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ADA COUNTY DEMOCRATIC PARTY

CENTRAL COMMITTEE

BYLAWS

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Amended
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Amended
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Ada County Democratic Party Central Committee Bylaws

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AFFIRMATIVE ACTION STATEMENT:

The Ada County Democratic Central Committee shall strive for the widest and fairest representation of its members in its organization and activities. All rules shall be adopted by procedures that assure the fair and open participation of all interested people. Discrimination in the conduct of Party affairs on the basis of race, gender, age, color, creed, national origin, religion ethnic identity, sexual orientation, economic status, philosophical persuasion or physical disability shall be prohibited.

TERMINOLOGY NOTE:

Throughout this document the term "Precinct Captain" is used synonymously to describe the position of "Precinct Committeeman/woman" as defined by Idaho Code § 34-624.

ARTICLE I: NAME, PURPOSE AND AUTHORITY

Section 1. **Name.** The name of this organization shall be the Ada County Democratic Central Committee, hereinafter referred to as the "Central Committee." The Central Committee is affiliated with the Idaho State Democratic Party ("Democratic Party").

Section 2. **Purpose.** The purpose of the Central Committee is to act as a governing body for any and all members of the Democratic Party who are residents of Ada County. The Democratic Party is a political party as defined in Idaho Code § 34-501(1).

Section 3. **Authority.** The Central Committee is organized pursuant to Idaho Code, § 34-502. The Central Committee shall have all power and authority consistent with local, state and federal laws and the Bylaws of the Democratic Party.

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ARTICLE II: MEMBERSHIP

Section 1. Membership. The following shall constitute the members of the Central Committee:

- a. Voting Members. Pursuant to Idaho Code § 34-502, the following shall be members of the Central Committee with the right to vote on any items lawfully presented to the Central Committee for a vote:

Precinct Captains representing precincts located in Ada County; the Ada County Democratic Chair ("County Chair"), the Ada County Democratic Vice-Chair ("County Vice-Chair"), the Ada County Democratic Central Committee Treasurer ("Treasurer"), the Ada County Democratic Central Committee Secretary ("Secretary"), the Ada County Democratic State Committeeman, the Ada County Democratic State Committeewoman, and the Democratic Legislative District Chair ("District Chair") for each Legislative District located in whole or within part of Ada County; provided that the right to vote of the County Chair, Acting County Chair or designated presiding officer is limited by Article IV, Section 7 of these Bylaws.

- b. Nonvoting Members. The following shall be nonvoting members of the Central Committee who shall have all rights and duties of members except the right to vote on any items lawfully presented to the Central Committee for a vote:

Legislative District Vice-Chair, Precinct Vice Captains, and ex officio members.

- i. Ex officio members are the Democratic members of the Idaho State Legislature representing districts entirely or partly in Ada County and Democrats who hold elected county office in Ada County.
- ii. Standing as a nonvoting member within the meaning of this subsection shall not preclude a person from voting if he or she otherwise qualifies as a voting member, nor shall it preclude him or her from casting a valid proxy vote of a voting member as provided in Article IV, Section 6.

Section 2. Election of Precinct Captains.

- a. Eligibility. Any member of the Democratic Party who has "attained the age of eighteen (18) years at the time of [his/her] election, is a citizen of the United States, a registered elector of and shall have resided within the voting precinct for a period of six (6) months next preceding [his/her] election" is eligible to be elected as the Democratic Precinct Captain for that precinct in accordance with the Idaho code § 34-624.
- b. Declaration. Pursuant to Idaho Code § 34-624, each candidate for the office of Precinct Captain shall file a declaration of candidacy with the County Clerk. No filing fee shall be charged at the time of the filing.
- c. Term. The term of office for all Precinct Captains, except those who are elected to fill a vacancy, shall be two years and such term shall begin on the eighth day following the state primary election until the eighth day following the next succeeding state primary election.
- d. Vacancies. In the event of a vacancy in the position of Precinct Captain, any member of the Central Committee may nominate, at the next regular or special meeting of the Central Committee, any member of the Democratic Party who meets the qualifications set forth in Article II, Section 2a "Election of Precinct Captains, eligibility" of these bylaws. Such nomination requires the second of another member of the Central Committee. Upon a vote of a majority of all voting members present, including valid proxies, the nominee shall be elected and shall serve as

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Precinct Captain until the next regular election of Precinct Captains. If such elective appointments are made, the County Chair shall provide such notice to the county clerk or otherwise as provided by law. Failure to notify the county clerk or to follow any other provision of Idaho election law shall not nullify the validity of the appointment. The State Chair shall have the authority to appoint legally qualified persons to vacant Precinct Captain positions should the County Committee be unable to do so.

