

# Fénix Democratic Club of San Francisco Bylaws

*ADOPTED : February 18, 2023, AMENDED: May 6, 2023*

## **ARTICLE I. NAME**

### **Section 1. NAME**

The name of this organization shall be the FÉNIX DEMOCRATIC CLUB OF SAN FRANCISCO (Fénix Dems).

## **ARTICLE II. PURPOSE**

### **Section 1. PURPOSE**

- a. The Fénix Democratic Club of San Francisco (Fénix Dems) shall elevate the voices of our Latino, Afro-Latino, and Indigenous community members, empower our communities to be more informed, involved, and active within the political process, participate in labor efforts to improve the lives of workers, their families, and our communities, while providing an inclusive space for forums and discussions on issues of strong interest and impact to our community members.
- b. The objectives of the club shall be to:
  - i. Work within the Democratic Party and within the community at large to influence the Democratic Party policy on issues impacting our Latino, Afro-Latino, and Indigenous communities and to help educate the public about issues related to public policy and the positions of the Democratic Party.
  - ii. Organize the Latino, Afro-Latino and Indigenous communities to work politically to bring about justice for all people, with special emphasis on justice and advocacy for Latino, Afro-Latino, and Indigenous people.
  - iii. Campaign for candidates for public and Party offices, campaign for or against City and State ballot propositions, and lobby for or against any proposed legislation.
  - iv. Abide by the Rules and Regulations set forth in the California Democratic Party Charter.
  - v. Generate funds for the support and implementation of the club's policies and endorsements.

## **ARTICLE III. MEMBERSHIP**

### **Section 1. MEMBERSHIP**

Membership in this club shall be open to persons who are registered Democrats or who intend to register as Democrats when eligible. Such persons must also live, be employed, or be a student in the City and County of San Francisco and have paid dues as set forth in Article III, Section 3 of these bylaws.

### **Section 2. AFFILIATE MEMBERSHIP**

Affiliate Membership shall be available for persons who live, are employed, or are a student outside of the City and County of San Francisco, who are registered Democrats or who intend to register as Democrats when eligible, and who have paid dues as set forth in Article III, Section 3 of these bylaws. Affiliate Members shall not have the privilege to vote or serve on the Board of Directors of the club.

### **Section 3. DUES**

- a. Annual dues for this club shall be twenty-five dollars (\$35.00) for Members and Affiliate Members, and fifteen dollars (\$10.00) for Student Members.
- b. No person shall be denied admission to the club based on an inability to pay dues. A waiver application can be provided upon written request to the Secretary or the Co-Presidents. If approved by the Co-Presidents, the waiver will constitute the applicant's dues requirement satisfied for that year. A waiver shall:
  - i. Allow the applicant's dues to be paid by an existing Member, Affiliate Member, or Student Member in good standing; OR
  - ii. Entirely waive the dues for any individual who is unable to pay dues.
- c. Any existing Member, Affiliate Member, or Student Member in good standing may pay dues for up to one additional person other than themselves per calendar year.
- d. The annual renewal date for all members of the club is January 1<sup>st</sup> of each year. Memberships commencing on, or renewed during, any month of the calendar year expire on December 31<sup>st</sup> of that calendar year at 11:59 PM PST.
- e. After December 31<sup>st</sup>, Members will have until January 31<sup>st</sup> of the new calendar year to renew their dues to remain a member in good standing.

## **Section 4. DUES RATE CHANGES**

Dues rate changes may be changed by vote of the Executive Board at any duly noticed meeting.

## **Section 5. VOTING ELIGIBILITY**

- a. Voting privileges are extended to dues paid members in good standing who qualify as a Member or Student Member, as differentiated from Affiliate Member under Article III, Section 2.
- b. Voting privileges become effective after the dues paid Member or Student Member has attended at least three qualifying meetings of the club within the twelve (12) months preceding the meeting at which a vote will occur.
- c. Meeting the above requirements shall constitute the definition of a member “in good standing.”

## **Section 6. EXPIRATION OF MEMBERSHIP & RENEWAL**

- a. Membership shall be deemed expired on December 31<sup>st</sup> of each year at 11:59PM PST.
- b. If any expired member does not renew their annual membership dues by January 31<sup>st</sup> at 11:59 PM PST of the new calendar year, they will no longer be a member in good standing.
- c. If any expired member renews their annual membership dues by January 31<sup>st</sup> at 11:59 PM PST of the new calendar year, they will retain their status as a member in good standing.

