

Bylaws of the DuPage County Democratic Central Committee

The By-Laws of the DuPage County Democratic Central Committee as approved on February 3, 2020.

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ARTICLE I. NAME AND PURPOSE

Section 1: The name of the organization shall be the DuPage County Democratic Central Committee. (Hereafter referred to as either the "Central Committee" or "DCDCC").

Section 2: The purpose of the DCDCC shall be as follows:

- 1) Carry out all functions as set forth in 10 ILCS 5/7-9;
- 2) Promote the ideals and policies of the Democratic Party;
- 3) Find and promote qualified individuals to run for office as Democratic Party Candidates;
- 4) Seek to stimulate an interest in all governmental affairs and increase efficiency of all units of township, county, state and national governments;
- 5) Inform voters of issues and present Democratic candidates to the voters of DuPage County;
- 6) Act upon civic and other matters of common interest to all residents of DuPage County.

ARTICLE II. MEMBERSHIP AND VOTING

Section 1: Membership. All elected and appointed precinct committeepersons of DuPage County shall be members of the Central Committee.

Section 2.

- 1) Voting. Elected Precinct Committeepersons of DuPage County shall be entitled to vote at the County Convention on matters submitted to the Central Committee for a vote in accordance with the rules of the convention as approved by the Convention. Only elected Precinct Committeepersons are eligible to vote for Central Committee Officers, regardless of when elections are held.

- 2) Currently appointed Precinct Committee persons shall be entitled to vote on any other matter submitted to the Central Committee for a vote at a meeting other than the County Convention.

Section 3. Proxy Voting. Proxy voting shall not be allowed at the County Convention or at any other meeting of the Central Committee or Executive Committee.

Section 4. All members of the DuPage County Democratic Central Committee shall adhere to the organization's Code of Conduct as approved by the Executive Committee.

ARTICLE III. ORGANIZATION

Section 1. The County Chair and the officers of the Central Committee shall organize the County Convention. They shall determine and announce the date, time and place of the convention and draft its rules. The County Convention shall be governed by Robert's Rules of Order unless a contrary rule is adopted by the convention.

Section 2. The Central Committee shall meet 29 days following the primary at which Precinct Committee persons were elected for the purpose of holding the County Convention. The County Convention shall take place within DuPage County.

Section 3. The Rules for the County Convention shall be presented to the Central Committee's Executive Committee at least one month prior to the County Convention for consideration, discussion, and approval. The proposed County Convention Rules as approved by the Executive Committee shall then be submitted to the County Convention delegates for approval and adoption.

Section 4. At the County Convention, the Central Committee shall do the following:

- 1) Vote upon and approve the Rules of the Convention;
- 2) Organize by electing from its own members the Officers of the Central Committee listed in Article IV, Section 1 of these bylaws;
- 3) Elect delegates to the State Convention of the Democratic Party;
- 4) Approve committees for the purpose of nominating candidates for positions that did not have a candidate on the primary ballot;
- 5) Take all other actions as set forth in 10 ILCS 5/7-9.

Section 5. The elected officers of the Central Committee shall be the County Chair, First Vice-Chair and Treasurer. Each officer so elected shall be a voting member of the Executive Committee of DCDCC.

Section 6. The Officers of the Central Committee shall be elected at the County Convention in accordance with the laws of the State of Illinois, these by laws, and the County Convention Rules as adopted.

Section 7. To be qualified to serve as Chair or First Vice-Chair of the Central Committee, the candidate must be a currently elected Democratic Precinct Committeeperson in DuPage County. The Treasurer is not required to be a Precinct Committeeperson. No currently serving county or state elected official is eligible to run for Chair or Vice-Chair.

Section 8. A motion to nominate an elected Central Committee officer can be made from the floor by any qualified voting member of the Central Committee. The election of Central Committee officers shall be by weighted vote of the elected Precinct Committeepersons. The weighted vote shall be as follows: each elected Precinct Committeeperson shall have one vote for each ballot voted in his/her precinct by the primary electors of his/her party at the primary at which he/she was elected.

Section 9. All resolutions or votes other than the election of Central Committee Officers submitted to Central Committee shall be decided by a majority vote of the members present based on one person one vote.

