

# Charter and Bylaws of the Democratic Party of Washoe County

(As amended at the WCCC meeting on August 9, 2023)

## Article I. Name

The name of this organization is the Democratic Party of Washoe County (hereafter WashoeDEMS).

## Article II. Purpose

**Section 1.** The purposes of the organization are:

- A. To encourage and facilitate the participation of Democrats in WashoeDEMS' activities.
- B. To recruit and assist WashoeDEMS' members in seeking public office.
- C. To support Democrats serving in elected public office.
- D. To advance the principles and positions of the Democratic Party.

## Article III. Members

**Section 1.** All Democrats registered to vote in Washoe County are members of the WashoeDEMS. Discrimination in the conduct of WashoeDEMS affairs on the basis of sex, race, age (except where federal law precludes participation), color, creed, national origin, religion, sexual orientation, gender identity or expression, ethnic identity, physical disability or economic status is prohibited.

**Section 2.** All members of the WashoeDEMS and its Executive Board shall work towards the goal of creating a WashoeDEMS that is representative of the diversity in Washoe County, including but not limited to: race, age, ethnicity, religion, socioeconomic background and/or status, gender identity and/or expression, sexual orientation, mental health status, disability status, and veteran status.

## Article IV. Washoe County Central Committee

**Section 1.** The Washoe County Central Committee (hereafter "WCCC") shall be the governing body of the WashoeDEMS.

**Section 2.** WCCC Membership

- A. The WCCC members shall be elected by a majority of those delegates present during the WashoeDEMS convention. Members shall be elected to terms of two (2) years. They shall have an equal voice and vote.
- B. WCCC members must be Democrats residing in and registered to vote in Washoe County. WCCC members shall be elected according to the rules of the convention, but the number of the WCCC shall not exceed 400.
- C. Members shall take office after the WashoeDEMS convention at which they were elected and serve until adjournment of the next succeeding convention.
- D. WCCC member lists shall be open for public view and open slots shall be advertised before each WCCC meeting for members' opportunities to be named to the WCCC.
- E. Members of the WCCC are required to attend the quarterly meetings of the WCCC. As described in Article IV, Section 3, absences shall result in automatic resignation from the WCCC.

**Section 3. Vacancies in the WCCC**

- A. Vacancies may occur where the number of attendees to the county convention are insufficient to fill each precinct in which registered Democrats live. This shall be considered a member vacancy which may be filled in accordance with this Section. Member vacancies shall be announced before the adjournment of the convention.
- B. Voluntary vacancies may occur in the WCCC from resignation or non-attendance:
  - 1. Resignation shall become effective immediately upon written notice given to the Secretary of the WashoeDEMS.
  - 2. Any member who misses two (2) consecutive meetings of the WCCC shall be considered to have vacated his or her membership unless prior written notification is made to the Secretary of the WashoeDEMS.
- C. Removal for cause
  - 1. Grounds for immediate removal:
    - a. Change in party affiliation.
    - b. Change in the county of residence from Washoe County.
  - 2. Grounds for removal by process
    - a. Active support of opposition party candidates in a partisan election where a Democratic candidate is running.
    - b. Malfeasance.
  - 3. Process for removal for cause
    - a. A member may be terminated for cause as described in subsection 3.C.b by a 2/3 majority vote of the membership present at a regularly scheduled meeting of the WCCC. A written notice describing the potential removal and the grounds for removal shall be provided 15 days prior to all members, including the member whose removal is being sought.
- D. Process for filling vacancies in the WCCC
  - 1. Vacancies shall be filled during regularly scheduled quarterly business meetings of the WCCC by a majority vote of members present at the meeting.

2. If a precinct is entitled to one or more WCCC members but an insufficient number of Democrats who reside in that precinct seek election to the WCCC, Democrats residing in another precinct may seek election to such position(s).
3. Members elected at one meeting are not eligible to vote until the subsequent meeting after the Secretary has validated the new member's party affiliation and residency.

