



SAN MATEO COUNTY DEMOCRATS

Bylaws

BYLAWS OF THE SAN MATEO COUNTY DEMOCRATIC CENTRAL COMMITTEE

Last Amended September 5, 2016

ARTICLE I. NAME This organization shall be known as the San Mateo County Democratic Central Committee, hereinafter referred to as the Committee.

ARTICLE II. PURPOSE The purpose of the Committee is to promote and encourage the principles and ideals of the Democratic Party of the United States and to act as the official San Mateo County representative body of the Democratic Party of the State of California as set forth in the California Election Code. The Committee shall be charged with the conduct of all party election campaigns subject only to the direction of the Democratic State Central Committee.

ARTICLE III. MEMBERSHIP The Committee shall be composed of Elected Members, Alternate Members, Exofficio Members and Associate Members.

Section 1. Elected Members Members shall be elected as specified by the California Election Code at the presidential primary election. Members shall serve from the reorganization meeting of this Committee to be held at the first regularly scheduled meeting following the certification of presidential primary election results for a period of four years, until the next reorganization meeting.

Section 2. Alternate Members Each Elected Member and Ex-officio Member shall appoint two Alternate Members within 30 days of their election or appointment to the Committee. If these appointments are not made, the Committee Chair may appoint Alternate Members with the approval of the Committee. Alternate Members must reside in the same Supervisorial district as the Elected Member. Elected Members and Ex-officio Members shall designate one alternate as the first alternate who shall be eligible to vote in the absence of the Elected Member. The second alternate shall be eligible to vote only in the absence of both the Elected Member and the first Alternate. An Alternate Member who is removed 2 for non-attendance or non-payment of dues may not be reappointed without Committee approval.

Section 3. Ex-officio Members An incumbent or nominee of the Democratic Party whose district includes a portion of San Mateo County shall be an Ex-officio Member of the Committee and shall have all the rights and privileges including the right to vote as the members in Section 1 of this Article. Ex-officio membership shall also be extended to any statewide office incumbent or nominee who resides in San Mateo County. For purposes of this section "nominee" means the registered Democrat in a voternominated election who received the highest number of votes in the general election. Should there be no registered Democrat among the "top-two" in the general election, "nominee" shall mean that registered Democrat who received the highest number of votes in the



SAN MATEO COUNTY DEMOCRATS

open primary. A person who is an ex-officio member and who resigns or is removed from a state or federal elected office, except where such resignation is made to accept another office entitling the person to ex-officio membership, shall forfeit his or her status as an ex-officio member. Any ex-officio member who is suspended from such an office, or who takes a leave of absence from such office, shall be suspended from this Committee during the period of suspension or absence from the state or federal elected office. Neither a suspended ex-officio member nor his or her alternates shall be entitled to vote on any matter before this Committee during the period of his or her suspension.

Section 4. Associate Members Associate Members are non-voting members of the Committee. The following individuals are designated as Associate Members of the Committee unless they currently serve as Elected, Alternate, or Ex-officio members of the Committee: (1) the president/chair of Democratic organizations chartered by the Committee or his or her designated alternate who is a Democrat registered to vote in San Mateo County; (2) members of the Democratic State Central Committee who reside in San Mateo County; (3) members of the Democratic National Committee who reside in San Mateo County; (4) San Mateo County elected officials, including members of the Board of Supervisors, who are registered as Democrats; and (5) former Elected Members of the Committee (who shall be known as Members Emeritus). The Committee may also extend associate membership to other registered Democrats residing within San Mateo County. Associate Members who are students and those 60 or over will be eligible for student/senior membership.

Section 5. Dues The annual dues for Members of the Committee shall be as follows:

- A. Elected and Ex-officio Members, \$70.00.
- B. Alternate Members, \$35.00.
- C. Associate Members, \$25.00.
- D. Student/Senior Associate Members, \$15.00

Dues shall be payable in semi-annual installments which shall be due on the third Thursday of January and July. Any Member whose dues have not been received by the third Thursday in February or August shall be subject to removal as set forth in Article VI, Section 2. At the discretion of the Chair, a Member may be excused from payment of dues, if such payment would create an economic hardship. Payment of Associate Member dues is optional for any Member Emeritus who previously served for at least 10 years as an Elected Member of this Committee.

