

NAPA COUNTY DEMOCRATIC CENTRAL COMMITTEE BYLAWS
APPROVED April 13, 2005; Amended October 12th, 2009; Amended September 10th,
2012; Amended June 10th 2013; Amended August 11th 2014; Amended September 11,
2017; Amended May 11th 2020.

ARTICLE I: Name

Section 1: Name: The name of this organization shall be: THE NAPA COUNTY DEMOCRATIC CENTRAL COMMITTEE, and is hereinafter referred to as “NCDCC”. The NCDCC is a committee within the meaning of California Government Code and Elections Code.

ARTICLE II: Mission Statement/Purpose:

Section 1: Mission Statement

- a. **To protect and promote Democratic ideals and to elect Democratic candidates at the local, state and national level who champion a sustainable, inclusive and just society in Napa County.**

Section 2: Purpose:

- a. NCDCC is the Napa County sub-organization of the California Democratic Party, and operates pursuant to the rules and regulations of the State Party. NCDCC provides representatives to the governing body of the California Democratic Party and to the California Democratic Convention.
- b. NCDCC provides the coordinating and organizing activities of the Party in Napa County and chartering of Democratic clubs and any other Democratic organizations.
- c. NCDCC seeks to educate the public of Napa County about Democratic principles.
- d. NCDCC seeks to assist Democratic candidates in getting elected to public office at all levels of government.
- e. NCDCC cooperates with public officials to pursue legislation and administrative actions that embody Democratic Party goals.
- f. NCDCC encourages the promotion of Democratic ideals through public events, chartered club activities, and academic programs.

ARTICLE III: Napa County Democratic Central Committee

Section 1: Membership

- a. All members of the NCDCC must be duly registered members of the Democratic Party . All members must be residents of Napa County, excluding *ex officio* members.
- b. Shall be members as provided in the California Elections Code, and by the bylaws of the California State Democratic Party, and by these bylaws.

- c. Regular voting members of NCDCC consist of those representatives elected or appointed by Supervisorial District or *ex officio* pursuant to the California Elections Code and these bylaws. Alternates appointed by *ex officio* members shall be members of NCDCC and, as such, enjoy all rights, duties, and responsibilities of membership from the time that NCDCC receives the alternate's written appointment by the *ex officio* member until their termination or replacement. Ex officio alternates must meet requirements of payment of dues, and oath of office as provided in the California Elections Code and these Bylaws.
- d. One alternate may be appointed by each member, and that person must meet requirements of payment of dues, residence, and oath of office as provided in the California Elections Code and these bylaws.
- e. Regular members representing Supervisorial Districts may appoint only alternates residing in the same Supervisorial District.
- f. Terms of office shall end for regular members, with respect to Supervisorial Districts, at the first January meeting of the NCDCC directly following a presidential election. Terms of office of *ex officio* members, and the alternates they appoint, shall end upon termination of their office or, upon nomination of another person for that office by the California Democratic Party.
- g. The presiding officer or appointee thereof, of any NCDCC-chartered organization shall, if not otherwise a member of the NCDCC, be an *ex officio* member.
- h. Vacant memberships may be filled at any time by a unanimous vote of Executive Committee members voting, or by a majority of the members at a regularly or specially scheduled meeting.
- i. A member shall not be in good standing unless that member shall have paid their annual dues by the end of the third meeting after their appointment.
- j. Any member of the Napa County Board of Supervisors, California State Assembly, California State Senate or United States House of Representatives whose district partially or fully includes Napa County and who is a registered Democrat shall be upon request or designation of an alternate, become an *ex officio* member of the NCDCC with all the rights, duties, privileges and responsibilities thereof. The appointment shall terminate when the person is no longer a member of the Napa County Board of Supervisors, California State Assembly, California State Senate, United States House of Representatives or a registered Democrat or when the supervisor notifies, in writing, the NCDCC that they or their alternate is no longer a member of the NCDCC.
- k. California Democratic State Party Regional Directors whose district partially or fully includes Napa County upon request shall become an *ex officio* member of NCDCC or designate an appointee with all the rights, duties, privileges and responsibilities thereof.

