



Bylaws

Mission Statement

As active Democrats dedicated to fulfilling our responsibilities in a just society, participating in government at all levels, and perpetuating Democratic Party ideals, we hereby establish the Los Cerritos Democratic Club of LA–OC. The objective shall be to contribute to the influence, growth, and direction of our fellow Democrats; develop leadership at all levels; promote harmony; and provide information to the members of our organization and community. Building on the legacy of Gateway Cities Democrats in the Los Cerritos region and beyond, we maintain involvement in issues of interest to all.

ARTICLE I – Policy

Through all of our endeavors, we shall seek to enhance the growth of the Democratic Party, to develop Party leadership, to promote harmony among Party members, and to advance the principles of equality and social justice of the Democratic Party.

ARTICLE II – Membership

Section 1 – Membership in the Los Cerritos Democratic Club of LA–OC (“LCDC” or “club”) shall be limited to registered Democrats and persons who intend to register in the Democratic Party but are prohibited by operation of law. The minimum age for membership shall be 14 years.

Section 2 – A “member in good standing” is one who has applied for membership, qualifies under Section 1 of these bylaws, and has paid dues for the current year or had dues waived due to economic hardship. All requirements pertaining to the length of time one must be a member in good standing to be eligible to be elected to the board shall be waived for the first year that the club is in existence.

Section 3 – Annual dues shall be proposed by the Executive Board of the Club and adopted by the membership at a duly noticed regular or special meeting. Membership shall be for the calendar year.

ARTICLE III – Meetings

Section 1 – The President or Executive Board shall convene at least six membership meetings per year, one of which shall be the annual meeting.

Section 2 – Written notice of all meetings, including the time, date, and venue, shall be provided 10 or more days in advance to:

- A. all members in good standing;
- B. the Chair of the Los Angeles County Democratic Party (LACDP);
- C. The Chair of the Orange County Democratic Party;
- D. all members of the LACDP Assembly District delegation in which a majority of the club's members reside;
- E. the Co-Chairs of the LACDP Organizational Chartering & Development Committee.

Section 3 – The President may convene a special meeting of the membership. Written notice of a special meeting shall be provided pursuant to Section 2 (above) and must include the subject matter of the meeting. Unless provided in the written notice, no other business may be discussed or approved during that special meeting.

- A. Five (5) or more Members in good standing may request a special membership meeting by petitioning a member of the Executive Board with the subject matter of the special membership meeting. Upon receiving a Petition from at least five (5) members in good standing, the Executive Board shall provide notice of said Special Meeting pursuant to Section 2 above.

Section 4 – A quorum shall exist at any regular or special meeting of this club for which notice set forth in Section 2 above has been provided. A quorum of any meeting of the Executive Board shall be a minimum of 33% of the Executive Board. Quorum for the Executive Board is established at any point where the minimum number of Executive Board members is present.

Section 5 – Proxies shall not be valid at any meeting of this club or its executive board.

Section 6 - Any action required or permitted to be taken by the Executive Board may be taken without a meeting, if all members of the Executive Board, individually or collectively, consent in writing or by electronic communication to that action. Any action by written or electronic consent shall have the same force and effect as a vote of the Board at a meeting. All written or electronic consent or consents shall be filed with the minutes and ratified at the next meeting of the Board.

ARTICLE IV – Officers and Committees

Section 1 – The elected officers of the club shall be the President, Vice President of Programming & Endorsements, Vice President of Public Relations, Secretary (2), Treasurer, and Immediate Past President.

Section 2 – The appointed officers shall be Fundraising, Membership, Digital Content Coordinator, Hospitality, Youth Outreach, Parliamentarian, and Historian. The appointed officers of this club shall be appointed by the President with the approval of the majority of the elected officers of the Executive Board.

Section 3 – The President may, with the approval of the Executive Board, form and appoint such ad hoc committees and committee chairs as may be necessary.

ARTICLE V – Executive Board Authority

Section 1 – The Executive Board shall consist of the elected and appointed officers listed in Article IV.

Section 2 – The business and affairs of the club shall be managed, and all club powers shall be exercised by or under the direction of the Executive Board. The Board may delegate the management of the day-to-day

operation of the business of the club to a management company or another person, provided that the business and affairs of the club shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board.

Section 3 - The Executive Board shall have the authority to manage and control the affairs and activities of the club, determine priorities, set direction, and make policies, rules and regulations for these purposes, make endorsement recommendations consistent with law, Los Angeles County Democratic Party rules and regulations, and these Bylaws, as they may deem in the club's best interest.

Section 4 - The President may convene an Executive Board meeting with a minimum of 10 days written notice of the time, date, and venue to the Executive Board.

Section 5 – Meetings of the Executive Board shall be open to all members in good standing. Members attending Executive Board meetings may speak when recognized by the President, but may not vote.

ARTICLE VI – Qualifications & Duties of Officers

Section 1 – The President (“Presiding Officer”) shall preside over all meetings and shall be responsible for the overall direction of the club's activities and act as its spokesperson. The President shall be a current member in good standing of this club for at least one year prior to a club election. The president shall oversee that the other officers are fulfilling their duties. The President shall ensure that the club is chartered with the Los Angeles County Democratic Party and California Democratic Party by the published deadlines.

Section 2 – The Vice President of Programming & Endorsements shall preside over meetings in the absence of the President and shall arrange meeting Programs, promote political activities, and preside over the endorsement process. The Vice President of Programming & Endorsements shall be a current member in good standing for at least six months prior to a club election unless such requirement is waived by a majority of members in good standing present at the meeting.