## **Section 7. REMOVAL OF MEMBERSHIP**

- a. Removal Due to Ineligibility
  - i. Registration as a member of a party other than the Democratic Party by any member of this club shall constitute their automatic termination from this club without refund of dues paid.
- b. Removal Due to Violation of Code of Conduct

Any member of this club may be removed due to violation of our Code of Conduct, which also includes adherence to the Codes of Conduct for both the San Francisco Democratic

Central Committee (SFDCCC) and the California Democratic Party (CDP), according to the following procedure:

- i. Any member may initiate the potential removal of any member of this club due to violation of the Code of Conduct by submitting a written complaint stating the violations believed to have occurred to the Co-Presidents of this club.
- ii. The complaint shall be transmitted to the Board of Directors by the Co-Presidents upon receipt.
- iii. The Co-Presidents shall notify the member against whom the complaint was lodged and shall allow the member five (5) days to respond to the complaint in writing to the Co-Presidents.
- iv. Upon the expiration of the five (5) days, the Co-Presidents shall transmit the response, or lack thereof, to the Board of Directors along with their recommendation for dismissal or possible sanctions including but not limited to private censure, public censure, being prohibited from attending club events, and removal from the club membership.
- v. If a vote for removal is recommended by the Co-Presidents, it shall occur at the next scheduled meeting of the Board of Directors.
- vi. Removal from membership shall require two-thirds (2/3) affirmative votes of the Board of Directors. A motion for removal, if passed, shall take effect immediately.
- vii. Both the member against whom the complaint was lodged and the member who lodged the complaint will be notified of the outcome by the Co-Presidents.

## **ARTICLE IV. OFFICERS**

### **Section 1. OFFICERS**

The Elected Officers of this club, who shall also constitute the Executive Board, shall consist of:

- a. A Co-President (Female Identified)
- b. A Co-President (Other Than Female Identified)
- c. A Vice President
- d. A Secretary
- e. A Treasurer

The appointed non-elected Officers of this club who shall be members of the Board of Directors shall consist of:

- a. An Immediate Past President
- b. A Parliamentarian
- c. Additional appointed board members

## **Section 2. CO-PRESIDENTS**

- a. The Co-Presidents shall be responsible for the organization and operation of the club. All other club officers report to the Co-Presidents.
- b. The Co-Presidents shall act as the club's media spokespersons for all issues including endorsed candidates and propositions, and adopted policy positions. The Co-Presidents shall promote or communicate policy positions adopted by the club and seek to hold endorsed candidates accountable to those positions through means they determine appropriate.
- c. The Co-Presidents shall have the sole authority to appoint and/or rescind appointments of all non-elected board members, chairs of all standing committees, and chairs and memberships of all special committees, unless otherwise provided for in these Bylaws.
- d. The Co-Presidents shall serve as ex-officio members of all committees. Any promotional or campaign material, by the club or any affiliated organization, must be approved by the Co-Presidents.
- e. The Co-Presidents shall manage the membership database and chartering with the San Francisco Democratic County Central Committee (SFDCCC).
- f. The Co-Presidents shall have the ability to appoint no more than ten (10) club members in good standing to the Board of Directors, to be ratified by the elected officers.

## **Section 3. SUCCESSION OF THE CO-PRESIDENTS**

In the absence of both the Co-Presidents, the Acting President and presiding officer shall be the duly elected officer in the descending order as shown in Article IV, Section 1.

## **Section 4. VICE PRESIDENT**

The Vice President shall support the responsibilities of the Co-Presidents. In the absence of both Co-Presidents, the Vice President shall preside at the meetings of this club. The Vice President shall also coordinate outreach efforts, co-sponsored activities, and major events.

## **Section 5. SECRETARY**

The Secretary shall be responsible for taking club minutes at all Executive Board, Board of Directors, and General Membership meetings and publishing the minutes for review and adoption at the next scheduled respective meeting. The Secretary shall make arrangements, including room reservations, for the Board and Membership meetings.

### **Section 6. TREASURER**

The Treasurer shall be responsible for the receipt of moneys, preparation, and submission of monthly financial reports to the Board of Directors, monitoring preparation and submission of all regulatory filings to City, County, State, and Federal agencies. The Treasurer shall also serve as treasurer or assistant treasurer for any other affiliated organizations, including slate mailer organizations.

