



2018 CHARTER AMENDMENT PROPOSITIONS

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2018 CHARTER AMENDMENTS

PROPOSITION 1:

**Amend Charter to Ensure Coherence with Recently Adopted
Sexual Harassment/Code of Conduct & Ethics Policy**

Sponsor: Proposed by Salli Swartz, Vice Chair, DA France

Supported by the DA Global Women's Caucus

Introduced: January 18, 2018

WHEREAS, the DPCA Executive Committee, as defined by Section 4.1 of the DPCA Charter, has revised the Code of Conduct as of December 28, 2017 in order to add two new Sections (Sections 5 and 6) concerning its policies on sexual harassment;

WHEREAS, the DPCA Charter provides for, in Section 5.8, the suspension of Country Committee Officers and in Section 5.9 for the suspension of Country Committees or Country Committees in formation in the event a DPCA Member or Country Committee or Country Committee in formation engages in unacceptable conduct that seriously harms the interests of the Democratic Party of the United States, the DNC, Democrats Abroad or its own Country Committee;

WHEREAS, the Code of Conduct refers to Section 5.8 for the removal of DPCA members as a potential consequence of Code of Conduct violations; but the "unacceptable conduct" described by Section 5.8 does not reference Code of Conduct violations;

WHEREAS, referencing the Code of Conduct as a basis for consequent action taken by the ExCom and DPCA would reinforce the significance of Code of Conduct violations at the Charter level;

BE IT RESOLVED that the DPCA Charter be modified to include the following sentence after the first sentence in subsection a) of Section 5.8 of the DPCA Charter:

"Unacceptable conduct may include, but is not limited to, violations of the DPCA Code of Conduct."

BE IT RESOLVED THAT the DPCA Charter be modified to include the following sentence in Section 5.9 subsection (a) (ii) after the first sentence of such subparagraph:

"Unacceptable conduct may include, but is not limited to, violations of the DPCA Code of Conduct."

2018 CHARTER AMENDMENTS

PROPOSITION 2:

Amend Charter to limit* involvement of DPCA or DNC members in Super PACs

Sponsor: Quaide Williams, Chair Germany

Introduced: March 15, 2017

Previously submitted as: 2017 Charter Resolution 3 (SuperPACs)

BE IT RESOLVED, that the Democrats Abroad Charter shall be amended as follows:

1. Section 2.4(c) shall be re-classified as Section 2.4(d).
2. A new Section 2.4(c) shall be inserted prior to the new Section 2.4(d). The text of the new section 2.4(c) shall read as follows:

"To prevent conflicts of interest and ensure commitment to fiduciary duties owed to the DPCA, any DPCA member, including DNC representatives, who (i) serves on the board of a Super PAC with similar goals and responsibilities as the DPCA or, (ii) in their capacity as a member of the DPCA or the DNC, raises money for a Super-PAC, shall be deemed to have resigned from the DPCA and/or their DNC position. The only exceptions are Super PACs founded to support a particular candidate."

Amendment proposed by the 2017 Bylaws Committee

Introduced: May 12, 2017

The Committee moves to amend [this proposition] by replacing it with the following language:

WHEREAS, DPCA members should disclose any position on the board or other governing body of and any involvement in fundraising on behalf of super PACs if they hold or run for a DPCA office, and

* Edited by 2018 SBC for clarity and brevity.

WHEREAS, such membership, when combined with actions taken which are clearly and objectively detrimental to Democrats Abroad, should be grounds for removal from office, subject to the due process procedures outlined in (new) Section 2.4(d).

BE IT RESOLVED, that the Democrats Abroad Charter be amended as follows:

1. Section 2.4(c) shall be reclassified as Section 2.4(d).
2. A new Section 2.4(c) shall be inserted prior to the new Section 2.4(d). The text of the new Section 2.4(c) shall read as follows:

“If a DPCA officer fails to disclose potential conflicts of interest as required by Section 4.3(b) and such officer is later found to have taken any action that is detrimental to the DPCA or its goals, the failure to disclose may constitute good and sufficient cause for removal from office pursuant to Section 2.4(d).”