#### **Section 4: Meetings**

- A. The WCCC shall have at least four (4) meetings every calendar year. The biennial county convention shall be one of those meetings
- B. The Chair or designee shall call the quarterly meetings and may call a special meeting of the WCCC.
- C. Written resolutions and memorials must be submitted by a WCCC member in good standing fifteen (15) days prior to the meeting at which they will be considered.
- D. A call for a WCCC meeting shall be communicated to all WCCC members at least ten (10) days in advance of the meeting. Such notification shall include:
  1. A proposed agenda;
  2. Minutes of the previous meeting; and
  3. Written copies of all resolutions, memorials, amendments, and revisions to be considered.
- E. Meeting locations for the WCCC shall be located at a site designated by the Chair.
- F. Electronic meetings may be held, rather than in-person meetings, when considered preferable by the Chair with written approval (by email or text) by two-thirds majority of the Executive Board, subject to the same provisions of notice, identification, participation, discussion, voting as otherwise required by these bylaws and supporting procedures.
- G. All members of the WCCC shall have an equal vote.
- H. The quorum for a meeting of the WCCC shall be 20% of the current membership of the WCCC.

### **Article V. Executive Board**

**Section 1.** The Executive Board shall consist of five (5) elected officers and two (2) elected "at large" voting members. The elected officers of the party shall be the Chair, the First Vice Chair, the Second Vice Chair, the Secretary, and the Treasurer. The elected "at large" members shall be Member At-Large, Department 1 and Member At-Large, Department 2. At-large members of the executive board shall have equal voice and vote as elected officers.

**Section 2.** All members of the Executive Board of the party shall be active voting registered Democrats.

**Section 3.** The Executive Board members shall be elected to serve a term of two years and are not subject to term limits.

#### **Section 4. Duties of the Executive Board**

- A. Hire, as needed, an executive director and/or any other paid staff.

- B. Define and establish the duties of all paid staff.
- C. Maintain the fiscal health of the WashoeDEMS.
- D. Develop and implement an annual operating budget.
- E. Be active participants in party fundraising, supporting the efforts of the Second Vice Chair and the executive director.
- F. The Executive Board may adopt and disseminate additional written procedural rules consistent with the charter and bylaws for the conduct of meetings or the handling of special matters or relating to the operation of other party organizations.
- G. Oversight of committees to ensure that they are active and functioning.

- 1. Committee Duties

- a. Committee chairs shall serve at the pleasure of the Executive Board.
- b. Committees shall meet at least quarterly.
- c. Committees shall report their activities and proposed activities to the Executive Board in writing at least quarterly.
- d. The committee chair or designee shall attend a minimum of fifty percent (50%) of all Executive Board/Advisory Committee meetings.

- 2. Standing Committees

- a. Fundraising & Events Committee
  - i. The Second Vice Chair of the WashoeDEMS shall chair the Fundraising & Events Committee.
  - ii. The Fundraising & Events Committee shall propose methods of raising funds for the Washoe County Central Committee (WCCC) and, with the approval of the Executive Board, coordinate and implement fundraising plans.
- b. Finance Committee
  - i. The Treasurer shall chair the Finance Committee in a non-voting capacity. Members of the Finance Committee will consist of the Treasurer, WashoeDEMS Chair, executive director, a general WashoeDEMS member, representatives from each affiliate group that contributes money to the WashoeDEMS, and other members as appointed by the Treasurer and the WashoeDEMS Chair. These other members will be individuals with fiscal or related financial expertise.
  - ii. The Finance Committee is responsible for providing advice and oversight on the financial policies and procedures of the WashoeDEMS. The Financial Committee will work to reduce operating costs and to contract and procure appropriate goods and services.
- c. Rules and Bylaws Committee
  - i. The Rules and Bylaws Committee shall receive, consider, and make recommendations for adoption of all amendments to the charter and bylaws of the WashoeDEMS.
  - ii. The Rules and Bylaws Committee shall conduct a study of the bylaws, rules and charter and make recommendations for amendment, extension, or other action after each WashoeDEMS convention.