Section 10. If the Chair, First Vice-Chair, or Treasurer decides to resign during the course of his / her term, the resigning officer shall send written notice to all members of the Central Committee at least 45 days in advance of his / her planned resignation. A special meeting of the Executive Committee shall be called with no less than 10 days notice in order to set the rules for the election of the replacement officer. A special election shall then be held with no less than 30 days notice, at which only Elected Precinct Committeepersons shall elect a replacement officer. The resigning officer shall remain in office until the new replacement officer has been elected, unless the resigning officer is no longer willing or able to fulfill his / her duties, in which case the Vice-Chair will assume the duties of the Chair. However, if a vacancy occurs in the office of Chair in the 120 days preceding the regularly scheduled County Convention (that follows the General Primary Election), the First Vice-Chair shall continue as acting Chair until the County Convention.

Section 11. Upon the submission of a petition by a Central Committee member to the Executive Committee alleging gross misconduct or material neglect of duties by an elected officer, notice will be given to Executive Committee and said officer who is the subject of petition. The petition must allege specific acts or failure to act and be submitted to each member of the Executive Committee. Following the submission, 34% of members of the Executive Committee must agree to call a special meeting for the complaint to move forward as described in Article 7, Section 7 of these bylaws. The petitioner and the officer will be invited to state their case to the Executive Committee. A 2/3rds vote of the Executive Committee will then be required authorizing a special Central Committee meeting to be convened, deciding the removal of the elected officer. That officer is then temporarily relieved of their duties until the special Central Committee meeting is held. A 2/3rds non-weighted vote of the Central Committee is required to permanently remove the elected officer. A special election shall then be held to elect the replacement officer.

ARTICLE IV. ELECTED OFFICERS, VICE CHAIRS AND APPOINTED POSITIONS

Section 1: The Elected Officers of the Central Committee shall have the duties as set forth herein.

1) County Chair

- a) The County Chair ("Chair") shall be the executive head of the DCDC.
 - b) The County Chair shall have the following duties:
 - i) Preside over the County Convention and all other meetings of the Central Committee and its Executive Committee;
 - ii) Appoint, with the approval of the Executive Committee, all Appointed Officers of the Central Committee;
 - iii) After consultation with and approval by the township chair, fill any vacancy of a Precinct Committeeperson created by resignation or failure to elect a Committeeperson;
 - (1) Provided however that:
 - (a) No Precinct Committeeperson may be appointed between the primary election and the County Convention;
 - (b) No Precinct Committeeperson may be appointed in any township between the County Convention and the next regularly scheduled township meeting provided the meeting is held within thirty (30) days of the County Convention;
 - (c) All appointed Precinct Committeepersons must be a resident of DuPage County, Illinois;
 - (d) No individual shall be appointed as Precinct Committeeperson in a precinct located within a township other than the township in which he/she resides.
 - iv) Be a member of and appoint the Chairman and members of all standing committees or any other committees as may be deemed necessary;
 - v) Call and chair meetings of the Central Committee as required by law or these by laws;
 - vi) Exercise such other powers and perform such other duties as shall be incident to the office of County Chair or delegated to him by statute;
 - vii) Be a voting member of the Executive Committee of the Central Committee.
- c) The Chair shall not serve as the chair of any township Democratic organization.

2) First Vice-Chair

- a) The First Vice-Chair shall have the following duties:
 - i) Preside over all meetings in the absence of the County Chair;
 - ii) Perform such other duties as assigned to him/ her by the Chair;
 - iii) Succeed to the office of Chair in the event of a vacancy for any reason until a successor is duly elected;
 - iv) Chair meetings of the Central Committee in the absence of the County chair;
 - v) Be a member of the Executive Committee of the Central Committee.

3) Treasurer

- a) The Treasurer shall have the following duties:
 - i) Be the official custodian of all monies of the Central Committee or any agency or committee thereof;
 - ii) Deposit all monies in a bank designated by the Executive Committee and maintain precise records thereof, which shall be open to inspection by any member of the Executive Committee;
 - iii) Disperse monies in accordance with DCDCC policies and procedures and as approved by the County Chair;
 - iv) Submit an annual fiscal report to the Executive Committee;
 - v) Submit all books to the Finance Committee for review at least once annually;
 - vi) Complete and file all financial reports with the Illinois State Board of Elections as required by law.
- b) Be bonded at the expense of the Central Committee.
- c) Be a voting member of the Executive Committee of the Central Committee.
- d) The Treasurer is not required to be a Precinct Committeeperson.

