

# Bylaws of the Arizona Democratic Party

Approved June 14, 1980, as Restated and Amended May 19, 2018

## **PREAMBLE**

These bylaws cover the operation and organization of the Arizona Democratic Party (“ADP”), a party organization established pursuant to Ariz. Rev. Stat. Title 16, Sections 16-821 – 828; such sections shall be considered Appendix 1 of these bylaws.

## **ARTICLE I. ORGANIZATION**

### **Section 1. STATE COMMITTEE.**

There shall be a State Committee, with membership as provided by law and in Article II of these bylaws, which shall have duties and responsibilities as provided by law and these bylaws. The State Committee shall be the governing body of the ADP and shall have authority over all actions of the Executive Committee, Executive Board, and other committees of the ADP.

### **Section 2. EXECUTIVE COMMITTEE.**

There shall be an Executive Committee, with membership as provided by law and in Article IV of these bylaws, which shall have duties and responsibilities as provided by law and these bylaws, subject to the direction of the State Committee.

### **Section 3. EXECUTIVE BOARD.**

There shall be an Executive Board, with membership as provided in Article III of these bylaws, which shall have duties and responsibilities as provided by these bylaws, subject to the direction of the State Committee.

## **ARTICLE II. STATE COMMITTEE**

### **Section 1. MEMBERSHIP.**

- A. Unless otherwise prescribed by law, membership of the State Committee shall consist of the chairperson of each County Committee; plus one (1) member of the County Committee for every three (3) members of the County Committee elected pursuant to statute.
- B. State Committeepersons shall be elected at the County Committee Organizational Meetings. In Maricopa and Pima Counties, State Committeepersons shall be selected at the Legislative District Committee Organizational Meeting.
- C. Nominations for election to the State Committee shall be allowed from the floor. No slate identification shall be allowed on any ballots or balloting at these elections. Only precinct committeepersons elected at the preceding primary election shall be eligible to vote in elections of State Committeepersons or to be elected as State Committeepersons at a County Committee Organizational Meeting or Legislative District Committee Organizational Meeting.
- D. If, following a County Committee Organizational Meeting, there are fewer Precinct Committeepersons elected to the State Committee than the number of slots to which that county is entitled pursuant to Section 1(A) of this Article II, the County Committee Chair may recommend duly appointed Precinct Committeeperson(s) to the State Chair to fill the vacant State Committeeperson slot(s) for that

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County. Any such appointed State Committeeperson shall be entitled to all the duties and responsibilities of elected State Committeepersons except the right to vote at the State Committee Organizational Meeting.

E. Following the State Committee Organizational Meeting, vacancies in the State Committee may be filled by any precinct committeeperson pursuant to statutory procedure, and Section 5 of this Article.

### **Section 2. STATE COMMITTEE ORGANIZATIONAL MEETINGS.**

A. The State Committee shall hold a biennial State Committee Organizational Meeting in Phoenix no earlier than ten (10) days after the last County Committee Organizational Meeting and in any event no later than the fourth (4th) Saturday in January following a general election.

B. At each State Committee Organizational Meeting, the newly elected State Chair shall provide a calendar of dates for the next consecutive eight (8) State Committee meetings; provided that such dates may be subject to change as circumstances require.

C. The State Committee Organizational Meeting shall be governed by the requirements set forth in Article VIII of these bylaws.

### **Section 3. DUTIES OF THE STATE COMMITTEEPERSONS.**

The duties of a State Committeeperson shall include, but not be limited to, the following: (a) canvass and campaign only on behalf of Democratic candidates; (b) assist in registration programs and in turning out a maximum Democratic vote; (c) support the ADP as well as his/her County and Legislative District Committees; (d) encourage financial support of the ADP, his/her County and Legislative District Committees; and (e) protect and defend the Constitution and laws of the United States and the State of Arizona.

### **Section 4. DEEMED RESIGNATION FROM THE STATE COMMITTEE.**

A. A State Committeeperson shall be deemed to have resigned from the State Committee upon any of the following events:

1. The State Committeeperson fails without reasonable explanation to attend in person or by proxy three (3) consecutive meetings of the State Committee; or
2. If it is the opinion of two-thirds (2/3) of the total membership of the body that elected a State Committeeperson, as expressed by a vote at a regular or specially called meeting of that body, that the State Committeeperson has refused or neglected his/her duties; or
3. The State Committeeperson has publicly supported an opposition candidate in a partisan election.
4. The State Committeeperson fails to comply with the Conflict of Interest Policy and/or fails to disclose a real or potential conflict of interest.

B. Following a deemed resignation, as described in this Section, the County Chair of the county in which the State Committeeperson resides shall notify the State Committeeperson that because of his/her actions, s/he is deemed to have resigned. The State Committeeperson may appeal such a decision to the County Committee for reinstatement. The State Chair shall be notified of the steps in the aforesaid actions before any such action shall become final. If a State Committeeperson wishes to further appeal his/her deemed resignation, the Executive Committee shall act as final board of arbitrators. The decision reached by the Executive Committee shall be final.