Section 6. Elected Member Vacancies Vacancies in elected membership shall be filled in accordance with the Election Code and these bylaws by a majority vote of the Committee members present and voting. A. Announcement of Vacancy Announcement of a vacancy shall be made at a Committee meeting one month prior to filling the vacancy. The minutes of the Committee shall contain an announcement of the vacancy as well as the notice that said vacancy will be filled at the next meeting of the Committee. B. Caucus Procedure The Committee's voting membership of the



SAN MATEO COUNTY DEMOCRATS

Supervisory District in which the vacancy occurs shall caucus and shall make a recommendation as it deems appropriate. The district caucus shall be conducted in the following manner:

1. District caucus meeting shall be at a reasonable time prior to the Committee meeting at which any vacancy is to be filled.
2. The Committee Chair shall appoint a District Caucus Chair.
3. District caucus meeting date, time and location shall be announced in the minutes of the Committee meeting at which the vacancy was announced.
4. The caucus shall have at least a majority of Elected Members residing in the district present at the caucus meeting.
5. The caucus Chair shall report on the recommended candidate to fill the vacancy at the next Committee meeting. A vote shall then be taken, and the candidate shall become a Member upon receipt of a majority of the votes of the members present.

ARTICLE IV. OFFICERS AND DUTIES

Section 1. Election and Filling of Vacancy

A. Election Officers of the Committee shall be elected at the regularly scheduled meeting of the Committee in January following the certification of the Primary Election results. They shall serve until such time as they resign, are removed, cease to be a member of the Committee, or their successor is elected. The outgoing Chair shall be responsible for calling the reorganization meeting and for holding the election of officers.

B. Filling of Vacancy If an officer dies, resigns, is removed in accordance with the Election Code or the Bylaws of this Committee, or otherwise ceases to be a member of the Committee, the office is vacant and shall be filled through election. The members of the Committee shall be sent written notice of the vacancy, and the time and place of the election to fill the vacancy, at least 10 days prior to the election to fill the vacancy.

C. Filling of Vacancy Resulting From Election An office held by an Elected Member who is not reelected during the Primary Election shall be vacant upon the certification of the results of the Primary Election. The office shall be filled by an election held at the first regularly scheduled meeting of the Committee following the certification of the results of the Primary Election.

Section 2. Officers

A. Chair The Chair of this Committee shall be the chief executive officer and the official voice of the Committee and shall carry out his/her duties to the best of his/her ability. The Chair shall:



SAN MATEO COUNTY DEMOCRATS

1. Preside at all Committee meetings and shall set the agenda for the Committee meetings.
2. Report actions of the Executive Board meeting as part of the Chair's report 5 to the membership.
3. With the approval of the Executive Board appoint Standing Committee Chairs.
4. Appoint such special ad-hoc committees as needed or directed by the Committee.
5. Organize the coordinated campaign for San Mateo County on behalf of the Democratic Party nominees.
6. If a member of the Democratic State Central Committee, serve as one of this Committee's representatives to the Democratic State Central Committee Executive Board.
7. Be a primary signatory on the financial account(s) of the Committee in conjunction with the Treasurer, and Controller and may designate another officer to sign checks in situations where the Chair or Treasurer, or Controller is not available.
8. Carry out such other duties as requested by the Committee.

B. Vice Chairs Two Vice Chairs shall be elected, one by those members who reside north of Highway 92 and one by those members who reside south of Highway 92. A Vice Chair shall preside as Chair in the absence of the Chair. During even numbered years the Vice Chair from the south shall succeed the Chair, and in odd numbered years, the Vice Chair from the north shall succeed the Chair. The Vice Chair(s) shall perform such other duties as requested by the Chair and/or the Committee.

