



**DEMOCRATS OF THE DESERT**

**BYLAWS**

**APPROVED FEBRUARY 21, 2009**

**BYLAWS OF  
THE DEMOCRATS OF THE DESERT**  
(Approved by the Membership 2-21-09)

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## **BYLAWS OF THE DEMOCRATS OF THE DESERT**

(Proposed for Membership Vote 2/21/09)

### ***I. NAME***

#### **1.0 Name**

The name of this Association shall be "Democrats of the Desert" (also known herein as the "Club").

### ***II. PURPOSE***

#### **2.0 Purpose**

The purpose of the Club shall be to form a membership club to promote the presence of Democrats in the Coachella Valley. The Club is a community based political organization, which studies local and national issues and makes recommendations to members and/or other individuals in the community. On the basis of knowledge, verifiable information, and consensus, the Club seeks to influence decision-making and the electoral process by educating the electorate, and grooming and supporting qualified Democrats wishing to run for office.

### ***III. MEMBERSHIP***

#### **3.0 Qualifications**

A member of the Club must be a citizen of the United States of America and a registered Democrat in the State of California. The member must subscribe to and support the Purpose of the Club. The member must submit a membership application which is accepted by the Board (as defined herein) or the Board's approved designee, and pay annual dues as set forth in these Bylaws. Upon proof of the preceding, membership shall be granted to an applicant by the Board of Directors. Any acceptance of membership shall be fully consistent with the Club's charter.

#### **3.1 Classes of Members**

There shall be four Classes of members: Student, Regular, Household (of two or more members) and Century. These Classes of Membership may be modified from time to time by the Board.

#### **3.2 Annual Dues**

The annual dues for each Class of members shall be set and may be modified from time to time by the Board.

### **3.3 Members In Good Standing**

A qualified (pursuant to 3.0) member of the Club shall be considered to be a Member in Good Standing if the member's Annual Dues have been paid in full and she or he has been a member for at least sixty (60) days. A member shall cease to be a Member in Good Standing once that member is more than three (3) months delinquent in payment of his/her Annual Dues, and shall thereafter be removed from membership in the Club at such time as the Membership Chair or President may designate.

### **3.4 The Membership**

The Membership of the Club at any time is defined to be all Members in Good Standing at that time.

### **3.5 Privileges Of Membership**

Members in Good Standing shall have the following membership privileges: (a) to vote in all matters submitted to the vote of the general membership including, but not limited to, election of Officers and Directors; (b) to serve on the Board of Directors; (c) to attend meetings and functions of the Club; and (d) to exercise the rights and privileges granted to members by these Bylaws or otherwise fixed by the Membership or by the Board.

### **3.6 Resignation**

Any member may resign his or her membership by written notification to the Secretary of the Board or the President of the Club. Said resignation shall be effective upon the date of such written notification. Said resignation shall not entitle the member to a refund of any portion of their previously paid dues.

### **3.7 Removal Of Members**

A member who is not or ceases to be a registered Democrat shall automatically be removed as a member of the Club with no action required other than notification to the member by the Secretary.

A member may also be removed from membership for any of the following:

- Affiliating with or joining another political club that is not directly supportive of the goals and values of the Democratic Party.
- Publicly advocating that the electorate should not vote for the nominee of the Democratic Party for any partisan office.

## Bylaws of The Democrats of the Desert

- In a partisan race, publicly giving support or publicly avowing a preference for a candidate of another Party or a candidate who is opposed to a candidate nominated by the Democratic Party.
- Interfering with other members ability to participate in activities of the Club including threatening members with retaliatory actions or generally engaging in conduct unbecoming a member of the Democratic Party.
- Engaging in improper activity involving administrative practices such as mismanagement or misdistribution of funds and other such activity as determined by the Club.

### **3.7.1 Moving For Removal**

Any Member in Good Standing may, at any meeting of the Club, make a motion that any other member of the Club be removed from the Club for reasons set forth in this article. The motion shall state in detail the act(s) or omission(s) which the motion believes warrant the removal of the member who is subject of the motion.

### **3.7.2 Automatic Postponement**

The motion to remove a member shall automatically be deemed postponed until the next meeting of the Club and shall automatically be taken up for action as an item of old or unfinished business at that next meeting.

