

By-Laws for Latino Democratic Club of Ventura County

Approved on 7/19/2024

Article I - Name of Organization

A. Name

1. The organization is known as the Latino Democratic Club of Ventura County and hereafter referred to in this document as the CLUB.

Article II - Purpose of Organization & Mission

A. Preamble & Mission

1. The Latino Democratic Club of Ventura County is dedicated to:

- advancing an agenda for working families that is dedicated to economic and social empowerment; and
- address issues that impact socio-economically disadvantaged working families and champion upward mobility and pathways out of poverty through sound public-policy making by elected leaders; and
- mobilizing Latino voices to impact social change through voter engagement and participation in the democratic process; and
- provide training and educational resources to working families to increase civic engagement and participation and combat misinformation; and
- encourage all families, regardless of their immigration status, to become involved in the democratic process as the issues impact their livelihood and well-being; and
- endorse and elect like-minded candidates for public office that champion shared values and issues of priority for Latino working families; and
- ensure we create pathways for future generations to play a role in creating systemic change and becoming part of the process while respecting those that have built the foundation in which we stand: and
- promote diversity, equity, inclusion, and justice for marginalized, underrepresented, and underserved members of our Latino family and culture and work across coalitions to achieve this democratic value.

2. The CLUB, acts charter of the Ventura County Democratic Central Committee.

3. The CLUB works with the Democratic National Committee (DNC), the California Democratic Party (CDP), and the Ventura County Democratic Central Committee (VCDCC) in citywide and countywide activities to elect Democrats and enable the Democratic Party to function at the grassroots level.

Article III - Governance

A. Governing Rules

1. These Bylaws govern the CLUB and laws governing political organizations, in this order of precedence:
 - a. The Constitution and laws of the United States and the State of California.
 - b. The bylaws and rules of the California Democratic Party and the Democratic National Committee.
 - c. The bylaws and standing rules of the Ventura County Democratic Central Committee.
2. The CLUB will operate under Robert's Rules of Order, Newly Revised, latest edition, except where they conflict with applicable laws or with policies of the national or California Democratic Party.

Article IV- Members

A. Qualifications for membership

1. CLUB membership is open to registered Democrats or persons who state an intention of registering when eligible.
2. Any person who has publicly supported or endorsed a non-Democrat for partisan or nonpartisan political office within a period of two years before the date of application is ineligible to join the CLUB unless the following procedures are observed:
 - a. The person who wishes to be admitted gives written notice of a desire to join the CLUB to the Executive Board.
 - b. Approval by two-thirds of the Executive Board is required for admission.

B. Dues, Hardship Clause & Term of Membership

1. Dues for members are set by a majority vote of members present and voting at the July Regular Meeting.
 2. Dues paid are good for one year from the time of actual payment received.
 3. The membership year coincides with the calendar year.
 4. All dues are nonrefundable.
 5. Individuals may have their dues reduced or waived due to hardship upon request.
- ### **C. Rights and Privileges of Members**

1. A member in good standing has:
 - a. Met eligibility requirements.
 - b. Satisfied with current CLUB dues obligations in a timely manner.
 - c. Informed the CLUB of their correct voter registration address, mailing address, email address, telephone number, occupation, and employer.
 - d. Agree to abide by the Code of Conduct of the California Democratic Party.

2. The voter registration address, mailing address, Email address, telephone number, occupation, and employer of a member will not be released if the member requests confidentiality except for reporting purposes when required by state or federal law or for internal Democratic Party purposes with the DNC, CDP, VCDCC, and CLUB.

3. A new member has full rights (other than those listed under C.4) and privileges of membership at the next Regular Meeting after the month in which the member has paid dues to the CLUB's treasurer and provided addresses, telephone number, occupation, and employer.

4. A member has voting privileges on matters of endorsement and the election of club officers once they have attended, as a member in good standing, at least one prior Regular Meeting in the twelve-month period preceding the meeting at which the vote for endorsement or officer election is held.