- d. Financial Review Committee
  - i. The Financial Review Committee shall be chaired by a past Executive Board member or an appropriate member of the WCCC appointed by the Executive Board and approved by the membership.
  - ii. The Financial Review Committee may solicit external professional services, such as conducting a professional audit, and shall conduct a financial review of the books and records not more than once a year and always at the end of the Treasurer's terms.
  - iii. The Financial Review Committee shall report to the Executive Board and to the WCCC membership.
- e. Diversity, Equity, Inclusion and Access Committee
  - i. The purpose of the Diversity, Equity, Inclusion and Access (DEIA) Committee is to ensure that the WashoeDEMS is an organization that overlaps and intersects social identities to uproot systems of oppression, domination, and discrimination in its everyday activities.
  - ii. The DEIA Committee shall strive to achieve diversity of the WashoeDEMS volunteer base equal to or greater than that of Washoe County.
  - iii. The DEIA Committee is tasked with the following:
    - a. Provide recommendations to the Rules and Bylaws committee on how to make or amend the Rules and Bylaws to promote a more diverse, equitable, inclusive and accessible WashoeDEMS.
    - b. Create and routinely hold a workshop regarding diversity, equity, inclusion, access, and implicit bias for WashoeDEMS.
    - c. Prepare a quarterly report of the diversity of WashoeDEMS as compared to the diversity of Washoe County to be presented to the WashoeDEMS Central Committee.
  - iv. Member-at-Large Department 2 shall chair the Diversity, Equity, Inclusion and Access Committee and shall appoint committee members.
- f. Precinct Organizing Committee
  - i. The Precinct Organizing Committee is charged with establishing and conducting comprehensive recruitment, training, and support activities as necessary to develop and maintain grassroots community-based neighborhood teams at the precinct level that are committed to long-term engagement and activism.
  - ii. The Committee shall be chaired by an individual with leadership experience in precinct organizing.
  - iii. The Committee shall support increasing the diversity, equity, inclusion, and access within the party membership, organization of precincts, and recruitment and training of precinct leaders through outreach by continuously supporting the aims of a more diverse and inclusive WashoeDEMS.

### 3. Special Committees

- a. The Chair, with the approval of the Executive Board, may appoint special committees.

- b. The Executive Board shall define the purposes of these committees and establish the duration of the committee tenure.

**Section 5. Meetings**

- A. The Executive Board may meet in executive session to discuss the following sensitive issues: personnel matters; matters involving actual or potential litigation; and matters recommended by legal counsel. While Nevada’s “open meeting” law does not apply to this organization, the Executive Board shall adhere as closely to the spirit of the law.
- B. 51% of the Executive Board must be present to constitute a quorum.
- C. When making a decision which will have a large financial or organizational impact on the WashoeDEMS, a 2/3 vote of the Executive Board is required. Should a 2/3 vote not be met, the decision will be voted on by the WCCC and may be approved by a majority vote.
- D. Except as provided in subsection 5.C above, at least three (3) board members must approve action items on its agenda.

**Section 6. Special votes may be taken in the period between meetings, provided that:**

- A. Each member of the Executive Board has been presented with the same written motion.
- B. Votes are taken either in person, in writing, by phone or via electronic mail.
- C. The Secretary shall report final action from special votes taken in the period between meetings at the next joint Executive Board/Advisory Committee meeting.

**Section 7. If a vacancy occurs among the members of the Executive Board, the vacancy must be filled by a vote of the majority of WCCC members present in person at a regular or special meeting of the WCCC.**

- A. The vote shall be by a non-secret signed ballot.
- B. The election shall be held at the next WCCC meeting occurring not less than 30 days after the office becomes vacant.

**Section 8. Removal of a Member of the Executive Board**

- A. Grounds for immediate removal
  - 1. Change in party affiliation.
  - 2. Non-attendance or non-excused absence from three (3) consecutive Executive Board meetings in a calendar year. Requests for an excused absence must be made and approved or rejected by the Executive Board.
- B. Grounds for removal by process
  - 1. Gross negligence or malfeasance.
  - 2. Failure to carry out the duties of the office.
  - 3. Active support and/or public endorsement of opposition party candidates in a partisan election where a Democrat is a candidate.
- C. Process for removal

1. A Washoe County Central Committee meeting shall be called for the specific purpose of determining whether to remove an Executive Board member.
2. A written fifteen (15) day notice of the WCCC meeting and the grounds for removal shall be sent to the members and the Executive Board member whose removal is sought.
3. A two-thirds (2/3) vote of the WCCC present in person and voting at the WCCC meeting is necessary for immediate removal of an Executive Board member.
4. The disciplinary procedures outlined in the most recent edition of Robert's Rules of Order must be followed.

