

BY-LAWS OF THE SOLANO COUNTY DEMOCRATIC CENTRAL COMMITTEE

February 2022

ARTICLE I: NAME

1.01 The name of this organization shall be the Solano County Democratic Central Committee.

ARTICLE II: PURPOSE

2.01 The Central Committee shall have charge of the Democratic Party campaign in Solano County under general direction of the California Democratic Party Central Committee or the executive committee thereof.

2.02 The Central Committee shall perform duties and services for the California Democratic Party as appropriate.

2.03 The Central Committee shall adopt, and from time to time review, a Mission Statement that further defines and clarifies the purpose of the Central Committee.

ARTICLE III: MEMBERS

3.01 Central Committee membership shall be divided into four classes: elected, ex officio, appointee, and alternate. No person shall hold more than one seat on the Central Committee.

3.02 Except as herein provided, all provisions of these By-laws shall apply equally to every member of the Central Committee. All members as defined in 3.01 and 10.04 of the Central Committee, shall pay annual dues. Dues shall be paid annually commencing April 1st and considered late after April 30th. A member who has late dues is considered not in good standing. The Committee shall review the dues cost at least biennially or at any time prior to which the Committee deems necessary.

Except as herein provided, the rights and privileges of each class of membership shall be identical, provided the member is in good standing, and shall include, but not be limited to, the right to vote, to make and debate motions, and to be elected as delegate to the California Democratic Party convention, subject to the provisions of Article V of these By-laws.

3.03 All members of the Central Committee must be registered with the Democratic Party at the time of their election or appointment, and for the duration of the tenure.

3.04 Elected members shall be those members directly elected to the Central Committee by the Democratic electors of Solano County, or declared elected in accordance with state law, or appointed to fill a vacancy in a seat eligible for direct election.

3.05 Ex officio members shall include the Democratic incumbents for all Assembly, Senate, and House of Representatives districts that include Solano County, and all Democratic incumbents for state-wide office, including United States Senator, that reside in Solano County. Incumbent office-holders shall hold an ex officio seat until their term of office expires. Each Democratic Club chartered by the Central Committee, shall have one (1) ex officio seat on the Central Committee. Solano County

Supervisors who are registered Democrats shall have one (1) ex officio seat on the Central Committee. No ex officio member shall hold more than one seat on the Central Committee. No ex officio member shall be entitled to the ballot designation of "incumbent" upon seeking election to the Central Committee in the next primary.

3.06 Appointee members shall be those members appointed in writing to serve as alternates by ex officio members of the Central Committee, in accordance with Section 7208 of the California Elections Code or successor statutes. The appointed members must reside in the ex-officio's district within Solano County.

The appointment shall be effective upon receipt of the written authorization by the Central Committee Chairperson or Secretary. Appointee members may only vote in the absence of the ex officio member that made the appointment, but shall exercise all other rights and privileges of membership. Ex officio may revoke the appointment or replace the appointee member at any time, through the same procedure by which the appointment was made. Ex officio members shall only be authorized one appointment at any given time.

3.07 Alternate members shall be those members appointed in writing to serve by elected members of the Central Committee, in accordance with Section 7208 of the California Elections Code or successor statutes. The appointment shall be effective upon receipt of the written authorization by the Central Committee Chairperson or Secretary. Alternate members may only vote in the absence of the elected member that made the appointment, and may serve as officers of the Central Committee or as chairpersons of standing committees. Alternate members shall reside in the same supervisorial district as the elected member that made the appointment. The appointing member may revoke the appointment or replace the alternate member quarterly using through the same procedure by which the appointment was made. Elected members shall be authorized only one alternate at a time.

3.08 The term for all members shall be in accordance with the California Elections Code or successor statutes, commence with the first Central Committee meeting following the certification of the Presidential primary election, or their appointment to the Central Committee as herein provided, and shall continue until the first Central Committee meeting following the next succeeding Presidential primary election, unless the member is earlier removed in accordance with these By-laws.

3.09 Members of the Central Committee, before they enter upon the duties of their office, shall take and subscribe the oath or affirmation set forth in Section Three of Article XX of the Constitution of California. Except and unless otherwise provided by law, the Chairperson shall be deemed competent to administer the oath or affirmation to all members.

3.10 Whenever any elected member dies, resigns, becomes incapacitated to act, or becomes ineligible for continued membership for any reason cited under the California Elections Code or successor statutes, or is removed from the Central Committee in accordance with these By-laws, or when an insufficient number of members are elected at the direct primary election, the Central Committee members resident in the district where the vacancy exists shall caucus and nominate a candidate to fill the vacancy, provided that, should the member in question have appointed an alternate in accordance with these bylaws, the alternate shall be nominated. The Central Committee shall then vote to approve or reject the nomination, a majority of those present and voting being

necessary to fill the vacancy. If no candidate is approved by the Central Committee within ninety-one (91) days of the vacancy occurring, the Chairperson shall fill the vacancy by appointment. No person may be appointed to fill a vacancy who is not eligible to be elected to the seat in question.

3.11 Any elected member who misses more than three consecutive regularly called meetings may be removed by the Central Committee, two-thirds of those present and voting agreeing to the removal, unless the member's absence is caused by illness or emergency or temporary absence from Solano County on the date of the meeting, assigned work by the member's primary employer, participation in campaign activities, or a meeting of a governmental body to which a member is elected or appointed. The Secretary shall request any member missing three consecutive meetings to submit in writing a statement as to the reasons for the absence of that member. If no written statement is submitted by the next regularly called meeting of the Central Committee, the member's absences shall be presumed not excused.

3.12 The Central Committee may remove any member, other than an ex officio member, who during their term of membership affiliates with or registers as a member of another party, who publicly advocates that the voters should not vote for the nominee of the Democratic Party for any office, or who gives support or avows a preference for a candidate of another party or candidate who is opposed to a candidate nominated by the Democratic Party. Ten (10) days' written notice of intent to remove a member pursuant to this section must be given to all members, and the member in question shall be given a reasonable opportunity to dispute the accusation. Two-thirds of the members present and voting must agree for any removal to occur. This provision shall apply to both partisan and nonpartisan races.

ARTICLE IV: OFFICERS

4.01 The Central Committee shall have seven officers, who shall be known collectively as the Executive Board. The officers are the Chairperson, Northern Vice Chairperson, Southern Vice Chairperson, Secretary, Treasurer, Information Resource Officer, and Parliamentarian.

