

# **BYLAWS of the WELLSTONE DEMOCRATIC RENEWAL CLUB**

## **Article I Organization**

The "Wellstone Democratic Renewal Club" (hereinafter the WDRC or the Club) is an unincorporated association chartered by the Alameda County Democratic Central Committee.

## **Article II Statement of Purpose**

The WDRC is an activist Democratic Party club in the East Bay of the San Francisco Bay Area.

We:

- Advance an agenda of economic, racial, and social justice; environmental sustainability; peace; and democracy.
- Support and participate in grassroots initiatives that further these goals.
- Endorse and help to elect candidates who will represent these values in public office.
- Join in building a progressive majority in the United States.

We serve as a bridge between social justice movements and electoral and legislative politics.

Through our monthly public forums, our committees and task forces, and our coalition efforts, we aim to create common ground for advocates of racial and gender equity, affordable housing, public education, climate change action, immigrant rights, universal health care, voting rights, LGBTQ rights, disability rights, and other social justice issues.

We back efforts to challenge the power of corporations and the super-rich, to shift national resources from the military–industrial complex, and to redirect our foreign policy from intervention to international cooperation.

We collaborate with other Democratic clubs as well as regional and national organizations to promote an effective progressive agenda.

## **Article III Membership, Dues, and Voting Privileges**

**Section 1.** Membership is open to all persons, including those under the age of voting registration, who subscribe to our policies and purposes and who wish to give assistance to the advancement of our principles.

### **Section 2. Dues**

- a) Annual Dues. Membership dues shall be paid at the time of joining the Club and then shall be due every 12 months. Dues may be determined once per year by the Coordinating Committee.
- b) Sustaining Dues. A Sustaining Member is one who participates in an ongoing automatic monthly sustainer.

**Section 3. Member in Good Standing:** A member qualifies as a member in good standing from the date they pay their dues or until the expiration of the three-month grace period following their dues expiration.

### **Section 4. Voting Privileges**

- a) All members in good standing are eligible to vote on all Club matters, with three exceptions that require having been a member for at least three consecutive months: endorsements, election or removal of Club Officers, and changes to or waiving of the Bylaws.
- b) If lapsed in dues for less than three months, members must renew their membership at any time up to and including the day of a meeting in order to be eligible to vote at that meeting.
- c) If lapsed in dues for more than 3 months, members must renew their membership at least three months before a meeting in order to be eligible to vote at that meeting.

**Section 5.** Dues may be waived in cases of hardship as the Coordinating Committee determines.

## **Article IV Club Meetings**

The Club’s stated character and mission—of democracy and renewal—depend on the active and informed participation of its members and on strong connections with the broader progressive movement. This frames the Club’s approach to our meetings.

### **Section 1. General Meetings**

General Meetings of the Club typically consist, in some mixture, of Club business, announcements and reports from committees and Club members, speakers, panels, and discussion. These meetings are open to all Club members, the progressive community, and the general public.

- a) General Meetings are scheduled by the Coordinating Committee (Article VII) at least six times in a calendar year. Except under special circumstances, they are to be scheduled on the same day of the month (e.g., the fourth Thursday) and at the same time and place. However, the dates and times of the meetings can be changed by a majority of the CC.
- b) The Coordinating Committee (CC) has the responsibility for planning and organizing the main topic(s) for General Meetings. Club members are encouraged to propose topics to the CC (via any CC member) and to help organize the program. From time to time, the CC may plan a meeting that involves political and organizational discussion without a speaker or focused agenda
- c) The CC will develop the detailed agenda for General Meetings. Club members may request that shorter items be added. Such requests should be made to a CC member at least two weeks before the meeting. Emergency items may be added to the agenda at any time.
- d) It is the responsibility of the CC and the Communications Coordinator to publicize these meetings to the membership and the broader community.

### **Section 2. Endorsement Meetings**

Endorsement Meetings are meetings in which eligible members of the Club (Article III) vote to endorse candidates in primary and general elections and take positions on ballot

measures. The procedures for the endorsement process are specified in Article X. These meetings are open to all Club members and the broader community.

### **Section 3. Member-Organized Meetings**

If Club members have concerns or topics not being addressed in the General Meetings organized by the CC, they may organize and announce to the membership additional meetings.

