

Bylaws of the Progressive Democrats of Orange County

Preamble

We are the Progressive Democrats of Orange County (PDOC), the Orange County chapter or club of the Progressive Caucus of the North Carolina Democratic Party (PC/NCDP). Recognizing that the North Carolina Democratic Party has committed itself to the principles of equal opportunity of participation in the political process and of fair representation at every level of state activity, we organize with the intention of advising and assisting the Orange County Democratic Party and PC/NCDP on issues which North Carolinians in Orange County face and help to develop solutions with which it can best fulfill the needs of all Orange County residents.

We seek a just society that values people over money, that enhances freedom for all by respecting individual dignity, eliminating discrimination, providing excellent health care, and providing economic well-being through opportunities for education, employment, transportation, and housing. We seek a society that preserves and protects the natural environment for the benefit of us all and for future generations. We recognize that achieving these goals require suitable sustained investment in the public good as well as collaboration between public and private enterprises. We will collectively and individually work through the NCDP, Orange County Democratic Party, county/district chapters and clubs in the PC/NCDP to achieve these aims.

We therefore pledge that, consistent with the principles of the State and County Party, and PC/NCDP, we honor the rules set forth in these Bylaws, the Bylaws of the PC/NCDP, the Plan of Organization of the North Carolina Democratic Party, and the North Carolina Democratic and National Party Platforms, Robert's Rules of Order, and applicable state and federal laws.

Article I. Name

This Organization shall be known as the "Progressive Democrats of the Orange County Democratic Party" (hereinafter referred to as "Organization").

Article II. Objectives

The objectives of this Organization are to:

- A. Develop and effect progressive positions on matters of public interest;
- B. Coordinate like-minded efforts with other Organizations in Orange County, the state of North Carolina, and the Country;
- C. Teach democratic procedures and values throughout the Democratic Party;
- D. Promote the organization of all precincts to encourage more and diverse voices in the direction and leadership of the Orange County Democratic Party;
- E. Promote voter registration and voter participation in all elections;
- F. Further the campaigns of progressive Democratic candidates for public office;
- G. Assist the PC/NCDP with promoting the formation and organization of all District and County Progressive chapters or clubs to encourage more and diverse voices in the direction and leadership of the Democratic Party and across the state of NC;

- H. Engage progressive youth in the political process;
- I. Impact the results of elections, in order to enact progressive policies.

Article III. Membership & Jurisdiction

- A. Membership in this Organization is voluntary and open to all residents, including persons enrolled in school in the County.
- B. Classifications. There shall be two (2) classifications of membership:
 - 1. Voting members: Anyone registered to vote as a Democrat in Orange County shall be eligible for Active Voting membership provided that he or she has:
 - a. Paid their membership dues to the state Caucus and to the Organization;
 - b. Attended and became an Organization member during at least one regularly scheduled meeting. Prospective members who join during a meeting during which an election is held shall be considered a member upon paying dues.
 - i. Attendance is determined by members or guest registration on sign-in sheets maintained by the Secretary and Treasurer.
 - ii. All officers, members and guests must assure that their attendance at all such meetings is recorded on the sign-in sheets.
 - c. Self-identified as a Progressive Democrat.
 - 2. Non-Voting member: Any person who is not an Active Voting member of this Organization.
- C. Membership records for this Organization will be shared with the state Caucus and the District Chapters/Clubs.
- D. Members may be removed for cause by two-thirds vote of the Executive Council. Members may appeal removal to the entire membership, which may overrule the Executive Council decision by majority vote.

Article IV. Financial Contributions

- A. Amounts contributed by voting members in excess of annual dues are considered donations.
- B. Anyone may make monetary or in-kind contributions to the Organization.
- C. Any change in dues must be announced by email and via social media to Organization members not less than thirty (30) days prior to the date each year on which dues are due and payable. Dues may be payable in person at an Organizational Meeting, by mail, or online. Dues shall be paid annually at or before the annual meeting.
- D. Any member may request from the Organization's treasurer waiver of the membership fee. The treasurer shall respond consistent with any policies established by the Executive Council.
- E. In-Kind Contributions: All in-kind contributions must be made in compliance with the State Board of Elections' financial contribution rules.
- F. Financial Commitments & Conflicts of Interest
 - 1. No officer or member of this Organization shall spend or commit to spend the Organization's funds unless provided herein or such person has been so authorized by the Executive Officers or the general membership specifically authorizing such expenditure or in-kind commitment.