### **Section 7. IMMEDIATE PAST PRESIDENT**

The Immediate Past President(s) shall attend a minimum of 50% of Board meetings and attend and support club events and fundraising functions. The Immediate Past President(s) shall not have voting rights and shall be ratified by the elected Board of Directors.

### **Section 8. PARLIAMENTARIAN**

The Parliamentarian shall advise everyone on parliamentary procedure. The Parliamentarian shall act strictly in an advisory and consultative role, as the presiding officer alone will have the power to rule on questions of order or to answer parliamentary inquiries. The Parliamentarian shall not have voting rights.

## **ARTICLE V. ELECTION OF OFFICERS**

### **Section 1. ELECTION OF OFFICERS**

- a. The club shall hold elections at the first regularly scheduled General Membership meeting in December of each year.
- b. Due to extenuating circumstances such as a March primary, the Board of Directors may, by majority vote, defer regular Club elections up to four months. This deferment is subject to ratification by the General Membership at the next scheduled General Membership meeting.
- c. All officer elections shall require a majority of the votes cast for each position, with multiple ballots if necessary.

### **Section 2. TERMS OF OFFICE**

- a. Newly elected officers shall assume office immediately upon election.
- b. The two Co-Presidents shall be elected in alternating years and will serve a two-year (2) term or until a successor is elected.
- c. All other officers shall serve a term of approximately one-year (1), December to December, or until a successor is elected.

### **Section 3. ELIGIBILITY**

- a. All candidates for office must have been a Member or Student Member in good standing for the past six (6) months prior to entering their name for nomination for any position.
- b. The Executive Board shall present nominations at the General Membership meeting preceding the election, at which time nominations may also be made from the floor. Nominations may thereafter be made by personal communication to the Secretary in writing fifteen (15) or more days prior to the election. No nominations may be made at the election meeting.
- c. Candidates may only serve on no more than two (2) chartered Democratic club's Board of Directors, including Fénix Dems, during the duration of their term, if elected, unless a waiver is granted by the Co-Presidents.

### **Section 4. ELECTION OF THE CO-PRESIDENTS**

- a. The Co-Presidents shall be elected in alternating years by a majority of votes by the membership of this organization at the December General Membership meeting and will serve a two-year (2) term.
- b. If at any time an election of both Co-Presidents is required, either due to the original implementation of these bylaws or the resignation or removal of both previous Co-Presidents, the newly elected Co-Presidents shall decide amongst themselves during the membership meeting which individual shall serve a one-year (1) term, and which individual will serve a two-year (2) term. If an agreement cannot be reached by the two Co-Presidents, the decision shall be decided by a coin toss.

### **Section 5. VACANCIES**

- a. Should a vacancy occur in one or more of the Co-Presidency positions of this club, the Vice President will immediately assume the duties of Acting Co-President until such time as a replacement Co-President, or Co-Presidents can be nominated and elected.
- b. Vacancy in any other office shall be filled by appointment of the Co-Presidents to fulfill the existing term of office.

## Section 6. REMOVAL FROM OFFICE

### a. Removal Due to Ineligibility

- i. The removal of residence, work, or study by an Elected or Appointed member of the Board of Directors from the City and County of San Francisco, or registration as a member of, a party other than the Democratic Party by an Elected or Appointed member of the Board of Directors during their term of membership shall constitute their automatic resignation from the organization.

### b. Removal Due to Dereliction of Duty

- i. The excessive absences of an Officer or Board Member at properly noticed meetings of the Board of Directors or their committees shall create a vacancy in their office, as determined by the Co-Presidents. At the close of the third (3) consecutive meeting in which a Board Member has not submitted an email to the Secretary regarding an excuse for absence or submitted an officer's report, their office shall be declared vacant via dereliction of duty.
- ii. When personal, academic, or professional obligations prevent an officer's board attendance, an officer may submit a written note and an officer's report prior to the next meeting, directed to the Co-Presidents or Secretary as a sufficient excuse for absence.
- iii. If the Co-Presidents are unwilling to excuse an absence, the Board Member may ask to be excused by the Board of Directors, and the absence may be excused by a majority vote.

