

# WimDems Governance & Bylaws of the Wimberley Democrats

## Article I: NAME

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

## Article II: PURPOSE

### Section 1: Purpose.

The primary purpose of the WimDems [Wimberley Democrats] Organization is to ~~foster~~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 help to elect Democratic candidates. Values

~~We~~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.

~~This Democratic Club of Wimberley Valley will reflect the Hays County Democratic Party organization, with its official documents, created in accordance with the Texas-wide Democratic Party Documents. In accordance, Steering Committee members will refrain from public support for a candidate of another party.~~

## Article III: ORGANIZATIONAL STRUCTURE

### Section 1: Organization Overview

The ~~Wimberley Democrats shall be an organization of politically like-minded individuals. The WimDems is~~Organization comprises a general membership (“the Members”) governed by a Steering Committee ~~composed of Officers, Precinct Chairs, and Subcommittee Chairs. Each member of the~~. In addition to the procedures defined in these Bylaws, the Steering Committee ~~will have one vote. In the absence of a Subcommittee Chair, the Subcommittee’s Co-chair will~~may adopt other policies and define other positions that subcommittee’s vote. 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.

~~Local precincts represented are currently identified as Precincts 333, 335, 337, and 339.~~

### Section 2: Membership, and Dues, & Meetings

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 ~~membership~~roster of Members is kept, for contact information to facilitate notification and communication. The WimDems Organization will ~~however,~~ accept contributions as needed for ~~their general expenses for operations, meetings civic activities, social events and other operating costs, etc.~~

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~~During election years, general meetings shall be held on a regular basis set by the Steering Committee in order to educate voters and provide members with opportunities to know candidates and their positions prior to the primary and general elections. Such meetings will be publicized to the membership by email and by notice in area newspapers, and when possible to those without email by phone and postcards.~~

### Article IV: STEERING COMMITTEE

#### Section 1: Governance

#### Section 3: Composition of the Steering Committee

The Steering Committee of the ~~WimDems [Wimberley Democrats]~~Organization shall be composed of the following members:

- ~~Four elected officers: one -- Chair, Vice-Chairs as needed, one secretary, one treasurer, one registrar, one phone bank coordinator, one block walk coordinator, and one volunteer coordinator. In addition to the Chair, Secretary, and Treasurer;~~
- ~~Four elected non-officers, the following members have seats on the Steering Committee: the ; and~~
- ~~The Democratic Precinct Chairs for all local precincts (serving ex officio); The local precincts are currently defined as 333, 335, 337, 338, and chairs 339. If any of all Subcommittees. Chairs these precincts is subdivided, or if any other reorganization results in a larger number of Ad Hoc Committees do not have seats on precincts covering the same area, the number of Steering Committee. At the discretion of the Steering Committee, the Vice-Chair's position may become two positions, with the senior member mentoring the junior member. Past officers may will be invited increased accordingly to contribute their expertise, if available and when needed 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 of the WimDems shall be held as needed and shall be called by the Chair, and at the request of will publicize all meetings by email and other Organization social media and by notices in local newspapers.~~

#### Section 5: Meetings of the Steering Committee members or a block of members.

- ~~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 area Democrats all Members.~~
- ~~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~~

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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 ~~2: Elections~~ & ~~6: Terms, Nominations and Elections~~

~~a. Terms - The elected positions on the Steering Committee Officers have a term of two years and shall be elected determined in every two years during non-statewide election years odd-numbered year at the Spring Annual Meeting, by simple majority vote of the. Elected members present and voting. In case of a plurality vote among three or more nominees, a runoff shall be held between the two candidates receiving Steering Committee may serve consecutive terms without limit.~~

~~a.b. Precinct Chairs - Precinct Chairs are selected by the greatest number of votes. For an uncontested position, a voice vote will be taken. For a County Party (or elected by voters if contested position, the vote will be conducted by show of hands; a paper ballot may be used if requested by any member present.)~~

~~b.c. Nominations & Ballots - Nominations are open to volunteers and to the recommendation of other members. 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 Spring Annual Meeting and verified by the Steering Committee will be publicized to the membership via electronic communication at least 14 days prior to the Spring Annual Meeting in WimDems election years (odd-numbered years). In addition, any member of The WimDems can nominate himself or herself or another member from the floor at the election Annual Meeting.~~

~~Voting - 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 because of absence from county, physical inability, or illness, 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 WimDems member or electronically submitted to a WimDems officer Member to vote in the stead of that individual member.~~

~~The officers of the Steering Committee shall be elected by the affirmative vote of the majority of the general membership of The WimDems the absent Member. Alternatively, a Member who cannot be present and voting at the Annual Meeting in a WimDems election year. Full terms of office shall be for two years. Elected officers may serve consecutive terms without limit.~~

~~e.d. All subcommittees elect vote by sending their own leaders selections to the Organization's email address at least seven days before the Annual Meeting.~~

~~Precinct Chairs are selected by the County Party (or elected by voters if contested).~~

~~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.~~

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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 37: Resignation or Removal of Steering Committee Members

a. Resignation – Any ~~officer or other~~ Steering Committee member may resign at any time by giving written notice of such resignation to the Chair or to the Secretary ~~of The WimDems.~~ Unless otherwise specified in such written notice, such resignation shall take effect upon receipt ~~thereof~~ of the written notice by such officer, and the acceptance of ~~such~~ that resignation shall not be necessary to make it effective, unless expressly so provided in the written resignation.