2. It is a conflict of interest for an officer or member of this Organization to use any Organization resources to benefit themselves, another individual, or another group.
3. Violation of items 1. or 2. in this section shall constitute grounds for termination of membership and/or removal from office under Article VI, B.1.b. Any Active Voting member of the Organization may file the charges.

Article V. Executive Council, Officers, and Duties

- A. There shall be an Executive Council composed of the elected officers and Action Team chairs that shall meet upon the call of the President to plan Organization activities. The Council shall present reports to the President and give advice on all chapter matters. Two at-large members of the Executive Council shall be elected from among the Organization's voting members. In all matters that require approval vote by the Council, only the elected officers, the chairs of standing Action Teams, and the at-large members shall have voting rights; an Action Team chair may designate an alternate to vote in his/her absence. Non-standing Action Team chairs are considered non-voting Council members. All Organization members are welcome to attend Executive Council meetings.
- B. All officers shall be elected for two-year terms in an even year at the first meeting in June, nominated from the floor starting at the May meeting, terms to take effect at the adjournment of the June meeting. All officers shall be Active Voting members.
- C. Only Active Voting members may nominate candidates for elected office or vote for candidates for office in this Organization.
- D. Consistent with our objectives, we shall endeavor that the Executive Council consist of people of all genders, races, and religions (including no religious affiliation).
- E. Officers shall be elected from persons nominated under Section B of this Article by a simple majority (50% plus one vote) of the membership present at the meeting during which the election is held. In the event that more than two candidates run for a position and no candidate achieves a simple majority, the candidate getting the lowest number of voters shall be dropped in runoff elections until one candidate obtains a simple majority.
- F. Elected offices of the Executive Council are:
 1. **PRESIDENT.** The elected President must be certified to the President of the state Caucus. The President of the state Caucus will certify the elected President to the NCDP Chair as per the NCDP Plan of Organization.

The Powers and Responsibilities of the President:

- a. Meetings: The President shall organize the time and location of each meeting of the general body. The President may also call special meetings of the general body. The President, with input from the Executive Council, will set and determine the agenda for every meeting. The Executive Council, by simple majority vote, may direct the President to add a specific item to the agenda. Every meeting's agenda must include a new business item to provide opportunity for member-initiated discussions and actions.
- b. Finances and Assets: The President and Treasurer (below) shall have control of the Organization's bank accounts and other financial assets. All expenditures must be approved by simple majority vote of the Executive Council. This vote may be taken electronically. If unexpected

- expenses arise, the Executive Council may retroactively approve reimbursement of the expense.
- c. Representation: The President shall represent the Organization and shall be the primary spokesperson of the Organization. Additionally, the President will represent the Organization in the state Caucus. The President shall also be an ex officio member of the County Executive Committee of the Orange County Democratic Party. The President, or those whom the President designates, shall possess administrative privileges on all online and social media resources of the Organization.
 - d. Strategy: The President, working with the Executive Council, formulates the Organization's strategy. They must develop a county-wide vision, with clear goals to be achieved by the respective action team and general membership. The strategy must be submitted to the voting members for feedback and approved by a majority of the Executive Council.
2. VICE PRESIDENT. The Powers and Responsibilities of the Vice President:
- a. Succession: The Vice President shall take on any duties/powers of the President, in the event of the President's absence or incapacitation. If the President fails to organize and attend general body meetings for more than three calendar months in a row (without consent of the general body) or if the President resigns or is removed from office, the Vice President shall become the new President and finish the term. The vacant Vice President seat shall be filled as provided in Article VII.
 - b. Other Duties: The Vice President shall work with the President and other members of the Executive Council to define additional duties consistent with his or her interests and skills.
3. SECRETARY. The Powers and Responsibilities of the Secretary:
- a. Records: The Secretary shall keep and have access to all records of the Organization. The Secretary shall be responsible for producing digital copies to which the Executive Council shall have at least view-only access. The Secretary shall decide the method of digital record-keeping, subject to approval by a majority of the Executive Council.
 - b. Minutes: The Secretary shall take detailed notes of every meeting and, with them, produce the official Minutes to be approved at the next meeting. Minutes shall be ordered according to that of the meeting's agenda. All motions for each item of the agenda must be detailed, as well as who made the motion and who seconded. The Minutes must include the specific text of all non-procedural motions that are approved.
4. TREASURER. The Powers and Responsibilities of the Treasurer:
- a. Mandatory Training: The Treasurer must take the mandatory training offered by the State Board of Elections.
 - b. Bank Account: The Treasurer shall have control of the bank account of the Organization, as well as holdings of a similar nature. The Treasurer shall process and record all transactions made by the Organization.
 - c. Record Keeping: The Treasurer shall be responsible for keeping records utilizing the State Board of Elections software. This includes ensuring that all donations have the proper paperwork.

