

# ByLaws

## BUSINESS AND PROFESSIONAL (B&P) CAUCUS OF THE CALIFORNIA DEMOCRATIC STATE CENTRAL COMMITTEE BY LAWS

Last Amended: xx [fill in] CDP State Convention (to be approved at the CADEM State Convention November 16, 2019)

### ARTICLE I — Definition and Purpose

#### Section 1.

This Caucus comprises the Business and Professional Caucus of the State Central Committee — The California Democratic Party.

#### Section 2.

It shall be the purpose of this caucus to promote and encourage full participation by Business and Professional people in the Democratic Party and its activities at all levels. Furthermore, the Caucus shall initiate and support party methods, issues, and policies which reflect the interest and welfare of Business and Professional people, and act as the vehicle for implementation of Party Business and Professional policies.

### ARTICLE II — Membership

#### Section 1.

Persons eligible for membership in this Caucus are: any person who shares an interest in the actions of business and professionals in the State of California, and who is of voter registration or pre-registration age (as defined in the Elections Code) who is also either (a) registered Democrats or (b) ineligible to register as Democrats, but who have expressed an interest in registering as a Democrat upon becoming eligible to do so.. Upon application and payment or waiver of the prescribed dues, in accordance with current CDP Bylaws and Article XIII of these B&P Caucus Bylaws, eligible persons will be granted full membership and voting status ten days after receipt of dues payment or a substantially complete waiver request. Members are eligible to hold any elective or appointive office of this Caucus, except for the Chairperson who must be a member of the Democratic State Central Committee.

#### Section 2.

Duly elected Democrats to Public Office within the State of California who meet the requirements of Section 1. above are eligible for special membership to this Caucus.

### Section 3.

Affiliated Business and Professional Clubs and Affiliated Organizations may hold membership in this Caucus. Upon payment of their annual affiliation dues and meeting the requirements of Section 1, such Organizations and Clubs will be entitled to appoint 5 members to this Caucus.

### Section 4.

Those members facing financial challenges or setbacks, who are legally prohibited or limited from making campaign contributions or subject to an objective impediments to payment may have their dues waived in accordance with Article XIII of these Bylaws and any applicable requirements under the Democratic State Central Committee bylaws.

### Section 5.

The B&P Caucus is prohibited from discriminating on the ground of race, color, creed, national origin, sex, age, religion, ethnicity, sexual orientation, gender identity, disabilities as defined by the Americans with Disabilities Act of 1990, or economic status.

### Section 6.

All memberships expire three months prior to the Convention of the California Democratic Party and must be renewed in order to vote at such convention or subsequent meetings.

## ARTICLE III — Meetings

### Section 1.

Regular meetings of the entire Business and Professional Caucus will be held in conjunction with the regularly scheduled meetings of the State Central Committee and its Executive Board and at such other times as are consistent with these Bylaws.

### Section 2.

Special meetings of the Business and Professional Caucus may be called:

1. Upon call of the Caucus Chairperson, or

2. Upon call of the Chairperson, who shall call a special meeting within 15 days immediately following his/her receipt of a written request for a special meeting signed by not fewer than 25 members of the Caucus, or
3. Upon the call of the Caucus Executive Committee.

Section 3.

All meetings shall be conducted in compliance with Robert's Rules of Order except as otherwise provided in these by-laws as interpreted by the parliamentarian, or by the Chairperson in the absence of the parliamentarian.

Section 4.

Meetings of the Business and Professional Caucus not scheduled concurrently with the Conventions or Executive Board meetings of the California State Central Committee, shall be scheduled at a time that provides, in the judgment of the Executive Committee, for optimum attendance.

Section 5.

A statewide conference of the Business and Professional Caucus may be called annually in any of the methods and manners set forth in Section 2. of this Article III, at a time and place to be determined by the Executive Committee of the Caucus.

Section 6.

Business and Professional Caucus meetings shall be open to all registered Democrats.

Section 7.

Notice of the agenda for all Business and Professional Caucus regular meetings shall be emailed (where consent to email notice has been provided) or, otherwise, mailed to each member at the email or mailing address on file with the Caucus and shall be posted at least 10 days in advance on social media sites and Caucus websites, if available.

ARTICLE IV – Officers

Section 1.

Officers of this caucus shall be a Chairperson, a Northern California Vice Chair, a Southern California Vice Chair, a Secretary, and a Treasurer.