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### **Section 5. VACANCIES.**

A. A vacancy in the State Committee shall occur upon any of the following events:

1. When a State Committeeperson (a) dies, (b) resigns, (c) fails to maintain Democratic registration, (d) is removed by cause, or (e) otherwise ceases to be a member of his/her county committee;
2. When a State Committeeperson originally elected in a county with a population of less than five hundred thousand (500,000) persons moves from that county.
3. When a State Committeeperson originally elected in a Legislative District located in a county with a population of five hundred thousand (500,000) or more persons moves from that Legislative District.

B. A State Committeeperson position shall be filled within fifteen (15) days of the occurrence of a vacancy as follows:

1. In counties with populations of less than five hundred thousand (500,000) persons, such vacancy shall be filled by appointment made by the State Chair with the advice and consent of the County Chair of the county in which the vacancy occurred, and shall be filled by a qualified person who resides in the same County in which the vacancy occurred.
2. In counties with populations of five hundred thousand (500,000) or more persons, such vacancy shall be filled by appointment made by the State Chair with the advice and consent of the County Chair of the county in which the vacancy occurred and the District Chair of the Legislative District in which the vacancy occurred, and shall be filled by a qualified person who resides in the same district in which the vacancy occurred.

### **Section 6. Meetings.**

A. The State Committee shall meet at least three times in a calendar year.

## **ARTICLE III. STATE COMMITTEE OFFICERS**

### **Section 1. OFFICERS.**

A. The statutory officers, Chair, Secretary, and Treasurer, shall be elected at each State Committee Organizational Meeting.

B. At the State Committee Organizational Meeting, the State Committee shall also elect from its membership, under procedures set forth in Section 2 of this Article, the following additional State Committee Officers: (1) First Vice-Chair, who shall identify with a different gender and be of a different county of residence as the Chair; (2) Senior Vice-Chair, who shall identify with a different gender than the First Vice Chair, and be of a different county of residence as the Chair; (3) Six (6) Vice Chairs, no more than three (3) of the six (6) may identify as the same gender; (4) Educational Coordinator; and (5) Affirmative Action Moderator. No more than four (4) of the eight (8) Vice-Chairs shall be elected from the same county. The First Vice-Chair and Senior Vice-Chair shall be the highest-ranking.

C. The Sergeant-at-Arms shall be a non-voting State Committee Officer and shall be appointed by the State Chair.

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D. The Democratic National Committee Members who are elected pursuant to Article X, Section 2 also shall be State Committee Officers.

### Section 2. ELECTION OF OFFICERS.

A. All nominations for State Committee officers to be elected pursuant to this Article shall be made from the floor of the State Committee Organizational Meeting and no slate identification shall be allowed on any ballots or balloting at these elections.

B. Any duly elected or appointed State Committeeperson may be eligible for any elective office, but no person shall be nominated as a candidate without the consent of such person having first been obtained.

C. In all cases where there is more than one (1) candidate for office, voting shall be conducted by individual ballot. To be elected, a person must receive votes on a majority of ballots cast. If a second or subsequent ballot is necessary, the name of the candidate with the lowest vote total from the preceding ballot shall be excluded from the subsequent ballot. The same procedure shall be followed until a nominee shall have received votes on a majority of ballots cast.

D. An automatic recount shall be performed if (1) the number of votes cast is greater than the number of committeepersons present in person or represented by proxy; or (2) the ballot shall result in the election of an officer rather than only the elimination of a candidate and there is a margin of less than six (6) votes between the elected officer and the next candidate.

E. No county shall bind itself to the "unit rule," under which all votes from that county are cast for the candidate preferred by a majority of the county delegates.

F. State Committee Officers shall be elected in the following order: State Chair; First Vice-Chair; Senior Vice-Chair; remaining Vice-Chairs; Secretary; Treasurer; Educational Coordinator; and Affirmative Action Moderator.

### Section 3. DUTIES OF OFFICERS.

In addition to their duties as State Committeepersons, the duties of the State Committee Officers shall be as follows:

#### A. *State Chair.*

1. The duties of the State Chair shall be to (a) direct the affairs of the ADP and be the spokesperson for the ADP; (b) preside over all meetings of the State Committee, the Executive Committee, the Executive Board and ADP Conventions or meetings as may be held; (c) submit a proposal for approval for an annual budget to the Executive Committee; (d) after consultation with the Executive Board, assign appropriate duties to all Vice-Chairpersons; (e) after consultation with the Executive Board, appoint such Committees as required by these bylaws or deemed necessary by the Chair to carry out the programs and policies of the ADP; (f) direct the central office of the ADP and other offices that it may establish; (g) appoint State Committee Staff pursuant to Subsection (2) of this Section A; and (h) perform other duties as set forth in these bylaws.

2. The State Chair shall also have the duty to appoint state committee staff, as follows:

(a) The State Chair shall, after consultation with the Executive Board, appoint such staff, including counsel, as may be helpful to carry on the duties of the ADP. No such appointment shall extend beyond the term of the chair. Staff shall serve at the pleasure of the chair.

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(b) The State Chair shall consult with regional and local officers in local staffing decisions. Specifically, the State Chair shall consult with County Chairs about the staffing and job descriptions of campaign workers based in their counties.