Section 2: Removal of Members:

- a. Any member, except *ex officio*, who registers to vote as a member of another party, or in a County other than Napa County, forfeits NCDCC membership.
- b. Any member, except *ex officio*, who misses three (3) consecutive scheduled meetings may be removed from office by a two-thirds vote of the members.
- c. Any member, except *ex officio*, who affiliates with another party, or who publicly advocates a candidate other than the Democratic nominee for any partisan office, may be removed from the NCDCC by a two-thirds vote of members.
- d. Any member who has failed to pay the prescribed dues by the end of the third meeting after their appointment.

Section 3: Annual Dues:

- a. Dues shall be paid by all NCDCC members.
- b. Annual dues, payable in January, shall be set by a majority vote.
- c. Upon written request, the Executive Committee may waive dues for any member due to economic hardship.
- d. Any member who fails to pay the prescribed dues may be removed from the NCDCC.

Article IV Officers and Delegates:

Section 1: Officers

- a. The Executive Officers shall include a Chair, Vice-Chair, Secretary, Treasurer, Communications officer, a California Democratic Party Executive Board Representative and California Democratic Party Executive Board Representative's alternate.
- b. Upon election to an executive office, a member shall assume all duties and privileges associated thereto.
- c. The NCDCC shall elect as many members as allocated by the State Party as delegates to the California Democratic Convention.

Section 2: Duties

- a. Chair:
 - i. Shall maintain responsibility for carrying out the policies of this organization.
 - ii. Shall be the *only* official spokesperson.
 - iii. May assign duties to any other officer.

- iv. Shall prepare and submit an agenda forty-eight (48) hours prior to the meeting for approval to guide the conduct of the meeting.
 - v. Presides over all meetings of the NCDCC in accordance with the most current edition of Robert's Rules of Order.
 - vi. Shall coordinate meetings of the executive committee as needed.
 - vii. Appoints membership to NCDCC committees and appointments. The Chair can remove confirmed NCDCC internal committee members subject to confirmation by a simple majority of NCDCC.
 - viii. Appoints a NCDCC member to be the Mobilize, Organize, Elect (MOE) system administrator and parliamentarian.
 - ix. Appoints a NCDCC member to be the NCDCC parliamentarian.
 - x. Shall serve as an ex officio member of all internal committees of the NCDCC.
 - xi. Shall work with the Treasurer to ensure that the NCDCC adheres to its financial policies.
 - xii. Shall be responsible for declaring NCDCC vacancies.
 - xiii. Shall maintain all account access codes necessary to run the NCDCC.
- d. Vice-Chair:
- i. The Vice-Chair shall perform the duties of the Chair when the chair is absent.
 - ii. Shall execute additional duties as assigned by the Chair.
- e. Secretary:
- i. Shall be responsible for distributing accurate minutes of NCDCC proceedings within ten (10) calendar days of the adjournment of the meeting, and shall maintain a complete and accurate file of all such records.
 - ii. Shall conduct roll call and maintain an accurate attendance record for official NCDCCC meetings.
 - iii. Shall be the official record keeper for the NCDCC. This includes maintaining an archive of all official documents of the NCDCC.
 - iv. Shall maintain an updated directory of NCDCC membership including name, supervisorial district, email, address, phone number alternate, etc.
 - v. Will work with chair and issue an updated roster once a year or upon request.
- f. Treasurer:
- i. Shall maintain financial management and/or oversight y for the organization working with an outside professional treasurer or accounting/business services management company, if the Executive Committee approves hiring a professional outside entity. The professional outside entity shall serve under the direction of the NCDCC's Treasurer and is not automatically a member of the Executive Committee.