3. Section 4.3 (Nominations) shall be reclassified as Section 4.3(a).
4. A new Section 4.3(b) shall be inserted after the new Section 4.3(a). The text of the new Section 4.3(b) shall read as follows:

“To enhance transparency and ensure that the DPCA is aware of potential conflicts of interest, all candidates for office must disclose whether they currently (i) serve on the board or governing body of and/or (ii) raise funds for a super PAC with goals and/or responsibilities similar to those of the DPCA. The obligation to disclose such potential conflicts of interest shall continue for as long as a DPCA officer is in office, regardless of whether the potential conflict of interest arises before or after such officer’s election.”

5. The second sentence of the final paragraph of Section 7.2 shall be deleted and replaced by the sentence below. The first and third sentences of the final paragraph of Section 7.2 shall not be changed:

“Elected members of the DNC need not be members of DPCA, but they shall be subject to the disclosure obligations in Section 4.3(b) and to the removal provisions in 2.4(c).”

2018 CHARTER AMENDMENTS

PROPOSITION 3A:

Amend Charter* to provide for leadership diversity based on gender rather than sex

Sponsors: Julia Bryan, International Secretary; Christina Skovsgaard, DA Norway

Introduced: Feb 21, 2017

Previously submitted as: 2017 Charter Resolution 2A (Diversity)

BE IT RESOLVED, that Section 4.4 of the Democrats Abroad Charter shall be struck and replaced as follows.*

The full text of amended section shall read as follows:

“Section 4.4 (Gender Balance of International Chair and International Vice Chair)

The International Chair and International Vice Chair shall not be of the same gender, and shall be from different Country Committees.”

* Edited by 2018 SBC for clarity and brevity.

2018 CHARTER AMENDMENTS

PROPOSITION 3C:

Amend Charter* to provide for leadership diversity based on a more inclusive definition of “sex”

Sponsor: Merrill Oates, Regional Vice Chair-EMEA; Vice Chair, DA Hungary

Co-Sponsors: Tom Schmid, DPCA International Counsel

Kiyoko Ayukawa, Chair, DA Japan

Introduced: March 21, 2017

Revised: March 1, 2018

Previously submitted as: 2017 Charter Resolution 2B (Diversity)

BE IT RESOLVED, that Section 4.4 of the Democrats Abroad Charter shall be struck and replaced as follows:

“Section 4.4 (Leadership Diversity)

The International Chair and International Vice Chair shall be from different Country Committees and shall be of different sex, as declared by each candidate in advance of the election. For the purposes of this section and Section 5.2(d)(iv), the term “sex” is defined as male, female, intersex, or any other classification of sex or gender that is legally recognized by any state or federal jurisdiction within the United States of America.”

BE IT FURTHER RESOLVED, that the word “opposite” in Section 5.2(d)(iv) of the Democrats Abroad Charter shall be struck and “different” shall be inserted in its place.

* Edited by 2018 SBC for clarity and brevity.

2018 CHARTER AMENDMENTS

PROPOSITION 4 REVISED:

Amend Charter to adopt a mandatory One-Person-One-Vote allocation system – revised and clarified in response to 2018 SBC discussions – Sec. 3.6

*Sponsor: Quaide Williams, Voting Representative, DA Germany
Merrill Oates, Vice Chair, DA Hungary*

*Co-Sponsors: Kenneth Sherman, DNC Representative, Voting Representative, DA Canada
Kathy Rothschild, Chair, DA Costa Rica
Katie Solon, Voting Representative, DA Germany
John Grosser, Voting Representative, DA Germany
Ron Schlundt, Voting Representative, DA Germany
Kimberly Chopin, Chair, DA Denmark
Robert Kerr, Vice Chair, DA Denmark
Bob Vallier, Voting Representative, DA France
Rajib Sengupta, Vice Chair, DA India
Kendra Borgen, Chair, DA Netherlands
Jennifer Rakow-Stepper, Chair, DA Austria
Keith Jacomine, Vice Chair, DA Austria
Marylin Ball Brown, Chair, DA Hungary
Reno Domenico, Chair, DA Ukraine
Kent Getsinger, Chair, DA Australia
Aaron Kruse, Chair, DA China
Samantha Wong, Vice Chair, DA China
Kathryn Edson, Chair, DA Switzerland
Cresten Mansfeldt, Vice Chair, DA Switzerland
Ryan Turner, Chair, DA Italy
Helenka Kinnan, Vice Chair, DA Italy
Adrienne George, DNC Representative, DA Sweden*

*Introduced: March 10, 2017
Revised: April 25, 2018*

Previously submitted as: 2017 Charter Resolution 4 (1P1V)

