## ARTICLE I: NAME

The name of the organization shall be the MIRACLE MILE DEMOCRATIC CLUB.

## ARTICLE II: PURPOSE

A. We have formed the MIRACLE MILE DEMOCRATIC CLUB (hereafter, "club" in recognition of the growing development of the Miracle Mile and Fairfax District as a distinct economic center and community of interest in the City of Los Angeles.
B. It shall be our purpose to build and organize the Democratic Party within the area commonly known as the Miracle Mile, Fairfax and Mid-Wilshire areas, and encourage and endorse candidates of the Democratic Party who will support this goal.

## ARTICLE III: DEFINITIONS

For the purposes of these bylaws, the following definitions shall apply:
A. "Geographic area of interest" shall be any portion of the City of Los Angeles bounded by Wilton Place on the East, Melrose Ave on the North, San Vicente Blvd on the West, and Pico Blvd on the South.
B. "Democrat" shall signify a voter who has disclosed a preference for the Democratic Party on their voter registration card.
C. "Self-identified Democrat" shall signify a candidate who has filed for office as "Party Preference: Democratic".
D. "Partisan Primary" shall refer to a primary election where candidates have the option of stating their preference for a political party.
E. "Due notice" as used herein is defined to mean written notice communicated at least seven (7) days prior to the meeting. Dues may be given by e-mail to those members who have consented to receive due notice in that matter.

## ARTICLE III: AFFILIATIONS

A. The club shall affiliate with the Los Angeles County Democratic Party.
B. Should the club's geographic area of interest fall at least in part within an Assembly District from which the Democratic Party of the San Fernando Valley elects its Executive Board, the club shall affiliate with the Democratic Party of the San Fernando Valley.
C. The club may affiliate with other organizations as long as those affiliations do not conflict with the chartering provisions of the Los Angeles County Democratic Party and, should the club be so chartered, with the Democratic Party of the San Fernando Valley.

## ARTICLE IV: MEMBERSHIP

A. Only Democrats residing in Los Angeles County age eighteen or older shall be eligible for club membership; if ineligible to be a registered voter, persons wishing to become members may be granted membership by declaring their intent to become a Democrat upon becoming eligible.
B. Dues shall be payable at the rate of $\$ 20$ for regular membership and $\$ 10$ for current students. These rates may be changed by the Executive Board, subject to ratification by the membership at the next meeting for which due notice of the proposed change has been given. The Executive Board shall also have the right to establish a rate of no less than $\$ 100$ for a lifetime membership.
C. Memberships shall be valid until July 1 of the calendar year subsequent to the year during which the membership was purchased.
D. Those wishing to become members who affirm economic hardship shall be eligible to become members by paying dues equal to the student membership rate.
E. Membership shall be deemed effective upon payment of dues and completion of a membership form. Rights of voice, motion and vote shall be immediate; provided, however, that:

1. The right of any new member to vote on matters governed by Articles VI and X shall be granted no fewer than sixty (60) days after receipt of both dues and a fully completed membership form; provided, however, that all members shall be eligible to vote on duly noticed elections to fill vacancies on the Executive Board, and with the exception that should the club consider any endorsements or elect any officers within sixty days after its inception, all charter members who have met the requirements above shall be eligible to vote at all club proceedings.
2. A grace period of thirty (30) days following expiration of membership shall be granted during which a person may make application of membership without incurring the limitation herein above.
F. No more than five (5) memberships may be purchased using the same source of funds during any 12 -month period.
G. Membership lists shall be curated by the Membership Director, and shall be shared only with other members of the Executive Board, as defined below.

## ARTICLE V: OFFICERS

A. The officers of the club shall consist of the President, Vice-President of Operations, Vice-President of Political Affairs, Vice-President of Communications, Controller, Recording Secretary, Membership Director, Male At-Large Member, and Female At-Large Member.
B. The President and all Vice-Presidents shall have been members of the club either since its inception or at least six months prior to having been elected.
C. Terms of office shall be for one year; provided, however, that the term of the President shall be for two years.
D. The duties of the officers shall be:

## 1. President:

a. Shall be the principal executive officer and spokesperson for the club;
b. Shall serve as the club's Associate Member on the Los Angeles County Democratic Central Committee, unless the President is already a member or designates a representative ratified by the Executive Board.
c. Shall serve as the club's representative on the Executive Committee of the Democratic Party of the San Fernando Valley, if applicable.
d. Shall appoint a parliamentarian.
e. Shall chair all meetings of the membership and the Executive Board.
f. Shall, with the consent of the Executive Board, appoint a professional Treasurer.
g. Shall create and appoint ad-hoc committees deemed necessary to the accomplishment of the club's objectives.
h. Shall carry about as best as possible the policies and objectives of the club.