D. Termination of Membership

1. Any member of the CLUB who has displayed conduct discrediting the CLUB may be removed from the membership rolls of the CLUB, provided that the following procedures are observed:

- a. The person(s) who seeks to terminate a member gives oral and written notice of the reasons for seeking termination at a Regular Meeting.
- b. The member subject to termination procedures shall have the right to address the meeting.
- c. The text of this notice shall be included in the minutes of the meeting.
- d. The petition for membership termination shall be discussed and voted on by the general membership at the next Regular Meeting.
- e. An affirmative vote of two-thirds of the members present and voting is required to remove the member.

2. The Standing Rules of the CLUB may prescribe disciplinary action short of termination of membership.

Article V - Officers

A. Elected Officers

1. The Elected Officers of the CLUB are:

- a. President
- b. Vice President for East County
- c. Vice President for West County
- d. Secretary
- e. Treasurer

2. Together with the Parliamentarian and those described in the Standing Rules, these officers constitute the Executive Board.

3. The Parliamentarian is appointed by the President, with the consent of the Executive Board.

B. Term of Office

1. The term of office for elected officers is two years, beginning July 1. Each officer holds office until they resign or are recalled, a successor assumes office, or the officer's CLUB membership is terminated.
2. A member who serves seven months or more of an elected term shall be deemed to have served a full term in that office.
3. For purposes of planning, the President-Elect shall activate the new Executive Board in July.

C. Elections, Term of Office, Recall, Vacancy

1. Elections

- a. The Parliamentarian conducts an election to select an Officer Nominating Committee composed of three members in good standing. The consent of each nominee for this committee will be secured before their name is placed on the slate.
- b. The Parliamentarian then sets up the Officer Nominating Committee's first meeting.
- c. The Officer Nominating Committee selects one candidate for each office as part of the official CLUB slate.
- d. All nominees must be members in good standing and currently registered Democrats.
- e. The Officer Nominating Committee must provide this slate in writing to the membership in the CLUB newsletter before the meeting at which the election will occur.
- f. Elections, conducted by the Officer Nominating Committee Chair, are held annually at a meeting date chosen by consensus of the Committee.
- g. After the Officer Nominating Committee presents the slate, nominations may be made from the floor.
- h. If there is only one candidate for any office, that election may be held by voice vote or if virtually held according to the Standing Rules or Roberts' Rules.
- i. Ballots, if needed, will be provided by the Officer Nominating Committee. Ballots shall be secret ballots.
- j. If there is a contested election for any position, two persons not involved with either the Nominating Committee or the Executive Board shall be asked to count the ballots.
- k. The Secretary shall retain ballots for 30 days.

2. Recall

- a. Any elected officer may be recalled by an affirmative vote of two thirds of the members present and voting at a Regular Meeting, provided that:
- b. The grounds for the proposed recall were presented in writing at a prior Regular Meeting.
- c. This written text of the grounds for the proposed recall was sent to all members at least ten days before the Regular Meeting.
- d. The proposed recall was then discussed, and a vote was taken by written, signed ballot at that Regular Meeting.

e. Committee chairs may be removed by a majority vote of the elected officers of the CLUB.

3. Vacancy

a. A vacancy occurs in an office in the event of death, recall, resignation, inability to perform duties, or unexcused absence from three consecutive Regular or Executive Board meetings.

b. If the vacancy occurs in the Presidency, the Executive Board shall hold a meeting to appoint a new President within 30 days. The new President shall complete the remaining term until a full election may take place during the normal calendar year.

D. Officers' Duties

1. President

a. Serves as the official spokesperson for the CLUB.

b. Calls and conducts all Regular, Special, and Executive Board meetings.

c. Serves as an ex-officio member of all standing and special committees, except the Nominating Committee.

d. Provides an agenda to the Secretary prior to all Regular, Special, and Executive Board meetings.

e. Authorizes financial expenditures.

f. Represents the CLUB at the Ventura County Democratic Central Committee. In the event that the Club President becomes an individual representative to the VCDCC, they shall choose another CLUB member in good standing to fulfill the duties of the representative from the CLUB to the VCDCC, subject to ratification by the Executive Board.

g. With the approval of the Executive Board:

Chooses the Parliamentarian and chairs of standing and adhoc committees. Invites non-members to speak to the CLUB.

h. Performs other functions described in the Standing Rules.

2. Vice President for East & West County

a. Assists to and performs such duties as assigned by the President and the Executive Board.

b. Performs other functions described in the Standing Rules.

