

# **CONSTITUTION AND BYLAWS OF THE CUYAHOGA COUNTY DEMOCRATIC PARTY**

**As amended and restated on \_\_\_\_\_, 2024, to be effective immediately**

## **PREAMBLE**

As the Cuyahoga County Democratic Party, we are proud to adopt these principles based on our belief in a County and State that value opportunity and equality for all its citizens, and respect both the self-reliance of individuals and the benefits of teamwork, to meet the challenges of a fair and just society.

To that end:

We believe that the best government is one that is efficient, yet understanding – a government that is based not on systems or bureaucracies, but on people, ideas and values.

We believe there is no substitute for fair and equal representation and strong public participation in a government chosen by election.

We believe in a government that stands on the side of families – that listens, understands and addresses their concerns.

We believe that all reap benefits when we meet our challenges together.

We believe in the equality of all citizens and condemn any discrimination, including, but not limited to, classifications based upon race, sex, gender identity or sexual orientation, age, religion, national origin or disability status.

We believe in a society that strengthens families and protects our children.

We believe in the rights of all to achieve economic security and find affordable housing; to seek good jobs at a livable wage; and protection for our workers in a growing robust economy.

We believe in a society that puts the health, safety and prosperity of its citizens first; that promotes excellence in education, choices in quality health care and a healthy environment for all citizens.

We believe in a society that values community and protects all citizens from violence and crime.

We believe in a society that respects our elders, who deserve the right to retire with the resources they need and have earned to support themselves in their golden years.

And we believe in pursuing these ideals with honesty and integrity, with respect for the freedoms that we in Cuyahoga County and Ohio are proud to call our own.

## **ARTICLE 1 GENERAL PROVISIONS**

**1.1 Name.** The name of this organization is the Cuyahoga County Democratic Party (“the Party”).

- 1.2 **Membership.** Membership in the Party shall be open to all residents of Cuyahoga County in the State of Ohio who support the Constitution of the United States of America, the Constitution of the State of Ohio, the Charter & the Bylaws of the Democratic Party of the United States, the Constitution and By-laws of the Ohio Democratic Party, and the Constitution, By-laws, and principles of the Party. No person may be a member or may vote on any motion, resolution, nomination, or election at any caucus, convention, meeting, or conference of the Party who does not meet the aforesaid qualifications, or who is a member of any other political party at that time.
- 1.3 **Eligibility for Party Office.** Any person who is a registered voter and who meets the membership requirements of Article I. Section 2, is eligible for election to Party office.
- 1.4 **Qualifications.** In the event that any person's qualifications as a member of the Party or eligibility for Party office must be determined, the same challenge procedure shall be followed to determine his or her qualifications as provided by the Election Laws of Ohio, except as hereinafter stated.
- 1.5 **Constitutions and Laws.** Nothing herein shall conflict with the Constitution of the United States of America, the laws of the United States of America, the Constitution of the State of Ohio, the laws of the State of Ohio, and the Ohio and National Democratic Party Constitutions and By-Laws. Any matter in conflict shall be of no force and effect. All constitutional provisions and laws of the United States and the State of Ohio are hereby incorporated by reference and made a part hereof. Each clause of this Constitution and By-Laws shall be considered separately and the illegality or unenforceability of any clause shall not affect any other clause.
- 1.6 **Notices.** All Notices required by this Constitution and By-Laws may be sent by first class mail, messenger, e-mail, text or other personal electronic means.
- 1.7 **Robert's Rules of Order.** For any matters not covered by the procedures in this Constitution and Bylaws, Robert's Rules of Order shall prevail and take precedence over any other custom, rule, or precedent.
- 1.8 **Meetings.** Meetings of the Party may take place in person, or electronically as a Remote Meeting at the discretion of the Chair. If a meeting is held as a Remote Meeting, the Party shall conduct the meeting so that those attending other than in person may hear the proceedings and have the opportunity to speak or otherwise communicate comments during the meeting, but a video transmission is not required.
- 1.9 **Decorum.** Members, volunteers and any other present at Party meetings shall conduct themselves with civility towards others. Civility is the display of respect for those who have positions with which one disagrees. Even though disagreement plays a necessary role in governance and politics, the issue is how one expresses that disagreement. The key is to focus on the strengths and weakness of proposed solutions to community problems—not to engage in personal attacks against those who favor different solutions. An even more powerful leadership strategy is to listen for the concerns and values that underlie people's diverse perspectives to try to identify points of agreement and common ground. The Chair is authorized to order removal from a Party meeting any person who conducts themselves in violation of these principles.

- 1.10 Amendments.** This Constitution and By-Laws may be amended by a majority of the members of the Central Committee of the Party at any meeting called for that purpose. Amendments proposed under this section must be submitted in writing and copies thereof made available to members of the said Committee at a reasonable time prior to the meeting; such availability may include, but is not limited to, posting the proposed amendments on the Party's website.
- 1.10.1 Proposed amendments to this Constitution and By-Laws may be presented to the Central Committee through either of the following procedures:
- 1.10.1.1 By the Constitution and By-laws Committee; or
  - 1.10.1.2 By a petition signed by seventy-five (75) members of the Central Committee (in which case that group shall also designate a committee of five (5) members who shall be able to approve any changes to the proposals set forth in the petition no less than thirty (30) calendar days prior to the vote by the Central Committee).
- 1.10.2 The Chair shall be required to call a meeting of the Central Committee to vote on any proposed changes within three (3) months of initial receipt of same.
- 1.10.3 No floor amendments shall be permitted.
- 1.10.4 Unless otherwise specifically provided, any amendments shall be effective immediately following the meeting at which they are approved.
- 1.11 Superseding Effect.** This Constitution and By-Laws supersede any and all other previous Constitutions and By-Laws of the Party and shall take effect immediately upon its adoption.