C. Recording Secretary The Recording Secretary shall:

1. Maintain a roster of all Committee Members and chartered Democratic organization presidents/chairs.
2. Keep a record of all proceedings of the Committee.
3. Mail the minutes of the regular Committee meetings not later than 10 days prior to the next meeting of the Committee. In these Bylaws, the term "mail" includes transmission by electronic mail. Correspondence and other communications provided for by these Bylaws, if transmitted by electronic mail, need not be transmitted by other means.
4. Mail all notices as required by these Bylaws to members regarding removal for non-payment of dues or non-attendance at meetings.
5. Preside at meetings of this Committee in the absence of both Vice Chairs.



SAN MATEO COUNTY DEMOCRATS

6. Perform other such duties as requested by the Chair and/or the Committee.

D. Corresponding Secretary The Corresponding Secretary shall:

1. Prepare and mail all letters and correspondence at the direction of the Chair, the Executive Board, and/or the Committee.
2. Prepare and mail appropriate "Thank you" cards and letters for cash and in kind donations and other contributions of help or support to the Committee.
3. Purchase and mail appropriate sympathy, get well and other cards as directed by the Chair, the Executive Board, and/or the Committee.
4. Perform other such duties as requested by the Chair and/or the Committee.

E. Controller The Controller shall:

1. Be a primary signatory on the financial account(s) of the Committee in conjunction with the Chair and the Treasurer.
2. Provide a printed monthly accounting of Committee account(s) to be given to the Secretary for inclusion as part of Committee meeting minutes.
3. Provide a year-end reconciliation of all financial activity of the Committee and furnish a copy to the Secretary for inclusion in the records of the Committee.
4. Provide to the Secretary a list of members of the Committee whose dues become delinquent as set forth in Article III, Section 5.
5. Preside at meetings of the Committee in the absence of the Chair, both Vice Chairs, and the Recording and Corresponding Secretaries.
6. Perform other such duties as requested by the Chair and/or the Committee.

Section 3. Treasurer A Treasurer may be appointed by the Chair of the Committee to fulfill some or all of the following responsibilities:

1. Maintain by standard accounting practices a set of account books for the Committee.
2. Receive and deposit funds collected by or for the Committee into the appropriate Committee Accounts of the Committee.



SAN MATEO COUNTY DEMOCRATS

3. Be a primary signatory on the financial account(s) of the Committee in conjunction with the Chair and the Controller.
4. Pay immediately all bills authorized and approved by the Executive Board and/or the Committee.
5. File all Fair Political Practice Commission (FPPC) and Federal Election Commission (FEC) Reports as required and provide copies of the reports to the Secretary to be kept as part of the permanent records of the Committee.
6. The Treasurer may be compensated by the Committee, either as an employee or as independent contractor. Any compensation or other arrangement that contemplates the provision of Committee funds to the Treasurer must be ratified by a vote of two-thirds of the Committee of those present and voting.

ARTICLE V. EXECUTIVE BOARD

Section 1. Duties The Executive Board shall:

- A. Act to carry out the goals and purposes of the Committee.
- B. Be responsible for the general administrative functions of the Committee.
- C. Report all actions to the Committee at the next regularly scheduled meeting of the Committee.
- D. Appoint all Standing Committee Chairs and members.
- E. Maintain a budget to use as a guide for its operational activities.

Section 2. Membership The Executive Board shall consist of the elected officers, Regional Director if a resident of San Mateo County and the immediate past Chair of the Committee provided that he/she is a Member of the Committee. Standing Committee Chairs shall be exofficio non-voting members of the Executive Board.

Section 3. Meetings The Executive Board shall meet monthly at the direction of the Chair or at the request of any four Executive Board Members. 8 **Section 4. Quorum** A majority of the voting members of the Executive Board shall constitute a quorum. **Section 5. Budget** The Executive Board shall maintain a budget to be used as a guide for its operational activities. Every effort will be made to maintain a cash reserve at all times. The Executive Board shall work closely with the Chair of the Fund Development Committee to develop fund raising strategies to help fund the operational activities of the Central Committee.