4.02 Elected members, ex officio members, and appointee members are eligible to serve as officers of the Central Committee. The Northern Vice Chairperson must reside in Supervisorial District Three, Four, or Five, and the Southern Vice Chairperson must reside in Supervisorial District One or Two. All other officers may be elected regardless of residence.

4.03 Officers shall be elected at the first regularly called meeting after the certification of the primary election, and shall serve until the first regularly called meeting after the next succeeding primary is certified. Officers shall be eligible for re-election, provided they remain an eligible member of the Central Committee. The term of office is two years.

4.04 Nominations shall be made and seconded from the floor at the same meeting as the election, and elections shall be held separately for each office. Voting shall be by signed, written ballot, unless there is but one candidate, and that candidate shall be declared elected by acclamation. A candidate must receive a majority of ballots from those members present to be elected. If no candidate receives a majority, a second election between the top two candidates for that office shall immediately be held. If the second election ends in a tie, the winner shall be chosen by lot.

Elections shall be supervised by three proctors, none of whom are a candidate for any office. Proctors need not be members of the Central Committee.

4.05 Officers of the Central Committee shall serve without compensation, although they may seek reimbursement for any necessary expenses.

4.06 The Chairperson shall chair all meetings of the Central Committee and the Executive Board in a fair and impartial manner; shall represent the Central Committee at all appropriate civic, community, and political functions; shall serve as the Central Committee's official spokesperson; and shall perform such other duties as may be assigned herein, required by state law, or otherwise delegated by the membership.

4.07 The Vice Chairpersons shall assist the Chairperson in the performance of their duties; shall serve as liaison with all Democratic Clubs in their jurisdictions; and shall perform such other duties as the Chairperson or the membership may direct. In the absence of the Chairperson, either Vice Chairperson may preside over meetings of the Central Committee or the Executive Board. In the event of a vacancy in the office of Chairperson, the Central Committee shall elect one of the two Vice Chairpersons as Chairperson, a majority of those present required to elect, at the next regularly called meeting.

4.08 The Secretary shall take and record the minutes of all meetings of the Central Committee and the Executive Board; shall carry on all necessary correspondence for the Central Committee; shall issue written notice of all meetings and other functions as may be required by these By-laws or by direction of the Central Committee; and shall perform such other duties as the Chairperson or the membership may direct.

4.09 The Treasurer shall serve as chief financial officer of the Central Committee and shall be responsible for all monies and financial records of the Central Committee; shall collect all receipts and pay all expenses in accordance with the applicable state and federal laws, provisions of these By-laws, and policies and procedures adopted by the Central Committee; shall prepare and file all financial documents mandated by state or federal law; shall notify members of all official statements required to be filed; shall chair the Finance Committee; and shall perform such other duties as the Chairperson or the membership may direct.

4.10 The Information Resource Officer shall be responsible for administering the Central Committee's computer systems and on-line systems; shall chair the Technology Committee; and shall perform such other duties as the Chairperson or the membership may direct.

4.11 The Parliamentarian shall assist the Chairperson on matters of parliamentary procedure; shall render opinions and rulings on parliamentary procedure and interpretation of these by-laws when requested by the Chairperson or the membership; shall chair the By-laws & Rules Committee; shall be familiar with the by-laws, policies, and rules of the California Democratic Party and the Democratic National Committee as they pertain to the Central Committee; and shall perform such other duties as may be directed by the Chairperson or the membership.

4.12 In addition to the foregoing duties and responsibilities, all officers shall report on the performance of their duties to the Central Committee on a regular basis, and the membership may require that the reports be submitted in writing.

4.13 A vacancy shall exist in any office if the incumbent dies, resigns, becomes ineligible for membership on the Central Committee, misses three consecutive meetings of the Central Committee, or is removed from office by the membership. Vacancies in any office, except for Chairperson, shall be filled by election at the next regularly called meeting of the Central Committee after the vacancy occurs, provided that if an officer is removed by the membership, the vacancy shall be filled at the same meeting. Elections to fill a vacancy shall be held in the same fashion as regular elections.

4.14 Any officer may be removed by the membership at a regularly called meeting of the Central Committee, provided ten (10) days' written notice is given to members of such intent. A signed petition of at least 10 members of the SCDCC with reason(s) for removal shall be presented at the time of request for notification.

Two-thirds of the members present or a majority of the voting membership of the Central Committee, whichever is greater, must approve such removal for it to be effective.

4.15 The membership may create other offices by adopting standing rules of order, specifying the powers and duties of said office. In all cases the office created shall be subject to the provisions of these bylaws regarding officers, but shall have no vote on the Executive Board.

ARTICLE V: STATE CENTRAL COMMITTEE MEMBERS & EXECUTIVE BOARD REPRESENTATIVES

5.01 The Central Committee shall elect delegates to the California Democratic State Central Committee, in such numbers as authorized by the By-laws & Rules of the California Democratic Party, at the first regularly called meeting after the regular general statewide election. The delegates shall serve at the pleasure of the Central Committee.

5.02 Elected members of the Central Committee are eligible to be elected as members of the state Central Committee, provided that the delegation be divided as equally as possible between men and women. If there are not enough elected members seeking a seat on the State Central Committee, Alternates shall be eligible to be elected.

5.03 Nominations shall be made and seconded from the floor at the same meeting as the election, and elections shall be held separately for men and women delegates. Voting shall be by signed, written ballot, unless the number of candidates is equal to or less than the number of positions to be filled for that gender, and those candidates shall be declared elected by acclamation. The candidates with the most number of votes shall be declared elected until each position is filled, and the remaining candidates shall be designated the alternates for that gender, ranked in order of votes received. If the total number of delegates be an odd number, the final delegate elected shall be the remaining candidate, male or female, with the highest number of votes. In the event of a tie among two or more candidates for the final delegate position, the winner shall be chosen by lot. Elections shall be supervised by three proctors, none of whom are a candidate for delegate. Proctors need not be members of the Central Committee.

5.04 In the event of a vacancy among the delegation, the highest-ranking alternate of the same gender shall become delegate, or if that alternate is not available, the highest-ranking alternate of the opposite gender shall become delegate. If there is no alternate available to fill a vacancy among the delegation, the Central Committee shall fill the vacancy by election at the next regularly called meeting after the vacancy occurs, in the same fashion as the delegation was originally elected. If a vacancy shall occur following the last regularly called meeting of the Central Committee prior to the convention of the state Central Committee, the Chairperson shall appoint a delegate.

