

**San Francisco Eastern Neighborhoods Democratic Club  
Bylaws**

**ARTICLE I. ORGANIZATION**

Section 1. Name

The official name of this Organization shall be SAN FRANCISCO EASTERN NEIGHBORHOODS DEMOCRATIC CLUB.

Section 2. Affiliation

The San Francisco Eastern Neighborhoods Democratic Club (“Club”) shall be affiliated with the San Francisco Democratic Party (“SFDFCCC”) and the California Democratic Party (“CDP”). The Club shall charter in accordance with SFDFCCC Bylaws and Policies, and with the CDP in order to be eligible for Pre-Endorsement Conference Participation.

Section 3. Purpose

Provide a Democratic Political Voice to advocate an urbanist/equity platform (a focus on creating complete communities). Will support initiatives and candidates which/whom focus to keep current residents/families in San Francisco, while welcoming newcomers. This Club will primarily concentrate on the Eastern Neighborhoods of San Francisco (Supervisor Districts 3, 6 and 10)

**ARTICLE II. MEMBERSHIP & MEETINGS**

Section 1. Club Membership

1. Membership in the club shall be open to all registered Democrats. General Members meet criteria outlined in a, b, c (below) and have attended one qualifying meeting in the past 12 months, and Voting Members have met the same qualifications, are registered in Districts 3, 6 or 10 and attend three qualifying meetings in the past 12 months (exception, to qualify to vote in June 2018 endorsement vote, need only to attend two qualifying meetings in the past 12 months):
  - a. Be a registered Democrat;
  - b. Signed up to join as a member of the Club;
  - c. Met dues obligations as defined in the Policies and Procedures Manual.

Section 2. Members in Good Standing for purposes of State Democratic Party

1. For purposes of the State Democratic Party, “a member in good standing” of the San Francisco Eastern Neighborhoods Democratic Club can be a “General” member or a “Voting” member as defined in Article II; Section 1 of the club’s bylaws

Section 3. Qualifying Meetings

1. All non-voting meetings and events officially associated with the Club at the time of the event shall be considered a qualifying meeting.

Section 4. Voting

1. Voting Members shall be able to vote in officer elections, for endorsements, and to amend these Bylaws.

Updated March 3, 2025

2. Electronic voting shall be scheduled by the President in accordance with these Bylaws for a period lasting at least 7 (168 hours) days and Voting Members shall receive electronic notification prior to the start of any voting period through the email they registered their membership with.
3. In-person voting may be held at any time during an electronic voting period by a majority vote of the Board, and Voting Members shall receive electronic notification at least 24 hours prior to in-person voting.

### **ARTICLE III. OFFICERS & DIRECTORS**

#### Section 1. Elected Officers

1. The Elected Officers of this Club shall be: President, Vice President of Policy Development and Advocacy, Vice President of Membership, Vice President of Communications & External Affairs, and Vice President of Finance and Operations.
2. Each Elected Officer shall lead a Board Committee of the same name: President's Committee, Policy Development and Advocacy Committee, Membership Committee, Communications & External Affairs Committee and Finance & Operations Committee.

#### Section 2. Appointed Directors

1. There may be as many Appointed Directors of this Club as the Elected Officers deem necessary, and each Standing Committee shall have at least one Appointed Director member.
2. Appointed Directors may be nominated by any member of the Board, and must receive a confirmation vote by a majority of Elected Officers.
3. Each Appointed Director will establish a committee (i.e. Committee on Finance and Operations)

#### Section 2.a. Elected Directors

1. There may be 5 Elected Directors of this Club, and each Standing Committee shall have at least one Elected Director member.
2. Candidates interested in position of Elected Directors will submit their application and resume to the VP of Finance and Operations. Each candidate will be provided an opportunity to address the Board and election among Officers and Appointed Directors will be held to determine the successful candidate.
3. Each Elected Director will establish a committee (i.e. Committee on Finance and Operations)

#### Section 3. Duties

1. All Elected Officers/Directors and Appointed Directors shall raise \$100 for the club through fundraising or recruiting new members on an annual basis.
2. President: Chair of the Board and serve on all committees of the Board, direct all aspects of Club including charter affiliation, Club priorities, schedule of meetings and votes, compliance with Bylaws, and relationships with other organizations.
3. Vice President of Policy Development & Advocacy: Coordinate Activities of Discipline Directors; Environment, Housing, Transportation, Public Safety, Workforce Development and Political Engagement & Field. The Vice President with the consent of the Elected board may shrink or expand the scope of any of the Discipline Directors.
4. Vice President of Membership: Recruits new members and engages existing members. Point of contact for those interested in getting more involved politically. Works closely with the Communications VP and External Communications Director. Recruits new members for committees.