## **Article VI. Officer and At-Large Member Duties**

### **A. Officer Duties**

#### **Section 1. Chair**

- A. Be the chief executive officer of the WashoeDEMS and preside at all meetings of the WCCC and its Executive Board
- B. Be charged with the responsibility for implementing all policies of the WCCC.
- C. Make the call for the county convention and meetings of the WCCC and its Executive Board pursuant to the charter and bylaws.
- D. Except as otherwise provided in these bylaws, appoint the chairs of standing and special committees of the WCCC with the approval of the Executive Board.
- E. Seek legal advice for the WCCC and, except as otherwise provided in these bylaws, appoint such other professionals and consultants as may be required to act for the WashoeDEMS. Such appointments must be confirmed by a majority vote of the Executive Board.
- F. Appoint a parliamentarian, pages, tellers, sergeant-at-arms, and any other individuals as may be necessary for the efficient and fair administration of WCCC meetings with the approval of the Executive Board.
- G. Be an authorized spokesperson for the WashoeDEMS along with other Executive Board members or a person designated by the Executive Board.
- H. Be an ex-officio voting member of all committees of the WCCC, except the Rules and Bylaws Committee and the Financial Review Committee.
- I. Make regular written reports to the Executive Board on the state of the WashoeDEMS.
- J. Perform such other duties as the WCCC or Executive Board shall delegate to the Chair.

#### **Section 2. First Vice Chair**

- A. Develop and maintain personnel policies and committee chair job descriptions.
- B. Perform such additional duties as the Chair, the WCCC, or its Executive Board shall delegate to the First Vice Chair.
- C. Maintain current records of all affiliate group bylaws and required contribution and expense reports to the WashoeDEMS.
- D. Organize and lead quarterly Joint Meeting with the Executive Board and the Advisory Council.
- E. Shall assume the duties of the Chair in the Chair's absence or if the position becomes vacant.

- F. Shall consult with affiliate local organizations on all constituency representation for Washoe County events.

### **Section 3. Second Vice Chair**

- A. Assume leadership of party fundraising efforts by chairing the Fundraising & Events Committee.
- B. Perform such additional duties as the Chair, the WCCC or its Executive Board shall delegate to the Second Vice Chair.
- C. Shall perform the duties of the Chair if the position of the Chair and First Vice Chair are vacant.
- D. Advise affiliate local organizations on fundraising activities.

### **Section 4. Secretary**

- A. Record and prepare the agenda and minutes of all WCCC meetings, its Executive Board and the WashoeDEMS convention and make available at the WashoeDEMS' office.
- B. Keep a record of all WashoeDEMS regular meetings.
- C. Ensure the official roster of members of the WCCC is maintained. The official roster shall be available at every WCCC meeting.
- D. Be the custodian of all non-financial records and minutes of the WashoeDEMS.
- E. Performs such additional duties as the Chair, the WCCC or its Executive Board shall delegate.
- F. Notify the chair or designee of each affiliate local organization of all WashoeDEMS Executive Board and Advisory Council meetings so that the chair or designee of the affiliate local organization can attend fifty percent (50%) of the meetings.

### **Section 5. Treasurer**

- A. Maintain the financial records of the WashoeDEMS and be responsible for the accurate and timely filing of all reports required by public disclosure or regulatory authorities.
- B. Be the custodian of all funds and securities of the WashoeDEMS.
- C. Implement processes that ensure the deposit and disbursement of the funds of the WashoeDEMS pursuant to the current budget and policies and procedures adopted by the WashoeDEMS and its Executive Board.
- D. Prepare and distribute a written financial report to the Executive Board prior to each meeting of the WCCC.
- E. Chair the Finance Committee.
- F. May appoint an assistant treasurer with the approval of the Executive Board.
- G. Perform such other duties as the Chair, the WCCC or its Executive Board may delegate.
- H. Advise affiliate local organizations on fundraising reporting activities.



## **B. At-Large Member Duties**

### **Section 1. Member-At-Large, Dept. 1**

- A. Serve on the Executive Board as a general membership representative.
- B. Encourage the grassroots involvement of members in the organization and business of the WashoeDEMS, including the organizing of precincts and the recruiting and training of precinct leaders through the Precinct Organizing Committee.
- C. Support increasing the diversity, equity, inclusion, and access within the party membership, organization of precincts, and recruitment and training of precinct leaders through outreach by continuously supporting the aims of a more diverse and inclusive WashoeDEMS.
- D. Perform such other duties that the Chair, the WCCC or its Executive Board shall delegate.

