

**BYLAWS OF THE YAMHILL COUNTY DEMOCRATS**

Approved September 26, 2019

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## Article I. Name

The name of this organization shall be the Yamhill County Democrats (“YCD”).

## Article II. Purpose

The purpose of the YCD shall be to:

- A. Organize Democrats within Yamhill County;
- B. Elect Democratic candidates;
- C. Inform voters about Democratic Party principles; and
- D. Maximize the number of Democratic Precinct Committee Persons (PCPs) and general membership of the Democratic Party
- E. Ensure that Yamhill County Democrats are well represented within the Democratic Party of Oregon

## Article III. Authority

The YCD shall have all powers consistent with law to manage the affairs and transact the business of the YCD. Elections within the YCD, including removals and filling of vacancies, shall be in accordance with applicable sections of Oregon Revised Statutes (ORS) 248 and ORS 249.

## Article IV. Guiding Principles

YCD will strive to achieve widest and fairest representation of its members in its organization and activities, to include under-represented and minority members of the community in its leadership positions. All business shall be conducted so as to assure the fair and open participation of all interested Party members. (ORS 248.005) YCD will create a safe and inclusive environment for all by expecting members to treat everyone with courtesy and respect in both speech and behavior.

All YCD affairs will be conducted without discrimination on the basis of race, color, national origin, creed, religion, ethnic identity, gender, sexual orientation, gender identity, age, economic status, disability, or marital status, or any other characteristic, in accordance with the law and with our Democratic Party values.

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# Article V. Membership

- A. General membership is open to all Yamhill County registered Democrats.
- B. Voting members are as described below in Article VII, Voting

# Article VI. Meetings

## A. YCD General Meetings

- a. YCD General Meetings are held monthly and shall be open to the public. General Meetings and other public YCD activities shall be announced through available media (website, social media).
- b. Members who provide contact information shall be notified of the date of regularly scheduled general membership meetings (“General Meetings”) by e-mail, not later than six (6) days before the date of the meeting.
- c. Meeting agenda will be provided via email in advance of General Meetings. Effort shall be made to include all items which may require vote, however, topic inclusion on the agenda allows for additional voting when such vote is a consequence of topic discussion and is prudent and timely.

## B. Special Meetings

- a. Special Meeting is one which occurs separate from a scheduled General Meeting. It is held when resolutions, initiatives, endorsements or similar election activities require vote of the YCD and, due to the Legislative Calendar or election activity deadlines, such vote, to be relevant, is required prior to the scheduled General Meeting.
- b. Special meetings shall be called by the Chair; in their absence, by the Vice-Chair; or, in the absence of both by an Officer of the YCD and shall be solely for the transaction of business as stated in the call for the meeting.
- c. Members who provide contact information shall be notified of the date of a Special Meeting by e-mail, not later than ten (10) days before the date of the meeting.

## C. Organizational Meetings

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- a. The Organizational Meeting takes place within 90 days after each General Election. The meeting will occur within 25 months of the previous Organizational Meeting. (ORS 248.033)
- b. Both elected and appointed PCPs are eligible to vote to elect State Central Committee and Congressional District Committee delegations as well as to vote on bylaw amendments or other business matters that may arise.
- c. Only PCPs elected in the previous primary election are eligible to vote for the County Central Committee Officers.
- d. Members who provide contact information shall be notified of the date of a Special Meeting by e-mail, not later than forty (40) days before the date of the meeting. (ORS 248.033(4))

### **D. Quorum**

- a. Precinct Committee Persons attending a properly noticed General Meetings shall constitute a quorum.

## **Article VII. Voting**

- A. Members eligible to vote shall be restricted to:
  - a. All members of the Executive Committee as identified in Article XI.
  - b. Precinct Committee Persons elected in the primary election.
  - c. Precinct Committee Persons appointed by the YCD in the event of a vacancy; however, any such appointed Precinct Committee Persons may not vote for Officers. (ORS 248.035(1)(b))
- A. Any and all references herein to voting, including but not limited to “majority vote of the YCD,” shall refer to the above voting members constituting a quorum.
- B. Secret ballots shall be used whenever a person’s election and/or appointment must be confirmed by vote. Ballots shall be counted by two (2) Executive Committee members, neither of whom is a nominee.
- C. Voting by proxy shall not be permitted.
- D. Voting by e-mail shall not be permitted except as specified for the Executive Committee in Article XI, Executive Committee.