- ii. Shall oversee the funds received and all disbursements made by the NCDCC.
- iii. Shall submit all proposed expenditures to the membership for approval.
- iv. Shall ensure all legally required financial reports are prepared and submitted.
- v. Shall take the lead role in drafting a proposed annual budget, to be presented to the Executive Committee and Standing Committees for their input on a final budget, within two (2) months of taking office and shall maintain the budget for the NCDCC.
- vi. Shall present comprehensive quarterly Financial Summaries. .
- vii. Shall present written Financial Summaries comparing year to date actual receipts, disbursements and balances with year-to-date budget, disbursements, and balances to the NCDCC on a quarterly basis.
- viii. Shall serve as Chair of the Budget and Finance Committee.
- ix. Shall turn over at the end of their term all records and documents associated with the office of Treasurer to the NCDCC.

g. Communications Officer

- i. Shall be responsible for working with the Chair to communicate the correspondences of the NCDCC.
- ii. Shall be responsible for disseminating information and other NCDCC materials.
- iii. Shall perform other communications functions, as deemed necessary by the Chair of the NCDCC.
- iv. Shall be the main council member responsible for maintaining and updating the NCDCC website.
- v. Shall be chair of the Communications Committee.

h. California Democratic Party Representatives:

- i. The NCDCC shall elect one of its members and one alternate to the Executive Board of the California Democratic Party during executive elections.
- ii. Shall be responsible for sharing relevant information with NCDCC regarding California Democratic Party activities.

Section 3: Election and Removal of Officers

- a. Officers and Convention delegates of the NCDCC shall be drawn from amongst the voting members, and elected in accordance with this section.
- b. Regular election of officers and Convention delegates shall be held at the first meeting of odd-numbered years. Elections shall be conducted by incumbent officers present.
- c. Officers and Convention delegates shall be elected by plurality of members voting by public ballot to two-year terms. Terms shall expire upon election of new officers.

- d. Any officer or Convention delegate may be removed during the term of office. Any four (4) members may request removal of an officer or Convention delegate, and the request shall be submitted to a vote of the membership at the next duly-noticed regular meeting following the request by at least two weeks. Removal shall occur upon vote of two-thirds of members present and voting.
- e. Any officer (other than California Democratic Party Representatives) absent from three consecutive scheduled monthly NCDCC meetings shall be replaced.
- f. Vacant offices shall be filled by a plurality of members voting by public ballot.
- g. No Supervisorial District alternate or *ex officio* member shall be an executive officer of the NCDCC.

Section 4: Order of Succession

- a. In the event of a vacancy in the office of the Chair, succession shall automatically occur in this order: Vice-Chair, Secretary, Treasurer, and Communications Officer.
- b. In the event of a vacancy in any Executive Officer position other than the Chair, The Chair may appoint an interim officer. An election shall be held at the next NCDCC meeting to fill the vacancy.
- c. In the event that the order of succession is unable to be followed, NCDCC shall select a Chair Du Jour by a majority vote. The Chair Du Jour shall establish an agenda for the next NCDCC meeting.

ARTICLE V: Operations

Section 1: Budget and Finance

- a. Except as provided by Section 2 below, no officer or member of the NCDCC shall expend any of its funds for any purpose without first obtaining approval of the proposed expenditure by a majority vote of the NCDCC or the Executive Committee.
- b. The NCDCC may create and maintain a "Petty Cash Fund" of ninety-nine dollars (\$99) from which the Chair may make or approve expenditures.

Section 2: Meetings

- a. Meetings where written notice is required by these bylaws, it shall be in writing to each person, delivered by hand, by postal service, by a commercial mail delivery system (such as FedEx or UPS), by fax, text or by email to the member's last known contact information, as shown on the records maintained by the Secretary.
- b. The order of business shall be adopted at the beginning of each meeting by a majority of members present and voting as specified by Robert's Rules of Order.