- e. Certification. Pursuant to Idaho Code § 34-502, on or before February 1 of each year in which a general election is to be held, and at such other times as changes occur, the County Chair shall certify to the County Clerk the names and addresses of the Precinct Captains.
- f. Precinct Vice-Captains. At any regular or special meeting of the Central Committee, a Precinct Captain or Legislative District Chairperson may nominate any member of the Democratic Party to serve as Vice-Captain of their precinct or Legislative District so long as the nominee for Precinct Vice-Captain meets the requirements for Precinct Captain. Such a nomination requires the second of another member of the Central Committee. Upon the vote of a majority of all voting members present including valid proxies, the person shall be elected and shall serve for a period equal to the term of the Precinct Captain in that precinct. Pursuant to Article IV, Section 7d, a Precinct Vice-Captain shall have the right to vote at any regular or special meeting of the Central Committee in the event the Precinct Captain for that precinct is absent from such meeting.

Section 3. Nomination and Election of the County Central Committee Officers (County Chair, Vice-Chair, Treasurer, State Committeeman, State Committeewoman, and Secretary).

- a. Eligibility. Any person qualified to be a Precinct Captain in any precinct located in Ada County, who is a legal resident of the state of Idaho, and who is neither a candidate for, nor incumbent in the office of United States Senator, United States Representative, or any position elected from the state at-large, shall be eligible to be elected as a County Officer. A person who is an officer of the Central Committee may also be a Precinct Captain; if an officer of the Central Committee is also a Precinct Captain in Ada County, he or she shall have only one vote.
- b. Election. Nomination and election of Central Committee officers shall occur at the organizational meeting, as defined in Article IV, Section 2 "Organizational Meetings." Any voting member of the Central Committee may nominate any resident of Ada County who is a member of the Democratic Party for any of the offices of the Central Committee. Such nomination requires the second of another voting member of the Central Committee. Each officer shall be elected by a majority vote of all voting members present including valid proxies.
- c. Term. The Term of office for each of the Central Committee officers, except those elected to fill a vacancy shall be two years commencing on the date of the organizational meeting and end when their successor takes office. The County Officers are not limited in the number of terms in office they may serve.
- d. Vacancies. In the event of a vacancy in any of the offices of the Central Committee, the nomination and election of a successor to fill such vacancy shall take place at the next regular meeting of the Central Committee in the same manner in which such officers are nominated and elected at the organizational meeting, provided that:
 - i. In the event of a vacancy in the position of County Chair, the County Vice-Chair shall become the Acting County Chair until the next regular meeting of the Central Committee when elections take place. If the County Vice-Chair fails to complete the election or if the County does not have a County Vice-Chair, the State Chair shall convene the meeting, and designate a person to conduct the meeting, within thirty (30) days of the vacancy, if feasible: or

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- ii. In the event of a vacancy in the positions of County Vice-Chair, Treasurer, or Secretary, the County Chair may make temporary appointments to those positions and such appointees shall serve in such capacity until the position shall be filled by nomination and election at the next regular meeting of the Central Committee.
- e. Removal. Any officer may be removed from office in accordance with the following procedures:
 - i. A motion for removal by a voting member of the Central Committee and seconding by another voting member of the Central Committee must occur at any regular or special meeting of the Central Committee.
 - ii. The removal motion shall be voted upon at the next regular meeting of the Central Committee and shall be listed as an item of business in the notice of meeting and agenda for that next regular meeting sent out to all members of the Central Committee.
 - iii. Removal of an officer shall take place upon a majority vote of the voting members present including valid proxies.
 - iv. The nomination and election of a successor to fulfill the unexpired term of any removed officer of the Central Committee shall take place at the same meeting in which such officer was removed unless no eligible person is nominated and seconded at that meeting, in which event the procedures to fill vacancies in that position shall be followed.
 - v. In the event that the removal motion calls for the removal of the County Chair, the Vice-Chair shall conduct the voting procedure on the removal motion or shall designate a presiding officer from among the members of the Central Committee to conduct such voting procedures.