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- B. *First Vice-Chair*. The duties of the First Vice-Chair shall be to (1) assist the State Chair in the performance of his/her duties; (2) act in the State Chair's stead in his/her absence; (3) serve as a member of the DNC according to its rules; (4) attend meetings of the DNC along with the State Chair; and (5) perform other duties as are assigned by the State Chair. The First Vice-Chair shall be first in succession to the State Chair.
- C. *Senior Vice-Chair*. The duties of the Senior Vice-Chair shall be to (1) serve as a member of the Bylaws Committee established pursuant to Article VI Section 2 of these bylaws; (2) substitute for the State Chair and the First Vice-Chair if both are temporarily unable to perform their duties; and (3) perform other duties as are assigned by the State Chair. The Senior Vice-Chair shall be second in succession to the State Chair, after the First Vice-Chair.
- D. *Vice-Chairpersons*. The duties of all Vice-Chairpersons shall be to perform such duties as are assigned to them by the State Chair.
- E. *Secretary*. The duties of the Secretary shall be to (1) keep records of all meetings of the State Committee, the Executive Board, and the Executive Committee; (2) provide written or electronic copies of minutes to the members of the respective committee or board and to all county chairs in a timely manner; (3) maintain a roll of members of the State Committee; (4) maintain a copy of formal reports of the State Committee's officers, committees, and sub-committees; (5) maintain a copy of all resolutions adopted by the State Committee; (6) ensure that a written record of all meetings is kept on file at the ADP headquarters, with the exception of Executive Sessions; and (6) perform such other duties as are assigned by the State Chair.
- F. *Treasurer*. The duties of the Treasurer shall be to (1) serve as the custodian of all funds and securities of the ADP; (2) maintain adequate records pertaining to the finances of the ADP and file all required federal and state reports; (3) be responsible for the financial affairs of the ADP; (4) prepare an annual report for each fiscal year within forty-five (45) days of its closure for distribution at the next State Committee meeting; (5) serve as a member of any committee pertaining to finance or that receives or disburses funds; (6) at least once a month, to the extent that funds are available and expenditures are authorized by law, pay outstanding bills which are those bills that have been duly incurred within the current budget as permitted by these bylaws; (7) disburse funds in accordance with the direction of the Executive Board; and (8) perform other duties as set forth in these bylaws. Where the legality of expenditure is questioned by the Treasurer, the opinion of legal counsel is final.
- G. *Educational Coordinator*. The duties of the Educational Coordinator shall be to (1) assist with and direct the implementation of the Party Platform and program for multicultural outreach; (2) chair the Platform Committee established pursuant to Article VI Section 3 of these bylaws; and (3) perform other duties as assigned by the State Chair.
- H. *Affirmative Action Moderator*. The duties of the Affirmative Action Moderator shall be to (1) assist with and direct the implementation of the ADP Affirmative Action Program as outlined in Article IX of these bylaws; and (2) perform other duties as assigned by the State Chair.

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- I. *National Committee Members.* The duties of the National Committee Members elected pursuant to Article X of these bylaws shall be to (1) perform the duties described in Article X, Section 3 of these bylaws; and (2) perform other duties as assigned by the State Chair.
- J. *Sergeant-At-Arms.* The duties of the Sergeant-At-Arms shall be to (1) maintain order at all meetings of the State Committee and of the Executive Committee; (2) keep an inventory of equipment that belongs to the State Party; and (3) report on this inventory at least once each year.

### **Section 4. REMOVAL OF STATE COMMITTEE OFFICERS.**

Any elected State Committee Officer shall be removed from office by a two-thirds (2/3) vote of the total number of the State Committee.

### **Section 5. VACANCIES.**

- A. Vacancies among the State Committee Officers shall be filled by an election of the State Committee at an open meeting called with at least twenty-one (21) days written notice mailed by the ADP or State Chair. The postmark will signify compliance with the twenty-one (21) day notice requirement.
- B. If the State Chair vacates his/her position and is replaced by a person of the opposite gender, the Senior Vice-Chair shall become the First Vice-Chair of the Party with all attendant duties including membership on the DNC, and the First Vice-Chair shall become the Senior Vice-Chair.
- C. A vacancy in the office of State Chair may be filled by any State Committeeperson residing in any county, and no Vice-Chair will be disqualified by virtue of residency.

### **Section 6. EXPENSES OF OFFICERS.**

State Committee Officers may be reimbursed for reasonable out-of-pocket expenses in the performance of their duties as set forth in the ADP Annual Budget.

### **Section 7. ANNUAL BUDGET.**

The ADP Annual Budget, approved by the Executive Committee, shall represent the expenditure authority of the ADP, subject to amendment, and shall be in effect for the year starting on the first month after approval. Any expense in excess of the amount budgeted shall be subject to approval of the Executive Committee. The Treasurer shall provide a financial report at least quarterly. No contracts for capital expenditures, employment, consultants or contracts in excess of \$10,000 signed by the State Chair or on behalf of the ADP shall extend beyond the term of the State Chair without approval of the Executive Committee.