### **Section 4. Meetings of the Coordinating Committee and Other Subgroups of the Club:**

These are discussed in Articles VII and VIII.

## **Article V Procedure**

**Section 1.** Club meetings will be conducted in a spirit of promoting consensus and inclusivity.

**Section 2.** All voting procedures are described in Article X.

**Section 3.** The Club will, generally, follow Roberts Rules of Order in the conduct of its formal business. However, the Chair of a General Meeting may call for informal discussion when appropriate.

## **Article VI Club Officers and Their Duties**

**Section 1.** Club Officers may include the following elected and appointed positions. A member can hold more than one position:

### Elected Officers

1. Administrative Coordinator
2. Treasurer
3. Membership Coordinator
4. Local Organizing Coordinator
5. State Organizing Coordinator
6. National Organizing Coordinator
7. Recording Secretary

### Appointed Officers

8. Communications Coordinator
9. Fundraising Coordinator
10. Political Action Committee (PAC) Treasurer

**Section 2.** Elected Officers shall serve two-year terms. They shall be elected (and can be re-elected) via the process detailed in Article X. Appointed Officers shall be chosen by majority vote of the Coordinating Committee and have no set term.

**Section 3.** All Officers shall serve on the Coordinating Committee (see Article VII). Additional duties of particular Officers are as follows:

### **1. Administrative Coordinator**

- a) Produce the agendas for General Meetings, in consultation with the monthly Chair (see Article VII, Section 3, m) and other CC members.

- b) Assist with internal Club communication.
- c) Coordinate the processes of scheduling and planning Club meetings and other Club events.
- d) Monitor the progress of tasks and responsibilities undertaken by other CC and Club members and help facilitate their completion.
- e) Receive and process requests and questions sent from the outside to the Club.

## **2. Treasurer**

- a) Maintain the Club's checking account.
- b) Be the main signer on the account and assign another Club member to be a co-signer for when needed.
- c) Write all checks for the Club (other than those from the Club's Political Action Committee account).
- d) Produce monthly accounting reports for the CC and for inclusion in the members' agenda packet for General Meetings.
- e) Maintain a binder of monthly bank statements, Vanco statements, accounting reports, receipts for expenses, and bank deposit slips.

## **3. Membership Coordinator**

- a) Maintain and update the Club's membership list, which includes monitoring the current state of dues payment by members.
- b) Provide for the check-in table at the General Meetings the current list of member names and dates their dues expire, and arrange table staffing. Ask for membership renewals if needed.
- c) Provide the meeting Chair information on the presence or absence of a quorum.
- d) Prepare and collect non-member sign-in sheets at the General Meetings and forward them to the Communications Coordinator for outreach.
- e) Maintain the "office box," which contains the materials for the check-in table, including the collection buckets.
- f) Provide the membership list to CC members, but only for the purpose of contacting members concerning Club business or for other purposes approved by the CC. The membership list is the property of the Club and may be used only as specified in these bylaws.
- g) During election cycles, provide to any Club member who requests it, a current list of the names of Club members eligible to vote on endorsements, but without members' confidential contact information. The sole purposes for which such requests are allowed are that the member wishes to enlist support for a proposed addition to an endorsement list or to identify someone who can carry a proxy vote for the member. Members may opt not to have their names distributed to other members by asking the Membership Coordinator to remove them from any list generated for this use.

- h) Deliver the list of Club members to the Chartering Organization at the time and in the form requested.

#### **4, 5, & 6. Local, State, and National Organizing Coordinators**

- a) Research issues and candidates and provide background information to the CC, the relevant Club committees and task forces, and the Club membership.
- b) Recommend actions, resolutions, and endorsements to the CC, the relevant committees and task forces, and the Club membership, and coordinate these efforts as needed.

#### **7. Recording Secretary**

- a) Take minutes of significant actions, decisions, and developments at all CC and General Meetings. If unable to attend a particular meeting, delegate another CC member to fill in.
- b) Record, with the assistance of other CC members, any significant actions and decisions taken by the CC between meetings (by email or other means).
- c) Submit a short, written report, drawing on these minutes and records, to the Communications Coordinator for inclusion in the next email newsletter to the membership and on the Club website.
- d) Present a brief oral report at the next General Meeting, covering the significant actions and decisions taken by the CC since the last General Meeting.
- e) Maintain an ongoing file of these minutes, records, and written reports.