Section 4. Nomination and Election of Legislative District Officers (*Legislative District Chair, Vice-Chair, and Secretary*).

- a. Legislative District Central Committee membership. Pursuant to Idaho Code, § 34-503, the Legislative District Committee shall consist of all Democratic Precinct Captains who represent precincts within that Legislative District and the Legislative District Chairperson. In addition to the statutory membership requirement, the Vice-Chairperson and Secretary shall also be voting members of the Legislative District Central Committee.
 - i. The Precinct Captains who represent precincts within a Legislative District shall have the right to vote at any meeting of the Legislative District Central Committee for that Legislative District.
 - ii. All Precinct Vice Captains who represent precincts within a Legislative District shall have the right to attend any meeting of the Legislative District Central committee for that Legislative District and in the event a Precinct Captain is absent from such meeting, the Precinct Vice-Captain for that precinct shall have the right to vote at such meeting.
- b. Eligibility. Any person qualified to be a Precinct Captain in any precinct located in a Legislative District and is also a legal resident of the state of Idaho who is neither a candidate for, nor incumbent in the office of United States Senator, United States Representative, or any position elected from the state at-large shall be eligible to be elected as a Legislative District Officer. A person who is an officer of the Central Committee may also be a Precinct Captain; if an officer of the Central Committee is also a Precinct Captain in the Legislative District, he or she shall have only one vote.

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- c. Within eleven days after the state primary elections and at such time as a vacancy occurs in the position of Legislative District Chair or Acting Legislative District Chair, the County Chair shall call a meeting of the Legislative District Central Committee and, pursuant to Idaho Code § 34-503, the Legislative District Chair, the Legislative District Vice-Chair and such other Legislative District officers as the Legislative District Central Committee may desire shall be elected. The Legislative District Chair or Acting Legislative District Chair shall call all other meetings of the Legislative District Central Committee from time to time as needed.
- d. Term. Those who hold office in the Legislative District Central Committee do so at the pleasure of the Legislative District Central Committee for a term of two (2) years or until such time as their successors are elected.
- e. Vacancies. In the event of a vacancy in the position of Legislative District Chair, the Legislative District Vice-Chair shall serve as Acting Legislative District Chair until such time as the Legislative District Central Committee shall elect a permanent Legislative District Chair. In the event of a vacancy in both of the positions of Legislative District Chair and Legislative District Vice-Chair, the County Chair shall appoint the Acting Legislative District Chair who shall serve until such time as the Legislative District Central Committee shall elect a permanent Legislative District Chair.
- f. Removal. The procedures for the removal from office of a Legislative District Chair, Vice-Chair or other Legislative District Officers shall occur pursuant to the procedures established for the removal of Central Committee officers in Article II, Section 3e except that only the voting members of the Central Committee who reside in the legislative District of that Legislative District Chair, Vice-Chair or officer who is the subject of the removal motion may make, second or vote upon such a removal motion.

Section 5. State Committeeman and Committeewoman.

- a. Pursuant to Idaho Code § 34-502, the election of the Ada County State Committeeman and Committeewoman shall be at the organization meeting of the Central Committee in the same manner as the election of the Central Committee officers.
- b. Such members shall serve for a term of two (2) years. In the event of a vacancy, the County Chair shall appoint the new Ada County State Committeeman or Committeewoman until a successor is elected at the next regular meeting of the Central Committee to fill the unexpired term of the previous Ada County State Committeeman or Committeewoman.
- c. Removal of the Ada County State Committeeman or Committeewoman from office shall occur pursuant to procedures established for the removal of Central Committee officers in Article II, Section 3e.

Section 6. Executive Committee.