## **ARTICLE IV. EXECUTIVE COMMITTEE**

### **Section 1. MEMBERSHIP.**

- A. Unless otherwise specified by law or by these bylaws, the Executive Committee shall consist of the following members: (1) The County Chairperson from each county; (2) the first and second County Vice Chairpersons from each county; (3) the National Committee Members elected pursuant to Article X of these bylaws; (4) three (3) Members-at-Large from each Congressional District; (5) the President or a representative of the President of the Young Democrats of Arizona; (6) the President or representative of the President of the Arizona Federation of Democratic Women's Clubs; and (7) the other State Officers listed in Article III of these bylaws.
- B. The State Chair shall serve as Chair of the Executive Committee.

**Section 2. AT-LARGE MEMBERS.**

The State Chair shall appoint the Members-at-Large within one (1) month following the State Committee Organizational Meeting.

**Section 3. EXECUTIVE COMMITTEE DUTIES.**

The Executive Committee's duties shall be to (1) approve the Annual Budget and any amendments to it; (2) approve specific contracts extending beyond the State Chair's term; (3) act as the final board of arbitrators for State Committee persons seeking reinstatement after a deemed resignation or removal; and (4) perform such duties as assigned by the State Chair.

**Section 4. MEETINGS.**

The Executive Committee shall meet at least three times in a calendar year.

**ARTICLE V. EXECUTIVE BOARD**

**Section 1. MEMBERSHIP.**

A. The Executive Board shall consist of the following members: (1) All State Committee Officers elected pursuant to Article III or Article X, Section 2 of these bylaws; (2) the Chair of the Council of County Chairs; and (3) the National Committee Members elected pursuant to Article X of these bylaws. B. The State Chair shall serve as the Chair of the Executive Board.

**Section 2. EXECUTIVE BOARD DUTIES.**

The duties of the Executive Board shall be to (1) act on behalf of the State Committee between State Committee meetings; (2) perform other such duties as assigned by the State Chair; (3) adopt and maintain a Conflict of Interest Policy; and (4) adopt and maintain additional policies and procedures for the ADP and its staff.

**Section 3. MEETINGS.**

- A. The Executive Board shall meet at least four times in a calendar year.
- B. The Executive Board may meet within 48 hours upon the call of the State Chair.
- C. Members may participate in person or electronically.

**ARTICLE VI. OTHER COMMITTEES**

**Section 1. COUNCIL OF COUNTY CHAIRS.**

A. There shall be a Council of County Chairs composed of the elected chairpersons of each of the fifteen (15) County Committees.

B. The duties of the Council shall be to (1) serve as a support group for training and working with County Chairs to assist in finance, media relations, and other administrative skills; and (2) serve as an adjunct to the State Chair to facilitate the aims and goals of the ADP.

C. The Council shall meet at each meeting of the State Committee. In addition, the Council shall also meet at least once each quarter at a time other than during the State Committee meetings.

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D. The time and place of such meetings shall be set by the Council through a Chair who shall be chosen by the County Chairs at the first meeting following the State Committee Organizational Meeting.

### **Section 2. STANDING COMMITTEES.**

A. The State Committee shall have the following Standing Committees: Affirmative Action Committee, Bylaws Committee, Communications Committee, Credentials Committee, Election Integrity Committee, Finance Committee, and Resolutions Committee. The determination of the personnel, size, and other details of the composition of Standing Committees shall be the duties of the State Chair. B. The duties of the Standing Committees shall be as follows:

1. *Affirmative Action Committee.* The duties of the Affirmative Action Committee shall be to undertake the responsibilities stated in Article IX, Section 1 of these bylaws.
2. *Bylaws Committee.* The duties of the Bylaws Committee shall be to (a) keep the bylaws of the ADP consistent with the aims and policies of the ADP; (b) propose changes in the bylaws; (c) report to the State Committee; and (d) review and recommend approval, rejection, or amendment of all proposed changes to the bylaws.
3. *Communications Committee.* The duties of the Communications Committee shall (a) help create media awareness of the activities of the ADP; and (b) assist in any communications and voter outreach programs of the ADP.
4. *Credentials Committee.* The duties of the Credentials Committee shall be to (a) approve the credentials of all State or Executive Committee members at meetings of these committees; (b) review and approve all proxies in accordance with Article VIII, Section 6 of these bylaws; (c) oversee all vote counts; (d) resolve all challenges to members or proxies; and (e) in the event that a ballot is required, (i) count the ballots; (ii) determine the intent of the voter; and (iii) resolve any conflicts regarding the validity of any ballot cast.
5. *Election Integrity Committee.* The duties of the Election Integrity Committee shall be to represent the ADP in all efforts to assure the integrity of the election process in consultation with the State Chair.
6. *Finance Committee.* The duties of the Finance Committee shall be to assist the State Chair in raising funds for the ADP.
7. *Resolutions Committee.* The duties of the Resolutions Committee shall be to (a) review all resolutions proposed to the State Committee in accordance with these bylaws; (b) report to the State Committee and recommend approval, rejection, or amendment of all resolutions; (c) establish and publish the procedures for the proposition of resolutions that are consistent with these bylaws.

### **Section 3. SPECIAL COMMITTEES.**

A. The State Committee shall have the following Special Committees: Coordinated Campaign Committee, Delegate Selection Committee, Platform Committee, and other special committees as may be appointed by the State Chair or as may be directed by the State Committee. The determination of the personnel, size, and other details of the composition of Special Committees shall be the duties of the State Chair; provided that the composition of the Coordinated Campaign Committee shall also be determined in conjunction with the DNC.