5.05 Delegates shall be reminded by the Chairperson of the right and duty to select a proxy to attend the convention if they are unable to attend in person, as well as the requirement that the proxy must also be a member of the Central Committee.

5.06 Delegates shall verify their attendance at the convention of the state Central Committee by reporting to the Chairperson or his or designee no later than the end of the first general session of the convention, who shall maintain a written record of attendance. Failure of delegates to attend or select a proxy to attend the convention of the state Central Committee shall result in their removal as delegates, except in the event of illness or other urgent circumstance communicated to the Chairperson as soon as practicable.

5.07 The Central Committee shall elect a member or members as representative(s) and alternate(s) to the California Democratic Party Executive Board, in such numbers as authorized by the By-laws & Rules of the California Democratic Party, at the first regularly called meeting after the regular general statewide election, following election of delegates to the state Central Committee. The Executive Board representative(s) and alternate(s) shall serve at the pleasure of the Central Committee, and the alternate(s) shall be the person the Executive Board representative(s) shall designate as proxy to state Executive Board meetings.

5.08 Only members of the Central Committee who are elected delegates to the state Central Committee by the Central Committee are eligible to serve as representative to the state Executive Board. If the Central Committee is authorized to elect more than one Executive Board representative, the representatives shall be divided as equally as possible between men and women.

5.09 Nominations for Executive Board shall be made and seconded from the floor at the same meeting as the election delegates. Voting shall be by signed, written ballot, unless there is but one candidate, and that candidate shall be declared elected by acclamation. If there is only one position, a candidate must receive a majority of ballots from those members present to be elected. If no candidate receives a majority, a second election between the top two candidates for that office shall immediately be held. If the second election ends in a tie, the winner shall be chosen by lot. If there is more than one position, the candidate with the most votes shall be declared elected, followed by the candidate from the opposite gender with the most votes, and continuing to alternate between genders until each position is filled, and the remaining candidates shall be designated the Executive Board alternates for that gender, ranked in order of votes received. Elections shall be supervised by three proctors, none of whom are a candidate. Proctors need not be members of the Central Committee.

5.10 If the office of Executive Board representative or alternate shall become vacant, it shall be filled by election at the next regularly called meeting of the Central Committee after the vacancy occurs. Elections to fill a vacancy shall be held in the same fashion as regular elections for Executive Board Representative.

5.11 In the event of a conflict with these By-laws, the provisions of the current By-laws & Rules of the California Democratic Party shall govern the election of members of the California Democratic State Central Committee and the California Democratic Party Executive Board.

ARTICLE VI: MEETINGS

6.01 Regularly called meetings of the Central Committee shall be held on the fourth Wednesday of the month, unless otherwise ordered by the Executive Board or the membership, and shall be open to the public. The time and location of the meetings shall be set by the Central Committee. Regularly called meetings may be canceled by a vote of the majority of the members present and voting at any regularly called meeting.

6.02 Special meetings of the Central Committee may be called by the Chairperson, a majority of the Executive Board, or by eight (8) members of the Central Committee. At least five (5) days written notice shall be provided to all members. This notice shall specify the nature of business to be discussed at the special meeting. No other business shall be conducted at any special meeting.

6.03 All meetings of the Central Committee shall be held in quarters that are accessible to persons with disabilities.

6.04 The agenda for any meeting shall be prepared by the Chairperson or, at his or her discretion, the Secretary.

6.05 The agenda for the regularly called meeting, along with the minutes of the last regularly called Central Committee meeting, shall be distributed to each member at least five (5) days prior to the meeting.

6.06 Minutes of any special meeting of the Central Committee may be distributed at the next regularly called meeting, provided that at least three (3) days have elapsed since that special meeting, or sent to the members, at the discretion of the Secretary.

6.07 The printed or typed minutes of a regular or special meeting, hand-signed in ink by the Secretary or Secretary pro tempore, shall be the official minutes of that meeting in case of any dispute.

6.08 A member may place an item on the agenda by contacting the Chairperson or the Secretary at least ten (10) days prior to the meeting.

6.09 A member may move to amend the prepared agenda of a regularly called meeting by making additions, corrections, or deletions, prior to the Central Committee adopting the agenda at that meeting.

6.10 A quorum of the Central Committee shall consist of one-third of the voting membership of the Central Committee. The voting membership is the maximum number of members eligible to vote at any given time, and is equal to the total number of elected and ex officio members. Vacancies among the membership shall not reduce size of the voting membership.

6.11 The Chairperson shall preside over meetings of the Central Committee. In his or her absence, either of the Vice Chairpersons shall preside, and if both are absent, the Secretary, Treasurer, Information Resource Officer, or Parliamentarian shall preside, in that order. If none of the officers are present or available to serve, any person chosen by a majority of the members present shall preside.

6.13 Voting on all matters before the Central Committee, except as herein provided, shall be by voice vote, unless a member requests a roll call vote or signed, written ballot. The Secretary shall record the yeas and nays of any vote, and shall record the vote of any member when a roll call vote is requested. Only alternate or appointee members holding voting authority shall be polled during a roll call vote.

6.14 Except as herein provided, a plurality of those present and voting shall suffice to decide any matter. In no circumstances shall a stated abstention be construed as either a yav or a nay.

6.15 Reports and presentations All reports and presentations shall have a two (2) minute time limit.

6.16 Public Comment: Opportunity for public comment shall be available at the beginning of each general meeting. No one speaker may exceed two (2) minutes and the total Public Comment time shall not exceed thirty (30) minutes.

ARTICLE VII: EXECUTIVE BOARD

7.01 The Executive Board shall consist of the officers of the Central Committee and the Central Committee representative(s) to the California Democratic Party Executive Board, if said representative(s) is not also an officer.

7.02 Voting members of the Executive Board shall consist of the Chairperson, Vice Chairpersons, Secretary, and Treasurer. The Information Resource Officer, Parliamentarian, and Executive Board representative(s) shall have no vote.

7.03 The Executive Board shall have supervision of the affairs of the Central Committee between meetings, shall make recommendations to the Central Committee, and shall perform such other duties as are specified in these By-laws or directed by the membership. The Executive Board shall be subject to the Central Committee, and none of its acts shall conflict with action taken by the Central Committee.

