

# **Charter and Bylaws of the Democratic Party of Washoe County**

## **Article I. Name**

The name of this organization is the Democratic Party of Washoe County (DPWC). The organization is commonly known as WashoeDems.

## **Article II. Purpose**

The purposes of the organization are:

- A. To encourage and facilitate the participation of Democrats in DPWC activities.
- B. To recruit and assist DPWC members to seek public office.
- C. To support Democrats serving in elected public office.
- D. To advance the principles and positions of the Democratic Party.

## **Article III. Members**

All Democrats registered to vote in Washoe County are members of the DPWC.

## **Article IV. Executive Board**

**Section 1.** The elected officers of the party shall be the chair, the first vice chair, the second vice chair, the secretary, and the treasurer. These officers shall constitute the Executive Board.

**Section 2.** All officers of the party shall be active voting registered Democrats.

**Section 3.** The officers shall be elected to serve a term of two years and are not subject to term limits.

**Section 4.** Duties of the Executive Board

- A. Oversight of the committees to ensure that they are active and functioning.
- B. Hire, as needed, an executive director and/or any other paid staff.
- C. Define the duties of all paid staff.

- D. Ensure that all of the Executive Board members have check signing authority. Two members must sign every check.
- E. Maintain the fiscal health of the DPWC.
- F. Develop and implement an annual operating budget.
- G. Be active participants in party fundraising, supporting the efforts of the second vice chair and the executive director.

**Section 5.** The Executive Board may meet in executive session to discuss the following sensitive issues: personnel matters; matters involving actual or potential litigation; and matters recommended by legal counsel. While Nevada’s “open meeting” law does not apply to this organization, the Executive Board will adhere as closely as possible to the spirit of the law. The secretary shall record any final action resulting from an executive session in the minutes.

**Section 6.** Special votes may be taken in the period between meetings, provided that:

- A. Each member of the Executive Board has been presented with the same written motion.
- B. Votes are taken either in person, in writing, by phone, via electronic mail, or fax.
- C. The secretary will report final action from special votes taken in the period between meetings at the next joint Executive Board/Advisory Committee meeting.

**Section 7.** Any mid-term vacancy on the Executive Board shall be filled by appointment of the Executive Board.

**Section 8.** Removal of a Member of the Executive Board

- A. Grounds for removal
  - 1. Change in political party affiliation.
  - 2. Non-attendance or non-excused absence from three (3) consecutive Executive Board meetings in a calendar year. Requests for an excused absence must be made and approved or rejected by the Executive Board.

3. Gross negligence or malfeasance.
4. Failure to carry out the duties of the office.
5. Active support and or public endorsement of opposition party candidates in a partisan election, where a Democrat is a candidate.

B. Process for removal

1. A Washoe County Central Committee (WCCC) meeting shall be called for the specific purpose of determining whether to remove an Executive Board member.
2. A written fifteen (15) day notice of the WCCC meeting and the grounds for removal shall be sent to the members and the officer whose removal is sought.
3. A resolution shall be made and passed at the meeting to remove the officer, calling for the vote on removal of the officer at the next meeting.
4. A two-thirds (2/3) vote of the WCCC present in person and voting at the WCCC meeting is necessary for removal of an officer.
5. The disciplinary procedures outlined in the most recent edition of Robert's Rules of Order must be followed.

**Article V. Officer Duties**

**Section 1.** Chair of the DPWC

- A. Be the chief executive officer of the DPWC and preside at all meetings of the WCCC and its Executive Board.
- B. Be charged with the responsibility for implementing all policies of the WCCC.
- C. Make the call for the county convention and meetings of the WCCC and its Executive Board pursuant to charter and bylaws.
- D. Except, as otherwise provided in these bylaws, appoint the chairs of standing and special committees of the WCCC with the approval of the Executive Board.

E. Seek legal advice for the WCCC and, except as otherwise provided in these bylaws, appoint such other professionals and consultants as may be required to act for the DPWC. Such appointments must be confirmed by a majority vote of the Executive Board.

