

Bylaws of the Wimberley Democrats
Ratified May 15, 2019
and
Amended May 21, 2021

Article I: NAME

The name of this organization shall be The Wimberley Democrats, and may interchangeably be designated as the WimDems, referenced herein as “the Organization.”

Article II: PURPOSE

Section 1: Purpose.

The primary purpose of the Organization is to take all reasonable actions to elect candidates of the Democratic Party, including fostering an active, informed, and growing community of Democrats in the Wimberley Valley area.

Section 2: Ideals and Values

The members of the Organization believe in the ideals and values of the Democratic Party. We believe that democracy works best when more people participate. We believe that we should encourage our members to support our Democratic Party candidates and to follow the example set by the Texas Democratic Party and Democratic National Committee to support local candidates, financially and through volunteerism. We believe that, through our participation, we can make a difference in our community, state, and our country.

Article III: ORGANIZATIONAL STRUCTURE

Section 1: Organization Overview

The Organization comprises a general membership (“the Members”) governed by a Steering Committee. In addition to the procedures defined in these Bylaws, the Steering Committee may adopt other policies and define other positions that do not conflict with these Bylaws. In particular, any change that modifies the voting structure of the Organization must be authorized by an amendment to these Bylaws.

Section 2: Membership and Dues

Membership is open to all Democrats who reside in Hays County who support the

purpose of this organization. Since dues are not charged, a working roster of Members is kept, for contact information to facilitate notification and communication. The Organization will accept contributions as needed for civic activities, social events and other operating costs.

Section 3: Composition of the Steering Committee

(New. Amended Section 3, Article III, Ratified May 21, 2021)

The Steering Committee of the Organization shall be composed of the following members:

- Three elected officers: Steering Committee Chair, Secretary, and Treasurer;
- One automatically qualified officer: Immediate Past Chair
- Eleven Elected Committee Chairs; and
- The Democratic Precinct Chairs for all local precincts, unless a Precinct Chair chooses not to serve on the Steering Committee. The local precincts are currently defined as 333, 335, 337, 338, and 339. If any of these precincts is subdivided, or if any other reorganization results in a larger number of precincts covering the same area, the number of Steering Committee positions will be increased accordingly to correspond to such changes.

Section 4: Meetings of the General Membership

The Steering Committee will hold an Annual Meeting of the general membership every spring. The Steering Committee may call other meetings for informational and social purposes from time-to-time, and on a regular monthly basis when practical. The Steering Committee will publicize all meetings by email and other Organization social media and by notices in local newspapers.

Section 5: Meetings of the Steering Committee

- a. The Chair will call meetings of the Steering Committee as he or she deems appropriate, or at the request of anyone on the Steering Committee, or at the request of a block of Members. Steering Committee meetings will be open to all Members.
- b. A majority of the current Steering Committee members or six members, whichever number is smaller, must be present to constitute a quorum for the transaction of business at any meeting of the Steering Committee. Members may be present in person, by telephone conference call, or by internet video conferencing. The act of a majority of the Steering Committee present at any meeting at which a quorum is present shall be the act of the Steering Committee, although not that of the general membership.

Section 6: Terms, Nominations and Elections

- a. Terms - The elected positions on the Steering Committee have a term of two years and shall be determined in every odd-numbered year at the Annual Meeting. Elected members of the Steering Committee may serve consecutive terms without limit.
- b. Precinct Chairs - Precinct Chairs are selected by the County Party (or elected by voters if contested).
- c. Nominations – Any Member may nominate him or herself, or may nominate any other Member, for any of the elected Steering Committee positions. An opportunity to nominate oneself or others will be provided to the members; the Steering Committee will contact all nominees to verify interest and contact information. Nominations received 30 days prior to the Annual Meeting and verified by the Steering Committee will be publicized to the membership via electronic communication at least 14 days prior to the Annual Meeting.
- d. Elections – All Members are entitled to vote on elected Steering Committee positions. Members present at the Annual Meeting may vote at that time. If a Member cannot be present, then a written, signed proxy with full contact information (i.e., first and last name, physical address, phone number, email address) may be given to another Member to vote in the stead of the absent Member. Alternatively, a Member who cannot be present may vote by sending their selections to the Organization’s email address at least seven days before the Annual Meeting.
- e. For an uncontested position, a voice vote will be taken. For a contested position, the vote will be conducted by show of hands. A paper ballot may be used if requested by any Member present.
- f. Officers will be elected by simple majority vote of the Members. If no nominee receives a majority of the votes cast, a runoff shall be held between the two nominees receiving the greatest number of votes.
- g. Each Member may place one vote for a nominee for a non-officer elected position. The four nominees with the most votes will be awarded the positions.
- h. Any election resulting in a two-way tie will be resolved by a coin toss. Ties among three or more will be resolved by an elimination series of round-robin coin tosses.