## **ARTICLE 2**

### **THE CENTRAL COMMITTEE**

- 2.1 Controlling Committee.** The controlling committee of the Party shall be the County Central Committee consisting of such membership as shall be elected according to the laws of the State of Ohio. The County Central Committee shall provide for a County Executive Committee which shall have such powers as are granted it by the County Central Committee, as are provided by the Constitution and Statutes of the State of Ohio and by this Constitution and By-Laws.
- 2.2 Election of Party Officers by the Central Committee.**
- 2.2.1 In anticipation of the meeting for election of the Party Officers, not less than fifteen (15) calendar days before the election date for the Central Committee according to the laws of the State of Ohio, the Compensation Committee shall meet to determine its recommendation to the Central Committee (i) as to the compensation and benefits for the to-be-elected Chair, and (ii) as to whether to recommend that the to-be-elected Chair should hold a full-time paid position. The "Compensation Committee" shall consist of the then sitting Executive Vice-Chair, the Treasurer and the Secretary.

- 2.2.2 The members-elect of the Party's Central Committee shall meet to elect the Chair, Executive Vice Chair, Secretary and Treasurer not earlier than six (6) nor later than fifteen (15) calendar days following the declaration (certification) of the results (including any recounts) by the Cuyahoga County Board of Elections of Democratic members of the Central Committee. The retiring Chair shall designate a suitable place and time in Cuyahoga County, Ohio for such meeting. Notice of such meeting, giving the place and time, shall be sent to each member-elect by the retiring Secretary of the Committee and a copy of the notice shall be posted in the office of the Board of Elections of Cuyahoga County at least five (5) calendar days prior to any such meeting. If the retiring Secretary does not issue the call within the time provided by law, such meeting shall be called according to the laws of the State of Ohio.
- 2.2.3 The meeting shall be called to order by the retiring Chair or Secretary or, if there is no such officer or if such officer is absent, then according to the Ohio statutes, a temporary Chair and Secretary shall be chosen. The agenda then shall proceed in this order:
- 2.2.3.1 A member of Compensation Committee shall present the Compensation Committee Report before the vote to determine whether the to-be-elected Chair shall hold a full-time paid position.
  - 2.2.3.2 Whether or not the Compensation Committee recommends that the Chair be a full-time paid position, the chair of the meeting nevertheless shall ask for a motion to propose that the Chair position be on a full-time paid basis, including the compensation and benefits determined in the Compensation Committee Report.
  - 2.2.3.3 The Central Committee shall consider and vote upon whether the to-be-elected Chair shall hold a full-time paid position, such position to be upon the terms as set forth in the Compensation Committee Report. Whether or not the Central Committee votes in favor of a full-time paid Chair, the Chair shall also be entitled to reimbursement of customary and reasonable out-of-pocket expenses.
  - 2.2.3.4 After the vote provided in Section 2.2.3.3 the Central Committee shall proceed to organize by caucus and election of a Chair, Executive Vice-Chair, who shall be of a different gender than the Chair, a Secretary and a Treasurer.

## **2.3 Election Procedures.**

- 2.3.1 Central Committee Members and City/Ward Leaders ("Leaders") shall be credentialed with proper identification and will sign a statement verifying they are entitled to vote. The total number of Committee Members present and eligible to vote shall be announced by the Chair. Qualified Central Committee members entitled to vote shall be within the applicable geographic area with respect to the office for which the vote is being taken. After the announcement by the Chair, the doors will be closed and no one will be admitted to the voting floor other than Central Committee Members and Leaders until the immediate voting has been completed. Where multiple votes will take

place, the Chair may call for a break, in which case after the break, the doors will be again closed, and no one other than Central Committee Members and Leaders will be admitted to the voting floor. Then a new count totaling the members eligible to vote shall take place and the Chair shall announce the total number of those eligible to vote.

- 2.3.2 Absentee voting shall be permitted only if a Member cannot attend the meeting for religious reasons, in which case, such individual must complete the form prescribed by the Party and submit it to the Party no less than thirty (30) calendar days in advance of the meeting. An individual need only submit the form once, and the Party shall maintain it on file. Where there is any question as to the bona fides of the request, the Party Officers shall, in their sole discretion, make such determination.
- 2.3.3 Meetings shall be open to the public, but only Central Committee Members and Leaders, shall be permitted on the voting floor.
- 2.3.4 For all elections made by the Central Committee any abstention shall be counted toward the quorum requirement and shall be counted as a vote against a motion.
- 2.3.5 Appointed Central Committee Members shall be entitled to vote from the date of their appointment.
- 2.3.6 All Committee Members shall sit by designated City/Ward. Leaders who are not Central Committee Members shall sit with their City/Ward Committee Members but cannot vote.
- 2.3.7 Nominations will be taken from the floor. At the close of nominations, each City/Ward will proceed to caucus (ten (10) minutes) to then vote openly on each candidate or issue. The caucus will consist only of Leaders and Central Committee Members of that particular City/Ward. In cases where no Leader is present, the Committee Members will elect a representative among themselves for the purpose of reporting the vote from their City/Ward at this meeting.
- 2.3.8 At the end of the Caucus, the Chair shall call the name of each City/Ward in alphabetical order and announce the number of Committee Members present and eligible to vote. The Leader or elected representative shall announce the number of votes cast for each candidate or issue. The Chair shall announce the results of the election. Committee Members and Leaders should not leave the meeting room until each City/Ward has reported its vote and the final election results are announced by the Chair.
- 2.3.9 If the Chair has a good faith belief that the vote at issue will be overwhelming for one candidate or issue, the Chair may request a motion from the floor for a stand-up vote. Upon receiving such motion and second, a voice vote shall be held on the motion and if approved overwhelmingly, the Chair may call the question by conducting a stand-up vote. Where the voice vote is not overwhelming, the vote shall be conducted as set forth above; any doubt as to the overwhelming nature of the vote regarding the stand-up vote shall be resolved against a stand-up vote.