3. Secretary

a. Records and maintains minutes of all Regular and Special meetings.

b. Records and maintains the minutes of Executive Board meetings.

c. Provides action alerts for follow-up from Regular, Special, and Executive Board meetings.

d. Assists the President and performs such duties as assigned by the President and the Executive Board.

e. Performs other functions described in the Standing Rules.

4. Treasurer

- a. Establishes and maintains CLUB bank accounts.
- b. Collects and deposits all CLUB funds.
- c. Prepares a monthly Treasurer's report for meetings.
- d. Cosigns bank checks on federal and state accounts.
- e. Submits records for the annual internal audit and whenever requested by the Executive Board.
- f. Follows all regulations of the Internal Revenue Service, the California Fair Political Practices Commission, and the Federal Elections Commission.
- g. Keeps the IRS identification number, the FPPC number from the California Secretary of State, and the FEC number issued by the Federal Elections Commission.
- h. Pays bills upon authorization of the Executive Board, President or the General Membership, according to these Bylaws.
- i. Maintains an updated list of members in good standing in partnership with the Chair of Membership.
- j. Reviews brochures, CLUB materials, and public statements for conformity with federal and state regulations.
- k. Some duties listed above may be transferred to a specialized accounting firm, as provided in the Standing Rules. In such a case, the elected Treasurer will function as the chief financial officer, retaining all other financial duties and acting as the liaison to the accounting firm.
- l. With the $\frac{2}{3}$ consent of the Executive Board, the Treasurer may appoint an Assistant Treasurer.
- m. Performs other functions described in the Standing Rules.

5. Parliamentarian

- a. Keeps and makes available at all meetings the latest edition of Robert's Rules of Order, Newly Revised.
- b. Attends all Regular, Special, and Executive Board meetings.
- c. Provides guidance on parliamentary procedure according to the latest edition of Robert's Rules of Order, Newly Revised, and these Bylaws.
- d. Conducts the election of an Officer Nominating Committee.
- e. Schedules the Officer Nominating Committee's first meeting, oversees the election of a chair, and provides operating instructions.
- f. Assists the President and performs such duties as assigned by the President and the Executive Board.
- g. Performs other functions described in the Standing Rules.

6. When not outlined in these Bylaws and the CLUB Standing Rules, each officer's duties shall be prescribed by Robert's Rules of Order Newly Revised, latest edition.

Article VI- Meetings

A. Meeting schedule, Regular Meetings, Special Meetings

1. Regular Meetings

- a. The CLUB will hold regular monthly meetings of the membership, except as provided below.
- b. The Executive Board will set a regular time and place for monthly membership meetings.
- c. The meeting schedule may be altered by a majority of the Executive Board or a majority of the members present at a meeting.

2. Special Meetings

- a. The President or a majority of the Executive Board may call a Special Meeting of the membership.
- b. Only the business specified in the notice of such a meeting shall be transacted at that meeting.
- c. Notice of a Special Meeting will be sent to the membership at least three days prior to the meeting's date.

3. Adjourned Meetings

- a. Any meeting may be adjourned to a time prior to the next scheduled Regular Meeting by a majority vote of the members present and voting.
- b. Notice of the time and place of an Adjourned Meeting must be given at the time the decision is made to adjourn.

B. Quorum: Ten members qualified to vote must be present to conduct business at Regular Meetings

C. Secret Ballots: Items before the general body may be voted on by secret ballots.

D. Participation

1. A member must be present to vote.
2. A member must be present to be nominated for office or for a position on the Nominating Committee, except that a written letter of interest in such office or position may be submitted to the President or Executive Board before the meeting if the member is unable to be present.

E. The agenda at regular meetings will include the following, unless changed by the President or Members present and voting at the meeting.

1. Pledge of Allegiance
2. Reading and approval of the minutes from the previous meeting, unless the minutes having been approved by the Executive Board are prominently posted or provided in advance.
3. Program
4. Officers Reports
5. Committee reports
6. Unfinished business
7. New business
8. Announcements

9. Adjournment

- F. Non-members may address the CLUB under either of the conditions detailed below:
1. The non-member has been invited to speak by the President.
 2. The majority of members at a Regular or Special Meeting vote to allow the person to speak at the request of any member.