## 2. Vice-President of Operations:

a. Shall assist the President in the performance of their duties.
b. In the event of a vacancy or temporary leave of absence in the office of the President, shall exercise all the powers of that office.
c. In the event of the absence of the President, shall chair meetings of both the membership and the Executive Board.
d. Shall prepare the agenda for meetings of the membership and Executive Board.
e. Shall maintain all appropriate charters and affiliations.
f. Shall perform any other duties as are implicit in the title.

## 3. Vice-President of Political Affairs

a. Shall assist the President in the performance of their duties.
b. In the event of a vacancy in the office of both the President and the Vice-President of Operations, shall exercise all powers of the President.
c. In the event of the absence of the President and Vice-President of Operations, shall chair meetings of both the membership and the Executive Board.
d. Shall be responsible for all aspects of the club's endorsement processes.
e. Shall be responsible for the conduct, implementation and execution of all other club political activities.

## 4. Vice-President of Communications

a. Shall assist the President in the performance of their duties.
b. In the event of a vacancy in the office of both the President, the Vice-President of Operations, and the Vice-President of Political Affairs, shall exercise all powers of the President.
c. In the event of the absence of the President and both the other Vice-Presidents, shall chair meetings of both the membership and the Executive Board.
d. Shall be responsible for all aspects of club communications, including but not limited to press relations, social media, and other electronic communication.

## 5. Controller

a. Shall present financial reports at meetings of the membership and the Executive Board.
b. Shall work with the Membership Director to collect and manage dues.
c. Shall handle all monies received and, if applicable, submit them to the professional treasurer.
d. Shall disburse authorized expenses, or if applicable, submit authorized expense requests to the professional treasurer for distribution.
6. Recording Secretary
a. Shall keep concise and accurate minutes of all meetings of the membership and the Executive Board.
b. Shall assist the Vice-President of Operations in the performance of their duties.
c. Shall serve all required notices

## 7. Membership Director

a. Shall be responsible for managing membership lists.
b. Shall forward any dues payments collected on-site to the Controller.
c. Shall Chair a Credentials Committee for the purpose of keeping accurate membership lists and verifying eligibility of members at meetings.

## 8. At-Large Members

a. At-large members shall assist in achieving the club's objectives as the President and Vice-Presidents see fit.

## ARTICLE VI: NOMINATION AND ELECTION OF OFFICERS

A. Officers shall be elected at a monthly membership meeting occurring in August. Should no meeting occur in August, elections of officers shall take place at the next properly noticed membership meeting.
B. Any member who has paid dues and filled out a complete membership form no fewer than thirty (30) days shall be eligible to stand for election, subject to the limitations in Article V above.
C. In order to achieve gender parity, the President and Vice-Presidents shall not all be of the same gender, unless no person of the appropriate gender stands for election.
D. Officers shall be elected in the order in which they are presented in these bylaws.
E. Members wishing to stand for election shall notify the President of their intention in writing no fewer than fourteen (14) days prior to the date at which officers are to be elected.
F. The President and three Vice-Presidents may, at their discretion, comprise a recommendation committee to recommend candidates, subject to the following limitations:
a. The recommendation committee may only meet after the date specified in VI.E, in order to ensure that all eligible candidates are considered.
b. The President and all three Vice-Presidents must agree to the formation of the recommendation committee.
c. The President and any two Vice-Presidents shall constitute a quorum of the committee.
d. No recommendation shall ensue but upon at least three affirmative votes of the members of the committee at a physical meeting of the same.
G. Elections of officers shall be by written ballot. The names of all eligible candidates shall be printed on all ballots. Any candidates who have been duly recommended by the recommendation committee shall be so designated in a reasonable way.
H. Notice of the eligible candidates as well as any recommendations made by a Recommendation Committee, shall be sent to the membership.
I. Officers shall be elected by a plurality of duly cast written ballots, and shall assume duties upon adjournment of the meeting at which they were elected.
J. In the event of a vacancy in any office other than that of the President, the Executive Board shall call a special election at the next regular membership meeting for which due notice of the vacancy can be given to the membership. At said meeting, nominations from the floor shall be made, and the election shall be held in accordance with the procedures outlined in Article VI.I above.
K. In the event of a vacancy in the office of the President, the Vice-President of Operations shall immediately succeed to that office. The resulting vacancy shall be filled according to the procedure outlined in Article VI.J.
L. Should a current officer be duly nominated and elected to fill a vacancy, the resulting vacancy may be filled immediately at the same meeting according to the procedure outlined in Article VI.J.