## ARTICLE V — Executive Committee

### Section 1.

The Executive Committee of the Business and Professional Caucus shall be composed of all Officers of the Caucus as stated per Article IV Section 1, the Parliamentarian and no more than seven at-large members.

### Section 2.

The at-large members of the Executive Committee shall be appointed by the Chairperson with the advice and consent of the Executive Committee.

### Section 3.

The Parliamentarian shall be appointed by the Chair, with the advice and consent of a majority of the executive committee and shall have the duty and responsibility to ensure that all meetings are orderly and run in accordance with Robert's Rules of Order and with these By-laws.

### Section 4.

Chairpersons of all standing committees shall be appointed by the chairperson of the Caucus, with the advice and consent of a majority of the Executive Committee.

### Section 5.

The duties and responsibilities of the Executive Committee are:

1. To exercise general supervisory and administrative authority over the Business and Professional Caucus.
  2. To confirm nominations made by the Chairperson for the offices of Parliamentarian and for chairs of all standing Committees or of any special committees which the Chairperson may deem necessary from time to time in the execution or implementation of his/her administrative program for the interest, betterment, improvement, growth and/or advancement of the Business and Professional Caucus or the causes which the Caucus espouses, promotes or supports.
  3. c. To formulate and implement the plans, programs and agenda for the operation, functioning, work and service of the Business and Professional Caucus, both for the California Democratic Party and the Business and Professional Community which the Caucus is dedicated to serve.
- Section 6.

- The Executive Committee shall meet whenever scheduled by the Executive Committee and upon call of the Chairperson or, if there is no Chairperson, the Secretary. Seven days advance notice of any such meeting shall be required and any such notice shall be in writing and include the agenda.

## ARTICLE VI — Powers and Responsibilities of Officers

### Section 1.

The Caucus Chairperson shall be the principal executive officer, the official spokesperson of and for the Caucus and the designated Caucus voting member of the Executive Board of the California State Central Committee. The Chairperson shall carry out the policies of the Caucus and shall perform the actions necessary and reasonable to effectuate the purposes of the Caucus. The Chairperson must be duly credentialed member of the Democratic State Central Committee of the California Democratic Party as determined by the California Democratic Party.

### Section 2.

The Caucus Vice Chairs shall do all things that are necessary to aid and assist the Chairperson in the performance of his/her duties and, in the absence of the Chairperson, assume the responsibilities of the Chairperson. One Caucus Vice Chair must be from Northern California and the other Vice Chair must be from Southern California.

### Section 3.

1. The Treasurer shall collect and account for the receipt and transmission of funds as required by the CDP Bylaws. Notwithstanding the foregoing, the Caucus shall neither raise nor disburse funds other than nominal dues, and standard or routine costs of regular meetings (such as postage, and other costs associated with notice, as well as the cost of meeting rooms), and all such funds shall be promptly accounted for and processed according to the rules promulgated by the Finance Committee of the CDP.
2. The Treasurer shall be responsible for keeping a record of who has paid or had waived her/his dues and shall work with the staff of the Democratic Party of California to obtain and update Caucus records to record online dues payments. The Treasurer is also responsible for maintaining the full membership roster, including membership effective dates, and shall be responsible for preliminary credentialing decisions.

### Section 4.

The Secretary shall maintain all records of the Caucus, serve all required notices, and discharge all such duties as pertain to the office of Secretary. The Secretary shall send minutes and meeting notices to all members in writing within 45 days after a meeting is held.

## ARTICLE VII – Election of Officers

### Section 1.

Except in 2019, when the election shall be held at the Caucus meeting held in conjunction with the August Executive Board meeting, all elective officers shall be elected at the first meeting of each Democratic State Central Committee, held for organizational purposes in the odd numbered years following the general elections in which the gubernatorial election is conducted.

### Section 2.

All elective officers shall be elected by a simple majority of the members present and voting at the election meeting.

### Section 3

All candidates for Caucus Chair must be members of the Democratic State Central Committee and must have been members of this Caucus for the last three meetings prior to the election meeting or the beginning of the two year Democratic State Central Committee term in which nominations are opened; and all officer candidates must be members who have paid, or had waived, their dues ten days prior to the date of the election meeting.