F. Appoint a parliamentarian, pages, tellers, sergeant at arms, and any other individuals as may be necessary for the efficient and fair administration of WCCC meetings with the approval of the Executive Board.

G. Be an authorized spokesperson for the DPWC along with other Executive Board members or a person designated by the Executive Board.

H. Be an ex-officio voting member of all committees of the WCCC, except the rules and bylaws committee and the financial review committee.

I. Make regular written reports to the Executive Board on the state of the DPWC.

J. Perform such other duties, as the WCCC or Executive Board shall delegate to the chair.

## **Section 2.** First Vice Chair of the DPWC

A. In the absence of the chair, or in the event of a vacancy in that office or the disability of the incumbent, shall perform the duties of the chair.

B. Develop and maintain personnel policies and committee chair job descriptions.

C. Perform such additional duties, as the chair, the WCCC, or its Executive Board shall delegate to the first vice chair.

D. Maintain current records of all affiliate group bylaws and required contribution and expense reports to the DPWC.

## **Section 3.** Second Vice Chair of the DPWC

A. In the absence of the first vice chair, or in the event of a vacancy in that office or the disability of the incumbent shall perform the duties of the first vice chair.

B. Assume leadership of party fundraising efforts by chairing the Fundraising and Events Committee.

C. Perform such additional duties, as the chair, the WCCC or its Executive Board shall delegate to the second vice chair.

#### **Section 4.** Secretary of the DPWC

A. Record and prepare the agenda and minutes of all business meetings of the WCCC, its Executive Board and the DPWC convention and make available at DPWC's office.

B. Keep a record of all regular meetings.

C. Ensure the official roster of members of the WCCC is maintained. The official roster will be available at every WCCC meeting.

D. Be the custodian of all non-financial records and minutes of the DPWC.

E. Perform such additional duties as the chair, the WCCC, or its Executive Board shall delegate.

#### **Section 5.** Treasurer of the DPWC

A. Maintain the financial records of the DPWC and be responsible for the accurate and timely filing of all reports required by public disclosure or regulatory authorities.

B. Be the custodian of all funds and securities of the DPWC.

C. Implement processes that ensure the deposit and disbursement of the funds of the DPWC pursuant to the current budget and policies and procedures adopted by the DPWC and/or its Executive Board.

D. Prepare and distribute a written financial report to the Executive Board prior to each meeting of the WCCC.

E. Chair the Finance Committee.

F. Appoint an assistant treasurer with the approval of the Executive Board.

G. Perform such other duties as the chair, the WCCC or its Executive Board may delegate.

## **Article VI. Election of Officers**

### **Section 1.** Commissioner of Elections

A. The chair shall appoint a commissioner of elections with approval of the Executive Board.

B. The commissioner of elections shall chair the elections committee.

C. No candidate for election shall serve as a commissioner of elections.

### **Section 2.** Elections Committee

A. The elections committee will consist of three members appointed by the Executive Board.

B. The purpose of the committee is to accept and verify applications for Executive Board positions,

C. The elections committee shall resolve all disputes concerning voter eligibility.

D. The elections committee will facilitate the election process and assist the commissioner of elections as needed.

**Section 3.** The officers of the party shall be elected at a meeting of the WCCC in the second quarter business meeting of every odd-numbered year and shall take office immediately following the election. The elections shall be held according to Article VI. Section 4. Election Rules.

**Section 4.** Election of officers shall be governed by the following rules and others the WCCC may deem necessary to conduct fair elections.

A. All WCCC members shall be eligible to vote and votes shall be taken by secret ballot.

B. Each voter must sign a registry.

C. Nomination speeches for candidates shall be given equal time.

D. Anyone wishing to call for a recount must so advise the commissioner of elections immediately following the ballot count.

E. Anyone wishing to contest the election must do so in writing to the commissioner of elections no later than forty-eight (48) hours after the election.