Section 7: Resignation or Removal of Steering Committee Members

- a. Resignation – Any Steering Committee member may resign at any time by giving written notice of such resignation to the Chair or to the Secretary. Unless otherwise specified in such written notice, such resignation shall take effect upon receipt of

the written notice by such officer, and the acceptance of that resignation shall not be necessary to make it effective, unless expressly so provided in the written resignation.

b. Removal – Any Steering Committee member may be removed, with or without cause, by a vote of a majority of the Steering Committee members, and a successor may be elected by a majority vote of the Steering Committee members.

c. Vacancies – A vacancy may, at any time, be filled for the unexpired portion of the term by a majority vote of the Steering Committee members.

Section 8: Officers, Committee Chairs, and Duties

(New. Amended Section 8, Article III, Ratified May 21, 2021)

STEERING COMMITTEE CHAIR:

1. Presides over meetings and serves as chief governance officer of the Club, including meeting arrangements, such as Zoom.
2. Calls, oversees, guides, and coordinates the Steering Committee meetings at which the business of the Club is conducted.
3. Signs necessary documents.
4. Coordinates with the Treasurer for payment of all expenses.
5. Coordinates arrangements for local organization events and other events in conjunction with other clubs and organizations.
6. Provides email monitoring, reviews all incoming email content and replying, filing, forwarding and/or deleting as appropriate.
7. Assists External Communications Chair with outgoing news.
8. Enforces the Bylaws.
9. Provides a report on the activities of the Club at the Annual Meeting.

IMMEDIATE PAST CHAIR:

1. Provides guidance and assistance to the incoming Steering Committee Chair at the Chair requests.
2. Participates in Steering Committee meetings and planning.
3. Fulfills duties of the Steering Committee Chair when the Chair is unavailable.
4. Becomes the Steering Committee Chair ProTem if a vacancy occurs and assumes all duties of the Chair until a new Chair is elected.
5. Serves as Parliamentarian for all Club meetings.

SECRETARY:

1. Records the minutes and provides copies of the Steering Committee meetings and annual meetings, including certifying copies as needed.
2. Submits minutes of meetings to the Steering Committee within seven days after the meeting.
3. Maintains records of bylaws, policies, procedures, and resolutions Ratified.
4. Ensures such records are archived and made available as required by Club policies.

TREASURER:

1. Has custody of and manages the Club's funds and keeps full and accurate accounts of receipts and disbursements in books belonging to the Club.
2. Disburses funds as authorized, collects funds due the Club, and deposits those funds in the proper account at the Club's financial institution.
3. Gives accurate reports of all transactions of the Club and of the financial condition of the Club to the Steering Committee Chair, the Steering Committee, and the Members.

4. Serves as Treasurer of the WimDems Political Action Committee (PAC) and submits all government filings required of the WimDems Club and the WimDems PAC.
5. Performs all acts incidental to the position of Treasurer subject to the control of the Steering Committee.
6. Works with a subcommittee to select one or more recipients for annual Wimberley Democrats scholarships.
7. If required by the Steering Committee, gives a bond, at the Club's expense, for the faithful discharge of his or her duties in such form and amount that the Steering Committee requires.

PRECINCT CHAIRS:

Coordinate their activities as Precinct Chairs with the activities of the Wimberley Democrats, bringing resources from each sphere to a combined effort.

PROGRAM CHAIR:

1. Plans the Program for Social Saturday each month.
2. Discusses timing and goals of the program with the Steering Committee Chair.
3. Writes an agenda for any Social Saturday event. Writes a meeting notice and gives it to the Internal Communications Chair for distribution to Members.
4. Provides information to the speaker/speakers on the meeting times and schedule.
5. Communicates with Members who will assist with technology for the events.

HOSPITALITY & EVENTS CHAIR:

1. Builds a committee to plan and provide refreshments for Social Saturdays each month.
2. Organizes refreshments for Candidate Forums in election years.

