

# Valley Grassroots for Democracy

## By-laws

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# **VALLEY GRASSROOTS FOR DEMOCRACY**

## **BY-LAWS**

Adopted April 20, 2019

### **Article I - Name**

Section 1. The name of this organization shall be Valley Grassroots for Democracy, a Democratic club, herein referred to as VGFD.

### **Article II - Purpose**

Section 1. VGFD is an organization which resulted from the efforts of many volunteers during the 2004 Presidential Election. Our mission is to endorse and support progressive Democratic candidates and causes; to coordinate the interests and energy of our members and to motivate and inspire civic engagement; to develop and share ideas; provide tools to recruit and train leaders & candidates; to collaborate with other like-minded organizations; and transform and revitalize Democratic Party politics.

Section 2. To achieve this mission, VGFD will work to: a) define and implement the platform policies of the Democratic Party at local, state, and national levels to reflect the needs and desires of the members of VGFD; b) register voters and encourage their participation in the electoral process; c) advocate for legislation consistent with the Club's mission; d) evaluate candidates for public office and actively support those candidates who best promote the Club's mission; e) evaluate ballot measures and advise the community of the Club's recommendations; f) actively support the election of qualified candidates for public office; g) build coalitions with other organizations that support the Club's mission; h) include underrepresented and diverse groups within our community in order to bring about greater harmony and understanding; and i) increase the Club's visibility and influence by participation in community activities and events.

### **Article III – Membership & Dues**

Section 1. Any person who is a registered Democrat and who subscribes to the stated purpose of VGFD shall be eligible for membership in the club. Any person who is ineligible to register as a voter may become a member IF they are devoted to the principles of the Democratic Party, AND have expressed the intent to register as a Democrat immediately upon becoming eligible.

Section 2. Every person who is eligible to be a member of VGFD and who has paid annual dues (or had them waived due to economic hardship) shall be a member in good standing. Questions of eligibility shall be determined by the Executive Board upon the recommendation of the Membership Committee.

Section 3. Any member whose actions are judged by a majority of the Executive Board to be prejudicial or detrimental to VGFD may be expelled from the club, upon recommendation of the Executive Board, by a two-thirds vote of those members present and voting at a called meeting of the club.

Section 4. Other individuals who are not registered as Democrats or who choose not to become members may become associates of VGFD. Associates are not considered members and are therefore not eligible to vote, hold a position on the Executive Board or represent the Club at Democratic Party activities, and not reported on the roster to CDP. Associates shall not pay dues. Associates may participate in club activities, attend meetings and events.

Section 5.

A. The annual dues shall be set by the Executive Board. Dues are payable when a person joins the club and annually thereafter.

B. Dues shall be a full year's membership cost when paid between January 1 and June 30. Dues shall be calculated at a one half-year's membership cost when paid between July 1 and December 31. Full annual dues will then be due annually at the January meeting thereafter.

### **Article IV – Officers and At-Large Members**

Section 1. Minimum requirements to be an officer or At-Large member of the Club are the following: a) Must be a registered Democrat; b) Must have been a member of the Club for at least 3 months and be a member in good standing; c) Must have performed a minimum of 30 hours of volunteer work (outside of club and board meeting attendance) towards the goals of the Club in the preceding calendar year.

Section 2. The elected officers of VGFD shall be the President, Vice President, Secretary, and Treasurer. The number of elected At-Large members is to be a minimum of 5, with additional At-Large members added according to the needs and interests of the club. These elected people, plus the immediate past president who will serve in an advisory capacity only, shall be the Executive Board. Elected officers and At-Large members shall take office on the January 1 following their election and shall hold office for one year or until their successors are elected.

Section 3. The duties of the elected officers shall be as follows:

A. President. The President shall set the agenda for and preside over all meetings of the Executive Board and of the membership; appoint directors of the standing committees; appoint such other committees as may be deemed necessary; appoint Club Representatives for the CDP and various endorsement processes; serve as the official representative of the club in public forums; make decisions for the club on policy when specifically empowered to do so by the Executive Board; advise the membership of pertinent matters affecting the welfare of the Democratic Party and the club; disburse funds of the club within limits set by the Executive Board; and act as Treasurer in the absence or inability of the Treasurer.

B. Vice-President. The Vice-President shall preside at meetings of the Executive Board and of the membership in the absence or inability of the President; and committees as may be recognized pursuant to Article VI of these bylaws; and perform such other duties as the President may direct.

C. Secretary. The Secretary shall maintain a record of all meetings of the Executive Board and of the membership; be prepared to read the minutes of the previous meeting at the current meeting of the Executive Board or of the membership; receive and maintain in official club records the reports of elected officers, directors of standing committees and chairs of recognized caucuses; maintain a compendium of standing rules, resolutions and policies adopted by the Executive Board or the membership; handle such correspondence as the President or Executive Board may direct; and perform such other duties as the President may direct.