### c. Removal of a Board Member

- i. Except as outlined within Article IV, Section 2c. or Article V, Sections 6a. or 6b. of these bylaws, a petition calling for the removal of any Officer(s), may be submitted in writing by any voting member in good standing to the Secretary at a General Membership meeting.
- ii. The petition shall state the written charges for removal and be recorded in the minutes of the General Membership meeting for review by all club members.
- iii. The notice of petition shall be given to all club members and shall be voted on at the next General Membership or Special meeting.
- iv. The Officer(s) named within the petition for removal shall be given the opportunity to answer said petition at the meeting in which the vote for removal shall occur.



- v. A vote for removal shall require two-thirds (2/3) affirmative votes of the Executive Board unless the petition names two (2) or more members of the Executive Board for removal, in which case a vote for removal would require two-thirds (2/3) affirmative votes of the General Membership in good standing.
- vi. A motion for removal, if passed, shall take effect immediately, at which time a vacancy shall be declared pursuant to Section V of this Article.

## **ARTICLE VI: MEETINGS**

### **Section 1. GENERAL MEMBERSHIP MEETINGS**

Regular meetings shall generally occur on a monthly basis on the third (3rd) Monday of every month.

### **Section 2. SPECIAL MEETINGS**

- a. The Co-Presidents may convene Special Meetings and at such a time and in such a place as the Co-Presidents may designate; or
- b. Upon written request to the Co-Presidents from two-thirds of the Board of Directors and at such a time and in such a place as it may designate.

### **Section 3. NOTICE OF MEETINGS**

At least seventy-two (72) hour advance notice must be given to the General Membership of the date, time, and location and agenda of all General Membership meetings of the club.

### **Section 4. QUORUM**

A quorum shall consist of 50% of the members in good standing at any General Membership meeting.

### **Section 5. PROXIES**

There shall be no proxy voting.

### **Section 6. PARLIAMENTARY PROCEDURES**

- a. All meetings shall be conducted in accordance with the latest revised edition of Robert's Rules of Order, except as such rules may be modified by these Bylaws. The

Parliamentarian shall be provided with a copy of Robert's Rules of Order by the club and shall have a copy at all meetings.

- b. Under no circumstances may these Bylaws, or any portion of these Bylaws, be suspended, unless that specific portion of the Bylaws indicates that it may be suspended.
- c. If any portion of these Bylaws or Robert's Rules of Order requires interpretation, the presiding officer shall have sole authority to make that interpretation. It is recommended, but not required, that the presiding officer consult the parliamentarian before issuing a ruling. Once the presiding officer issues their ruling, only a majority vote of the members present and voting may overturn their decision. If such a vote is to occur, it must be raised and debated at that meeting. Once the meeting adjourns, unless a simple majority of the organization has voted to table or continue this issue, the presiding Officer's ruling becomes final.

## **ARTICLE VII: THE BOARD OF DIRECTORS**

### **Section 1. ORGANIZATION**

- a. The Co-Presidents shall be the Chairs of both the Executive Board and the Board of Directors, and the Secretary shall be the Secretary of both the Executive Board and Board of Directors.
- b. The Board of Directors shall be constituted by the Executive Board and appointed Board Members.

### **Section 2. MEETINGS**

Meetings may be convened in the following manner:

- a. At the call of the Co-Presidents and at such a time and in such a place as the Co-Presidents may designate; or
- b. Upon written request to the Co-Presidents from a majority of the members of the General Membership, or two-thirds of the Board of Directors and at such a time and in such a place as it may designate.

### **Section 3. QUORUM**

A quorum for meetings of the Board of Directors shall consist of a simple majority of the Board.

## **Section 4. PROCEDURE AND ACTIONS**

The Board of Directors have the right to vote at all meetings and to vote in the club's PAC process. Responsibilities of the members of the Board of Directors include: serving on a committee, attending 100% of Board meetings (with up to three (3) excused absences allowed per year), volunteering for a minimum of six (6) hours of field work on behalf of the club, and attending and supporting club events and fundraising functions.

## **ARTICLE VIII: STANDING COMMITTEES**

### **Section 1. POLITICAL ACTION COMMITTEE**

- a. The Political Action Committee (PAC) shall be a standing committee of this club. The Chair(s) of this committee shall be appointed by the Co-Presidents. The PAC shall coordinate all club lobby efforts, conduct candidate interviews, conduct interviews with ballot issue representatives, and coordinate the PAC's recommendations to the General Membership for all candidate endorsements for public office and for all initiative and proposition amendments.
- b. The PAC shall consist of the Board of Directors.
- c. Meetings of the PAC may only be attended by members of the PAC.
- d. Candidates and representatives for ballot propositions may enter and address a PAC meeting only when invited by the PAC Chair(s).
- e. If a singular Chair of the PAC runs for election to any office enumerated under these Bylaws at the next organizational election, that person shall cease to be Chair, and shall immediately turn over all PAC documentation to the Co-Presidents, or, if the Co-Presidents have appointed a new Chair, to the new Chair of the PAC.