7.04 The Executive Board, or any member thereof designated by the membership, shall have discretion in the disbursement of funds, not to exceed \$100.00 between two regularly called meetings, without prior authorization by the Central Committee. Any such expenditure shall be reported to the Central Committee at the next regularly called meeting. The Executive Board shall not

have authority to disburse funds encumbered more than forty-five (45) days prior, without express re-authorization by the Central Committee prior to expenditure.

7.05 Meetings of the Executive Board shall be held on a quarterly basis, and shall otherwise be subject to the call of the Chairperson or upon the request of two Executive Board members, provided that at least seven (7) days notice is given for any meeting, unless such meeting is held immediately prior to or following a regularly called meeting of the Central Committee.

7.06 Emergency meetings of the Executive Board shall be held upon the call of the Chairperson or upon the request of two Executive Board members, provided at least twenty-four (24) hours notice is given to Executive Board members, such notice to specify the nature of the business to be conducted at the emergency meeting. No other business is to be conducted at any emergency meeting.

7.07 At all meetings of the Executive Board, a quorum shall consist of a majority of the Board, provided that a meeting of all incumbent Executive Board members shall suffice if vacancies would otherwise prevent the formation of a quorum, and further providing that any vote to take action on behalf of the Central Committee requires a majority of the voting membership to pass.

7.08 The Chairperson shall preside at meetings of the Executive Board. In his or her absence, the Vice Chairpersons, Secretary, Treasurer, Information Resource Officer, and Parliamentarian shall preside, in that order. The Secretary, or in his or her absence, any person appointed by the presiding officer shall act as secretary of the meeting.

7.09 All meetings of the Executive Board shall be open to the membership, who shall have a voice but no vote. The minutes of all Executive Board meetings shall be available for inspection upon request by any member of the Central Committee.

ARTICLE VIII: COMMITTEES

8.01 The standing committees of the Central Committee shall be as follows: Finance, Technology, Bylaws & Rules, Awards and Fund-Raising. Except as herein provided, all committees shall be established within thirty-five (35) days of the election for the Central Committee, and committee chairpersons shall be appointed by the Chairperson.

8.02 The duties of the Finance, Technology, By-laws & Rules, Awards and Fund-Raising Committees shall, in addition to those stated herein, be specified in standing rules of order adopted by the membership.

8.03 The membership may establish other standing committees by adopting standing rules of order, specifying the powers and duties of said committee.

8.04 Meetings of committees shall be held at the committee chairperson's call or according to such other rules as the membership may adopt. Every effort shall be made to give timely notice to all Central Committee members of committee meetings, but in no case shall a committee meeting be held without at least three (3) days notice to members of that committee, unless such meeting is held immediately prior to or following a regularly called meeting of the Central Committee.

8.05 All committee meetings shall be open to the membership, and all committees shall keep a full record of their proceedings and shall deliver a copy of the same to the Secretary for inclusion in the Central Committee records.

8.06 The Audit Committee, an Ad Hoc committee, shall be established no less than ninety (90) days prior to the primary election. It shall have three members, none of whom are members of the Executive Board, nominated by the Chairperson and approved by the membership.

8.07 Ad Hoc committees may be established by the membership from time to time, under such rules as the Central Committee may adopt, provided that no special committee shall serve for more than one year without the approval of the membership.

ARTICLE IX: ENDORSEMENTS

9.01 The Central Committee shall make no endorsement in partisan primary campaigns, and shall automatically endorse any candidate who has received the California Democratic Party's endorsement for partisan office in the manner prescribed by law.

9.02 The Central Committee reserves to itself the right to make endorsements in all local nonpartisan elections for office, and in all local ballot measures. For the purposes of this section, "local" shall include any office whose jurisdiction is primarily within Solano County, and shall include all city, county, school board, and special district offices.

9.03 Prior to the close of the filing period for local elections, the Central Committee shall approve questionnaires to be sent to Democratic candidates for local office, and to the proponents and opponents of any ballot measure appearing before the voters of Solano County. All questionnaires shall specifically ask the candidate, or the proponents/opponents of a ballot measure, whether the endorsement of the Central Committee is requested.

9.04 Upon the close of the filing period for local elections, the Chairperson or his or her designee shall obtain from the Solano County Registrar of Voters a list of all candidates for local office, including partisan registration, and the contents of any local ballot measure facing the voters. The Chairperson or his or her designee shall, as soon as is practicable, send the approved questionnaire to all Democratic candidates for office. A questionnaire shall also be sent to the proponents and opponents of any ballot measure appearing before the voters of Solano County.

9.05 The Executive Board shall review all returned questionnaires, and shall invite all Democratic candidates, and proponents/opponents of local ballot measures, who have requested endorsement to a regular or special meeting of the Central Committee, provided that the meeting(s) be scheduled at least fifty-seven (57) days prior to the election in question. Every effort shall be made to schedule the appearance of all candidates for a specific office at the same meeting.

9.06 The Central Committee shall interview each Democratic candidate for office seeking endorsement, and shall schedule an equal time for each interview. Proponents and opponents of any local ballot measure shall be given equal time to make their presentations. Chartered Clubs of the SCDCC may, at their discretion and through such procedures as their Club adopts, make

recommendations regarding the endorsement of local candidates or ballot measures to the Central Committee, presented by the Club representative at the Central Committee's endorsement meeting(s).

9.07 The Central Committee shall vote on which endorsements, if any, it wishes to make in each race. Only Democratic candidates may be endorsed, and endorsement shall not be given to more candidates than there are seats open for the office in question. There shall be no obligation to make any endorsement, and members shall be offered a "no preference" option on their ballot. Candidates must receive votes from a majority of Central Committee members present and voting to be endorsed by the Central Committee.

9.08 Endorsement of a candidate or a ballot measure position shall be separate from the question of financial contribution to that candidate, and no vote on financial contributions shall be made until all questions of endorsement have been decided, except that candidates and ballot measure positions receiving early endorsement may be considered for financial contributions prior to the close of the filing period.