Removal – Any Steering Committee ~~or subcommittee~~ member may be removed ~~for cause by action of the Steering Committee. Grounds for removal shall include, but not be limited to: 1) statements or activities which are detrimental to the WimDems, or which are in opposition to the principles of the organization; 2) failure to attend at least seventy five per cent (75%) of all regular Steering Committee meetings, or 3) taking actions as a Steering Committee Member which are not permitted under these by laws which may result in legal or financial liability, or functional impairment of the Organization.~~

b. Any Steering Committee or subcommittee member may be removed, either, with or without cause, by the affirmative vote of a majority of the Steering Committee ~~Officers~~ members, and a successor may be elected by a majority vote of the ~~entire~~ Steering Committee at any time ~~members~~.

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

### Article V: STEERING COMMITTEE MEETINGS

Quorum – ~~A majority of the current Steering Committee members must be present in person in order to constitute a quorum for the transaction of business at any meeting of the Steering Committee. 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.~~

### Article VI Section 8: Officers and Duties

#### CHAIR

The Chair is the chief governance officer (~~CGO~~) of the WimDems Organization and as such oversees, guides, coordinates, and calls Steering Committee meetings ~~whereat which~~ all the business of the WimDems Organization is coordinated, such as planning future general membership meetings. The ~~CGO chairs~~ Chair presides over meetings, signs necessary documents and coordinates with the Treasurer for payment of all expenses, including space rentals and other accounts payables, and coordinates arrangements for all WimDems Organization events and other events in conjunction with other Community Clubs, the Hays County Democratic Party, and the Texas Democratic Party. Provides The Chair provides an annual report at the Annual Meeting.

#### VICE CHAIR ~~(CHAIR PRO TEM)~~

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In the absence of the Chair, the Vice Chair presides over meetings, prepares agendas and fulfills duties of the Chair. The Vice Chair assists the Chair as ~~requested~~the Chair requests and participates in Steering Committee meetings and planning. In the event of the illness, death, or long-term disability of the Chair, or if a vacancy in the Chair position occurs, the Vice Chair becomes the Chair Pro Tem and assumes all duties of the Chair until a new Chair is elected, including signatory authority for the purposes of banking transactions. ~~(This position does not imply automatic succession to the Chair.) This position may be split between two people, designated as First and Second Vice Chair.~~

### SECRETARY

The Secretary records the minutes of the Steering Committee meetings and annual meetings as required as proof for officers to be added to signatory card to maintain the bank account; maintains records of policies and procedures adopted; ensures such records are archived; supports all other officers in their work, as necessary; and participates in Steering Committee meetings and planning. Minutes The Secretary shall ~~be submitted~~submit minutes of meetings to the Chair within ~~7~~seven days of the meeting.

### TREASURER

The Treasurer maintains bank account and financial records; provides written reports as requested and at the Annual Meeting; collects, records, and deposits donated funds; coordinates with the Chair for payment of all authorized expenses, and participates in Steering Committee meetings and planning.

### REGISTRAR

~~The Registrar maintains the database from sign-in sheets and website registrations; provides phone lists, and other communication related reports as needed to the Chair and others as designated by the Chair; maintains up to date contact information, respecting confidentiality. The Registrar is responsible (in coordination with the Chair) for publicity to the membership and news outlets, and participates in Steering Committee meetings and planning.~~

### VOLUNTEER COORDINATOR

~~The Volunteer Coordinator recruits and schedules existing volunteers for upcoming club activities and opportunities. He/she helps club officers and committee Chairs learn best practices to maintain and attract volunteers, and participates in Steering Committee meetings and planning. Upon request, the Registrar will provide the current list of volunteers for any designated club activity.~~

### BLOCK WALK COORDINATOR

~~The Block Walk Coordinator leads door-to-door block walks in the Wimberley area. He/she provides training to all new block walk volunteers; works with any VAN-accessible WimDems member to enter VAN data after walks; register voters during walks if they are a Deputy Voter Registrar in Hays County; recruits new volunteers; and participates in Steering Committee meetings and planning. They use lists generated by a Wimberley precinct chair or other members who have VAN access. Upon request, the Registrar will provide the current list of block walk volunteers, and the Block Walk Coordinator will provide the Registrar with all new volunteer contact info.~~

### PHONE BANK COORDINATOR

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The Phone Bank Coordinator leads phone banks in the Wimberley area. Phone bank goals vary from GOTV, event announcements, volunteer/member recruitment, etc. He/she provides training to all new phone bank volunteers; works with any VAN accessible WimDems member to enter VAN data after phone banks; and participates in Steering Committee meetings and planning. They use lists generated by a Wimberley precinct chair or other members who have VAN access. Upon request, the Registrar will provide the current list of phone bank volunteers, and the Phone Bank Coordinator will provide the Registrar with all new volunteer contact info.

