

Black Women Democrats of Sacramento County
Bylaws

ARTICLE I: NAME

The name of this organization shall be the Black Women Democrats of Sacramento County (BWDSB).

ARTICLE II: MISSION

The Sacramento Black Woman's Democratic Club (BWDSB) is a hub for civic engagement, learning, and political action in the heart of the state capital. We seek to build the leadership and power of Black women Democrats throughout the Sacramento region.

The BWDSB will achieve this mission, regardless of race, religion, sexual orientation, sex, gender, or gender identity, by:

- A. Promoting and expanding the role of Black women in politics and their engagement in the political process.
- B. Facilitating understanding of and engagement in issues that concern and affect Black women through support, advocacy, and ongoing educational programs.
- C. Maintaining cooperative relations and coordinating activities with other community and Democratic Party organizations.
- D. Initiating and advocating for legislation that improves the civil, social, economic and political status of Black women.

ARTICLE III: MEMBERSHIP AND VOTING RIGHTS

- A. Membership is open to any registered Democrat who supports the objective of the BWDSB regardless of economic status, ability to pay dues, class, race, color, creed, age, ethnic identity, ethnicity, national origin, language, culture, gender, gender identification, sexual orientation, religion, disabilities as defined by the Americans with Disabilities Act of 1990, or any other condition or circumstance.
- B. Members shall be eligible to vote four weeks after joining BWDSB.
- C. Members are entitled to:
 - 1. Vote bi-annually for the officers of the BWDSB.

2. Vote to adopt, amend, or repeal the Bylaws of the BWDSC.
3. Receive notification of all meetings, public forums or community events sponsored by the BWDSC.
4. Serve as an elected or appointed officer of the BWDSC, or as the chair or member of any of its committees, or as its appointed representative to other organization(s).
5. The methods of voting available include, but are not limited to: voice vote, show of hands and an open, signed ballot. Voting by secret or unsigned ballot is prohibited.
- D. Membership in the BWDSC shall be automatically forfeited when a member registers in a party other than the Democratic Party, or, as a member of the BWDSC, publicly supports a candidate of an opposition party in any election. Any member of the BWDSC may be subject to forfeiture of membership if she or he acts to publicly represent the BWDSC without prior authorization of the Executive Committee.

ARTICLE IV: MEMBERSHIP

- A. The amount of dues shall be recommended by the Executive Committee and presented at the November membership meeting for approval by the members.
- B. Membership renewals are due annually during the month in which the member initially joined BWDSC.
- C. Persons claiming financial hardship may be excused from payment of membership dues upon approval of the President or the Executive Board.
- D. The club database/fundraising list is the property of the club and is a valuable asset. There shall be one master database list. The membership director shall maintain this list. The list shall be available in some portion or circumstances to the following:
 - a. Tasks and projects designated by the club president or board. Under no circumstances will more of the list than what is deemed necessary to complete the task be given out in any form -- paper, electronic or otherwise.
 - b. For a fee, candidates for public office endorsed by Woman Dems shall be allowed to hire the club to distribute their communications to the member base. E-mail-based organization-wide communications shall be distributed to club members by the communications director. No email addresses or electronic copies of the database/fundraising list shall be given out to candidates.
 - c. All mailings, whether print or email, must follow club bylaws and rules.
 - d. The board may revoke access to the database/fundraising list for noncompliance with the above policies.
 - e. A club directory will be established for the benefit of the membership; names will be listed and contact information will be voluntary. The privacy of the individuals in the directory shall be protected. No version

of the directory, list, or database shall be forwarded directly or indirectly to any entity for commercial use.

ARTICLE V: OFFICERS, NOMINATIONS AND ELECTIONS

- A. The officers of the BWDSC shall consist of the following: President, Immediate Past-President, Vice-President, Secretary, and Treasurer, Director of Membership, Director of Political Affairs, Director of Fundraising.
- B. A Nominating Committee shall be selected in September of each year at the regular membership meeting. It shall be comprised of three members, one of whom shall be selected by the Executive Committee and shall chair the Nominating Committee, and two members who shall be selected from the entire membership by a majority of the members present.
- C. Elections shall be held every year in November commencing November 2022 at the Annual Membership Meeting. Members shall be notified of the Nominating Committee's proposed slate of officers at least seven (7) days prior to this meeting. Nominations for all offices will be accepted from the floor prior to the balloting. A ballot shall be cast when there is more than one candidate for an office. In the case of a tie, balloting shall continue until such tie is broken. New officers shall be installed in January.