Article VII - Executive Board

A. Composition: The CLUB Elected Officers, Parliamentarian, committee chairs, and those described in the Standing Rules constitute the Executive Board.

B. Powers, Duties, and Responsibilities: The Executive Board

1. Acts on behalf of the CLUB between meetings.
2. Proposes and plans CLUB activities and programs.
3. Sets the time and place for CLUB meetings.
4. Waives, defers, or reduces membership dues on an individual basis as circumstances dictate.
5. Fills vacancies in elected offices until the next election.
6. Approves expenditures up to \$500 with notification of members required at the next Regular Meeting. Creates special committees as needed.
7. Removes committee members for just cause.
8. Approves requests for non-members to address the CLUB.

C. Meeting Schedule: The Executive Board meets regularly on a schedule established by itself to administer CLUB affairs in accordance with these Bylaws and other policies adopted by the CLUB.

D. Quorum: A quorum of four members, two of whom must be elected officers, is required for the Executive Board to conduct business.

E. No Secret Ballots: The Executive Board may not use secret ballots.

F. Conflict of Interest: Any officer or chair of a standing committee with voting rights on the Executive Board who has a conflict of interest, or appears to have a conflict of interest, must recuse themselves from voting on issues where they or an immediate family member can receive personal financial or business benefit.

Article VIII - Committees

A. Standing Committees of the CLUB established may include, but are not limited to, the following:

1. Club Programming: To be selected by Executive Board as needed.

B. Special Committees: The Executive Board may create special committees.

C. Voting Rights: Chairs of committees designated as board positions by the Standing Rules will have voting rights in the Executive Board, except on matters allocated explicitly to the elected officers.

D. Email, Teleconferences, and Videoconferences

1. When necessary to expedite business, the Executive Board, or any Committees, of the CLUB may hold a meeting by email, teleconference, or videoconference.
2. When necessary, the Executive Board may choose to hold regular or special club meetings entirely or partially virtually.
3. Procedures for holding these meetings may be detailed in the Standing Rules.

Article IX– Non-Discrimination Policy and Code of Conduct

A. All public meetings at all levels of the Democratic Party are open to all members of the Democratic Party regardless of race, color, creed, national origin, sex, age, religion, ethnic identity, gender identity, gender expression, sexual orientation, economic status, or disability, as defined by the Americans with Disabilities Act of 1990.

B. All public meetings of the CLUB are announced in a manner as to assure timely notice to all interested persons. Such meetings must be held in places accessible to all CLUB members and large enough to accommodate additional interested persons.

C. No test for membership in, nor any oaths of loyalty to, the Democratic Party are required or used which have the effect of requiring prospective or current members of the Democratic Party to acquiesce in, condone, or support discrimination on the grounds of race, color, creed, national origin, sex, age, religion, ethnic identity, gender identity, sexual orientation, economic status, or disability, as defined by the Americans with Disabilities Act of 1990.

D. The Democratic Party, on all levels, should support the broadest possible registration without discrimination on the grounds of race, color, creed, national origin, sex, age, religion, ethnic identity, gender identity, sexual orientation, economic status, or disability, as defined by the Americans with Disabilities Act of 1990.

E. The California Democratic Party (CDP), Ventura County Democratic Central Committee (VCDCC), and the CLUB are committed to providing a welcoming, respectful, friendly, safe, supportive, and harassment-free environment for members, employees, and all others associated with our organizations. All members must adhere to the Code of Conduct of the California Democratic Party. To report a possible violation of the Code of Conduct, please contact the President of the CLUB or any Executive Board member so that the concern may be addressed or referred to the VCDCC for possible investigation. The CLUB Executive Board is authorized to implement recommendations provided through conduct investigations.