- a. The Ada County Democratic Executive Committee (the "Executive Committee") shall consist of the County Chair, the County Vice-Chair, the Treasurer, the Secretary, the Ada County State Committeeman, the Ada County State Committeewoman, the Legislative District Chairs for Legislative Districts located in whole or in part within Ada County and the non-voting ex officio members described in Article II, Section 1b(i) as "the Democratic members of the Idaho State Legislature representing districts entirely or partly in Ada County and Democrats who hold elected county office in Ada County."
- b. Since the ex officio members of the Executive Committee are non-voting advisory positions, they shall not be considered when determining quorum unless they meet the requirements set forth in Article II, Section 1b(ii)

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ARTICLE III: DUTIES

Section 1. The County Chair shall:

- a. Preside at all meetings of the Central Committee and all meetings of the Executive Committee. At any meeting from which the County Chair is absent, the County Vice-Chair will serve as the presiding officer, or in the event of the absence of the County Vice-Chair or a vacancy in that office, the County Chair may designate a presiding officer from among the Central Committee officers or Legislative District Chairs.
- b. Appoint the Chairs of all standing committees and special committees as provided in Article V of these Bylaws.
- c. Submit an annual or biannual budget to the Finance Committee as provided in Article V.
- d. Perform any such duties as may be necessary and lawful consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 2. The County Vice-Chair shall:

- a. Perform the duties of the County Chair as Acting County Chair in the event of the absence or vacancy in the office of the County Chair and until such time as a new County Chair is elected.
- b. Perform any and all such lawful duties as may be delegated by the County Chair and/or the Central Committee consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 3. The County Treasurer shall:

- a. Be the custodian of any funds and property acquired by the Central Committee and shall maintain accurate records pertaining to the finances of the Central Committee.
- b. Pay any legal obligations and receive any monies of the Central Committee.
- c. Prepare all financial disclosure and "Sunshine" reports on behalf of the Central Committee and Executive Committee as may be required by federal, state or local law.
- d. Perform any and all such lawful duties as may be delegated by the County Chair and the Central Committee consistent with these Bylaws and the Bylaws of the State Democratic Party.

Section 4. The County Secretary shall:

- a. Record the minutes of all meetings of the Central Committee and Executive Committee or designate a member of such committee to record the minutes.
- b. Prepare and distribute to members of the Central Committee and the Executive Committee the notice and agenda for the current meeting along with the minutes from the prior meeting pursuant to *Robert's Rules of Order*.
- c. Perform any and all such lawful duties as may be delegated by the County Chair, the Central Committee and/or the Executive Committee consistent with these Bylaws and the Bylaws of the Idaho Democratic Party

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Section 5. The Legislative District Chair Shall:

- a. Preside at all meetings of the Legislative District Committee, which consists of the Legislative District Officers, Precinct Captains, and the Precinct Vice-Captains. At any meeting from which the District Chair is absent, the order of succession for presiding over the meeting shall be the Vice-Chair, followed by the Secretary, then the senior Precinct Captain (determined by who has the most time in position) will serve as the presiding officer.
- b. Attend all meetings and activities of the Ada County Central Committee, Executive Committee, and their Legislative District Committee.
- c. Recruit Precinct Captains and Precinct Vice-Captains for each precinct in the Legislative District. Hold regular meetings with the Precinct Captains.
- d. Assist the Precinct Captains with coordinating and cooperating with all Democratic candidates on the ballot in that Legislative District.
- e. Perform any such duties as may be necessary and lawfully consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 6. The Legislative District Vice-Chair Shall:

- a. Perform the duties of the District Chair as acting District Chair in the event of the absence or vacancy in the office of the District Chair and until such time as a new District Chair is elected.
- b. Perform any and all such lawful duties as may be delegated by the District Chair and/or the Legislative Central Committee consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 7. The Legislative District Secretary shall:

- a. Record the minutes of all meetings of the Legislative Central Committee and Executive or designate a member of such committee to record the minutes.
- b. Prepare and distribute to members of the Legislative Central Committee the notice and agenda for the current meeting along with the minutes from the prior meeting pursuant to *Robert's Rules of Order*.
- c. Perform any and all such lawful duties as may be delegated by the Legislative District Chair, the Legislative Central Committee consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 8. Precinct Captains Shall:

- a. Attend all meetings and activities of the Ada County Central Committee and their Legislative District Central Committee.
- b. Canvas the precinct they represent regularly to become acquainted with the registrar, voters, voter identification, and other relevant information relating to the demographics, voting and elections in the precinct.
- c. Identify residents of his or her precinct who would be qualified to serve as Precinct Registrar pursuant to Idaho Code § 34-406.

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- d. Coordinate and cooperate with all Democratic candidates on the ballot in that precinct as those candidates make contact with the voters in that precinct.
- e. Perform any such duties as may be necessary and lawful consistent with these Bylaws and the Bylaws of the State Democratic Party.

