

**AUBURN AREA DEMOCRATIC CLUB BY-LAWS
(2022 UPDATE CONSIDERATION)
CHANGE HIGHLIGHTS**

AADC President Comments:

The majority of the changes were cosmetic inserting titles as shown under “Article I: Name.” The following targets those areas of the AADC By Laws reflecting the major changes. This will make it easier for those who prefer a brief synopsis.

ARTICLE I: NAME

The title of the organization shall be Auburn Area Democratic Club, hereinafter referred to as AADC (or the Club).

CHANGE TO:

The title of the organization shall be Auburn Area Democratic Club, hereinafter referred to as AADC. Placer County Democratic Party Central Committee, hereinafter referred to as PCDCC. California Democratic Party, hereinafter referred to as CADEM. The AADC Board, hereinafter referred to as, the Board.

ARTICLE III. PURPOSE

D. The AADC may endorse candidates and take positions on legislation and issues of interest to its members as outlined by these Bylaws and the Bylaws of the PCDCC.

CHANGE TO:

D. The AADC may endorse candidates, and take positions on legislation and issues, local to their community that are of interest to its members as outlined by these Bylaws and the Bylaws of the PCDCC.

ARTICLE V: MEMBERSHIP

G. New AADC members can join at any time.

Change to: New AADC members can join at any time and their first membership dues will be effective from receipt of dues prior to July 1 effective through July 1 of the following membership renewal cycle.

ARTICLE VII: RULES FOR MEETINGS

2. A quorum shall consist of 20% of the members or 15 members present at a Club meeting, whichever is less.

CHANGE TO:

2 A quorum shall consist of 20% of the members or 15 members at a club meeting, comprised of those voting by proxy, in-person, and those attending by approved, secure audio/video media.

ADD: (Change number arrangement to 1, 2, 3).

3. Participation in Meetings by Electronic Means.

Based on convenience, or national/local emergency circumstances, the AADC President and/or AADC E-Board may opt for electronic attendance at AADC meetings or other related events. Attendance via telephone conferencing, virtual means as currently defined, or by an approved audio/video media, whereby such attendees can interact with either virtual attendees, in-person attendees, or both as though they were attending in-person. Notice, quorum, and other requirements for the conduct of the meetings shall apply, constituting the same as presence in-person for all matters in establishing a quorum, participation, and voting.

B. Special Club meetings may be called by the President at any time or in the absence of the President by any two officers or by a petition of the majority of the members. A petition by the majority of the members for a Special meeting must be submitted at a scheduled meeting of the Board, and the Board will notify the membership of the Special meeting.

CHANGE TO:

B. Special AADC Meetings May Be Called:

1. By the President at any time, or;
2. In the absence of the President by any two officers, or;
3. By a petition of the majority of AADC members. A petition by the majority of the members for a Special meeting must be submitted at a scheduled meeting of the AADC E-Board. The AADC E-Board will notify the AADC membership of the Special meeting.

C. Notice of Special meetings shall be deemed sufficient if such notice includes the date, time, and place of the meeting and is received by the members at least 24 hours prior to the meeting. The notice must be directed to all members in any of the following manners:

1. Notice in writing by U.S. Mail;
2. Notice in writing by e-mail;
3. Telephone message.

CHANGE TO:

C. Notice of Special meetings shall be deemed sufficient if such notice includes the date, time, and place of the AADC meeting, and is received by AADC members at least 24 hours prior to the meeting. The notice must be directed to all AADC members in any of the following manners:

1. Notice in writing by U.S. Postal Service, or'
2. Notice in writing by email, or;
3. Telephone message.

D. To place an item on the agenda for a Regular membership meeting a member must make a verbal request, or submit a written request to the President or a Board member prior to the Club's regular monthly meeting. Written request may be sent via e-mail.

CHANGE TO:

D. To place an item on the agenda for a Regular AADC membership meeting a member must make a verbal request, or submit a written request, to the AADC President or an AADC E-Board member prior to the AADC's regular monthly meeting. Written request may be sent via email.

1. The request must include the presenter's name and a brief summary of the presentation.
2. The President or Board will review the request(s) and decide if the topic meets with the Club's purpose. Not all community activities are with the purview of the Club.