- 2.4 Meetings Called by the Chair.** In addition to the biennial meeting prescribed by law of the Central Committee, there shall be other meetings of the Central Committee as may be called by the Chair for a specific purpose.
- 2.5 Special Meetings.** Special meetings may be called upon receipt by the Chair or the Secretary of a written petition signed by no less than twenty (20) percent of the Central Committee Members and stating specifically the purpose for which the meeting is sought. The Secretary shall provide notice to all Central Committee of the call for the special meeting to be held not earlier than fifteen (15) nor later than thirty (30) calendar days after the giving of the notice. The notice shall be issued promptly after receipt of the written petition containing the required signatures. The business of such special meeting shall be limited to the subject matter specified in the notice.
- 2.6 Quorum.** A quorum of the Central Committee shall consist of thirty-five (35) percent of the Central Committee persons elected in the manner prescribed by law.

**ARTICLE 3**  
**EXECUTIVE COMMITTEE,**  
**ENDORSEMENTS PROCEDURES AND DEMOCRATIC CLUBS**

**3.1 Composition of the Executive Committee.**

- 3.1.1 Central Committee Members of each Cleveland ward or other political subdivision shall be entitled to elect from among their own number members of the Executive Committee as follows: each such political subdivision shall be allowed one (1) Executive Committee member per number of Democrats registered in such political subdivision as is equal to one four-hundredth (1/400) of the total number of voters who cast a Democratic ballot in the last gubernatorial election in Cuyahoga County. In such cases where the subdivision does not have the required number of registered Democrats to qualify for one representative, the Chair shall contiguously group such subdivisions in order to reach the requisite number. Residual numbers shall be assigned for each political subdivision in descending numerical order, with one (1) committee representative being assigned to each division in the same descending order until the requisite four hundred (400) representatives have been assigned.
- 3.1.2 The Central Committee Members of the wards or other political subdivision shall elect from among their own numbers, within sixty (60) calendar days after the election of the officers at the biennial Central Committee Convention, the Executive Committee Members to represent the political subdivision from which they are elected. Should a tie vote result, the Chair shall cast the deciding vote, excepting where the tie occurs in the political subdivision in which a Chair resides. In that event, the Secretary shall cast the deciding vote.
- 3.1.3 The Chair may appoint to the Executive Committee three hundred fifty (350) members, who may or may not be Central Committee Members. These appointments shall be broadly representative of all various elements of the Party. These appointments shall be from the date of appointment until December 31 of the year in which the appointment is made. The Chair shall advise the applicable Leader of all such appointments.

- 3.1.4 Executive Committee Members shall be members in good standing upon payment of their dues to the Executive Committee not less than seven (7) calendar days before the meeting at which they desire their votes to be counted.
- 3.1.4.1 Any member three (3) months or more in arrears in payment of Executive Committee dues, after being provided written notice and an opportunity to cure, shall be removed by the Chair from membership on the Executive Committee.
  - 3.1.4.2 Any member who has missed two (2) consecutive Executive Committee meetings without prior approval shall be removed by the Chair from membership on the Executive Committee.
  - 3.1.4.3 Any member who fails to vote in two (2) consecutive elections shall be removed by the Chair from membership on the Executive Committee.
- 3.1.5 All members of the Executive Committee shall act in accordance with the Constitution and statutes of the State of Ohio, this Constitution and Bylaws and Rules and Regulations duly adopted by the Executive Committee.
- 3.1.6 Unexpired terms of Executive Committee Members caused by whatever reason shall be filled in the same manner as the positions were originally filled.
- 3.1.7 Each elected Executive Committee Member shall be encouraged to meet regularly with the Central Committee Members from their political subdivisions and shall report directly to them concerning the Executive Committee meetings.
- 3.1.8 Within seventy-five (75) calendar days after the biennial meeting of the Central Committee, the members of the Executive Committee shall meet.

## **3.2 Endorsements.**

- 3.2.1 The Executive Committee has the right to make Party endorsements. It may endorse Democratic candidates upon the affirmative vote of sixty (60) percent of the members of the Executive Committee present. Where there are more than two (2) candidates and no candidate receives the endorsement, then there shall be a subsequent vote between those two (2) candidates who received the greatest number of votes. If there is a tie for the most votes, then only those two (2) candidates shall be included in the subsequent run-off. If there is a tie for second place, then all candidates who tied for second place shall be included in the subsequent run-off.
- 3.2.2 For all endorsements under this Constitution and By-Laws, any abstention shall be counted toward the quorum requirement and shall be counted as a vote against endorsement.
- 3.2.3 There shall be no dual endorsements, provided, however, that where there are multiple vacancies for a given race (for example, four (4) openings for city council), the applicable Executive Committee members can endorse multiple candidates up to the number of vacancies. NOTE: If a voter can vote for more than one (1) candidate, but

only one candidate can be elected (for example, the City of Euclid), then the applicable Executive Committee members may endorse only one (1) candidate.

- 3.2.4 Due consideration shall be given to the recommendations of the Central Committee Members, Leaders and Clubs. Prior to a vote for endorsement, the Chair shall announce which candidate, if any, is the incumbent.
- 3.2.5 Where, in a partisan race involving only part of the County, there is only one (1) Democrat in good standing who is a candidate in such race, that individual shall be the endorsed candidate of this Party upon that individual requesting this Party's endorsement in writing to the Chair, with a copy of the request to all affected Leaders, and the Chair shall promptly review and make a decision as to such request.
- 3.2.6 After a partisan primary and upon certification by the Board of Elections, the Democrat with the highest number of votes shall automatically be the Party's endorsed candidate. If there are multiple seats of the same office type (such as multiple city council seats) on the ballot, those Democratic candidates, with the highest number of votes, equal to the number of seats on the ballot shall be the Party's endorsed candidates based upon the number of votes certified.