F. For any office where there is single candidate, a voice vote may be taken.

**Section 5.** The nomination of candidates for leadership position in the DPWC shall be based on merit and ability, without regard to gender, race, national origin, sexual orientation, disability, or any other prohibited basis of discrimination as detailed in the state or national party charter or bylaws.

**Section 6.** Should an Executive Board position become vacant during mid-term, the Executive Board shall appoint a replacement to be ratified by the membership at the next meeting.

#### **Article VII. Advisory Committee**

**Section 1.** The advisory committee shall be composed of the chair or designated representative of any standing committees appointed by the DPWC Chair, a member of organizations chartered by the DNC, the chair or designated representative from any affiliated organization chartered by the DPWC, and the webmaster.

**Section 2.** Once a month, there shall be a joint meeting of the Advisory Committee and the Executive Board. The committee shall advise on matters of policy and activities of the DPWC Executive Board.

**Section 3.** The voting members are the members of the Executive Board. All other members serve as advisory members.

#### **Article VIII. Washoe County Central Committee (WCCC)**

**Section 1.** The WCCC shall be the governing body of the DPWC.

##### **Section 2.** WCCC Membership

A. The WCCC members shall be elected by a majority of those present during the DPWC convention. Members shall be elected to terms of two (2) years. They shall have an equal voice and vote.

B. WCCC members must reside within Washoe County. There will be elected one (1) member for every two hundred (200) registered voters in each assembly district in Washoe County as of January 1 of the convention year.

C. Members shall take office after the DPWC convention at which they were elected and serve until adjournment of the next succeeding convention.

D. WCCC member lists will be open for public view and open assembly district slots will be advertised before each Central Committee meeting for members' opportunities to be named to the WCCC.

E. All elected Democratic public office holders who reside in Washoe County shall be members of the WCCC.

### **Section 3.** Vacancies in the WCCC

A. Vacancies may occur in the WCCC from resignation, non-attendance, and change of residence to outside Washoe County, Nevada.

1. Resignation shall become effective immediately upon written notice given to the chair of the DPWC.
2. Any member who misses two (2) consecutive business meetings shall be considered to have vacated his or her membership unless prior written notification of legitimate reason for non-attendance is made and approved.
3. Removal from the WCCC shall become effective immediately upon the change of residence.

B. Process for filling vacancies of WCCC

1. Vacancies shall be filled at a regularly scheduled quarterly business meeting of the WCCC.

2. Members elected at one meeting are not eligible to vote until the subsequent meeting after the secretary has validated the new member's party affiliation.

**Section 4.** Removal for cause.

A. Grounds for removal

1. Change in party affiliation.
2. Active support of opposition party candidates in a partisan election where a democratic candidate is running.
3. Malfeasance.

B. Process for removal for cause

1. Call a WCCC meeting for the specific purpose of discussing the potential removal and the grounds for removal. A written fifteen (15) day notice shall be given to the members and the member whose removal is sought.
2. A two-thirds (2/3) vote of the WCCC members present at the meeting must be obtained.
3. All proceedings must adhere to the disciplinary procedures outlined in most recent edition of Robert's Rules of Order.

**Section 5.** Meetings

A. There shall be twelve (12) regular meetings of the DPWC per year. Four (4) of the meetings shall be designated as business meetings of the WCCC (one per quarter) and the annual county convention will be one of the four business meetings.

B. The chair or designee shall call the meetings.

C. Written resolutions and memorials must be submitted by a WCCC member in good standing fifteen (15) days prior to the meeting at which they will be considered.

D. A call for a business meeting shall be communicated to all WCCC members at least ten (10) days in advance of the meeting. Such notification shall include:

1. A proposed agenda.
2. Minutes of the previous WCCC business meeting.
3. Written copies of all resolutions, memorials, amendments and revisions to be considered.

