

The Alice B. Toklas Lesbian Gay Bisexual Transgender Democratic Club BYLAWS

These Bylaws of the Alice B. Toklas Lesbian Gay Bisexual Transgender Democratic Club were originally adopted in January of 1976 and revised in January 10, 2005, May 2011, December 2012, April 13, 2015, and September 12, 2016.

ARTICLE I – NAME

The name of the organization shall be:

“ALICE B. TOKLAS LESBIAN GAY BISEXUAL TRANSGENDER DEMOCRATIC CLUB”

(Herein referred to as the Club).

ARTICLE II – MISSION & OBJECTIVES

- A. The Alice B. Toklas LGBT Democratic Club is dedicated to advocating within the Democratic Party for human rights, social and economic justice, and equality for all persons, foremost the Lesbian, Gay, Bisexual and Transgender community. We strive to ensure that all persons are valued and represented, regardless of sexual orientation or gender identity. Our mission is to improve the lives of all San Franciscans by identifying and electing candidates who fight for inclusivity, integrity, diversity, and fairness, and by placing the needs of people above politics. We believe in holding elected and appointed officials accountable for their actions and insisting that they maintain the highest ethical standards. Our endorsed candidates must work toward making local and statewide policies responsive to the needs of all, and to ensuring that LGBT and other traditionally marginalized communities are able to live safely, with dignity and equality, to the fullest extent possible. We work to empower the community by providing an open forum for debate and education, voter registration and mobilization, and encouraging participation in the political process.
- B. **The objectives of the Club shall be to:**
1. Work within the Democratic Party and within the community at large to influence the Democratic Party policy on lesbian, gay, bisexual, transgender rights issues and to help educate the public about issues related to public policy and the positions of the Democratic Party.
 2. Abide by the Rules and Regulations set forth in the State Democratic Party Charter.
 3. Organize the lesbian/gay/bisexual/transgender community to work politically to bring about justice for all people, with special emphasis on justice for lesbian/gay/ bisexual/transgender people.
 4. Campaign for candidates for public and Party offices, campaign for/against City and State ballot propositions and lobby for/against any proposed legislation.
 5. Generate funds for the support and implementation of the Club's policies and endorsements.

ARTICLE III – OFFICERS, GOVERNANCE & COMMITTEES

- A. **Board of Directors**
- a. The Club Officers, elected Working Committee members, and members of the Emeritus Board shall constitute the Board of Directors.
 - b. Meetings of the Board of Directors shall be scheduled on the fourth Monday of each month unless otherwise noticed by the Co-Chair(s). There must be one Board of Directors meeting every month.
 - c. A quorum for meetings of the Board of Directors shall consist of at least 20% of the Board.
 - d. Club members in good standing shall be permitted to attend any meeting of the Board of Directors.

- e. The Board of Directors have the right to vote at all meetings, to vote in the PAC process, and be included in the Alice Board Email Distribution process. Responsibilities of the members of the Board of Directors include: serving on a committee, attending 100% of Board meetings (with up to three excused absences allowed per year, which should be requested by email, in advance of the meetings), volunteering for a minimum of six hours of Alice field work, and attending and supporting Alice events and fundraising functions

B. Officers & Working Committees

- a. Club officers hold specific duties to ensure the operations of the club as a whole and/or leadership of corresponding working committees. The Club Officers include:
 - i. Club Co-chairs (2), Treasurer, Secretary, Parliamentarian, Political Action (PAC) Chair(s), Membership Chair(s), Media & Technology Chair(s), Finance Chair(s), Program Chair(s), Events Chair(s), Field Chair(s), Policy and Historical Advisory Chair(s), and the Immediate Past Co-chair.
- b. There shall be no more than two Co-Chairs of the Club and any Committee.
- c. The Club is committed to working to ensure its Club officers represent the LGBT community as a whole, striving for gender, gender identity, racial and ethnic representation.
- d. The Club shall work to keep a manageable size for its Board of Directors.
- e. Club Officer & Corresponding Working Committee Duties