### **3.3 Executive Committee Meetings**

- 3.3.1 Regular meetings of the Executive Committee shall be at least once per calendar year.
- 3.3.2 Special meetings may be called by the Chair or on the filing with the County Chair or Secretary of a written petition bearing the signatures of no less than twenty (20) percent of the Executive Committee Members. The business of such special meeting shall be limited to the subject matter specified in the call.
- 3.3.3 Notice for Executive Committee meetings shall be given by the Secretary not less than five (5) calendar days before the date of the meeting. Notice of Special meetings shall be given by the Secretary promptly upon the filing of a petition containing the necessary signatures.
- 3.3.4 Regular and Special meetings of the Executive Committee shall require the presence of a quorum consisting of at least thirty-five percent (35%) of the Executive Committee Members to transact business.
- 3.3.5 The total number of Committee Members present and eligible to vote shall be announced by the Chair. Qualified Executive Committee Members entitled to vote shall be within the applicable geographic area with respect to the office or issue for which the vote is being taken. After the announcement by the Chair, the doors will be closed and no one other than Executive Committee Members qualified to vote and Leaders will be admitted to the voting floor until the immediate voting has been completed. Where multiple votes will take place, the Chair may call for a break, in which case after the break, the doors will be again closed, and no one other than Executive Committee Members qualified to vote and Leaders will be admitted to the voting floor. Then a new count totaling the members eligible to vote shall take place and the Chair shall announce the total number of those eligible to vote.

- 3.3.6 Absentee voting shall be permitted only where a Member cannot attend the meeting for religious reasons, in which case, such individual must complete the form required by the Party and submit it to the Party no less than thirty (30) calendar days in advance of the meeting. An individual need only complete the necessary form once, and the Party shall maintain it on file. Where there is any question as to the bona fides of the request, the Party Officers shall, in their sole discretion, make such determination.
- 3.3.7 Meetings shall be open to the public, but only Executive Committee members, and Leaders, shall be permitted on the voting floor.
- 3.3.8 The Chair may appoint such parliamentarians, sergeants-at-arms, and other assistants as deemed necessary for the proper conduct of the meeting.
- 3.3.9 Only bona fide members of the Executive Committee in good standing are entitled as a matter of right to vote at the meetings of the Executive Committee. Appointed Executive Committee Members shall be entitled to vote from the date of their appointment. The names of newly appointed members shall be immediately posted on the Party's website. Executive Committee Members shall be credentialed with proper identification and sign a statement verifying they are entitled to vote.

#### **3.4 Democratic Clubs.**

- 3.4.1 The Party recognizes Chartered and non-Chartered Clubs within Cuyahoga County.
- 3.4.2 With respect to a meeting of any Club, or other meeting called for the purpose of considering endorsements, the following shall apply, but these speaking rights are subject to the reasonable rules of those conducting the meeting, such rules to be applied uniformly to all speakers:
  - 3.4.2.1 Before a Party endorsement, all candidates and anyone for or against an issue shall be permitted to speak;
  - 3.4.2.2 After the Party has endorsed a candidate or issue for a primary election, all endorsed candidates and supporters of an endorsed issue shall be permitted to speak, as well as any non- endorsed candidate or a speaker for a non-endorsed issue, but shall also advise those assembled, if applicable, who/what is the Party's endorsed candidate/issue;
  - 3.4.2.3 After the primary, only candidates who are Democrats who prevailed in the primary and speakers for endorsed issues may speak.
- 3.4.3 Candidates who are not Democrats may not speak at a Club meeting; neither may literature be distributed at such meetings supporting a candidate who is not a Democrat.

### **ARTICLE 4 OFFICERS**

- 4.1 The Party Officers are the Chair, the Executive Vice-Chair, the Vice-Chair Secretary and the Vice-Chair Treasurer. The Chair may appoint additional directors from time to time to serve the interests of the Party who shall not be "Party Officers" subject to this Article 4.

- 4.2 The Chair's duties shall be those of chief executive officer, and shall be subject to the direction of, and responsible to, the Central Committee. The Chair may appoint such committees as the Chair deems necessary. The Chair may provide for the employment of any office personnel necessary. All employees shall serve at the Chair's pleasure.
- 4.3 The Chair shall head the delegation at the Biennial Ohio Democratic Party State Convention.
- 4.4 The Chair shall consult with and cooperate with the Leaders and Presidents of all Chartered Democratic Clubs.
- 4.5 The Chair or the Chair's duly selected representative shall have the right to inspect the books and records of all Chartered Clubs.
- 4.6 The current Chair, elected June 18, 2022, shall be paid a salary for his service as a full-time employee for the balance of his current term at the annual rate of \$80,000.00 per year plus the administrative costs and employee benefits provided through the Ohio Democratic Party.
- 4.7 Payment of a salary for the Chair for succeeding terms shall be pursuant to the procedures in the Constitution and Bylaws.
- 4.8 The Executive Vice-Chair shall be a different gender than the Chair, and will, in the absence of the Chair, assume the duties and responsibilities of the Chair. The Executive Vice-Chair will work closely with the Chair and the other Officers to effectuate the goals and purposes of this Party.
- 4.9 The Secretary shall be a member ex-officio of the Executive Committee and of all standing and special committees of it and of the Central Committee. The Secretary shall keep a true and accurate record of the minutes of all meetings of the Central Committee and of the Executive Committee, keep the roll of members and the attendance at meetings of the committees, be responsible for issuing all notices to the Central Committee and Executive Committee, and shall perform generally all of the functions usually incumbent upon secretaries, together with such other duties as may be delegated to the position by the Chair and as are prescribed by the laws of Ohio.
- 4.10 The Treasurer shall have custody of the funds of the Party and shall render up-to-date financial reports to each meeting of the County Executive Committee and to each County Convention. The Treasurer and any other Party Officer or employee responsible for the handling of Party funds shall be under sufficient bond, the amount to be determined by the Chair.
- 4.11 Each calendar year the Treasurer shall make available a full and complete financial report in writing to the Party.
- 4.12 The Chair, Executive Vice-Chair, Secretary and Treasurer shall be members of all standing and special committees.
- 4.13 All Party Officers shall take an oath of office to support the Constitutions of the United States, Ohio and the Party and the principles of the Party and National and Ohio Democratic Parties.