### **3.7.3 Service By Certified Mail**

Within seven (7) days after the making of such a motion for removal, the Secretary of the Club shall send a certified letter to the member who is the subject of the motion for removal (hereafter known as the Cited Member), notifying the Certified Member that at the next Regular Meeting of the Club, as defined herein, the motion will be taken up concerning the Cited Member's removal. The certified letters shall serve as notice to the Cited Member and shall advise the Cited Member:

- of the names of the members who made and seconded the Motion;
- of the opportunity the Cited Member will be given to challenge the allegation at the next regular meeting; and

- of the date, time and location of the next regular meeting.

#### **3.7.4 Opportunity To Be Heard**

At the next Regular Meeting, the Cited Member, if present, shall be given the opportunity to admit, deny and/or explain the charges lodged against him/her. An equivalent amount of time shall be made available to the maker of the motion and/or his/her spokesperson(s) to substantiate the charges by presenting clear and convincing evidence.

#### **3.7.5 Voting For Removal**

A subsequent vote shall be required to remove the Cited Member from being a member of the Club. The vote may be taken either at a Regular Meeting or via written ballot as the Board shall determine, in either case within one calendar month of the Regular Meeting at which evidence is presented pursuant to Section 3.7.4. In the case of a written ballot, the case for removal shall be summarized in writing by the Board, together with a statement of equal length or less by the Cited Member should the Cited Member wish to provide such a statement. To remove the Cited Member from the Club shall require a vote of at least a two-thirds (2/3) majority of the Members in Good Standing who vote on the ballot constituting not less than twenty-five percent (25%) of the Membership of the Club.

### **3.7.6 Readmission**

A removed member may apply for readmission into membership after a period of five (5) years from the original effective date of removal provided that s/he is qualified to be a member pursuant to Section 3.0. The application should be accompanied by a written statement from the removed member stating why the problems that led to his or her original removal are no longer applicable and why s/he should be readmitted to membership. The Board will present the application for re-admission to the Membership at its next Regular or Special Meeting together with the Board's recommendation as to whether the removed member should be re-admitted to membership. The Membership will then vote on the application following the same procedures as defined in Section 3.7.5 for Removal. and requiring the same percentage or numbers of Members in Good Standing to readmit the member as required for Removal in Section 3.7.5.

In the event of an affirmative vote of the Membership for re-admission, the removed member will be readmitted to membership upon payment of Annual Dues.

## **IV. MEETINGS**

### **4.0 Annual Meeting**

There shall be an Annual Meeting of the Club on the third Saturday of the month of February at a time and place to be determined by the Board for the purpose of electing Officers and Directors as stipulated in these Bylaws. The date of the Annual Meeting within the month of February may be changed by the Board with fifteen (15) days Notice to the Membership.

### **4.1 Regular Meetings**

There shall be a Regular Meeting of Members of the Club on the third Saturday of each month at a time and place to be determined by the Board and communicated with Notice to the Membership. The Board of Directors may cancel or reset the date of any given Regular Meeting with five (5) days Notice to Members. For these purposes the February Annual Meeting shall be considered a Regular Meeting except for the Notice requirements of time and place.

### **4.2 Special Meetings**

Special meetings of the Membership of this Club for any purpose or purposes may be called at any time by the Chair or Secretary or upon a vote of the majority of the Board of Directors by giving

Notice of said Special Meeting to all members at least five (5) days but not more than forty-five (45) days in advance of said meeting. Notice of Special Meetings shall include the date, time and place of said meeting and the nature of the business to be conducted.

#### **4.3 Quorum**

For purposes of conducting the business of the Club at the Annual or any Regular or Special Meeting, no less than ten percent (10%) or fifty (50) or more members, whichever is lesser, of the general membership must be present at any regular or special meeting in order to constitute a quorum.

#### **4.4 No Proxy Voting**

Voting members may only cast their votes in person. Proxy voting is not allowed.

### **V. DIRECTORS**

#### **5.1 Board Of Directors**

The management of the Club shall be conducted by the Board of Directors ("Board") that shall conduct the affairs and business of the Club and perform such other duties as herein specified. The Board shall authorize all expenditures of funds of the Club, delegating such authority as is consistent with sound business practice.

#### **5.2 Board Membership**

The Board shall be composed of all duly elected Officers of the Club as defined in Article VI, who serve *ex-officio*, and all duly elected Chairs of Standing Committees as defined in Article VII.