### Section 5. Nomination Process

1. The same nominating process will apply at regular and special elections for Officers of this Caucus.
  2. An Election Committee of three members shall be appointed/elected by the Chairperson by no later than 60 days before the date of election and the names and contact information for the Election Committee shall be communicated to the membership in writing by email (for those who consent to receive notice by email) or, otherwise, US mail by not later than fifty (50) days before the election meeting.
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1. All nominations for Caucus Office shall be made in writing not more than fifty (50) nor less than ten (10) days before the date that balloting commences. Written nominations shall be sent to Election Committee The written nomination form must contain the following information: name, address, email (if applicable), telephone number, occupation if applicable, Assembly District Number, a statement whether the candidate is a Member of Democratic State Central Committee. Nomination forms, which may be self-nominations, may include a brief statement of qualifications and special interest in serving,

1. Nominations do not need to be seconded.

## Section 6. Election

1. The same election process shall apply to regular and special elections for Officers of this Caucus.
2. The Treasurer is to prepare for the Election Committee a roster of the members of the Caucus who paid or had waived their dues as of the date ten days before the election meeting. If the Office of Treasurer is vacant or, the Caucus Chairperson may appoint another member of the Caucus other than a member of the Election Committee for the purpose of fulfilling these responsibilities.
3. Prior to the commencement of voting at the election meeting, the officer responsible for the roster shall update the roster with the names of members of the Caucus who paid or had waived their dues as of the applicable 10-day cutoff date, which list shall be the source of membership eligibility data for purposes of the election.
4. d. The Election Committee shall provide for sufficient provisional ballots to be available at the meeting to allow any person whose ballot is contested to cast a provisional ballot. Provisional ballot shall be of a different color than nonprovisional ballots and shall be placed in an envelope on which the voter's name and circumstances surrounding the casting of a provisional ballot shall be legibly printed. Provisional ballots once cast and placed in an envelope shall be cast by placing them in the ballot box. All provisional ballots shall be segregated and resolved and, where determined to be valid, included in the final tally.
5. e. The sole basis for a ballot to be cast provisionally shall be because: (1) the voter, or another member of the Caucus, contends that the voter should have been eligible to cast a ballot but that voter's name is not on the roster of members of the Caucus whose dues had been paid or waived as of the applicable cutoff date/time; (2) a member of the Caucus contends that the voter is (A) not a registered Democrat or (B) is not a person ineligible to register as a Democrat, but who has expressed an intent to register as a Democrat upon becoming eligible; or (3) a member of the Caucus contends that the voter should not have been eligible to cast a ballot because even though that voter's name is not on the roster of members of the Caucus whose dues had been paid or waived as of the applicable cutoff date/time, the voter should not have been so listed.
6. f. The Election Committee shall have sole authority to resolve the issues posed by provisional ballots. The Election Committee shall resolve any issues involving provisional ballots at the meeting at which balloting occurred unless they, by majority vote, determine that it is impossible to do so. In that event, the Election Committee shall resolve any issues involving provisional ballots within ten (10) days of the date of the meeting at which balloting occurred.

7. g. Any other disputes as to voter or candidate eligibility, election procedures, and ballot counting shall be resolved by the Election Committee. The Election Committee shall resolve any such issues at the meeting at which balloting occurred unless they, by majority vote, determine that it is impossible to do so. In that event, the Election Committee shall resolve any such issues within ten (10) days of the date of the meeting at which balloting occurred.
8. h. Once the Election Committee has ruled, that decision is a final determination within the Caucus and any appeal must be had as provided by the Democratic State Central Committee bylaws.
9. i. The Election Committee shall be responsible for securing the roster of eligible voters, nomination documents (if any), ballots and any tallies until 10 days after the next California Democratic Party Executive Board meeting next succeeding the meeting at which balloting took place or the resolution of any challenge or appeal, whichever is later.

#### ARTICLE VIII – Term of Office –

The term of office for all officers shall be four years from the time of election and installation, unless otherwise provided in these By-laws.

#### ARTICLE IX – Vacant Office

Vacancy in any office, except Chair, shall be filled by special election only in cases where the unexpired term in question exceeds six months. In cases where the unexpired term equals six months or less, a vacancy in the office of Chairperson shall be filled by the Vice-Chairperson selected by the Executive Committee (which shall meet within twenty-one days of the vacancy to fill it) and vacancies in all other offices shall be filled by appointment of the Executive Committee with advice and consent of a voting majority at the next succeeding Caucus session.