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# Article VIII. Precinct Committee Persons

Collectively, the Precinct Committee Persons (PCPs) for each precinct represent the Democratic Party to the voters of their precinct and constitute the County Central Committee referenced in ORS 248.

PCPs shall have all powers consistent with law and these Bylaws. Other duties and responsibilities may be assigned them by majority vote of the YCD.

### A. Becoming a PCP

A registered Democrat residing in Yamhill County may become a Precinct Committee Person by

- a. Filing to be on the primary ballot
- b. As a write-in candidate on the primary ballot
- c. By appointment

### B. Term of Office

Term of Office for elected PCPs shall commence on the date of Primary Election Certification by the Yamhill County Clerk, and shall expire by the date of the next Primary Election Certification.

Term of Office for PCPs appointed as described below in this Article VII (D) Vacancies, will commence on the date appointment is entered by the Yamhill County Clerk and shall expire at the same time as PCPs elected in the primary election.

### C. Resignation

A PCP may resign by delivery of written notice to the Yamhill County Clerk and to the Recording Secretary of the YCD

### D. Removal

A PCP elected in a Primary Election may be recalled only by the voters in that precinct, in an election paid for by the YCD.

A person appointed to fill a PCP vacancy as set forth below may be removed from office upon such recommendation by the Executive Committee and subsequent majority vote of the YCD.

### E. Vacancy

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PCP vacancies shall be filled by candidates nominated by the Executive Committee and elected by majority vote of the YCD.

## **Article IX. Officers**

### **A. Officers of the YCD**

- a. Chair
- b. Vice-Chair
- c. Treasurer
- d. Recording Secretary
- e. Corresponding Secretary

### **B. Eligibility**

Any registered Democrat of Yamhill County shall be eligible to hold office; however, no person shall hold more than one Officer position simultaneously, with the sole exception of Recording Secretary and Corresponding Secretary as set forth below in Article X (F), Secretary Merge.

### **C. Election and Organizational Meeting**

Officers shall be elected by majority vote from nominations received from the floor at the first General Meeting held after the date of each Federal biennial election. Said meeting is the Organizational Meeting of the YCD. The Corresponding Secretary shall properly notify the County Clerk and the State Central Committee of said meeting not less than forty (40) days prior, and the Chair shall provide notice to the YCD not less than ten (10) days prior to such meeting.

### **D. Term in Office**

Each officer shall be elected for a term of two (2) years. The term shall begin at the close of the Organizational Meeting at which elected and end at the close of the next succeeding Organizational Meeting.

### **E. Resignation from Office**

An Officer may resign by delivery of written notice to the Recording Secretary of the YCD.

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### F. Removal from Office

An Officer of the YCD may be recalled only as follows:

- a. The action originates by petition, signed by at least ten (10) Elected PCPs, and alleges incapacity, gross misconduct, or neglect of duty describing with particularity the condition, acts, or failures to act that justify removal; and,
- b. Notification of recall voting shall occur no later than fifteen (15) days prior to such meeting date and shall include copies of the petition and the agenda; and,
- c. A motion to recall the Officer shall be carried by two-thirds (2/3) vote of the YCD Elected PCPs present and voting.

### G. Vacancies

If the office of Chair should become vacant, the Vice Chair shall become Chair until a special election takes place at a regularly scheduled YCD meeting; such meeting date not to exceed ninety (90) days from the date of vacancy.

When vacancies occur in any other Officer position, nominations will be accepted for vote at a future regularly scheduled YCD meeting reasonably determined by the Executive Committee to be the earliest date that all candidates may be presented. Vote shall be by secret ballot and counted by the Executive Committee Chair plus one other Officer not a nominee. Persons so elected shall serve the unexpired portion of the term of the vacancy that is being filled.