E. Regular meeting locations for the WCCC shall be located at a site designated by the Executive Board.

F. A regular or special meeting may also be called and convened by the written request of either a majority of members of the Executive Board of the WCCC, or fifteen (15) percent of the WCCC.

G. All members of the WCCC shall have equal vote.

## **Section 6.** Committees

- A. The Chair of the DPWC shall appoint the chairs of the committees unless other wise designated in these bylaws with approval of the Executive Board.
- B. Committee chairs shall serve at the pleasure of the Executive Board.
- C. The committees shall meet at least quarterly.
- D. The committees shall report their activities and proposed activities to the Executive Board in writing at least quarterly.
- E. The committee chair or designee shall attend a minimum of fifty percent (50%) of all Executive Board/Advisory Committee meetings.
- F. Standing committees
  1. The Fundraising & Events Committee
    - a. The second vice chair of the DPWC shall chair the Fundraising & Events Committee.

b. The Fundraising & Events Committee shall propose methods of raising funds for the WCCC and, with the approval of the Executive Board, coordinate and implement fundraising plans.

## 2. The Finance Committee

a. The treasurer shall chair the Finance Committee in a non-voting capacity. Members of the Finance Committee will consist of the treasurer, DPWC chair, executive director, a general DPWC member, representatives from each affiliate group that contributes money to the DPWC, and other members as appointed by the treasurer and the DPWC chair. These other members will be individuals with fiscal or related financial expertise.

b. The Finance Committee shall meet quarterly.

c. The Finance Committee is responsible for providing advice and oversight on the financial policies and procedures of the DPWC. The Finance Committee will work to reduce operating costs and to contract and procure appropriate goods and services.

## 3. Rules and Bylaws Committee

a. The Rules and Bylaws Committee shall receive and consider all recommendations for adoptions of amendments to the charter and bylaws of the DPWC.

b. The Rules and Bylaws Committee shall conduct a study of the bylaws, rules and charter and make recommendations for amendment, extension, or other action subsequent to each DPWC convention.

## 4. Financial Review Committee

a. The Financial Review Committee shall be chaired by a past Executive Board officer or an appropriate member in WCCC appointed by the Executive Board and approved by the membership.

b. The Financial Review Committee may solicit external professional services, such as conducting a professional audit, and shall conduct a financial review of the books and records not more than once a year and always at the end of the treasurer's terms.

c. The Financial Review Committee shall report to the executive board and to the WCCC membership.

#### 4. Special Committees

a. The chair, with the approval of the Executive Board, may appoint special committees.

b. The Executive Board shall define the purposes of these committees and establish the duration of the committee tenure.

**Section 7.** The Executive Board may adopt additional written procedural rules consistent with the charter and bylaws for the conduct of meetings or the handling of special matters, or relating to the operation of other party organizations.

A. Any additional written procedural rules will be presented to the Executive Board for dissemination.

### **Article IX. Washoe County Caucus**

**Section 1.** There shall be a caucus in every even-numbered election year.

**Section 2.** The purpose of the caucus is twofold.

A. Nominate delegates to the DPWC convention held during an election year.

B. Nominate central committee members from each assembly district. The number to be elected is per Article VIII, Section 2, B.

**Section 3.** In the event there are not enough nominees from an assembly district, registered democrats at the caucus may be appointed as alternates. Alternates will have full voting privileges.

### **Article X. DPWC Convention**

**Section 1.** The DPWC convention is the highest authority of the DPWC, subject to the provisions of this charter and bylaws.

**Section 2.** The purpose of the convention shall be to adopt a DPWC party platform and to perform such functions as are inherent to such an organization.

**Section 3.** The DPWC convention shall be called by the chair and approved by the Executive Board once every two (2) years in even numbered years.

**Section 4.** The DPWC convention shall adopt its own permanent rules.

**Section 5.** The parliamentarian for the DPWC convention shall be appointed by the chair with approval of the Executive Board, must be a registered Democrat, and may not be a member of the executive committee, WCCC or any other organization affiliated with the DPWC.