D. Treasurer. The Treasurer shall maintain the financial records of the club; receive and disburse funds of the club; prepare an annual budget of anticipated revenues and expenses; provide addenda to the budget as required; report the financial status of the club to the Executive Board on a regular basis; make an annual report to the membership; and provide all information necessary for periodic audits as may be directed by the Executive Board.

Section 4. An officer or at-large member may be removed from office upon recommendation of a two-thirds majority of the Executive Board on a roll call vote or upon submission of a petition signed by at least 25 percent of the club members. Such recommendation or petition must be submitted to the membership at a called meeting and shall require a two-thirds majority of the members present and voting to remove the officer.

## **Article V - Committees**

Section 1. The following standing committees shall be created as needed: Political Action Committee, Communications Committee, Fundraising Committee, and the Membership Committee.

Section 2. The functions of the committees shall be as follows:

A. Communications Committee. The Communications Committee shall provide members with notices of meetings and elections; provide communications concerning meetings, programs and projects of the club to the community at large; and develop mechanisms for promoting awareness of the club and enhancing its image.

B. Fund Raising Committee. The Fund Raising Committee shall coordinate fund raising programs.

C. Membership Committee. The Membership Committee shall promote membership in the club; maintain all membership records; certify the standing of members in the club; and coordinate club outreach and recruitment activities.

D. Political Action Committee: The Political Action Committee shall monitor the actions and issue positions of elected officials, from local to national, whose districts include the San Fernando Valley; recommend lobbying actions on behalf of the club with respect to those same elected officials; present resolutions for consideration by the club; recommend endorsements for consideration by the club; and recommend political actions for consideration by the club.

#### E. Nominating Committee:

- 1) The Nominating Committee shall be tasked to identify and approach members of the club to serve on the Executive Board of the Club. The committee will consist of 5 members, two members of the current Executive Board and 3 club members in good standing appointed by the Club President. It is the task of the committee to solicit and verify bios from each person whose name has been placed in nomination. Should the committee find that the person nominated does not meet the club's stated requirements to run for office, the committee shall notify the nominee and remove that name from the nominations after having notified the nominee.
- 2) Nominations shall close at the end of the club meeting prior to the election meeting.
- 3) Nominations may be made by the committee, and by any member in good standing. Self-nominations by members in good standing are also accepted.

Section 3. Following the election of the executive officers, the President-elect shall nominate the chairs of the committees subject to approval of the Executive Board by majority vote.

Section 4. Removal of a director of a committee shall require a two-thirds vote of the Executive Board.

Section 5. Other committees shall be created for such purposes as the President, the Executive Board, or the membership may determine.

#### **Article VI - Executive Board**

Section 1. The Executive Board shall consist of the elected officers, the members elected At-Large and the immediate past president who will serve in an advisory capacity only. The members of the Executive Board must be members in good standing.

Section 2. The Executive Board shall meet at the call of the President or upon call of a majority of the Executive Board. Meetings require five days' notice which may be waived in the case of an emergency by a two-thirds majority of the Executive Board.

Section 3. Emergency actions or funding to a maximum of \$100.00 may be authorized upon agreement of any four of the Executive Board members. A "good faith" effort shall be made to poll all Executive Board members. If necessary they may be polled by telephone or email. Any action taken by this method shall be communicated to the other Executive Board members in a timely manner.

Section 4. The quorum for meetings of the Executive Board shall be 6 of the voting members of the board. Proxies shall not be valid at meetings of the Executive Board. No one member of the Executive Board shall have more than one vote, even if qualified by more than one criterion.

Section 5. Meetings of the Executive Board shall be open to the membership unless the board by a two-thirds vote calls for a closed session. Discussion at any Executive Board meeting may be limited by a majority vote of the board to members of the board.

Section 6. The duties of the Executive Board shall be to approve the budget; authorize the receipt of revenue and payment of expenses; set the membership dues; formulate policy and approve projects to carry out the purposes of the club; review all projects and activities of the standing committees of the club; and make decisions regarding the employment of any paid staff.

Section 7. Executive Board Members are expected to attend all Club and Board meetings. Any member of the Executive Board who misses a total of four (4) meetings in a calendar year shall have automatically resigned from the Executive Board at the close of the fourth missed meeting.

## **Article VII - Elections**

Section 1. Officers of the club shall be elected at a membership meeting to be scheduled during the month of September each year and assume office January 1st. Officers and Executive Board members elected at the September meeting will participate in Executive Board meetings immediately after the election in order to facilitate a smooth transition in club leadership.

Section 2. Officers may be nominated from the floor immediately prior to the voting for each office. Members shall be given at least one week's notice of the election meeting.

