

# **DEMOCRATIC PARTY OF EVANSTON BYLAWS**

As Adopted May 1978 and amended in 2007, 2010, 2013, 2014, 2016 and 2018

## **ARTICLE I: ORGANIZATION AND PURPOSES**

This organization shall be known as the Democratic Party of Evanston (DPOE), an Illinois political committee recognized by the Cook County Democratic Party as the local Democratic Party organization of Evanston.

The DPOE shall be accountable to Democrats residing within the attendance areas of School Districts 65 and 202. Its purposes shall be to amplify the voices of those Democrats; elect progressive Democrats to local, state, and federal offices; and to promote progressive ideals and elected officials

## **ARTICLE II: MEMBERSHIP**

- (A) Membership Policy. The Board shall adopt a Membership Policy and ensure it is published on the DPOE website. The Membership Committee shall periodically review the policy and recommend changes, if any, to the full Board.
- (B) Eligibility to Vote. Only the following persons may vote at the Annual Meeting: 1) those members who reside within the boundaries of School Districts 65 and 202 and who are (at the time of the Annual Meeting) in compliance with the Membership Policy; or 2) are members of the Board of Directors.

## **ARTICLE III: BOARD OF DIRECTORS**

- (A) Authority. The Board of Directors, being responsible to the Membership, shall establish policies necessary to achieve the purpose of the organization and oversee the activities and programs to implement these policies. When a decision is needed between Board meetings, the President may call for a meeting of the Executive Committee or poll members electronically.
- (B) Role. The Board of Directors approves the budget and any unbudgeted expenditures over \$200 and determines short- and long-term goals for the organization.
- (C) Composition. The Board of Directors consists of:
  - (1) The Committeeperson and a Deputy Committeeperson, if appointed.
  - (2) Between 14 and 19 officers and at-large Directors elected on a rotating basis by the Membership at the Annual Meeting.

- (3) Democrats elected by the general public to an office representing a federal, state, or Cook County legislative district that includes all or part of Evanston School Districts 65 and 202, excluding County- and State-wide offices.
- (D) Term Limits. Directors may be elected to serve two consecutive three-year terms. Officers whose terms as officer exceed their second consecutive three-year term may complete their term as officer. Directors, who have served two consecutive terms, may be elected to the Board of Directors after a hiatus of two years for an additional two three-year terms.
- (E) Resignation for Failure to Attend Meetings. Three unexcused absences from meetings of the Board of Directors by an elected director shall constitute resignation from the Board and a vacancy shall thereby be created. The director can appeal his/her removal to the Board of Directors at its next regular meeting. A majority of the Board present must approve of the director retaining his/her seat.
- (F) Board Member Vacancies. Vacancies in director positions may be filled by appointment by the Board of Directors. Any director approved to fill a vacancy shall serve until the next Annual Meeting.
- (G) Quorum of the Board of Directors. A simple majority of the members of the Board of Directors elected at an Annual Meeting or appointed by the Board shall constitute a quorum. The action of the majority of the Board of Directors present and voting at a meeting at which a quorum is present constitutes action by the Board of Directors.
- (H) Form of Board and Committee Meetings. All Board and Committee meetings may be in person or teleconference.

#### **ARTICLE IV: OFFICERS**

- (A) Positions. The officers of the organization shall be the Committeeperson (and Deputy Committeeperson), President, Vice-President, Secretary and Treasurer. The President and the Secretary shall be elected at the Annual Meeting in even-numbered years. The Vice-President and Treasurer shall be elected at the Annual Meeting in odd-numbered years. Each officer shall be a member of the Board of Directors and shall have the duties and responsibilities described below.
- (B) Terms. The terms of all officers except the Treasurer, and Committeeperson shall begin at the Annual Meeting at which they are elected and shall end at the Annual Meeting two years later. The term of the Treasurer shall begin on August 1 of each odd-numbered year and shall end on July 31 of the next odd-numbered year to comply with the State Disclosure Act. After election and before taking office, a newly elected Treasurer shall be known as the Treasurer-elect. Officers may serve one second consecutive term in the same position.
- (C) Officer Vacancies. Vacancies in officer positions may be filled by appointment of the Board of Directors. Any director approved to fill a vacancy shall serve until the next Annual Meeting.
- (D) Committeeperson.
  - (1) Role. The Democratic Committeeperson of Evanston shall be the chief executive officer of the organization. The Committeeperson shall have such powers and duties as are vested in the office by law and shall be responsible for all political activities of the organization. The Committeeperson shall, subject to these bylaws, be the organization's authorized representative to execute such documents as may be necessary in the orderly administration of the party offices and organization.

(2) Deputy Committeeperson. The Committeeperson may appoint a Deputy Committeeperson, who shall serve under the same terms as the Committeeperson.