## ARTICLE VII: MEMBERSHIP MEETINGS

A. Membership meetings may only be held at locations within the club's geographic area of interest.
B. The club shall make every effort to meet at least six (6) times per year, and to establish a regular meeting schedule.
C. A printed agenda shall be made available and adopted at each meeting.
D. A quorum at any meeting of the membership shall consist of half the membership roster or fifteen (15) members, whichever is lower.
E. Members shall be able to obtain a voting credential at any time, other than when a question has been called, a matter is being put to a vote, or ballots are in the process of being counted. During the period between the calling of a question and the termination of voting on that question, no credential shall be issued.
F. A credentials report shall be delivered prior to the first vote being conducted other than the adoption of the agenda, and again prior to the first vote of a meeting on any endorsement procedures as outlined in Article [ENDORSEMENTS].

## ARTICLE VIII: EXECUTIVE BOARD

A. The Executive Board shall be responsible for Administrative, procedural and political implementation of Club policy and actions. The body shall also be responsible for ratification or rejection of the President's nominations for retention of a professional treasurer, as well as motions for the creation of ad-hoc committees and the President's nomination to the same.
B. The Executive Board shall be composed of all elected officers provided for in Article V.
C. The body shall be responsible for disbursement of funds; provided, however, that motions for disbursement of above two hundred and fifty dollars (\$250) must be approved by a two-thirds vote of the Executive Board and ratified by the membership at the next duly noticed meeting of the membership.
D. The Executive Board shall make every effort to meet at least eight (8) times per year, with due notice given for each meeting.
E. Quorum shall consist of a majority of members and must include the President or, failing that, at least two Vice-Presidents; vacancies shall not subtract from this requirement.
F. The President or any three members of the Executive Board may call an emergency meeting of the Steering Committee; such meeting shall require reasonable notice by phone or mail to all members, as well as a quorum as outlined in Article VIII.E.

## ARTICLE IX: COMMITTEES

A. The President may create committees and appoint club members in good standing to those committees, subject to ratification by the Executive Board.
B. Committee meetings shall be at a noticed physical location where possible, but utilization of technology to effectuate meetings by other means shall be allowed.
C. Committee reports shall be presented at the next membership meeting subsequent to the meeting of the committee, where applicable.
D. Committee meetings shall be open to all club members.

