

Jefferson County Democrats
Central Committee Ad Hoc ByLaws Committee Meeting
Minutes December 4, 2017
Shold Room, Jefferson County Library
Port Hadlock, WA

Present: Marty Gilmore, Diane Jones, Tom Meyer, Alise Moss Vetica, Claire Roney

Note: Two Adhoc ByLaws Committee members provided advanced notice that they would not be able to attend the meeting.

Purpose of Meeting: At the direction of the Central Committee November 8 meeting, the Ad Hoc ByLaws Committee was tasked to review and address four areas in the JCD ByLaws and make proposed language changes and recommendations to the Central Committee.

Document Reviewed: ByLaws Jefferson County Democrats and Central Committee Adopted December 8, 2012, Amended February 23, 2016, Amended August 14 & November 9, 2017

Call to Order: Meeting called to order by Marty Gilmore at 6:05 PM. The email agenda and discussion points sent via email by Marty on November 8th & December 2nd were used as the agenda. Discussion and review of the four bylaw items proceeded and the language change and recommendations were made.

Order of Business - In accordance with the instructions from the last Central Committee meeting, the Adhoc ByLaws Committee reviewed current ByLaws for recommended language changes in the following areas:

1. Electronic Board Meetings

Objective: Allow more participation, lower our carbon footprint (when possible), and expedite resolution on single issue meeting items with a conference call.

2. Resignations

Objective: Resolve conflicts in timing provisions for resignations. Current Bylaws do not define what happens between the creation of a vacancy and the acceptance of a resignation.

3. Quorum

Objective: Revise quorum requirements and member petition requirements in light of our larger membership (500+ members)

4. Proxy Votes

Objective: Consider the process, security and efficiency of proxy voting

ARTICLE V Meetings – Paragraphs B (Quorums), E (Special Meetings) and I (Proxy)

- A Meetings of the JCD shall be scheduled at the discretion of the Executive Board. Notice of meetings, including the date, time, location and any major agenda items shall be provided on the JCD website and through the electronic newsletter at least seven days in advance. If a shorter notice period is necessary, the meeting shall include only one business item. Meetings shall be open to the public.
- B Ten (10) members shall constitute a quorum, except that, an action requiring PCO status to vote shall require twenty-five percent (25%), but no less than 6, of the elected/appointed PCOs.

Proposed changes Article V Paragraph B. Recommended language in bold

Ten percent (10%) of the membership of the previous month, or 50 members whichever is greater shall constitute a quorum.

Except that an action requiring PCO status to vote shall require **fifty percent (50%)** of the elected/appointed PCOs.

- C Robert's Rules of Order (newly revised), most recent edition shall be used to conduct all meetings.
- D The following agenda may be used to schedule business at all JCD meetings:
1. Call to order by the Chair JCD Bylaws – 9 November 2017

2. Establishment of additional agenda items
3. Approval of previous meeting's minutes
4. Chair's Report
5. Treasurer's Report
6. Committee Reports
7. Old Business
8. New Business
9. General Discussion
10. Adjournment

E Special meetings of the JCD may be called by the Chair or by an officer and two JCD members. The Chair shall call a special meeting of the JCD upon receipt of a petition signed by no fewer than 10 members of the JCD. The parties calling for a meeting shall specify the purpose of the meeting or the agenda item or items to be considered. Such meetings may not be called for the purpose of considering endorsements. Seven days advance notice of such meetings, including the date, time, location and any major agenda items shall be provided on the JCD website and through the electronic newsletter.

Proposed changes Article V Paragraph E. Recommended language in bold

Special meetings of the JCD may be called by the Chair or by an officer and two JCD members. The Chair shall call a special meeting of the JCD upon receipt of a petition signed by no fewer than **30 members** of the JCD. The parties calling for a meeting shall specify the purpose of the meeting or the agenda item or items to be considered. Such meetings may not be called for the purpose of considering endorsements. Seven days advance notice of such meetings, including the date, time, location and any major agenda items shall be provided on the JCD website and through the electronic newsletter.

F Differences of opinion shall be respected in the deliberations and decisions of the JCD.
G Resolutions, defined as a statement of an official position, preference or recommendation intended to be transmitted to other parties and/or published, may be submitted in accordance with the Rules for Consideration and Adoption of Resolutions by the Jefferson County Democrats, adopted January 2012, and as they may be revised. Such Rules shall be posted on the JCD web-site.