Updated March 3, 2025

5. Vice President of Communications & External Affairs: Oversee all external club communications; directs vision of what relevant news/information should be shared; notify membership of meetings, events, etc. Produce content relevant to club and members. Coordinates endorsements, forums, panels, etc.
6. Vice President of Finance & Operations: Serves as treasurer, manage all committee finances and compliance matters.
7. All Directors shall complete duties as defined in the Policies and Procedures Manual.

#### Section 4. Election of Officers/Directors

1. Elected Officers shall be elected for a two year term at an election to be held in the first quarter of each calendar year by the entire membership. The exception is made for the first cycle where the VP's of Policy Development and Advocacy and Vice President of Membership will serve for one year. This will set a staggered cycle for the election of the Officer Team.
  - a. Elected Directors (District 3, District 6, District 10, Education and Higher Education) shall be elected for a one year term at an election to be held in the first quarter of each calendar year. All candidates shall file an "intent to run" with the Vice President of Finance & Operations at least ten (10) days prior to the scheduled election. Interviews will be held with the Officers and Appointed Directors who will then vote and follow the procedures as outlined in this section.
2. All candidates running for an elected position must be Voting Members and shall file an "intent to run" with the Vice President of Finance & Operations at least ten (10) days prior to the scheduled election.
3. The election shall be administered by the Vice President of Finance & Operations or a designee on the Finance & Operations Committee as defined in the Policies and Procedures Manual.
4. Up to four Voting Members, selected by the VP of Finance & Operations may serve as election observers in accordance with the Policies and Procedure Manual.
5. Any Officer or Director who declares intent to run for any public office (excluding Democratic Party Positions) that appears on any San Francisco ballot shall may be asked to step down from their Officer/Director position immediately based on a vote by the Club Executive team. Declaring intent to run is defined as pulling papers or forming an exploratory committee, or otherwise publicly announcing candidacy.

#### Section 5. Term of Office

1. Officers and elected Directors shall serve until the conclusion of the next duly noticed Officer and Director election, unless removed pursuant to these Bylaws. Appointed Directors will be nominated and appointed by the elected Officers each year.

#### Section 6. Vacancy

1. In the case of a vacancy of an Elected Officer or Elected/Appointed Director position, the President may nominate a replacement as an interim Officer/Director for confirmation by a majority vote of the Elected Board.
2. In the case the duties of a vacant office need to be fulfilled, the President shall assume the duties of that office or appoint those duties to another member of the Board until the Appointed or Elected Officer/Director position is filled in accordance with these Bylaws.

#### Section 7. Removal

Updated March 3, 2025

1. Any Officer or Director may be removed by two-thirds super majority vote by Elected Officers/Directors at a meeting of the Board contingent upon the following procedures:
  - a. Any Voting Member of the Club may request removal in writing to the VP of Finance & Operations, and the vote must be held within 31 days of the written request.
  - b. Written charges shall be provided against the Officer or Director to every member of the elected Board at least two (2) weeks in advance of a regular or special meeting at which the removal shall be moved.
  - c. The officer or Director shall be given the opportunity to answer said charges and to know the identity of their accuser(s).
  - d. A motion for removal, if passed, shall take effect immediately, at which time a vacancy shall be declared pursuant to Section 6 of this Article.
2. An Officer/Director who is absent physically and electronically for three consecutive properly noticed Board meetings shall be considered to have resigned his or her office.

#### **ARTICLE IV. BOARD**

##### Section 1. Board

There shall be a Board holding all the powers and duties of the Club.

##### Section 2. Board Membership

1. The Elected Board shall consist of Elected Officers of the Club.
2. The full Board shall consist of the following members:
  - a. All Elected Officers of the Club.
  - b. All Appointed/Elected Directors of the Club.

##### Section 3. Board Meetings

1. The Board shall conduct regular monthly meetings
2. The President, or at least two Elected Officers, may convene a special meeting in writing to the Internal Communications Director at least five days (120 hours) prior to the convening of the meeting.
3. Meetings may be rescheduled or cancelled if a new meeting date is agreed upon by a majority of the Board, and the President may cancel a meeting one day prior to convening if a quorum will not be reached.
4. Board Meetings shall be open to Board Members and invited guests.