WHEREAS it is intrinsic to the nature of a democratic and deliberative organization that the value of a vote cast by one person must inherently be equal to a vote cast by any other member of the organization – one person = one vote, or 1P1V;

WHEREAS Democrats Abroad must be a model of democratic practice for our members, and no other State Democratic Party intrinsically allocates more than one vote to any participating members;

WHEREAS, this Amendment does not change any voting allocations or voting weights assigned to Country Committees;

WHEREAS, this Amendment does not alter the Proxy voting rules, allowing a representative to authorize another to act in his/her place;

WHEREAS, this Amendment aims to facilitate smooth transition in the event of vacancies by providing for a *sequential ranking* of all Voting and Non-Voting Alternate Representatives;

WHEREAS, this Amendment draws on, clarifies, and strengthens the consensus on previous 1P1V Amendments;

BE IT RESOLVED that the Democrats Abroad Charter shall be amended as follows:

1. AMEND the title of Section 3.6 of the Charter as follows:

“Section 3.6 (Representation and Voting)”

2. ADDITIONALLY AMEND the beginning of Section 3.6(a) of the Charter as follows:

(a) Representation and votes shall be allocated to Country Committees annually, in accordance with the certification required under Section 5.4(e), calculated as follows:

[Section 3.6.a.i, ii, iii on voting calculation remain unchanged.]

3. ADDITIONALLY AMEND the beginning of **Section 3.6(c)** of the Charter as follows:

“(c) Each member of the Country Committee Voting Delegation (as defined below) of each Country Committee in compliance with Section 5.4 and represented at the meeting by attending in person, by proxy, or in accordance with Section 3.7 shall have the right to vote.”

4. ADDITIONALLY AMEND **Section 3.6(f)** of the Charter as follows:

“(f) Each Country Committee shall have the option to elect Non-voting Alternate Representatives, and shall be required to elect at least the minimum number of Voting Representatives necessary to enable it to cast all its votes. Election(s) for Voting Representatives shall be held at the same time as the election of a Country Committee’s Chair and Vice Chair. If

a Country Committee has more than one (1) Voting Representative, gender balance shall apply to that Country Committee's delegation of Voting Representatives. The term of each Voting Representative and Non-voting Alternate Representative shall be the same as for Officers of the Country Committee.

All Voting Representatives and Non-voting Alternate Representatives shall be entitled to attend all Democrats Abroad meetings during the same two (2)- year term as for the Country Committee Chair and Vice Chair offices. Each Non-voting Alternate Representative shall have the right to speak at DPCA meetings but not to vote, except under Section 3.7 below.

Elected Voting Representatives (if any), and Non-voting Alternate Representatives shall be sequentially ranked in a manner to be determined by the Country Committee prior to, or at the time of, election. Such ranking shall be reported to the International Secretary at the time of reporting election results. In the event of an annual adjustment of votes allocated to a Country Committee, voting distribution will follow the sequential ranking previously defined by the Committee.

The distribution of votes among the Chair, Vice Chair, and Voting Representatives shall be such that each member of the Country Committee Voting Delegation shall have no less than one vote nor more votes than the Country Committee Chair or Vice Chair; and such allocation shall be subject to the rules set out in Section 3.6(h), below."

5. ADDITIONALLY INSERT the following new Subsections **(g)** and **(h)** at the end of Section 3.6 of the Charter:

"(g) A "Country Committee Voting Delegation" consists of those persons who have been selected to represent the members of a Country Committee within the DPCA and who hold the right to vote in the DPCA, and these persons are the Country Committee's Chair, Principal Vice Chair, and Voting Representative(s).

(h) With effect from the time of each Country Committee's 2019 leadership election, or March 31, 2019, whichever occurs first, and continuing thereafter:

(h.i) the total number of positions in the Country Committee Voting Delegation shall be equal to the number of votes allocated to that Country Committee pursuant to this Section (with the sole exception of a Country Committee allocated one vote, in which case the size of the delegation shall be two persons being the Chair and Vice Chair);

(h.ii) each member of the Country Committee Voting Delegation shall be allocated one (1) such vote (with the sole exception of a Country Committee that is allocated one vote, in which case this one vote is allocated as one half-vote each to the two members of the delegation);

(h.iii) each vote allocated to a member of the Country Committee Voting Delegation may be cast only by that person or that person's valid proxy holder; and

(h.iv) in the event of a vacancy of an Voting Representative, the position shall be filled by each lower ranked Voting Representative moving up the sequential ranking and the highest ranked Non-voting Alternate Representative becoming the lowest ranked At-Large Voting Representative.”

