

BYLAWS OF THE WARD 2 DEMOCRATS

PREAMBLE:

We, registered Democrats, living in Ward 2 of the District of Columbia, state that we have an interest in the present and future elected leadership of our community and have an abiding belief in the democratic process. Because our strength begins with the participation of citizens, an organization is hereby established. To that end, the following Articles are adopted as the Bylaws of the Ward 2 Democrats.

ARTICLE 1: NAME/BOUNDARIES/FISCAL YEAR

- Sec. 1. The name of this not-for-profit organization is the Ward 2 Democrats, Inc., herein referred to as "W2D."
- Sec. 2. The boundaries of W2D shall be those designated as Ward 2 in the District of Columbia by the D.C. Board of Elections and Ethics.
- Sec. 3. The fiscal year of W2D shall begin on January 1 and shall end on December 31 of every calendar year.

ARTICLE II: PURPOSE/MEMBERSHIP CRITERIA/MEMBERSHIP RESPONSIBILITY

- Sec. 1. The purposes of W2D shall be:
- A. To unite all voting and registered Democrats living in Ward 2;
 - B. To consider and take action, when appropriate, regarding matters affecting the political and civic interests of the residents of Ward 2;
 - C. To promote participation in the democratic process through the registration and education of potential voters; and,
 - D. To endorse and foster the election of Democratic candidates in general and primary elections.
- Sec. 2. A member of W2D shall be registered as a democrat in Ward 2, shall reside in Ward 2. Any person who resides in Ward 2 and is registered to vote as a Democrat in Ward 2 shall be considered a member. No person who meets the above criteria shall be denied membership in W2D by reason of race, national origin, religious belief, age, gender, gender identification, sexual orientation, or by other means as prohibited by law in the District of Columbia.

ARTICLE III: ORGANIZATION STRUCTURE/COMPOSITION AND JURISDICTION

- Sec. 1. The organizational structure of W2D shall consist of the W2D Commission, the W2D Executive Committee, and the general membership.
- Sec. 2. The Commission shall consist of the regularly elected officers of W2D and one precinct representative from each Ward 2 precinct. In addition, the following shall be voting members of the Commission: the elected D.C. Councilmember for Ward 2, if a Democrat; and representatives to the D.C. Democratic State Committee who are either elected exclusively by residents of Ward 2 to represent Ward 2 on the D.C. Democratic State Committee or are At-Large Ex Officio members on the D.C. Democratic State Committee who reside in Ward 2. The Commission shall be the governing body of W2D, and it shall take recommendations to the membership and execute policy adopted by the membership. Each person who is a member of W2D Commission shall have one vote, even though a person may be a member of the Commission in more than one capacity.
- Sec. 3. Voting members of the Executive Committee shall consist of the officers of W2D, Chairpersons of Standing Committees, and, at the discretion of the Commission, the Chairpersons of Ad Hoc Committees. Chairpersons of Ad Hoc Committees shall serve on the Executive Committee as ex-officio, non-voting members at the discretion of the Chairperson. The Executive Committee shall be responsible for conducting the ongoing business of W2D.

ARTICLE IV: OFFICERS, TERMS OF OFFICE, VACANCIES, REMOVAL, PRECINCT REPRESENTATIVES, AND DIRECTORS

- Sec. 1. The elected officers of W2D shall be the Chairperson, the Vice-Chairperson, the Recording Secretary, the Corresponding Secretary and the Treasurer. Each officer must be a registered Democrat who resides in Ward 2. All officers shall perform the duties defined in the Bylaws. For corporate and other purposes, the officers of W2D shall comprise the Board of Directors.
- Sec. 2. The officers of W2D shall be elected every two years, in odd numbered calendar years, for a two-year term or until their successors are elected and qualified.

Sec. 3. Duties of Officers.

A. The Chairperson. The duties of the Chairperson shall be to preside over all meetings of the Commission, the Executive Committee, the W2D Convention, and all other W2D meetings. The Chairperson shall be the Chief Executive Officer of W2D. The Chairperson shall sign and execute, in the name of W2D, instruments authorized by the Commission, except in those cases where these Articles forbid or where these Articles assign such duties to some other officer or agent.

B. The Vice-Chairperson. The Vice-Chairperson shall act in the absence of or at the request of the Chairperson, and shall be responsible for all non-monetary assets of the organization.

C. The Recording Secretary. The duties of Recording Secretary shall be to keep a record of all the proceedings of W2D; to maintain all official documents, records, and rosters; to maintain and keep current the official membership roll call and call the roll where it is required; to make the records available to members on request; to supply delegates with appropriate credentials; and to sign all certified copies of acts of the organization.

D. The Corresponding Secretary. The duties of the Corresponding Secretary shall be to notify officers, Commission members and delegates of their election or appointment; to send notices of all meetings; and to maintain the general correspondence of the organization.