##### Section 4. Board Notice, Agenda and Minutes

1. Notice of all meetings of the Board shall be prepared and distributed by the Internal Communications Director at least three days (72 hours) prior to the convening of the meeting.
2. The agenda for all meetings shall be distributed electronically to the Board at least two days (48 hours) prior to the convening of the meeting. Any member of the Board may place an item on the agenda of a regular or special meeting of the Board by written request to the Internal Communications Director at least three days (72 hours) prior to the meeting.
3. An item may be added to the agenda of a meeting after the noticing deadline through a two-thirds super majority vote of the Board present and voting.
4. The Internal Communications Director shall distribute minutes of Board meetings to all Board members prior to the next meeting of the Board.

##### Section 5. Board Procedure and Action

Updated March 3, 2025

1. The Board shall have the power to amend the Policies and Procedures Manual, adopt such resolutions as may be in order, and take such actions as may be appropriate and consistent with these Bylaws.
2. The Board may issue endorsements of non-ballot issues. This is open but not limited to endorsements of other clubs or organizations, policy positions, pending votes before local, state or federal legislative bodies, and community events by at least a fifty percent plus one vote majority.
3. All meetings of the Board shall be run according to these Bylaws and Robert's Rules of Order (Newly Revised).

#### Section 6. Board Voting

Board Members must be present at a meeting, or participating in a meeting electronically, in order to vote during regular meetings.

1. Board Members must be present at a meeting, or participating in a meeting electronically, in order to vote during regular meetings.
2. Board Members may not vote absentee or via proxy during regular meetings.
3. Business of the Board may be voted on between meetings via email, as long as one day (24 hours) is provided for every Board member to respond to a call for a vote. The Internal Communications Director shall record all action taken to be posted to the website within one day (24 hours) and include on the agenda and in the minutes of the next meeting of the Board.
4. Board Members may give their proxy to another Board Member for endorsement meetings only. This will allow them to vote in the board endorsement recommendations and procedural matters associated with board endorsement recommendations.
5. The Board Member who wishes to vote via proxy must notify the, Internal Communications Director, Club President, and the Board Member they wish to take their proxy, in writing prior to the endorsement meeting. This will be done to ensure a quorum can still be met for the meeting, as proxy votes will not be counted toward the board quorum during any board meeting.

#### Section 7. Board Quorum

1. The presence of a quorum is required for the conduct of any business before the Board.
  - a. A total of eight (8) Board Members including at least three (3) Elected Officers of the Board shall constitute a quorum. In the event there are fewer than three (3) Elected Officers, or fewer than eight total Board Members, quorum shall be defined as a majority of Elected Officers.

### **ARTICLE V. STANDING AND SPECIAL COMMITTEES**

#### Section 1. Committees

1. Committees are led by the President and Vice Presidents of the same name: President Committee, Policy Development & Advocacy Committee, Membership Committee, Communications & External Affairs, Events Committee, and Finance & Operations Committee.
2. Any member of the Club may serve as a member of a Committee by appointment of the President or Committee Chair.
3. Membership on a Committee does not constitute membership on the full Board.
4. Directors may form committees as appropriate.

Updated March 3, 2025

## Section 2. Special Committees

1. A Special Committee may be created, at the direction of the President or majority vote of the Board, for any club issues in need of special consideration. Any member of the Club may be a member of a Special Committee.
2. The Chair of any Special Committee shall be a Voting Member appointed by the President and approved by a majority vote of the Board.
3. Any member of the Club may serve as a member of a Committee by appointment of the President or Committee Chair.
4. Membership on a Committee does not constitute membership of the Board.

## ARTICLE VI. ENDORSEMENT PROCEDURE

### Section 1. Overview

1. The Club may endorse:
  - a. A registered Democrat for political office;
  - b. Any initiative, measure, advisory petition, or action;
  - c. Any registered Democrat running for any office in the Democratic Party structure.
2. The Club may not endorse:
  - a. Non-Democrats for any position