B. The duties of the Special Committees shall be as follows:



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1. *Coordinated Campaign Committee.* The duties of the Coordinated Campaign Committee shall be to raise funds to support the activities of the ADP's Coordinated Campaign.
2. *Delegate Selection Committee.* The duties of the Delegate Selection Committee shall be to ensure that the rules for delegate selection for conventions and meetings are kept consistent pursuant to Article XI of these bylaws and to undertake selection of delegates in accordance with those rules.
3. *Platform Committee.* The duties of the Platform Committee shall be to (a) draft a platform that shall be submitted to the Executive Committee for additions and changes prior to its submission to the State Committee; and (b) ensure that the endorsed document shall be available one (1) month prior to the meeting of the State Committee at which the platform is to be considered for approval.

### **Section 4. COMMITTEE STATEMENTS.**

No committee shall be authorized to issue any statement on behalf of either the State Committee or the Executive Committee or as coming from the ADP. Any statement or report issued by any committee in its own behalf shall be confined to the scope of its duties.

### **Section 5. FUNDS.**

All funds for committees are under the internal control of the ADP and fall within the duties of the Treasurer.

### **Section 6. DEMOCRATIC CLUBS.**

The State Committee shall certify any Democratic club which has been recognized by the County Committee in which the club members reside, under rules established by the bylaws of the County Committee.

### **Section 7. STATEWIDE CAUCUSES.**

A. The ADP encourages broad participation and diversity. In recognition thereof, provision is hereby made for official recognition of Statewide Caucuses.

B. *Definition.* A Caucus is a group of Democrats whose members join together to organize the communities they represent within the ADP for activities, goals and purposes consonant with the overall activities, goals and purposes of the ADP and the DNC. C. *Procedure to Obtain Caucus Recognition.*

1. A prospective Caucus may apply to the Executive Board of the State Committee for official recognition as a Caucus of the ADP. Applications must be signed by a minimum of twenty (20) current State Committeepersons and must be presented to the Executive Board thirty (30) days prior to any quarterly meeting of the State Committee, for consideration at the meeting. A prospective Caucus may apply to the Executive Board no more than twice during any two (2)-year period between one State Committee Organizational Meeting and the next.
2. Provided that all conditions of recognition for a Caucus set forth in Section 7(D) of this Article are met, the Executive Board shall recognize an applicant Caucus as a Caucus of the ADP, unless, upon the vote of two-thirds of all the members of the Executive Board, the activities, goals, and purposes of the Caucus are found to be specifically detrimental to the activities, goals, and purposes of the ADP.
3. If a Caucus application is rejected, the Executive Board must immediately in writing provide the applying Caucus the reason for the denial.

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D. *Conditions of Recognition and/or Maintaining Recognition.* A Caucus will not be recognized as a Caucus of the ADP or will immediately lose its recognition upon a determination by the Executive Board (given in writing to the Caucus with the Caucus having a reasonable opportunity to challenge the determination and/or to remedy same) that any of the following Prerequisite Conditions do not or no longer exist or that any of the following Revocation Events have occurred, or for such other stated reason as the Executive Board finds in the best interest of the ADP.

1. *Prerequisite Conditions.* All of the following conditions must be met to obtain and maintain recognition as a Caucus of the ADP:
  - (a) The Caucus has a minimum of current twenty (20) State Committeepersons as enrolled members, residing in at least three (3) Arizona counties.
  - (b) The Caucus has adopted by-laws that (i) require members to be registered Democrats; (ii) state that one of the purposes of the caucus is to elect Democrats and to work to strengthen the ADP; and (iii) are not in conflict with, or in contradiction to, the bylaws of the ADP.
  - (c) The Caucus agrees to follow the bylaws of the ADP.
  - (d) The Caucus is not and does not operate as a political action committee (“PAC”) as PACs are defined by and subject to either the Arizona Revised Statutes or by the United States Code.
2. *Revocation Events.* Any of the following events will result in revocation of a Caucus’s recognition by the ADP:
  - (a) The Caucus fails to remain in compliance with the above Prerequisite Conditions.
  - (b) The Caucus endorses any candidate for public office during the pre-primary or primary period.
  - (c) The Caucus endorses or devotes effort on behalf of candidates other than Democratic candidates.

E. *Benefits of Recognized Caucus Status.* At such time as a Caucus is officially recognized as a Caucus of the ADP, the Caucus shall be entitled to further normal benefits of ADP recognition, such as (1) meeting announcements by the ADP on its website and elsewhere; (2) meeting time, space and facilities at State Committee meeting venues at no charge to the Caucus; and (3) opportunity to report from the floor at State Committee meetings. Although a Caucus may identify itself as a Caucus recognized by the ADP, such recognition shall in no way entitle a Caucus to speak on behalf of the ADP as a whole, and the Caucus shall take care that no such impression is given in its activities or statements.

F. *State Committee Membership.* At such time as the Caucus shall have seventy-five (75) State Committeepersons as members in good standing, the Caucus shall be entitled to select one of its members to be a member of the Executive Committee of the ADP.

