

**BYLAWS**  
**Potrero Hill Democratic Club**

I. Name

The name of this organization shall be the **Potrero Hill Democratic Club**, hereinafter referred to as the **Club**.

II. Purpose

We share a vision of a Democratic party that believes government at all levels must be responsive and accountable to the needs of all people. We affirm our commitment to traditional Democratic party values of building a strong and diverse economy, honoring labor, providing human services, protecting the environment, and working toward a world at peace. We'll work to make our community and city livable, affordable, sustainable, and reflective of the rich diversity of its residents.

We will strengthen the political voice of Potrero Hill through encouraging active participation in the electoral process. We will register new voters and encourage all registered voters to exercise their franchise. We will conduct educational programs about candidates and issues facing the electorate. We will make tangible improvements in our community through service. We will organize and involve the residents of Potrero Hill in issues affecting our interests. We will review and advocate or oppose measures that the Club believes to be of interest to our community. We will endorse propositions and candidates for office and actively work for those that the Club endorses.

III. Membership

Any registered Democrat may apply for membership in the Club who

1. Subscribes to the purposes of this organization as outlined in Article II,
2. Completes a Club membership application, and
3. Pays membership dues as set forth in Article IV of these bylaws.

There shall be two categories of membership in the Club, **Regular** and **Affiliate**.

1. **Regular** member: any person who has satisfied the above requirements and who is also registered to vote in Potrero Hill, defined as that part of San Francisco, California bounded by San Francisco Bay on the east, Potrero Avenue on the west, Division and King Streets on the north, extending northeastward to the Bay, and Cesar Chavez on the south.
2. **Affiliate** member: any registered Democrat not eligible to be a Regular member of this Club or person ineligible to vote may be an affiliate if he/she agrees to support the principles and programs of the Club. Affiliate members shall have no voting privileges, nor the privilege to make or second motions, nor shall they be allowed to hold office or serve on the Executive Committee, but shall enjoy all other rights and privileges accorded Regular members including serving on ad hoc committees.

Membership shall commence immediately upon payment of dues.

The membership list shall be available only to Officers of the Club, and to the Democratic Party as necessary for chartering. The list shall not be made available to the general public, and it is not to be used for any purpose other than official Club business.

#### IV. Dues

Membership dues shall be determined by vote of the general membership.

#### V. Voting

Voting privileges are granted by these Bylaws only to those persons who qualify as Regular members.

Eligibility to vote on endorsements begins 60 days after a member has become a Regular member.

In order to vote on endorsements, a member is required to attend at least two meetings or other Club events in the twelve months preceding an endorsement vote.

Regular Members who fulfill the eligibility requirements enumerated in this Article are "members in good standing."

Delegates to the California Democratic Party Pre-Endorsement Conferences shall be chosen by the Executive Committee.

Any disputes about procedural matters not covered by these Bylaws shall be resolved by the ruling of the First Vice President or, in his or her absence, the presiding officer in accordance with *Robert's Rules of Order*.

Voting by proxy shall not be allowed. Written absentee ballots for endorsement, candidates or any other matter properly noticed to the general membership will be accepted by any officer up to adjournment of the meeting, if a member is physically unable to attend.

Unless these Bylaws provide otherwise, all other decisions take by the Club shall be made by a simple majority of Regular members present.

#### VI. Officers

The Club shall have the following officers who shall perform the following duties:

1. **President.** The President shall be the chief executive officer of the Club and shall

preside at regular and special meetings of the general membership. The President shall chair the Executive Committee and is an adjunct member of all standing and ad hoc committees. The President is the spokesperson for the Club.

2. **First Vice President.** The First Vice President shall serve as assistant to the President and as Parliamentarian and shall serve as Chair of Membership, encompassing outreach, retention and communication. He/she shall serve as President of the Club in the event of the death, resignation, removal from office or inability to act of the President.
3. **Second Vice President.** The Second Vice President shall be the Chair of Political Action. The second Vice-President shall keep the Club apprised of opportunities for activism, place such events on the Club calendar, and organize members' political action.
4. **Secretary.** The Secretary shall keep the minutes of regular, Executive Committee, and special meetings, and submit them for posting on the web site.
5. **Treasurer.** The Treasurer shall be the chief financial officer of the Club. The Treasurer shall collect all membership dues and any other moneys due the Club. The Treasurer shall maintain any monetary accounts authorized by the general membership or the Executive Committee and shall make quarterly and annual reports to the general membership on the fiscal condition of the Club.
6. **Tech Officer.** The Tech Officer shall maintain and enhance the Club's web site and other technological resources, provide tech support for Club projects, and research and develop new ways technology can help the Club.
7. **Officer At-Large.** Shall attend monthly Executive Committee meetings and participate in planning Club meetings and other activities, as specified in Article X.
8. **Officer At-Large,** duties same as above.
9. **Officer At-Large,** duties same as above.
10. **Officer At-Large,** duties same as above.

## VII. Term of Office

Officers of this Club shall serve for a term of one year, beginning the next regular meeting following the election.

In the event a vacancy occurs in the office of President, the First Vice President will serve the remainder of the term and will call a special election for First Vice President, properly noticed, for the next regular membership meeting. If a vacancy occurs in any other office, the President will call a special election, properly noticed, for the next regular membership meeting. Officers so elected will serve the remaining portion of the term.

## VIII. Nominations / Elections of Officers

Elections for office shall be held in February of each year. Nominations will be accepted during the regular January meeting and, during the February meeting, for up to thirty minutes before the time set for the election.

