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**CONSTITUTION & BYLAWS
of the
WELLSTONE DEMOCRATIC RENEWAL CLUB**

Article I. Organization

Section 1. This organization, the "Wellstone Democratic Renewal Club" (hereinafter the "Club") is a non-incorporated association chartered by the Alameda County Democratic Central Committee.

Article II. Statement of Purpose

Section 1. The Wellstone Democratic Renewal Club brings together East Bay progressives to join forces with grassroots movements emerging nationwide to create an organized progressive center within the Democratic Party to help shift the terms of the national debate, inspire our nation to change course, and contribute to a national political realignment led by the Democratic Party.

Section 2. Providing a forum in our community for ideas, dialogue, organizing and action, the Wellstone Democratic Renewal Club works to enhance grassroots Democratic participation in the political process. We are committed to the renewal of America's social contract for a nation that works for all: a nation that protects liberty, adheres to international law, cherishes peace in the world and works towards a sustainable future for the entire planet.

Article III. Membership and Dues

Section 1. Membership is open to all persons, including those under the age of voting registration, who subscribe to our policies and purposes, who wish to give assistance to the advancement of our principles and who pay one year's annual dues. Club members should not authorize the publication of their Democratic Party affiliation in support of any candidate not a Democrat in any partisan race.

Section 2. ~~General membership dues shall be \$25 annually. Those 21 years of age or younger, or 65 or over, those on disability benefits or unemployed may pay a \$10 membership fee.~~ Dues shall be paid by all members on an annual basis. The dues amounts, rates and rate criteria shall be determined once a year by the Coordinating Council. (amended 5/24/07)

Section 3. ~~Membership dues shall be paid at the time of joining and shall then be payable in June every year. In the first year membership dues may be prorated.~~ Membership dues shall be paid at the time of joining the club, and then shall be paid every 12 months. (amended 5/24/07)

Section 4. ~~Only those members whose dues are paid for the current year shall be eligible to vote, to hold office, or to be named as delegates to other bodies. Others, including visitors, may participate in discussion and may address the Club at the discretion of the chair. Anyone joining at one meeting shall not be eligible to vote on candidate endorsements or club elections until the next general membership meeting.~~ Only those members whose dues are paid for their current yearly period shall be eligible 1). to vote in club elections, 2). to hold office in the club, or 3). to

be named as delegates from the club to other bodies, except that anyone newly joining at one meeting shall not be eligible for the above three privileges until the next general membership meeting. (amended 5/24/07)

Article IV. Meetings

Section 1. General membership meetings will be called by the Coordinating Council. General membership meetings may be held monthly, but at least six times a year. The date, time, place, and agenda of the general membership meeting shall be announced via electronic newsletter and the Club website at least ten days in advance. Any member may propose an item for the agenda by submitting it to the Executive Committee at least two days before a general meeting.

Section 2. The Coordinating Council shall meet at least monthly. Regularly scheduled Coordinating Council meetings will be posted at least 10 days in advance on the website. Club members will be given notice of special Coordinating Council meetings at the earliest possible time.

Section 3. Coordinating Council meetings are open to all Club members. Members attending Coordinating Council meetings may address the Council at the discretion of the chair.

Section 4. All other committee meetings of the Club will be held at such times, places, and intervals as determined by the membership of each committee. All Club members will be advised of committee meetings at the earliest possible time.

Section 5. Dates and times of regularly scheduled meetings shall not be changed without a majority vote of the Coordinating Council for general membership meetings and without approval of a majority of committee members for all committees and task forces.

Section 6. For purposes of voting at general membership meetings, a quorum will consist of 10% of the qualified membership. A majority vote of those present shall be required to decide all issues, except endorsements.

Section 7. All meetings are open to all Club members.

Article V. Procedure

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

Section 2. All decisions put to a vote will be made by a simple majority of those voting, except for endorsements as stated in Article XI and by-laws amendments as stated in Article XVI.

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

Article VI. Election of Executive Committee and at-large Coordinating Council members

Section 1. Club officers will include seven Executive Committee members: an Administrative Coordinator, a Treasurer, a State and National Organizing Coordinator, a Local Organizing Coordinator, a Fundraising Coordinator,

a Membership Coordinator, a Vision Coordinator, and a Communications/Outreach Coordinator. The Coordinating Council will consist of the Executive Committee members, three at large representatives, and a representative from each standing Club committee approved by the Coordinating Council.

Section 2. Executive Committee members and the three at large Coordinating Council members shall be elected by secret ballot by a simple majority of club members present and voting, or as represented by a signed proxy vote held by a member in good standing. A member may hold up to two proxies.

Section 3. Officers shall be installed at the conclusion of the same meeting at which the election takes place.

Section 4. When more than two candidates are running for a seat on the Coordinating Council, the election result will be determined by instant runoff voting (IRV).

Section 5. Officers and the at-large elected Coordinating Council members will serve one-year terms.