All members of the Board must be Members in Good Standing.

#### **5.3 Board Chair**

The President (or, in the absence of the President, the Vice President; and in the further absence of the Vice President, the Secretary) shall Chair the Board at its meetings.

#### **5.3 Election And Tenure Of Office Of Directors**

The election by the Membership and tenure of Directors is pursuant to procedures defined in Article VIII.

#### **5.4 Meetings Of The Board**

Any three (3) Directors or the President of the Club may call a meeting of the Board with five (5) days notice. By calling meetings

as necessary, the President must ensure that the Board meets at least once every quarter.

### **5.5 Quorum of the Board**

The attendance of one-half (1/2) of the members of the Board of Directors shall constitute a Quorum of the Board. In the event of a tie vote at any meeting of the Board, the side with which the President (or, in the absence of the President, the Chair of the meeting) has voted shall be deemed the majority.

### **5.6 No Proxy Voting**

Proxy voting shall not be permitted at meetings of the Board.

### **5.7 Removal Or Resignation Of Directors**

Removal or resignation of Directors shall be pursuant to procedures defined in Article IX.

## **VI. OFFICERS**

### **5.0 Number And Term Of Officers**

The officers (“Officers”) of the Club shall be President, Vice President, Secretary, and Controller. All elected officers shall serve two-year terms and be elected at the annual meeting of The Membership pursuant to Article VIII.

#### **5.1 Treasurer**

The Club shall maintain under contract as approved by the Board a qualified and certified accounting firm for the purpose of safeguarding the funds of the Club and for preparing, in a timely manner, all necessary State and Federal reports on the Club's finances. The Chief Operating Officer of such accounting firm shall function in the official capacity of **Treasurer** of the Club. The Treasurer is not an Officer of the Club.

#### **5.2 Duties Of Officers**

In addition to such duties as may be prescribed by law, the duties of the Officers shall be as follows:

##### **5.2.1 President**

The **President** shall be the Chief Executive Officer of the Club and of the Board and shall act as Chair of the Board. The President shall, with the approval of the Board, appoint such ad hoc committees not otherwise provided for hereunder and which he or she may deem necessary or desirable and shall be an ex-officio member of all such committees.

### **5.2.2 Vice President**

The **Vice President** shall perform the duties of the President during the President's absence or when necessary to vacate the Chair of the Board under Robert's Rules of Order. The Vice President shall also serve as Chair of the Program Committee as defined in Section 7.0.3.

### **5.2.3 Secretary**

The Secretary shall have the duty of recording the minutes of all meetings and carrying on such correspondence and recording of the affairs of the Club as directed by the Board or the President. The Secretary shall also maintain the records of the Club including the official copy of these Bylaws. The Secretary shall perform the duties of the President in the absence of the President and Vice President.

### **5.2.4 Controller**

The **Controller** shall receive all income to the Club, maintain local records of such receipts and forward all checks/credit card payments to the Treasurer for recording, depositing and safeguarding. The Controller shall receive all statements and invoices for goods and services and forwards them to the Treasurer with appropriate approval forms for payment. The Controller shall receive and review all monthly and periodic reports on financial activity prepared by the off-site Treasurer and report such financial information to the Club at each meeting of the Board and the General Membership.

## **5.3 Election Of Officers**

The election of Officers will follow procedures defined in Article VIII.

## **5.4 Removal Or Resignation Of Officers**

The Removal or Resignation of Officers will follow procedures defined in Article IX.

# ***VII. STANDING COMMITTEES***

## **7.0 Standing Committees**

There shall be six (6) Standing Committees, as listed below. The chairs of the Standing Committees are members of the Board of Directors and elected pursuant to Article VIII.

The Standing Committees are:

**7.0.1 Membership Committee**

The Membership Committee will seek and propose new members, maintain records of members, and solicit annual dues from members.

**7.0.2 Fundraising Committee**

The Fundraising Committee shall raise funds for the use of the Club, including the organization and management of the Annual Awards Banquet.

**7.0.3 Program Committee**

The Program Committee shall be responsible for scheduling and organizing events and activities of the membership, and programs for Meetings of the Club, consistent with the aims and purposes of the Club. The Vice President shall serve *ex-officio* as Chair of the Program Committee.