#### ARTICLE X – Voting

##### Section 1.

Voting shall be in person only.

##### Section 2.

Voting for the election of officers shall be by written ballot.

##### Section 3.



Voting and related actions concerning recommendations for support/endorsement taken, by the Caucus, on behalf of candidates for partisan or nonpartisan public office will occur in accordance with CDP Bylaws, including any prohibitions contained therein. The CDP Bylaws rules on endorsement shall be followed by the Caucus. Appeals of any decision that any member feels are inconsistent with the CDP Bylaws rules on endorsement shall be made first appealed to the membership of the Caucus at the meeting at which the allegedly violative conduct took place and then as provided in the CDP Bylaws.

## ARTICLE XI — Removal from Office or Membership

### Section 1.

An officer of the Business and Professional Caucus may be removed by cause by the following procedure: Written charges of malfeasance, nonfeasance, and or misfeasance, brought by no fewer than 10 members of the Caucus, shall be submitted to the Secretary (or if the Secretary is charged, shall be filed with any other officer), who will notify the accused officer, and all members of the Executive Committee, of the charges. The Committee shall then determine whether the charges and the evidence supporting the charges are sufficient to justify proceedings against the officer.

### Section 2.

If the Executive Committee finds, after a review, study and evaluation of the evidence, that the evidence is insufficient to warrant or justify proceedings, the charges shall be dismissed by the Executive Committee

### Section 3.

If the Executive Committee finds, after a review, study and evaluation of the evidence, that the evidence is sufficient to warrant or justify proceedings against the accused officer, the Executive Committee shall hold a hearing, after due and timely notice, or appoint a hearing committee to conduct a fact-finding hearing of the charges and the written response of the accused, and to report its findings to the Executive Committee at its next regular or special meeting. Witnesses for both the accuser and the accused may give testimony at the hearing. After submission of all the evidence and proper deliberations thereon, the hearing committee will make its findings of fact and submit them, together with its recommendations, to the Executive Committee for ultimate resolution of the dispute.

### Section 4.

A two-thirds vote of those Executive Committee members present and voting shall be required to discipline or remove from office the officer charged.

## Section 5.

If either party to the dispute is aggrieved by the resolution of the dispute by the Executive Committee, he/she may appeal the decision of the Executive Committee to the full Business and Professional Caucus at its next regular or special session.

## Section 6.

If the decision of the Executive Committee is appealed to the full Caucus, a two-thirds vote of those Caucus members present and voting shall be required to overrule the decision of the Executive Committee. No further internal appeal within the Caucus can or may be made from the decision of the Caucus in such matters.

## ARTICLE XII — Quorum

### Section 1

Six fully accredited members of the Business and Professional Caucus shall constitute a quorum when meeting in conjunction with the Executive Board of the California State Central Committee.

### Section 2.

For any other meeting of the Caucus, a quorum shall be 25 fully accredited members.

## ARTICLE XIII — Dues

Section 1. Membership, including voting rights and the right to seek and hold office, in the Business and Professional Caucus is available on an equal basis ten days after payment or submission of a substantially complete waiver application to those who pay dues and those who seek and obtain a waiver based on self-identified economic hardship and/or an objective impediment to payment of dues.

### Section 2.

The annual membership dues of the Business and Professional Caucus shall be \$25. Any member who fails to pay or have waived the prescribed dues may have their membership rescinded from the Caucus.

### Section 3.

Annual membership dues for duly elected Democrats to Public Office in the State of California shall be \$50 per year.

#### Section 4.

Affiliated Business and Professional Clubs or Organizations will pay \$100 annual affiliation dues which will entitle them to appoint 5 members to this Caucus in accordance with Section 1.

#### Section 5.

Individuals seeking a lifetime membership shall pay \$500 for such status.