- d. Reporting: The Treasurer shall produce a general report at every meeting of the general body. A written report shall be provided at every meeting of the Executive Council. Copies of all relevant financial documents must be provided to the Secretary. The Treasurer shall also submit mandatory reports to the State Board of Elections by the relevant deadline.
 - e. Budget: The Treasurer shall work with other members of the Executive Council to prepare an annual budget to be presented to the general body at the immediately prior general body meeting and to be approved at the annual meeting. In the event the budget is not approved, revised budgets are presented for approval at subsequent meetings of the general body.
5. PARLIAMENTARIAN. The powers and the duties of the Parliamentarian:
- a. Meetings: The Parliamentarian shall ensure that meetings are conducted in a proper, orderly, and legal fashion; and shall interject as necessary to ensure that members and officers comply with these rules.
 - b. Counsel: Inside and outside of meetings, the Parliamentarian must be prepared to answer any member's questions on the rules and procedure of the Organization and the greater Party. If the answer is unclear, the Parliamentarian will research the matter and provide an answer within a reasonable time.
- G. All Executive Council members shall:
- 1. Read the Bylaws of this Organization, the county Democratic Party Alternative County Party Plan of Organization (as appropriate), and the NCDP Plan of Organization.
 - 2. Transmit all records, user IDs and passwords to email addresses, social media, websites and any technical or banking/financial assets pertaining to their office to their successor within ten (10) days of resignation, replacement or vacating office.
- H. Action Teams
- 1. Standing Action Teams
 - a. The Standing Action Teams are permanent institutions in the Organization and cannot be created or dissolved except through the amendment process, as provided in Article X.
 - b. The Chairs of the Standing Action Teams shall be voting members of the Executive Council.
 - c. The Chair of the Action Team will be elected by the members of that team. The chair may appoint a co-chair to assist in leadership duties.
 - d. The Standing Action Teams shall consist of:
 - i. FUNDRAISING Action Team (FT). The FT must coordinate with all other teams as they spend or raise funds for the Organization.
 - ii. ISSUES - Team. The Issues (IT) will organize events for people to discuss any local, state, or national issues that are currently of public interest. The IC can make these exclusive to the party or open to the general public.
 - iii. PUBLIC OUTREACH Team. The Public Outreach Team (POT) will promote the Organization and help plan and facilitate its events. This includes engaging with young people, including chapters of the Teen, College, and Young Democrats. The Chair of the POT will have

the privileges necessary to use effectively all of the Organization's social media accounts.

- iv. PARTY ENGAGEMENT Team. The Party Engagement Team (PET) shall work to ensure that the Organization is well represented in and connected with the greater Orange County Democratic Party. This shall include working with the party at the precinct, county, district and state levels to expand the representation and influence of the Organization within the Democratic Party.
- v. EDUCATION Team (ET)- The Education Team will work closely with the Issues Team to develop educational content to present at meetings and events.
- vi. MEMBERSHIP Team (MT) - The Membership Team will work closely with the Public Outreach Team to continue to grow the organization and encourage participation.

2. Ad-hoc Teams: Ad-hoc teams are created by the Executive Council. The Chairs of ad-hoc teams are non-voting members of the Executive Council.

- I. Continuing Body. This Organization is, and shall function as, a continuing body.
- J. All of the Organization's internet, banking or other assets (including internet, Facebook, Meetup and other social media accounts) shall be placed in the name of the Organization, with expenses paid for by the Organization's Treasury whenever possible. The name or names of one or more Executive Officers may be used for registration of the asset if required by regulatory or other authority, as long as that officer agrees to transmit all records and control of the assets to their successor or the President within ten (10) days after the officer's term is up, or the officer vacates, resigns or is removed from office.
- K. Any internet, banking or other assets (including internet, Facebook, Meetup and other social media accounts) needed by the Organization that cannot be placed in the name of the Organization or an Executive Officer may only be placed in the name of an Organization member with the permission of the Executive Council under a written agreement identifying the assets as the property of the Organization. Any written agreement must require the member to transmit all records and control of the assets to their successor or the President upon written request within ten (10) days of when the request was made.
- L. Upon the removal of officers from their office, or the resignation or protracted illness, the President shall appoint two (2) officers whose responsibility shall be to ensure the safe and intact transfer of all records, correspondence, files, books, financial records and documents as they pertain to the Organization from the old officers to the newly elected or appointed officers or chairs to ensure the continued operation and function of said office and/or committee.