ARTICLE VI. REMOVAL FROM THE COMMITTEE OR EXECUTIVE BOARD

Section 1. Grounds for Removal



SAN MATEO COUNTY DEMOCRATS

A. Any Member or Alternate, other than an Ex-officio member, who during his/her term registers as a member of another party, publicly advocates that voters do not vote for the endorsed nominee of the Democratic Party for any partisan office, or gives support to or endorses the nominee of another party in a partisan race, may be removed.

B. Any Member or Alternate who endorses a candidate in a non-partisan race not previously endorsed by this Committee identifying him or herself as a "San Mateo County Democratic Central Committee Member" may be removed.

C. Any Member or Alternate other than an Ex-officio member, who misses three regularly scheduled meetings without excuse during the course of a two-year term shall be removed from the Committee according to Section 2 of this Article.

D. Any Member or Alternate Member who fails to pay his/her dues in accordance with Article III, Section 5 shall be removed in accordance with Section 2 of this Article.

E. Any Member or Alternate who engages in conduct deemed to be unbecoming during the execution of Central Committee business shall be subject to removal from the Committee. Misconduct shall include but not be limited to sexual or other forms of harassment.

Section 2. Procedure for Removal from Committee

A. Any Member or Alternate Member who becomes aware that there has been a violation of the items listed in the Grounds for Removal Section of this article may forward a written complaint to the Executive Board or verbally notify the Board of the infraction. B. Upon receipt of a complaint, the Executive Board can decide whether to pursue an investigation of the matter, or take other appropriate action.

C. Following an investigation, the Executive Board can decide whether to submit a recommendation for removal to the whole committee.

D. Members subject to removal for cause under Article VI, Section 1, A through E shall be notified and given an opportunity to respond. The secretary shall notify the member subject to removal, by mail, at least 30 days in advance of the next meeting of the Executive Committee where the issue will be discussed.

E. Removal from the committee shall become effective upon a two-thirds majority vote of Committee members present and voting.

F. Members failing to respond or appear at a meeting after mail notification has been made shall be considered to have resigned.

Section 3. Removal from the Executive Board



SAN MATEO COUNTY DEMOCRATS

A. Any member of the Executive Board upon the third consecutive unexcused absence from a regularly scheduled Executive Board meeting may be removed as an officer of the Committee by a majority vote of the Executive Board.

B. If a majority of the Executive Board decides by vote that an officer has committed malfeasance or has been derelict in the performance of duties, a Committee of Inquiry shall be appointed consisting of 2 members of this Committee (non-officers) appointed by the majority of the Executive Board, two members appointed by the officer subject for removal and a fifth Member mutually agreed to by the other members. The Committee of Inquiry shall conduct an inquiry and report the results of its investigation and a recommendation for action to the Committee at the next scheduled meeting, or if this is not possible, at the second meeting following its appointment.

C. A petition by 6 elected members of this Committee may be presented to the Chair requesting that a special meeting of the Committee be convened for the sole purpose of deciding whether a specific member of the Executive Board should be removed from office for any cause. Upon receipt of the petition the Chair shall make it an Agenda item at the next regular meeting of the Committee at which time a vote will be taken to decide if a special meeting will be called. If the vote fails, the matter is closed without prejudice. If the vote succeeds, a special meeting with attendance limited to Elected Members and Alternates will be convened prior to the next regularly scheduled meeting of the Committee for the sole purpose of deciding the issue of removal from office the accused party.

10

D. Any member of the Executive Board removed for cause shall not be eligible for election to the Executive Board for the remainder of the current elective term.

ARTICLE VII. MEETINGS OF THE COMMITTEE

Section 1. Meeting Dates

A. This Committee shall meet on the third Thursday of each month unless otherwise decided by a majority of the members present at the previous meeting or unless the Executive Board finds it necessary to change the meeting date. Written notice shall be provided seven days in advance of the regularly scheduled meeting date, except in an emergency.

B. The agenda for the Committee meeting shall be set by the Chair. Anyone wishing to place an item on the agenda shall notify the Chair at least 72 hours prior to the meeting.

