

## BYLAWS OF THE CIRCLE C AREA DEMOCRATS

Adopted July 14, 2008  
Amended June 7, 2010  
Amended March 14, 2016  
Amended November 13, 2017

### Article I. NAME

The name of this organization shall be Circle C Area Democrats (CCAD).

### Article II. PURPOSE

The primary purpose of the Circle C Area Democrats is to foster an active, informed, and growing community of Democrats in Southwest Austin. We believe in the ideals and values of the Democratic Party. We believe that democracy works best when more people participate. We believe that we should support our Democratic candidates financially and through volunteerism. We believe that, through our participation, we can make a difference in our community, our state, and our country.

### Article III. ORGANIZATIONAL STRUCTURE

Circle C Area Democrats shall be organized as a general purpose state political committee (a "PAC") as defined by the Texas Ethics Commission, and shall adhere to the regulations set out in title 15 of the Texas Election Code (chapters 251 – 258) and in the rules adopted by the Texas Ethics Commission applicable to political committees.

### Article IV. MEMBERSHIP, DUES & MEETINGS

Membership is open to all Democrats who support the purpose of this organization.

A. Membership dues shall be paid annually. The dues amount shall be set by majority vote of the Executive Board.

B. General meetings shall be held monthly on a regular date and time to be set by the Executive Board and published to all members. Should it become necessary for a regular monthly meeting to be rescheduled, the Executive Board must give electronic notice to the membership at least fourteen days prior to the alternate meeting day.

C. Special meetings of the membership may be called by a majority vote of the Executive Board. Electronic notice must be given to the membership at least fourteen days prior to the special meeting.

D. Paid members present and voting constitute a quorum.

E. 1. Members wishing to submit action items or resolutions for approval by the membership shall submit the items to the Executive Board in written or electronic form at least 30 days prior to the next general meeting. With Board approval, the items will be presented for consideration by the membership at the next general meeting.

2. Members may present action items or resolutions from the floor of a general meeting with a written copy for the Executive Board. With Board approval, the items will be presented for consideration of the membership at the following general meeting.

#### Article V. EXECUTIVE BOARD

The Executive Board of CCAD is responsible for overall policy and management of the organization.

The Executive Board shall be composed of the following officers: one President, one Vice President, one Secretary, one Treasurer, one Membership Coordinator and two At-Large representatives.

An Executive Board member may serve up to five consecutive years.

A. Meetings of the Executive Board of CCAD shall be held as needed and shall be called by the President or at the request of two Board members. Any action required or permitted to be taken by the Executive Board may be taken electronically when issues are time sensitive. All such actions approved electronically shall be ratified at the next meeting of the Executive Board.

B. Four Board members constitute a quorum. In case of a tie vote, the item is postponed to the following meeting. When only four Board members attend a meeting, a unanimous vote of those four members is required to pass motions.

C. Elections – The Executive Board members shall be elected each year at the regular meeting in May by simple majority vote of the members present and voting by show of hands. In contested elections for Executive Board members, ballots shall be written and confidential. In case of a plurality vote among three or more nominees, a runoff shall be held at the same meeting between the two candidates receiving the greatest number of votes.

D. Voting Eligibility – Members must have joined and paid dues no less than thirty days prior to the election of officers in order to be eligible to vote.

E. Proxy Votes – Any member who is eligible to vote but is unable to attend a meeting at which a vote is held may delegate his/her power to vote to another member by valid written proxy. The proxy shall be presented to the Secretary at the beginning of the meeting. A valid written proxy must be signed by the absent member and must clearly identify the vote or election in which the proxy holder is authorized to vote. The proxy holder may cast a ballot on the absent member's behalf and the absent member shall be bound by the proxy voter's act. A general proxy allows a proxy holder to vote however he or she sees fit on any matter that may be undertaken at the meeting for which the proxy is granted. A limited proxy lists certain candidates that a proxy holder may cast a vote for on behalf of the absent member and also may instruct the proxy holder on how to vote on certain issues. A valid written proxy may grant a proxy holder both general and limited powers.

F. Nomination – A nominating committee approved by the Executive Board shall present one nominee for each position on the Executive Board for consideration by the membership at the regular meeting in April.

In addition, at the May meeting any member may nominate himself/herself from the floor for a specific position on the Executive Board. Members may nominate another member from the floor for a specific position on the Executive Board with permission of that member.

G. Removal – Any member of the Executive Board may be removed from office upon the affirmative vote of three-fourths (75%) of the members who are present at a duly called general or special meeting of the membership. Electronic notice of the intent to vote on an Executive Board member's removal must be provided to the membership at least fourteen days prior to the meeting at which the vote will be taken.

H. Resignation - Resignation shall be submitted in writing to the President or another Executive Board member and shall be deemed effective upon receipt. Any member of the Executive Board or committee chair who files as a candidate for a public elected office, with the exception of Precinct Chair, must resign his/her position on the CCAD Executive Board

I. Succession and Vacancies – Officers shall continue to serve in their respective offices until their successors are chosen or until their resignation is in effect. Vacancies shall be filled at any time by a simple majority vote of the Executive Board subject to approval by the affirmative vote of a simple majority of the members present at the next general meeting.