(E) President

(1) The President shall preside at meetings of the Membership, the Board of Directors and the Executive Committee. The President shall be responsible for assuring that the duties and responsibilities of each committee are properly carried out and that committees are working in coordination with other committees. The President shall approve any unbudgeted expenditures under \$200. In the absence, incapacity or inability of the Committeeperson to serve as chief executive officer of the organization, the President shall act as the chief executive officer.

(2) Advisors. The President may appoint advisors to provide counsel or work on special projects. Advisors shall serve at the pleasure of the President with no vote on the Board of Directors and may be assigned to assist any member of the Board.

(F) Vice President. The Vice President shall preside in the absence of the President at meetings of the Membership, the Board of Directors and the Executive Committee. The Vice President shall assist the President in coordinating the activities of the organization.

(G) Secretary. The Secretary shall act as clerk of all Board, Membership, and Executive Committee meetings and shall record all proceedings of such meetings. The Secretary shall be responsible for providing at least 20 days' notice of all Board meetings and Membership Meetings. The Secretary shall prepare and maintain a yearly calendar for the Board of Directors reflecting the dates for action required by these bylaws as well as all other events and activities of the Board and pertinent political dates. The Secretary shall maintain a Board notebook, including minutes of board meetings, current policies, the annual budget, and a copy of all contracts.

(H) Treasurer. The Treasurer shall have custody of the funds of the organization and shall keep full and accurate accounts of receipts and disbursements in books belonging to the organization. The Treasurer shall deposit all money in the name of and to the credit of the organization in such depositories as may be designated by the Board of Directors; and render to the Board of Directors at its regular meetings and whenever the Board of Directors may require it, an account of all transactions as Treasurer and of the financial condition of the organization. The Treasurer shall keep all records, and make and sign all reports required by any Federal, State or other campaign finance reporting laws. In the absence, incapacity, or inability of the Treasurer to serve in that capacity, the Chair of the Finance & Development Committee shall act as Treasurer and have secondary authorization on all accounts for that purpose until the Board elects a new Treasurer to serve until the next Annual Meeting. The Treasurer shall serve on the Finance and Development Committee.

## **ARTICLE V: COMMITTEES**

Standing committees and their responsibilities are stated below. "Other Committees" are considered ad hoc committees with a specific start and end time. Each committee shall be headed by an appointed chair, except the Nominations Committee whose chair shall be elected by the Membership at the Annual Meeting. Members of committees shall include Board members and other DPOE members.

- (A) Executive Committee. This committee shall consist of the Committeeperson, Deputy Committeeperson, President, Vice President, Secretary and Treasurer. The duties of the Executive Committee shall be to:
  - (1) Advise the Committeeperson/Deputy Committeeperson regarding his/her duties until the Board of Directors is able to meet.
  - (2) Meet on the call of the President, the Committeeperson or any other two members of the Executive Committee to vet an issue needing Board action between Board meetings. The Executive Committee shall adopt a recommended action by majority vote and shall forward its recommendation to the full Board, which may then vote electronically.
- (B) Communications Committee. This committee informs the media of DPOE events, positions and statements; coordinates activities to advertise Party events to the Membership and the general public; writes, publishes and distributes the organization's newsletter; oversees the maintenance of the web site and social media of the organization.
- (C) Finance and Development Committee. This committee recommends the organization's budget to be approved by the Board of Directors, and conducts fundraising activities.
- (D) Issues Committee. The committee plans for and coordinates voter education events on specific issues approved by the Board. The committee makes recommendations to the Board regarding changes to the Policy on Endorsement of Positions on issues.
- (E) Membership Committee. This committee recommends to the Board of Directors periodic updates to the membership policy including the dues structure. It also plans and coordinates activities for the recruitment of new members and renewal by current members and maintains membership records.
- (F) Nominations Committee. This committee nominates Officers and Members of the Board of Directors.
- (G) Political Committee. This committee recommends to the Board of Directors periodic updates to the endorsement policy and plans and coordinates endorsement meetings. It also plans, oversees, coordinates and implements DPOE political activities, including voter registration, voter turnout and other related activities.
- (H) Data and Technology Committee. This committee oversees management and integrity of DPOE voter, volunteer and member data to support the Political, Membership and Development and Finance Committees. This committee recommends to the Board policies or tools needed to protect data and to enhance the functionality and effectiveness of the organization. This committee also oversees a cadre of data volunteers and controls who is authorized to access data.
- (I) Other Committees. The Board of Directors may create these committees from time to time for specific purposes.

## **ARTICLE VI: NOMINATION, ELECTION AND REMOVAL OF OFFICERS AND ELECTED DIRECTORS**

- (A) Nomination of Officers, Elected Directors and Nominations Chair. All nominations for officers, member-elected directors and Nominations Chair shall be made in one of the following ways:
  - (1) By the Nominations Committee. The Nominations Committee shall consist of the elected chair and at least 3 members of the organization appointed by the President on an annual basis. It shall be the duty of the Nominations Committee to study the qualifications of

prospective candidates and to nominate officers and new directors to the Board of Directors.