Offices that do not chair corresponding Working Committees

1. The **Club Chair or Co-chairs** shall be responsible for the organization and operation of the Club. All other Club officers report to the Co-chairs and the Co-chairs are ultimately responsible for all Club activities. The Co-chairs also act as the Club's media spokespersons for all issues including endorsed candidates and propositions, and adopted policy positions. The Co-chairs shall promote or communicate policy positions adopted by the Club, and seek to hold endorsed candidates accountable to those positions through means they determine appropriate. The Co-chairs shall serve as ex-officio members of all committees. Any promotional or campaign material, by the Club or any affiliated organization, must be approved by the Co-chair(s).
2. The **Treasurer** is responsible for the receipt of moneys, preparation and submission of monthly financial reports to the Board of Directors, monitoring preparation and submission of all regulatory filings to City, County, State, and Federal agencies. In this regard, the Treasurer of the Club shall also serve as treasurer or assistant treasurer for any other affiliated organizations, including slate mailer organizations.
3. The **Secretary** is responsible for taking Club minutes at all Board of Directors and General Membership meetings and publishing the minutes for review and adoption at the next scheduled respective meeting. The Secretary shall also make arrangements, including room reservations, for the board and membership meetings.
4. The **Parliamentarian** shall advise everyone on parliamentary procedure. The Parliamentarian shall act strictly in an advisory and consultative role, as the Chair or Co-chair(s) alone have the power to rule on questions of order or to answer parliamentary inquiries.
5. The **Immediate Past Co-Chair** position shall be confirmed by the Nominating Committee and elected by the General Membership. The Immediate Past Co-Chair shall have voting rights at all meetings, voting rights in the PAC process, and be included on the Alice Email distribution list. Responsibilities of the Immediate Past Co-Chair shall include attending

50% of Board meetings, attending and supporting Alice events and fundraising functions, and being a member of the Nominations Committee.

Offices that chair corresponding Working Committees

1. The **Political Action Committee (PAC) Chair(s)** shall be responsible for convening the Political Action Committee. The PAC Chairs shall coordinate all Club lobby efforts, conduct candidate interviews, conduct interviews with ballot issue representatives and coordinate the PAC's recommendations to the General Membership for all candidate endorsements for public office and for all initiative and proposition amendments.
 - a. The Political Action Committee (PAC) shall consist of the Board of Directors.
 - b. Meetings of the PAC may only be attended by members of the PAC.
 - c. Candidates and representatives for ballot propositions may enter and address a PAC meeting only when invited by the PAC Chair(s).
 - d. PAC nomination procedures are detailed in Article VIII.
2. **Membership Chair(s)** shall seek to attract new Club members by planning, organizing, and implementing outreach efforts into the community and shall seek to develop a feeling of community among Club members through membership parties, hospitality and administration service. The Membership Chairs are responsible for verifying the party affiliation of members and maintaining and updating the Club's membership database.
3. The **Media & Technology Chair(s)** shall be responsible for press releases, the maintenance and operation of the club's social media outlets, the publication of the club's monthly newsletter, and the revising and maintenance of the Club's website.
4. The **Finance Chair(s)** shall plan and implement the fundraising activities of the Club, which include, but are not limited to, fundraising for the Pride Breakfast, fundraising for the Fall Awards Ceremony, and fundraising for the Club's slate card and Political Action Committee Account Expenditures (IEs). The Finance Chair(s) are also responsible for the planning, design, and execution of the club's political advertising activities around elections, which includes, but is not limited to, slate card mailer, newspaper advertising, billboard advertising, mailing advertising, TV advertising and any expenditures from the Political Action Committee Account.
5. The **Program Chair(s)** shall be responsible for the Club's General Membership meetings and other events including guest speakers, meeting notices, meeting agendas, and special meeting requirements such as audio-visual equipment for speakers.
6. The **Events Chair(s)** shall be responsible for arranging locations for special events and fundraisers, including food and beverage service, audio and visual aids and the possible sale of merchandise. The Chair(s) shall also be responsible for selling tickets to these events, planning logistics, recruiting volunteers, managing the check-in, promoting the event, and designing the collateral materials for the events.
7. The **Field Chair(s)** shall develop and implement a field plan to support the Club's political activities, endorsed candidates, and ballot issues, including the coordination of voter registration drives and any endorsed candidate and ballot campaign related activities.
8. The **Policy and Historical Advisory Chairs** shall be responsible for advising the club and its Board of Directors on policy and political issues, including HIV issues and civil rights issues; as well as the history of the Club, supporting the collection of historical documents related to the Club and keeping the historical record of the Club alive for the public. The Chairs shall also recommend specific policy positions to the Club and its members to further the Club's mission throughout the year.

