

King County Federation of Democratic Women Bylaws

ARTICLE I

The name of this organization shall be King County Federation of Democratic Women, hereinafter called KCFDW.

ARTICLE II

Section 1. Purpose Statement. The mission of KCFDW is to bring awareness to issues affecting the lives of women, prioritizing these issues within the Democratic Party, supporting candidates and representatives who act on those issues, and uniting Democratic women and their allies in King County.

Section 2. Inclusivity Statement. KCFDW welcomes everyone who shares our purpose, regardless of age, race, gender, gender identity, religion, national origin, ethnicity, sexual orientation, or physical ability.

Section 3. Shared Values. KCFDW members believe in promoting and safeguarding social equality for all individuals, embracing diversity, and fostering inclusivity. We believe in and uphold government by the people and for the people, advocating for full participation of every person in our democratic systems. We believe in and practice the principle of equality of rights, opportunity, and fair and just treatment for all.

ARTICLE III

MEMBERSHIP

Section 1. Full Membership. Any person who is a Democrat and a resident in King County, who submits a completed membership form and pays annual dues, is eligible to be considered for full membership in the organization. The fiscal year shall be from January 1 through December 31. The annual dues shall be due and payable on January 1 of each year and, if unpaid, shall be delinquent on March 31 of that year. Dues paid before October 1st shall be deemed dues for that calendar year. Dues paid on or after October 1st shall be credited to the ensuing year. Benefits of membership include having the privilege of voting for officers of the organization, holding office, and serving on committees.

Section 2. Associate Membership. Any person who is a Democrat, who submits a completed membership form and pays annual dues but is not a resident in King County is eligible to be considered for Associate Membership. Associate members are not afforded the privileges of voting for officers, holding office, or chairing a committee; but may serve on committees and receive any other benefit afforded to full members.

Section 3. Code of Ethical Conduct. All members are expected to abide by the KCFDW Code of Ethical Conduct.

ARTICLE IV BOARD OF DIRECTORS

Section 1. The Board of Directors serves as the governing body of KCFDW.

Section 2. The Board of Directors shall be comprised of eleven (11) officers as follows: Position 1-Executive Director (President), Position 2-Executive Director-Elect (Vice President), Position 3-Deputy Director At-Large, Position 4-Secretary, Position 5-Director of Finance (Treasurer), Positions 6-11 Regional Deputy Directors. Board members may hold more than one office, except that the same individual may not hold the offices of Executive Director (President) and Secretary. Areas of coverage in King County by the Regional Deputy Directors may overlap.

Section 3. The Board of Directors is responsible for adhering to the mission of the organization and developing strategic initiatives and action plans, short-term and long-term. The primary functions of the Board shall be to oversee the governance of the organization, including the maintenance of the Code of Ethical Conduct, to raise funds for operating and political activities, to transact necessary business, and to ensure compliance with governmental agencies.

Section 4. The Board of Directors has the authority to create standing and project-based committees and to appoint committee chairs.

Section 5. In the event there are vacancies on the Board, the Board with a simple majority vote may appoint a member to fill the position until the next regularly scheduled election for the position. If the Board is unable to make quorum 2 or more meetings in a row, the President and Vice President may appoint members to the board to fill open positions until the next regularly scheduled election for such positions.

ARTICLE V OFFICERS

Section 1. Election of Officers. A nominating committee shall be selected by the Board of Directors no later than November 15th of each year. The Board of Directors shall appoint two (2) members to serve as co-chairs of the nominating committee. A ballot of the proposed directors prepared by the nominating committee shall be presented to the Board of Directors no later than December 1st. Following receipt of the proposed ballot from the nominating committee, the Board may append with approval by simple majority of the Board. The final ballot is then provided to the voting membership no later than December 10th via electronic communication. Voting members have 7 days to submit their ballots indicating their preferred candidates. If a ballot is not submitted within the 7 days, the member is not included in the voter total. Candidates who receive a simple majority of total votes are deemed elected. For the purposes of voting on elected officers of the organization, eligible members shall be those whose dues have been paid for at least sixty (60) days prior to the election. The term of office of newly elected officers and directors shall begin January 1 following the election.

ARTICLE V
OFFICERS, continued

Section 2. The Executive Director and the Executive Director-Elect election terms shall not exceed two years (with the exception of the startup term) and are to be installed at the first meeting of the odd-numbered year per the WSFDW Standing Rules. For the startup term of the organization, the Director and Executive Director-Elect terms shall begin on or before the first even-numbered year and end at the end of the subsequent even-numbered year (2023-2026).

Section 3. The terms of the Deputy Director, Secretary, Director of Finance, and the regional Deputy Directors shall not exceed one year (with the exception of the startup term) and are to be installed at the first meeting of the year. For the startup term of the organization, the terms shall begin before the first full year of existence and end at the end of the subsequent year (2023-2024).

Section 4. The terms of the Deputy Director, Secretary, Director of Finance, and the regional Deputy Directors shall not exceed one year (with the exception of the startup term) and are to be installed at the first meeting of the year. For the startup term of the organization, the terms shall begin before the first full year of existence and end at the end of the subsequent year (2023-2024).

Section 5. The Executive Director (President) shall preside at all general membership meetings of the organization, schedule regular board meetings, and attend, or delegate the attendance, the quarterly WSFDW meetings, and report on KCFDW business and events. The Executive Director is responsible for planning of resources and infrastructure needed by other members of the executive committee and for being the spokesperson for the organization. The Executive Director actively pursues new members, subscribers, donors, and other relationships that further the mission of the organization. The Executive Director is tasked with the oversight and compliance with the Washington Secretary of State, Washington Public Disclosure Commission, the Internal Revenue Service, the Federal Elections Commission, and the Washington Federation of Democratic Women.