#### **8. Communications Coordinator**

- a) Send out periodic email newsletters and other Club announcements to the membership, with information about upcoming Club and committee meetings and other events, new decisions or actions taken by the CC or the Club, and other appropriate information. Other CC or Club members shall forward relevant information to the Communications Coordinator.
- b) Maintain and update the Club website with similar information and other appropriate features.
- c) Monitor and update the Club's social media presence.
- d) Handle press releases and other communications with the press.
- e) Oversee other internal and external communications for the Club

#### **9. Fundraising Coordinator**

#### **10. Political Action Committee (PAC) Treasurer**

- a) File all statements with FPPC and FEC. Research filing requirements for higher donation levels.
- b) Maintain bank reconciliation for PAC bank account
- c) Liaise with online donation platforms.

- d) Produce quarterly financial statements to meet state/federal requirements and provide a copy to the CC.
- e) Maintain financial records including bank statements, expense receipts, donor information as required by election laws.

## **Article VII Coordinating Committee**

**Section 1.** The Coordinating Committee (CC) is the organizational and political leadership body of the Club. It consists of the Elected and Appointed Club Officers, up to four elected At-Large Representatives, a representative chosen by each standing Club committee, and with CC approval, a representative from each current task force and from each significant Wellstone contingent of a larger coalition group. Like the Elected Officers, the At-Large Representatives shall serve for a term of two years, and can be re-elected. (The election process is detailed in Article X.) The representatives from the various subgroups shall serve for as long as the subgroup chooses.

**Section 2.** Decisions of the CC shall be by consensus (when possible or achievable) or by majority vote, unless otherwise specified.

**Section 3.** The CC as a whole has the following functions and responsibilities:

- a) Organize and coordinate political work of the Club, including its participation in the larger Democratic Party and the broader progressive movement.
- b) Plan and organize the Club's General Meetings, endorsement process, and major events.
- c) Prepare and/or approve proposals for other policies, activities, and projects of the Club.
- d) Prepare resolutions for approval by the Club membership. Approve resolutions proposed by other Club members and Club subgroups and submit to the membership. If a proposed resolution requires timely final approval before the next General Meeting or is clearly consistent with Club goals and values, the CC may approve it in the name of the Club.
- e) Act for the membership between General Meetings in other ways, as needed, making decisions that are time-limited, minor, and/or clearly consistent with Club goals and values
- f) Determine what measures to take if Club members act publicly in ways inconsistent with Club goals and values while purporting to represent the Club or to have the Club's approval.
- g) Propose and/or approve new Club committees and other formal subgroups (see Article VIII).
- h) Manage Club finances and authorize Club expenditures up to \$250. Submit proposed expenditures exceeding \$250 for approval by the Club membership.
- i) Approve major Club communications and outreach materials.

- j) Designate a Parliamentarian who will provide expert input, at General Meetings, concerning Robert's Rules of Order.
- k) Designate a Chair and Co-Chair for each General Meeting. The designated Chair also shall prepare the agenda for and chair the CC meeting immediately prior to that General Meeting.

**Section 4.** The CC normally meets monthly. These meetings will be announced well in advance on the Club website and in email communications and are open to all Club members. Announcements will include contact information for finding out the meeting location. Nonmembers may attend if approved by the CC.

## **Article VIII Other Club Committees and Formal Subgroups**

**Section 1.** Standing committees are those approved by the CC. Typically they address a broad area of concern such as Education or Peace, and they may work cooperatively or in coalition with other organizations. Each standing committee shall designate a representative to serve on the CC.

**Section 2.** Club members are encouraged to form issue/project task forces with a more specific focus than the committees. Such task forces must present a description of their issue or project to the CC for approval. The CC will decide whether a particular task force may designate a representative to serve on the CC.

**Section 3.** If Wellstone members are a significant contingent within a coalition group, they may, at the discretion of the CC, be considered a formal Wellstone subgroup and be invited to choose a representative to serve on the CC.