## ARTICLE X: ENDORSEMENTS

## A. General Provisions:

1. Relevant races: The club shall generally only endorse in races and ballot measures that shall appear on the ballot in at least a part of the club's geographic area of interest, as well as elections for offices in the California Democratic Party and Los Angeles County Democratic Party whose districts meet this qualification. The club may initiate endorsement proceedings in such races or measures as do not meet this qualification only upon a two-thirds affirmative vote of either the Executive Board or of members voting at a duly noticed meeting of the membership.
2. Interview requirement: Recommendations for endorsement shall only be made at a duly noticed meeting of the Executive Board, and, where feasible, after interviewing candidates or their representatives for the offices and measures to be endorsed.
3. Percentage required for endorsement and recommendation for endorsement:
a. No endorsement for a candidate or ballot measure shall ensue but upon sixty percent (60\%) affirmative vote of the membership at a meeting that has been duly noticed, and at which notice has been given that endorsements will be considered. Abstentions, blank ballots, or void ballots shall not be counted as part of the total.
b. No recommendation for endorsement of a candidate or ballot measure shall ensue but upon a majority vote of the Executive Board, abstentions not counting toward the total.
4. Prohibition on multiple endorsements: The Miracle Mile Democratic Club shall not endorse more candidates for an office than the number of candidates to be elected for that office.
5. Only one form of endorsement: The Club shall make no form of endorsement, take any position, nor provide support to any candidate or ballot measure, except by an official endorsement as described in these bylaws.
6. Prohibition on supporting or endorsing non-Democrats: In accordance with the rules of the California Democratic Party and the Los Angeles County Democratic Party, the Miracle Mile Democratic Club shall not endorse any candidate who is not a registered Democrat. In a partisan Primary election, the Club shall not endorse any candidate who has not filed for office as "Party Preference: Democratic." Should a candidate receive an endorsement who is later found not to meet these qualifications, the endorsement shall be void.
7. Continuity between primary and general/run-off elections: If a candidate was endorsed in a primary, that endorsement shall remain in effect for the general or runoff election, as applicable, unless voided, rescinded, reconsidered or revoked, as provided for in these bylaws and the latest edition of Roberts' Rules of Order.
8. No endorsed candidate in a runoff: When an endorsed candidate of the Miracle Mile Democratic Club from a Primary Election is not among the voter-nominated top-two candidates:
a. In a Partisan Primary, a candidate shall be eligible for listing on the Consent Calendar in the following order of preference:
1) The highest vote-getting Self-Identified Democrat, and if none,
2) The highest vote-getting registered Democrat.
b. The Miracle Mile Democratic Club shall not in any way support or endorse a candidate who is not a Self-Identified Democrat, if a Self-Identified Democrat is among voter-nominated top-two candidates.
9. Support of endorsed candidates: The Miracle Mile Democratic Club may only provide material or financial support to candidates who have been formally endorsed according to these bylaws. Contributions totaling over $\$ 250.00$ to any one candidate or ballot measure committee must be approved by a two-thirds vote of both the Executive Board and the membership at a duly noticed membership meeting.
10. Due notice: Due notice shall be given of all general membership meetings at which endorsements will be considered. The club shall make every reasonable effort to specify which elections shall be considered.
11. Reconsideration: If a motion to make an endorsement for an office or measure fails to pass, and consideration of that endorsement has not been terminated, any member may move to reconsider. Adoption of such a motion requires sixty percent (60\%), with abstentions not counting toward the total.
12. Termination of consideration: Consideration of an endorsement of a candidate or position on a measure may be terminated by adoption of one of the following:
a. A position with regard to a candidate or measure,
b. A motion to Terminate All Further Consideration.
c. A motion for Order of the Day
d. A motion for No Consensus.

Adoption of a motion to Terminate All Further Consideration shall result in a position of "No consensus." Adoption of a motion for Order of the Day shall leave open the
possibility of consideration of the race or measure at a subsequent meeting, if properly set on the agenda with due notice.
13. Rescission of an Endorsement: Once consideration of an endorsement has been terminated, other than by calling for Order of the Day, no rescission shall ensue but upon a two-thirds vote of the Executive Board, ratified by a two-thirds vote of the general membership present and voting, abstentions not counting toward the total, at a subsequent and properly noticed meeting of the membership, with explicit notice of the motion to rescind having been given.

## B. Endorsement process

1. Initiation: Endorsement proceedings in relevant races, as defined, shall be initiated by the Vice-President of Political Affairs, who shall inform the Executive Board about impending relevant races.
2. Timing: Endorsements shall only take place after the close of filing of either candidacy or Notice of Intent, if applicable; provided, however, that an absolute majority of members of the Executive Board may find that an earlier endorsement would be in the club's best interest, and may initiate proceedings. Nothing in this section shall prevent scheduling or notice of meetings at which endorsements are to be considered, nor service of a standard candidate questionnaire, prior to any close of filing referred to herein.
3. Candidate questionnaires: The Vice-President of Political Affairs shall be responsible for the development, maintenance and distribution of a Candidate Questionnaire prior to consideration of a particular race. If requested, Candidates shall submit a signed copy of this questionnaire prior to consideration for endorsement.
4. Recommendation options: The Executive Board may, by majority vote of those present and voting, recommend any of the following:
a. That the club endorse a particular candidate or measures;
b. That the club take a position of "No Endorsement."