- 4.14** In the event of a vacancy in the office of Chair, the Central Committee shall meet to choose a successor within thirty (30) calendar days of the existence of such vacancy. In the event of a vacancy in the offices of Executive Vice-Chair, Treasurer or Secretary, the Chair shall appoint a successor to serve until the next regular or special meeting of the Central Committee.
- 4.15** No Party Officer shall lobby, as that term is defined by state law, for pay, except in case of the Chair, if that position is a full-time paid position.

## **ARTICLE 5 CITY AND WARD LEADERS**

- 5.1 Eligibility.** An individual is eligible to be a City or Ward Leader (“Leader”) if that individual is a registered Democrat, eligible to vote in Cuyahoga County, and lives in the applicable geographical jurisdiction.

**5.2 Election of Leaders.**

- 5.2.1** The Chair shall call a meeting or meetings within sixty (60) calendar days of the election of Party Officers to elect Leaders, or to fill a mid-term Leader vacancy. Those eligible to vote are the Central Committee members of the applicable jurisdiction. A quorum of a majority of Central Committee members of the applicable jurisdiction is required to be present. The meeting shall be conducted by the Chair or the Chair’s designee, who shall not be an elector from the applicable jurisdiction. Only voting Central Committee members may be present on the voting floor, other than the chair of the meeting. The chair of the meeting shall ask for nominations, each of which shall require a second. Voting shall be done convention style, i.e., each Central Committee member shall state before the others for who such Member is voting. Where there are more than two (2) candidates and no candidate receives a majority of votes, then there shall be a subsequent vote between those two (2) candidates who received the greatest number of votes. If there is a tie for the most votes, then only those two (2) candidates shall be included in the subsequent run-off. If there is a tie for second place, then all candidates who tied for second place shall be included in the subsequent run-off. Successive votes shall be taken until one (1) person has been elected, or where three (3) successive ties have occurred, in which case, the Chair shall break the tie vote. The chair of the meeting shall advise the Party in writing regarding the results of the meeting.
- 5.2.2** Upon the election of a Leader, the Leader shall have the option of appointing a Deputy Leader, and shall provide the Chair written notice of such appointment.
- 5.2.3** If, after two (2) meetings called without a sufficient quorum present, the Chair shall have the option to approve a lesser quorum be present for the third (3<sup>rd</sup>) called meeting.
- 5.2.4** Leaders shall serve a term of four (4) years, beginning on the day of the Leader’s election and terminating on the day a successor is elected. In the event a Leader is elected to fill an unexpired term, that Leader’s service shall end at expiration of that four-year term.

### **5.3 Leader Recommendations to the Central Committee and Executive Committee.**

- 5.3.1 For purposes of this Section, “Voting Leaders” means those Leaders whose City or Ward is included within, in whole or in part, the geographic boundaries of the voting district of the office for which a Party endorsement is then being considered. To the extent such Leader is not present during a recommendation meeting, any previously designated Deputy Leader from the missing Leader’s City or Ward shall be deemed a “Voting Leader” for such meeting. Voting Leaders shall make recommendations to the Executive Committee and to the Central Committee regarding candidates for endorsement and for filling of vacancies for unexpired terms. Their recommendations shall be independent of any outside third-party endorsement or recommendation process.
- 5.3.1.1 Their recommendations shall be made at a meeting with a quorum of at least fifty percent (50%) of all Leaders.
  - 5.3.1.2 Their recommendations shall be determined by ballot at a meeting specifically called for the purpose of making such recommendations.
  - 5.3.1.3 All candidates who have filed, or otherwise made their intentions known in writing to the Party Chair to run, shall be invited to speak before the Leaders prior to any recommendation, provided they have completed the appropriate questionnaire. Any candidate may send a designee to speak on the candidate’s behalf.
  - 5.3.1.4 After the candidates have spoken, the Leaders shall discuss each race, with only the Voting Leaders and Party Officers present for the discussion, and vote. A recommendation shall require the vote of a majority of the Voting Leaders present.
  - 5.3.1.5 For judicial candidate recommendations, only those judicial candidates who complete the Party’s Judicial Standards Questionnaire shall be considered by the Leaders. All judicial candidates who complete the Questionnaire in a timely manner shall be eligible to speak before and receive the recommendation of the Leaders. The Questionnaires shall be available from Party Headquarters as soon as candidates are eligible to declare their candidacies. The completed Questionnaires shall be provided to all Leaders at least seven (7) calendar days before the Leaders’ recommendation meeting. The Chair may, from time to time, convene a sub-group of Leaders to review and make recommended changes to the Judicial Questionnaire.
- 5.3.2 After the vote for each recommendation has been made and tallied by the Party Officers, the results will be read to the Leaders, and the candidates will then be called in and advised as to the Leaders’ recommendation, if any.
- 5.3.3 Where there are more than two (2) candidates and no candidate receives the recommendation, there shall be no subsequent vote.
- 5.3.4 There shall be no dual recommendations for a particular office.

