

**BYLAWS OF THE
ALEXANDRIA DEMOCRATIC COMMITTEE**

December 5, 2011

ARTICLE I: NAME

Section 1. The name of this organization shall be the Alexandria Democratic Committee. When used in these Bylaws and capitalized, "Committee" or "the Committee" shall refer to the Alexandria Democratic Committee.

ARTICLE II: MANDATE AND AUTHORITY

Section 1. This Committee exists under the authority of the Democratic Party of the United States and the Democratic Party of the Commonwealth of Virginia, and shall conduct its operations in accordance with the party plans of those organizations. This Committee reserves unto itself the implementation of those plans and the daily conduct of its own operations.

ARTICLE III: PURPOSES AND OBJECTIVES

Section 1. The Committee shall have charge of the Democratic Party of Alexandria and the nomination of its candidates. It shall have full control of the Party's interests in all primary, general and special elections in Alexandria and shall do all things within its power to aid in the victory of party candidates and positions at the polls.

Section 2. Specifically, the members of the Committee shall:

- (a) Use their best efforts to ensure that all Democrats in their respective electoral precincts and districts who are qualified to vote are registered to do so;
- (b) Use their best efforts to ensure that all voters in Alexandria vote for Democratic candidates in general and special elections;
- (c) Assist in organizing their electoral precincts and districts to ensure active participation and support for Democratic candidates in all elections;
- (d) Ensure that political communications are distributed during general and special election campaigns, and that the polling places are staffed on all election days;
- (e) Assist the Committee in taking stands on current issues as they may be timely and desirable and in the best interests of the Democratic Party; and
- (f) Use their best efforts to maintain and staff a permanent office for the Committee, within the City of Alexandria.

ARTICLE IV: MEMBERSHIP

Section 1. The Committee shall hold a biennial reorganization meeting every other December or January, pursuant to the Virginia Democratic Party Plan. At the October meeting prior to a reorganization meeting, the Committee shall issue a public call, which shall include the date, time, and location of the meeting, the procedures by which candidates may file for election to the Committee and caucuses will be held pursuant to the Virginia Democratic Party Plan, and the procedures by which officers of the Committee will be elected. After soliciting advice from the Vice Chair for Outreach, the Secretary shall cause the call to be published in one or more publications such that the call will be likely to be widely viewed by Democrats in the City of Alexandria.

Section 2.

The Committee shall consist of the following members, who shall each be entitled to the same membership rights, privileges, and responsibilities. No person shall be considered to be more than one member of the Committee, and no person shall be a voting member of the Committee who is a voting member of another Democratic city or county committee. For the purpose of this Article, residence shall require both domicile and place of abode.

- (a) Six representatives from each electoral precinct in the City of Alexandria, plus one additional representative for every 500 registered voters, or fraction thereof, beyond the first 2,500 registered voters in each precinct. Each of these representatives shall be elected by the Democratic registered voters of the precinct at each biennial reorganization meeting, and shall, at the time of his or her election, be a resident of the precinct from which he or she was elected. "Registered voters," for the purpose of determining the number of members under this paragraph, shall be the total number of active and inactive registered voters in each precinct in the City of Alexandria reported by the Alexandria Electoral Board for the November election immediately preceding the Committee's reorganization meeting.

When a new electoral precinct in the City of Alexandria is established, or the boundaries of an established precinct are changed, six representatives from the precinct, plus one additional representative for every 500 registered voters, or fraction thereof, beyond the first 2,500 registered voters in the precinct, shall be designated for the precinct. All incumbent representatives of an established precinct shall retain their positions and membership in the Committee. "Registered voters," for the purpose of determining the number of members under this paragraph, shall be the total number of active and inactive registered voters in the precinct reported by the Alexandria Electoral Board at the time of the precinct's establishment or boundary change.