## ARTICLE VII. PRESIDENTIAL ELECTORS

### Section 1. ENDORSEMENTS.

The State Committee shall endorse persons to be candidates for Presidential Electors of the Party. Each such Elector shall be required to pledge as a condition of his/her selection that s/he will vote for the Presidential and Vice Presidential nominee of the National Democratic Convention of the Democratic Party.

**ARTICLE VIII. MEETINGS**

**Section 1. MEETINGS.**

- A. The State Committee and the Executive Committee shall meet on the call of the Chair or in accordance with any resolution adopted by it.
  
- B. The Chair shall call a meeting within twenty (20) days of the date designated by any petition filed with the Secretary and signed by ten (10) percent of the total membership of the body whose meeting is sought, as long as such petition is signed by members of at least three (3) counties.

**Section 2. WRITTEN NOTICE.**

Proper notice shall be given of the date, time, and place by mail to each member of the body that is meeting at his/her address as shown on the records of the State Committee by first class mail at least ten (10) days prior to a meeting or by bulk mail at least seventeen (17) days before the meeting.

**Section 3. QUORUM.**

A quorum of members of the body that is meeting shall consist of at least forty (40) percent of the membership, provided that notice has been given in accordance with Section 2 of this Article. Proxies will be counted as members present. A quorum shall be present for all voting.

**Section 4. VOTING.**

Voting within the State Committee, the Executive Committee or any of their sub-committees shall be on an individual basis and may be actual roll call vote, by county, by division of the body in commonly accepted manner, or by voice vote, as may be appropriate. No slate or title identification shall be made on any ballot or in balloting.

**Section 5. DEBATE.**

No delegates or members shall speak longer than five (5) minutes at one time, except as provided in the order of the day or by a vote of the majority of members present.

**Section 6. PROXY ATTENDANCE.**

Members of the State or Executive Committee meeting pursuant to these bylaws may vote by proxy, in which event the following regulations apply:

- A. Each proxy shall be given to a Precinct Committeeperson residing in the county where the State Committeeperson resides, except that any State Committeeperson residing in a Legislative District lying wholly within a single county shall give his/her proxy to another qualified Precinct Committeeperson residing within such district.
  
- B. Each proxy shall be attested by a notary or by two witnesses.
  
- C. Each proxy shall state a specific meeting for which it is given and shall be valid only for that meeting.
  
- D. Each proxy shall be dated as of the date it is given and shall be valid only if executed within twenty (20) days of the date of the meeting for which the proxy is granted.

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- E. There shall be no limit to the number of proxies an individual can hold, except that if the State or Executive Committee meeting is held in the county of residence of a committeeperson, then that committeeperson shall carry no more than three (3) proxies.
- F. Proxy voting in the matter of Delegate Selection for the Democratic National Convention or any meeting covered by separate rules shall be governed by those rules.
- G. Any member who has been present at a State or Executive Committee meeting held pursuant to these bylaws, may, upon leaving the meeting, give his/her proxy in accordance with Section (A)(1) of this Article; however, if no other qualified Precinct Committeeperson of the county where the State Committeeperson resides will be present after the departure of the State Committeeperson, s/he may give his/her proxy to the State Chair to be voted in accordance with written instructions s/he shall put on the proxy form, or, in the absence of such written instructions, to be voted at the discretion of the State Chair.
- H. All proxies must be voted in accordance with written instructions the member includes on the proxy form. Failure to do so will invalidate the proxy.
- I. Proxy voting is not permitted at any other committee meeting pursuant to these bylaws.
- J. All challenges to members or proxies shall be referred to the Credentials Committee for resolution.

### **Section 7. AGENDA.**

The State Chair shall prepare the agenda for each State Committee or Executive Committee meeting. The agenda must provide adequate opportunity at each meeting for any member of that body to present new business.

### **Section 8. WRITTEN RECORD**

A written record of all State Committee and Executive Committee meetings shall be kept on file at the ADP headquarters, with the exception of Executive Sessions.

### **Section 9. OPEN MEETINGS.**

All meetings of the State Committee and its subcommittees shall be open meetings.

### **Section 10. PARLIAMENTARY PROCEDURE.**

A. All meetings of the Party shall be conducted under Robert's Rules of Order, Newly Revised, most current edition.

B. The State Chair may appoint a Parliamentarian who shall serve without a vote by reason of such office. Should the Parliamentarian be absent at any meeting at which his/her services are required, the State Chair may appoint another to act as Parliamentarian for any such meeting.

### **Section 11. PROPOSED RESOLUTIONS.**

A. A State Committeeperson proposing a resolution shall, submit in writing or by email to the Secretary of the ADP a copy of the proposed resolution at least thirty (30) days prior to the State Committee meeting, for the purpose of permitting a copy of the proposed resolution to be transmitted to all members along with the call to the meeting.

## **ADP Bylaws**

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B. Notwithstanding subsection (A), a State Committeeperson may submit a proposed resolution less than thirty (30) days prior to a State Committee meeting only under the following conditions:

1. The event or circumstance precipitating the proposed resolution has occurred less than thirty (30) days prior to the meeting; or
2. Knowledge of the event or circumstance precipitating the proposed resolution has occurred less than thirty (30) days prior to the meeting.