In the absence of either, the Executive Board shall report to the membership that it was unable to make a recommendation, and shall list its recommendation as "no consensus."
5. Consent Calendar: The Vice-President of Political Affairs may place all recommended candidates and issues on a consent calendar. No vote may be taken on more than one candidate at a time, unless as part of a consent calendar.
6. Severance: Recommendations may be severed from the consent calendar upon objection of any three members.
7. Order of Consideration: The consent calendar, excluding any severed items, shall be considered first, if applicable; otherwise, recommendations of the executive board shall be considered first. Severed candidates and positions shall then be considered. No motion shall be in order until all recommendations have been dispensed with, either by adoption or rejection. For each jurisdiction or measure considered, the next vote shall be floor motions on that particular race until such time as Termination of Consideration as defined herein above has resulted.
8. Debate: Except for items presented as a consent calendar if applicable, which shall be presented without debate after a report by the Vice-President of Political Affairs, no motion to limit or terminate debate shall be in order until three (3) speakers in favor and three (3) speakers opposed have had the opportunity to seek recognition, with a time limit of no more than one (1) minute per speaker.
9. Delegation: The membership may, by majority vote, delegate authority to endorse on all matters to the Executive Board. In such circumstances, no endorsement shall issue but upon a $60 \%$ affirmative vote at a duly noticed meeting of the Executive Board, abstentions not counting toward the total.
10. Secret Ballot: Voting at membership meetings shall be by secret ballot upon request of any member. There shall be no votes by secret ballot at any meeting of the Executive Board.

## ARTICLE XI: GRIEVANCE PROCEDURES AND REMOVAL OF MEMBERS

Any member of the Club (or non-member, with a member co-signing) may initiate a grievance relative to another member of the Club. A grievance may be brought based upon behavior that violates the mission of the Club as set forth in these Bylaws, or violates the code of conduct of the Los Angeles County Democratic Party or the California Democratic Party, including each entity's anti-harassment policies. The Club's grievance procedures can be found in Appendix A.

Members who are removed from membership are not eligible to re-join the Club for a period of five years.

## ARTICLE XII: PROCEDURE

A. The latest edition of Robert's Rules of Order shall govern for all matters not covered by these bylaws.
B. Voting must be done in person; there shall be no proxies, nor duplicate voting at any meeting, nor mail or absentee ballots on any issue.

## ARTICLE XIII: DISSOLUTION

A. In the event of the dissolution of the Miracle Mile Democratic Club, all property and records, including treasury funds, shall be donated to the Los Angeles County Democratic Party.

## Appendix A: Grievance Procedures

Grievance Procedure: The Miracle Mile Democratic Club seeks to initially employ the principles of Restorative Justice in handling grievances. Prior to processing a complaint, the Grievance Committee shall, if it determines the matter to be amenable to these principles, make attempts to bring the parties together in a safe space to address situations face-to-face in order to repair harm, promote healing and learning, and build community.

If such efforts are determined to be inappropriate to the situation presented, or if such efforts are unsuccessful, the Grievance Procedures described below shall be undertaken.

The timelines described below shall be tolled until engagement in the Restorative Justice Process is concluded or determined to be inappropriate or unsuccessful.