C. Executive Committee

1. The Executive Committee shall consist of the Club Co-Chair(s), immediate Past Co-chair, Treasurer, Secretary, Parliamentarian, Political Action (PAC) Chair(s), and Finance Chair(s).
 - a. ~~Membership Chair(s) shall also be members of the Executive Committee. This provision shall be removed from the bylaws after January 1, 2017.~~
2. The Executive Committee may make take action, as authorized by these Bylaws or by the Board of Directors, between meetings of the Board of Directors and the General Membership.
3. The Executive Committee shall have full fiduciary duty for the actions as authorized by these Bylaws.

D. Standing Committees

1. The Credentials Committee

- a. The Credentials Committee shall consist of the Co-chair(s), the Parliamentarian and the Membership Chair(s).
- b. In all matters decided by the Credentials Committee, a tie vote shall be determined by the vote of the Co-chairs.
- c. The Credentials Committee shall deliver a written report of all actions taken to the Board of Directors at the next regularly scheduled board meeting.

2. Bylaws Committee

- a. The Co-chair(s) shall appoint a Bylaws Committee when bylaws amendments have been proposed (See Article IX, Section A).

3. Nominations Committee

1. The Nominations Committee shall be chaired and convened by the senior Co-Chair.
2. The Nominations Committee shall consist of the Executive Committee and a member of the Emeritus Board chosen by the Senior Co-Chair.
3. The Senior Co-Chair may choose one additional member of the current Board of Directors to be a member of the Nominations Committee.
4. The Nomination Committee facilitates the nominations process (Article IV, Section E) throughout the year.
5. As written in Article III, Section B, Section 1, the Nominations Committee shall be committed to working to ensure the Board of Directors represent the LGBT community as a whole, striving for gender, gender identity, racial and ethnic representation. The Nominations Committee shall work to keep a manageable size for its Board of Directors.

4. Emeritus Board

- a. The Club's Emeritus Board shall be comprised of any former Alice Club Presidents and Co-chairs, who are current Club members, and who are willing to serve on the Emeritus Board.
- b. The Nominating Committee may annually nominate members of the Board of Directors who have met the following criteria (These provisions are effective only

for new members of the Emeritus Board elected after May 30, 2011) to the Emeritus Board.

- i. Have previously served as a Committee Chair.
- ii. Have, in the view of the Nominating Committee, made extraordinary contributions to the Club.
- iii. Have served on the Board of Directors for at least seven years.
- c. The Nominating Committee shall seek to limit the size of the Emeritus Board, outside of former Club Presidents and Co-Chairs, to no more than 30% of the current membership total of the Board.
- d. Members of the Emeritus Board shall serve as members of the Board and the Political Action Committee (PAC) with full voting rights.
- e. Members of the Emeritus Board shall assist in fundraising and providing other support to the Club as requested by the Club Co-chairs and the Board of Directors. Further aspects of the mission of the Emeritus Board shall be developed jointly with the Board of Directors annually.
- f. Rights of the Emeritus Board shall include: voting rights at all meetings, voting in the PAC process, and inclusion on the Alice Email distribution list.
- g. Responsibilities of the Emeritus Board include: attending at least 50% of Board Meetings and to attend and support Alice events and fundraising functions.