Section 3 – The Vice President of Public Relations shall preside over meetings in the absence of the President and Vice President of Program & Endorsements, coordinating marketing and promotion of the club, and will oversee the fundraising chair. The Vice President of Public Relations shall have been a member in good standing of this club for at least six months prior to election, unless such requirement is waived by a majority of members in good standing present at the meeting.

Section 4 – The Secretaries (2) shall keep a written record and a copy of all reports submitted to the club. They shall present the minutes of the previous meeting for approval at each meeting and shall maintain a roll of the members and a list of the officers and committee members. The Secretaries shall have been members in good standing of this club for at least six months prior to election. The two secretaries shall meet to divide duties as necessary.

Section 5 - The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct record of accounts of the properties and business transactions of the corporation, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements in compliance with all federal, state, and local laws including but not limited to, political and financial filings with the Fair Political Practices Commission (FPPC), Federal Elections Commission (FEC), California Secretary of State (SOS) Internal Revenue Service, (IRS). The Treasurer shall be responsible for ensuring that all required forms are timely filed and all fees are timely paid to the appropriate federal, state, and Democratic Party agencies. The Treasurer shall regularly provide the President with true and correct copies of such compliance and advise the Executive Board regarding its financial

compliance with all relevant law. The record of accounts shall be open to inspection by any board member at all reasonable times. The Treasurer shall furnish a complete written financial statement to the membership and the executive board no later than the third week of January.

The Treasurer shall deposit all money and other valuables in the name and to the credit of the club with depositories as may be designated by the Board; shall disburse the funds of the club as may be ordered by the Board or a majority of its members pursuant to a vote; shall render to the President and Board Members, whenever they request it, an account of all of the transactions as Treasurer and of the financial condition of the club; and shall have other power and perform other duties as may be prescribed by the Executive Board, Membership, or the bylaws. Should the club decide to retain a professional service to perform these tasks, it shall be the Treasurer's responsibility to ensure such tasks are completed competently and to report back to the officers at each executive board meeting.

Section 6 – At the request of the Presiding Officer, the Parliamentarian shall assist in the interpretation of these bylaws and on any other matters of procedure.

ARTICLE VII – Elections

Section 1 – The Elected Officers of the Board shall be elected at the annual membership meeting to hold office for a term of one year. The President shall have a term of two years; however, if the Elected Officers are not elected at an annual meeting, they may be elected at any special meeting held for that purpose. Each Officer, including an Officer elected to fill a vacancy or elected at a special meeting, shall hold office until expiration of the term for which elected; or until a successor has been elected and qualified.

Section 2 - Prior to the expiration of the Executive Board term, the President shall appoint three members in good standing to a nominating committee.

- a. The nominating committee shall survey qualified members in good standing for their interest in running for an executive board position and make its report at an Executive Board Meeting. A nominee to any office of the club shall express consent to serve as an Executive Officer.
- b. Notwithstanding the list of members selected by the Nomination Committee, nominations to the Executive Board may be made from the floor of the Executive Meeting.
- c. The Executive Board shall determine whether the list of nominees is advanced to the General Membership for recommendation.
- d. A list of all nominees chosen by the Executive Board shall be provided to the members in good standing at the annual meeting.
- e. The election of Officers shall be held at the Annual meeting in November.
- f. Members in good standing on or before the last day of the month prior to the Annual meeting may vote for the Executive Board.
- g. At the request of any member, officers may be elected by secret ballot and counted in the presence of the membership.

Section 3 – If there is only 1 candidate for a position, that election can be held by acclamation.

Section 4 – Delegates or alternates to any other body in which this club determines to be represented shall be elected by a majority of members in good standing.

ARTICLE VIII- OFFICER REMOVAL, RESIGNATION, OR VACANCY

Section 1 – Any Member of the Executive Board may be removed by a majority vote of the Executive Board at any regular or special meeting of the Board.

- a. Officers shall be provided 10 days written notice of the meeting to remove the Officer and shall be afforded the opportunity to address said removal, subject to the President's authority as the presider of the meeting. Any removal shall require the vote of a majority of the Executive Board.

Section 2 – RESIGNATION OF OFFICERS. Any officer may resign at any time by giving written notice to an Officer of the club. Any resignation shall take effect at the date of receipt of that notice or at any later time specified in that notice; and, unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective.

Section 3 – A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled only in the manner prescribed in these bylaws.

Section 4 – Not more than 49% of the persons serving on the Executive Board at any time may be interested persons. An interested person is: (1) any person being compensated by the organization for services rendered to it within the previous 12 months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable reimbursements paid; and (2) any sibling, ancestor, descendant, spouse, sibling-in-law, or parent-in-law of the compensated person. However, any violation of this paragraph shall not affect the validity or enforceability of any transaction entered into by the club.

ARTICLE X – Amendments

Section 1 – Amendments to the bylaws shall be provided in writing to members in good standing at least ten days but no more than sixty days before the noticed meeting to amend the bylaws.

Section 2 – Written notice detailing the date, location, and agenda of the meeting to amend bylaws must be provided to members in good standing at least 10 days but no more than 60 days before the meeting.

Section 3 – Bylaws may be amended by a 2/3 vote of those members in good standing in attendance.

ARTICLE XII – Nondiscrimination

The Los Cerritos Democratic Club of LA–OC does not require or use any test of membership or oath of loyalty which has the effect of requiring prospective or current members to acquiesce in, condone or support discrimination on the grounds of race, color, creed, national origin, physical ability, sex, gender, age, religion, ethnic identity, gender identity, sexual orientation or economic status.

Bylaws as of January 13, 2026