**7.0.4 Public Relations & Communications Committee**

The Public Relations & Communications Committee shall be responsible for preparing communications with the Membership and the Club website; and promoting awareness of the Club and Club activities and events in the general media.

**7.0.5 Outreach Committee**

The Outreach Committee shall develop relationships with other Democratic clubs and organizations; and reach out to new communities of Democrats; and oversee the management of the Democratic Headquarters of the Desert.

**7.0.6 Political Action Committee**

The Political Action Committee shall be responsible for organizing and implementing political action goals as directed by the Board.

**7.1 Chairs of Standing Committees**

The Chairs of the Standing Committees shall serve as Directors of the Club and serve on the Board of Directors.

**7.2 Election Of Chairs Of Standing Committees**

The Chairs will be elected by the Membership pursuant to procedures defined in Article VIII.

### **7.3 Removal Or Resignation Of Chairs Of Standing Committees**

The Removal or Resignation of Chairs of Standing Committees will follow procedures defined in Article IX.

### **7.4 Ad Hoc Committees**

With the approval of the Board, the President may form Ad Hoc Committees - and appoint the Chairs of such Ad Hoc Committees - for specific time-limited purposes that are not otherwise addressed in these Bylaws.

### **7.5 Members of Committees**

Members of a Standing or Ad Hoc Committee shall be appointed and terminated by the Chair of the Committee with the approval of the President. With the exception of the Chair, there are no fixed terms for membership in a Standing or Ad Hoc Committee.

## ***VIII. ELECTION OF DIRECTORS***

### **8.0 Election By The Membership**

All Officers and Chairs of Standing Committees, who collectively form the Board, shall be elected by the Membership at Annual Meetings.

### **8.1 Staggered Terms**

The offices of President and of Controller, and the Chairs of the Membership, of the Fundraising, and of the Political Action Committees shall all be elected in odd-numbered years for two-year terms. The offices of Vice President and of Secretary, and the Chairs of the Public Relations and Communications and of the Outreach Committees shall all be elected in even-numbered years for two-year terms. In the event of a vacancy in any of these positions the procedures and terms defined in Article IX will apply.

### **8.2 Nominating Committee**

There shall be a Nominating Committee that will make recommendations of a proposed slate of candidates to be presented to the Membership. The Nominating Committee will be composed of (a) the President in even-numbered years and the Vice President in odd-numbered years who will, respectively, chair the Committee; and (b) four Members in Good Standing elected by the Membership at the October Regular Meeting prior to the Annual Meeting at which the election will occur. The Nominating Committee will initially present its report to the Board of Directors no later than the December meeting prior to the Annual Meeting at

which the election will occur. The Nominating Committee may recommend more than one qualified candidate for a given position. The Nominating Committee will also solicit agreement from all recommended candidates as to their willingness to serve if elected.

### **8.3 Nomination Of Candidates**

The Board will present the slate of candidates recommended by the Nominating Committee to the Membership at the Regular Meeting immediately preceding the Annual Meeting at which the election is to occur. This slate may also include additional candidates recommended by the Board. This slate of candidates will automatically be entered into nomination. At that Regular Meeting, the President will invite additional nominations from the floor, provided, however, that such additional nominations are accompanied by a written or verbal communication that any additionally nominated candidate is willing to serve if elected. Prior to the adjournment of that regular Meeting, absent an earlier motion duly made and carried declaring nominations be closed, the President will declare nominations to be closed by *fiat* of these Bylaws.

### **8.4 Election Procedure**

At the Annual Meeting, the Membership will vote to elect the designated Officers and Standing Committee Chairs from among the candidates duly nominated at the immediately prior Regular Meeting. A simple majority vote of the Members in Good Standing present at that Meeting shall be required to elect a Director. In the event there are three (3) or more candidates for a position and none obtains a simple majority vote on the first ballot, there shall be a second runoff ballot between the two candidates who obtained the most votes in the first ballot.

### **8.5 Ballots**

Ballots for ascertaining winning candidates will be conducted by show of hands and counted by the Secretary or by acclamation, unless one or more of the candidates requests a written ballot, in which case the Secretary will conduct a secret written ballot. In the case of a written ballot, the votes shall be tallied by a committee of three (3) individuals selected by the Secretary.