Section 6. The notice of the meeting at which the club elections will be held shall include the names of all candidates to date. At that meeting the floor shall still be held open for nominations prior to the election of officers and at-large members to the Coordinating Council.

Section 7. In the event that any member of the Coordinating Council or the Executive Committee resigns, the remaining elected Coordinating Council members shall elect an acting replacement, by majority vote, at the next Coordinating Council meeting. Such elections shall be effective until the next general membership meeting, at which meeting the selection of the new officer or at-large Coordinating Council member shall either be confirmed by simple majority vote of the eligible members present and voting or a new replacement shall be elected by secret ballot, to fill the remainder of the term of the person who resigned. Members not present at the meeting may be represented by a signed proxy vote held by a member in good standing. A member may hold up to two proxies.

VII. Executive Committee and Coordinating Council

Section 1. The Coordinating Council will consist of the members of the Executive Committee, three at large elected members, and a representative of each approved standing committee of the club not chaired by an Executive Committee member. A representative of a task force will be entitled to a vote at the Coordinating Council on an issue that the task force brings to the Coordinating Council for a decision.

Section 2. Coordinating Council members having more than three consecutive absences from Coordinating Council meetings shall be removed from office. Exceptions will be made at the discretion of the Executive Committee.

Section 3. The Coordinating Council shall meet at least once a month. It shall prepare proposals for policies and activities of the club; approve new committees and major club projects; approve major club communications; coordinate major club functions; approve alliances with other organizations; and reconsider as necessary Executive Committee decisions.

Section 4. The Executive Committee shall meet weekly or as necessary. It shall have power to act for the membership or the Coordinating Council between membership or Coordinating Council meetings, making necessary decisions such as those pertaining to the sponsorship of events and participation in coalitions and campaigns (other than electoral); answering and sending correspondence; approving written public outreach materials that are

consistent with overall club policy and by-laws; and setting up policy/action groups or other subcommittees/task forces as needed.

Section 5. All official actions taken by the Executive Committee or the Coordinating Council shall be reported at the following membership meeting and by electronic mail.

Section 6. The Executive Committee may authorize club expenditures. When a club project has been approved in principle by the membership, and a budget for the project has been approved by the Coordinating Council, the Executive Committee may authorize the Treasurer to make payments within the limits of the budget amount, upon presentation of bills. Special expenditures, including contributions to candidates or causes, must be approved by the membership.

Article VIII. Committees

Section 1. Standing committees are those approved by the Coordinating Council. Each standing committee shall send a representative to Coordinating Council meetings.

Section 2. Club members may form issue/project task forces and recruit other members to join in working on particular issues of interest to the Club. Such task forces must present a description of their project to the Coordinating Council or Executive Committee to assure that the project is consistent with the values and mission of the Club.

Section 3 Approval of any task force budget must come either from the Coordinating Council or the Executive Committee. Any major policy decision taken by an issue/project task force must be approved by the Coordinating Council or referred by majority vote of the Coordinating Council to the general membership.

Article IX: Communication

Section 1. Official communication from club leadership to members shall include a monthly schedule of club events, with notices of meetings, a brief summary of major issues or decisions taken at various meetings, and any important club activities taking place. This schedule of events will be delivered by electronic mail and made available on the Club website.

Section 2. Notices of all standing committee meetings and issue/project task forces shall go out to all members as early as possible. Notices shall contain the times of the meeting, the subject and the specific items which are expected to require a vote of the membership.

Section 3: Minutes shall be taken of each meeting of the general membership, Coordinating Council, and Executive Committee and made available to the membership via the website.

Article X. Quorum

Section 1. A quorum for conducting official business at any general membership meeting shall be 10% of the current number of paid-up members.

Section 2. A quorum of the Coordinating Council shall be four Executive Committee members and 50% of the other Coordinating Council members.

Article XI. Endorsements

Section 1. The membership of this club may endorse any issue, ballot measure and candidates for any office. To be eligible for endorsement in a partisan race, a candidate must be a registered Democrat. Important criteria to be considered in any candidate endorsement 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. All candidate and ballot measure endorsement votes shall be by secret ballot.

Section 3. The actual vote tally shall not be disclosed to the press or general public.

Section 4. Endorsement requirements shall be as follows:

- (a) All endorsement ballots shall include the choice of "no endorsement."
- (b) In order to receive an endorsement from the club, a candidate must receive at least 60% of the vote.
- (c) **If there are more than two candidates seeking endorsement for the same office and** (added 5/28/09) if a 60% majority is not reached on the first ballot, a second shall be taken between the two top vote-getters. If no candidate or ballot measure receives a 60% majority on the second ballot, the club's position will be "no endorsement."
- (d) **The choices on ballot measures shall be listed as Yes, No, and No Position. If neither Yes nor No receive 60% of the vote, the Club's position will be "no position."** (added 5/28/09)

Section 5.

(a) The Coordinating Committee, after consultation with the Electoral Action Committee, will present to the Club a list of elected offices and candidates for those offices to be considered by the Club for endorsement. This list will be communicated to the Club via the website, the club mailer, and email in advance of the Nominating Meeting.