9.09 The Central Committee shall consider making endorsements in local elections prior to the close of the filing period, also known as early endorsement, upon approval by a majority of members present and voting to place consideration on the agenda at the following regular meeting of the Central Committee, provided there is a separate motion for each office or issue which shall be considered for early endorsement. The Chairperson or his or her designee shall, as soon as is practicable, identify and notify all generally recognized Democratic candidates for the office(s) in question that early endorsement has been placed upon the agenda, shall ensure the candidates have access to the approved questionnaire for the office(s) in question, and shall invite those Democratic candidates who have requested endorsement to attend the meeting debating early endorsement. If advocates supporting or opposing a proposed ballot measure seek early endorsement, the Chairperson or his or her designee shall make all reasonable efforts to identify and notify the opposing viewpoint that early endorsement is being considered, shall ensure both parties have access to the approved questionnaire, and shall invite advocates requesting endorsement to attend the meeting. Notice of any meeting considering early endorsement shall be sent at least ten (10) days prior to the meeting, or consideration of early endorsement must be stricken from the agenda.

9.10 Consideration of early endorsement shall be subject to the provisions of Sections 9.06 and 9.07, except that candidates must receive votes from two-thirds of Central Committee members present and voting or a majority of the voting membership of the Central Committee, whichever is greater, to receive early endorsement by the Central Committee. Consideration of early endorsement shall not preclude the Central Committee from endorsing candidates or ballot measures following close of the filing period in any race for which endorsements have not been made.

ARTICLE X: CLUBS

10.01 The Central Committee shall have the authority to charter all Democratic Clubs in Solano County. "Democratic Clubs" shall be those clubs that use the term "Democratic" or a derivative thereof in their title, or claim to promote the election of Democratic candidates or the furtherance of Democratic ideals.

10.02 Any group wishing to be chartered as a Democratic Club shall submit:

- the proposed Club name,
- a list of at least twenty (20) members, who are Solano County registered Democrats,
- minutes of at least three (3) meetings (per Roberts Rules of Order §48),
- proof of filing a statement of organization with the Fair Political Practices Commission, and
- proposed Club bylaws to the Central Committee for approval.

The proposed Club shall either submit enough copies of the proposed bylaws to send to each Central Committee member, pay for the Central Committee's costs to duplicate same or give a release that submission packet can be distributed electronically.

10.03 The Central Committee shall review all of the submitted materials, and may approve the request for charter, request changes in the proposed Club's submitted materials, or reject the request. A rejected charter request may be re-submitted after fifty-six (56) days.

10.04 Each chartered Club shall be represented at each regular meeting of the Central Committee by the Club's representative, who shall make regular reports on Club activities. Failure to attend 3 consecutive meetings may be construed as evidence of Club inactivity. Notice will be sent to said Club and its representative for non-attendance.

10.05 Club charters shall be subject to renewal biennially. The Chairperson of the Central Committee or their designee shall notify the presiding officer of each chartered Club of the need to renew charters, and shall request the following: a written summary of Club activities since the charter was granted or renewed; a current list of all Club officers; and a current copy of the Club bylaws. The submitted materials shall be reviewed by the Bylaws & Rules Committee, which shall recommend whether to renew each Club's charter at the next regularly scheduled meeting. A majority vote of the members present and voting shall be required to deny a charter renewal.

10.06 The Central Committee shall have authority to revoke a Club's charter, two-thirds of the members present and voting concurring, if it finds that the Club has become inactive, is no longer acting to promote the Democratic Party, or for other good cause. The Central Committee shall act under such procedures as it deems desirable to adopt, and shall make its own judgment of what is good cause. The Central Committee shall also have the authority to invoke some lesser sanction, at its discretion.

ARTICLE XI: PARLIAMENTARY AUTHORITY

11.1 Sections 7200 et sequelae of the California Elections Code, or successor statutes relating to the organization and function of county Central Committees of the Democratic Party, are incorporated by reference in these bylaws and shall be the controlling authority, anything to the contrary in these bylaws or the standing rules of this Central Committee notwithstanding.

11.2 The Charter of the Democratic Party of the United States, the Bylaws of the Democratic Party of the United States, and the Bylaws & Rules of the California Democratic Party, to the extent to which they apply to this Central Committee, are incorporated by reference in these Bylaws and shall be the

controlling authority, anything to the contrary in these Bylaws or the standing rules of this Central Committee notwithstanding.

11.3 The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Central Committee in all cases to which they are applicable and in which they are not inconsistent with these Bylaws or any rules of order the membership may adopt.

11.4 The Central Committee shall adopt all rules of order and other standing rules by a two-thirds vote of the members present and voting, provided that seven (7) days written notice is given to members.

ARTICLE XII: AMENDMENT AND REVIEW OF THE BY-LAWS

12.1 Amendments to these Bylaws may be presented in writing at any regularly called meeting by a member, and shall be referred to the By-laws & Rules Committee for review.

12.2 The Bylaws & Rules Committee shall report at the next regularly called meeting its recommendation as to the adoption, amendment, or rejection of the proposed amendment. The proposed amendment, and any modified version proposed by the Committee, shall be included in writing with the minutes and agenda mailed to all members. Amendments may be modified by the membership during discussion by the Bylaws & Rules Committee report, but no version of the proposed amendment may be approved which has not been mailed to the members at least seven (7) days prior to the meeting. Approval of an amendment to the Bylaws shall require a two-thirds vote of the members present and voting.

12.3 Review of these Bylaws as a whole shall be performed by the Bylaws & Rules Committee only at the direction of the Central Committee, and shall occur no more than once each term. Proposed Bylaws revisions shall be presented to the membership at a regularly called meeting, and amendments may be proposed and adopted by the membership during discussion, but no final approval of revised Bylaws shall occur until the next regularly called meeting. Final approval of revised Bylaws shall require a two-thirds vote of the members present and voting, seven (7) days notice of such intent having been given.