### **Section 2. MEMBERSHIP COMMITTEE**

- a. The Membership Committee shall be a standing committee of this club. The Chair(s) of this committee shall be appointed by the Co-Presidents. The Co-Presidents shall appoint at least two (2) and no more than five (5) members to the Membership Committee, all of whom shall be existing Board Members.
- b. The Membership Committee shall seek to attract new members by planning, organizing, and implementing outreach efforts within the community. The Membership Chair(s) shall be responsible for verifying the party affiliation of members and maintaining and updating the club's membership database.

### **Section 3. COMMUNICATIONS COMMITTEE**

- a. The Communications Committee shall be a standing committee of this club. The Chair(s) of this committee shall be appointed by the Co-Presidents. The Co-Presidents shall appoint at least two (2) and no more than five (5) members to the Communications Committee, all of whom shall be existing Board members.
- b. The Communications Committee shall be responsible for press releases, the maintenance and operation of the club's social media outlets, the publication of the club's monthly newsletter, and the revision and maintenance of the club website.

## **ARTICLE IX: SPECIAL COMMITTEES**

### **Section 1. SPECIAL COMMITTEES**

A Special Committee may be created at the direction of the Co-Presidents for any issues or topics in need of special consideration not already covered by a Standing Committee.

## **ARTICLE X: ENDORSEMENT PROCEDURES**

### **Section 1. BALLOT MEASURE & CANDIDATE ENDORSEMENT PROCEDURES**

Refer to Article VIII, Section 1 for details regarding the purpose and structure of the Political Action Committee.

- a. General Provisions
  - i. No candidate for any public office or ballot measure shall receive the endorsement of the club unless prior notice of that intent has been made to the General Membership.
  - ii. All candidates for office seeking the endorsement of the club shall be asked to provide, in writing, their responses to the PAC's questionnaire prior to their attendance of a PAC meeting.
  - iii. In partisan and nonpartisan elections, only registered Democrats may be considered and supported for public office. If no viable choice is available, the club may vote for a "No Endorsement" position.
  - iv. The club may not support anyone who supports the violent overthrow of the United States Government.
- b. Ballot Measure Endorsements

- i. To recommend to the General Membership, a ballot measure position must receive a 60% vote by the PAC.
    - ii. For endorsement, the General Membership must approve a ballot measure position by a vote of 60%.
  - c. Endorsement of Candidates in a Multi-Seat Race
    - i. To recommend to the General Membership, candidates must receive a 60% vote by the PAC.
    - ii. For endorsement, candidates must receive 50%+1 of the votes cast by the General Membership.
      - 1. If more candidates pass the threshold than there are places allotted for endorsement, then the candidate(s) with the fewest number of votes will be eliminated.
      - 2. If candidates tie for last place and the number of endorsed candidates exceeds the number of allowable endorsements, then all last place candidates will be eliminated.
  - d. Endorsement of Candidates in Single-Seat Races (Non-Ranked Choice)
    - i. To recommend to the General Membership, a candidate must receive a 60% vote by the PAC.
    - ii. For endorsement, a candidate must receive 50%+1 of the votes cast by the General Membership.
      - 1. If no candidate reaches or surpasses the established threshold, then no candidate is endorsed.
      - 2. If more than one candidate reaches or surpasses the threshold, then the candidate with the greatest number of votes is endorsed.
      - 3. If two or more candidates tie while reaching or surpassing the established threshold, then multiple unranked endorsements may be issued.
  - e. Endorsement of Candidates in Single-Seat Races (Ranked Choice)