- c. Meetings shall be governed by the California Elections Code, these bylaws, and in accordance with the most current edition of Robert's Rules of Order.
- d. The NCDCC shall meet on a regular basis at least monthly.
- e. Not less than ten (10) days advance notice of regular meetings shall be provided to members. Qualifying notice may be provided at the prior monthly meeting.
- f. Special meetings may be called by the Chair, or by a majority of members. At least five (5) days' notice to members must be provided for special meetings.
- g. A quorum shall be one-third of the current NCDCC membership represented in person or by proxy, or nine (9) members, whichever is less. If at any regular or special meeting of the NCDCC, or a committee thereof, and a quorum is not present, those present may adjourn until a time when a quorum shall be present.

Section 3: Voting

- a. Regular NCDCC votes may be cast only by members in good standing in attendance at a duly-noticed meeting **except** under the following circumstances:
 - i. Votes may be cast by a duly appointed alternate in good standing in the absence of the voting member by whom that alternate was appointed.
 - ii. A member not represented by an alternate in attendance, may cast a vote by telephone if the vote is confirmed to have been cast in the hearing of any two officers present.
- b. Executive Committee voting may be conducted in person, by phone, email or video conference.
 - i. When the Executive Committee is voting by email, the chair may declare the vote when a majority of the Executive Committee has voted in favor of the motion or after forty-eight (48) hours from the time the motion was made.
- c. Unless otherwise stated in these bylaws or required by state law, the bylaws of the California Democratic Party, or Robert's Rules of Order, voting shall be restricted to those members in good standing who are present and voting. e
- d. Each member is entitled to one vote except the Chair person who shall vote only in the event of a tie during regular, special and Executive Committee meetings.
- e. The votes of the members of this Committee must be public.

Article VI Committees

Section 1: Committee Formation

- a. e Any member may at any time recommend the formation of one or more standing internal committees, which upon adoption at a meeting shall be formed by appointment by the Chair. A bylaw amendment recognizing any such standing internal committee shall automatically be submitted the following month.

- b. The Chair may at any time appoint one or more ad-hoc internal committees for defined purpose or limited term. The Chair may remove confirmed NCDCC internal committee members subject to confirmation by a simple majority of NCDCC.

Section 2: Standing Committees

The NCDCC shall have the following standing committees: Rules and bylaws Committee, Resolutions Committee, Budget and Finance Committee, Executive Committee, Communications Committee, Get Out the Vote (GOTV) Committee, Environmental Committee, Endorsement and Candidate Development Committee.

- a. Executive Committee,
 - i. The Executive Committee of NCDCC consists of seven (7) regular members: the Chair, Vice-Chair, Secretary, Treasurer, State Party Executive Board representative, Communications Officer, and a Member-at-Large who shall be elected during officer election.
 - ii. Internal Committee Chairs and Presiding Officers of NCDCC chartered clubs or their appointees are ex officio members of the NCDCC Executive Committee.
 - iii. The Executive Committee may meet at any time upon seventy-two (72) hour notice to all seven (7) regular members and all *ex officio* members except in the event of an emergency.
 - iv. Only the Executive Committee is authorized to act on behalf of NCDCC between duly called meetings of the membership.
 - v. The Executive Committee may conduct business at a regular NCDCC meeting in the absence of a quorum of the Central Committee.
- b. Rules and Bylaws Committee
 - i. Shall be responsible for making recommendations on NCDCC standing orders, rules procedures and bylaws.
- c. Resolutions Committee
 - i. Shall be responsible for drafting resolutions for NCDCC.
- d. Budget and Finance Committee
 - i. Shall be responsible for fundraising, drafting a budget and providing a recommendation for expenses.
- e. Communications Committee
 - i. Shall be responsible for maintaining and updating the NCDCC website and other communication function as deemed by the NCDCC or the Executive Committee.
- f. Get Out the Vote Committee (GOTV)