E. Ad-Hoc Committees

- a. Ad-Hoc Committees may be established by the Co-Chair(s) for special functions. Activities of any Ad-Hoc Committee must be in accordance with these Bylaws of the Club.

F. Committee Membership & Voting

- a. Any member in good standing may be appointed to a Working or Ad-Hoc Committee with approval of the Club Co-Chair(s).
- b. Only Club members may vote with-in any Club committee.

G. Former Co-Chairs (who are not part of Emeritus Board)

- a. Former Co-Chairs in good standing, shall have voting rights in the Alice PAC meetings and endorsement process, shall be included in the Alice Email distribution list, and will be recognized in the Alice website and letterhead.

ARTICLE IV – CLUB ELECTIONS

1. Officer & Board Election Date

1. The Club shall hold elections at the first regularly scheduled General Membership Meeting in January of each year for the entire Board of Directors.
2. Due to extenuating circumstances such as a March primary, the Board of Directors may, by majority vote, defer regular Club elections up to four months. This deferment is subject to ratification by the General Membership at the next scheduled General Membership meetings.

2. Terms of Office

1. Newly elected officers and board members shall assume office immediately upon election.
2. The two Co-Chair(s) shall be elected in alternating years and will serve a two-year term or until a successor is elected.
3. All other officers and board members shall serve a term of one-year, January to January, or until a successor is elected.

3. **Nominations**

1. An open nomination period for all officer and board member positions will begin each year on September 1st and conclude at 11:59 pm on the day prior to the regular November Board Meeting.
2. Nominations may only be made of members in good standing and must be submitted in writing to the Co-Chairs during the open nomination period, who may then forward them to the Nominations Committee.
3. Notice of the open nomination period and requirements for nomination shall be provided to the General Membership in the club newsletter in September, October and November. Notice shall also be given at each General Membership meeting.
4. Nominations for Co-Chair may also be taken from the floor before voting commences at the January General Membership meeting.

4. **Election of Co-Chairs**

1. The three designations of the Alice Board (Board of Directors, Emeritus Board, and past Co-Chairs in good standing) shall nominate a candidate for the concluding two-year Co-Chair term at the December Board meeting, after hearing from the candidates at the November Board Meeting.
2. The nomination must be noticed to the General Membership no later than the Wednesday prior to the first regularly scheduled General Membership Meeting in January. The outgoing Co-Chair will convene and chair the portion of the meeting to discuss and vote upon the Alice member to be elected as the new Co-Chair.
3. The General Membership must vote to approve the Board of Directors recommendation to fill the new Co-Chair term by a 50%+1 of votes cast at the January General Membership Meeting. If the vote to approve the nomination fails, the Co-Chair(s) will act to begin the nomination process anew.

-or-

1. In the event that two or more candidates are nominated for the Co-chair position a traditional ballot will be taken. If no nominee gets 50%+1 of the votes cast, a second ballot shall be taken between the two candidates receiving the most votes.

5. **Election of the Board of Directors**

1. The Nominations Committee (Article III, Section D) shall nominate all officers and members of the Board of Directors to the General Membership with the exception of the Co-Chair (Article IV, Section D).
2. All nominations must be finalized and noticed to the Board of Directors and the General Membership no later than the Wednesday prior to the first regularly scheduled General Membership Meeting in January.
3. The General Membership must vote to approve the Nominations Committee recommendations to fill Board of Directors by a 50%+1 vote at the January General Membership Meeting. If the vote to approve the nominations fails, the Co-Chair(s) will act to begin the nomination process anew.
4. The Nomination Committee shall be chaired and convened by the senior Co-Chair. The Nominations Committee shall consist of the Executive Committee and a member of the Emeritus Board, chosen by the Senior Co-Chair. The Nomination Committee would facilitate the nominations process.