- i. Initial Vote: To be taken at the end of the PAC meeting after all candidates have presented and all debate concluded. A vote for first choice candidate is taken from among all of candidates.
  - 1. A single candidate who receives 66% of votes cast by the PAC will be the sole recommended candidate for that office, no second or third ranking will be considered unless a motion is passed by 66% of the PAC to vote on second and third place endorsements.
  - 2. The option to recommend “No Endorsement” to the General Membership will be included in all rounds of PAC voting and will require 66% of the votes cast in any round of voting.
  - 3. Should no single candidate receive sole recommendation in the initial vote, voting to fill a ranked slate will commence.
- ii. To receive first choice recommendation, a single candidate must receive at least 60% of the votes cast by the PAC.
- iii. If no candidate receives 60% in the first round, additional ballots will be taken until a first choice recommendation is selected or “No Endorsement” recommendation receives 66% of the vote. All further ballots will abide by the following procedures:
  - 1. After the initial round of voting for first choice, the threshold for a single candidate to receive first choice recommendation will drop to 50%+1 of the votes cast by the PAC.
  - 2. The candidate with the least votes in the previous round of voting and all candidates who received no votes shall be dropped from the next ballot.
  - 3. When a first choice recommendation has been determined, voting will commence for second choice.
- iv. To receive second choice recommendation, a single candidate must receive at least 60% of the votes cast by the PAC.
  - 1. The selection for second choice will commence according to the same rules laid out for the selection of first choice.
  - 2. The first choice candidate will not be included on any ballots for the determination of second choice.

3. When a second choice recommendation has been determined, voting will commence for third choice.
- v. To receive third choice recommendation, a single candidate must receive at least 60% of the votes cast by the PAC.
    1. The selection for third choice will commence according to the same rules laid out for the selection of first choice.
    2. The first and second choice candidates will not be included on any ballots for the determination of third choice.
    3. There will be no more than three ranked choices recommended for any office.
  - vi. For endorsement by the General Membership, candidates must receive 50%+1 of the votes cast by the General Membership.
    1. If more candidates pass the threshold than there are places allotted for endorsement, then the candidate(s) with the fewest number of votes will be eliminated.
    2. If candidates tie for last place and the number of endorsed candidates exceeds the number of allowable endorsements, then all last place candidates will be eliminated.
    3. There will be no more than three (3) ranked choices recommended for any office.
  - vii. Establishing endorsement thresholds:
    1. For thresholds that require 66% or 60%, the percentage indicated will be required from the sum of the total ballots cast to establish the endorsement threshold. If this quotient includes a fraction, then that number is rounded up to the nearest whole number to determine the endorsement threshold.
    2. For thresholds that require 50%+1, the total ballots cast are summed and then halved. If this quotient includes a fraction, then that number is rounded up to the nearest whole number to determine the endorsement threshold.
      - a. If this quotient is a whole number, then that number will be added by one (1) to determine the endorsement threshold.

## **Section 2. CALIFORNIA DEMOCRATIC PARTY PRE-ENDORSEMENT CONFERENCE REPRESENTATIVES**

The Co-Presidents shall choose the representatives for pre-endorsement conferences. Any representative chosen must be a "member in good standing". The club shall provide a roster of only "members in good standing" to the Chartering Authority and the Regional Director of the SFDCCC.

## **ARTICLE XI. CODE OF CONDUCT**

### **Section 1. EXPECTED BEHAVIOR**

- a. The Fénix Democratic Club of San Francisco is committed to providing a welcoming, respectful, friendly, safe, supportive, and harassment-free environment for members and all others associated with the Fénix Dems, the SFDCCC, the CDP, and the Democratic Party as a whole.
- b. The club expects all leaders, members, and others associated with the club to act professionally, respecting the personal rights and dignities of all individuals involved with the club so as to create a productive, inclusive environment for everyone. The club also expects all such individuals to alert club leadership and/or the club Co-Presidents of a perceived violation of this Code and to cooperate in an investigation of a potential violation.
- c. The club's expectations are not limited to club meetings and club events. Conduct in violation of this Code will not be tolerated at any and all events sponsored by or having an official connection with the club, as well as in any club call, text, or email, or on any digital communication platform or social media, that occurs in the context of conducting club business.