C. A State Committeeperson submitting a proposed resolution less than thirty (30) days prior to a State Committee meeting, shall present the proposed resolution at the Resolutions Committee meeting held on the day of the State Committee Meeting, and shall provide sufficient copies of said resolution to be distributed to every member present at the State Committee meeting.

## **ARTICLE IX. AFFIRMATIVE ACTION**

### **Section 1. COMMITTEE.**

A. The State Committee shall establish a permanent Affirmative Action Committee as a Standing Committee under the direction of the Affirmative Action Moderator and the State Chair.

B. The duties of the Affirmative Action Committee shall include, but not be limited to, the following: (1) prepare a program and budget aimed at insuring that there is no discrimination in representation in the State Committee based on race, color, national origin, sex, age, physical handicap, religion, philosophical persuasion, sexual orientation, or gender identity and, more specifically, this program should stress methods to bring underrepresented groups into the Party organization as Precinct Committeepersons and State Committeepersons; (2) set goals and timetables for achieving participatory representation of the groups; and (3) make a quarterly progress report to the State Committee.

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

A. The Affirmative Action Committee shall consist of at least ten (10) members representative of the makeup of the Democrats of the State of Arizona. The Committee members shall be appointed by the State Chair.

B. The Affirmative Action Committee shall elect from its members an Assistant Moderator, a Secretary and such other officers as they deem necessary.

### **Section 3. MEETINGS.**

The Affirmative Action Moderator shall call at least one (1) meeting each quarter and the Affirmative Action Committee shall meet at least once each quarter.

### **Section 4. TARGETING UNDER-REPRESENTED GROUPS.**

A. The latest U.S. Census or an equivalent recognized demographic study (that indicates a profile of Democratic voters) shall be used wherever possible to determine whether various groups are underrepresented.

B. Any group, according to race, color, sex, national origin, or age that has a percentage of the State Committee less than their percentage of the State of Arizona by more than five (5) percent, shall be considered as a group that is under-represented and shall receive the focus of attention of the Affirmative Action Committee first.

**Section 5. COUNTY COMMITTEES.**

Each County shall have an Affirmative Action Committee and a program with time schedules.

**ARTICLE X. NATIONAL COMMITTEE**

**Section 1. MEMBERSHIP.**

Pursuant to the rules of the Democratic National Committee, the State Chair and the First Vice-Chair along with the National Committee Members elected pursuant to Section 2 of this Article shall be the Arizona members of the DNC.

**Section 2. ELECTION OF NATIONAL COMMITTEE MEMBERS.**

- A. The State Committee shall elect by a majority vote the number of National Committee Members authorized by the DNC, all of whom are qualified Democratic electors and who have been elected or appointed as Precinct Committeepersons, to represent the state of Arizona on the DNC for a term of four (4) years.
- B. These elected National Committee Members shall be divided equally between male and female members as closely as is possible.
- C. The normal election for the National Committee Members shall be held at the first State Committee meeting in the year of the National Convention to select a presidential nominee.
- D. Should a vacancy occur in the Arizona membership of the DNC, the State Committee shall elect one (1) of its members to fill the unexpired term.

**Section 3. DUTIES OF NATIONAL COMMITTEE MEMBERS.**

The duties of the National Committee Members shall be to attend such meetings as are called by the National Committee, whenever possible.

**Section 4. DELEGATE SELECTION FOR NATIONAL COMMITTEE CONVENTIONS AND MEETINGS.**

There shall be rules for delegate selection for conventions and meetings of the DNC, which shall be in accordance with the guidelines set by the DNC. These rules shall be an Appendix to these bylaws and may be enacted, changed or modified separately from these bylaws, but must comply with these bylaws.

**ARTICLE XI. GENERAL PROVISIONS**

**Section 1. [RESERVED].**

**Section 2. DEFINITIONS.**

For purposes of these bylaws, the following definitions shall apply:

- A. "ADP" means the Arizona Democratic Party.
- B. "Committeeperson," includes "committeeman" and "committeewoman" as defined by statute, or the National Democratic Party Charter & Bylaws.
- C. "County Committee" means a Democratic Party county committee established pursuant to Ariz. Rev.

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Stat. §§ 16-821 and 16-824. “County Committee Organizational Meeting” means the biennial statutory County Committee organizational meeting held pursuant to Ariz. Rev. Stat. § 16-824 and applicable county bylaws.

- D. “DNC” means the Democratic National Committee organized pursuant to the National Democratic Party Charter & Bylaws.
- E. “Legislative District Committee” means a Democratic Party committee established pursuant to Ariz. Rev. Stat. § 16-823. “Legislative District Committee Organizational Meeting” means the biennial statutory legislative district committee organizational meeting held pursuant to Ariz. Rev. Stat. § 16-823 and applicable Legislative District Committee bylaws.
- F. “Precinct Committeeperson” means a precinct committee person who is elected or appointed pursuant to Ariz. Rev. Stat. §§ 16-821 and § 16-825 and applicable County Committee or Legislative District Committee bylaws.
- G. “State Committee Organizational Meeting” means the biennial statutory state committee organizational meeting held pursuant to Ariz. Rev. Stat. § 16-826 and Article II Section 2(A) of these bylaws.

