

WASHINGTON STATE DEMOCRATIC CHAIRS ORGANIZATION
(WSDCO) BYLAWS
APPROVED JUNE 20, 2014

ARTICLE I
NAME

This organization shall be known as the Washington State Democratic Chairs Organization (WSDCO) as prescribed in the bylaws of the Washington State Democratic Party

ARTICLE II
OBJECTIVES

The Washington State Democratic Chairs Organization operates with the objectives of:

- I. Providing a framework for the District and County Chairs and Vice-Chairs to work together for the betterment of the State Party, and to enhance their ability as party leaders.
- II. Developing and presenting training to Chairs, district and county officers and PCOs relating to the accomplishment of their duties.
- III. Providing a means of communication among the Chairs for items of common interest, building a stronger bond of cooperation, and communication between the districts, the counties, and the State Party.
- IV. Recommending to the Washington State Democratic Central Committee (WSDCC) for its consideration actions or expenditures to promote the grassroots structure of the Party.

ARTICLE III
MEMBERSHIP

The membership of the Washington State Democratic Chairs Organization shall be composed of the Chair of each Democratic county central committee and the Chair of each Democratic legislative district organization in the State of Washington.

Voting by proxy shall be permitted in accordance with the following rules: All proxies must be in writing, signed by the assigning member, and subject to the adjudication of the body.

Proxies may be specific or general, instructed or uninstructed, transferable or non-transferable as specified by the maker. In the absence of specification, a proxy shall be deemed to be general, uninstructed, and transferable.

No person shall hold more than one proxy or vote.

In order to vote a proxy, the holder must register the proxy with the Secretary of the WSDCO before a vote is taken. Only the individual currently registered with the secretary may vote the proxy. The holder of the proxy must be a member of the county, legislative district organization which the member giving the proxy represents.

Each county and legislative district organization shall pay annual dues of \$15 (January 1 to December 31 of each calendar year).

ARTICLE IV ELECTED OFFICERS

Chair - The Chair shall preside over the meetings of the WSDCO and shall be the Chief Executive Officer (CEO).

First Vice-Chair - The First Vice-Chair shall assist the Chair by carrying out those responsibilities delegated by the Chair and will preside at meetings in the absence of the Chair. The Chair and the First Vice-Chair shall be of opposite gender.

Second Vice-Chair - The Second Vice-Chair shall assist the Chair by carrying out those responsibilities delegated by the Chair and will preside at meetings in the absence of the Chair and First Vice-Chair. The Second Vice-Chair shall be from a district or county on the opposite side of the Cascade Mountains (east or west) from the First Vice-Chair.

The Secretary - The Secretary shall keep the minutes of the meetings and all other records of the WSDCO. The Secretary shall maintain membership lists; prepare and disseminate all public announcements with respect to WSDCO business; and shall notify each member of the time, place, and purpose of all meetings.

The Treasurer - The Treasurer shall be responsible for the collection of all dues and other financial contributions for the WSDCO, and for all disbursements thereof; keeping record of receipts and disbursements; and complying with the Public Disclosure Commission (PDC) REGULATIONS. The WSDCO shall maintain a bank account and shall make a financial report at least once each quarter at a regular meeting of the WSDCO. All expenditures over \$150 must be approved by the membership at a duly called meeting. The officers may meet (via electronic services or by conference call) to review, approve, and disperse funds up to \$350 for emergency needs.

Election of Officers shall be conducted biennially at the Washington State Democratic Party reorganization meeting in January of each odd year. The reorganization meeting shall be conducted by the outgoing Chair until a new Chair is elected. In the event that the current Chair is running for re-election, the Chair shall cede the gavel to the First Vice-Chair until the Chair's election is complete.

Absence in excess of two (2) consecutive meetings, unless excused by the Chair, will forfeit that office.

ARTICLE V VACANCIES

Vacancy in elected office other than Chair – Whenever a vacancy in an elected office other than Chair shall occur, the Chair may appoint a temporary officeholder. Election of a permanent officer will be held at the next regularly scheduled meeting of the WSDCO, with due notice of election having been given.