### **Section 2. HARASSMENT PROHIBITED**

- a. All individuals should feel welcome and safe within the club, regardless of their sex, gender, gender identity, gender expression, sexual orientation, pregnancy/reproductive status, race, color, ethnicity, national origin, ancestry, religion, caste, creed, age, disability, health status, marital status, military or veteran status, body size, physical appearance, domestic violence victim status, social or economic status, or any legally protected classification or characteristic.
- b. The club will not tolerate harassment and prohibits the creation of hostile conditions — that is, disrespectful or unprofessional conduct — based on any of the aforementioned categories. The manner of any such prohibited behavior includes verbal conduct,



whether spoken or written (such as slurs, jokes, insults, remarks, epithets, teasing, yelling, foul or profane language, emails, posters, leaflets, internet posting, slander, etc.), visual conduct (such as the wearing, posting, or distributing of offensive symbols, pictures, cartoons, drawings, and computer displays, leering, gestures, libel, etc.), and physical conduct (such as gestures, blocking someone's way, assault, invading someone's space, unwelcome touching, etc.).

- c. The club emphasizes that it will not tolerate sexual harassment, that is, conduct based on sex or of a sexual nature. Prohibited sexual harassment may include the actions described above, as well as other unwelcome sex-based conduct, such as unsolicited sexual advances or unwanted contact (such as kissing, hugging, neck-rubbing, an overlong handshake, etc.), requests for sexual favors, conversations regarding sexual activities, or other verbal, visual, or physical conduct or contact of a sexual or sexually suggestive nature.
- d. The club prohibits quid pro quo sexual harassment, such as when submission to sexual conduct is made explicitly or implicitly a term or condition of an individual's membership in the club or an appointment to a club committee, to club leadership, or to another role within the club; or submission to or rejection of sexual conduct by an individual is used as the basis for decisions affecting that individual.

The examples above are just that—examples. In general, any conduct that is based on one or more of the protected classifications listed above that could interfere with an individual's participation in the club or could create an offensive, unsafe environment will be considered harassment in violation of this Code of Conduct. This is the case even if the offending individual did not mean to be offensive. It is essential that we all are sensitive to the feelings of others.

### **Section 3. RETALIATION PROHIBITED**

- a. Retaliation for good faith reporting of behavior that may violate this Code of Conduct, or for participating in an investigation into a potential violation, is prohibited.
- b. Retaliation may include, but is not limited to, exclusion from meetings, committees, or opportunities for advancement and full participation, ostracism, bad mouthing, or other conduct that may discourage engagement with the club, or that would be reasonably likely to deter a reasonable person from reporting a violation of this Code or participating in an investigation of a potential violation.

### **Section 4. REPORTING PROCEDURE**

- a. Anyone who experiences, witnesses, or learns of a perceived violation of this Code should promptly report it either to a club leader or the Co-Presidents of the club. A club leader who receives such a report must promptly report it to the club Co-Presidents. The Co-Presidents will decide whether to initiate an investigation and remain available to the

reporter throughout the investigation process and will oversee any investigation that ensues.

## **Section 5. CONSEQUENCES FOR A VIOLATION**

- a. A violation of this Code of Conduct may result in sanctions including but not limited to private censure, public censure, being prohibited from attending club events, and removal from the club membership, club office and/or delegate status.

## **ARTICLE XII. AMENDMENT OF THE BYLAWS**

### **Section 1. AMENDMENTS**

- a. These Bylaws may be amended by a two-thirds vote of the Membership at any regularly scheduled membership meeting. Any such amendments shall take effect on the first Monday after the adjournment of such a meeting, unless a specific exception is stated in the motion to amend.
- b. Any Bylaws amendment must be presented to the full Membership in writing by its sponsor the day of the vote.

### **Section 2. NOTICE**

- a. Notice to amend these Bylaws shall be given fifteen (15) days prior to any Membership meeting at which such a change is to be voted upon.

## **ARTICLE XIII. SUSPENSION OF THE BYLAWS**

### **Section 1. SUSPENSION OF THE BYLAWS**

- a. Any section of these Bylaws may be suspended by a two-thirds (2/3) vote of the General Membership at any regularly scheduled Membership meeting. A motion to suspend must identify the Article and Sections being suspended and may not suspend more than one article. This Article may not be suspended.

## **ARTICLE XIV. DISSOLUTION**

### **Section 1. DISSOLUTION**

- a. Dissolution of this club requires the unanimous approval of the Board of Directors and approval of three-fourths (3/4) of the Members in good standing at a duly noticed General Meeting of this club where the intent to dissolve the club has been duly noticed.

b. Upon dissolution, all unspent funds (after expenses and liabilities are accounted for) will be donated to the San Francisco Democratic County Central Committee. Any privately obtained funds that remain may be donated to another nonprofit organization with prior approval of the Full Board.