C. Special meetings may be called by the Chair or by one third of the elected Committee members. Committee members shall be given 7 days advance written notice of date, time, place and agenda for the special meeting. Only items announced on the written notice may be taken up at a special meeting.

D. All meetings of the Executive Board shall be open to any elected Member or Alternate Member of this Committee.



SAN MATEO COUNTY DEMOCRATS

Section 2. Quorum

At any regular or special meeting of the Committee a quorum consists of eight voting members of the Committee from at least three Supervisorial Districts. A quorum is deemed to exist at all meetings unless challenged.

ARTICLE VIII. COMMITTEES The Committee shall establish the following permanent standing committees:

1. Bylaws Committee
2. Fund Development Committee
3. Communication Committee
4. Technology & Data Management Committee
5. Legislation and Resolutions Committee 11
6. Endorsement Committee
7. Election Integrity Committee

Standing Committee Chairs shall be Members or Alternate Members of the Committee. In addition to the Members and Alternates, Associate Members shall be eligible for appointment to a Standing Committee.

ARTICLE IX. VOTING Voting shall be done in accordance with these Bylaws. No proxy voting shall be allowed.

ARTICLE X. PARLIAMENTARY RULES In all cases not provided for in the election code, the Democratic State Party Bylaws, or these Bylaws, the authority for parliamentary procedure shall be Robert's Rules of Order, Revised, current edition.

ARTICLE XI. DEMOCRATIC ORGANIZATIONS Any San Mateo County group, club, corporation, or association of persons that is or purports to be an organization of the Democratic Party may be chartered by the Committee. The group seeking to be chartered shall submit two copies of its bylaws or governing rules, with any amendments or revisions, to the Committee. The Committee shall annually review such bylaws or governing rules, with amendments or revisions and notify the group of any non-conformance with the standards for organization specified in the Committee Bylaws. A group which subsequent to such notification adopts or retains a non-conforming bylaw, governing rule, amendment, or revision or acts in contravention of its established bylaws or governing rules, shall have its charter suspended. To become chartered, a group, club, corporation or association shall:



SAN MATEO COUNTY DEMOCRATS

A. Have at least 20 members who are Democrats or who, when eligible to vote, have declared their intention to register as Democrats.

B. Submit an application for chartering including, a list of all paid members names, addresses and phone numbers, officers' names, and a \$1.00 per member chartering fee. Chartered organizations shall apply annually for rechartering not later than the third 12 Thursday of July. The rechartering application shall be accompanied by the organizations bylaws, a current list of members and \$1.00 per member as a chartering fee.

C. Hold meetings at least once every three months. D. Provide for the disposition of its treasury in the event of dissolution or revocation of its charter.

E. Endorse and support only Democrats for public office. The Committee Chair shall have the power to suspend the charter of any organization not in compliance with this section. Written notice of suspension shall be sent to the President/Chair of the organization requesting that a representative appear at the next regularly scheduled meeting of the Committee to show cause as to why the charter should not be revoked.

ARTICLE XII. HEADQUARTERS The San Mateo County Democratic Central Committee shall maintain a headquarters in the county.

ARTICLE XIII. ENDORSEMENTS

Section 1.

A. The official Democratic Party endorsement of candidates for San Mateo County local and county non-partisan offices, and positions regarding local and county ballot measures, shall be the exclusive responsibility of the San Mateo County Democratic Central Committee, as provided for in the Bylaws of the California Democratic Party.

B. No Member may use his/her title as a Committee officer or Member in advocacy of any candidate for non-partisan office or any position relative to any nonpartisan political issue or proposition until receiving the consent of the Committee by a 60% (sixty percent) vote of Members present and voting.

C. Committee endorsements shall be extended only to registered Democrats and endorsements shall not be given to more candidates than there are seats open for the particular office in question. No endorsement shall take place prior to the filing deadline.

D. Any Member may act in an individual capacity in advocacy of any candidate for local non-partisan office or any position relative to any non-partisan political issue or proposition provided that the Member makes a diligent effort to ensure that his/her affiliation with the Committee is not disclosed in the context of such advocacy.