- (b) Ten representatives from each Alexandria School Board electoral district. Each of these representatives shall be elected by the Democratic registered voters of the district at each biennial reorganization meeting, and shall, at the time of his or her election, be a resident of the district from which he or she was elected.
- (c) Each Democrat who holds a public office elected, in whole or in part, by the voters of the City of Alexandria.
- (d) Each Democratic member of the Alexandria Electoral Board.
- (e) Each Democrat who has previously held a public office elected, in whole or in part, by the voters of the City of Alexandria, who is a resident of the City of Alexandria, and who has notified the Secretary, in writing, of his or her desire to be a member of the Committee.
- (f) Each member of the State Central Committee of the Democratic Party of Virginia who is a resident of the City of Alexandria.
- (g) The immediate past chair of the Committee, provided that he or she is a resident of the City of Alexandria.

Section 3.

Any Democrat who is not a member of the Committee may be elected as an associate of the Committee by majority vote at any Committee meeting. Associates shall not be members of the Committee, but shall have the privilege of the floor at Committee meetings. Associates shall support the activities of the Committee and are encouraged to attend all Committee meetings and events.

Section 4.

If a member of the Committee elected as a precinct or district representative becomes a resident of the City of Alexandria in a precinct or district other than that from which he or she was elected, such member shall be considered to be a representative of the new precinct or district until the Committee's next reorganization. If a member of the Committee elected as a precinct or district representative becomes qualified to become a member under Section 2(d),

2(e), 2(f), or 2(g), he or she shall no longer be a precinct or district representative. If a member of the Committee by virtue of Section 2(d), 2(f), or 2(g) of this Article becomes no longer qualified under such Section solely as the result of the expiration of his or her term of relevant office, such member shall become a representative of the precinct in which he or she resides. A member who becomes a precinct or district representative under this Section shall be considered to have filled a vacancy if one exists, shall otherwise not count against the number of precinct or district representatives provided for in this Article, and Section 7 of this Article shall not apply.

Section 5. No person may be nominated as a member or elected as an associate of the Committee until he or she has completed an application, including a party loyalty statement, of a form approved by the Executive Board. The Executive Board may establish deadlines by which applications for membership and associate status must be received by the Committee, provided that no such deadline is more than three calendar days before the meeting at which the application will be considered, and provided that any such deadline may be waived by three-fourths of the members of the Committee present and voting.

Section 6. Each member or associate elected at a reorganization meeting shall pay \$25 in dues upon election, and again by the next January 31 following the 12-month period after such reorganization meeting. Each member elected to fill a vacancy, and each associate elected at a meeting other than a reorganization meeting, shall pay \$25 in dues upon election, and, if such election took place during the 12-month period following the last reorganization meeting, again by the next January 31 following such period. A member or associate shall not be required to pay the dues specified in this section if he or she certifies in writing to the Vice Chair for Finance and Administration that such payment would be a financial hardship.

Section 7. Whenever a vacancy exists for a precinct representative, a district representative, who is a resident of the precinct, shall be randomly selected by the Administrator to fill the vacancy. Whenever a vacancy exists for a district representative, or if a vacancy exists for a precinct representative for a precinct in a district with no district representatives who are residents of that precinct, a candidate to fill the vacancy may be nominated at a meeting at which he or she is present. A candidate so nominated, or an associate, may be elected as a member of the Committee at the next meeting of the Committee at which he or she is present, provided that he or she is a resident of the precinct or district for which he or she is nominated.

Section 8. Any member or associate may resign from membership or associate status in the Committee, by submitting his or her resignation in writing to the Secretary. Any member who no longer resides in the City of Alexandria, other than a member by virtue of Section 2(c) of this Article, shall be deemed to have resigned. Any member who is absent from any five regular meetings of the Committee, or who is absent without excuse from any three regular meetings of the Committee, within any 12-month period following the last reorganization meeting (including such meeting), shall be deemed to have resigned. A member shall not be deemed absent without excuse for the purpose of this Section if he or she notified the Secretary, prior to or within 60 days after the absence, of the reason for the absence. Whenever the Secretary becomes aware of a resignation under this Section, he or she shall notify the resigning member and the Executive Board.