6. **Vacancies**

1. Should a Co-Chair position become pre-maturely vacant for any reason, the new Co-Chair will be elected to fulfill only the existing term.
 2. In the event of a vacancy in any other Officer position, the Co-Chairs may appoint a current Board Member to fill the vacancy.
- 7. In order to recall a Board Member:**
1. A petition calling for the recall of any officer, signed by a quorum of the General Membership, may be submitted to the Recording Secretary at a General Membership meeting.
 2. The petition shall be recorded in the minutes of the General Membership meeting for review by all Club members.
 3. The notice of petition shall be given and shall be voted on at the next General Membership meeting.
 4. Recall of any elected officer shall require two-thirds affirmative votes of the members voting.

ARTICLE V – MEMBERSHIP & VOTING ELIGIBILITY

1. Application & Eligibility for New Membership

1. Applicants for new membership in the Club shall submit a Club membership application.
2. All applicants for membership must be a registered Democrat at the time the application and dues are submitted.
 1. If an applicant is ineligible to register to vote as a Democrat for any reason, that applicant may submit an application accompanied by a written declaration of intent to register to vote as a Democrat once eligible.
3. Membership shall start on the date payment is received.
4. Applications for new membership in the Club shall be accompanied by payment of dues, based upon a dues schedule approved by the Board of Directors.
 1. The Club shall not accept dues from any individual, organization, corporation or other entity for more than one individual new member applicant in one calendar year. However, a single payment of dues may be accepted for two individuals living at the same address.
 2. The Club shall set and maintain at all times a dues level for applicants with special needs, and no applicant shall be denied admission to the Club based on an inability to pay dues.
5. Membership in the Club is terminated, and no refund of dues shall be paid, when a member ceases to be a registered Democrat.

2. Approval of New Membership

1. The Membership Chair(s) shall present a list of new membership applicants who have submitted membership applications to the Board of Directors if the Board of Directors requests it.
2. Unless referred to the Credentials Committee for review, new membership applications shall be deemed effective retroactively to the date the application and dues were received by the Club.
3. The Membership Committee shall by simple majority or unanimous agreement with the Co-Chairs refer any new membership application to the Credentials Committee for review.

1. The Credentials Committee shall promptly investigate the membership application and shall determine whether the new membership application meets the qualifications for membership in the Club, as set out in these Bylaws.
2. All disputes regarding new membership applications shall be decided by the Credentials Committee, whose decision shall be final.
3. If application for membership is not accepted, the dues payment and application shall be returned within fifteen business days after the receipt, thereby providing time for verification of party affiliation.
4. Once a new membership application is approved by the Credentials Committee, the memberships shall be effective retroactively from the day the applications and dues were received by the Club.

3. Expiration of Membership & Renewal

1. Membership shall be deemed expired on January 1st of each year. This provision is effective January 1, 2016.
2. Expired memberships may be renewed at any time in the calendar year after the one in which it expired..
 1. Upon receipt of dues, an expired membership is reactivated until January 1st of the following year from the date payment is received and the member shall be entitled to vote in all Club matters.
3. Memberships that expired in 2014 shall be considered having expired on January 1, 2015. This provision shall be removed from the bylaws after January 1, 2016.

4. Members in Good Standing

1. A member in good standing is a member whose membership has been paid or who is eligible for renewal.
2. Any member who is eligible to renew their membership in 2015 is a member in good standing until January 1, 2016. This provision shall be removed from the bylaws after January 1, 2016.

5. Voting Eligibility

1. A new member shall only be eligible to vote on any club matter (policy positions, endorsements, endorsement rescissions, and Club elections) sixty (60) days after the date of new membership becomes effective.
2. Members whose membership has expired the previous calendar year are eligible to vote in elections on Club matters without delay once payment is received.