- i. Shall be responsible for developing and executing a GOTV plan for NCDCC endorsed candidates, ballot measures and other electoral activities.
- g. Endorsement and Candidate Development Committee
 - i. Shall be responsible for planning and organizing the candidate endorsement meeting, which will be held after the filing deadline.
 - a. If need be, a special meeting will be called for the endorsement meeting in order to hold it as soon as possible after the close of filing.
 - ii. The Endorsement and Candidate Development Committee may put together questionnaires and distribute them to all Democratic Candidates prior to the endorsement meeting
 - a. Since this will be prior to the close of filing, the Endorsement and Candidate Development Committee shall be responsible for identifying all potential Democratic Candidates.
 - iii. Candidates must return completed questionnaires to the Endorsement and Candidate Development Committee prior to the Endorsement Meeting.
 - iv. The Endorsement and Candidate Development Committee will distribute any completed questionnaires to the remainder of the NCDCC prior to the endorsement meeting.
 - v. The Endorsement and Candidate Development Committee will review all questionnaires and create follow up questions for the Endorsement meeting.
 - a. The Endorsement Meeting will be called during the next week after the close of filing.
 - b. The Endorsement and Candidate Development Committee will determine the agenda for and organize the Endorsement Meeting
 - vi. The NCDCC will hold a public election on the night of the Endorsement Meeting to determine which candidates shall receive the endorsement of the NCDCC.
 - vii. The election is to be held in a manner consistent with these bylaws.
 - viii. Once the endorsements have been made, the Endorsement and Development Committee will determine the manner in which to assist in the development of the endorsed candidates.

Section 3: Purpose and Responsibilities

- h. All Standing Committees shall consist of no less than three (3) NCDCC Member. The Endorsement and Candidate Development Committee should include at least one member from each district. However, if it is not feasible to include at least one member from each district then the Endorsement and Candidate Development Committee may still exist and conduct business.
- i. The Purpose of Standing Committees shall be to advise NCDCC on courses of action and policies that will best benefit the constituency as a whole and fulfill the charge of the committee. All Standing Committees shall present monthly reports to the NCDCC that reflects all meetings.

- j. All Standing Committees shall elect a Chair, Vice Chair, and Recording Secretary and announce the results by the next NCDCC meeting. If the Committee has not elected a chair by next NCDCC meeting the Chair shall appoint a chair from the membership of the committee.
- k. NCDCC decisions shall take precedence over any decision that an internal committee makes.
- l. All Standing Committees shall adhere to the current edition of Robert's Rules of Order.
- m. Ad-hoc committees are for a defined purpose and a limited time. A limited time is defined as six (6) months or less.

Section 4: Committee Membership

- a. Selection of Committee Members
 - i. The Chair shall appoint NCDCC Members to sit on NCDCC Committees. If the Chair elects not to, then they may volunteer.
- b. Selection of Chair and Other Officers
 - i. The first person to volunteer shall be the Chair Du Jour until a Chair is selected at the first regularly scheduled meeting.
 - ii. Committees shall select a Chair, Vice Chair and Recording Secretary at the first regularly scheduled meeting by a simple majority.
- c. Removal of Committee Members
 - i. NCDCC internal committees shall have the authority to remove members from their committees for accumulating three (3) consecutive absences by a simple majority vote.
 - ii. The NCDCC shall have the authority to remove a member from a committee by a simple majority vote.
- d. Removal of Internal Committee Officers
 - i. NCDCC Committees shall have the authority to remove their Chair, Vice Chair, or Recording Secretary from their position for not fulfilling position responsibilities but they shall still hold a seat on that committee by a simple majority vote.

The NCDCC shall have the authority to remove the Chair, Vice Chair, or Recording Secretary from a committee by a simple majority vote.