CHANGE TO:

2. The AADC President or AADC E-Board will review the request(s) and decide if the topic meets with the AADC's purpose. Not all community activities are with the purview of the AADC.

3. If a member or guest has not been included on the agenda they may come to a Club meeting early, speak with the President and request to be put on the agenda. At the President's discretion the speaker may be allowed to speak and will be limited to 3 minutes.

CHANGE TO:

3. If an AADC member or guest has not been included on the agenda they may come to a AADC meeting early, speak with the AADC President and request to be put on the agenda. At the AADC President's discretion the speaker may be allowed to speak and will be limited to 3 minutes.

E. The Club shall use the most recent edition of the Newly Revised Roberts Rules of Order as a guideline for governing parliamentary procedure at all official meetings of the organization, provided they are not inconsistent with these Bylaws or the rules of the PCDCP.

CHANGE TO:

E. The AADC shall use the most recent edition of the Newly Revised *Roberts Rules of Order* as a guideline for governing parliamentary procedure at all official AADC meetings of the organization provided, they are not inconsistent with these By-Laws or the rules of the PCDCP.

F. The Club may suspend the order of business for emergency business.

CHANGE TO:

F. The AADC may suspend the order of business for emergency business.

ADD:

G. The AADC President may reschedule a monthly meeting due to Democratic calendar event conflicts.

ARTICLE VIII: MEMBERSHIP VOTING

A. AADC Membership votes can be accomplished using one of the following four methods at the discretion of the AADC President:

1. Online voting via any method that is secure and ensures that only members can vote (e.g., AADC's membership software) and where a quorum has been established;

CHANGE TO:

1. Online voting via any method that is secure, ensures online voters are verified AADC members, and once verified, entered in establishing a quorum for the AADC voting process.

2. Secret paper ballots at a Club meeting where a quorum has been established and counted by two AADC officers who agree on the count;

CHANGE TO:

2. For voting at an AADC meeting once a quorum has been established: 50%+1 of all AADC members present in person, via AADC secret paper ballot, approved secured electronic audio/video media, or by proxy at the time of the vote.

3. Raised hands at a Club meeting where a quorum has been established and counted by two AADC officers who agree on the count;

CHANGE TO

3. Raised hands at an AADC meeting where a quorum has been established and counted by two AADC officers who agree on the count;

4. Voice vote at a Club meeting where a quorum has been established with the result determined by one AADC officer;

CHANGE TO

4. Voice vote at an AADC meeting where a quorum has been established with the result determined by one AADC officer; or

ADD:

5. By an AADC approved method to cast a vote by Proxy.

B. Unless otherwise specified, a majority vote shall be considered the following depending on the form of the vote:

1. For voting online: 50% + 1 of all members who voted or;

CHANGE TO:

1. For voting online: 50% + 1 of all AADC members who voted or;

2. For voting at a Club meeting: 50% + 1 of all members present at the time of the vote.

CHANGE TO:

2. For voting at an AADC meeting: 50% + 1 of all AADC members present in-person, via AADC approved secured electronic audio/video media, or by proxy at the time of the vote.

C. Notice of any matter that is to be submitted to online voting shall be provided to the membership as follows:

CHANGE TO:

C. Notice of any matter that is to be submitted to online voting shall be provided to the AADC membership as follows:

1. Notice of an online vote shall be given to all members by email to the members not less than fifteen (15) days prior to the first opportunity to vote online;

CHANGE TO:

1. Notice of an online vote shall be given to all AADC members by email to the AADC members not less than fifteen (15) days prior to the first opportunity to vote online;

2. The period during which online votes may be made shall be not less than ten (10) days and the dates on which voting will be open and the date on which voting will be closed must be contained in the notices described in subparagraph above.

CHANGE TO:

2. The period during which online votes may be made shall be not less than ten (10) days and the dates on which voting will be open and the date on which voting will be closed must be contained in the notices described in subparagraph Article VIII C1.

ADD:

D. A member may vote by proxy by appointing in writing, a member to vote on her/his behalf. The authorization must be signed by the person giving the proxy and shall designate the agent by name and specify the item or items on which the proxy holder may vote and must specify the date of the meeting at which the proxy may be exercised.