ARTICLE VI – MEETINGS & NOTICES

1. Meeting Policies

1. Regular meetings of the General Membership shall be held on the 2nd Monday of the month, unless otherwise noticed.
2. Special meetings of the General Membership for special programs, or to vote on election recommendations from the PAC shall be called by the Co-Chairs or a majority vote by the Board of Directors.
3. Prior notice shall be given to all Club members of any General Membership meeting. Publication of meetings in the Club newsletter and email notification shall be considered sufficient notification to meet the demands of the Bylaws.
4. A quorum shall consist of at least twenty-five members in good standing of the Club.

5. Ballots of the General Membership shall only be taken on the following if prior notice has been given to all Club members of the intent to conduct the ballot:
 1. Candidate or ballot measure endorsements
 2. Adoption of policy positions
 3. Officer recall
 4. Amendments to these Bylaws
 5. Rescinding candidate or ballot measure endorsements
 6. Election of a Club Officer
 7. Life Memberships
 8. Changing membership dues
 9. There shall be no proxy voting in any ballot or vote of the Club.
6. Robert's Rules of Order, last revised edition, shall govern procedures to the extent that they are consistent with these Bylaws or those bylaws of other bodies that the Club may join.
7. Consensus will be the goal of all decisions made by the Club.

ARTICLE VII – BUDGET & EXPENDITURES

1. **Budget and Expenditures shall be approved as follows:**
 1. Moneys derived from membership dues shall be used for the regular operations of the Club.
 2. Campaign expenditures shall not be considered regular operations of the Club and shall be supported through other specific campaign fundraising.
 3. There shall be no deficit encumbrances or deficit expenditures by the Club.
 4. Any third-party political contribution made to the Club must be approved by the Chair or Co-Chair.
 5. Only the Club Co-Chair(s), Finance Chair(s), Political Action Chair(s) and/or the Treasurer have the authority to request of the Treasurer an expenditure of funds.

ARTICLE VIII – ENDORSEMENT PROCEDURES

- A. **Ballot Measure & Candidate Endorsement Procedures**
 1. Refer to Article II, Section B for details regarding the purpose and structure of the Political Action Committee
 2. General Provisions
 1. The general membership of the Club may not entertain any motion to endorse a candidate for public office or a ballot measure until the official filing date for said public office or ballot measure has passed, or an early endorsement is approved (See Article VIII, Section B).
 2. No candidate for any public office or ballot measure shall receive the endorsement of the Club unless prior notice of that intent has been made to Club members.
 3. All candidates for office seeking the endorsement of the Club shall be asked to provide, in writing, their own position on each policy position adopted by the Club prior to their attendance of a PAC meeting.
 4. Multiple ballots shall be allowed during the same Club meeting provided that prior notice of multiple balloting has been made to all Club members.

1. As an alternative, the PAC may, at its discretion, utilize a ranked choice ballot patterned after the San Francisco ranked choice voting law to determine candidate endorsements.
 2. In partisan and nonpartisan elections, only registered Democrats may be considered and supported for public office. If no viable choice is available, the Club may vote for a “No Endorsement” position.
3. Ballot Measure Endorsements
 - a. To recommend to the General Membership, a ballot measure position must receive a 60% vote by the PAC.
 - b. For endorsement, the General Membership must approve a ballot measure position by a vote of 60%.
 4. Endorsement of Candidates in a multiple-seat race
 - a. To recommend to the General Membership, a candidate must receive 60% of the balanced votes cast by the PAC.
 - b. For endorsement, candidates must receive 60% of the balanced votes cast by the General Membership
 - c. The balanced vote is determined by dividing the total number of votes cast in the race by the number of open seats in the race
 5. Endorsements of Candidates in single-seat races elected by ranked choice
 - a. PAC Ranked Choice Slate Process & Vote Order
 - i. This process is to be used only in single-seat races elected by ranked choice.
 - ii. The option to recommend “No Endorsement” to the General Membership will be included in all rounds of PAC voting and will require 66% of the votes cast in any round of voting.
 - iii. Initial Vote: To be taken at the end of the PAC meeting after all candidates have presented and all debate concluded. A vote for first choice candidate is taken from among all of candidates.
 - iv. A single candidate who receives 66% of votes cast by the PAC will be the sole recommended candidate for that office, no second or third ranking will be considered unless a motion is passed by 66% of the PAC to vote on second and third place endorsements.
 - v. Should no single candidate receive sole recommendation in the initial vote, voting to fill a ranked slate will commence (Item iv).
 - vi. Selection of First Choice:
 1. To receive first choice recommendation, a single candidate must receive at least 60% of the votes cast by the PAC.
 2. If no candidate receives 60% in the first round, additional ballots will be taken until a first choice is selected or “No Endorsement” receives 66% of the vote. All further ballots will abide by the following procedures:
 3. After the initial round of voting for first choice, the threshold for a single candidate to receive first choice recommendation will drop to 50%+1 of the votes cast by the PAC.
 4. The candidate with the least votes in the previous round of voting and all candidates who received no votes shall be dropped from the next ballot.