## **ARTICLE XII. BYLAWS**

### **Section 1. EFFECTIVE DATE.**

These bylaws shall go into effect immediately upon their adoption and shall continue in force for present and future membership subject to amendment or termination in accordance with the provisions of this Article.

### **Section 2. AMENDMENTS.**

- A. These bylaws may be amended by a vote of not less than two-thirds (2/3) of the members of the State Committee present, in person or proxy, at a regular or specially called meeting of the State Committee.
- B. Any proposed change must be presented in writing accompanied by a statement explaining the purpose to be achieved and reasons supporting the change. There shall be sufficient copies to distribute to members present.
- C. For all meetings except the State Committee Organizational Meeting, amendments in writing must be received in the State Headquarters or by the Secretary at least thirty (30) days prior to its consideration at the meeting. The announcement of proposed amendments shall be transmitted to all members with the call of the meeting.
- D. Motions to amend these bylaws may be made at the State Committee Organizational Meeting only if accompanied by sufficient copies to be simultaneously distributed to members present.
- E. No proposal to amend or terminate these bylaws shall be considered by the State Committee unless it has been submitted in compliance with the provision of this Section.

### **Section 3. COUNTY AND DISTRICT BYLAWS.**

Each County Committee and Legislative District Committee shall have bylaws and such bylaws shall not be contrary to these bylaws or law.

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**ADP Bylaws****Section 4. REMOVAL OF STATE COMMITTEE OFFICERS.**

Any elected State Committee Officer shall be removed from office by a two-thirds (2/3) vote of the total number of the State Committee.

**Section 5. VACANCIES.**

D. Vacancies among the State Committee Officers shall be filled by an election of the State Committee at an open meeting called with at least twenty-one (21) days written notice mailed by the ADP or State Chair. The postmark will signify compliance with the twenty-one (21) day notice requirement.

E. If the State Chair vacates his/her position and is replaced by a person of the opposite gender, the Senior Vice-Chair shall become the First Vice-Chair of the Party with all attendant duties including membership on the DNC, and the First Vice-Chair shall become the Senior Vice-Chair.

F. A vacancy in the office of State Chair may be filled by any State Committeeperson residing in any county, and no Vice-Chair will be disqualified by virtue of residency.

**Section 6. EXPENSES OF OFFICERS.**

State Committee Officers may be reimbursed for reasonable out-of-pocket expenses in the performance of their duties as set forth in the ADP Annual Budget.

**Section 7. ANNUAL BUDGET.**

The ADP Annual Budget, approved by the Executive Committee, shall represent the expenditure authority of the ADP, subject to amendment, and shall be in effect for the year starting on the first month after approval. Any expense in excess of the amount budgeted shall be subject to approval of the Executive Committee. The Treasurer shall provide a financial report at least quarterly. No contracts for capital expenditures, employment, consultants or contracts in excess of \$10,000 signed by the State Chair or on behalf of the ADP shall extend beyond the term of the State Chair without approval of the Executive Committee.

H. "State Committee Organizational Meeting" means the biennial statutory state committee organizational meeting held pursuant to Ariz. Rev. Stat. § 16-826 and Article II Section 2(A) of these bylaws.

**ARTICLE XIII. VOTE OF NO CANDIDATE SUPPORT****Section 1. VOTE OF NO CANDIDATE SUPPORT**

The Executive Board may call a vote of No Candidate Support by the Executive Committee when there appears to be serious questions about a candidate's legitimacy and intent. To be approved, a vote of No Candidate Support must be agreed to by no fewer than 90% of those members voting. Executive Committee members will be notified by both mail and email of the scheduled vote. If the situation calls for action before the next scheduled Executive Committee meeting, the State Chair may call for telephonic voting.



**ARTICLE XIV. CONFLICT OF INTEREST**

**Section 1. CONFLICT OF INTEREST POLICY.**

A Conflict of Interest Policy, based on community standards, shall be adopted and maintained by the ADP Executive Board. The Policy shall be amended, if necessary, and readopted at the first Executive Board meeting following each biennial State Committee Organizational Meeting. The initial adoption of the Conflict of Interest Policy shall occur within sixty (60) days of the adoption of this bylaw provision. The initial and subsequent versions of this Policy shall be made available to all State Committeepersons.

**Section 2. CONDUCT.**

Members of the Arizona Democratic Party Executive Board, Executive Committee, and State Committee and ADP employees shall follow the Conflict of Interest Policy. They shall at all times conduct themselves in a manner that reflects credibility for the office or position they serve. They shall not use their office or position to gain special privileges or benefits and shall refrain from action in their official capacities when their judgement could potentially be affected by personal interests. Violation of the Policy could result in removal from State Committee position per Article II, Section 4. Accordingly, Executive Committee members may be removed as allowable by statute.

**Section 3. MONITORING COMPLIANCE.**

Periodic reports summarizing: 1) contracts and related procedures; 2) expenditures; and 3) any and all Conflict of Interest issues shall be presented to and evaluated by the Executive Board. A summary of findings shall be presented at each State Committee meeting.