Section 2: Appointed Vice Chairs. The County Chair, with the approval of the Executive Committee, shall appoint the Vice Chairs set forth in this Section 2. The appointed Vice Chairs shall not be voting members of the Executive Committee. The term of all appointed positions shall run until the next County Chair election, at which point, the elected Chair will appoint or re-

appoint these positions. All appointments shall be subject to the approval of the Executive Committee, with the approval of a simple majority, at the first Executive Committee meeting following each appointment or re-appointment. Any appointed officer who is not fulfilling his / her duties may be replaced by the Chair with the approval, by a simple non-weighted majority vote of the Executive Committee.

The Appointed Vice Chairs shall be as follows:

1) Vice-Chair of Finance

- a) The Vice-Chair of Finance shall have the following duties:
 - i) Assist in planning, organizing, overseeing and promoting fundraising activities for the DCDCC; ii) Report monthly to the Chair the status of all fundraising activities; iii) Attend all meetings of the Central Committee and Executive Committee;
 - iv) Perform all other duties assigned by the Chair or Executive Committee.

2) Vice Chair of Governmental Affairs

- a) The Vice Chair of Governmental Affairs shall have the following duties:
 - i) Chair the Governmental Affairs Committee;
 - ii) Keep abreast of and report to the Elected Officers from time to time matters of governmental affairs;
 - iii) Perform all other duties as assigned by the Chair;

3) Vice Chair of Union Relations.

- a) The Vice-Chair of Union Relations shall have the following duties:
 - i) Serve as the Chair of the Union Relations committee;
 - ii) Promote, organize and oversee all activities of the Union Relations Committee;
 - iii) Perform all other duties as assigned by the Chair.

4) Vice Chair of Women and Minorities Outreach

- a) The Vice Chair of Outreach shall have the following duties:
 - i) Chair the Women and Minorities Outreach Committee; ii) Communicate with organizations within DuPage County;
 - iii) Perform such other duties as requested by the Chair.

Section 3. Appointed Positions. The County Chair shall appoint the Secretary, Sergeant at Arms and Parliamentarian. The Secretary shall not be a voting member of the Executive Committee.

The Sergeant at Arms and the Parliamentarian shall not be voting members of the Executive Committee or the Central Committee. The term of all appointed positions shall run until the next County Chair election, at which point, the elected Chair will appoint or re-appoint these positions. All appointments shall be subject to the approval of the Executive Committee with the approval of a simple majority, at the first Executive Committee meeting following each appointment or re-appointment. Any appointed officer who is not fulfilling his / her duties may be replaced by the Chair with the approval, by a simple majority of the Executive Committee.

The duties of each Appointed Position shall be as set forth herein.

1) Secretary

- a) The Secretary shall perform the following duties:
 - i) Be the official custodian of all records of the Central Committee;
 - ii) Maintain minutes of all meetings of the Central Committee and Executive Committee;
 - iii) Maintain current lists including their names, addresses, telephone numbers and email addresses of Committee persons, election judges and registrars and make the same available to the Executive Committee;
 - iv) Provide notice of Executive Committee meetings and Central Committee meetings to all qualified members of each committee;
 - v) Assist the County Chair with correspondence as requested by the County Chair.

2) Sergeant at Arms

- a) The Sergeant at Arms shall perform the following duties:
 - i) Keep order at all meetings of the DCDCC;
 - ii) Perform such other duties as assigned by the Chair or the Executive Committee.

3) Parliamentarian

- a) The Parliamentarian shall perform the following duties:
 - i) Be the official parliamentarian of all meetings of the DCDCC;
 - ii) Perform such other duties as assigned by the Chair or the Executive Committee.

Section 4: All elected and appointed DuPage County officers must be dues paying members of the Central Committee.

ARTICLE V: ANNUAL STRATEGY AND BUDGET

Section 1: Annually and prior to development and approval of the annual budget, the Chair will develop and document the DCDCC's strategy for each election cycle. This work shall be completed in consultation with Township Democratic Chairs, Officers, and with other experts, as the Chair deems appropriate.

- 1) The strategy will include the top goals for the DCDCC and will include budgetary requirements to achieve these goals. The Chair and the Executive Committee are accountable for the successful execution of the strategic goals.
- 2) The annual budget for the Party must include funding for each strategic goal. The Chair must present both the strategy and an annual budget for approval by the Executive Committee, prior to January 1 of the coming calendar year.