First Reading: April 23, 2003

Second Reading & Adoption: May 28, 2003

Section 3.12 Amended: March 24, 2004

Section 3.11 Amended: March 23, 2005

Sections 9.03, 9.05, 9.06 Amended: December 5, 2005

Sections 3.01, 3.05, 3.06, 3.10, 10.02, 10.03, 10.04, 10.05, 10.06 Amended: May 24, 2006

Sections 3.02, 5.03, 5.04, 5.05, 5.06, 5.07, 5.08, 5.09, 5.10, 5.11 Amended: July 26, 2006

Sections 5.07, 8.07, 9.01, 9.08, 9.09, 9.10 Amended: May 23, 2012

Sections 2.02, 3.03, 3.05-3.09, 3.11, 3.12, 4.03, 4.07, 4.14, 5.01, 5.02, 5.05, 5.07, 5.09, 6.02, 6.05, 6.08, 7.01, 8.01, 8.02, 8.06, 8.07 (moved to SR), 8.08 (moved to 8.07), 9.04, 9.06, 9.10, 10.02, 10.04, 10.05 Amended: March 28, 2018

Sections 3.02, 6.15, 6.16 Amended: July 2020

Sections 3.02, 3.08, 3.10, 4.03, 10.02 Amended: March 2021

STANDING RULES

SR 3.01 No person who is a member of the Solano County Democratic Central Committee shall have more than one seat on the Central Committee, no member shall appoint more than one person to serve as their alternate with the power to vote, and no person may be appointed an alternate by more than one member. If a person shall be eligible to hold more than one seat on the Central Committee, they shall indicate in writing to the Secretary which seat he or she shall hold, and the other seat(s) shall be declared vacant in accordance with the Bylaws or standing rules.

SR 3.02 The Annual dues shall be \$35.00 through December 2022. Adopted July 2020

SR 3.05 For purposes of this section, "Democratic incumbent" shall refer to that candidate, registered as a member of the Democratic Party, who wins election to one of the identified offices. Each Club shall notify the Central Committee Chairperson or Secretary in writing which officer or member shall have the authorization to represent the Club and vote on its behalf.
Amended March 28, 2018

SR 3.07 The quarter shall be based on a calendar year. These appointments shall occur in the months of June, September, January, and March. In case of severe illness or relocation outside county or district that is being represented a new alternate can be appointed prior to the next quarter. Adopted March 28, 2018

SR 3.08 For purposes of this section, "direct primary election" shall refer to that election conducted by the Solano County Registrar of Voters or designee at which county Central Committee members are authorized to be elected by state law, and "next succeeding direct primary election" shall refer to the next succeeding election at which county Central Committee members are authorized to be elected. Intervening elections which may be designated by state law as primary elections for offices other than county Central Committee members shall not be construed as affecting the terms of Central Committee members. Should SB 1272 pass and be signed by the governor, elections would be held in conjunction with the presidential primary every four years. Adopted May 23, 2012

SR 3.10 Members may be declared incapacitated to act, no longer resident of Solano County, or otherwise ineligible for continued membership on the Central Committee, and removed by the Central Committee, two thirds of those present and voting agreeing to the removal. Ten (10) days written notice of intent to remove a member pursuant to this section must be given to all members, and the

member in question shall be given a reasonable opportunity to dispute the accusation. Proof of delivery or attempted delivery of written notice to the member in question shall be considered a reasonable opportunity to dispute the accusation. Adopted May 24, 2006

SR 3.11 For purposes of this section, the following definitions and limitations apply: "Temporary absence from Solano County on the date of the meeting" shall be defined as occasional, incidental absences from the county, not repeated or persistent absences. "Assigned work by the member's primary employer" shall be defined as occasional, incidental work assignments, not a permanent duty assignment that prevents the member from attending regularly called Central Committee meetings. "Participation in campaign activities" shall be defined as including political rallies or meetings, phone banking operations, precinct walking operations, or meetings and other activities designed to support and promote a Democratic candidate for office, or a ballot measure endorsed by the California Democratic Party or this Central Committee. "Meeting of a governmental body to which a member is elected or appointed" shall be defined as occasional, incidental meetings of the body in question, not meetings regularly scheduled for the same date and time as the regularly called Central Committee meeting. The Executive Board, in accordance with the definitions specified by these standing rules, shall decide whether an absence shall be considered excused or unexcused. This determination shall be presented at the next Central Committee meeting for ratification.

Members may appeal an adverse ruling by the Executive Board by seeking to correct the minutes at the next regularly called meeting. In the event a member shall be absent for more than five meetings within a twelve month period, the Secretary shall notify the Chairperson that the member in question appears to be incapacitated to act under Section 3.10 of these bylaws due to chronic absenteeism. If member is not able to attend but the alternate is in attendance the absence is excused.

Amended March 28, 2018

SR 3.12 For purposes of this section, the following definitions and limitations apply: "Affiliates with" shall be defined as participating in the party councils or activities of another recognized or unrecognized political party, except for the purpose of representing the Democratic Party or affiliated bodies during campaigns in which the other party has endorsed the Democratic nominee. "Publicly advocates that the voters should not vote for the nominee of the Democratic Party for any office" shall be defined as any advertisement, public communication, or statement in a public forum or media that would be reasonably construed as conveying the message that voters should not support the nominee of the Democratic Party or that the nominee of the Democratic Party is not worthy of election, provided that members are free to advocate the election of the Democratic candidate of their preference during a primary election campaign. "Gives support or avows a preference for a candidate of another party" shall include any action that would be reasonably construed as a public display of support or preference for a candidate who is not registered to vote in the Democratic primary, such as being identified as an endorser or supporter in any advertisement, public communication, or media release, or making campaign contributions in excess of \$99 during a calendar year, with the following candidates in a non-partisan race who are opponents of a candidate endorsed by the Democratic Party, its affiliated bodies, or officials thereof, including this Central Committee.

1) A member of the Central Committee who is a candidate for elected office or an elected official may attend a public fund-raising event or events costing \$100 or more for the purposes of advancing his or her own candidacy so long as solely campaign funds are used.

2) A member of the Central Committee who is also a member of a political committee, labor union, or other organization that endorses candidates may make a statement on behalf of that organization announcing or affirming the organization's endorsement of a candidate of another party, provided the statement refers solely to the endorsing organization and not the individual member.