### Section 2. Endorsement Procedure for Candidates and Ballot Measures

1. The Program Director or designee shall manage the endorsement procedures in accordance with the Policies and Procedures Manual and this Section of the Bylaws.
2. All candidates and measures declared with the Department of Elections shall be informed of endorsement procedures.
3. All candidates (Democrats) and measures declared with the Department of Elections shall be invited to communicate with membership electronically and/or in-person.
4. A questionnaire may be required at the discretion of the Program Director, and uniformly applied to candidates in each race or campaigns for each measure.
5. To receive the Club's endorsement:
  1. Ballot measures must receive 55% or more of votes cast for Yes or No, excluding blank ballots or abstentions;
  2. Candidates not subject to ranked choice voting must receive 55% or more of votes;
  3. For contests with more than one open position on the ballot (members will be allowed 1 vote for each position), the candidates receiving the highest number of votes for the number of open positions will receive the endorsement. However, to receive the endorsement, each candidate must meet a 35 percent (35%) threshold for ballots cast. In the case of a tie between more candidates than the number of open positions, the Club will issue a "No Recommendation".
6. Rank Choice Voting;
  1. General Voting Member Vote: Candidates subject to ranked choice voting must receive 55% or more of votes, excluding blank ballots or abstentions to receive an endorsement for that round.
    1. Each voting member will be asked to vote for Choice 1, Choice 2 and Choice 3 (for either a different candidate or No endorsement in each of their choices). If No endorsement receives 55% of the vote in any of the Choices, that choice and any of the following are No Endorsement. In any of the Choices, if a candidate or

No endorsement does not receive 55% of the vote, that choice and any of the following are No Recommendation.

2. Board Vote: Candidates subject to ranked choice voting must receive 55% or more of votes, excluding blank ballots or abstentions to receive an endorsement of the Club.
  1. Each voting member will be asked to vote for a candidate or No Endorsement for Choice 1. If a candidate receives 55% or more of the votes, they receive a club endorsement for Choice 1. If no candidate receives 55% of the vote or if No Endorsement is the winner, no endorsement shall be made and no further endorsement votes shall be taken for the office. If any candidate is endorsed, then a second round of endorsement voting shall follow.
  2. In the second round of endorsement voting, the SFENDC will vote for endorsement among the candidates other than the one already endorsed. If “No Endorsement,” receives 55% of the votes; the candidate endorsed in the first round of voting shall receive the exclusive endorsement. If any candidate is endorsed in this round of voting, that candidate shall be endorsed as Choice #2, and the candidate endorsed in the first round of voting shall be endorsed as Choice #1; and a third round of endorsement voting shall proceed.
  3. In the third round of endorsement voting, the SFENDC will vote for endorsement among the candidates other than the two already endorsed. If “No Endorsement,” receives 55% of the votes; then Choice 3 will be No endorsement. If any candidate is endorsed in this round of voting, that candidate shall be endorsed as Choice #3, and the candidates endorsed in the first and second rounds of voting shall be endorsed as Choice #1 and Choice #2.
3. Dual Endorsement Procedure
  1. A dual endorsement for a race may be issued by the club using the following procedure.
  2. During the Board Endorsement Meeting a Board Member may motion for a dual endorsement in any race (prior to the board voting on the race) by stating the following in a motion; the race in question, the candidates in question, and the slot for which the dual endorsement shall be issued.
    1. The motion to consider a dual endorsement will then be heard by the Board and shall need to pass with a two-thirds majority.
      1. If the motion passes at the Board level for a Rank Choice race the slot in question and the slot immediately after will be filled by the two candidates in question. The board will then vote using it’s regular endorsement process outlined in 5(d) for any remaining slots. The two candidates to receive the Dual endorsement will not be eligible for any of the remaining slots.
      2. No Dual Endorsement shall be issued for more than two candidates.
      3. At the membership level - Qualifying members will first be asked to vote on the Dual Endorsement as recommended by the Board. They will then be asked to vote using the regular Rank Choice voting system.
      4. If the motion passes for a contest with one open position then the two candidates in question will be endorsed and no other voting for that position shall occur.

Updated March 3, 2025

4. An option of “No Endorsement/No Position” shall be included on the ballot for every candidate or ballot measure respectively. If “No Endorsement” or “No Position” wins, it becomes the official position of the Club.
5. The Club shall take a position of “No Recommendation” if a candidate or measure fails to meet the requirements for endorsement. Candidate or measures with a position of “No Recommendation” shall not be included on any external club communications regarding endorsements.
6. If any candidate or measure endorsed by the Organization misrepresents the endorsement of the Organization, the endorsement may be revoked at the discretion of the President and the Board. This includes failure to include the specific ranking of any endorsement for #2 or #3 ranking, or other specific comments. At the President’s discretion, the details of the endorsement may be provided in writing to the candidates, and the candidate may be required to sign to acknowledge receipt.

