidates and Ballot Measure Campaigns (was article XVIII)**

- A The JCD may make financial contributions in amounts permitted by the Washington State Public Disclosure Commission and the Federal Election Commission to election campaigns of candidates and ballot measures.
- B The Executive Board may decide to which candidates or ballot measures contributions shall be made from the total amount budgeted for candidate or political contributions as adopted at the January meeting of the JCD.
- C Financial contributions to election campaigns of candidates and ballot measures may be expended at the discretion of the designated campaign committee.
- D Financial contributions to election campaigns of candidates and ballot measures may, at the discretion of the Executive Board, be made conditional upon an agreement by the designated campaign committee to return a share of any surplus funds unexpended at the completion of the campaign. Agreements reached with designated committees may include provision for return of an agreed upon portion of unspent funds. The Executive Board may, and at the request of the designated committee shall, enter into a written agreement with such campaign committee governing the conditions under which the contribution is made.

## **ARTICLE XVII Amendment of the Bylaws; Copies of the Bylaws (was article XIX)**

- A Any JCD member, the Central Committee, or the Executive Board may propose an amendment to these bylaws by providing the precise language of the proposed amendment and the reason for the proposed change to the Recording Secretary at least four days prior to a meeting of the Executive Board to be forwarded to the Executive Board and the Central Committee. Precise language of the proposed amendment and the reason for the proposed change will be posted on the JCD website and newsletter.
- B The Central Committee can choose among four options, or a combination of these options. They can:
  1. return the submittal to the originator for additional work
  2. refer proposed changes to an ad hoc bylaws committee for recommendations
  3. obtain member input, either at a JCD membership meeting or in writing
  4. vote to adopt or reject proposed changes without obtaining any other input, but in no case can the Central Committee adopt changes in less than three weeks from the time the change is first proposed.
- C Adoption of a proposed amendment shall require an affirmative vote of two thirds of elected and appointed PCOs present and voting at a Central Committee meeting. Amendments will take effect upon adoption by the Central Committee. The attached flowchart Appendix C shows the bylaw amendment process, but in case of conflict the text of these bylaws takes precedence.
- D In the event of adoption, the amendment shall be incorporated in all current copies of the bylaws and published within 30 days of adoption.
- E Bylaws may also be adopted de novo at the Biennial Reorganization meeting, as set forth in **Article XIV**.

- F A copy of the current bylaws shall be available on the JCD web-site.
- G The Recording Secretary shall provide a copy of the bylaws to JCD members, if requested. The Chair shall assure that a copy of these bylaws is available at all JCD CENTRAL COMMITTEE, Executive Board, and Membership meetings.

**ARTICLE XVII Biennial Reorganization Meeting (was article XIV)**

- A The Biennial Reorganization Meeting of the JCD shall be held no later than December 20, following even-numbered year elections, to elect officers to serve for the subsequent two years, to adopt bylaws governing the JCD for the subsequent two years, and to transact such other business which may come before the meeting.
- B Any JCD member may nominate candidates for any officer positions either by contacting the Operations Committee or from the floor.
- C Prior to the meeting, the outgoing Chair shall appoint a Recording Secretary for this meeting.
- D The meeting shall be chaired by the outgoing Chair until a new Chair is elected, which election shall be the first order of business.
- E The Chair, Vice-Chair, State Committeeman and State Committeewoman shall be elected by ballot of the PCOs elected at the immediately preceding even-year elections, in compliance with RCW 29A80.020 and 030 (INCLUDED BY REFERENCE, LINK ON WEBSITE). A quorum of twenty-five percent (25%), but not fewer than six, of the newly elected PCOs is required for this election.
- F The Recording Secretary and Treasurer shall be elected by vote of all paid-up JCD members present and voting by ballot.
- G Commissioner District Representatives shall be elected by District Caucuses, to be held during the Biennial Reorganization Meeting. Each District caucus shall consist of all paid-up JCD members who reside in that district and who are present and voting by ballot
- H At this Biennial Reorganization Meeting, revised bylaws governing the JCD may be adopted by majority vote of all attending elected PCOs.

**ARTICLE XVIII PARLIAMENTARY AUTHORITY (NEW)**

IN ALL MATTERS NOT COVERED BY ITS BYLAWS, ARTICLES OF INCORPORATION, AND STANDING RULES, JCD MEMBERS MEETINGS, EXECUTIVE BOARD, AND CENTRAL COMMITTEE SHALL BE GOVERNED BY ROBERTS RULES OF ORDER (NEWLY REVISED), MOST CURRENT EDITION.

**ARTICLE XIX BYLAWS SEVERABLE (NEW)**

THE PROVISIONS OF THESE BYLAWS ARE SEVERABLE, AND IF ANY PROVISION SHALL BE HELD INVALID OR UNENFORCEABLE, THAT INVALIDITY OR UNENFORCEABILITY SHALL ATTACH ONLY TO THAT PROVISION AND SHALL NOT IN ANY MANNER AFFECT OR RENDER INVALID OR UNENFORCEABLE ANY OTHER PROVISION OF THESE BYLAWS, AND THESE BYLAWS SHALL BE CARRIED OUT AS IF THE INVALID OR UNENFORCEABLE PROVISION WERE NOT CONTAINED HEREIN.

Adopted by the Jefferson County Democrats Central Committee

Certified adopted by:

\_\_\_\_\_, Chair, JCD

Martin E Gilmore

\_\_\_\_\_, Recording Secretary, JCD

Julia Cochran Amendment notes, August 14, 2017

**Amendment History:**

**Amended February 23, 2016**

**Amended August 14 & November 9, 2017**

1. Role of acting PCOs clarified.
2. Robert's Rules of Order version updated.
3. Article XIX Paragraphs A through C revised to define bylaw amendment process.

Amendment notes, November 9, 2017

1. Article VII Paragraph E numbers 3 through 7 revised so that only the Central Committee has the authority to remove officers it elects, and other changes to timing of recall meetings and number of members who can petition to remove a member-elected officer.
2. Article XIX Paragraphs A through C revised to define the bylaw amendment process.  
Amendment flowchart added for information.

PREVIOUS APPENDIX A & B INCLUDED BY REFERENCE, LINKS ON WEBSITE.

APPENDIX A Bylaw Amendment Flowchart

**JCD Central Committee Ad-hoc Bylaws Committee (ABC) DRAFT Amendment Flowchart V6**