3. Oversees organization of events, such as the 4th of July and December Holiday party each year.

RESEARCH CHAIR:

1. Keeps track of national, state, county, and local developments, political activity, and news, including traditional and social media.

2. Alerts the Steering Committee when action is needed regarding the WISD School Board, Wimberley and Woodcreek City Councils, Hays County Commissioners Court and County agencies, the Texas Legislature and Government, and any national political topics.

3. Assists Precinct Chairs and other officers with requests involving research in these areas.

INTERNAL COMMUNICATION CHAIR:

1. Works with the Steering Committee Chair and other members of the Steering Committee to edit and clarify information for internal distribution to the Steering Committee and WimDem membership.

2. Posts regularly via email and the WimDems private group in Facebook as directed by the Steering Committee Chair. These statements will be identified as being from “the Steering Committee of the Wimberley Democrats” and not from “the Wimberley Democrats.”

3. Approves posts proposed by others.

4. Publishes a regular newsletter, generally during the week before Social Saturdays.

EXTERNAL COMMUNICATIONS CHAIR:

1. Makes information and statements open to input from all members of the Steering Committee as they develop.

2. Writes and disseminates statements from the Steering Committee of Wimberley

Democrats to non-members via the Club's public page on Facebook and external media. These statements will be identified as being from "the Steering Committee of the Wimberley Democrats" and not from "the Wimberley Democrats."

3. Operates closely with the Steering Committee Chair, research officer, and other relevant officers to ensure the accuracy and appropriateness of our external communication. The Steering Committee must approve any public statements made in the name of "Wimberley Democrats" or its "Steering Committee."
4. Manages the Club's website and the Club's public Facebook page.
5. Posts these statements on the Club's internal channels.
6. Acknowledges that the Steering Committee Chair may make a final decision in matters of rapid response if a quorum has not replied to a request to vote within twenty-four (24) hours of the request to vote.

MARKETING & OUTREACH CHAIR:

1. Works with the Steering Committee Chair and the Steering Committee as required to prepare messaging marketing materials for distribution to nonmembers.
2. Identifies appropriate markets for publications and emailed materials and maintains mailing lists for those distributions.
3. Identifies appropriate conduits for distribution of information (i.e., radio or TV or newspaper or all or flyers, etc.).
4. Prepares PowerPoint or other software presentations suitable for reaching low propensity voters.
5. Works with the Steering Committee Chair and the External Communications Chair to identify organizations that would receive our message.

FUNDRAISING CHAIR:

1. Works with the Steering Committee Chair and a fund-raising committee to develop obtainable goals, appropriate messaging for meeting those goals, and lists

of prospective donors.

2. Coordinates with candidates and county and state party officials to determine matters such as messaging, timing, conduits, and goals.
3. Works with Marketing and Outreach, Elections, and External Communications Chairs and any associated committees to determine the right messages for the right markets and to develop materials to accomplish the goals set.
4. Coordinates with Precinct Chairs and others on fund-raising projects, such as auctions.

MEMBERSHIP CHAIR/VOLUNTEER COORDINATOR:

1. Maintains record of all members using VAN, the Hays County Registered Voters List, and the WimDems email list, supplementing those records with more complete and accurate mailing addresses and telephone numbers.
2. Works with the Precinct Chairs to welcome new members, share information about WimDems, and seek information on how new members can participate.
3. Keeps track of potential volunteers and works with them on project assignments.

ELECTIONS CHAIR:

1. Recruits candidates to run as Democrats, as needed.
2. Coordinates with Precinct Chairs on campaign activities.
3. Encourages the coordination of the campaigns of Democratic nominees within the precincts of the Wimberley Democrats.
4. Assists, encourages, promotes, recruits, and takes any other reasonable actions to Get Out the Vote (GOTV) for all Democratic nominees on the ballot in the Wimberley area.

DATA MANAGEMENT ADMINISTRATOR:

1. Sets up and maintains systems for the distribution and storage of all official WimDems documents and any other information as designated from time-to-time by the Steering Committee.
2. Ensures the security of WimDem data. Grants access to data to officers and authorized entities.
3. Tracks and controls who has the passwords for WimDems' online accounts. Ensures each password is always held by at least two people. Changes a password when a holder is no longer in a position that requires it. Ensures WimDems have secure copies of all passwords. Ensures any recovery emails, etc., are set to the Data Management Administrator. Educates other password holders in secure handling of passwords.
4. Ensures that all online accounts remain in force. Alerts the Treasurer and the Steering Committee Chair if payment methods are not up-to-date.