### Article ~~VIII~~: FUNDS AND EXPENDITURES

#### Section 1: Receipt of Funds

~~Cash donations~~The Treasurer shall total and record donations by cash, check, or other means at events shall be totaled and recorded by reports those amounts in the Treasurer and another member of the Steering Committee at the end of each event and a record of the income submitted to the Chair within 24 hours. All donations Treasurer's next monthly report. The Treasure shall be deposited by the Treasurer within three business days from their receipt deposit all donations in a timely manner.

#### Section 2: Banking Transactions

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

#### Section 3: Disbursement of Funds

- a. ~~Financial transactions which have~~The Steering Committee must approve each financial transaction of the Organization that has a value of \$150300 or more shall require majority. The Steering Committee may give such approval of the Steering Committee. Such approval may be obtained by by a signed, written consent of a simple majority of the entire Steering Committee members. Such consent may be obtained or by email from a simple majority of the entire Steering Committee provided that all members of the Steering Committee are addressed in such the outgoing email.
- b. All Organization checks, drafts, or orders for payment of money up to \$150 and including \$300 shall be signed by either the Treasurer or the Chair. Organization payments in excess of \$150300 shall require the signature of both the Chair and the Treasurer, or another officer who the Steering Committee has designated officer with to havr signatory authority for this purpose.

#### Section 4: Reimbursements

- a. WimDemsThe 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; best practice requires that, and another officer with signatory authority do so must sign the subject reimbursement check.

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### Section 5: Audit of Financial Statement

- a. ~~The WimDems GPAC~~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](http://www.ethics.state.tx.us). These reports include all contributions and expenditures by the ~~club~~Organization, and are available to the public ~~24/7. The Steering Committee can at its discretion create an ad hoc Financial Audit Committee that will provide a written report within 30 days of audit completion.~~

### Section 6: Dissolution.

- 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 ~~this~~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 ~~this document.~~these Bylaws. If ~~this~~the Organization is to be dissolved, the ~~executive~~ 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 WimDems Organization.

## Article VIII: COMMUNICATION POLICYV: AMENDMENTS TO BYLAWS

### Section 1: ~~Photography Policy~~Interim Amendments

~~Photos suitable for sharing on the WimDems website or Facebook page are those for which the individuals in the photograph chose to be photographed when invited. In general, informal snapshots that show the face~~Between annual meetings of the ~~individual will not be shared publicly on our website or social media without permission.~~

### Section 2: ~~Email Alerts for Actions or News Items Pertaining to Non-Party Issues~~

~~At the discretion of the Chair, the Registrar, or~~membership, the Steering Committee ~~by vote, the Registrar will inform the membership of issues before the Legislature or Congress on items that are strongly identified as core to the identity of the party. Other news items that may interest some of the readers may be sent out with just an FYI approach, without any action being urged.~~

## Article IX: AMENDMENTS TO BYLAWS

### Section 1: ~~Provisional Approval/Implementation by Steering Committee~~

- a. amend these Bylaws ~~may be altered, amended, or repealed, and new bylaw proposals may be approved by a upon the affirmative vote of two-thirds~~ ~~vote~~ of the entire Steering Committee ~~followed by ratification by the general membership.~~ For decisions on interim amendments, a Steering Committee member may vote by written proxy given to another Steering Committee member. ~~General membership will be informed in a timely~~

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manner by newsletter of each specific change approved and provisionally implemented by Steering Committee and feedback is always welcome.

- 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 adopted 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 ChangesAmendments

- a. The Steering Committee will distribute any proposed changesamendments to the Bylaws will be distributed to the membership electronically by March 1<sup>st</sup> prior to at least three weeks before the next Annual Meeting withat which the membership will vote on the proposed amendment. The proposed amendments so distributed will include all changes marked as clearly markedas 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 changesamendments will be designated as either 1) provisionally implemented and operated upon byinterim amendments, which will include the details about time of adoption and rationale for adoption OR 2) a new proposed amendment for consideration.
- a.c. For the Steering Committee and include details about time of implementation OR 2) a new proposed change or addition for consideration. All members are welcome to propose additional changes and offer comment throughout the year, or during this General Comment period between March 1<sup>st</sup> and March 15<sup>th</sup> 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 provisionally implement some or alladopt membership requests for changes prior to the Annual Meeting.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.

### Section 3: Ratification Process by Membership

All provisionally implemented changes shall be ratified by a voice vote of the majority membership present (including written proxy votes) at the next annual meeting. In the event of confusion with the voice vote, a vote by show of hands may be taken to determine if majority is achieved for the final vote on ratification.

### Article ~~XVI~~: NON-DISCRIMINATION

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