Article X- Financial Matters

A. Financial Year: The Financial Year of the CLUB shall be January 1st through December 31st.

B. Expenditures

1. Unbudgeted expenditures up to \$200 per month can be authorized by the President as needed, and the President must report such expenditures to the Executive Board at the next meeting.
2. Unbudgeted expenditures up to \$500 per month can be authorized by a majority vote of the Executive Board members present or by the majority of the members present and voting at a Regular or Special Meeting.
3. Unbudgeted expenditures over \$500 must be authorized by a majority of CLUB members present and voting at a Regular or Special Meeting prior to expenditures being made.
4. Budgeted Expenditures are authorized once a budget is adopted by a majority of CLUB members present and voting at a Regular or Special Meeting. The President approves the disbursement of budgeted expenditures.
5. The Executive Board may choose to re-allocate budgeted expenses as needed to support the operation of the CLUB.
6. All expenditures can be paid by check, debit card, or other methods as approved and allowable. Any of the following officers are authorized to sign a check, or use the debit card:
 - a. President
 - b. Treasurer

C. Finance and Budget Committee

1. The Finance and Budget Committee, consisting of three to five members, including the Treasurer, shall be appointed by the President with the Executive Board's concurrence and ratification at each March Regular Meeting.
2. The Finance and Budget Committee, in partnership with the Executive Board, may develop operating budgets. Multi-month budgets are authorized by a majority of CLUB members present and voting at a Regular or Special Meeting.

D. Internal Audit

1. At the end of the financial year (calendar year), and before the new Executive Board assumes office, the outgoing Executive Board must appoint an Audit Subcommittee, composed of at least two Finance Committee members, excluding the Treasurer. A professional auditor or service may be used in lieu of the Audit Subcommittee.
2. The books will be audited annually.
3. The written audit report will be submitted to a joint meeting of the outgoing and incoming Executive Boards and to the general membership at the following Regular Meeting.
4. The books shall also be audited when there is a change of Treasurers or at any other time deemed necessary by a majority of the Executive Board or by a majority vote of the members present at a Regular or Special Meeting.

E. Dissolution: If the CLUB fails to hold membership meetings for a period of one year or is dissolved by its members, the CLUB's assets will be turned over to the Ventura County Democratic Central Committee.

Article XI - Resolutions

A. The CLUB may declare its position on a public issue through a resolution adopted at a Regular or Special Meeting by an affirmative vote of the majority of the members present and voting, provided that:

1. A written petition containing the text of the resolution has previously been submitted to the Resolutions Committee for approval by a member in good standing.
2. A copy of the proposed resolution has been sent to all members prior to the meeting at which it will be considered.
3. An emergency resolution may bypass the Resolutions Committee and be presented at a CLUB meeting.
 - a. The motion to consider the resolution requires a two-thirds vote of the members present and voting.
 - b. The motion to approve the resolution requires a majority vote of the members present and voting.

Article XII - Endorsements

A. The CLUB may issue an endorsement of any Democratic candidate in any partisan election before the CDP Pre-Endorsement Conference takes place, provided that:

1. The Executive Board advertises potential endorsements to its email listservs, social media accounts, candidates, and potential candidates.
2. Candidates or potential candidates are responsible for requesting an endorsement questionnaire by email or certified mail to be considered for a CLUB endorsement.
3. Candidates must submit endorsement questionnaires at least two weeks in advance before a Regular or Special meeting of the Executive Board in order to be considered for an endorsement.
4. An administration cost for submitting an endorsement questionnaire may be charged equally among all candidates and set by the Executive Board.
5. The name and pertinent information of each candidate have been published in the CLUB's listserv to membership in Good Standing prior to the first meeting at which the endorsement will be considered. The Executive Board may make a recommendation for endorsements.
6. The Executive Board may make a recommendation for endorsements.
7. To receive an endorsement, two thirds of CLUB members present and voting at a Regular or Special Meeting must vote in favor of an endorsement.
8. Upon due notice to members, the CLUB has the ability to rescind an endorsement with a 2/3 vote of CLUB members present and voting at a Regular or Special Meeting.