(End of Amendments to Section 8, Article III, Ratified May 21, 2021)

Article IV: FUNDS AND EXPENDITURES

Section 1: Receipt of Funds

The Treasurer shall total and record donations by cash, check, or other means at events and reports those amounts in the Treasurer's next monthly report. The Treasurer shall deposit all donations in a timely manner.

Section 2: Banking Transactions

The Treasurer and the Chair will have signatory authority on the Organization's bank accounts. These two officers shall have read-only privileges for online banking. However the Organization will require a written monthly statement from the organization's bank.

Section 3: Disbursement of Funds

a. The Steering Committee must approve each financial transaction of the Organization that has a value of \$300 or more. The Steering Committee may give such approval by a signed, written consent of a simple majority of the entire Steering Committee members or by email from a simple majority of the entire

Steering Committee provided that all members of the Steering Committee are addressed in the outgoing email.

b. All Organization checks, drafts, or orders for payment of money up to and including \$300 shall be signed by either the Treasurer or the Chair. Organization payments in excess of \$300 shall require the signature of both the Chair and the Treasurer, or another officer who the Steering Committee has designated to have signatory authority for this purpose.

Section 4: Reimbursements

a. The Organization will not reimburse anyone for any expenses for which the reimbursement request is not accompanied by proof of purchase, rental, etc.

b. No officer with signatory authority will reimburse him or herself without prior approval by a majority of members of the Steering Committee, and another officer with signatory authority must sign the subject reimbursement check.

Section 5: Audit of Financial Statement

a. The Organization's General Political Action Committee financial reports are posted at least twice each year on the Texas Ethics Commission website. www.ethics.state.tx.us. These reports include all contributions and expenditures by the Organization, and are available to the public.

b. The Steering Committee can, at its discretion, create an ad hoc Financial Audit Committee that will provide a written report within 30 days of completion of that committee's audit.

Section 6: Dissolution

No part of the net earnings of the Organization shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons, except that this organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in these Bylaws. If the Organization is to be dissolved, the Steering Committee, with the agreement with any active members, will assign any funds or assets to another Democratic organization, in keeping with the agreed upon mission of the Organization.

Article V: AMENDMENTS TO BYLAWS

Section 1: Interim Amendments

a. Between annual meetings of the membership, the Steering Committee may

amend these Bylaws upon the affirmative vote of two-thirds of the entire Steering Committee. For decisions on interim amendments, a Steering Committee member may vote by written proxy given to another Steering Committee member.

b. These interim amendments will become effective immediately upon the Steering Committee's approval. However, if the Organization's general membership does not ratify an interim amendment at the next annual meeting of the membership, then that unratified amendment will automatically expire on the date of that annual meeting.

c. The Steering Committee will provide the membership of each Ratified interim amendment using a notice process that is reasonably calculated to reach as many members of the Organization as possible. This notice will also notify members of the means available to comment on the interim amendments.

d. The vote of the membership to ratify any interim amendment will be by a voice vote of the majority of the membership present (including written proxy votes). If it is not possible to discern the majority by a voice vote, then the vote will be taken by a show of hands.

Section 2: General Comment Period and Review of Proposed Amendments (New. Amended Section 2, Article V, Ratified May 21, 2021)

a. The Steering Committee will distribute any proposed amendments to the Bylaws to the membership electronically at least three weeks before the next Annual Meeting at which the membership will vote on the proposed amendment. The proposed amendments so distributed will include all changes marked as clearly as possible for ease of review and general comment.

b. Proposed amendments will be divided into individual proposals on which the membership may vote separately. All proposed amendments will be designated as either 1) interim amendments, which will include the details about time of adoption and rationale for adoption OR 2) a new proposed amendment for consideration.

c. For the Steering Committee to consider any comments from the membership in making its final version of a proposed amendment, members must submit their comments at least two weeks before the subject annual meeting. The Steering Committee may adopt membership requests for changes prior to the subject annual meeting. If membership comments result in changes to any interim or proposed amendments, the Steering Committee will distribute any revised proposals at least one week before the subject annual meeting.

Article VI: NON-DISCRIMINATION

The Organization shall not practice or permit discrimination in any manner on the basis of age, race, gender, sexual orientation, national origin, religion, or disability