Section 6. The Executive Director-Elect (Vice President) shall perform the duties of the Executive Director in the absence or inability to serve of the Executive Director. Should the Executive Director die, resign or become incapacitated, the Executive Director-Elect shall ascend to the office for the remainder of that term and shall also serve their term thereafter. The Executive Director-Elect provides counsel to the Executive Director as needed. The Executive Director-Elect actively focuses on internal matters of the organization including member placements, member development, organizational culture, and code of conduct matters.

Section 7. The Executive Director and Executive-Director Elect shall have the authority to make routine expenditures for ordinary operating expenses, subject to transparency and sound accounting practices and principles

ARTICLE V
OFFICERS, continued

Section 8. The Deputy Director At-Large shall perform the duties of Executive Director should both the Executive Director and Executive Director-Elect be absent or unable to serve. The Deputy Director At-Large works closely with the regional Deputy Directors, ensuring regional diversity and representation across King County at large.

Section 9. The Secretary shall keep the minutes of all general membership and executive committee meetings of the organization, shall compile all public announcements and any other publication as produced by KCFDW. All records of the organization shall be maintained in a cloud-based environment to maintain organizational memory. The Secretary shall also maintain a list of members as well as a list of Board Members with contact information. Upon election, Board members shall provide to the Secretary their contact information including mailing address, e-mail address and telephone. In the instance of a change, the respective member shall notify the Secretary via e-mail as soon as practicable. If there is no Secretary or the Secretary is not present, then the Executive Director-Elect assumes the duties of the Secretary. The Executive Director is precluded from assuming the official role of Secretary per state law.

Section 10. The Director of Finance (Treasurer) oversees the financial activity of the organization, including sources and uses of cash, bank account reconciliations, monthly financial statement preparations using fund accounting principles, the annual operating budget and compliance with the Washington Public Disclosure Commission. The Director of Finance (Treasurer) role may be held by the Executive Director or the Executive Director-Elect. The Finance Director will compile financial results of operations on a quarterly basis to the Board of Directors for review. The financial results provided will include a report of assets and debts and a report of cash sources and uses relative to the budget. The Finance Director will make available all bank statements, check registers, vendor contracts, receipts, PDC filings, and IRS forms.

Section 11. Regional Deputy Directors identify opportunities to advance the organization's mission in each of their areas of the county and efforts may overlap. Each director is encouraged to participate in endorsements of candidates within their regions, either personally or by recommending a new member to participate in endorsements.

Section 12. No officer of KCFDW may use their office, title, or KCFDW association for an early endorsement of a political candidate before the primary election in a contested Democratic race, unless KCFDW has already made an endorsement for a candidate who will be on the primary ballot.

Section 13. Each officer is expected to be active with regards to the fundraising efforts of the organization.

ARTICLE VI COMMITTEES

Section 1. Committees are structured as self-directed teams and are advisory in nature providing recommendations to the Board for consideration.

Section 2. Chairpersons of committees and their members serve at the pleasure of the Board of Directors.

Section 3. Committee chairpersons must present plans and detailed budgets for any major activity to the Board for approval before any action can be taken.

Section 4. The organization will have a standing committee that is for endorsements of elected candidates and to address initiatives and resolutions. This committee will be subject to the Board approved Endorsement Committee Rules.

Section 5. The organization will have a standing committee that is Independent Expenditures. This committee will earmark independent expenditure financial spending for specific purposes. This committee is advisory in nature and defers to the Board for final approval of spending.

ARTICLE VII MEETINGS

Section 1. The Board shall meet at least bi-monthly. The Board of Directors shall establish a schedule of regular meetings of the organization; designate a time and place and must be publicized to the membership at least fifteen (15) days in advance of any meeting by e-mail and text messaging. The agenda for each meeting are to be included in the notifications.

Section 2. 45% of the Board shall constitute a quorum at Board of Directors Meetings.

Section 3. Special meeting notification varies as to purpose.

Section 4. For issues which the Board of Directors would require resolution before the next scheduled board meeting, the Board is authorized to take votes electronically.

Section 5. The rules contained in Robert's Rules of Order, Newly Revised, will govern the organization in cases to which they are. In lieu of Robert's Rules of Order, Consensus-Based-Decision-Making may be used for groups less than 20 in attendance. The Executive Director may revert to Robert's Rules of Order at any time.

**ARTICLE VIII
MEMBERSHIP IN WSFDW**

Section 1. KCFDW may be a member of the Washington Federation of Democratic Women (WSFDW).

Section 2. The Director of Finance shall pay from the organization treasury the annual dues to WSFDW as stated in the Standing Rules of the State Federation

Section 3. In the event KCFDW wishes to dissolve, the Executive Director or the Executive Board of KCFDW shall give notice in writing to the President of WSFDW at least thirty (30) days prior to the date of dissolution.

Section 4. In accordance with Washington Secretary of State requirements for the organization to name a beneficiary in the event of dissolution, KCFDW will upon dissolution, transfer all organization net assets, including the membership list, pertinent documents, and treasury to WSFDW.

**ARTICLE IX
AMENDMENTS OF THE BYLAWS**

These Bylaws may be amended at any regular meeting provided the amendment has been presented to the Board at least 15 (fifteen) days in advance of the vote. A simple majority vote is required to amend the Bylaws. A quorum of 45% is required.

_____, Executive Director

_____, Executive Director-Elect

_____, Secretary

As Amended April 23, 2024

These Bylaws were originally created on March 1, 2023, and subsequently amended on June 30, 2023 and January 31, 2024.