### **Section 2. Member-At-Large, Dept. 2**

- A. Serve on the Executive Board as a general membership representative.
- B. Be responsive to the members' political needs and interests, including the recruitment, organization and retention of volunteers who are the lifeblood of the WashoeDEMS.
- C. Work with all other members of the Executive Board, WashoeDEMS committees, and WashoeDEMS affiliate groups to ensure that the diversity, equity, inclusion, and access within the WashoeDEMS volunteer base is representative of the diversity in Washoe County.
- D. Chair the Diversity, Equity, Inclusion and Access Committee tasked with implementing policies to make a more diverse and inclusive Washoe DEMS.
  - 1. To present the committee created quarterly report of the diversity of WashoeDEMS as compared to the diversity of Washoe County.
- E. Perform such other duties that the Chair, the WCCC or its Executive Board shall delegate.

## **Article VII. Election of Executive Board Members**

### **Section 1. Commissioner of Elections**

- A. The Chair shall appoint a Commissioner of Elections with approval of the Executive Board.
- B. The Commissioner of Elections shall chair the Elections Committee.
- C. No candidate for election shall serve as a Commissioner of Elections.

### **Section 2. Elections Committee**

- A. The Elections Committee shall consist of three members appointed by the Executive Board.
- B. The purpose of the committee is to accept and verify applications for Executive Board positions.
- C. The Elections Committee shall resolve all disputes concerning voter eligibility.
- D. The Elections Committee shall facilitate the election process and assist the Commissioner of Elections as needed.

**Section 3.** The Executive Board members of the party shall be elected at a meeting of the WCCC in the second quarter meeting of every odd-numbered year and shall take office immediately following the election. The elections shall be held according to Article VII, Section 4 of these bylaws.

**Section 4.** Election of Executive Board members shall be governed by the following rules and others the WCCC may deem necessary to conduct fair elections.

- A. All WCCC members shall be eligible to vote, and votes shall be taken by non-secret signed ballot.
- B. Each voter shall sign a registry.
- C. Nomination speeches for candidates shall be given equal time.
- D. Any WCCC member may call for a recount and shall advise the Commissioner of Elections immediately following the ballot count.
- E. Any WCCC member may contest the election and shall do so in writing the Commissioner of Elections after vote totals are announced and before adjournment of the meeting.
- F. For any office where there is a single candidate, a voice vote may be taken.

**Section 5.** The nomination of candidates for leadership positions in the WashoeDEMS shall be based on merit and ability, without regard to gender, race, national origin, sexual orientation, gender identity or expression, disability, or any other prohibited basis of discrimination as detailed in the state or national party charter or bylaws.

## **Article VIII. Advisory Council**

**Section 1.** The Advisory Council shall be composed of the chair or designated representative of any standing committee appointed by the WashoeDEMS Chair, a member of organizations chartered by the Democratic National Committee (DNC), the chair or designated representative from any affiliated organization chartered by the WashoeDEMS, and the webmaster.

**Section 2.** The Advisory Council and the Executive Board shall meet at least quarterly. The council shall advise on matters of policy and activities of the WashoeDEMS Executive Board.

**Section 3.** The voting members are the Executive Board. All other members serve as advisory members.

## **Article IX. WashoeDEMS Convention**

**Section 1.** The WashoeDEMS convention is the highest authority of the WashoeDEMS, subject to the provisions of this Charter and Bylaws. Delegates to the WashoeDEMS convention shall be allocated based on rules established by the Nevada Democratic Party.

**Section 2.** The purpose of the convention shall be to adopt a WashoeDEMS party platform, to elect delegates to

the state convention in the manner and number prescribed, if any, by the Nevada Democratic Party; to elect members of the WCCC and to perform such functions as are inherent to such an organization.

- A. Should the number of persons indicating an interest in serving on the WCCC exceed the number of authorized positions on the WCCC, priority will be given to those who indicate interest first in time upon sign in at the Convention. Alternates to the WCCC shall fill vacancies according to the same priority rules.