Section 9. The State Committeeman and State Committeewoman shall:

- a. Represent the County Committee on the State Committee;
- b. Report to the County Committee regarding the activities of the State Committee.
- c. Perform such duties, as may be assigned by the State Committee or its designees, or by the County Committee, and such duties as are customarily delegated to the office of State Committeeman or State Committeewoman.

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ARTICLE IV: MEETINGS

Section 1. Regular Meetings. The Central Committee shall meet at least one time each calendar month at a location to be designated in advance by the County Chair or Acting County Chair.

Section 2. Organizational Meetings. The Central Committee shall also meet within ten (10) days following the state primary election pursuant to Idaho Code § 34-502, that meeting shall be the organizational meeting of the Central Committee.

Section 3. Special Meetings. A special meeting of the Central Committee may be called at any time upon written notice to all members of the Central Committee by the County Chair or Acting County Chair.

Section 4. Executive Committee Meetings. The Executive Committee may meet at anytime at the request of the County Chair or Acting County Chair and may act for the Central Committee prior to any regular or special meeting of the Central Committee, provided that any actions taken by the Executive Committee on behalf of the Central Committee shall be subject to the approval of the Central Committee at its next regular or special meeting excepting only those actions regarding the distribution of funds to individual candidates of campaigns. The Executive Committee, by majority vote during its scheduled meetings, can make decisions as to the manner in which actions and activities approved by the Central Committee are implemented without prior approval from the Central Committee. A quorum of 60% of all EC members or their proxies must be present for a vote to be taken.

Section 5. Voting. Only those voting members of the Central Committee, or their proxies as provided hereafter in Section 7, who are present, shall be eligible to vote at any regular or special meeting of the Central Committee. If an officer of the Central Committee is also a Precinct Captain in Ada County, he or she shall have only one committee vote.

Section 7. Proxies. Any voting member of the Central Committee may vote by proxy at any meeting of the Central Committee provided that such proxy shall be in writing, signed by the voting member giving the proxy that specifically refers to the meeting by date and the name of the person to whom the proxy is given, and provided that:

- a. A person voting a proxy for a voting member of the Central Committee must be a member of the Central Committee but need not be a voting member.
- b. A person voting a proxy for a voting member of the Central Committee must reside in Ada County.
- c. No person attending any Central Committee meeting shall have more than one proxy vote.
- d. Precinct Vice Captains shall automatically exercise the right to vote as Acting Precinct Captain of his or her precinct at any regular or special meeting of the Central Committee if the Precinct Captain of his or her precinct is absent from that meeting, without the need to obtain a proxy.
- e. Legislative District Vice-Chairs shall automatically exercise the right to vote as Acting Legislative District Chair of that Legislative District at any regular or special meeting of the Central Committee if the Legislative District Chair of his or her Legislative district is absent from that meeting, without the need to obtain a proxy.

Section 8. Quorum. A quorum consists of twenty five percent (25%) or one-fourth (1/4) of the seated voting membership of the Central Committee. For any vote to occur at any meeting of the Central Committee, Executive Committee, Standing Committee, or Special Committee there must be a quorum present and voting. Any vacancies in the position of Precinct Captain, Central Committee officer, Legislative District Chair, or Ada County State Committeeman or Committeewoman shall not be counted in determining the requisite number for a quorum.

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ARTICLE V: COMMITTEES

Section 1. Standing Committees. There shall be four (4) standing committees of the Central Committee: the *Rules and Bylaws Committee*, the *Finance and Budget Committee*, the *Candidate Recruitment and Training Committee*, and the *Executive Committee*.

Section 2. The duties of the Rules and Bylaws Committee shall be:

- a. To regularly review these bylaws and recommend the adoption of any amendments to these Bylaws to the Executive Committee and Central Committee.
- b. To review any delegate selection rules of the Idaho Democratic Party at the National Democratic party as they apply to Ada County.
- c. To review any local, state or national laws or ordinances as they affect elections and to make recommendations as authorized by the Ada County Central Committee to any local, state or federal government official or agency relating to those election laws or ordinances.
- d. To communicate with any and all Democratic candidates on the ballot in Ada County and/or their campaigns regarding any concerns or problems they have or may confront with any local, state or federal law or ordinance or any rule of the Idaho Democratic Party or the National Democratic Party.
- e. To nominate from among the members of the Rules and Bylaws Committee, subject to the approval of the Central Committee, one or more representatives to represent the Central Committee on any Rules and Bylaws Committee of the Idaho State Democratic Party.
- f. To organize and train persons to serve as election "poll watchers" who will respond in a manner designated by the Committee to any inquiries or evidence of election related improprieties.
- g. To coordinate and implement in Ada County the objectives of Affirmative Action policies and requirements of the Democratic party of Idaho and the National Democratic Party.
- h. To exercise any and all other lawful duties delegated to it by the County Chair or the Central Committee consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 3. The duties of the Finance and Budget Committee shall be:

- a. To periodically review the financial records of the Central Committee kept by the Treasurer and to assist the Treasurer on any matters as requested by the Treasurer, the County Chair or the Central Committee.
- b. To review and make recommendations relating to the budget of the Central Committee prepared and submitted to the Finance and Budget Committee by the County Chair, and, ultimately, to make recommendations to the Central Committee regarding whether the budget should be approved or rejected.
- c. To implement and oversee the Ada County Democratic pledge fund or other similar funds.
- d. To exercise any and all other lawful duties delegated to it by the County Chair or the Central Committee consistent with these Bylaws and the Bylaws of the Democratic Party.
- e. To call for an independent review of the financial records at least once during a Chair's term in office. The Committee shall ask for a Democratic member not on the Finance and Budget Committee, or an outside agency if possible.

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Section 4. The duties of the *Candidate Recruitment, Training and Support Committee* shall be:

- a. To maintain a list of all elected or appointed public offices, the term of the office, when the next election/appointment for the office is due, the office requirements, information on the current office holder, if the office is paid or unpaid, and any other information that may be pertinent.
- b. To identify and recruit residents of Ada County who may be qualified to run or be appointed to public office, and to provide training and support as requested by the candidate (e.g. basic candidate support information, a list of potential campaign workers, voter data base information, fund raising advice and campaign manager recommendations).
- c. To identify and recruit any persons who may be qualified to manage, coordinate, or otherwise assist the campaigns of Democratic candidates on the ballot in Ada County, and provide training and support as requested by the candidate and/or campaign staff.
- d. To serve as a liaison between the Central and Executive Committee and the campaigns of any Democratic candidate running for federal, state or local office.
- e. To establish guidelines for the disbursement of Central Committee funds appropriated by the Central Committee to Democratic candidates running for office.
- f. To exercise any and all other duties delegated to it by the County Chair or the Central Committee consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 5. The duties of the *Executive Committee* shall be:

- a. Carrying forward the policies and programs of the Democratic National Committee, the Idaho Democratic Party and the Ada County Democratic Party.
- b. Make recommendations to the County Central Committee on budgetary and personnel matters and provide oversight for County Party expenditures.
- c. To act as an advisory board to the Ada County Democratic Party officers and, when requested by the County Chair, make decisions as to how the actions and activities approved by the Central Committee are implemented.

Section 6. Special Committees. Any Special Committee may be formed from time to time as deemed necessary by the Ada County Chair or the Central Committee to perform any lawful duty delegated to it by the County Chair and/or the Central Committee consistent with these Bylaws and the Bylaws of the Idaho Democratic Party.

Section 7. Committee Chairs. The Chairs of each Standing Committee and Special Committee shall be appointed by the County Chair and such appointment shall be subject to the approval of the Central Committee at the next regular meeting of the Central Committee. Committee Chairpersons (or their designated representative) shall report on their activities monthly to the Central Committee.

Section 8. Committee Members. The County Chair may appoint members of all Standing and Special Committees or the County Chair may delegate the authority to appoint the other members of the committee to that Committee's Chairperson.

Section 9. Committee Vice-Chairs and Other Officers. The Chair of a Special or Standing Committee may appoint a Vice-Chair from among the membership of that committee and may appoint any such other officers as the Committee Chair deems necessary to fulfill the obligations of the Committee.

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Section 10. **Meetings.** The Chair of a Committee shall call and preside at all meetings of that Committee or shall appoint the Vice-Chair or other members of the Committee to preside.