SAN MATEO COUNTY DEMOCRATS

Section 2.

A. In the event the Committee is called upon to, or desires to make endorsements or recommendations for appointed or elective positions, or any proposition or local issue, only one endorsement or recommendation can be made for any vacancy, proposition or issue.

B. The Endorsements Committee shall notify candidates who are Democrats in writing, informing them of the time place and procedure for endorsements, and thereafter interview said candidates.

C. The Endorsements Committee will study materials concerning propositions and other issues of import, at the direction of the Committee.

D. The Endorsements Committee will present their recommendations in writing to the full Committee. An endorsement must be approved by a 60% (sixty percent) vote of Members present and voting.

Section 3. The Committee shall not endorse a non-Democrat in any partisan or non-partisan election.

Section 4. The Committee shall make no endorsement in a partisan election race when the California Democratic Party has made no endorsement.

ARTICLE XIV. RESOLUTIONS The Committee may pass resolutions on matters of public concern.

Section 1. Proposed resolutions may be presented to the Committee only at a regular Committee meeting, and only by a Member or Alternate Member of the Committee. Proposed resolutions must be submitted to the Secretary in proper written form.

Section 2. A proposed resolution shall be read by the Member or Alternate and shall be included in full in the minutes of the meeting at which it is first read, with notice that this resolution shall be considered at the next regular meeting of the Committee. 14

Section 3. Between the regular meetings at which the proposed resolution is first read, and the next regular meeting at which the resolution shall be considered, the Legislation & Resolutions Committee shall meet and consider the proposed resolution. The Legislation & Resolutions Committee shall report back to the full Committee at the next regularly scheduled meeting its recommendation as to passage of the proposed resolution, including any proposed amendments. A simple majority vote of the Committee members present and voting shall be required to pass the resolution.

Section 4. A resolution considered "urgent" may be considered at the regular meeting at which it is first proposed, provided it is presented in writing. Passage of an "urgent" resolution shall require an affirmative vote of two-thirds of the Committee Members present and voting.



SAN MATEO COUNTY DEMOCRATS

ARTICLE XV. AMENDMENTS TO THE BYLAWS These Bylaws may be amended at any meeting of the Committee provided that following steps have been taken.

A. Proposed changes to the bylaws shall be introduced and read at a regular meeting one month previous to the meeting set for voting on the proposed change.

B. A copy of the proposed changes, together with written notice of the time and place the changes will be voted on, must be mailed to each Member and Alternate Member at least 10 days prior to the meeting date at which the proposed changes will be voted upon. The requirements of prior notice may be waived only if all Elected Members are in attendance.

C. These bylaws shall not be amended by the vote of less than two thirds of the Committee members present and voting.

D. Bylaws or any amendments thereto shall become effective immediately upon their adoption.

ARTICLE XVI. GENERAL POLICIES

A. All public meetings of the Committee shall be open to all members of the Democratic Party regardless of race, color, national origin, sex, age, religion, ethnic identity, sexual orientation, economic status, and to persons not yet eligible to vote who have declared intention to register as Democrats when eligible. 15

B. No test for membership in, nor any oaths of loyalty to, the Democratic Party or the Committee shall be required or used which has the effect of requiring prospective or current members of the Democratic Party to acquiesce in, condone or support discrimination on the grounds of race, color, creed, national origin, sex, age, religion, ethnic identity, sexual orientation, or economic status.

C. The time and place of all public meetings of the Committee shall be publicized in such manner as to assure timely notice to all interested persons. The Committee will endeavor to hold such meetings in places accessible to all Party members and large enough to accommodate all interested parties. Reasonable accommodations will be provided for persons upon request in accordance with the Americans with Disabilities Act. In order to assure free and full discussion, no video, audio or similar recording shall be made of the proceedings at any meeting of the Committee without the prior express permission of the Chair.

D. This Committee shall support voter registration and participation without discrimination on grounds of race, color, creed, national origin, sex, age, religion, ethnic identity, sexual orientation or economic status.

E. The Committee shall make available to all interested parties a copy of these Bylaws.