Article VI. Resignations and Removals From Office

- A. Resignations from office
 - 1. An officer of the Organization shall resign by written notice to the Executive Council.
 - 2. All resignations shall be immediately effective unless otherwise specified in writing.
- B. Causes for removals from office
 - 1. Appealable to the PC/NCDP Judicial Board and beyond that to the PC/NCDP Executive Council.

- a. Non-performance of Duties
 - i. If any elected or appointed Organization Executive Council officer is either unwilling or unable to perform the duties of the office, that may be considered non-performance of duties.
 - ii. Non-performance of duties shall constitute cause for removal as an elected or appointed Executive Council officer and may be appealable to the PC/NCDP Judicial Board, following procedures documented in the State Caucus rules or Bylaws.
 - b. Violation of rules of the Bylaws of this Organization (except as listed under Section B.2. of this Article), the PC/NCDP, or the NCDP Plan of Organization, shall constitute cause for removal of an Organization officer.
2. Non-appealable to the PC/NCDP Judicial Board or beyond that to the PC/NCDP Executive Council
- a. Excessive absences (more than 33% meetings in a term of office will have the same effect as the officer resigning the position without written notice).
 - b. Failure to pay dues shall constitute cause for removal as an Executive officer provided that the officer in question is given advance notice of dues being payable.
- C. After notice and opportunity for a hearing with the Organization’s Executive Council and with good cause the Council may remove an officer. Decisions of the Executive Council may be appealed following the rules of the PC/NCDP Judicial Board.

Article VII. Vacancies

Unless otherwise stated in the Bylaws, a vacancy in any office may be filled at the meeting following that at which the vacancy is first announced and every meeting thereafter until the vacancy is filled. Executive Council may appoint an interim officer until elections can be held.

Article VIII. Meetings

- A. General body meetings shall be held at least quarterly and announced a minimum of two weeks in advance. General body meeting locations should be rotated, as feasible, through Chapel Hill, Hillsborough, Carrboro, and unincorporated parts of Orange County.
- B. The regular meeting in June shall be known as the annual meeting and shall be for the purpose of electing officers to biennial terms in even years and making annual reports of officers and committees.
- C. Meetings of the Executive Council may be called by the President with at least seven (7) days advance notice, except in the event of emergencies when such meetings may be called with as little as two (2) days advance notice.

Article IX. Authority, Order-of-Business, and Procedures

- A. Organization meetings will be conducted pursuant, in order of precedence, to the NCDP Plan of Organization, PC/NCDP bylaw, any standing or and special rules adopted by the County Caucus, and Robert’s Rules of Order (latest edition).

- B. The affairs of this Organization shall be governed by a vote of its voting members present at any regularly scheduled monthly meeting, or by Executive Officers at Executive Council meetings, in accordance with Section C of this Article.
- C. Except as otherwise provided in Section A, all actions taken by this Organization, Executive Officers, or any subordinate body of this Organization shall be by affirmative vote of a majority of those members eligible to vote who are present and voting, a quorum being present.
- D. A quorum for transaction of business at any meeting of the Executive Council shall consist of forty percent (40%) of the voting Council Members.
- E. A quorum for transaction of business at any general meeting shall consist of ten percent (10%) of the Active Voting membership.
- F. Abstaining members count as being present for purposes of a quorum, but abstentions do not count for purposes of determining the outcome of a vote.
- G. Secret ballots shall not be allowed on any vote. In the event a written ballot is utilized in any proceeding, it shall bear the printed name and signature of the voter and shall be maintained by the Organization for a period of at least ninety (90) days.
- H. A member must be present in order to participate in the business of the Organization or any subordinate body. No proxy or absentee voting shall be permitted.

Article X. Amendments

These Bylaws may be amended by a two-thirds (2/3) affirmative vote of Active Voting members attending a duly scheduled meeting of the Organization where a quorum is present. A paper or electronic copy of proposed amendments must be distributed to each member of the Organization along with the notice of the scheduled meeting at least seven (7) days prior to the meeting at which the vote is to be taken.