Vacancy in Office of Chair – Whenever a vacancy in the office of Chair shall occur, the vacancy shall be announced at the next duly noticed meeting. The First Vice-Chair shall act as Chair of the WSDCO until the duly noticed meeting following the announcement, at which time a new Chair shall be elected.

Election of officers – Shall not be conducted unless due notice of the election is given as set forth in Article VIII of these bylaws.

ARTICLE VI COMMITTEES

Executive Board - All officers and standing committee Chairs of the WSDCO shall be voting members of the Executive Board. Executive Board meetings shall be held at a regular time and place designed by the board. The Executive board shall formulate policy, authorize expenditures, plan activities, and make recommendations subject to approval of the membership.

Standing Committees - There shall be two (2) standing committees and such additional committees as the Chair may from time to time appoint. The Chair shall appoint all committee Chairs and members. The committee shall be composed of members of the WSDCO and shall have such number of members as the Chair appoints. The members of those committees shall be reasonably distributed between counties and districts and geographically about the state.

The education committee shall be responsible for developing educational, organizational, and training programs, and disseminating or presenting to Democratic organizations about the state, as appropriate.

The organization policy committee shall be responsible for reviewing and recommending legislative and Democratic Party policies and activities that affect county and legislative district organizations, and presenting them to the WSDCO membership for approval.

ARTICLE VII MEETINGS

The biennial organizational meeting shall be held in compliance with the Charter of the Democratic Party of the State of Washington. Officers shall be elected and bylaws adopted at the biennial organizational meeting.

Regular meetings shall be held in conjunction with the state party meetings, the precise time and place to be determined by the executive board.

Special meetings may be called by the Chair or the Executive Board.

Notice of all meetings shall be provided to members in accordance with ARTICLE VIII. A quorum shall consist of those present after notice of the meeting has been given.

ARTICLE VIII NOTICE OF MEETINGS

Notice of any meeting, election to fill officer vacancy, or proposed amendment to these bylaws shall be given to members at least ten (10) days prior to the meeting at which business shall be transacted.

Notice will be by E-mail for those with service, and by U.S. postal service to those without e-mail service.

ARTICLE IX AMENDING THE BYLAWS

These bylaws may be amended by the WSDCO membership at a regularly convened meeting after notice as set forth in ARTICLE VIII, by a two-thirds majority of those present and voting.

ARTICLE X
PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall govern the meetings of the WSDCO in all cases applicable and where they are not in conflict with the rules or bylaws of the WSDCO, in which case the rules and bylaws of the WSDCO shall apply.

ARTICLE XI
EXECUTIVE DIRECTOR

Executive Director - The Executive Board shall appoint an executive director who shall serve as the chief administrative officer of the organization and who shall serve in a non-voting, ex-officio capacity to the Executive Board and its committees. He/she shall be responsible for effectuating the purposes of the organization and ensuring proper and compliant implementation of board policies and directives.

The Executive Director is responsible for general charge of the day-to-day affairs of the organization, including the hiring, supervising, evaluation and lawful termination of staff. He/she is the principal staff support person for the Executive Board and works to protect and safeguard the fiduciary obligations of the board and the organization.

Although serving in ex-officio status to the Executive Board, the Executive Director serves at the pleasure of the Board. The Board and any of its committees have the authority to meet without the executive director being invited or present. The Executive Director shall perform all other such duties as assigned, established in the board-approved job description or by employment contract, including certain recording and recordkeeping duties ordinarily performed by the Secretary.

ARTICLE XII
FINANCE DIRECTOR

Finance Director – The Executive Director shall appoint a Finance Director. The Finance Director shall oversee planning and implementation of all fundraising activities. The Finance Director will work closely with the Treasurer to supply back up and internal controls for all financial transactions. The Finance Director shall exercise such other powers and duties as may be assigned to the office of Finance Director by other provisions of the Bylaws, and as delegated by the Executive Director or the Chair.