Article VI. DUTIES OF THE OFFICERS

A. President – The President shall preside at meetings of the organization and of the Executive Board and shall be an ex-officio member of all committees. The President shall be authorized to co-sign all checks drawn on the account of the organization. The President may vote on all action items and can make or second motions. The President shall be the official spokesperson for the club.

B. Vice President – The Vice President shall fulfill the duties of the President in his or her absence and shall be an ex-officio member of all committees. The Vice President shall be authorized to co-sign all checks drawn on the account of the organization.

C. Secretary – The Secretary shall keep accurate minutes of the membership meetings and Executive Board meetings, including voting results, and shall arrange with the webmaster to post Board approved meeting minutes on the CCAD website. The Secretary shall keep member attendance records as noted on sign-in sheets from regular meetings of the CCAD for the purpose of candidate endorsement voting. The Secretary shall also be responsible for meeting notices and for maintaining the current roster of organizational membership. The membership roster shall not be shared beyond the Executive Board.

D. Treasurer – The Treasurer shall be responsible for the collection and disbursement of the organization's funds, shall maintain an accurate record of all receipts and expenditures, and shall be authorized to co-sign all checks drawn on the organization's account. The Treasurer shall present a report on the status of the organization's finances at all regular meetings, or at other times when such reports shall be requested by a majority vote of the organization or the Executive Board. The Treasurer shall provide the report, along with club bank statements, to Executive Board on a monthly basis for review. The Treasurer shall file all financial reports in a timely manner as required by the Texas Ethics Commission and shall ensure that CCAD is in compliance with the rules of the Texas Ethics Commission.

E. Membership Coordinator – The Membership Coordinator shall oversee sign-in procedures at meetings, provide name tags for members, and communicate with members as directed by the Board.

F. At-Large Members - The At-Large members shall assume duties for the club as the Executive Board deems necessary.

## Article VII. COMMITTEES

A. The Executive Board shall appoint a webmaster, who shall serve as the chairperson of the website committee.

B. In January of each year, the Executive Board shall appoint a nominating committee of at least three members, including one current board member, to be responsible for selecting one nominee for each position on the Executive Board for consideration by the membership. The nominating committee will select a chair of the committee who will report the nominees to the membership at the April meeting.

C. The Executive Board shall, as needed, appoint special committees for either a determinate period of time or for the period of time necessary for the specific task or project.

D. The Executive Board shall appoint an audit committee to conduct an annual audit of all club transactions.

#### Article VIII. FUNDING AND EXPENDITURES

A. Political Expenditures. Any political expenditure over \$1,000, including those for individual candidate support following an endorsement, shall require a majority vote of the members who are present and voting at a duly called meeting of the membership and shall comply with relevant requirements of the Texas Ethics Commission.

B. Non-political Expenditures. The President may approve non-political expenditures of up to \$200.00. Non-political expenditures over \$200.00 shall require prior approval of either a majority of the members who are present and voting at a duly called meeting of the membership or a majority of the Executive Board members. The President or the Treasurer shall report such expenditures to the membership at the next duly called meeting.

C. Check Signing. All checks drawn on the organization's account shall require the signature of two Executive Board members who are so authorized.

D. Debit Card Use. The club's debit card may be used by an authorized card holder with written approval of another club account signer. An email would provide acceptable written approval.

#### Article IX. ENDORSEMENT PROCEDURES

A. In order to vote on endorsements, members must:

1. Be current on dues,
2. Have joined CCAD no less than thirty (30) days before the endorsement meeting, and
3. Have attended at least one general meeting of CCAD during the six (6) months prior to the endorsement meeting.
4. Members whose membership has been lapsed for less than sixty (60) days because of non-payment of dues shall become eligible to vote at the endorsement meeting upon full payment of their dues.

B. The Executive Board shall determine membership voting procedures for candidate endorsements and publicize those procedures on the website for CCAD members and announced candidates running in races representing constituents in the Travis County CCAD area.

C. A candidate must receive at least 55% of the vote of the members eligible and voting in order to receive CCAD's endorsement. There will be no endorsement in any race in which no candidate gets 55% of the vote.

#### Article X. RULES

Except as otherwise provided in these bylaws, Robert's Rules of Order (latest edition) shall govern procedures at all CCAD meetings and other business that might affect CCAD. The of CCAD shall serve as Parliamentarian or shall appoint a parliamentarian to serve on his/her behalf.

#### Article XI. DISSOLUTION OF ASSETS

In the event of dissolution of the Circle C Area Democrats, the Executive Board shall determine an entity or entities that reflect Democratic principles to receive any remaining funds.

#### Article XII. AMENDMENTS

Any member of CCAD may propose amendments to these bylaws. All proposed bylaw amendments must be submitted to a member of the Executive Board in written or electronic form. Proposed amendments must be published at least twenty-one (21) days prior to their presentation for discussion at a regular meeting. Amendments shall be adopted by a two-thirds majority vote of the members who are present and voting at the following general meeting. Changes regarding the form of proposed amendments may be offered from the floor at the voting meeting and may be adopted without prior publication.