ARTICLE VI: FINANCE COMMITTEE

Section 1: Membership of the Finance Committee shall be the Chair, Treasurer, Vice-Chair of Finance, Executive Director, and other members, as the Chair deems appropriate. 1)

Purpose of the Finance Committee is:

- a) To oversee the financial and fiscal integrity of the DCDCC and to set operating procedures and policies as are required to meet this objective;
- b) To receive reports of the Treasurer and to provide recommendations to the Executive Committee regarding DCDCC finances;
- c) To oversee and assist in the fundraising activities of the DCDCC;
- d) To assist the Chair with the development of the annual budget proposal for the DCDCC;
- e) All expenditures, contracts, and financial promises shall be approved by:
 - i) The Executive Committee in the annual budget process OR
 - ii) The Chair subject to previously approved budgeted items OR
 - iii) The Finance Committee for non-budgeted items as stipulated within the Finance Committee policy.

ARTICLE VII. EXECUTIVE COMMITTEE

Section 1: Purpose. The Executive Committee shall, with the County Chair, have the general responsibility for all day-to-day affairs of the Central Committee and take appropriate steps to accomplish the principles of the Democratic Party. It shall make recommendations to the Chair

on appointments to be made by the Chair, and shall serve as a search committee for candidates to present to voters.

Section 2. Qualifications. An Executive Committee member must be an elected or appointed Precinct Committeeperson.

Section 3. Duties: All day to day operations of the Central Committee shall be conducted by the Executive Committee, provided, however, that this does not inhibit in any way the ability of the Central Committee to conduct any business on behalf of the Democratic Party of DuPage County.

Section 4: The Executive Committee shall consist of the following members:

- 1) The elected officers of the Central Committee;
- 2) The Appointed Vice Chairs and Appointed Positions under Article IV, provided that appointed officers shall not be voting members of the Executive Committee, unless they are also a delegate of their township or a township chair;
- 3) All current Chairpersons of a DuPage County Township Democratic Organization provided however that for a chairperson to vote at the Executive Committee meetings, the Township Organization shall have adopted by-laws. All such Chairpersons shall be entitled to vote on any matter before the Executive Committee. The Vice-Chair of each Township may serve as an alternate for the Township Chair and be entitled to vote.
- 4) All past County Chairs who reside in DuPage County and who are elected or appointed Precinct Committeepersons. All such past County Chairs shall be entitled to vote on any matter before the Executive Committee;
- 5) Thirty-one (31) Delegates from the DuPage County Township organizations elected in accord with this subsection. Each such qualified and duly elected or alternate delegate shall be entitled to vote on any matter before the Executive Committee except as provided in (2) below. The delegates shall be selected as follows:
 - a) Each DuPage County Township shall be entitled to that number of delegates that is equal to 31 (total delegates) multiplied by the percentage that the Township's total number of Democratic votes bears to the total DuPage County Democratic votes in the last primary election prior to the delegate election. Notwithstanding the foregoing, no township shall have less than two Delegates in addition to the chair of its Township Democratic Organization. If additional delegates are added to a township to bring its total up to two, other townships' delegate counts will not be decreased; rather, in such cases, the total number of delegates will be increased to more than 31.
 - b) Within thirty (30) days from the County Convention, each Township Democratic Organization shall elect its Delegates to the Executive Committee. In addition to the members to be elected in accordance with this article, each township shall elect one Alternate for each Delegate serving from that township. Both Delegates and Alternates shall be elected by weighted vote or by one man one vote as provided in the rules as adopted by the township.
- 6) In the absence of an elected Delegate at a meeting of the Executive Committee, the chair of the applicable Township Democratic Organization shall appoint one of the Alternates to

act as a Delegate at such meeting. The township chair shall notify the county chair in advance of the meeting when possible.

- 7) In the event of a vacancy in the office of Delegate or Alternate the Township Democratic Organization in which the vacancy exists shall elect a replacement within 30 days after the vacancy is declared.
- 8) To be a voting delegate the Committeeperson must be a dues paying member of the DCDCC as determined by the Finance Committee, and the Township which the delegate is representing must have adopted by-laws, Alternate delegates need not be a paid member of the DCDCC in order to vote.

Section 5. Meetings. The Executive Committee shall meet at least four (4) times each year, with one such meeting held each calendar quarter.

Section 6. Notice. The Notice for the date of each Executive Committee meeting shall be in writing or by electronic mail to each member at least 21 days in advance. The County Chair's final agenda, along with any proposed resolutions or bylaws submitted to the County Chair for consideration by the Executive Committee, shall be sent by electronic mail five (5) days in advance of the meeting.