ARTICLE VI: DUTIES OF OFFICERS, TERMS OF OFFICE, VACANCIES AND REMOVAL FROM OFFICE

- A. President. The President shall be the official representative of the BWDSC. The President shall be the chief executive officer and shall have the general powers and duties of management usually vested in this office and any other powers and duties that may be prescribed by the Executive Committee or the Bylaws. The President shall preside at all meetings of the BWDSC and of the Executive Committee, and shall serve as an ex-officio member of all committees except the nominating committee. The President, in consultation with the elected officers, shall appoint a Webmaster, and chairs of all committees. The President may establish committees as are warranted to carry out the business of the organization and shall appoint their membership.

A-1 The President shall be the Club Representative to the Democratic Party of Sacramento County Central Committee and shall appoint a member of the club as an alternate. The President may also appoint a member of the club to be the Club Representative.

- B. Past-President. The Past-President shall assist the President as requested and shall officiate in the temporary absence of the President. The Past-President shall have such

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other powers and perform such other duties as may be prescribed by the Executive Committee and shall represent BWDSC in the absence of the President.

C. Vice President

- a. This Vice President will be responsible for planning and implementing all general meeting programs.
- b. The Vice President shall assist the President as requested and shall officiate in the temporary absence of the President and Past-President.
- c. The Vice President shall have such other powers and perform such other duties as may be prescribed by the Executive Committee or by the Bylaws and shall assume the office of the President should that office be vacated.

D. Director of fundraising

- a. This director will have oversight of special events committees and an Advisory Board
- b. The director will oversee all fundraisers for the club and ensure they follow all regulations and club rules.
- c. The director will over chair any fundraising committees.

E. Director of Membership:

- a. The director will oversee the membership committee, hospitality committee and other committees dealing with club membership.
- b. The director is responsible for all growth and retention efforts the club puts forward.

F. Director of Political Affairs

- a. The director will oversee the policy and legislation committee, endorsement committee.
- b. The director will lead and work with any endorsed candidate, ballot initiative or legislation the club has endorsed and ensure any collaboration that is needed is done through them.

D. Secretary. The Secretary shall:

1. Keep, or cause to be kept, minutes of all meetings of the BWDSC and of the Executive Committee, at such place as the Executive Committee may order. The minutes shall indicate the date, time and place of the meeting; whether the meeting was regularly scheduled or special, and, if special, how authorized; the notice given; and the names of those present. The minutes shall contain a summary of the proceedings at each meeting.
2. Keep, or cause to be kept, at such place as the Executive Committee may order, the original or a copy of the Bylaws, as amended to date.
3. Prepare, or cause to be prepared, a written agenda for each meeting, including all applicable attachments, and cause the agenda to be delivered to each paid member no less than seven (7) days in advance of each regularly scheduled meeting.
4. Have such other powers and perform such other duties as may be prescribed by the Executive Committee or by the Bylaws.

E. Treasurer. The Treasurer shall:

1. Collect and receive all monies, gifts and property belonging to the BWDSC.
 2. Deposit or cause to be deposited, all monies and other valuables in the name and to the credit of the BWDSC.
 3. Ensure all checks are issued in payment of accounts in accordance with the provisions prescribed in the Bylaws.
 4. Keep, or cause to be kept, an accurate account of all BWDSC monies, gifts and property received and disbursed, which report shall become part of the minutes of each meeting.
 5. Render to the elected officers, upon request, an account of all transactions and of the financial condition of the BWDSC from the professional accountant.
 6. Oversee the preparation and transmittals of all financial reports by the professional treasurer as required by the Fair Political Practices Commission (FPPC).
 7. The Treasurer shall maintain the Membership Roster.
 8. The Treasurer is the custodian of the BWDSC Post Office Box.
- F. Term of Office: Officers shall serve a one-year term of office commencing upon their installation in January.
- G. Vacancies. In the event of a vacancy in any elected office not occurring at a regular election period, the President shall fill the vacancy by appointment for the remainder of the term. Appropriate notice shall be provided to the membership at least seven (7) days prior to the next regular membership meeting, at which time the membership must ratify the appointment.
- H. Removal from Office. An officer may be removed from office under the following circumstances:
1. If a member moves the removal of an officer, and a second is made, the motion is recorded in the minutes of the meeting for review by all members. The membership shall be properly notified, and the motion shall be voted on at the next regular membership meeting. This procedure shall require a two-thirds (2/3) affirmative vote of the members present.
 2. An officer who misses two (2) consecutive meetings of the Executive Committee and/or of the regular meetings, without excuse, may be removed from office by a majority vote of the Executive Committee. This action will take place provided no proper evidence of a bona fide excuse has been presented to the President (or to the Executive Committee if the President is the officer in question).