6) ADDITIONALLY AMEND the Schedule to the Charter by adding a new column entitled “Step 6-Revised”, which shall state the number of Voting Representatives for each Country Committee with effect from 2019.

2018 CHARTER AMENDMENTS

PROPOSITION 5A:

**Amend Charter* by changing the method of apportioning
DPCA Voting Members to Country Committees**

Sponsor: Katie Solon, International Chair

Introduced: March 15, 2017

Previously submitted as: 2017 Charter Resolution 15A (Voting Apportionment)

BE IT RESOLVED, that the Democrats Abroad Charter shall be amended as follows:

1. Excluding the last sentence thereof, the text of Section 3.6(a), including paragraphs (i) through (iii) thereof, shall be struck replaced as follows:

“(a) Votes shall be apportioned to Country Committees annually in accordance with the certification required under Section 5.4(e), calculated as follows:

(i) The Chair of each Country Committee shall be allocated one (1) vote;

(ii) The Vice Chair of each Country Committee shall be allocated one (1) vote;

(iii) In addition to the votes allocated to the Country Committee chairs and vice chairs, each Country Committee shall receive one (1) additional vote for every 1,000 verified members of the Country Committee. That vote would be carried by a Voting Representative.”

2. The last sentence of Section 3.6(a) shall be amended as follows:

“A hypothetical example of the calculations table demonstrating how votes are apportioned to Country Committees based on their population of verified members is attached hereto as Schedule A, which is an integral part of this Charter.”

* Edited by 2018 SBC for clarity and brevity.

3. Sections 3.6(e) and (f) of the shall be amended as follows:

~~“(e) Subject to subparagraphs (f) and (h) of this section, No member may cast in excess of two (2) ~~four (4)~~ votes (including proxies) of the total number of votes determined under Section 3.6 (a) and (b). ~~Subject to the foregoing and to Subsection (f) below pertaining to Representatives, the votes of a Country Committee shall be cast by the Chair or, in the absence of the Chair, by the Vice Chair and Voting Representative(s) if any. If both the Chair and Vice Chair of a Country Committee with no Voting Representatives are present in person at a meeting, each shall have one-half of such votes.~~~~

~~If in any vote to be decided on the basis of Country Committees, there is a division among its DPCA members (including Voting Representatives), the fractions resulting from such divisions shall be counted as fractions in the vote of the DPCA. This rule shall not apply for the selection of delegates to the National Convention or the election of DNC members.~~

(f) Each Country Committee shall have the option to elect Non-voting Representatives, and shall be required to elect at least the minimum number of Voting Representatives necessary to enable it to cast all its votes. Such election(s) shall be held at the same time as the election of a Country Committee's Chair and Vice Chair. If a Country Committee has more than one (1) Voting Representative, gender balance shall apply. The term of a Voting Representative shall be the same as for Officers of the Country Committee. All Voting Representatives shall be entitled and expected to attend all Democrats Abroad meetings during the same two (2)-year term as for the Country Committee Chair and Vice Chair offices. ~~If a Country Committee is entitled to less than five (5) votes, the Non-Voting Representatives, if any, shall have the right to speak at DPCA meetings but not to vote, except under Section 3.7 below. If a Country Committee is entitled to five (5) or more votes, the distribution of votes among the Chair, Vice Chair, and Voting Representative(s) (if any) shall be determined by the Country Committee at the time of election, failing which by the Country Committee Chair; provided, however, that a Voting Representative shall have no less than one (1) vote nor more votes than the Country Committee Chair or Vice Chair.”~~

4. New subsections (g) and (h) shall be added at the end of Section 3.6, to wit:

“(g) A "Country Committee Voting Delegation" consists of "DPCA Voting Members" those persons who have been selected to represent the members of a Country Committee within the DPCA and who hold the right to vote in the DPCA, and these

persons are the Country Committee's Chair, principal Vice Chair, and Voting Representative(s).

(h) With effect from the time of each Country Committee's 2018 leadership elections, or March 31, 2018, whichever occurs first, and continuing thereafter:

- (i) the total number of positions in the Country Committee Voting Delegation shall be equal to the number of votes allocated to that Country Committee pursuant to this Section;
- (ii) each member of the Country Committee Voting Delegation shall be allocated one (1) such vote;
- (iii) each vote allocated to a member of the Country Committee Voting Delegation may be cast only by that person or that person's valid proxy holder; and
- (iv) during the period of any vacancy in the Country Committee Voting Delegation, the vote that would otherwise be allocated to the vacant position may not be the subject of any proxy, or otherwise re-allocated or cast by any other person."