**Section 4.** Meetings of standing committees and other formal subgroups of the Club will be held at such times, places, and intervals as are determined by their membership. The subgroup's Chair or representative shall give the Communications Coordinator timely advance notice of these meetings, for publicizing to the membership. These meetings are open to any Club member and to nonmembers if invited by a Club member.

**Section 5.** The CC has ongoing oversight over Club committees and other formal subgroups to assure that their policy decisions and actions reflect the goals and values of the Club.

**Section 6.** Representatives of the committees and other subgroups may report briefly at the monthly General Meetings about their activities and should keep the Communications Coordinator updated so that s/he may include this information in Club emails and on the website.

## **Article IX. Quorum**

**Section 1.** A quorum for votes by the membership is defined as 10% of members with voting eligibility. All votes by the membership on elections and endorsements will require a quorum.

**Section 2.** The Membership Coordinator will provide a count to assure quorum prior to voting at a General Meeting.

**Section 3.** Any member may call for a quorum count prior to commencement of voting.

**Section 4.** All votes by the Coordinating Committee will require a quorum of at least 50% of the Elected Officers.

## **Article X. Voting/Elections/Endorsements**

**Section 1.** The membership of this Club may endorse any issue, ballot measure, and candidate for any office. To be eligible for endorsement a candidate must be a registered Democrat and/or running in a partisan Democratic primary. Important criteria to be considered in any nonpartisan races will be sharing this Club's values, agreement with the Club's platform, and a commitment to an ongoing working relationship with a grassroots constituency.

**Section 2.** Voter eligibility is described in Article III, Section 4.

### **Section 3. Election Procedures**

#### **a) Election of Club Officers and At-Large Representatives**

The Club's Elected Officers and the At-Large Representatives on the CC shall be chosen by Club members with voting eligibility who attend the election meeting. (See Article VI, Section 2 for the selection of Appointed Officers).

1. Starting at the November General Meeting, the CC will publicize a call for nominations for the positions to be voted on in January. Nominations (including self-nominations) may be submitted by email to the Administrative Coordinator up to two weeks before the January election. Incumbents may run for re-election.
2. At each January General Meeting, half of the Club Officer positions and half of the At-large Representative positions will be voted on. The first set of positions up for vote will be Administrative Coordinator, Recording Secretary, National Organizing Coordinator, and up to two At-Large Representatives. The subsequent set will be Treasurer, Membership Coordinator, Local Organizing Coordinator, State Organizing Coordinator, and up to two At-Large Representatives. Candidates will speak briefly to the membership and the eligible voters will mark their choice on a secret ballot. For each position, the candidate(s) with the highest number of votes will thereby be elected. The newly elected candidates will start their terms of office immediately

#### **b) Resignation of Officers**

1. In the case of a resignation of an Officer, a temporary replacement can be named by the CC to serve until the next General Meeting. The CC will publicize a call for nominations for the position to be filled.
2. At the next General Meeting a permanent replacement Officer will be elected by secret ballot with the highest number of votes and will serve until the next regular election for that position.

3. The term period shall not change

**c) Removal of Officers**

1. A proposal for removal of an Officer shall be made by the CC or by a member with voting eligibility at least 10 days prior to a General Meeting and must be supported by 10 members with voting eligibility.
2. The removal procedure will begin at the General Meeting with a 3/4 majority vote by members with voting eligibility who are present to consider the resolution.
3. The removal procedure will be completed with a final vote at the next General Meeting with a 3/4 majority vote by members with voting eligibility who are present. If the Officer is removed, the CC can name a temporary replacement and will publicize a call for nominations for a permanent replacement.
4. A permanent replacement Officer will be elected at the next General Meeting by secret ballot with the highest number of votes and will serve until the next regular election for that position.
5. The term period shall not change.

**d) Voting on Club Business**

1. In all votes by the Club membership a quorum is required for the vote to proceed.
2. An amendment, revision, or waiver of the Bylaws shall be by a 2/3 majority vote of members with voting eligibility who are present.
3. On all other Club business, except for election or removal of Club Officers or endorsements, decisions will be made by a majority vote of members in good standing who are present.