E. The Treasurer. The duties of the Treasurer shall be to hold the funds of the organization and to pay them upon proper authorization; to make a financial report to the Commission at each regular meeting and to provide for inclusion in the record of the proceeding a copy of the most recent bank statement(s) for the accounts in which the funds of W2D are held; to file official financial reports as required by the Office of Campaign Finance; and to collect and be held accountable for monies raised through all sources. All disbursements shall be authorized specifically by action of the Commission or the Executive Committee. All funds held within checking and savings accounts on behalf of the organization shall require the signature of the Chairperson or the Vice-Chairperson and the Treasurer for withdrawal. All funds of the organization shall be deposited to the credit of W2D in such banks, trust companies and other depositories as the Executive Committee may select. In the event of a dissolution of W2D, the Treasurer shall prepare and submit to the Commission a plan for distribution of assets.

Sec. 4. Any vacancy occurring among the officers or the Ward 2 Representatives to the D. C. Democratic State Committee more than sixty (60) days prior to the W2D Convention, whether by death, resignation, incapacity, removal, or otherwise, shall be filled by the Commission. A vacancy shall be declared by the Chairperson when an officer or member of the Commission no longer lives in Ward 2 or due to absence from three consecutive meetings of the Commission.

Sec. 5. Removal of Officers. An officer of W2D may be removed from office for malfeasance, misappropriation, neglect of duty, or whose actions are found to be to the detriment of W2D. For removal to occur, there must be a three-fourths (3/4) affirmative vote of the full membership of the Commission. Any member of W2D can file a complaint with the Commission which call for the removal of an officer. A removal vote requires fourteen (14) days notice of the time and place of the meeting of the Commission at which the removal will be considered. At such meeting, the officer against whom charges have been made shall be given a reasonable opportunity to be fairly heard by the Commission regarding the charges. In any case where an officer is removed which such officer was not present during such removal, the Corresponding Secretary shall notify the officer removed, in writing, which shall state the cause of such removal, within fourteen (14) days thereafter. Such notification shall in any event be forwarded to the officer's last known address via registered mail.

Sec. 6. Precinct Representatives.

A. Each Precinct in Ward 2 shall elect on Precinct Representative who shall serve on the Commission, and one alternate Precinct Representative who, in the absence of the Precinct Representative shall be: (1) entitled to attend Commission meetings as a voting member and (2) counted for purposes of a quorum. The Precinct Representative and alternative Precinct Representative shall be elected every two years, in odd-numbered calendar years, for a two-year term. The election shall be held at the same time of the W2D Convention or take place within sixty (60) days subsequent to the W2D convention. The officers and the Ward 2 Democratic State Committee members shall be responsible for conducting these elections. Regular attendance at W2D meetings is required of Precinct Representatives.

B. A Precinct Representative seat may be declared vacant by the W2D Executive Committee if the Precinct Representative no longer represents the Precinct because of death, resignation, incapacity, removal, relocation out of the Precinct, or otherwise; or is shown not to carry out the responsibilities of his/her position, including absence from three consecutive meetings of the Commission. The procedures for removal of a precinct Representative shall be the same as those set forth in these Bylaws.

C. A vacant Precinct Representative seat may be filled by the Chairperson of W2D with the approval of the Executive Committee. Such appointed person shall serve as Precinct Representative until a special election is held to elect a

new Precinct Representative. Such election must occur not more than sixty (60) days following the declaration of such vacancy. A date, time and place for such election shall be set by the W2D Executive Committee.

D. A Precinct Representative may be removed from office for malfeasance, misappropriation, or neglect of duty, or if they are unable to carry out their duties because of repeated absences. A vote for removal may take place at any meeting of the Commission. No vote for removal shall be taken unless the Precinct Representative has been given at least fourteen (14) days advance notice and the time and place of the meeting at which the removal vote will be considered. The Precinct Representative shall be given a reasonable opportunity to provide testimony to the Commission, either orally or in writing. If the Precinct Representative in question is not in attendance at the meeting, the results of the vote for removal will be forwarded to the Precinct Representative's last known address by registered mail.

ARTICLE V: MEETINGS/QUORUM/PROXIES

Sec. 1. The Commission shall convene at least one General meeting for the membership in even numbered years, and one Convention for the membership in odd numbered years.

A. All General Meetings and Conventions will be called by the Commission at a time and place designated by the Commission. All W2D members shall be entitled to participate. Notice of the agenda shall be provided to W2D members upon request at least two weeks in advance; public notice shall be made through appropriate media outlets as determined by the Commission. The meetings shall be open to the public. A quorum for General meetings, Conventions and Endorsement meetings shall exist when there is present: (1) fifty (50) members and, (2) at least one member from at least 50% of the Ward 2 Precincts.

B. The Convention shall have the responsibility of electing the officers of W2D. It shall also adopt a platform for implementing designated goals and programs.