ARTICLE VIX: EXECUTIVE BOARD

CHANGE TO: ARTICLE IX: EXECUTIVE BOARD

A. The Executive Board (the Board) shall be comprised of the four officers of the Club, as follows: The President, Vice President, Secretary, and Treasurer; the Chairs of AADC’s Standing Committees (currently five Chairs; and our PCDDP Representative. Each Board member and Chair shall have one vote. In the event a Committee has Co-Chairs, each Co-Chair shall have one-half vote.

CHANGE TO:

A. The AADC Executive Board (Referred to hence as “The Board”), shall be comprised of the following:

1. Four Officers
President
Vice President
Secretary
Treasurer
2. Standing Committee Chairs, each representing one of five current committees.
3. PCDDC Representative

ADD:

B. Each AADC Board member and Standing Committee Chair shall have one vote during an AADC E-Board meeting. If a Standing Committee Chair is unable to attend an AADC E-Board meeting, and if this committee has a co-chair, the co-chair can vote during these proceedings. The co-chair’s vote will count as a one-half vote (1/2).

CHANGED LETTER SEQUENCE FROM B – F TO C – I DUE TO ADDITION OF ITEM B:

C. In order to be eligible to serve on the Board a member must be in good standing and have been a member for no less than three (3) months.

D. The quorum for meetings of the Board shall consist of a majority of the sitting members of the Board. All decisions by the Board shall be determined by the majority of those present at the Board meeting. In the event of a tie vote, the absent members of the Board shall be polled and the final vote recorded by the Secretary.

E. Emergency expenditures, to a maximum of \$250, may be authorized upon agreement by the majority of voting Board members. A good faith effort shall be made to poll all Board members. Expenditures approved by the Board shall be reported to the membership at the next membership meeting.

CHANGE TO:

Expenditures to a maximum of \$500 may be authorized upon agreement by majority of the voting board members. Expenditures in excess of the proposed annual budget approved by the Board shall be reported to the membership at the next membership meeting.

F. Meetings of the Board shall be open to the membership unless the Board, by a majority vote, calls for a closed session.

F. Attendance at all regularly scheduled Board and Club meetings is required unless excused by the President or the majority of the Board. Three unexcused absences by any member of the Board at regularly scheduled Board or Club meetings may result in removal of that member of the Board. Removal will be by the majority vote of the Board.

CHANGE TO:

G. Attendance at all regularly scheduled Board and AADC meetings is required unless excused by the President or the majority of the Board. Three unexcused absences by any member of the Board at regularly scheduled Board or AADC meetings may result in removal of that member of the Board. Removal will be by the majority vote of the Board.

ARTICLE XII: SELECTION OF CLUB REPRESENTATIVE TO THE PCDCC

A. As per the bylaws of the PCDP, the Club will be allowed a single representative Club rep) with a single vote on the PCDP. An alternate to the representative is also permitted.

CHANGE TO:

A. According to the Placer County Democratic Central Committee (PCDCC) By Laws, the AADC is allowed to have a single representative to the PCDCC.

1. The AADC representative to the PCDCC shall serve a term for one year, starting January 1.
2. The AADC representative is allowed a single vote on the PCDCC.
3. An Alternate to the AADC representative to the PCDCC is permitted.

B. The Club rep to the PCDP shall be elected upon the expiration of the term of the outgoing representative. The Club rep will be allowed to choose his/her alternate as outlined in the bylaws of the PCDP.

CHANGE TO:

B. The AADC representative to the PCDCC shall be appointed by the AADC President upon the expiration of the representative's term. The appointed AADC representative to the PCDCC will be allowed to choose his/her alternate as outlined in the PCDCC By Laws.

ARTICLE XIV: ENDORSEMENTS AND CAMPAIGN CONTRIUTIONS

B. The California Democratic Party's 2022 Pre-Endorsement Conference allows for one caucus vote for every 20 AADC members in good standing within an Assembly District. Due to the tight timeline for 2018 delegate identification, AADC's selection for these Pre-endorsement Conference delegates will be first by Board Members, then by Committee Chairs, then by individual AADC Members as selected by the AADC President for their activism in future elections AADC plans to more democratically select these delegates.