ARTICLE VII: Endorsements

CANDIDATE ENDORSEMENTS:

Section 1: Endorsements

- a. The NCDCC may consider endorsing candidates for election to a non-partisan office representing all or a part of Napa County only after close of the candidacy filing period.
- b. The NCDCC shall not endorse a candidate who is not registered member of the Democratic Party.
- c. In the event of a request by a single candidate to consider endorsement, the NCDCC shall invite all candidates for that office who are registered as Democrats to appear at a regular meeting.
- d. The NCDCC may choose not to endorse any individual candidate.
- e. The NCDCC may endorse no more than the number of candidates to be elected to the office.
- f. Endorsement by the Committee shall be by at least a vote of 60% of the members present and voting.

Section 2: Candidate Endorsements in Partisan Elections:

- a. No endorsement will be made preceding a primary election.

ARTICLE VIII: Democratic Clubs

Section 1: Chartering Democratic Clubs:

- a. Any organization using or desiring to use the word “Democrat”, “Democratic” or derivation thereof in its name or public advertising in Napa County must receive an annual (calendar-year) charter from the NCDCC pursuant to these bylaws.
- b. Any organization seeking a charter must demonstrate that its purpose and organization further the mission and principles of the Democratic Party.
- c. The NCDCC may upon majority vote grant, grant conditionally, or deny a requested charter.
- d. No organization without a charter, or which has lost its charter, may use the word “Democrat”, “Democratic” or derivation thereof in its name or public advertising in Napa County.

Section 2: Application for Charter:

- a. An application for initial charter must be submitted in writing to the Secretary, who shall determine if the contents of the application meet the requirements for such application, and who shall schedule its consideration at a meeting of the NCDCC.
- b. An application for initial charter shall contain:
 - i. The name, postal address, and email address of the proposed organization, and the name, voting address, and telephone number of a contact person.
 - ii. The names and voting addresses of at least ten (10) residents of Napa County who seek to form the chartered organization.
 - iii. A non-refundable application fee of one-hundred (\$100).

Section 3: Annual Renewal of Charter:

- a. Any organization holding an initial charter may apply for an unlimited number of annual charter renewals.
- b. Application for charter renewal shall include the names and voting addresses in Napa County of all current members of the chartered organization, who shall number at least ten (10) registered Democrats.
- c. Application for charter renewal shall include a list of the names and voting addresses of all officers of the chartered organization.
- d. Application for charter renewal shall include a statement by the chief financial officer of the chartered organization that the organization adheres to legal requirements requiring political finances, and to generally accepted accounting principles.
- e. Application for charter renewal shall include a copy of organization bylaws, certified by its presiding officer, and attested by the Secretary of the organization.
- f. Application for charter renewal shall include a fee of two dollars (\$2) per member. An organization seeking to waive or reduce such fee must apply to the NCDCC by January 15 for such waiver or reduction, and must list the reasons for requesting the waiver. Waiver or reduction shall be granted only by the Executive Committee, and ratified by the NCDCC before a renewed charter certificate will be issued.
- g. Application for all charter renewals must be delivered to the Secretary by February 1.
- h. The Executive Committee will review all applications for charter renewal, and will make a recommendation regarding issuance or denial of a renewed certificate at the March regularly scheduled NCDCC meeting.

Section 4: Charter Certificate:

- a. Upon approval of an initial or renewed charter by the NCDCC, the Chair and Secretary shall sign and forward a Certificate so evidencing to the presiding officer of the organization, with a copy of the certificate to the California Democratic Party.

Section 5: De-Chartering:

- a. At each February regular meeting of the NCDCC, the Secretary shall report receipt of all applications for charter renewal.
- b. Any chartered organization failing to submit a complete application for annual renewal as provided by these bylaws shall lose its charter.

ARTICLE IX: Amendment of the Bylaws:

- a. A proposed amendment of these bylaws may be introduced in writing at any regular meeting of the NCDCC.
- b. Action on the amendment may be taken by the Committee at the regular meeting following the meeting at which the amendment is introduced. An amendment shall be approved by a sixty percent (60%) vote.