Section 11. **Subcommittees.** Any Standing or Special Committee may appoint from among its membership any subcommittee to perform one or more duties delegated to that Committee. The chairperson of each Committee shall have the authority to appoint the members and the Chair of any subcommittee created by that Committee.

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ARTICLE VI **PROCEDURAL AUTHORITY**

Section 1. **The procedural authority** in the conduct of any and all meetings of the Central Committee and the Executive Committee shall be vested in the County Chair as presiding officer, or presiding officer as designated by the County Chair.

Section 2. **The most recent edition of Robert's Rules of Order** shall govern all procedures of the Central Committee and Executive Committee.

Section 3. **When any matter is presented** for a vote before the Central Committee or the Executive Committee, the presiding officer shall ask if there is any debate of the matter. Once debate is complete or if there is no debate offered, the presiding officer shall then conduct a the vote following a motion to do so from a voting member of the Central Committee and a second from any other voting member. The County Chair or presiding officer shall conduct the vote in a manner complying with *Robert's Rules of Order* (e.g. affirmation, roll call, ballot, etc) in order to ensure accurate reflection of the Central Committee quorum's majority will on the matter (including any and all valid proxy votes of absent voting members). The Secretary shall record the method and results of each vote in the meeting minutes.

Section 4. **Any dispute as to the interpretation** of these Bylaws or *Robert's Rules of Order* shall be resolved by the County Chair or designated presiding officer, who may, seek the advice of the Rules and Bylaws Committee at his or her discretion.

Section 5. **Political and Administrative Operations of the Ada County Democratic Party:**

- a. The *Ada County Democratic Party Policies and Procedures Manual* shall govern the general operation of The Ada County Democratic Party regarding (but not limited to) job descriptions and expanded duties for elected members, organizational structure chart, reimbursement policy, goals lists, inventory of items, events procedure records, etc.). This manual can be amended by the County Chair with due notice to the Central Committee of pending changes.
- b. The *Ada County Democratic Party Office Operation Manual* will contain the procedures for the Ada County Democratic Party Administrative Office detailing office administrative procedure, contact information, banking information, and all other pertinent information deemed necessary for the effective continued operation of the Ada County Democratic Party office. The Office Administrator and ACDP Chairperson shall draft future revisions of this manual when necessary in order to update administrative procedures and provide continuity between Ada County Democratic Party administrations.

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ARTICLE VII **AMENDMENTS TO THE BYLAWS**

- Section 1.** **Only a member of the Central Committee** may propose an amendment to these Bylaws, which must be submitted in written form to the County Chair or Acting County Chair prior to the next regular meeting of the Central Committee at which the proposed amendment is to be considered and voted upon.
- Section 2.** **Prior to the next regular meeting of the Central Committee**, the Rules and Bylaws Committee shall meet, and deliberate upon the merits of any properly submitted proposal to amend these Bylaws. The Rules and Bylaws Committee may present its recommendation respecting the passage of such proposal to the Central Committee.
- Section 3.** **At the next regular meeting of the Central Committee**, the member proposing the amendment may make a motion for the passage of the amendment, which motion requires a second.
- Section 4.** **The proposed amendment** shall be approved only upon a vote of a majority of voting members present including valid proxies, and shall become effective as of the next regular meeting of the Central Committee unless otherwise provided in the vote of the amendment.
- Section 5.** **Upon passage of the amendment**, the Secretary or other person designated by the County Chair shall print and distribute copies of the amendment to members of the Central Committee before the next regular meeting of the Central Committee.

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BYLAW REVISION REFERENCE

These Bylaws are respectfully submitted to the Ada County Central Committee by the Rules and Bylaws Committee on this 21st day of September, 2011 in Boise, Idaho and, upon the approval of a majority vote of the members of the Central Committee, shall become immediately effective and shall effectively repeal the previous Bylaws of the Ada County Democratic Central Committee dated May 16, 2002.

Kris Hooker, Rules and Bylaws Committee Chair
James Philpott, Rules and Bylaws Committee
Rex Sermon, Rules and Bylaws Committee
James Smart, Rules and Bylaws Committee
Steve Berch, Rules and Bylaws Committee

These Bylaws are unanimously approved by the Ada County Democratic Party Central Committee this 21st day of September, 2011.

Colleen Fellows, County Chair
James Smart, County Vice-Chair
Heather Langhorst, Treasurer
Elizabeth Margolis, Secretary