## **IX. REMOVAL OF DIRECTORS**

### **9.0 Removal Or Resignation Of Directors**

The position of any Director, including that of any Officer, shall become vacant in the following instances only: (a) if the Director submits his or her resignation either orally at a meeting of the Board or in writing to the Secretary or President; (b) if such Director is removed from office by resolution duly adopted by three-fourths (3/4) of those Members in Good Standing present at a duly called meeting of the Club or seventy-five (75) members whichever is greater, following Notice of the proposed removal given to all members at least twenty-one (21) days in advance of the meeting at which the removal will be voted upon; (c) if the Board, by majority of a quorum, as defined in Section 4.3, declares the office vacant after such Director fails to be a Member in Good Standing of the Club at any time during his or her term of office; (d) if the Director fails to attend four (4) regularly scheduled Board meetings in any given twelve(12) month period unless excused by the Chair of the particular meeting.

### **9.1 Filling Of Vacancies Caused By Removal Or Resignation Of Directors**

The fact of a vacancy of a Director shall be announced by the President at the next Regular or Annual Meeting. Except for the office of President, the vacant position of a Director, including that of any Officer, shall be filled by the President as an interim appointment pending an election by the Membership to fill the vacancy at the next Annual Meeting following election procedures defined in Article VIII. In the event of a vacancy in the office of President, the Vice President shall serve on an interim basis pending an election by the Membership to fill the vacancy at the next Annual Meeting following election procedures defined in Article VIII; the office of Vice President will remain vacant during this interim period with the interim President assuming the duties of the Vice President. With any vacancy, the subsequent election will be for a 1-year term if the position would not normally be elected at that Annual Meeting as per Section 8.1; otherwise it will be filled for a normal 2-year term.

## **X. ENDORSEMENT**

### **10.0 Support Of Candidates For Partisan Office**

The Democrats of the Desert shall *support* only candidates and nominees of the Democratic Party for election to partisan office.

### **10.1 Endorsement Of Candidates For Partisan Offices**

The Club shall only *endorse* a candidate for a partisan office if the candidate has been endorsed by the Riverside County Democratic Central Committee (“RCDCC”)

### **10.2 Endorsement Of Candidates For Non-Partisan Offices**

The Club will *not endorse* any candidate in a non-partisan race. If a recommendation is requested by the RCDCC, the Club may, if approved by the Board of Directors, submit a written ballot to the Membership asking Members in Good Standing to choose from among the Democratic candidates, and the results of the ballot will be forwarded without comment to the RCDCC.

## ***XI. RULES OF PROCEDURE***

### **11.0 Rules Of Procedure**

All meetings of the Club, the Board of Directors, and meetings of the Officers shall be conducted in accordance with Robert's Rules of Order except when such rules conflict with these Bylaws.

### **11.1 Notice**

Unless otherwise stipulated herein, notice (“Notice”) as used in these Bylaws may be by either:

- Written communication mailed to the Membership including publication in any newsletter or bulletin of the Club; or
- Electronic mail sent to all Members In Good Standing of the Club who have registered an electronic mail address with the Club and a telephonic communication to those Members in Good Standing who have not registered an electronic mail address; or
- A combination of the above.

## ***XII. AMENDMENTS***

### **12.1 Amendments**

These Bylaws may be amended by either (a) a two-thirds (2/3) vote of the members present at a meeting of the Club, provided that copies of the proposed amendment have been sent to the Membership of the Club at least fourteen (14) days in advance of the meeting at which the amendment will be voted upon, or (b) the written agreement of two-thirds (2/3) of the full membership.

### ***XIII. JURISDICTION***

#### **13.1 Conformance With RCDCC**

In the event of any conflict between these Bylaws and those of the Riverside County Democratic Central Committee (RCDCC), the California Democratic Party or the Democratic National Committee, those of the higher aforesaid governing body shall prevail. Any such conflicts shall be brought to the attention of the President of the Club by the Chair of the RCDCC at the time of the annual re-chartering of the Club and sufficient time shall be given to the Club to cure the Bylaw conflict to complete the re-chartering process.

#### **13.2 Gaps In Coverage**

Should a matter arise that is not covered by these Bylaws but that is covered by any applicable Bylaw of the RCDCC, the California Democratic Party or the National Democratic Party or National Democratic Committee, those of the higher aforesaid governing body shall prevail. In the absence of any specific applicable Bylaw by any such governing body, Robert's Rules of Order, Newly Revised, shall prevail.