

MEMORANDUM

TO: CDP Executive Board

FROM: Chris Masami Myers, Executive Director

DATE: January 15, 2019

RE: **SPECIAL EXECUTIVE BOARD MEETING PROCEDURES**

This Memorandum serves to provide Executive Board Members with accurate information regarding a possible Special Executive Board Meeting. As some of you know, there has been a lot of information being distributed on social media and other platforms regarding the petition to hold a Special Executive Board Meeting.

FREQUENTLY ASKED QUESTIONS (FAQs)

Who is in charge of The Party if the Chair resigns?

CDP Bylaws, Article III, Section 2.b.:

“The First Vice Chair shall assist the Chair in the performance of the duties of that office. To the extent necessary, the First Vice Chair shall exercise the powers of the Chair in the event of the Chair's absence. In the event that the office of Chair is vacated, the First Vice Chair succeeds to the office of Chair until a new Chair has been selected as provided in Section 5a below. The First Vice Chair shall be responsible for organizational maintenance and development consistent with the policies of the State Chair and This Committee.”

In accordance with the Bylaw provision above, the First Vice Chair Alex Rooker “shall exercise the powers of the Chair in the event of the Chair’s absence.” As such, Alex Rooker is serving as Acting-Chair until a new Chair is elected in a little over 3 months.

How does The Party select its next Chair?

CDP Bylaws, Article III, Section 5.

“VACANCIES a. In the event that any statewide office shall become vacant, the vacancy shall be filled on a temporary basis by the Executive Board of This Committee and a new election for that office shall be held at the next State Convention of This Committee. The person elected by the Convention shall serve the remainder of the four-year term of that office. The election shall be held consistent with the provisions found in Section 3 above.”

The Party may select an Interim Chair at an Executive Board meeting. However, the next regular Executive Board meeting is scheduled in August. Therefore, unless a special Executive Board meeting is called, the entire Democratic State Central Committee (DSCC) will elect a new Chair at the next State Convention on May 31-June 2, 2019.

Don't the Bylaws require a special Executive Board meeting be scheduled if no Executive Board meeting is planned for the time between the chair's resignation and the Convention?

No. If an Executive Board (whether regular or special) occurs between the chair's resignation and the next Convention, then of course an Interim chair could be selected to serve until the Convention, but holding a special meeting if no E-Board happens to be scheduled before the Convention is not required by the By-laws. This interpretation makes sense if you consider what would happen if a chair resigned in the weeks immediately before a Convention. In such a circumstance, it would make no sense to require the scheduling of a special meeting. And if no special meeting is required in that case, no special meeting is *required* now.

What is the process for a Special Executive Board Meeting?

CDP Bylaws, Article VII, Section 4.

b. The Executive Board may convene in special meetings in the following manner:

(1) At the call of the State Chair and at such time and in such place as he or she may designate; or,

(2) Upon written request, designating the time and place of such special meeting, submitted to the State Chair signed by fifty (50) or more members of the Executive Board.

An Executive Board may convene upon the written request, designate the date, time and place, submitted by fifty (50) Executive Board members. Per the past practice of the CDP, the signatures must be a real signature and not an electronic or digital signature.

If 50 signatures are submitted, what happens next?

The staff at The Party will verify that the signatures are from current Executive Board members, which will require 5 business days. The staff will also verify the date, time and location of the requested meeting to ensure it is open to all members of the Democratic Party regardless of race, color, creed, national origin, sex, age, religion, ethnic identity, sexual orientation, gender identity, persons with disabilities as defined by the Americans with Disabilities Act of 1990 or economic status. Additionally, the staff will ensure that there are no pending or potential labor disputes. Upon completion of the verification of the signatures and the date, time and location of the meeting, the staff will notify both the Acting-Chair and Secretary to begin the process of notifying the Executive Board.

What about notice?

CDP Bylaws, Article VII, Section 4.

c. Notice of the regular and special meetings shall be given by the Secretary. The Secretary shall cause to be sent individual notice to each member of the Executive Board at least ten days prior to the meeting. . . .

As noted above, staff will need at least five business days to verify signatures on the petition and provide the required ten-day notice. Thus, a valid petition must be submitted at least 15 days (and maybe more depending on weekends and holidays) to the date of the special meeting.

How much will it cost? and who pays?

For most of the Executive Board members who do not live in the Orange County County area, where it may be held, it will cost you flights, rental cars, hotel room, and meals.

For The Party, we will have to make arrangements for staff which includes flights, rental cars, hotel rooms, meals, per diem. Additionally, The Party will need to pay for any room set-up fees, audio visual set-up, event insurance, supplies, interpreters, and food and beverage costs. On average past Executive Boards have cost between \$50,000 - \$100,000 per event. This expense will mean less money to pay for trainings, programs and other operational expenses.

If we currently have an Acting-Chair and a new Chair will be elected at the upcoming May Convention, why do we need a Special Executive Board meeting?

That's a question to ask those who seek to call a special Executive Board Meeting.

Which is the right way to chose a new chair?

- 1) Select an Interim Chair by an Executive Board consisting of 350 members, or
- 2) Elect a new chair by a vote of the Democratic State Central Committee (DSCC) consisting of 3,500 members at the State Convention.

Some believe the Executive Board should have the prerogative of choosing an Interim Chair to act as Chair for the approximately 90 days between the time a Special Executive Board Meeting in February would be set and the May Convention, which, it is noted is the first of two Conventions to be held this year. Some believe the full DSCC should have the prerogative of choosing the new chair and the Executive Board would usurping their duties.

Timelines

The Party Staff will require a minimum of 5 business days to verify submitted signatures and verify the date, time and location of the meeting. After that is complete the CDP Acting Chair will direct the Secretary to notify the Executive Board Members within 10 days. All candidates for Chair are required to file 15 days prior to the first day of the Special Executive Meeting.

Will the meeting occur at the Hilton Anaheim?

Interested parties are circulating a petition naming the Hilton Anaheim as the place for the special meeting. Currently, the Hilton Anaheim is on [UNITE HERE's Boycott and Labor Dispute list](#). The Party recognizes and supports union employees and UNITE HERE in their contract negotiations and will not patronize nor hold any events at any hotel that is on the Boycott Labor Dispute list.

What is the status of a Special Executive Board Meeting?

The CDP has received no petition with signatures to date. Two of the people, Karen Bernal and Thom O'Shaughnessy, who have discussed a special meeting, are now not in support of the meeting. On January 14, Thom O'Shaughnessy withdrew his call for a one day Executive Board meeting and wrote, "It is my opinion that when we accidentally booked a scab hotel we had\ invalidated the petition as that is patently against all procedures of our CDP."