#### **5.4 Leader Recommendations for Appointed Executive Committee Members.**

- 5.4.1 The Chair shall confer with the Leader of the applicable community regarding proposed appointed Executive Committee Members. Generally, the Chair shall solicit recommendations from the Leader, who shall promptly comply with the Chair's request. Where the Leader fails to promptly comply, the Chair may appoint, as the Chair determines, without further consultation with the Leader. Where the Leader promptly complies, the Chair shall give due consideration to such recommendations, and if the Chair decides to deviate from the Leader's recommendation, the Chair shall confer with the Leader prior to appointing candidates to the Executive Committee differing from the Leader's recommendation.

#### **5.5 Leader Recommendations for Filling Central Committee Vacancies.**

- 5.5.1 The Leader of the community in which there is a vacancy for the Central Committee shall make a recommendation to the Party regarding the filling of that vacancy.
- 5.5.2 Upon receiving any such recommendation from the Leader, the Party shall make sure that such recommended individual meets the necessary party affiliation and residence requirements such that the individual is qualified to serve.
- 5.5.3 Where a Central Committee vacancy occurs such that the Leader is unable to find a suitable candidate, the Chair may assist the Leader in finding such a candidate.
- 5.5.4 If the Chair finds a candidate, the Chair shall provide that name in writing to the Leader, and that candidate shall be deemed acceptable unless the Leader objects within fourteen (14) calendar days of the date of the Chair's communication to the Leader.
- 5.5.5 Where the Chair and Leader are unable to agree, the Executive Committee can take nominations from the floor of its meeting. The Executive Committee shall fill Central Committee vacancies by a majority vote.
- 5.5.6 Where a meeting is called for the purpose of filling Central Committee positions, the Chair shall also allow nominations from the floor.

#### **5.6 Leader Meetings.** The Chair shall call a Leaders' meeting by providing at least one (1) week's advance notice, not less than two (2) times a year. The Leaders may call a meeting upon a request to the Chair by at least twenty percent (20%) of the Leaders.

#### **5.7 Additional Leader Duties and Responsibilities**

- 5.7.1 Attend the Leader Candidate Endorsement Screening Meetings.
- 5.7.2 Participate in Executive Committee Endorsement Meetings. Organize the Executive Committee Members in the Leader's City or Ward to ensure high participation rates in the endorsement process for that City or Ward.
- 5.7.3 Encourage consistent periodic meetings for any local Democratic club in the Leader's City or Ward.

- 5.7.4 Be an informational resource and campaign liaison concerning your Ward / City for endorsed Democratic candidates.
- 5.7.5 Coordinate even-year local party campaign activities in the Leader's City or Ward with the staff from the County Party and State Party. Organize the City / Ward Democratic Party campaign effort in the Leader's City or Ward.
- 5.7.6 In conjunction with the Board of Elections, recruit Election Day Poll Workers where needed.
- 5.7.7 Support the fundraising efforts of the County Party.
- 5.7.8 Review the financial records of the Party.
- 5.7.9 Such additional duties and responsibilities as may be assigned by the Chair.

**5.8 Automatic Removal.** A Leader shall be automatically removed from his or her position as Leader, after notice from the Chair and an opportunity to be heard, upon any of the following events:

- 5.8.1 The Leader moves out of the jurisdiction within which the Leader serves;
- 5.8.2 Where there is an endorsed Democrat for a public office in a partisan race, the Leader publicly supports someone other than that endorsed candidate;
- 5.8.3 Where there is no endorsed candidate for a public office or there is an endorsed Democratic candidate in a non-partisan race, the Leader publicly supports an individual who is not a Democrat;
- 5.8.4 The Leader is no longer a registered Democrat;
- 5.8.5 The Leader runs for public office other than as a Democrat;
- 5.8.6 The Leader becomes permanently incapacitated, that is, unable to perform his/her duties for a period of no less than six (6) months.

**5.9 Permissive Removal.**

- 5.9.1 A leader may be removed by the Leader's Central Committee members at a meeting specifically called for the purpose pursuant to a petition signed by at least 60% of those Central Committee members and sent to the Leader, the Chair and all Central Committee members from the Leader's City or Ward.
- 5.9.2 Upon receipt of the petition, the Chair shall promptly set the time, date and place of the meeting and provide at least ten (10) calendar days' advance notice to the Leader and the applicable Central Committee members.
- 5.9.3 A quorum for such meeting shall be at least sixty percent (60%) of all Central Committee members from the Leader's City or Ward.

- 5.9.4 A vote to remove the Leader shall require an affirmative vote of at least sixty percent (60%) of those present.
- 5.9.5 If the Leader is then removed, a new Leader shall immediately be elected to fill the removed Leader's unexpired term.

## **ARTICLE 6**

### **STANDING COMMITTEES**

- 6.1 Constitution and By-laws Committee.** Every five (5) years, or sooner if directed by the Chair, the Leaders shall elect ten (10) Leaders to serve on the Constitution and By-laws Committee for the purposes of reviewing and making recommendations for changes, if any, to the Constitution and By-laws. The Chair may fill any vacancies on the Committee.
- 6.2 Compensation Committee.** The Compensation Committee shall consist of the then sitting Executive Vice-Chair, Treasurer and Secretary.
- 6.2.1 The Compensation Committee shall review the Party's finances and operations and prepare a report with their recommendations as to the compensation and benefits for the to-be-elected Chair and whether the to-be-elected Chair shall be a full-time paid or part time unpaid position. The Committee report shall be submitted to the Central Committee.
- 6.2.2 The Compensation Committee report shall include its determination of whether the proposed compensation and benefits are sufficient to constitute a paid full-time position, with the understanding that the Chair shall be entitled to receive during the Chair's term, at least the compensation and benefits as determined from time to time pursuant to this Section 6.2, subject to increase or decrease pursuant to this Section 6.2.
- 6.2.3 The Compensation Committee's recommendations shall be based upon the financial condition of the Party and other relevant information they consider reasonable. After a full-time Chair is elected, if at any time a majority of the Compensation Committee, after consultation with the Chair, determines that the Party cannot continue to meet this financial commitment to the Chair, the majority of the Compensation Committee shall recommend a reduction, but only to the extent that is necessary. Such reduction shall require at least three (3) months' written notice to the Chair and to the Central Committee.
- 6.2.4 In addition, during the full-time Chair's term, the Compensation Committee shall have the authority to increase the Chair's compensation by up to five percent (5%) per year (excluding from such calculation increases in health care costs). The Central Committee shall be notified of any such changes prior to the effective date of such changes. Any proposed changes during the Chair's term in excess of five percent (5%) per year (excluding from such calculation increases in health care costs) shall be subject to prior Central Committee approval.