CHANGE TO:

B. The California Democratic Party's Pre-Endorsement Conference currently as of 2022 allows for one caucus vote for every 20 AADC member in good standing within an Assembly District. Unless amended by the PCDCC or AADC, Pre-Endorsement delegate identification and selection will be as follows:

1. AADC Board Members; followed by
2. AADC Committee Chairs; followed by
3. Individual AADC verified members selected by the AADC President based on activist participation.

G. The AADC may take out a paid advertisement supporting an endorsed candidate or supporting or opposing a political issue by approval of a majority vote of members in accordance with Article VIII.

CHANGED TO:

G. The AADC may take out a paid advertisement for the following by approval of a majority vote of AADC members in accordance with Article VIII:

1. CADEM Endorsed Candidates.
2. Local candidates.
3. Support for CADEM endorsed legislation or issues, as well as those CADEM oppose.
4. Support or opposition of local issues.

ARTICLE XV: COMMITTEES

A. Committees shall consist of the following Standing Committees, and Ad Hoc committees which the President or Board deems advisable to create. The Chairpersons of Standing Committees are encouraged to attend and participate in all board Meetings. The Chairpersons of all Standing Committees shall meet with their Committees at least once a month and shall report in writing on a monthly basis to the Board and General Membership.

CHANGED TO:

A. As of 2022, AADC has five Standing Committees. The AADC President or the Board may create an Ad Hoc Committee when deemed advisable. The Chairpersons of all Standing Committees shall meet convene a meeting at least once a month, and shall report in writing, on a monthly basis. To the AADC Board and the AADC General Membership.

B. Committee chairpersons are appointed by the President, with the advice and consent of the Board. Committee Chairpersons serve at the pleasure of the President.

CHANGED TO:

B. Committee Chairpersons are appointed by the AADC President, under the advisement and consent of the Board, and serve at the pleasure of the AADC President.

ARTICLE XV: COMMITTEES

A. Committees shall consist of the following Standing Committees, and Ad Hoc committees which the President or Board deems advisable to create. The Chairpersons of Standing Committees are encouraged to attend and participate in all board Meetings. The Chairpersons of all Standing Committees shall meet with their Committees at least once a month and shall report in writing on a monthly basis to the Board and General Membership.

CHANGED TO:

A. As of 2022, AADC has five Standing Committees. The AADC President or the Board may create an Ad Hoc Committee when deemed advisable. The Chairpersons of all Standing Committees shall meet convene a meeting at least once a month, and shall report in writing, on a monthly basis. To the AADC Board and the AADC General Membership.

B. Committee chairpersons are appointed by the President, with the advice and consent of the Board. Committee Chairpersons serve at the pleasure of the President.

CHANGED TO:

B. Committee Chairpersons are appointed by the AADC President, under the advisement and consent of the Board, and serve at the pleasure of the AADC President.

3. **AADC FUNRAISING COMMITTEE** shall be a Standing Committee and shall be responsible for:

a. Creating and coordinating the Fundraising activities of the AADC other than membership dues. These activities may include but not be limited to the Annual Fall Fundraising Event, rummage sales, **raffles**, and casino nights, exhibitions of films, prominent speakers and musical performances when they are presented as Fundraising events. This committee is charged to use imaginative ways to raise money that further the goals of the Club and comport to California and Federal Law.

CHANGED TO:

Eliminate the word, "raffle."

ADD:

6. Youth Outreach Committee shall be responsible for:

- a. AADC will focus efforts on contacting young Democrats, encouraging them to register to vote, and educate them our Democratic organization.
- b. AADC will recruit and advise young Democrats on participating in community efforts on issues of common interest.

ARTICLE XVII: AMENDMENTS AND REVISIONS

2. If the vote is to be taken at a **AADC** meeting:

- a. Notice of intent to amend or revise the Bylaws must be announced orally at an AADC meeting twenty-five (25) days prior to the meeting where the proposed amendment will be presented to the general AADC membership for approval.
- b. Additional notice has been provided to the general AADC membership either through a web posting, email, U.S. Postal Service for those without email, or by the newsletter fifteen (15) days prior to the AADC meeting where the amendment will be presented for approval. This notice will contain the text of the proposed amendment.
- c. A quorum is presented as described in Article VII, section A; and
- d. The amendment or revision meets the guidelines of the PCDCC.