Election requires a simple majority vote of Regular members present and those voting by valid absentee ballot. If no candidate receives a majority vote, there shall be a runoff election between the top two vote-getters. Absentee ballots cast for one of the top two vote-getters shall be counted in a runoff election; other absentee ballots shall be disregarded.

## IX. Dismissal of Officers

Officers may be dismissed from office by a vote of the membership. Reasons for dismissal might include but are not limited to

- misrepresentation of Club positions
- breach of fiduciary duties
- waste of Club's assets
- activities adversely reflecting on the Club

Any officer of this Club shall be dismissed from office if all of the following conditions are met:

1. The Executive Committee, at a regular meeting, has voted by majority vote to recommend such removal from office to the general membership; or 10% of the Regular membership have signed a petition calling for removal from office and presented it to the Club President; and
2. If the recommendation comes from the Executive Committee, it will be made a properly noticed item on the agenda for the next membership meeting; if the recommendation comes from the general membership, by petition, at a membership meeting, it will be made a properly noticed item on the agenda for the next membership meeting; and
3. The recommendation is approved by 60% of Regular members present and members voting by valid absentee ballot.

## X. Committees

**Executive Committee.** The Executive Committee shall consist of the elected officers, the immediate past president, and the chairs of any committees as ex-officio, non-voting members, with the exception of the Program Committee Chair and the Political Action Committee Chair, who are elected officers. The President of the Club shall serve as Chair of the Committee. It shall be the duty of the Executive Committee to plan the agenda of the regular membership meetings, to act on behalf of the Club on routine matters and in emergency situations, and oversee the standing and ad hoc committees.

The Executive Committee shall not have the power to amend these Bylaws nor to endorse propositions and candidates, such power being reserved expressly for the general membership.

The Executive Committee shall meet monthly, two weeks prior to the general membership meeting. Half the number of officers on the Executive Committee shall constitute a quorum of the Committee.

**Standing Committees.** There shall be such standing committees as deemed necessary and created by resolution of the general membership or the Executive Committee. The President, with the concurrence of the Executive Committee, shall designate the Chair of standing committees, with the exception of the Program Committee, which will be chaired by the First Vice President, and the Political Action Committee, which will be chaired by the Second Vice President. The chairs shall serve for a term of one year or until their successors are appointed. Committee membership is open to all members of the Club. Standing committees shall consist of a minimum of two members of the Club.

**Ad hoc Committees.** The President may appoint ad hoc committees to study and report on specific issues or problems as needed.

## XI. Meetings

The general membership of the Club shall meet on a regularly scheduled day on a monthly basis at a location within the Club's boundaries. For good cause, the date, time and place of a regularly scheduled meeting may be changed by resolution of the general membership or Executive Committee. Notice of any such change must be made to the general membership.

Special meetings may be called for by resolution of the Executive Committee or by 10% of the general membership. Notice of special meetings must be made to the general membership.

Twelve members or 50% plus 1 member of the Regular membership, whichever is fewer, constitutes a quorum.

Notice for regular or special meetings of the Club shall be in writing and e-mailed, or mailed if there is no e-mail address, to each member at the address shown on the Club membership records at least 7 days before the scheduled meeting.

## XII. Endorsements

The Club may endorse candidates and measures consistent with the Club's statement of purpose. In no event shall the Club endorse any candidate for partisan office who is not a registered Democrat.

For single-winner, single-vote races, club endorsement requires gaining 60% or more of the votes cast by Regular members present and members voting by absentee ballot.

For single-winner, ranked-choice voting races, club endorsement requires gaining 60% or more of the votes cast by Regular members present and members voting by absentee ballot. The votes will be counted using the ranked-choice method to determine a first-choice endorsement. If a first-choice endorsement is obtained in the first or subsequent counts, that candidate's votes will be removed from the ballots, and the votes will be counted again, using the ranked choice method. Counting in this way will continue to determine second-choice and subsequent choice endorsements until either the number of endorsements reaches the number of candidates a voter can choose, or until the 60% threshold is not obtained in a ranked choice count.

The endorsement threshold for multi-seat races, where candidates do not need a majority of votes to win on election day, shall be 50% of the votes cast by Regular members present and members voting by absentee ballot. The number of endorsements in a multi-seat race will not exceed the number of seats in the race. If the number of candidates reaching 50% of ballots cast exceeds the number of seats in the race, the top vote-getters will be endorsed, up to the number of seats in the race.

An abstention shall not be considered a vote cast for an endorsement, and shall not be counted for any purpose to determine an endorsement.

Notice of endorsement meeting shall be provided to the general membership as part of the regular meeting notice and shall include the names of candidates to be considered, and for ballot measures, a brief description.

The Club may rescind its endorsement by vote of 60% or more of Regular members present and members submitting valid absentee ballots at a subsequent general membership meeting during which a vote is called, provided the rescission has been properly noticed to the membership.

### XIII. Amendments

These by-laws may be amended by the following procedure:

1. Any Regular member of the Club may move an amendment.
2. If a motion to amend is seconded, the membership shall be notified as specified in ARTICLE XI (Meetings) and considered at the next meeting.
3. The Club may amend its bylaws by a vote of 60% or more of the Regular members present and members voting by valid absentee ballot.

The President may decide to appoint an ad hoc committee to review the Bylaws and recommend amendments. The Committee's report and recommendations shall be provided to the general membership as part of the meeting notice during which the amendments are to be considered and voted upon.

These bylaws were approved as written at the organizational meeting of the Potrero Hill

Democratic Club this 13th day of February, 2007.

Joni Eisen, President

Thomas Bates, Secretary

amended November 11, 2011

amended January 8, 2013

amended February 4, 2014

amended April 7, 2015

amended August 4, 2015

amended February 2, 2016

amended April 3, 2018