3) A member of the Central Committee may interact with a candidate of another party in a professional, business, or occupational capacity, so long as such conduct would not be reasonably construed as an endorsement or preference for the election of said candidate. "Candidate who is opposed to a candidate nominated by the Democratic Party" shall not refer to opponents in a Democratic Party primary of candidates endorsed by the Democratic Party, its affiliated bodies, or officials thereof, nor shall it refer to Democratic candidates in a non-partisan race who are opponents of a candidate endorsed by the Democratic Party, its affiliated bodies, or officials thereof, including this Central Committee. Adopted March 24, 2004

SR 4.03 For purposes of this section, "direct primary election" shall refer to any election conducted by the Solano County Registrar of Voters or designee which is designated by state law as a regular primary election, whether or not Central Committee members are authorized to be elected by state law. As provided by current law, these elections are held in June of each even-numbered year. Adopted May 23, 2012

SR 4.08 The Secretary shall maintain a current roster of all Central Committee members, and shall distribute the roster to all members attending meetings on a quarterly basis. Adopted May 24, 2006

SR 4.09 The Treasurer shall also serve as an ex officio member of the Fund-Raising Committee, and shall report on the expenses and receipts of each fund-raising event held by the Central Committee at the first meeting after the event, or as soon as is practicable thereafter. Adopted May 24, 2006; Amended March 28, 2018

SR 6.01 The Central Committee shall consolidate its November and December meetings each year into one meeting, which may be held at the same time as a holiday party if the members so choose. Setting the date for the combined November/December meeting shall be placed on the agenda at the regular September meeting. The combined meeting shall be considered a regular meeting for all purposes. Adopted May 24, 2006, Amended March 28, 2018

SR 6.16 Anyone wishing to speak during Public Comment must complete a form to submit a request. Forms are available from the Parliamentarian. Completed forms must be returned to the Parliamentarian by 7:10 in order to be on the list to speak. Speakers will be called in number order, provided the 30 minute allotted time has not been exceeded. Adopted July 2020

SR 7.01 The membership or the Chairperson may direct committee Chairpersons to attend Executive Board meetings when requested. Adopted March 28, 2018

SR 8.02 Awards: The Awards Committee, a special committee, shall be established no less than

ninety (90) days prior to the annual awards ceremony. The committee shall be composed of no less than five members, balanced as reasonably as possible between the jurisdictions of the Northern and Southern Vice Chairpersons, who shall be nominated by the Chairperson and approved by the membership. The committee shall review all proposals for recognition and awards, and shall recommend to the Central Committee, at the last regularly called meeting held at least thirty-five (35) days prior to the awards ceremony, between three and five candidates for each award given by the Central Committee. The membership shall elect by signed, written ballot the recipient for each award. The results shall be tallied by the Awards Committee and announced to the Central Committee and all current Solano County Clubs.

Bylaws & Standing Rules: This committee shall consist of the Parliamentarian as chair, and at least three other members of the Central Committee. This committee shall propose needed changes in the Bylaws and Standing Rules, examine all proposed amendments from the Central Committee and make necessary revisions in our Bylaws and Standing Rules.

Finance: This committee shall consist of the Treasurer as chair, Secretary, at least one of the Vice-Chairs and at least three other members of the Central Committee. It shall draw up and supervise the operation of the annual budget for the Central Committee; promote support for any current fundraising drive, shall establish guidelines for candidate donations, and shall report periodically as to the financial status of the Central Committee.

Fundraising Committees: This committee shall consist of the Northern and Southern Vice-Chairs as Co-Chairs of the Fundraising committee. The Treasurer and at least three other Central Committee members shall serve on this committee. Fundraising experience is highly recommended to serve on this committee. This committee shall plan at least two fundraisers per year.

Technology Committee: The Technology Committee shall consist of the Information Resource Officer as chair, and at least three other members of the Central Committee. The Technology committee shall be a resource for developing the public image of the Central Committee and assisting the Information Resource Officer in developing protocols for publishing information on the website. These protocols must be approved by the Central Committee. Adopted March 28, 2018

SR 8.06 The **Audit committee** shall review the Central Committee accounts and all financial transactions for the year, and shall report its findings to the membership for approval prior to the election of officers, in concert with the accounting firm of the Central Committee.
Adopted March 28, 2018

SR 9.03 The Central Committee shall adopt one or more standard questionnaires for candidates and for local ballot measures. The standard questionnaires may vary based on the type of office sought or type of ballot measure being proposed, but shall not vary from one city or district to another, nor from one candidate for another. The standard questionnaires shall be posted on the public section of the Central Committee website, and shall be filled out by any candidate or issue advocate seeking early endorsement. In the case of local elections scheduled for June, the Chairperson shall circulate the standard questionnaires and any proposed revisions or supplementary questions at the January regular meeting for commentary and revision. If the revisions are too extensive to be completed during the meeting, the Chairperson shall appoint a committee of at least five persons to review the

questionnaire(s) and prepare revisions. No member of the committee shall be a candidate for office, a relative of said candidate, or a member of said candidate's staff or campaign committee. The committee shall complete its work and arrange to have the proposed questionnaire(s) distributed to the Central Committee membership prior to the February regular meeting, at which time the membership shall make any final revisions and adopt the questionnaire(s). In the case of local elections scheduled for November, the procedure shall be the same, except that the first draft shall be circulated at the June regular meeting, and the final approval, if necessary, shall be at the July regular meeting. Adopted December 5, 2005; revised May 23, 2012

SR 9.04 Notification shall be posted on the website, that questionnaire is available to candidates and for the ballot measures meeting said criteria. The questionnaire shall be sent out as soon as mailing addresses and party registration for all candidates are ascertained. Adopted December 5, 2005; revised May 23, 2012, Amended March 28, 2018

SR 9.05 Unless the Central Committee membership adopts a different date, endorsement interviews shall be scheduled for the first regular meeting of the Central Committee following the close of the filing period; i.e., March for local elections scheduled for June, and August for local elections scheduled for November. The meeting's agenda shall give priority to endorsement interviews, scheduling them prior to reports from clubs and elected officials. Adopted December 5, 2005

SR 9.06 Chartered Clubs whose endorsement of local candidate(s) and ballot measures is not ratified by the SDCC endorsement process, may give the Club's endorsement to said candidate(s) or ballot measures. Adopted March 28, 2018

SR 9.09 The Chairperson or his or her designee shall use all reasonable means of identifying Democratic candidates for the office(s) in question, including but not limited to reviewing Fair Political Practices Commission filings and news accounts, and contacting individuals and organizations reasonably believed to be knowledgeable of prospective candidacies. The questionnaires shall be sent out as soon as the names and mailing addresses or electronic mail addresses of all identified Democratic candidates are ascertained. All candidates shall be given a deadline for submitting the questionnaire at least ten (10) days prior to the meeting of the Central Committee considering early endorsement. Adopted May 23, 2012