#### Section 6.

1. The effective date of each Caucus member's membership shall be noted in writing next to the name of the Caucus member in the Caucus' roster of members and any other official Caucus membership records.
2. b. Waiver of membership dues for those who seek a dues waiver and self-identify as being unable to pay dues due to economic hardship or an objective impediment to payment of dues is effective ten days after receipt of a signed written request with an appropriate declaration that the basis for the self-identification is true and correct and verification by the Executive Committee that the waiver request is signed and substantially complete. There shall be NO evaluation of the basis for the waiver request. The Caucus shall post a dues waiver form on the Caucus webpage and shall have copies available at the registration desk prior to each regular meeting of the Caucus. Failure to notify a dues waiver applicant in writing that her/his dues waiver form has been rejected within 10 days of the Caucus' receipt of the request will constitute an automatic approval. Where an application waiver request is denied because it is incomplete or has not been signed, the dues waiver request application will be deemed approved as of the date of initial receipt of the dues waiver form by the Caucus if a returned is returned to the Caucus completed and signed within ten (10) Appeals from denial of a waiver shall be made to the Executive Committee.

### ARTICLE XIV- Standing Committees

#### Section I.

There shall be a standing committee on Bylaws, which shall be known as the Bylaws and Revision Committee, whose function, duty and responsibilities shall be to write and prepare proposed amendments and revisions to these Bylaws. The committee shall consist of the officers of the Caucus and/or any other members appointed by the Caucus Chairperson.

Section 2.

There shall be a standing committee on membership whose responsibility shall be to promote and solicit membership cards and maintain application forms on credentialed and associate members.

Section 3.

The Executive Committee shall have the right to form other such committees as it may deem reasonably necessary to assist in the functioning of the caucus.

Section 3.

The Chairperson of the Business and Professional Caucus shall be an ex-officio of every standing committee and of any and every special committee of the Caucus. Each standing committee shall meet at the regularly schedules Business and Professional Caucus meeting or at the call of its chairperson.

ARTICLE XV – Resolutions, Proposals, and Endorsements

Only those resolutions presented in writing by members of the Business and Professional Caucus will be considered for adoption by the Caucus.

ARTICLE XVI – Amendments

Section 1.

These Bylaws may be amended by any member at a meeting of the full Business and Professional Caucus subject to a two-thirds majority of the Caucus members present and voting. Any bylaw amendment proposed by the unanimous support of the Executive Committee may be amended by a simple majority or 50 percent, plus 1 vote of those members present

Section 2.

Proposed amendments must be submitted to, and received by the Secretary and Chairperson of the Caucus not less than one month prior to the meeting at which they are to be voted on.

Section 3.

Copies of any proposed amendments must be communicated to each member of the Caucus at least 15 days prior to the meeting at which they are to be voted on.

#### ARTICLE XVII – Effective Date of Amended Bylaws

Amendments to these Bylaws shall become effective immediately upon their adoption by the Business and Professional Caucus of the California Democratic State Central Committee, and a copy will be filed with the Rules committee of the California Democratic State Central Committee.

#### ARTICLE VII: CODE OF CONDUCT

##### Section 1: Adoption of the Code of Conduct of the California Democratic Party

The Caucus hereby adopts the Code of Conduct of the California Democratic Party (hereinafter “CDP Code”) and incorporates the CDP Code, as it now exists or as it may hereafter be amended, as a part of these bylaws. A copy of the current CDP Code is appended to these bylaws and if hereafter amended by the CDP, the amended CDP Code

shall be considered to:

1. Have superseded the version appended hereto, and,
2. Be operative as if appended hereto.

##### Section 2: Appending of Amended CDP Codes

At the earliest possible convenience, the current CDP Code shall be appended to these bylaws, without need for further action by This Caucus.

##### Section 3: Violations

Any violation of the Code shall be considered a violation of the Caucus bylaws and shall subject the officer/member to discipline under Article XI of these bylaws. Such discipline shall be in addition to any disciplinary actions by the California Democratic

Party or any of its constituent parts.

#### Section 4: Availability

Copies of the Code shall be:

1. Made a part of the notices of any and all meetings of this Caucus by inclusion of an appropriate link, and,
1. Made available to members attending any such meeting by the officer responsible for check in.

#### Section 5: Filing

In addition to the process for the filing of any disciplinary charges under these bylaws, or

under the bylaws of the CDP, the parliamentarian of this Caucus or, in their absence or when the conduct in issue involves the parliamentarian, any officer of this Caucus is responsible for and charged with receiving and ensuring the prompt processing of any complaint of violation of the Code. These two (2) tracks for processing such a complaint are not mutually exclusive and the failure to process a complaint under This Caucus' bylaws shall not constitute a failure to exhaust administrative remedies barring initiation of any process

under the auspices of the CDP Conduct Commission.