## Article X. Officer Duties

### A. The Chair shall:

- a. Be the principal spokesperson of the YCD
- b. Set the agenda for all Executive Committee Meetings and all regularly scheduled General Meetings
- c. Preside at all Executive Committee Meetings and all General Meetings
- d. Serve as Chair of the Executive Committee
- e. Serve as an ex-officio, non-voting member of all committees
- f. Perform such duties as are customarily delegated to the office
- g. Attend State Central Committee meetings as a Delegate
- h. Attend Congressional District Committee meetings whenever possible
- i. Nominate Committee Chairs

### A. The Vice-Chair shall:

- a. Perform the duties of the Chair in his/her absence or inability to act

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- b. Serve as a member of the Platform and Resolutions Committee
- c. Perform such duties as are customarily delegated to the office
- d. Attend State Central Committee meetings as a Delegate

### A. **The Treasurer shall:**

- a. Collect, disburse, and safeguard funds and securities of the YCD in accordance with these By-laws, the then current YCD Standing Rules, and directives of the YCD
- b. Maintain adequate records pertaining to the finances of the YCD; such records to be made available to the YCD upon request
- c. Provide current financial reports at each meeting of the YCD and the Executive Committee
- d. Oversee Budget Committee development of the annual proposed budget for presentation at the Executive Committee's Organizational Meeting
- e. Serve as Chair of the Budget Committee
- f. Send financial reports as required by law to the Oregon Secretary of State

### A. **The Recording Secretary shall:**

- a. Record the minutes of all YCD and Executive Committee Meetings
- b. File records of the YCD
- c. Serve as a member of the Rules Committee
- d. Provide written notification of any Officer resignation to the YCD Executive Committee, Yamhill County Clerk, the Democratic Party of Oregon, and the Congressional District Chairperson

### A. **The Corresponding Secretary shall:**

- a. Notify members of YCD meetings as described in Article VI.
- b. Provide members YCD informational updates by e-mail, mail, social media, website, or telephone
- c. Maintain the official record of member contact information
- d. Perform courtesies and issue communications as directed by the YCD including, but not limited to, notice(s) to appropriate officials of resolutions passed

### A. **Secretary Merger**

- a. Notwithstanding the above, at the sole discretion of the Chair and without an amendment to these By-laws, the Officer positions of Recording Secretary and Corresponding Secretary may be combined for any term. In such event:
- b. ballots will clearly indicate both positions are combined and to be held by one person for the length of that term;
- c. these two Officer positions will be deemed as one for the purposes of YCD Bylaws and as such allotted only one vote; and
- d. YCD minutes and other writings may refer to the holder of such combined position as "Secretary" during any such term of office.

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## Article XI. Executive Committee

### A. Membership

The Executive Committee shall be comprised of all persons holding the following positions:

- a. Chair
- b. Vice-Chair
- c. Treasurer
- d. Recording Secretary
- e. Corresponding Secretary
- f. Immediate Past YCD Chair
- g. All Current Standing Committee Chairs

One person may hold more than one position; however, no one person shall be entitled to more than one vote regardless of number of positions held.

All YCD members are welcome to attend Executive Committee Meetings and encouraged to participate.

### B. Quorum

A minimum of four (4) Executive Committee Members that includes the Chair and/or Vice Chair shall constitute a Quorum.

### C. Duties

- a. The Executive Committee shall hold meetings prior to each YCD General Meeting.
- b. The Executive Committee oversees all activities of the YCD and conducts all necessary business required between General Meetings.
- c. The Executive Committee schedules General Meetings and develops programs for General Meetings.
- d. The Executive Committee shall function in the place of any committee not fully constituted.
- e. The Executive Committee shall review all significant donations, and approve acceptance of the donation.
- f. The Executive Committee must approve all administrative items, including all budgets and campaign contributions, prior to recommending YCD vote approval.
- g. In the event the Executive Committee deems time is of the essence for a specific expenditure they have approved, such expenditure not to exceed two-hundred dollars (\$200) may be made without YCD vote.