SR 10.1 Clubs chartered by the Central Committee are intended to be independent of the California Democratic Party and of the Solano County Democratic Central Committee and not "affiliated" therewith, as that term is defined by the Bipartisan Campaign Reform Act and other applicable Federal, state, and local laws, rules, and regulations. The Central Committee shall not engage in any activities that directly establish, finance, maintain, or control any Club chartered by the Central Committee, as those terms are defined by applicable law, rule, or regulation. Adopted May 24, 2006

SR 10.2 Clubs operating under the auspices of an educational institution or other body that prohibit the establishment of a separate bank account shall not be required to file with the Fair Political Practices Commission, so long as their activities do not otherwise mandate complying with reporting requirements. The three meetings required under this bylaws section shall be held over a period of no less than four weeks, and cumulative attendance at the meetings shall include a majority of those

names appearing on the charter request. The Central Committee shall prepare an informational packet, including model club bylaws, to be given to any person who expresses an interest in chartering a club under the Central Committee. Adopted May 24, 2006

SR 10.3 The review of the charter request shall be conducted by the By-laws & Rules Committee, which shall make its recommendations to the Central Committee as soon as practicable, but no later than the second regular meeting following receipt of the request. The Central Committee is under no obligation to accept the committee's recommendations in whole or in part. Adopted May 24, 2006

SR 10.4 Should a Club's representative fail to attend three consecutive regularly called meetings, the Secretary shall notify the representative and the Club's presiding officer of record that the Club is in jeopardy of being declared inactive in accordance with Section 10.4 of the By-laws, with the potential of having its charter revoked in accordance with Section 10.6 of the By-laws.

SR 10.6 A Club shall be deemed "inactive" if the Club's representative fails to attend the next regularly called meeting following the Secretary giving notice as prescribed in Section 10.4 of these standing rules. A Club shall be deemed to be "no longer acting to promote the Democratic Party" if the Club endorses a candidate of another party for elective office; advocates that the voters should not vote for the nominee of the Democratic Party for any office; transfers any assets, including funds, from the Club to a candidate of another party running for elective office or his or her controlled committee(s); takes a position on a state ballot measure contrary to the formal position of the California Democratic Party; or publicly impugns the reputation or fitness for office of an incumbent Democratic elected official holding partisan office. Club officers, or persons purporting to represent the Club in a public setting, shall be construed as representing the Club unless the Club indicates otherwise. A Club shall be deemed as having given "good cause" to revoke its charter if it knowingly acts in violation of Federal, State, or local laws or regulations; or if the Central Committee shall make a finding of fact that the Club shall have acted in a manner adverse or detrimental to the best interests of the Democratic Party. A Club shall be responsible for the actions of its members only if a reasonable person would conclude the members were, or appeared to be, representing the Club, and the Club failed to indicate otherwise before, during, or after the incident in question. Incidental failures to file timely Fair Political Practices Commission reports shall not by themselves be grounds for revocation of a charter, but repeated violations, or violations of a substantial nature, may be. Procedures for disciplinary action against a Club are as follows: Allegations that a Club is no longer acting to promote the Democratic Party, or has given good cause to revoke its charter, shall be presented to the Chairperson of the Central Committee in writing, and shall either include evidence of the infraction, signed affidavits of witnesses, or similar support for the validity of the claims. The Chairperson shall convene a meeting of the Executive Board prior to the next regularly called meeting of the Central Committee to evaluate the allegations and determine whether a hearing before the Central Committee is required, and whether a special meeting of the Central Committee is required, or whether the matter may be scheduled for the next regularly called meeting. The Executive Board may suspend the charter of a Club prior to a hearing only by a four-fifths vote of its members, and only if the Executive Board determines that the severity of the infraction is such to warrant immediate action, and only if a hearing is scheduled within ten (10) days of the Executive Board's

actions. In no case shall the suspension of a Club charter be continued past the hearing. If the Executive Board determines by a majority of its membership that a hearing is required, the Chairperson or his or designee shall as soon as practicable notify the Club's presiding officer of the allegations against the Club and the date, time, and location of the hearing, as well as the hearing procedures outlined in these standing rules. Notice to the Club's presiding officer shall be given in writing, and shall be sent by certified mail or similar method. The Club shall have the right to request that the hearing be chaired by a person other than the Chairperson, said person being mutually chosen by the Chairperson and the Club's presiding officer. Written notice of the hearing shall be sent to all members of the Central Committee, as part of the prescribed meeting notice.

Add 10.6 (con't) (from Paula's records)

The Executive Board shall designate a member of members of the Central Committee to present the case for disciplinary action against the Club, and shall present such evidence and call such witnesses as may be necessary to substantiate the allegations. The Club shall designate any of its members to present its defense, and may present any evidence or call any witnesses as may be desired. Each side may cross-examine the opposing side's witnesses.

Should a Club be found guilty of committing the infraction by two-thirds votes of the Central Committee members present and concurring, The Central Committee shall determine the sanction to be imposed weighing the totality of the circumstances. Revocation of a Club charter, or suspension of the charter for longer than one year, shall require concurrence by two-thirds of the members present and voting, but a lesser sanction may be imposed by a majority of members present and voting. The Club representative and all other members who are affiliated with the Club shall be permitted to vote at all stages of the hearing.

Permissible sanctions other than revocation may include total suspension of the Club's charter for a time certain or until the infraction is corrected; suspension of the right to endorse candidates for a time certain or until the infraction is corrected; suspension of the right to engage in fund-raising other than collecting member dues for a time certain or until the infraction is corrected; suspension of the Club's voting privileges on the Central Committee for a time certain or until the infraction is corrected; or sanctions of a similar or lesser nature, provided that in no event shall the sanction last longer than two years. If the Central Committee adopts no other sanction, the Chairperson or his or her designee shall send a written letter of admonition to the Club, detailing the infraction and advising the Club it has been found guilty.

A Club found guilty of an infraction may appeal the verdict or the sanction in writing to the Central Committee after fifty-six (56) days. The appeal shall state the reasons it should be granted, and may include evidence that the Club has corrected the infraction. Overturning the verdict shall require the concurrence of two-thirds of the members present and voting, while ending the sanction shall require the concurrence of the same proportion of members as was required to impose the sentence.

The Central Committee may, instead of revoking the charter of an inactive Club, declare it to be inactive if it concludes there is a reasonable likelihood that the Club will be revived in the foreseeable future. An inactive Club may be reactivated by majority vote of the Central Committee upon written petition of twenty (20) Club members. Adopted May 24, 2006