ARTICLE V: OFFICERS AND OFFICEHOLDERS

Section 1. The officers of the Committee shall be a Chair of the Committee, a Vice Chair for Finance and Administration, a Vice Chair for Precinct Operations – East, a Vice Chair for Precinct Operations – West, a Secretary, a Treasurer, a Vice Chair for Communications, a Vice Chair for Technology, a Vice Chair for Resolutions, a Leadership Circle Chair, a Vice Chair for

Community Outreach, and a Vice Chair for Volunteer Coordination. These officers shall perform the duties prescribed by these Bylaws, the Committee, the Executive Board, the Chair of the Committee, and the parliamentary authority adopted by the Committee.

Section 2. Each officer of the Committee shall be elected by a majority vote of the Committee at the first regular meeting of the Committee following each reorganization meeting, but in no case more than 40 days following such reorganization meeting. Each officer shall serve until his or her successor is elected, and each officer's term shall begin upon the adjournment of the meeting at which he or she was elected.

Section 3. In the event of a vacancy or temporary absence in, or inability to carry out the duties of, the office of Chair, the duties shall be carried out by the officer highest on the list of officers in Article V, Section 1, who is able to do so. In the event of a vacancy in the office of any officer, including Chair, the Committee shall elect a replacement, provided that at least 15 days have passed since the Committee was notified of the vacancy. The Chair may make an interim appointment to fill a vacancy between meetings of the Committee.

Section 4. **Chair of the Committee.** The Chair of the Committee shall be the chief executive officer of the Committee, and the primary spokesperson to the public and the media. The Chair of the Committee shall be an ex-officio member of all standing or special committees unless otherwise specified by these Bylaws.

Section 5. **Vice Chair for Finance and Administration.** The Vice Chair for Finance and Administration shall be the chief operating officer of the Committee, and shall be responsible for supervising the overall fundraising activities of the Committee. The Executive Board may appoint an Administrator, who shall be directed by the Vice Chair for Finance and Administration.

Section 6. **Vice Chairs for Precinct Operations.** The Vice Chairs for Precinct Operations shall supervise all precinct operations and precinct captains; shall be responsible for planning and conducting all voter registration activities approved by the Committee; shall prepare precinct plans for approval by the Executive Board upon the request of the Chair of the Committee; and shall conduct and prepare an annual membership training program. The Vice Chair for Precinct Operations – East and Vice Chair for Precinct Operations – West shall each be responsible for the precincts specified by the Executive Board.

Section 7. **Secretary.** The Secretary shall keep minutes of meetings of the Committee and shall make them available to members; shall take and keep attendance at Committee meetings and Executive Board meetings; and shall formally certify actions and resolutions of the Committee.

Section 8. **Treasurer.** The Treasurer shall safely keep all funds of the Committee and shall keep a detailed account of all contributions, other receipts, and all disbursements. The Treasurer shall submit a written financial report at each meeting of the Committee, and shall submit an annual report to the Audit Committee. Where required by law, the Treasurer shall be responsible for maintaining the appropriate segregated and separate accounts. All disbursements of the Committee by check shall be signed by the Treasurer, or, if the Treasurer is not available, by the Chair of the Committee or the Vice Chair for Finance and Administration.

Section 9. **Vice Chair for Communications.** The Vice Chair for Communications shall appoint and chair the Communications Committee, which shall assist the Chair of the Committee in presenting the views and opinions of the Committee; shall ensure that the Committee's newsletter and calendar are published; and shall maintain a list of media contacts and issue public statements as authorized by the Chair of the Committee or the Vice Chair for Finance and Administration.

Section 10. **Vice Chair for Technology.** The Vice Chair for Technology shall be the primary officer in the

administration of the technology services for the Committee; and shall be responsible for providing appropriate lists of voters for committee operations.