C. General Meetings and Conventions may adopt resolutions on legislation, programs and the endorsement of candidates.

Sec. 2. The W2D Commission shall meet at least five times a year, and more frequently if necessary, at a time and place designated by the Chairperson. A quorum of the Commission shall consist of 1/3 of its members. Special meetings of the Commission shall be called by the Chair or upon the petition of ten (10) members of the Commission. Notice and an agenda of all meetings of the Commission shall be provided to all Commission Members seven days prior to each meeting.

Sec. 3. The Executive Committee shall meet at the call of the Chairperson or at the direction of two-thirds (2/3) of its members. A quorum of the Executive Committee shall consist of one-third (1/3) of its members. Notice of all Executive Committee meetings shall be given to all members at least forty-eight (48) hours prior to the meeting unless an emergency dictates less notice is warranted.

ARTICLE VI: ELECTIONS/VOTING

Sec. 1. The officers of W2D shall be elected at the Convention for a two-year term by secret ballot or as established by the rules of the day.

Sec. 2. The Precinct Representatives from each of the Ward 2 Precincts shall be elected by majority vote for a two-year term beginning in odd-numbered years, at a Precinct caucus convened by the Commission. The voting shall take place in a public place. This place need not be located within the Ward. These elections will be held in accordance with the rules and procedures established for Precinct Caucuses. The person receiving the most votes will be certified by the officers of W2D as the winner, pending the resolution of any legitimate challenge.

Sec. 3. Voting in General meetings and conventions shall be limited to W2D members in good standing, pursuant to Article II, Section 2, of these By-Laws. Voting shall be based on the "one person one vote" principle. Proxies shall not be allowed.

Sec. 4. Voting in Precinct caucuses shall be limited to those members of W2D residing in the Precinct.

ARTICLE VII: ENDORSEMENT OF CANDIDATES AND POSITIONS ON ISSUES

Sec. 1. W2D may endorse candidates. Procedures for endorsement shall be provided by the W2D Commission. An endorsement by the membership of W2D means that W2D will support the candidacy of the person or persons endorsed with the resources at the disposal of W2D as determined by the Commission.

Sec. 2. W2D may endorse positions on political and civic issues affecting the citizens of Ward 2, as appropriate to the mission of W2D. Prior to a position being taken, notice to the members of the Commission must be provided as part of a routine meeting and agenda notice. Should an issue be presented at a meeting of the Commission, which has not been previously

noticed and, following discussion, the attendees wish to recommend a position be taken by the Commission, such position must be formally adopted within five (5) working days of said meeting, by a vote of the Commission. Such a vote may be conducted by email, web voting, telephone, or facsimile. The results of the vote must be reported to the Commission within a timely manner.

ARTICLE VIII: COMMITTEES

Sec. 1. The following shall be Standing Committees:

A. The Finance Committee shall be charged with financial management of W2D.

B. The Rules Committee shall be charged with interpreting any ambiguities in the governing documents; receiving, reviewing, and forwarding proposed amendments; gathering facts and making recommendations to the Commission concerning any challenged election; and other matters as referred by the Chairperson, Executive Committee, or Commission.

C. The Political Education and Voter Registration Committee shall be charged with voter registration and education relate to issues affecting the civic and political interest and welfare of the residents of Ward 2. The Committee shall also research and evaluate various issues and make recommendations for appropriate actions to the Commission.

Sec. 2. The chair and voting members of each Standing Committee shall be selected by the Chair of W2D with approval of W2D Commission. At least once annually, Standing Committees shall report to the Commission, to the W2D Convention, and may report to any W2D General Meeting.

Sec. 3. Ad Hoc Committees shall be created as needed. The chair and members of any Special Committee shall be appointed by the Chair of W2D. Ad Hoc Committees may be called upon to present reports during W2D meetings.

ARTICLE IX: PARLIAMENTARY AUTHORITY

Sec. 1. The procedures detailed in the current edition of Roberts' Rules of Order, Newly Revised, shall govern W2D in all cases where they are applicable and where they are not inconsistent with these Articles and any special rules of a order W2D may adopt.

Sec. 2. The Chairperson of W2D may appoint a Parliamentarian to provide advice on parliamentary law and procedure.

Sec. 3. The Chairperson of W2D may appoint a *Sergeant-at-Arms* to maintain order during meetings.

ARTICLE X: AMENDMENTS

Sec. 1. Proposed amendments must be referred in writing to the Rules Committee at least sixty (60) days in advance of the next scheduled General Meeting or Convention for appropriate action. All amendments to these articles must be approved by a majority voted of those members of W2D present at a W2D General Meeting or Convention. Written notice of the General Meeting or Convention and that there will be Constitution and By-Laws changes considered must be provided to all members in good standing consistent with the notice requirements of these By-Laws.

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