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- h. The Executive Committee shall perform such additional duties as assigned by the YCD.

### **D. Vote by e-mail**

The Chair may authorize an Executive Committee vote by e-mail only providing:

- a. A single, time sensitive item requires a vote prior to the next scheduled Executive Committee meeting; and
- b. Executive Committee members are provided with an e-mail identifying the item and request for vote; and such e-mail is sent to members' e-mail addresses on file with the YCD Corresponding Secretary.
- c. Votes to be counted shall be cast by e-mail and received by the Chair no later than end-of-day two full days after date e-mail has been sent. Voting will be recognized only when all members of the Executive Committee have responded.

The Chair may determine additional procedures of contact for this purpose not in conflict with these Bylaws.

## **Article XII. Standing Committees and Ad Hoc Committees (“Committee”)**

### **The Standing Committees shall be:**

- a. Executive Committee
- b. Budget Committee
- c. Communications Committee
- d. Fundraising Committee
- e. Outreach Committee
- f. Political Action Committee
- g. Rules Committee

### **Ad Hoc Committees**

May be formed and disbanded without amendment to these Bylaws.

### **Committee Duties**

- A. Budget Committee
  - a. Prepare an annual budget for adoption by the Central Committee
  - b. Report on progress against annual budget at least every quarter
  - c. The Treasurer must be a member of this committee
  - d. Success is measured by:
    - i. Meeting budgeted expenses

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- B. Communications Committee
  - a. Develop 'Communications Plan' to ensure consistent communications targets, messaging, and approach for the upcoming month
  - b. Manage Website, Social Media, Mailings, and Email announcements beyond those for which the Corresponding Secretary is solely responsible.
  - c. Publicize meetings, conventions, fundraising events, and resolutions passed by the Central Committee
  - d. The Corresponding Secretary must be a member of this committee
  - e. Success is measured by:
    - i. 'Likes' and 'Follows' on our social media sites
    - ii. Number of subscribed newsletter recipients
  
- C. Fundraising Committee
  - a. Plan and execute all fundraising activities to meet Central Committee approved and budgeted expenses.
  - b. Success is measured by:
    - i. Funds raised sufficient to meet or exceed spending goals outlined in the budget
  
- D. Outreach Committee
  - a. Develop and strengthen the Central Committee by participating in community events such as Fairs and Festivals to reach voters and encourage new Precinct Committeepersons.
  - b. Design and coordinate programs and events to promote the Democratic Party among targeted populations such as Latinx, LGBT, and Youth, through outreach and education.
  - c. Act as liaison to local partner organizations.
  - d. Success is measured by:
    - i. Number of Fairs & Festivals participated in
    - ii. Number of PCPs, both Elected and Appointed
  
- E. Political Action Committee
  - a. Track opportunities for local elected offices, recruit, train and support candidates for partisan and non-partisan offices, and make recommendations for endorsements and contributions to the Central Committee
  - b. Coordinate the Neighborhood Leader program and related voter registration drives and 'get out the vote' efforts, distribution of slate cards and candidate literature
  - c. Research and make recommendations on pending initiative petitions and ballot measures
  - d. Assist with coordinated campaign activities for general elections
  - e. Success is measured by:
    - i. Number of participating Neighborhood Leaders

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- ii. Number of candidates recruited
- iii. Number of doors knocked
- iv. Campaign Successes

### **F. Rules Committee**

- a. Review Central Committee Bylaws and Standing Rules at least every two years, proposing amendments for adoption by the Central Committee
- b. Conduct all Central Committee elections
- c. Responsible for conducting trainings on Roberts Rules of Order and other duties and responsibilities for all newly Elected and Appointed PCPs on a regular schedule
- d. The Recording Secretary must be a member of this Committee
- e. Success is measured by:
  - i. Completed updates of Bylaws and Standing Rules every two years
  - ii. Regular Training Schedule

### **Committee Membership**

Each Committee shall have a Chair nominated by the YCD Chairperson and approved by vote of the YCD. Membership of each Committee shall be comprised of those Executive Committee members as identified in Section C, Duties, and any Precinct Committeeperson appointed as a member by the Chair of the Standing Committee.