- Section 11.** **Vice Chair for Resolutions.** The Vice Chair for Resolutions shall chair the Resolutions Committee and shall supervise the receipt, investigation, processing and consideration of issue-oriented resolutions to be adopted by the Committee.
- Section 12.** **Vice Chair for Community Outreach.** The Vice Chair for Community Outreach shall conduct outreach efforts to broaden community participation in Democratic activities and support Democratic candidates; shall seek volunteers to fill vacancies on state and local boards and commissions; and shall maintain liaison with various community groups such as civic associations, charitable organizations, and the Young Democrats.
- Section 13.** **Leadership Circle Chair.** The Leadership Circle Chair shall be responsible for raising the funds to maintain a permanent office for the Committee. The Leadership Circle Chair shall coordinate appeals for participation in the Leadership Circle; shall coordinate payment notices as needed; shall provide monthly reports to the Committee; shall serve on the Finance Committee; and shall assist with events that focus on the Leadership Circle.
- Section 14.** **Vice Chair for Volunteer Coordination.** The Vice Chair for Volunteer Coordination shall serve under the supervision of the Vice Chair for Finance and Administration and shall be responsible for obtaining volunteers for the staffing of the Committee headquarters; for visibility events, including festivals and parades; and for the posting of campaign signs. The Vice Chair for Volunteer Coordination shall also work with the Vice Chairs for Precinct Operations, the Vice Chair for Outreach, and the Precinct Captains, to achieve these goals.
- Section 15.** **Legal Counsel.** The Chair of the Committee shall appoint a Legal Counsel, who shall advise the Chair of the Committee and the Committee with respect to legal matters of concern to the Committee.
- Section 16.** **Parliamentarian.** The Chair of the Committee shall appoint a Parliamentarian, who shall advise the Chair of the Committee and the Committee with respect to matters of organization such as parliamentary procedure, rules, meeting calls, and these Bylaws.
- Section 17.** **Precinct Captains.** Precinct captains shall coordinate the work of the Committee in their precincts, and shall perform all other duties prescribed by these Bylaws, the Committee, the Executive Board, the Chair of the Committee, and the Vice Chairs for Precinct Operations.
- (a) A precinct captain shall be elected by a majority vote of the members of the Committee who are residents of each precinct and are present and voting at the first regular meeting of the Committee following each reorganization meeting. Each precinct captain shall be a member of the Committee, but need not be a resident of the precinct he or she is elected precinct captain to represent. Each precinct captain shall serve until his or her successor is elected or appointed, and each precinct captain's term shall begin upon the adjournment of the meeting at which he or she was elected.
 - (b) Each precinct captain shall appoint one deputy captain, and may appoint one or more assistant captains.
 - (c) In the event of a vacancy or temporary absence in, or inability to carry out the duties of, the office of precinct captain, the deputy precinct captain (or in the event there is no deputy precinct captain, an interim precinct captain appointed by the applicable Vice Chair for Precinct Operations) shall perform the duties of precinct captain. Any such vacancy that still exists at the next meeting of the Committee shall be filled by the members of the Committee who are residents of the precinct and are present and voting at that meeting.

Section 18. Unless otherwise specified by these Bylaws, each officer and officeholder established in this Article may appoint such deputies and establish such subcommittees as may be necessary to assist in the performance of his or her duties.

ARTICLE VI: MEETINGS

Section 1. Regular meetings of the Committee shall be held each month, provided that there shall be no regular meeting in November or in any month in which a reorganization meeting is held. Regular meetings may be rescheduled by the Committee or by the Executive Board in the event of an emergency or with at least 15 days notice to the Committee.

Section 2. A special meeting of the Committee may be called:

- (a) By the Chair; or
- (b) By a written and signed petition of at least 10 percent of the members of the Committee, provided that such petition is filed with the Chair at least 15 days before the meeting date; or
- (c) By a vote of the Committee at a properly convened meeting of the Committee.

Other than in an emergency, notice of a special meeting shall be given to members by e-mail or telephone call at least 48 hours prior to the meeting date, or by regular mail postmarked at least four days prior to the meeting date. Notice shall include the date, time, place, and purpose of the meeting.

Section 3. A quorum of the Committee is 40 percent of the members of the Committee.

Section 4. All meetings of the Committee shall be open to the public to the extent required by the Democratic Party Plan of Virginia and any rules of the Committee.

Section 5. Neither proxy nor fractional voting is permitted in any activity of this Committee.