5. Section 3.7(d) of the shall be amended as follows:

"(d) The vote of a DPCA ~~Voting M~~member may not be divided among multiple proxyholders. Proxies shall be given for the full vote of a DPCA member. ~~If a proxyholder cannot accept a full proxy due to the limitations imposed by Section 3.6(e) or Section 3.7(g), the International Secretary may assign a proxy of partial voting weight.~~"

6. The current text of Schedule A to the DPCA Charter shall be deleted and replaced as follows:

"Schedule A: Vote Calculation Method

CCs with 1000 verified members: Chair, Vice Chair + 1 Voting Representative = 3

CCs with 2000 verified members: Chair, Vice Chair + 2 = 4

CCs with 3000 verified members: Chair, Vice Chair + 3 = 5

CCs with 4000 verified members: Chair, Vice Chair + 4 = 6

CCs with 5000 verified members: Chair, Vice Chair + 5 = 7

CCs with 6000 verified members: Chair, Vice Chair + 6 = 8

CCs with 7000 verified members: Chair, Vice Chair + 7 = 9

CCs with 8000 verified members: Chair, Vice Chair + 8 = 10

CCs with 9000 verified members: Chair, Vice Chair + 9 = 11

CCs with 10,000 verified members: Chair, Vice Chair +10 = 12

And so on."

2018 CHARTER AMENDMENTS

PROPOSITION 5B:

Amend Charter* by simplifying and rationalizing DPCA voting allocations for Country Committees

Sponsor: Merrill Oates, Regional Vice Chair-EMEA; Vice Chair, Hungary

Introduced: March 22, 2017

Previously submitted as: 2017 Charter Resolution 15B (Voting Allocations)

WHEREAS, it is in the interest of Democrats Abroad to grow our membership and to have fair and proportional voting representation of our membership in DPCA;

WHEREAS, DA seeks to improve the democratic representation of our members through greater participation in DPCA leadership;

WHEREAS, all Country Committees should be encouraged to grow their membership and have that growth recognized with the potential to increase their voting representation in DPCA;

WHEREAS, all DPCA voting members deserve to have fair and equal voting representation within the organization;

WHEREAS, every elected DPCA voting member, including CC Chairs and Vice Chairs, should have at least one vote each when participating in DPCA meetings;

WHEREAS, the current voting allocation formula is complicated, unbalanced, and unfairly discriminates against the smallest Country Committees;

WHEREAS, the following simplified voting allocation formula creates a scalable opportunity for many more CCs to potentially increase their voting representation;

WHEREAS, the new formula makes only minor changes to the current number of votes allocated to most Country Committees, as detailed in the following table:

<http://bit.ly/Charter05pctVoteCalc>

* Edited by 2018 SBC for clarity and brevity.

BE IT RESOLVED, that the Democrats Abroad Charter shall be amended as follows to simplify and make more fair and participatory the voting allocations for DPCA Country Committees:

1. Section 3.6 (Voting) shall read as follows:

- “(a) Votes shall be allocated to Country Committees annually, in accordance with the certification required under Section 5.4(e), calculated as follows:
 - (i) Each certified CC receives one base vote.
 - (ii) Each certified CC shall receive one vote for each one-half a percentage (0.5%), or fraction thereof, of the total Verified Democrats Abroad membership count, for members living in Country Committees.”

2018 CHARTER AMENDMENTS

MOTION TO REFER TO COMMITTEE:

Motion to Refer Propositions 5A, 5B, “5C” and other Considerations on the Voting Allocation System of Democrats Abroad to Committee.