One person may hold more than one Chair position; however, no one person shall be entitled to more than one vote regardless of number of positions held.

It is the responsibility of each Committee Chair to maintain a list of Committee members and to submit updates to the Recording Secretary and the general membership at Central Committee Meetings.

## **Article XIII. Standing Rules**

The Yamhill County Democrats Standing Rules ("Standing Rules") is a separate YCD document which sets forth additional details related to Committee duties, procedure and administration, and prescribes other policies when applicable and not in conflict with these Bylaws.

Standing Rules may be amended at a General Meeting as follows:

- a. By two-thirds (2/3) vote of the Elected and Appointed PCPs present and voting; and provided that
- b. Such amendment does not conflict with these Bylaws; and
- c. The proposed amendment has been reviewed by the Rules Committee with recommendation to the Executive Committee for adoption; and,

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- d. Notification of the date of adoption voting and a copy of the proposed amendment are provided to the YCD no later than fifteen (15) days prior to such General Meeting date.

## Article XIV. Delegates

### A. Delegates to attend the State Central Committee meetings shall be:

- a. YCD Chair
- b. YCD Vice-Chair
- c. YCD Delegate-At-Large

An Alternate Delegate shall substitute for the Chair, Vice-Chair, or Delegate-at-Large respectively in his/her absence and may otherwise attend those meetings as an observer.

### B. Delegates to the Congressional District Committee meetings shall:

- a. Represent the YCD at Congressional District meetings
- b. Seek the opinion of the YCD prior to any selection of a candidate by the Congressional District Committee to fill a Federal vacancy

Alternate Delegate(s) to the Congressional Committee shall substitute at meetings when necessary and may otherwise attend those meetings as an observer.

### C. Delegate Election

The number of Delegates shall be as prescribed by the Democratic Party of Oregon.

Delegate(s)-At-Large, Delegates to the Congressional District Committee, and all Alternate Delegates shall be elected by majority vote of the YCD at the Organizational Meeting.

Alternates for Delegate(s)-at-Large positions shall be filled in descending order of votes.

In the event of a tie vote, the winner shall be as agreed by the candidates, or if the candidates cannot so agree, by a flip of a coin.

## Article XV. Financial Accountability

No single member or group of members can expend or make any promises or commitments regarding a future expenditure of YCD funds without a vote of the Executive Committee, subject to the following exceptions:

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- A. Expenditures previously approved by the Executive Committee and YCD in the annual budget process.
- B. An expenditure requested by a Committee Chair outside of the approved budget when:
  - a. It has prior written or e-mail approval from two (2) YCD Officers; and,
  - b. Delay until the Executive Committee meets is not practical; and,
  - c. Such total amount does not exceed the dollar limit specified in the then current Standing Rules.

## **Article XVI. YCD Endorsements**

YCD endorsements of resolutions, initiatives and/or candidates shall occur upon majority vote of the YCD when:

- A. A request for endorsement has been made to the YCD Chair or Vice-Chair at minimum no later than ten (10) days prior to required date to allow for notice to members; and,
- B. In the event of a Resolution or Initiative, a written copy is provided to the YCD Chair or Vice-Chair concurrent with the request for endorsement.

## **Article XVII. Amendment**

These Bylaws may be amended at a General Meeting as follows:

- A. By two-thirds (2/3) vote of the Elected and Appointed PCPs present and voting; and provided that
- B. The proposed amendment has been reviewed by the Rules Committee with recommendation to the Executive Committee for adoption; and,
- C. Notification of the date of adoption voting and a copy of the proposed amendment are provided to the YCD no later than fifteen (15) days prior to such General Meeting date.