Section 6. A resolution by which the Committee expresses a position on an issue of public or party concern (hereafter in this section, "an issue-oriented resolution") may be adopted by the Committee in one of the following manners:

(a) If an issue-oriented resolution is submitted in writing to the Vice Chair for Resolutions, the Vice Chair for Resolutions shall cause the Resolutions Committee to consider the resolution. The Vice Chair for Resolutions shall notify the Chair of the Committee of any resolution on which the Resolutions Committee has reached a recommendation. If the Chair of the Committee is so notified at least three days prior to the regular meeting of the Committee in January, March, June, or September, the Chair of the Committee shall place the resolution on the agenda for consideration by the Committee at such meeting, and the resolution may be adopted by a majority vote of the members of the Committee present and voting.

(b) An issue-oriented resolution may be offered upon the motion of any member of the Committee at any meeting of the Committee, provided that it is distributed in writing to each member present. The member offering the resolution may speak to the motion for up to two minutes, unless such time is extended by a three-fourths vote of those members present and voting. If the motion is seconded, the Committee shall proceed to vote, without further debate, on whether to consider the resolution. Upon a three-fourths vote of those members present and voting, the Committee may consider the resolution, which may be adopted by a two-thirds vote of the members of the Committee present and voting.

ARTICLE VII: EXECUTIVE BOARD

Section 1. The Executive Board shall have general supervision of the affairs of the Committee between its business meetings, fix the hour and place of such meetings, make recommendations to the Committee, shall be authorized to perform all duties of the Committee between Committee

meetings, and shall perform such other duties as are specified in these Bylaws. The Executive Board shall be subject to the orders of the Committee and none of its acts shall conflict with the action taken by the Committee. Minutes shall be taken at all Executive Board meetings.

Section 2. The voting members of the Executive Board shall be the officers of the Committee and a representative of the Alexandria Young Democrats elected by its membership. The non-voting members of the Executive Board shall be the immediate past Chair of the Committee, the Legal Counsel, and the Parliamentarian. Each person who is voting member of the Executive Board shall be entitled to one vote on the Executive Board.

Section 3. Between each meeting of the Executive Board, the Chair of the Committee and the Vice Chair for Finance and Administration shall each have the power to expend or obligate the Committee to expend up to \$1,000 for Committee business without the prior approval of the Executive Board, provided that each reports any such expenditures to the Executive Board at its next meeting. Between each meeting of the Committee, the Executive Board shall have the power to expend or obligate the Committee to expend up to \$5,000 for Committee business without the prior approval of the Committee, provided that any such expenditures are reported to the Committee at its next meeting. No other expenditures may be made from Committee funds, unless such expenditures are specifically authorized by the Committee or fall within the Committee's annual budget.

Section 4. Any voting member of the Executive Board shall be deemed to have resigned from office if he or she is absent, without the consent of the Executive Board, from any three regular meetings of the Executive Board within any 12-month period. The Secretary shall notify the Executive Board of any resignation effected by this Section.

Section 5. The Executive Board shall meet regularly as determined by its members. Special meetings of the Executive Board may be called by the Chair of the Committee and shall be called upon the written request of any three members of the Executive Board. Except in an emergency, notice of the date, time, location, and purpose of each meeting of the Executive Board shall be provided to each member of the Committee at least 24 hours in advance of such meeting.

Section 6. All meetings of the Executive Board shall be open to members of the Committee, and to any guests authorized by the Chair of the Committee or by the Executive Board.

Section 7. A quorum of the Executive Board is six voting members of the Executive Board.

Section 8. Neither the Chair of the Committee, the Vice Chair for Finance and Administration, nor the Vice Chairs for Precinct Operations may publicly endorse or support any contested candidate in a primary election, caucus, or convention process, except in the case that the member is the candidate. This Section shall not be construed to prevent an officer named herein from serving as a pledged delegate to any Democratic convention.

ARTICLE VIII: COMMITTEES

Section 1. A Finance Committee is established, which shall be responsible for supervising the financial and fundraising activities of the Alexandria Democratic Committee. The Finance Committee shall prepare an annual budget for the Alexandria Democratic Committee, for consideration by the Alexandria Democratic Committee at each February meeting. The Finance Committee shall consist of the Vice Chair for Finance and Administration (who shall serve as chair), the Treasurer, the Leadership Circle Chair, up to three other members appointed by the Chair of the Committee, and up to three other members appointed by the Vice Chair for Finance and Administration.