ARTICLE VII: EXECUTIVE COMMITTEE AND AD HOC COMMITTEES

- A. The BWDSC Executive Committee shall be composed of the elected officers, the outgoing president as an ex officio member with full voting privileges, and the chairs of any ad hoc committees, or as appointed by the President.
- B. The BWDSC Executive Committee, with the approval of the membership, shall retain or dismiss the professional accountant.
- C. A Standing Committee shall be defined as a long-standing subgroup within the organization whose purpose is to further some specific goals of the BWDSC. Committee chairs shall be appointed by the President, in consultation with the elected officers, and may be removed by the President for failure to perform duties as outlined in the Bylaws or for failure to attend three (3) consecutive meetings of the Executive Committee. The Committee Chair, in consultation with the Executive Committee, shall determine membership. The Standing Committees shall be:
 - 1. Fundraising Committee, which implements fundraising activities.
 - 2. Program/Legislative Committee, which arranges for speakers to inform, enlighten, and entertain members and the community-at-large.
 - 3. Political Policy Committee, which coordinates activities with other Democratic Party organizations to include training prospective candidates and campaign personnel, voter registration, precinct walking, phone banking and letter-writing on behalf of candidates and issues of importance to the BWDSC.
- D. Ad hoc committees may be formed as needed. Committee Chairs shall be appointed by the President. Each committee shall consist of a Chair and such other members as the Chair and/or the President determines are necessary to carry out the duties of the committee. The Chair of each committee shall select his or her own committee members and shall notify the President and the Secretary of their acceptance. The President shall act as ex-officio member of each standing committee.
- E. Affiliations with Other Organizations:
 - 1. County Central Committee - The President may appoint one member of the Club as a voting representative member of the Sacramento County Democratic Central Committee and one alternate.
 - 2. Pre-endorsement Caucus Representative - The President may appoint a Club member who has been a member in good standing for one calendar year and attended at least four Club meetings. The member should not already have voting privileges at the Pre-endorsement Caucus by being a DPSC member.

3. Other Organizations - The President may appoint members of the Club as representatives to other political organizations.

ARTICLE VIII: MEETINGS

- A. The Annual Membership Meeting will be held in November. The program shall include annual reports by officers, any committee chairs.
- B. Officers will hold two year terms, with the election of the officers occurring at the November Annual Membership Meetings that fall on even years.
- C. Regular meetings of the membership shall be held every month, except July and December. Additional meetings and/or activities will be scheduled when needed as determined by the Executive Committee.
- D. The following motions for a vote of the membership shall be in order only if the matter has been published to the membership by U.S. Mail and/or email at least seven (7) days prior to the meeting at which the vote will be taken:
 1. Motions for removal from office
 2. Motions to amend the Bylaws
 3. Election of BWDSC officers
 4. Change in membership dues
- E. The following motions for a vote of the membership shall be in order if they have been published to the membership by U.S. Mail and/or email at least seven (7) days prior to the meeting at which the vote will be taken:
 1. Motions to endorse candidates
 2. Motions to endorse ballot measures
 3. Motions to reconsider BWDSC endorsements
- F. The Executive Committee shall meet not less than six (6) times a year.
- G. Special membership meetings for any purpose whatsoever may be called at any time by the President, the Executive Committee, or by petition of ten percent (10%) of the membership or by a majority vote of the membership at a regular meeting.
- H. Members shall be notified of any change in the schedule of regular meetings at least seven (7) days in advance of the meeting by U.S. mail and/or email by the Secretary.

- I. A quorum for regular membership meetings shall consist of at least nine (7) members. A quorum for Executive Committee meetings shall be by simple majority of the officers and the committee chairs currently serving on the Executive Committee. An Executive Committee meeting at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of committee members, and any action taken is approved by at least a majority of the required quorum for that
- J. Meeting
- K. Telephone and Electronic Participation: Members of the Executive Board may participate in any meeting through use of conference telephone, electronic video screen communication or electronic transmission by and to the Club. Participation in a meeting through use of conference telephone or electronic video screen communication pursuant to this paragraph constitutes presence in person at that meeting as long as all members participating in the meeting are able to hear one another. Participation in a meeting through electronic transmission by and to the organization (other than conference telephone and electronic video screen communication) constitutes presence in person at that meeting if both of the following are true:
 - a. Each board member participating in the meeting can communicate with all of the other members concurrently.
 - b. Each member is provided the means of participating in all matters before the board, including the capacity to propose, or interpose an objection, to a specific action to be taken by the club.

ARTICLE IX: PROCEDURE

Robert's Rules of Order shall govern procedures to the extent that they are not inconsistent with these Bylaws and can be conveniently and appropriately used.