### **6.3 Sanctions Committee**

- 6.3.1 Promptly after the commencement of the Chair's term, the Chair shall appoint five (5) members of the Central Committee or of the Executive Committee to a Sanctions Committee. The Chair and the Vice-Chair shall serve as the Chair and Vice-Chair of the Sanctions Committee and be voting members. The Chair, if part time, and the Executive Vice-Chair may be candidates or elected officials.
- 6.3.2 No appointed member shall be a candidate for elected office or an elected public official (other than as a member of the Central Committee) during their term. If an appointed member violates this prohibition they shall resign or be removed. Otherwise, the appointed members shall serve for the remainder of the term of the Chair. The Chair also shall make appointments to fill any vacancy promptly after the vacancy arises and the person appointed to fill a vacancy shall serve for the unexpired term of the Chair, subject to the terms of this Section. The Sanctions Committee's powers and procedures are stated in Article 7.
- 6.3.3 Within thirty (30) calendar days after the commencement of the Chair's term, the Chair shall notify the members of the Central Committee and of the Executive Committee of the opportunity to express interest in serving on the Sanctions Committee. The Chair may consider such volunteers as appointments are made, but the pool of appointees shall not be limited to such volunteers.

### **6.4 Audit Committee.**

- 6.4.1 The Audit Committee will consist of three (3) or five (5) Leaders elected by the Leaders at the first Leader meeting of the year.
- 6.4.2 The Audit Committee will annually audit the books and records of the Party and report their activities, findings and recommendations to the Central Committee.

### **6.5 Chartered Clubs Committee.**

- 6.5.1 The Chartered Clubs Committee will consist of the Party Officers and such other person or persons as the Chair may designate.
- 6.5.2 The Chartered Clubs Committee shall issue Chartered Club Certificates according to guidelines it develops.

## **ARTICLE 7**

### **PARTY UNITY, STANDARDS OF CONDUCT AND ENFORCEMENT PROCEDURES**

#### **7.1 Unity Standards for Primary and General Elections.**

##### **7.1.1 Primary Elections**

- 7.1.1.1 **Endorsements in primary elections** – After the Executive Committee makes an endorsement before a primary election, Party Officers, and Leaders, shall not actively or publicly support any candidate or issue not endorsed by the Executive Committee (unless the Party Officer or Ward

or City Leader in question is a candidate for the office at issue or is an immediate family member of such candidate).

7.1.1.2 **No endorsement in primary elections** – If the Executive Committee has made no endorsement in a race or on an issue, even after the Executive Committee met for the purpose of making an endorsement in that race or on that issue and failed to do so, then any individual or Chartered Club may endorse in that race or for that issue. Party Officers shall not endorse any candidate or issue in a race if the Party made no endorsement.

7.1.2 **General Elections** Unless the Party Officer or Leader is a candidate for the office at issue (or is an immediate family member of such candidate), they shall not (a) in a partisan race, actively and publicly oppose any endorsed Democratic candidate or (b) in a non-partisan race, actively and publicly support or avow a preference for a candidate who is a member of a different Party, or actively and publicly support or avow a preference for a candidate who has no party preference unless there is no Democratic candidate in that race.

7.1.3 **Prohibition Against Supporting a non-Democrat.** No member of the Party holding Party office (Party Officers, Central Committee members, Executive Committee members, Leaders or Officers of Chartered Clubs), candidates for office, or elected Democratic official shall

7.1.3.1 in a partisan race, actively and publicly support a non-Democrat; and

7.1.3.2 in a non-partisan race support a non-Democrat, unless there is no Democrat running in that race.

## 7.2 Standards for Conduct.

7.2.1 Party Officers, Executive Committee Members, Central Committee Members, elected Democrats, Democratic public office holders, Democratic candidates for public office, officers of Chartered Clubs and volunteers (“Members”) are expected to conduct themselves ethically, responsibly and with the knowledge and appreciation that their actions reflect on the reputation of our Party.

7.2.2 Members shall adhere to these standards of conduct (Standards of Conduct):

7.2.2.1 Members shall conduct themselves with civility and respect towards all other Members while acting in an official capacity as a representative of the Party.

7.2.2.2 Members shall not disparage other Members, the Party, or Democratic candidates. “Disparage” means to make or publish false statements that are derogatory of the person or the person’s family or the publication or communication of slurs, epithets, name calling, threats or obscene gestures to or about a Member or Democratic candidate.

7.2.2.3 Members shall not discriminate, harass, intimidate or bully other Members, the Party, or Democratic candidates.

7.2.2.3.1 “Discriminate” means to make distinctions on the basis of class or category without regard to individual merit, or use discriminatory language on the basis of race, sex, gender identity, sexual orientation, religion, national origin or disability status, or otherwise show prejudice on the basis of ethnicity or a similar social factor.

7.2.2.3.2 “Harass” means to engage in unwelcome conduct, with the purpose or effect of unreasonably interfering with conduct of business with other Members, the Party, or Democratic candidates. including:

1. Engage in slurs, epithets, name calling, ridicule, threats, obscene gestures or other verbal or physical conduct;
2. Use inappropriate or profane images in public spaces;
3. Stalk other Members, Democratic candidates or persons who are witnesses of harassment;
4. Make unwelcome advances;
5. Attempt or coerce inappropriate sexual conduct;
6. Retaliate against any Petitioner or witnesses to harassment;
7. Advocate for or encourage any of the activities listed above in this Section 7.2.2.3.2.