Section 7. Special Meetings of the Executive Committee. A special meeting of the Executive Committee may be called by the Chair or upon written request of thirty-four percent (34%) of the Executive Committee delivered to the County Chair, who shall then call a special meeting. In either event the special meeting shall require a minimum of ten (10) days' notice.

Section 8: Procedure. The following procedure shall apply to all Executive Committee meetings.

- 1) A quorum of the Executive Committee shall consist of no fewer than 40% of the total membership of the Executive Committee.
- 2) The Executive Committee shall decide matters by a majority vote of the voting members present except as provided in the latest edition of Robert's Rules of Order.
- 3) After determination that a quorum is present, the first order of business shall be the adoption of the agenda as furnished with notice, or as properly amended. The Executive Committee shall then proceed to the business before them in the following order.
 - a) Approval of the minutes of the previous meeting;
 - b) Treasurer's Report;
 - c) Chair's Report;
 - d) Executive Director's Report;
 - e) Standing and special committee reports;
 - f) Unfinished business;

- g) New Business;
 - h) Resolutions;
 - i) Township Reports;
 - j) Adjournment.
- 4) New business or resolutions submitted for consideration or adoption may be referred by the County Chair to the proper committee for consideration, study and report, unless a majority votes to overrule the chair's referral.
 - 5) In order to be considered at a meeting of the Executive Committee, and with adequate notice of the Executive Committee meeting, Executive Committee members may submit any proposed resolution, bylaw amendment, or agenda item to the Chair either in writing or in electronic format, 10 days in advance of said meeting. Chair must send a final agenda, along with the text of proposed resolutions and / or bylaw amendments, to the Executive Committee members at least 5 days prior to the Executive Committee meeting. Any Resolution not submitted to the Chair in this manner shall not be considered at any meeting of the Executive Committee unless it is of an emergency nature, was provided in writing, and the vote thereon is properly approved by at least one-third of the voting committee members present.
 - 6) In the event a Resolution is tabled or postponed definitely or indefinitely, the Resolution need not be sent to the members of the Executive Committee together with the agenda for the following meeting. However, a copy of the Resolution shall be made available to all members of the Executive Committee at any meeting in which a Resolution is to be considered.
 - 7) A copy of the Resolutions shall be made available to all members of the Executive Committee at the meeting at which it is to be considered.
 - 8) All procedural matters before the Executive Committee shall be governed by the most current edition of Robert's Rules of Order unless otherwise modified by these bylaws or rules adopted by the Executive Committee.
 - 9) The Parliamentarian of the Central Committee shall also serve as Parliamentarian of the Executive Committee.
 - 10) All Democrats in good standing residing within DuPage County, whether or not elected Precinct Committeepersons, shall be eligible to serve on committees.
 - 11) The Chairs of each standing committee shall be an Ex-Officio member of the Executive Committee.

ARTICLE VIII. BYLAW AMENDMENTS.

Section 1: Any member of the Central Committee may propose a bylaw amendment

by submitting it in writing to a member of the Executive Committee or a DCDCC Officer. The Executive Committee member shall then submit the proposed amendment to the Chair no less than 10 days in advance of the next Executive Committee meeting. The Chair shall then provide members of the Executive Committee the text of the proposed amendment to review at least 5 days in advance of the Executive Committee meeting.

Section 2: For the bylaw amendment to advance, a simple majority of the Executive Committee members present and voting at any meeting of the Executive Committee must vote in favor of bringing the proposed amendment before the Central Committee for a vote. If approved by the Executive Committee, the Chair shall send written notice to all members of the Central Committee at least 30 days in advance of the next Central Committee meeting.

Section 3: These Bylaws may be amended by a two-thirds non-weighted vote of the members present and voting at any meeting of the Central Committee provided that written notice of the proposed amendment has been given to the members at least 30 days in advance of the meeting. Approved bylaw changes will go into effect the day after the vote, unless the Executive Committee specified a different time interval in advance.

ARTICLE IX. CONDUCT OF MEETINGS.

Section 1: All meetings of the Central Committee and Executive Committee shall be conducted according to Robert's Rules of Order, except when in conflict with the law of the State of Illinois or these By-Laws.

By-Laws of the DuPage County Democratic Central Committee as of xx/xx/xx