B. The CLUB may issue an endorsement of any Democratic candidate in any non partisan election, provided that:

1. The Executive Board advertises potential endorsements to its listservs, social media accounts, candidates, and potential candidates.
2. Candidates or potential candidates are responsible for requesting an endorsement questionnaire by email or certified mail to be considered for a CLUB endorsement.
3. Candidates must submit endorsement forms at least two weeks in advance before a Regular or Special meeting to the Executive Board in order to be considered for an endorsement.
4. An administration cost for submitting an endorsement questionnaire may be charged equally among all candidates and set by the Executive Board.
5. The name and pertinent information of each candidate have been published in the CLUB's listserv to membership in Good Standing prior to the first meeting at which the endorsement will be considered. The Executive Board may make a recommendation for endorsements.
6. To receive an endorsement, two thirds of CLUB members present and voting at a Regular or Special Meeting must vote in favor of an endorsement.
7. Upon due notice to members, the CLUB has the ability to rescind an endorsement with a 2/3 vote of CLUB members present and voting at a Regular or Special Meeting

C. The CLUB may issue an endorsement for the candidate(s) for any Democratic Party leadership position that has jurisdiction in Ventura County, including Assembly District Delegates (ADEMS), officers and candidates for the Ventura County Democratic Central Committee, and officers and Regional Director for the California Democratic Party (California Democratic Central Committee), provided that:

1. The Executive Board advertises potential endorsements to its listservs, social media accounts, candidates, and potential candidates.
2. Candidates or potential candidates are responsible for requesting an endorsement questionnaire by email to be considered for a CLUB endorsement.
3. Candidates may submit endorsement forms in advance before a Regular or Special meeting to the Executive Board to be considered for an endorsement.
4. An administration cost for submitting an endorsement questionnaire may be charged equally among all candidates and set by the Executive Board.
5. The name and pertinent information of each candidate have been published in the CLUB's listserv to membership in Good Standing prior to the first meeting at which the endorsement will be considered. The Executive Board may make a recommendation for endorsements.
6. The Executive Board may make a recommendation for endorsements.
7. To receive an endorsement, two thirds of CLUB members present and voting at a Regular or Special Meeting must vote in favor of an endorsement.
8. Upon due notice to members, the CLUB has the ability to rescind an endorsement with a 2/3 vote of CLUB members present and voting at a Regular or Special Meeting

9. Endorsements for Democratic Party Leadership shall not exceed the number of positions available for election.

D. The CLUB has the following options:

1. Vote for endorsing a candidate for an elected position
2. Vote for postponing an endorsement until a future meeting
3. Vote for No Endorsement
4. Vote for No Recommendation

E. Individual CLUB members shall have the right to endorse any Democratic candidate in a contested election but may not use the CLUB's name.

F. The earliest the CLUB may consider an endorsement for any elected position is 9 months before the election date.

G. An endorsement from the CLUB will not equate to an endorsement from the Ventura County Democratic Central Committee and this will be written on all questionnaire forms.

ARTICLE XIII: California Democratic Party (CDP) Pre-Endorsing Conference

A. Selection of Representatives to California Democratic Party (CDP) Pre-Endorsing Conferences

1. Club representatives shall be allocated as follows: one representative, resident in the Assembly District and duly registered as a member of the Democratic Party of California, for each full (not a fraction thereof) 20 members in good standing registered to vote in the Assembly District who were listed on the roster submitted to the Ventura County Democratic Central Committee, the appropriate Regional Director and the CADEM Secretary no later than the date announced by the CDP in accordance with the CDP bylaws

2. For purposes of this Section:

- a. Only members in good standing, who are registered Democrats, as of the date announced by the CDP in accordance with the CDP bylaws, shall be included on the roster;
- b. "Member in Good Standing" shall mean a member whose dues are current, or have been waived;
- c. The status of such members shall be certified by the Club's President, Secretary, or Treasurer; and,
- d. The Club's representatives to any particular pre-endorsing conference be from the roster described above and that the overall list of representatives to all conferences adhere to the Equal Gender Division Rule, to the extent possible

3. Said representatives shall be selected by the Executive Board.

Article XIV- Bylaw Amendments

The following procedure will be used to amend these Bylaws:

- A. The proposed amendment will be presented orally and in writing at a Regular Meeting after notice has been given in the previous newsletter.
- B. At the next Regular Meeting, the proposed amendment will be discussed, and a vote taken.
- C. An affirmative vote of two-thirds of the members present and voting will be required for passage of the proposed amendment.
- D. An amendment so passed will become effective immediately unless otherwise specified in the amendment.
- E. Upon adopting bylaw amendments, these bylaws shall be transmitted to the Ventura County Democratic Central Committee (VCDCC) as required in the VCDCC bylaws.