7.2.2.4 “Intimidate” means to use wrongfully violence or a threat of violence, directly or indirectly, with the purpose or effect of compelling a person to do or to abstain from doing some act that the person has a right to do or to abstain from doing.

7.2.2.5 “Bully” means to engage in conduct, including without limitation writing, speaking, making graphic presentations, making electronically transmitted communications or other behaviors, directed to or about another person resulting in mental, emotional or physical harm; and that occurs more than once.

### **7.3 Enforcement Procedures.**

7.3.1 **Initiation of a Complaint about Party Unity.** An informal or formal complaint alleging violation of any of the Party Unity Rules by a Party Officer, elected Democrat, Democratic public office holder, Democratic candidate for elected public office or officer of a Chartered Clubs (“Respondent”) may be submitted to the Chair or Vice-Chair of the Sanctions Committee or to Sanctions Committee members. An informal complaint may be supplanted with a formal complaint, at the option of the complaining party “(Petitioner)”, or the complaint process may be initiated by a formal complaint. A “formal complaint” means a complaint submitted in writing using a form provided on the Party website.

- 7.3.2 **Initiation of a Complaint about Conduct.** A complaint may be submitted by a person who is the subject of or a witness to the alleged violation of any of the Standards of Conduct by person identified in 7.2.1 (“Respondent”). In all cases, if a complaint alleges a violation by the Chair, Vice-Chair or a member of the Sanctions Committee, that person shall not be involved at all in the processing or resolution of the complaint. If the allegation involves the Chair, all other references in this Section to the Chair shall refer instead to the Vice-Chair or another member of the Sanctions Committee, as appropriate.
- 7.3.3 **Informal Resolution.** The Chair of the Sanctions Committee upon receipt of a written complaint, after due notice to the Respondent, and an opportunity for the Petitioner and Respondent to be heard, shall determine if a violation of any Party Unity Rules or of any Standards of Conduct has occurred, and if so, the Chair may initiate an informal resolution or refer the matter to the Sanctions Committee for formal resolution. If the Chair finds that the complaint lacks sufficient evidence or was not made in good faith, the complaint may be dismissed without prejudice. The Petitioner, Respondent and the Sanctions Committee shall be advised of any such dismissal determination by the Chair. If the Chair finds that a violation has occurred, and if the Chair believes that the complaint may be resolved informally or could be de-escalated, the Chair may propose an informal resolution.
- 7.3.4 An informal resolution may include:
- 7.3.4.1 Acknowledgement of the violation by the Respondent, plus, as appropriate, in cases alleging conduct to Discriminate, Harass, Intimidate or Bully and in the interest of the Petitioner and the Respondent, an apology, third party mediation, training, a warning, or one of the Sanctions, or in the case of a violation of the Party Unity Rule, a warning, or one of the Sanctions.
  - 7.3.4.2 If the Respondent fails to acknowledge the violation and to accept the Chair’s decision as to an informal resolution, the Chair shall refer the complaint to the Sanctions Committee for further consideration of formal resolution.
- 7.3.5 **Powers of Sanctions Committee.** In the case of any complaint, the Chair or, if the complaint is referred to the Sanctions Committee, the Sanctions Committee, may initiate an investigation to the extent appropriate. The Sanctions Committee may be authorized to hire investigators, including attorneys, to conduct or assist with an investigation. The Sanctions Committee may recommend, upon a majority vote, a suspension of a Respondent pending completion of the investigation and determination as to sanctions.
- 7.3.6 **Sanctions Committee Procedure.** The Sanctions Committee shall meet with the Petitioner in executive session. If the Sanctions Committee determines that a basis for review exists, the Petitioner and Respondent shall be given notice by the Chair of the Sanctions Committee and provided an opportunity to meet with the Sanctions Committee in executive session. Any recommendation by the Sanctions Committee for a sanction or to dismiss a complaint with prejudice shall be determined in executive

session. A majority vote of the Sanctions Committee shall be required for any Sanction or dismissal. The Respondent shall be notified in writing of any determination to impose Sanctions or of dismissal of a complaint with prejudice. If the Sanctions Committee fails to reach agreement by majority vote, the complaint shall be closed without decision and dismissed without prejudice (that is without having an effect on that right or claim).

**7.3.7 Guidelines for Sanctions.** In determining the sanction(s) to impose, the Sanctions Committee shall consider the nature and pattern of conduct, context, continuation over time, disposition or findings by any other body of a similar claim arising out of the same circumstances, the totality of the circumstances, all evidence presented by Petitioner and Respondent and information obtained by the Sanctions Committee through its own investigative activities.

**7.3.8 Determination to Impose Sanctions or to Dismiss.** If the Sanctions Committee finds, by a majority vote, that a violation of the Code of Conduct has occurred, the Sanctions Committee may impose sanction(s), including but not limited to the following:

7.3.8.1 a written warning;

7.3.8.2 a written reprimand;

7.3.8.3 posting the decision on the Party's website for a specified duration;

7.3.8.4 a temporary or permanent suspension or removal from any office or committee created under the Party Constitution and Bylaws;

7.3.8.5 removal from any position to which the person had been appointed by the Chair;

7.3.8.6 if the Respondent had received an endorsement for an upcoming election, withdrawal of any Party endorsement of his or her candidacy for such upcoming election applicable to the Respondent's candidacy or four (4) years, whichever is less, from the date of the vote of the Sanctions Committee; and/or

7.3.8.7 removal of the Respondent's name from Party advertising, communications, emails, endorsements, mailings, and other promotional materials.