Section 2. A Resolutions Committee is established, which shall recommend proposed resolutions to the

Alexandria Democratic Committee. The Chair of the Alexandria Democratic Committee and the Vice Chair for Resolutions may each appoint up to eight members of the Resolutions Committee, of whom at least 12 must be current members of the Alexandria Democratic Committee.

Section 3. An Audit Committee of three members, including one designated as chair, shall be appointed by the Chair of the Committee. The Audit Committee shall audit the Committee's financial reports and accounts, and shall report at each March meeting of the Committee and at such other times as may be necessary. No officer of the Committee shall serve on the Audit Committee

Section 4. Such other committees, standing or special, shall be appointed by the Chair of the Committee as the Committee or the Executive Board from time to time shall deem necessary to carry on the work of the Committee.

ARTICLE IX: DISCIPLINARY PROCEEDINGS

Section 1. The parliamentary authority adopted by the organization shall govern all disciplinary proceedings, subject to the provisions of this Article and the Democratic Party Plan of Virginia.

Section 2. The following shall be considered willful neglect of duties imposed on the officers, members, and associates of the Committee, and shall constitute grounds for removal from office, membership, and/or associate status:

- (a) Malfeasance, misfeasance, or nonfeasance of duties;
- (b) Conduct injurious to the good name of the Democratic Party or the Committee;
- (c) Use or implication of the name or resources of the Committee to promote a contested candidate for public office who is not a Democratic nominee or endorsee;
- (d) Public recruitment, endorsement, support, assistance, or contribution of or to a declared or nominated candidate for another political party or an independent, who is opposed to a declared or nominated Democratic candidate;

Section 3. No person shall be subject to removal from office, membership, or associate status on the basis of any activities required by his or her profession, provided that such activities do not result from payment by a candidate or other representative of a campaign for public office, and provided that that person has provided advance notice of such activities to the Chair of the Committee and the Secretary.

Section 4. No person shall be removed from office, membership, and/or associate status until a written complaint is approved by the Executive Board or by a two-thirds vote of the members of the Committee present and voting at a meeting of the Committee. Such complaint shall have been provided to the Chair of the Committee and the Secretary (or if the charge is against the Chair of the Committee and the Secretary, provided to the Vice Chair for Finance and Administration and the Treasurer) and provided to the subject or subjects of the complaint, at least 10 days prior to the meeting at which the complaint was approved. The complaint shall have included the charges and specifications against the subject or subjects, the proposed sanctions, the manner by which the complaint will be investigated, and the date and time of the formal hearing on the charges. Any formal hearing shall take place at a special meeting of a subcommittee of the Committee, which shall be held not less than five days after the approval of the complaint. After receipt of the hearing subcommittee's recommendation, the Committee may remove the subject or subjects of the complaint from office, membership, and/or associate status upon a two-thirds vote of those members of the Committee present and voting.

Section 5. Notwithstanding any other provision of this Article, a person appointed to an office of the Committee may be removed at any time by the appointing officer or officeholder.

ARTICLE X: PARLIAMENTARY AUTHORITY

Section 1. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Committee in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, with any rule of the Committee, or with the Democratic Party Plan of Virginia.

ARTICLE XI: AMENDMENT OF BYLAWS

Section 1. These Bylaws shall be effective until amended in accordance with this Article, notwithstanding the biennial reorganization of the Committee.

Section 2. These Bylaws may be amended by a two-thirds vote of the members of the Committee present and voting at a meeting of the Committee, if the text of the amendment was either presented at the preceding meeting of the Committee or was provided in writing to each member of the Committee. In either case, the text of the amendment shall have been provided at least 21 days prior to the meeting at which the amendment is adopted, and the members of the Committee shall have been notified at least 15 days in advance of the meeting that the amendment would be considered for adoption at that meeting.