- (2) By the Membership. By any five members of the organization who shall submit their nomination(s) in writing to the President not later than 30 days before the Annual Meeting. Such nomination(s) must be with the consent of the nominee(s), which the Nominations Committee shall verify upon receipt of the nominating petition. People so nominated shall be placed on a ballot and notice of such nomination(s) shall promptly be sent to the Membership. Any person nominated for more than one office shall be placed on the ballot for the position for which the nominee expresses a preference. Any person duly nominated shall be entitled to be placed on the ballot for the election of officers and elected directors.
- (B) Election of Officers and Elected Directors. Voting for officers and directors, except Committeeperson, shall be in person at the Annual Meeting. Each member shall be entitled to one vote. The candidate receiving the highest number of votes is elected. In the event that more than one candidate is nominated for a position the election shall be by ballot. If no more than one candidate is nominated for any office, voting may be by voice vote.
- (C) Removal of Officers and Directors. Any officer or director may be removed with or without cause in one of two means.
  - (1) Upon the recommendation of 2/3 of the elected directors and approval of such recommendation by a majority of the Membership at any general or special meeting of the Membership.
  - (2) By a 3/4 vote of the Board of Directors. Such removal shall be effective immediately upon the action of the Board. Any officer or director so removed by the Board may demand that such action be submitted to a special meeting of the membership called within 20 days of the action of removal by the Board. The membership shall have the power to sustain or overrule the action of removal of the Board of Directors by a majority vote.

## **ARTICLE VII: MEETINGS**

- (A) Board Meetings. The Board of Directors shall meet at least four times per year on a regularly scheduled basis with the dates, times and locations published on the web site and calendar. Board meetings shall be open to members of the organization. The Committeeperson, President, or three members of the Board of Directors may call a Special Meeting of the Board of Directors. The notice of any special meeting shall be sent to the members of the Board at least three days prior to a meeting and shall state the time, place and purpose of the meeting and the person or persons calling the meeting. Only the business as stated in the notice may be conducted at a special meeting.
- (B) Other Membership Meetings.
  - (1) Annual Meeting. The Annual Meeting of the organization shall be held in June or July. Appropriate email or written notice shall be sent to the members at least 20 days in advance of the meeting. The Board of Directors shall designate the date, time and place of the meeting, the nominees for officers and directors and a copy of any proposed amendments to these bylaws.
  - (2) Other meetings of members may be called by the Committeeperson, the President, or a majority of the Board of Directors. In addition at least 25 members of the organization

may call for a meeting by presenting a petition for such meeting to the President. Appropriate email or written notice shall be sent to the members at least 20 days in advance of the meeting. Only the business as stated in the notice may be conducted at a special meeting.

- (3) Quorum. Twenty-five (25) members of the organization shall constitute a quorum at any Membership Meeting other than an endorsement meeting.
- (4) Procedure. All business of any meeting of the Membership, Board, and Executive Committee shall be conducted according to the current edition of Robert's Rules of Order Newly Revised.

## **ARTICLE VIII: ENDORSEMENTS**

Endorsement Meetings. Endorsement voting rules and procedures (including timing, notice and a member's eligibility for voting) shall be set by the Board of Directors based on an Endorsement Policy proposed by the Political Committee and published on the DPOE website before the endorsement session. The Political Committee shall periodically review the policy and recommend changes, if any, to the full Board.

- (A) Endorsement meetings shall be called for primary elections. They may also be called for elections without a primary such as municipal and school board elections and those on a referendum.
- (B) An endorsement vote must be taken at a Membership Meeting called for the purpose of voting on endorsements. The quorum for an endorsement meeting shall be 15% of the membership total as of the first of the month preceding the month in which the endorsement meeting is held.
- (C) Endorsements shall require the support of 2/3 of the members voting on any contested race and/or referenda on the ballot. Uncontested races may be endorsed by unanimous acclamation.
- (D) An endorsement meeting may be called by a majority vote of the Board of Directors or through a petition signed by at least 25 members and submitted to the Committee person at least 30 days before the meeting.
- (E) Appropriate email or written notice shall be sent to the members at least 20 days in advance of the meeting. The notice shall specify the date, time, place, voting procedures, the names of the candidates to be voted on and any referenda, and shall state the number of members required for a quorum.

## **ARTICLE IX: AMENDMENTS**

- (A) Amendments. These bylaws may be amended or revoked by 3/5 of the members voting at any meeting called to consider such action. Appropriate email or written notice shall be sent to the members at least 20 days in advance of the meeting.
- (B) Amendment Proposals. Any 5 members may propose an amendment to these bylaws.
- (C) Notification. Any proposed amendment to these bylaws shall be delivered to the President in writing at least 30 days prior to the meeting at which it is to be considered. A copy of each proposed amendment shall be sent to each member accompanying the notice of said meeting.
- (D) Effective Date. Any alterations, amendments or revocations of these bylaws shall be effective immediately.