**e) Consent Agenda for Endorsement Meetings**

1. The purpose of the Consent Agenda is to group together items thought to be noncontroversial for a single vote.
2. At least two weeks prior to an Endorsement Meeting, the Coordinating Committee will prepare a list of candidates and ballot measure recommendations to be endorsed by means of the Consent Agenda.
3. At the Endorsement Meeting, any Club member who is eligible to vote may move to remove an item from Consent. If seconded by 10 members with voting eligibility, the motion passes, and the item in question is removed from Consent.
4. Items taken off Consent are placed by the Chair further down the agenda, or by the Chair's discretion taken up at a later meeting.

5. Voting on the Consent Agenda then will be conducted by a show of hands of members with voting eligibility. A vote of 60% is required to pass the Consent Agenda items.

**f) Scheduling and Organizing Endorsement Meetings**

1. Endorsement Meetings should be held at least two months before the election in question in order to provide sufficient time for political organization on behalf of the endorsed candidates and to take into account that vote-by-mail ballots are sent out approximately six weeks before the election.
2. In order to prepare for an Endorsement Meeting, the CC should hold an open and publicized meeting as soon as possible after the date of the close of filing for the election in question, typically three months before the date of the election. The purpose of this meeting is to construct the agenda for the Endorsement Meeting, including reviewing and making recommendations on ballot propositions, deciding which offices will be considered, and determining which items are appropriate for the Consent Agenda.
3. For all races in which the Club will be considering an endorsement, all candidates who are eligible to be endorsed by the Club will be placed on the ballot and invited to speak to the Club membership. The CC may require advance notice that a candidate may wish to speak. The CC shall make all reasonable efforts to notify candidates of the deadline.

**g) General Procedures for Endorsements**

1. Voting in all endorsements other than the Consent Agenda will be by secret ballot.
2. All endorsement votes will include No Endorsement as an option on the ballot.
3. Ballots which leave a race or measure blank shall not be counted towards determining the threshold for reaching endorsement in that race or measure.
4. When tallying ballots with errors or corrections, the tabulators shall endeavor to follow the implied intent of the member.
5. Before voting on endorsements commences, Club members are to be instructed that they should rank only those candidates that they are comfortable with the Club endorsing, and that they should not rank any candidates that they wouldn't want the Club to endorse.
6. If a candidate who was endorsed by the Club in a primary election advances to the general election, they shall be the endorsed candidate by the Club in that race. If no candidate was endorsed by the club in a primary election, or the Club's endorsed candidate fails to qualify for the general election, the Club may consider the race for endorsement again for the general election.

## **h) Recommendations on Ballot Propositions**

1. For each ballot proposition, the ballot shall list Support, Oppose, and No Recommendation as options.
2. Members shall vote for only one of the three options.
3. In order for a recommendation to be made, a position (Support or Oppose) must receive 60% of the votes cast. Otherwise, no recommendation is made.

## **i) Endorsements in Single Seat Elections without Ranked Choice Voting**

1. For those elections with only one winner that do not use ranked choice voting, including the primaries for such elections, the ballot will list all of the eligible candidates as well as No Endorsement.
2. Members may rank as many or as few options as they like.
3. Only one candidate may be endorsed.
4. **Initial Allocation**
  - a. Ballots will be allocated to candidates and No Endorsement based on first preferences.
  - b. If any candidate receives 60% or more of the vote, they are endorsed.
  - c. If no candidate receives 60% or more of the vote and more than one candidate remains, proceed to Elimination and Reallocation.
  - d. If no candidate receives 60% or more of the vote and no other candidates remain, counting stops. No Endorsement is the result.
5. **Elimination and Reallocation**
  - a. Eliminate any candidates with no votes. Then eliminate the lowest place candidate.
  - b. When a candidate is eliminated, any ballot that they received is reallocated to the next eligible option that the member listed.
  - c. Once a candidate is eliminated, they are ineligible to receive reallocated votes.
  - d. No Endorsement may never be eliminated, and is always eligible to receive reallocated votes.
  - e. If a ballot is exhausted (i.e. all ranked choices have been eliminated), that ballot is discarded for that round, but is still counted towards the 60% threshold.
  - f. If a candidate has now received 60% or more of the vote, that candidate is endorsed.
  - g. If no candidate receives 60% or more of the vote and more than one candidate remains, repeat this step.