Section 3. The officers shall be elected individually in the order of President, Vice-President, Treasurer and Secretary. The election of officers shall be by secret ballot; however, if there is only one nominee for an office, and provided there is no objection, the candidate can be elected by acclamation without a ballot. To be elected a nominee must receive a majority of the votes cast for that office. If no nominee receives a majority on the first ballot, a runoff shall be held between the two nominees receiving the greatest number of votes. If there is only one nominee for an office, the ballot shall include a choice of no election for that office which shall be included in tabulating the votes cast.

Section 4. Nominees must be members in good standing for at least 90 days prior to the election, paid dues and have actively worked in previous volunteer efforts of VGFD for at least 30 hours during the past 12 months (outside of club and board meeting attendance). Volunteer hours are those for which no compensation is received from any source.

Section 5. In the event a position is not filled in the annual election of officers or there is a vacancy because of resignation or removal, with the exception of President, a special election shall be held to fill the position according to the procedures for nominating and electing officers in the annual election. An officer elected in a special election shall take office immediately. When there is a vacancy in the office of President, the position shall be filled by Vice-President and a special election shall be held to elect a new Vice-President.

Section 6. To be eligible to vote in an election, members must be members in good standing for at least 60 days prior to the election.

Section 7. Delegates and alternates from the club to other organizations shall be selected by the Executive Board.

Section 8. Club endorsements or ratings of candidates for public office and club positions on ballot positions shall be pursuant to the "Standing Rules for Endorsements" attached to these bylaws as "Exhibit 1."

#### **Article VIII - Meetings**

Section 1. General meetings of the membership shall be held at least four times each year, including a meeting during September for the purpose of electing club officers.

Section 2. A quorum for general meetings shall be 10 members in good standing at the time of the meeting.

Section 3. At least 10 days' notice shall be given to members of all general meetings. Notice may be given via telephone, electronic mail, or postal mail.

Section 4. General meetings may be closed to non-members at the request of any member and the approval of two-thirds of the members present and voting.

Section 5. Merchandise may not be offered and donations may not be solicited except on behalf of VGFD.

#### **Article IX – Credentials**

Section 1. The Membership Committee is responsible to credential at membership meetings and election meetings.

Section 2. The membership list will be used to establish eligibility to be credentialed.

Section 3. Credentialing will close 30 minutes after the advertised start of the meeting.

#### **Article X – Use of the Club's Mailing List.**

Section 1. Per the bylaws, the membership records are confidential. Use of the Club's mailing list is subject to a two thirds vote of the board.

Section 2. The membership list shall not be provided to ballot measures and candidates not endorsed by the Club.

Section 3. Unless approved by the Board by a two-thirds vote, and ratified by a majority of the voting members either at a called meeting or by email, the membership mailing list may not be given to a campaign or another organization or individual. Club members can put labels on mailers and the Club can process the mailing, or the Club may arrange for a professional mailing firm to handle the addressing and mailing.

Section 4. The Club's membership list and any voter list in the Club's possession are not to be rented, traded, or sold.

Section 5. The Club membership list may be provided to the Los Angeles County Democratic Party, with the exception of those members who specifically request confidentiality.

#### **Article XI - Club Communications**

Section 1. The Club shall maintain an e-mail distribution list to send messages to Club members and to friends of the Club, a website, and a social media presence.

Section 2. The e-mail list, website, and social media accounts shall be used only for Club business. Appropriate messages include announcements of Club activities; announcements of major local Democratic Party activities; legislative action alerts; fund-raising events and campaign volunteer activities for endorsed candidates; and announcements of community activities of particular interest to the Club membership. If a message doesn't clearly fit these criteria, the President shall make the determination of whether it may be posted. As a general guideline, no more than five messages should be sent to the e-mail list per week.

Section 3. The President, Vice -President, and any Board members shall have posting privileges.

Section 4. The e-mail list of the Club shall not be loaned or sold to organizations, political campaigns, or individuals; however, messages that meet the criteria stipulated above may be forwarded to the list. The recipient list shall never be displayed or made publicly available.

#### **Article XII - Rules of Procedure**

Section 1. The current edition of Robert's Rules of Order, Newly Revised shall be the parliamentary authority for the club on all questions not covered by these bylaws.

Section 2. Questions of interpretation of these bylaws may be appealed to the Executive Board whose decision shall be final.

Section 3. The Executive Board may designate an employee of the club, if one exists, to be an ex-officio member of the board, but no such ex-officio member shall be a voting member of the board.

Section 4. Membership records shall be confidential and the use of the club mailing lists shall require a two-thirds vote of the Executive Board.

#### **Article XIII- Amendments**

Section 1. These bylaws may be amended by a two-thirds vote at a membership meeting. One week's notice must be provided.