1. A resolution may be passed at a meeting of the JCD by a simple majority of members present, provided it has been introduced and read at a previous meeting of the JCD.
2. A resolution may also be passed by a two-thirds (2/3) majority of members present at the JCD meeting at which it was introduced.

H Resolutions may also be submitted in accordance with the adopted rules of local Caucus and Convention for submission to the State Democratic Central Committee (WSDCC) for consideration at its convention.

I No proxy or absentee votes shall be recognized.

No proposed change to Article V Paragraph I.

ARTICLE VII - JCD OFFICERS Paragraph E 1 (Resignations)

E Resignation or Removal of an officer:

1. Any officer may resign from office by submitting a written resignation, which shall become effective upon acceptance by the Executive Board.

Proposed changes Article VII Paragraph E 1. Recommended language in bold

- Any officer may resign from office by submitting a written resignation, which shall become effective upon **receipt by the JCD Chair, or Recording Secretary.**
2. The Chair may declare an officer position vacant if its incumbent has been absent from three (3) Executive Board or JCD meetings within a twelve month period without notifying the Chair or the Recording Secretary prior to the meeting.
3. Any officer may be removed from office for failure to discharge the duties of the office. Officers elected by the Central Committee can only be removed by the Central Committee. Officers elected by members can be removed by members.
4. The charges for removal must be in writing. Charges for removal of Central Committee officers must be signed by at least six (6) elected or appointed PCOs. Charges for removal of other officers must be signed by at least 25 current JCD members. Signed charges must be presented to the Recording Secretary for distribution to the Executive Board and inclusion in the agenda for the next Central Committee or JCD membership meeting, as appropriate.
5. The officer so charged, the Central Committee, and the membership of the JCD must receive notice of the charges as least two weeks prior to the meeting at which the charges are to be addressed.
6. The officer charged must have the opportunity to address the membership of the Central Committee or the JCD, whichever is voting, during the meeting that addresses the charges and prior to any removal vote being taken.
7. The officer is immediately removed from office if two-thirds of the Central Committee present and voting or two-thirds of the JCD members present and

voting cast ballots in favor of removal. If an officer is removed, the election of the replacement officer may take place at the same meeting that causes removal, or at the next meeting of the central Committee or JCD membership, as appropriate.

ARTICLE IX Executive Board (EB Meetings)

- A. The Executive Board of the JCD shall include the elected officers of the JCD; the Chairs of all standing committees; and the County Commissioner District Representatives.
- B. The term of office for all Executive Board positions shall be two years, ending at the beginning of the Biennial Reorganization meeting.
- C. Meetings of the Executive Board shall be at the discretion of the Chair, except that the Chair shall call a meeting of the Executive Board upon request of an officer and two (2) Executive Board members or any five (5) JCD members, with notice given to all Board members at least 48 hours prior to meeting.

Proposed changes IX Paragraph C. Recommended language in bold

Meetings of the Executive Board shall be at the discretion of the Chair, except that the Chair shall call a meeting of the Executive Board upon request of **nine (9) Executive Board members or any thirty (30) JCD members**, with notice given to all Board members at least 48 hours prior to meeting. **Board meetings with a single agenda issue requiring an up or down vote/decision may be held via secure conference call.**

- D. Duties and responsibilities of the Executive Board:
 - 1. Formulate policy for presentation to the JCD;
 - 2. Provide direction to the JCD in its activities and functions;
 - 3. Act as a liaison to other community organizations whose goals are compatible with those of the JCD;
 - 4. Advise the Chair on the formation of such *ad hoc* committees and task forces as are necessary or desirable to conduct the business of the JCD;
 - 5. Advise and assist the officers of the JCD in their assigned duties;
 - 6. Recommend to the JCD to endorse, not endorse, or approve candidates for public office, to endorse or not endorse ballot measures, and to endorse and/or support organizations and activities that reflect the platform of the JCD;
 - 7. Provide direct oversight of fiscal matters on behalf of the JCD;
 - 8. Establish the JCD membership dues.
 - 9. Approve the annual budget for submission to the JCD membership for approval at the January meeting
 - 10. Under the leadership of its elected Chair and according to state party rules, carry out political responsibility for the caucuses and conventions convened in even-numbered years for the purposes of platform development, the development of resolutions and other such activities as the selection of delegates to the congressional district caucus and the State Convention.

Meeting adjourned: 7:30 pm