5. When a first choice recommendation has been determined, voting will commence for second choice.
 6. Selection of Second Choice:
 - a. The selection for second choice will commence according to the same rules laid out for the selection of first choice.
 - b. The first choice candidate will not be included on any ballots for the determination of second choice.
 - c. When a second choice recommendation has been determined, voting will commence for third choice.
 7. Selection of Third Choice:
 - a. The selection for this choice will commence according to the same rules laid out for the selection of first choice (Item iv).
 - b. The name of the candidate recommended for first and second choice will not be included on any ballots for the determination of third choice.
 - c. There will be no more than three ranked choices recommended for any office.
6. PAC Candidate Recommendation in single-seat races that are not elected by a ranked choice ballot
 - a. This process is to be used only in single seat races that are not elected by a ranked choice ballot.
 - b. The PAC may, at its discretion, utilize a ranked choice ballot patterned after the San Francisco ranked choice voting law to determine candidate recommendations.
 - c. To recommend to the General Membership, a candidate must receive at least 60% of the votes cast by the PAC.
 7. Endorsement by the General Membership
 - a. Candidates and/or PAC recommendations must receive at least a 60% affirmative vote of the ballots cast in that race by the General Membership at a Club meeting.

B. Early Endorsement

- a. In extraordinary circumstances an early endorsement ballot may be approved by the General Membership according to the following procedure:
 - i. A board member must notice the full Board of Directors of their intent to move for an early endorsement at least ten full days prior to a regularly scheduled Board of Directors meeting, this will be considered sufficient notice to discuss and take action.
 - ii. At the Board of Directors Meeting, the PAC will convene to discuss and consider the merits of holding an early endorsement ballot.
 - iii. The PAC must issue a 66% vote in the affirmative to recommend the early endorsement ballot and associated PAC candidate recommendations (Article VIII, Section A) to the General Membership
 - iv. The General Membership must receive notice no more than three days following the PAC recommendation to hold an early endorsement vote and no less than three days prior to a General Membership meeting.
 - v. The General Membership must approve the recommendation to hold an early endorsement ballot by a 60% vote in the affirmative.

- vi. If approved by the membership, the early endorsement ballot will be automatically scheduled for the next regularly scheduled Membership Meeting and shall be noticed accordingly.

C. To Rescind a Club Endorsement

- a. To rescind a Club endorsement, a petition to rescind, signed by a majority of the Board of Directors, must be submitted to the Secretary at a Board of Directors meeting.
- b. The General Membership shall be noticed of the intent to rescind at the next scheduled meeting of the General Membership.
- c. A ballot to rescind the endorsement shall be taken at the next General Membership meeting provided that prior notice has been given to all Club members.
- d. To rescind an endorsement, the petition to rescind must receive at least two thirds affirmative votes of the General Membership.