## **Article XI. Affiliated Organizations**

**Section 1.** These organizations, along with the WCCC and the Executive Board, are authorized by state statute, charter or custom to function continuously and to govern the affairs and make policy for their individual organizations. All such organizations shall be constituted and shall conduct business according to this charter and bylaws; the Charter and Bylaws of the Democratic Party of the United States; Charter and Bylaws of the Nevada State Democratic Party; Nevada Revised Statutes; and, applicable federal election campaign laws.

**Section 2.** Any organization, club, publication, or entity using the name Democrat or Democratic or implying a relationship with the Democratic Party shall be subordinate to the DPWC and affiliated with the WCCC. Such organizations and clubs will be recognized and encouraged by obtaining written consent of their appropriate county central committee, but such consent may not be unreasonably withheld.

**Section 3.** Organizations chartered by national democratic organizations (e.g. The Young Democrats of Nevada and the Nevada Stonewall Democratic Caucus) will be recognized by the DPWC so long as that organizations goals and purposes align with those of the chartering organization and the DPWC

**Section 4.** Affiliate organizations are responsible to the WCCC and its Executive Board to provide regular, current information about their activities, membership plans and financial condition.

- A. The chair or designee of affiliate organizations shall attend fifty percent (50%) of the DPWC Executive Board/Advisory Committee meetings.
- B. The charter of each affiliated organization shall be reviewed and renewed by the Executive Board within three (3) months of the election of a new executive board. Affiliate organizations are encouraged to publicize their upcoming activities through the DPWC and, when practical, to the community of Democrats of Washoe County.
- C. Affiliate organizations' bylaws and changes to them must be reviewed by the DPWC Executive Board for compliance with the Charter and Bylaws of the Democratic Party of the United States, the Charter and Bylaws of the Nevada State Democratic Party and the Charter and Bylaws of the Democratic Party of Washoe County.
- D. Officers of affiliate organizations must be active registered Democrats.

## **Article XII. General Provisions**

**Section 1.** This Charter and Bylaws is intended to conform to the Charter, Bylaws and Rules of the Democratic Party of the United States and the Democratic Party of the State of Nevada. If parts of this charter are found to be in conflict with those charters and bylaws or other provisions pursuant to the authority of those charters, the applicable national provision shall govern.

**Section 2.** Except where explicitly provided in these charter and bylaws, all meetings of the WCCC, the joint meeting of the Executive Board and Advisory Committee, and all other democratic organizations shall be open to the public unless voted into executive session. All party organizations shall keep a record of its proceedings and make that record available upon request.

**Section 3.** The DPWC shall provide elected representation to the NSDP's Steering Committee and the Central Committee per guidelines of the NSDP.

**Section 4.** The WCCC shall publish and maintain current copies of this charter and bylaws and make them available on request.

**Section 5.** In the absence of other provisions, Robert's Rules of Order (as most recently revised) shall govern the conduct of all Democratic Party meetings.

### **Article XIII. Amendments**

**Section 1.** Process for amending the Charter and Bylaws of the Democratic Party of Washoe County

- A. This charter and bylaws may be amended by affirmative vote of a majority of the membership present and voting at a general meeting of the WCCC.
- B. An amendment must be proposed in writing by a member of the WCCC at least sixty (60) days prior to a scheduled meeting.
- C. The proposed amendment must be published in full on the DPWC web site and be available for review at the DPWC office.
- D. Amending a proposed amendment to the charter and bylaws at a WCCC meeting shall require no notice and may be accomplished by a majority vote of those present in person and voting.
- E. An amendment to the charter and bylaws adopted by the WCCC shall be subject to ratification by the next WCCC meeting.
- F. Newly adopted or amended provisions of this charter and bylaws shall take effect immediately after the WCCC meeting where they are adopted or ratified.

**Section 2.** The DPWC shall maintain copies of the current Charter and Bylaws of the Democratic Party of Washoe County and shall make them available upon request.

Adopted 1/10/12