1. Grievance Committee:
a. A Grievance Committee consisting of 5 members shall be appointed by the Executive Board of the Club within twenty-eight (28) days of the adoption of this procedure and thereafter 28 days after the semi-annual election of the Club's officers.
b. No member of the Grievance Committee can be a member of the Executive Board . Alternate members will be appointed by the Executive Board in the event a member of the Grievance Committee is no longer able to serve or has a conflict of interest.
c. The Grievance Committee may meet in person,Video conference, or by telephone.
d. Meetings of the Grievance Committee fall under the "Member Disciplinary and Other Proceedings Involving the Right to Privacy" exception to the "Policy Statement By the Rules Committee of the California Democratic Party on the Open Meeting Rule" and therefore need not be public.
e. The Grievance Committee shall meet and elect its own chair within fourteen (14) days of the appointment of its full membership.
2. Grounds and Jurisdiction: The sole grounds for filing a grievance shall be an alleged:
a. Violation of Local, State, or Federal laws or regulations having a direct impact on: 1) This Club, or, 2) the complainant
b. Violation of these bylaws, including the stated mission of the Club, the Code of Conduct and/or the Policy Against Harassment and Workplace Violence attached as appendices hereto.
3. Standing: A complainant must be a member of This Club at the time of the grievance, in good standing, and be directly and adversely affected by the actions or conduct of another member of This Club, in order to file a grievance. A complainant who is not a member of the Club may also file a grievance, if they have a co-sponsor of the grievance who is a member of the Club.
4. Remedy: If a grievance is found to have merit, the Grievance Committee is empowered to determine a remedy up to and including removal from membership. :
5. Initiating a Grievance: A grievance may be initiated by filing a timely Written Statement with the Secretary of This Club (or President, if the Secretary is the accused) and the Chair of the Grievance Committee:
a. Setting forth, with specificity, the text of the club bylaws, Code of Conduct, Policy Against Harassment and Workplace Violence, regulation, and/or law alleged to have been violated,
b. A statement of facts supporting the allegation, and,
c. The requested remedy.
6. Initial Determinations and Actions:
a. Within fourteen (14) days of receipt of the Written Statement, the Grievance Committee shall make an initial determination, based solely upon the Written Statement, subject to change after rebuttal evidence is received, of standing, jurisdiction, and actionable allegations.
b. If it is initially determined that standing, jurisdiction, and actionable allegations are present, the Chair of the Grievance Committee shall contact the accused within seven (7) days of the determination and advise as to the allegation(s), without disclosure of the identity of the complainant, and make an offer of the remedy requested by the complainant.
c. If rejected by the accused, the Grievance Committee shall provide the accused with a copy of the complaint, and the identity of the complainant, and request a written response, after instructing the accused not to contact the complainant, during the duration of this process.
d. If, in the determination of the Grievance Committee, the accusation involves a potential violation of criminal law, the complainant shall be advised to contact the appropriate Law Enforcement Agency. This process will continue parallel to any Law Enforcement action at the discretion of the Grievance Committee.
e. The Grievance Committee may, by a two-thirds vote, also make an initial determination, based upon the Written Statement, that the situation warrants temporarily suspending the membership rights of the accused, pending further action.
7. Confidentiality: The identity of all persons involved in the process, and all information regarding the allegation(s), shall be treated with confidentiality, and protected to the extent possible and will, except as otherwise specified herein.
8. Hearings:
a. Hearings are only required if the remedy sought is removal from office, and/or removal from membership in This Club.
b. Despite the above, after review of the Written Response, any two (2) members of the Grievance Committee may determine that a hearing shall be held, regardless of the remedy sought.
c. The determination of whether or not to hold a hearing shall be made within seven (7) days of receipt of the Written Response.
d. If a hearing is determined to be required, it shall be held within fourteen (14) days of that determination.
9. Orders:
a. Orders of the Grievance Committee shall be made within fourteen (14) days of the determination that no Hearing is required, or, fourteen (14) days of the conclusion of any Hearing.
b. The Grievance Committee may, by majority vote, issue any admonishment, temporary suspension of rights, or dismissal of the Complaint.
c. The Grievance Committee may by a two-thirds (2/3rds) vote, concurred in by a majority vote of the Executive Board, remove an accused from office, and/or membership in This Club.
d. If the matter did not proceed to hearing, the Grievance Committee may only impose a remedy equal to, or lesser than, the remedy sought by the complainant.
e. If the matter proceeded to hearing, the Grievance Committee may impose any remedy set forth herein.
f. At any stage of this process the Grievance Committee may issue an Order Extending Time of any deadline within this process.
g. If no remedy is imposed within fourteen (14) days of the determination that no Hearing is required, or, fourteen (14) days of the conclusion of any Hearing, the complaint shall be deemed dismissed, unless time has been extended.
h. All Orders shall be sent to the accused by first class mail, and, if an email is on file with This Club, by email.
i. A written decision shall be rendered at the conclusion of the Process, setting forth the allegations made, facts determined, and remedy imposed, if any, and shall be sent to the complainant, and the member who is the subject of the Written Statement.
j. Proof of the date and manner of delivery of any notices required under this Article shall be maintained.
10. Appeals:
a. The accused may, within fourteen (14) days of the mailing of the Order(s), appeal any Suspension of Rights, or Removal from office or membership, to the Executive Board, which shall hear the matter at its next regularly scheduled meeting for which due notice can be given.
b. Admonishments and Dismissals of Complaints are not subject to appeal.