D. Policy Position Adoption Process

1. General Provisions

1. The Club shall vote on and publish a list of policy positions that adhere to its mission.
2. Policy positions shall be specific to clearly-identified, contemporary issues in San Francisco, California, or the United States.
3. Policy positions shall not include the endorsement of any candidate or ballot measure.

2. Process for voting on Club policy positions

1. The PAC Chairs shall convene a PAC meeting at least once annually prior to the first PAC candidate or ballot measure endorsement vote of the year.
2. The Policy and Historical Advisory Chairs shall make policy position recommendations to the Club.
 - a. Notice of such recommendations shall be sent to the Board of Directors at least 10 days prior to the first PAC meeting.
3. Any officer or board member may introduce a policy position recommendation during the PAC meeting.
4. A policy position that receives 60% of votes in the affirmative out of total votes cast by the PAC shall be recommended to the General Membership.
5. Notice of policy positions recommended by the PAC shall be sent to the General Membership prior to the subsequent General Membership meeting.
6. A policy position that receives 50%+1 of votes in the affirmative out of total votes cast by the General Membership shall be considered adopted by the Club.

3. Process for modifying Club policy positions

1. Any officer or board member may introduce a motion to add or change a policy position at any regularly noticed Board Meeting.
 - a. If the motion passes, a PAC meeting shall be held, with at least 10 days notice given to the Board of Directors.

- b. A policy position may be revised following the same procedures as in Section D.2 of this article.
 - 2. In extenuating circumstances that require timely action, Club Co-Chairs may introduce a policy position and conduct a vote at any regularly noticed Board Meeting. A policy position that receives 66% of votes in the affirmative out of total votes cast may be considered provisionally adopted.
 - a. A vote on the provisionally adopted policy position shall be held at the next General Membership meeting following the same process as in section D.2.5 and D.2.6 of this article.

E. Process for selecting pre-caucus endorsement delegates

- a. The Co-Chairs shall nominate delegates to the Democratic state party pre-caucus endorsement meeting.
- b. The Board of Directors shall vote on confirmation of the delegates.
- c. The Co-Chairs shall notify the Board of Directors in advance of the board vote at which the delegates are confirmed.

ARTICLE IX – BYLAWS & IMPLEMENTATION

A copy of these Bylaws will be available on the Club website at all times.

1. Amendments to the Bylaws

- 1. These Bylaws shall become effective immediately upon majority approval of the General Membership and may be amended only by the following procedure:
 - 1. A member of the Board of Directors must notice the Co-Chairs of their intention to amend the bylaws at least 10 days notice prior to a Board of Directors Meeting.
 - 2. At the Board of Directors Meeting, the Co-Chairs will appoint a Bylaws Committee to review the proposed amendments and report back their recommendations to the Board of Directors at the next regularly scheduled meeting of the Board.
 - 3. The recommendation of the Bylaws Committee shall be sent to the General Membership if a motion in the affirmative receives at least two-thirds majority vote by the Board of Directors.
 - 4. Recommendations to amend must be noticed at least three days prior to the regularly scheduled Membership Meeting
 - 5. The bylaws shall be amended if a motion to amend receives at least two-thirds affirmative majority vote of the General Membership present at the meeting.

2. Suspension of the Bylaws

- 1. The Bylaws, or a specific section of the Bylaws may be suspended by the General Membership according to the following procedure:
 - 1. Intent to offer a motion to suspend the bylaws must be noticed to the Board of Directors at least ten full days prior to a Board of Directors meeting, this will be considered sufficient notice to discuss and take action to recommend suspension to the General Membership.
 - 2. A two-thirds affirmative vote by the Board of Directors is required to recommend suspension of the bylaws to the General Membership.
 - 3. The General Membership must receive notice no more than three days following the Board recommendation to suspend and no less than three days prior to a General Membership meeting.

4. The bylaws shall be suspended if a motion to amend receives at least 60% affirmative vote of the General Membership present at the meeting.