## **ARTICLE VII: POLICIES AND PROCEDURES MANUAL**

### Section 1. Policies and Procedures

1. Specific policies and procedures of the Club shall be incorporated into the Club Policies and Procedures Manual. Nothing in said manual may override these Bylaws.
2. Application of the Policies and Procedures Manual may be suspended by two-thirds (2/3) of the Board members present and voting in-person or electronically.
3. The Policies and Procedures Manual may be amended at any regularly scheduled meeting of the Board at which a quorum is present by a super majority vote (2/3) of those present and voting.

## **ARTICLE VIII. GENERAL PROVISIONS**

### Section 1. Expenditures

1. All expenditures of Club funds must be in compliance with the rules set forth in the Policies and Procedures Manual.

### Section 2. Organizational Records

1. The President, Vice President of Finance & Operations shall, whenever possible, archive organizational records including but not limited to photos, memorabilia, meeting minutes, leadership rosters, conference notes, agendas, credentials reports and other statements periodically and at the close of each year. Such records serve to preserve the history of the Organization for future members.

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

### Section 1. Amendment

1. These Bylaws may be amended by two-thirds (2/3) vote of all the Voting Members voting electronically or in person.
2. Any amendments to the Bylaws shall take effect immediately after the change(s) is approved unless a specific exception is stated in the motion to amend.

### Section 2. Notice

1. Electronic notice to amend the Bylaws, and specific proposed amendments, shall be provided to all Voting Members ten (10) days prior to any vote to amend Bylaws.



Updated March 3, 2025

### Section 3. Emergency Amendment

1. The Elected Board (Officers/Directors) may make emergency amendments to the Bylaws with a two-thirds majority vote subject to ratification by Voting Members within 28 days in accordance with this section.

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

1. Any section of these Bylaws may be suspended by a two-thirds (2/3) vote of those present and voting at any meeting of the Board. A motion to suspend must identify the Article and Section being suspended and may not suspend more than one Section. This Article may not be suspended.
2. Any suspension of the Bylaws shall only persist until the end of the meeting at which the suspension was passed.

### **ARTICLE XI. DISSOLUTION**

1. Dissolution requires unanimous approval of the Board.
2. Upon dissolution, all unspent funds (after expenses/liabilities are accounted for) will be donated to a nonprofit charity organization(s) with approval of the Board by a majority vote.

### **ARTICLE XII. SELECTION FOR REPRESENTATIVES AT THE CALIFORNIA DEMOCRATIC PARTY PRE-ENDORSEMENT CONFERENCES**

1. The Elected Board (Officers/Directors) shall choose the representatives for pre-endorsement conferences. Any representative chosen must be a "member in good standing" as defined in Article II; Section 2 of the club's bylaws.
2. The club shall provide a roster of only "members in good standing" to the Chartering Authority and the Regional Director.

### **ARTICLE XIII. ACCESS TO EVENTS AND MEETINGS**

1. Language services in Spanish, Chinese, and Filipino must be available at all public meetings of the club upon request. Best efforts shall be made to provide services in additionally requested languages. Requests for interpretation services must be received in writing to the VP Communications & External Affairs at least 5 business days in advance of the meeting to help ensure availability. Notification of this service shall be included in all public notices of the Club in English, Spanish, Chinese, and Filipino.
2. All meetings and public events of the Club, including committee meetings, fundraisers, and events, must be wheelchair accessible. Sign language interpreters, readers, large print agendas, and access to sound systems for those who are hard of hearing shall be made available upon request. Requests must be received in writing to the VP Communications & External Affairs at least 5 business days in advance of the meeting to ensure availability, although best efforts will be made to accommodate requests received after this period. Best efforts shall be made to provide all other access accommodation requests. In order to accommodate persons with severe allergies, environmental illness, multiple chemical sensitivity or related disabilities, notice shall be included in all meeting announcements to remind attendees of those who may be sensitive to perfumes and various other chemical-based scented products. Notification of this policy shall also be included in all public notices of the Club.

Updated March 3, 2025

**ARTICLE XIV. CODE OF CONDUCT**

1. **ENDC will follow the CDP Code of Conduct** (See ENDC Policies and Procedures Document)
2. **ENDC shall abide by the Code of Conduct and Policies for Sexual Assault and Harassment for the SFDCCC.**