- h. If no candidate receives 60% or more of the vote and no other candidates remain, stop counting; No Endorsement is the result.

**j) Endorsements in Single Seat Elections with Ranked Choice Voting**

1. For those elections with only one winner that use ranked choice voting, the ballot will list all of the eligible candidates as well as No Endorsement.
2. Voters may rank as many or as few options as they like.
3. Counting the ballots will proceed the same as in single seat elections without ranked choice voting, except that once a first-place endorsement is made a second and third place endorsement are possible.
4. If and when a first-place endorsement is made, recollect all ballots, including previously exhausted and discarded ballots. Before initial allocation, eliminate the first-place endorsed candidate.
5. Proceed with counting using the “Initial Allocation” and “Elimination and Reallocation” procedures from above with all other candidates eligible to receive votes, including previously eliminated candidates other than the first-place winner.
6. If a second-place endorsement is made, repeat this process and eliminate both the first and second place endorsed candidate.
7. If at any point No Endorsement is reached, do not proceed.
8. If a second or third place endorsement is made, said candidates must specify that they are the second or third place endorsement in any communication, written, verbal, or otherwise, that touts the endorsement. Misrepresenting a second or third place endorsement may be grounds for revocation of the endorsement

**k) Endorsements in Multiple Seat Elections**

For those elections with multiple winners, the same method as used in section j (**Endorsements in Single Seat Elections with Ranked Choice Voting**) shall be used, except that the maximum number of endorsed candidates shall be equal to the number of seats available to be filled, and that all endorsed candidates shall be endorsed equally, rather than receiving first, second, third, etc... endorsements. This method shall also be used to make endorsements for partisan offices where multiple candidates are endorsed, such as the Alameda County Democratic Central Committee and Assembly District Election Meetings.

**l) Ties**

If a tie occurs when considering which candidate should be eliminated in reallocation:

1. Sum the votes of the tied candidates. If the total is less than the next lowest candidate, eliminate all the tied candidates. If the total is equal to or greater than the next lowest candidate;

2. The candidate with the fewest 1<sup>st</sup> place votes is eliminated. If all tied candidates are also tied in 1<sup>st</sup> place votes;
3. Check all ballots for second place votes listing the candidates. The candidate with the fewest 2<sup>nd</sup> place votes is eliminated. If all tied candidates are also tied in 2<sup>nd</sup> place votes, recheck for 3<sup>rd</sup> place votes and so on until the tie is broken. If all tied candidates are tied at every level of ranking;
4. Randomly select one candidate to be eliminated if candidates other than the tied candidates remain. If all candidates other than the tied candidates have been eliminated, stop counting; the result is No Endorsement.

**m) Proxy Votes**

1. Members with voting eligibility may carry one proxy for one voting member by presenting a signed statement or email agreeing to the proxy.
2. The member carrying the proxy shall vote as instructed.
3. Both member names will be noted on the attendance list for quorum calculation per Article IX.
4. The CC shall develop, implement, and publicize procedures and guidelines to give Club members equitable access to a list of other Club members with voting eligibility, for purposes of proxy voting as described in Article VI Section 3(g). Members may opt not to have their names distributed to other members by asking the Membership Coordinator to remove them from the list. The Membership Coordinator shall remove the member from the next iteration of the list created after receiving the request.
5. Proxy votes are not allowed at General Meetings when membership is not engaged in electoral endorsements.

**n) Withdrawal of Endorsement**

1. If a candidate who has been endorsed by the Club adopts positions or engages in behavior contrary to the policies and principles of the Club, the CC has the authority to withdraw that endorsement by a 2/3rds vote. Such action, and its justification, must be promptly communicated to the Club membership.
2. If a candidate who has been endorsed by the Club misrepresents that endorsement, including representing a dual or ranked endorsement as a full, first place, or sole endorsement, the CC has the authority to withdraw that endorsement by a simple majority vote. Such action must be promptly communicated to the Club membership.
3. A proposed withdrawal of an endorsement, submitted to the CC by any 10 Club members (with voting eligibility) at least 10 days before a General Meeting, shall be put before the Club for a vote by secret ballot.