ARTICLE X: FISCAL MANAGEMENT

- A. Officers authorized to direct the professional accountant to disperse funds for the BWDSC's bank account(s) shall be the President or Treasurer.
- B. All check requests of money, notes or other evidence of indebtedness issued in the name of the BBWDSC, and in excess of \$100 must be authorized by both officers listed in ARTICLE X, Section A.
- C. Encumbrances in excess of \$100 shall require a majority vote of the Executive Committee.
- D. BWDSC retains the right to not reimburse members for expenditures, which have not received authorization from a majority of the Executive Committee.
- E. Collections for fundraising activities are the responsibility of the Treasurer and/or an assigned delegate.

ARTICLE XI: ENDORSEMENTS - GENERAL

- A. The BWDSC may endorse candidates or ballot propositions at the local, state and national level. A vote to endorse a candidate or ballot proposition shall be taken when the membership has been notified in accordance with ARTICLE VIII.
- B. Candidates and ballot propositions shall be considered for endorsement based upon:
 - 1. Requests made to the Executive Committee by a member of the Executive Committee
 - 2. Request made to the Executive Committee, in writing, by three (3) or more members of the BWDSC
 - 3. Request received from a candidate or from proponents or opponents of a ballot proposition.
- C. The membership shall vote upon one of the following actions for each candidate or ballot proposition considered.
 - 1. To endorse a candidate or ballot measure
 - 2. Not to endorse a candidate or ballot measure
 - 3. Make no recommendation regarding a candidate or ballot measure.
 - 4. The membership will utilize the candidate endorsement process for candidates endorsed by the club as set forth in Article XII.
 - 5. Campaign contributions for a candidate, endorsed by BWDSC, may be entertained by the club membership from the floor by means of the motion process from a member and seconded by another member and approved by a majority vote of the members in attendance.

ARTICLE XII. ENDORSEMENTS – CANDIDATES

- A. BWDSC shall not do any of the following:
 - 1. Endorse more candidates than there are positions to be filled in any race.
 - 2. Endorse non-Democrats.
- B. BWDSC may consider endorsements for the following types of elections:

1. Democratic candidates in Sacramento county area nonpartisan races.
 2. Democratic candidates in Sacramento county area partisan races.
 3. Democratic candidates seeking office in Sacramento region in partisan California races.
 4. Democratic candidates seeking office in Sacramento region in partisan Federal races.
- C Standard Endorsement Procedure - BWDSC shall abide by the following procedure regarding endorsements of candidates:
1. The Chair of the Political Affairs Committee shall:
 - a. submit a list to the Executive Board of races to be considered.
 - b. design a candidate questionnaire to be approved by the Executive Board.
 - c. make the approved questionnaire available by download from the BWDSC website Facebook page, or by request.
 - d. make a good faith effort to contact all candidates in races to be considered.
 - e. set the deadline for submission of the candidate questionnaires.
 - f. schedule candidate interviews to be conducted by members in good standing.
 - g. submit a list of recommendations of endorsements and contributions to the Executive Board for approval.
 2. BWDSC members shall be notified 7 days prior to the membership meeting at which Executive Board recommendations of endorsements and/or contributions will be considered.
 3. Ratification of the recommended slate of candidates and/or contributions presented by the Political Affairs Committee Chair shall require a majority of votes cast by members present and in good standing.
 4. A vote to rescind an endorsement shall require a two-thirds (2/3) vote of those present and voting.

5. BWDSC President or a person designated by the President shall be delegated to advise the candidates verbally and in writing of the outcome of the endorsement process.
6. Notwithstanding any other provision of these ByLaws, BWDSC may endorse a current member or a past member as a “Favorite Daughter or Son” candidate for office. This designation will allow BWDSC to endorse a favorite daughter or son as a result of a recommendation directly from the Executive Board in a contested or uncontested race where the candidate seeking endorsement has shown, through past and current actions, great support of BWDSC. If two or more candidates in the same contested race are deemed a favorite daughter or son, the Political Affairs Committee shall commence regular endorsement proceedings.

ARTICLE XIII: AMENDMENTS

New Bylaws may be adopted or these Bylaws may be amended or repealed by the following procedure:

- A. A member in good standing may move to amend the Bylaws at any membership meeting.
- B. If a motion to amend is seconded, the membership shall be duly notified of the proposed amendment and the amendment shall be voted upon at the following membership meeting.
- C. A two-thirds (2/3) affirmative vote of the members present and voting shall be required for adoption of an amendment.

ARTICLE XIV: EFFECTIVE DATE

This set of Bylaws becomes effective at the regular membership meeting after approval by a majority of the membership present.

ARTICLE XVI: PREVIOUS BYLAWS

Any and all Bylaws heretofore governing this organization are hereby declared to be superseded by these Bylaws.