**Section 3.** The WashoeDEMS convention shall be called by the Chair and approved by the Executive Board once every two (2) years in even numbered years.

**Section 4.** The WashoeDEMS convention shall adopt its own permanent rules.

**Section 5.** The parliamentarian for the WashoeDEMS convention shall be appointed by the Chair with approval of the Executive Board, must be a registered Democrat, and may not be a member of the executive committee of the WCCC.

## **Article X. Affiliated Organizations**

**Section 1.** Democratic organizations in Washoe County may seek official affiliation with the WashoeDEMS and the WCCC.

**Section 2.** These organizations, along with the WCCC and the Executive Board, are authorized by state statute, charter, or custom to function continuously and to govern affairs and make policy for their individual organizations. All such organizations may be constituted and shall conduct business according to this Charter and Bylaws; applicable Nevada Revised law; and applicable federal election and campaign laws.

**Section 3.** Organizations chartered by the Democratic National Committee may be recognized by the WashoeDEMS, provided that their goals and purposes align with those of WashoeDEMS.

**Section 4.** Officially affiliated local organizations are responsible to the WCCC and its Executive Board.

**Section 5.** The chair or designee of affiliate local organizations shall attend fifty percent (50%) of the WashoeDEMS Executive Board/Advisory Council meetings.

- A. The charter of each affiliated local organization shall be reviewed by the WashoeDEMS Executive Board within three (3) months of its election.
- B. Bylaws of affiliate local organizations must be in compliance with these Charter and Bylaws.
- C. Affiliate organizations will provide regular, current information about their activities, membership plans, and financial condition to the WCCC and its Executive Board.
- D. Official affiliate organizations shall abide by the WashoeDEMS affiliate guide.
- E. Officers of affiliate organizations must be registered Democrats.
- F. Affiliate organizations are encouraged to publicize their upcoming events through the WashoeDEMS and, where practical, the community of Democrats of Washoe County.

## **Article XI. General Provisions**

**Section 1.** This Charter and Bylaws is intended to conform to the Charter, Bylaws and Rules of the Democratic Party of the United States and the Democratic Party of the State of Nevada. If parts of this charter are found to be in conflict with those charters and bylaws or other provisions pursuant to the authority of those charters, the applicable national provision shall govern.

**Section 2.** Except where explicitly provided in this Charter and Bylaws, all meetings of the WCCC shall be open to any registered Democrat in Washoe County. All party organizations shall keep a record of its proceedings and make that record available upon request.

**Section 3.** The WashoeDEMS shall provide elected representation to the Nevada State Democratic Party (hereafter “NSDP”) Executive Committee and the Central Committee per guidelines of the NSDP.

**Section 4.** The WCCC shall publish and maintain current copies of this Charter and Bylaws and make them available on request.

**Section 5.** In the absence of other provisions, the most recently revised version of Robert’s Rules of Order shall govern the conduct of all WashoeDEMS meetings.

## **Article XII. Amendments**

**Section 1.** Process for amending the Charter and Bylaws of the Democratic Party of Washoe County

- A. This Charter and Bylaws may be amended by affirmative vote of a majority of the membership present and voting at a meeting of the WCCC.
- B. An amendment must be proposed in writing to the Executive Board by a member of the WCCC at least forty-five (45) days prior to a scheduled WCCC meeting.
- C. The proposed amendment must be published in full on the WashoeDEMS website and be available for review at the WashoeDEMS office at least two (2) weeks prior to the scheduled WCCC meeting.
- D. Amending a proposed amendment to the Charter and Bylaws at a WCCC meeting shall require no notice and may be accomplished by a majority vote of those present and voting.
- E. Newly adopted or amended provisions of this Charter and Bylaws shall take effect immediately after the meeting where they are adopted.

**Section 2.** The amendment process does not apply to minor adjustments to the WashoeDEMS Charter and Bylaws. The Rules and Bylaws Committee, under the direction of the Executive Board, may make minor adjustments to correct errors, such as grammar, punctuation, and nomenclature, as appropriate. These adjustments shall be made available to the WashoeDEMS membership immediately.

**Section 3.** The WashoeDEMS shall maintain copies of the current Charter and Bylaws of the Democratic Party of Washoe County and shall make them available upon request.