(b) Additions to the offices and candidates to be considered for endorsement can be made at the Nominating Meeting by a motion of a club member in good standing that is supported by at least 10 members in good standing who are at the meeting. The amended list will be communicated to the Club membership via the website, the club mailer, and email in advance of the Endorsement Meeting.

(c) All of the candidates who are being considered for endorsement will be invited to speak to the club at the Endorsement Meeting. (added 5/28/09)

Section 6. The Endorsement Vote will be taken at the subsequent scheduled club meeting or, if timing requirements make it necessary, at a special meeting called by the Coordinating Committee. (added 5/28/09)

Section 7.

(a) A Club member who is current in their dues is a Member in Good Standing and is eligible to vote on endorsements. Club members who make regular monthly contributions via Electronic Funds

Transfer are Members in Good Standing.

(b) Club members whose dues have lapsed within a three month period before the Endorsement Meeting may pay their dues at the Endorsement Meeting, becoming a Member in Good Standing, and vote at that meeting.

(c) All others, including those whose dues have lapsed more than three months before the endorsement meeting, must become members in good standing at least three months before the endorsement meeting in order to vote on endorsements.

(d) A Member in Good Standing may receive a proxy ballot for one other Member in Good Standing by presentation of a signed statement or an email authorizing such a proxy. (added 5/28/09)

Section 8. The Coordinating Committee is authorized to make endorsements for the club in elections for delegates to the California Democratic Party Convention and for seats on the Alameda County Democratic Central Committee when the Coordinating Committee determines that there is not enough time to take it to the full body. The Coordinating Committee will consult with the Electoral Action Committee before making these endorsements. . (added 5/28/09)

Article XII. Campaign Contributions

Section 1. A contribution to any endorsed candidate or ballot measure may be made on the recommendation of the Coordinating Council.

Article XIII. Adoption of a Platform

Section 1. A platform is a set of formal positions taken by the membership of the Club on a particular issue.

Section 2. The Coordinating Council and the Message Committee may prepare and present a platform to the membership for a vote at a general meeting. Any member in good standing can offer a platform for consideration of the membership to the Coordinating Council or the Message Committee.

Section 3. The text of any platform shall be communicated to the membership at least 10 days prior to the general membership meeting at which the platform is to be considered.

Section 4. A platform shall be adopted by a majority of those voting at a meeting.

Article XIV. Amendment

Section 1. Proposed amendments of these by-laws shall be presented at a membership meeting, and may discussed by the members present if desired, but shall not be put to a vote until the next membership meeting.

Section 2. Adoption of amendments shall require a 2/3 vote of the eligible members present and voting.

AMENDMENTS

Causes for Removal (approved February 21, 2006)

Formal actions to remove or suspend volunteers for cause from elected or appointed leadership positions or participation in certain activities may be undertaken when an individual's personal behavior is clearly disruptive and impairs the work of the Wellstone Democratic Renewal Club (Club).

The CC has the authority to decide if suspensions and banning will be temporary or permanent.

Removal Process

- (a) Any member of the CC may make a motion to remove or suspend a volunteer from a position on the CC, as committee chair or other leadership position as defined in the bylaws or by the CC, or to ban any member from Club meetings or activities.
- (b) 3/4 or more of the CC members must approve the motion to remove, suspend or ban. If the motion is to suspend, it must include a date by which the suspension will be reviewed by the CC in order to be rescinded, extended or made permanent.
- (c) The CC will inform the person in writing of the proposed suspension or removal, stating the reasons.
- (d) The person will have 3 weeks to respond in writing. He/she can request in writing an appeal hearing before the CC, which must take place within 1 month of the administrative coordinator's receipt of the written request.
- (e) After hearing the appeal the CC will vote again. A 3/4 or greater vote will sustain the suspension or removal.
- (f) The person may then appeal to the general membership. If such appeal occurs, the action of the CC shall be inoperative unless and until ratified by a vote of three fourths of the members present and voting at the next meeting of the Club.

Dues (approved May 24, 2007)

Change Article III Section 2 from

"General membership dues shall be \$25 annually. Those 21 years of age or younger, or 65 or over, those on disability benefits or unemployed may pay a \$10 membership fee."

to

"Dues shall be paid by all members on an annual basis. The dues amounts, rates and rate criteria shall be determined once a year by the Coordinating Council."

Change Article III Section 3 from

"Membership dues shall be paid at the time of joining and shall then be payable in June every year. In the first year membership dues may be prorated."

to

"Membership dues shall be paid at the time of joining the club, and then shall be paid every 12 months."

Change Article III Section 4 from

"Only those members whose dues are paid for the current year shall be eligible to vote, to hold office, or to be named as delegates to other bodies. Others, including visitors, may participate in discussion and may address the Club at the discretion of the chair. Anyone joining at one meeting shall not be eligible to vote on candidate endorsements or club elections until the next general membership meeting."

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