Sponsor: Katie Solon, Germany

Introduced: April 25, 2018

WHEREAS, later this year, the DNC will be voting on, and is expected to adopt, in whole or in part, recommendations by its Unity Reform Commission, which will dramatically adjust the DNC’s voting allocation and representation system, in order to improve inclusion, diversity and representation of a wider spectrum of US Democratic voters across the country, and to reflect the organization’s priorities;

WHEREAS, Democrats Abroad, as a State Party, may also elect to reform its voting allocation and representation system from time to time, in order to improve inclusion, diversity, and representation of a wider spectrum of US Democratic voters living abroad, in ways which reflect our organization’s priorities;

WHEREAS, DA may wish to wait to consider whether and how to change its allocation system until after the new DNC rules are adopted, as it may be affected by them;

WHEREAS, Democratic Party rules do require and emphasize “1 Person, 1 Vote”, and DA is currently considering such a change to the DA Charter;

WHEREAS, adoption of “1 Person, 1 Vote” under our current allocation system may cause the size of the DPCA to become unmanageable, while doing very little to improve geographic diversity voice or votes within our organization;

WHEREAS, DA currently distributes 25% of its votes equally (1 to each CC), and 75% of its votes proportionally (based on verified membership) to its constituent units (Country Committees);

WHEREAS, the DNC itself distributes 70% of its votes equally, and 30% of its votes proportionally to its constituent units (State Parties);

WHEREAS, DA's current allocation system is not optimal for DA because it is cumbersome, over-values the number of votes from a handful of large country committees, under-values the voice, representation, and contributions of a greater number of small country committees, and is inconsistent with systems/proportions used by the DNC, other state parties, and county parties in two significant ways:

1. **Before proportionality is considered, the DNC gives 4 votes equally to each of its constituent units (57 State Parties).** These are assigned as follows: a vote to each chair and each vice chair, and a vote to each of two DNC Members from each state, one female and one male. Thus the DNC allocates 228 votes (out of a total of 324 to State Parties), or 70%, equally. **DA allocates only 1 vote to each Country Committee.** This vote is to be split between each chair and vice chair. Thus DA allocates 25% of its votes equally, reserving the majority of its votes for proportional allocation.
2. **The DNC allows a much smaller degree of inequality among their largest and smallest State Parties,** with the largest State Party allocated 22 votes, and the smallest State Parties (of which there are 25) allocated 4 votes each, a ratio of only **5.5 to 1.** **DA, on the other hand, allows a much greater degree of voting weight inequality** among its Country Committees, with the largest CC allocated 24 votes, and the smallest CC each allocated 1, **a ratio of 24:1.**

BE IT RESOLVED THAT:

1. The system used to allocate DPCA votes to Country Committees and other DA leader will be re-examined and assessed in light of the DNC Charter & Bylaws changes coming later this summer/autumn, and in light of how the DNC and State Parties allocate their votes.

BE IT RESOLVED THAT:

2. Propositions 5A and 5B are referred to a global committee (to be determined) which will explore voting allocation and representation approaches suitable for Democrats Abroad, and present options to be considered by the DPCA Voting Members in late 2018 or early 2019;

BE IT ALSO RESOLVED THAT:

3. The same global committee shall also consider and report on any other proposals submitted, including the voting allocation plan ("5C") outlined in the Addendum.

ADDENDUM "5C"

Proposal to amend the DA vote allocation system and Article 3, Section 3.6(a) of the DA Charter: DPCA Voting Member Allocation Plan Based on the Fair, Representative, Inclusive and Proportional Models used by DNC and Other State Parties

1. DA establishes a manageable base number of DPCA Voting Members. One workable option would be to allocate 150 to Country Committees (CCs) and additional votes to other DA global leaders.
2. Of those 150 for CCs, allocate equally 1 vote to each duly elected chair and vice chair of each CC in compliance. (The current 42 CCs x 2 votes each = 84 DPCA Voting Members equally divided among the CCs.)
3. Allocate the remaining 66 (150-84) votes proportionally to CCs, to be carried one each by DPCA Voting Representatives.
4. Base the proportional allocation, depending on the year, either on verified membership or on a combination of verified membership and Global Presidential Primary (GPP) turnout.
5. Do the allocation in the early in odd-numbered years, shortly after member verification. (This will take into account CC outreach and membership growth usually experienced in election years.) In the odd-numbered year after midterm elections, base the allocation only on the CC's verified membership. In the odd-numbered year after a presidential elections, base the allocation 50% on the CC's verified membership and 50% on the CC's GPP turnout.
6. This allocation calculation would be made using the geometric mean.
7. Under this plan, at the current size of Democrats Abroad, 56% of the votes going to CCs (84 out of 150) would be allocated based on equality. 44% (66 out of 150) would be allocated based on proportionality. (These percentages would change as more CCs are formed. Over time, if the base number could be raised or lowered, this percentage could be maintained, or changed.)
8. Allocate additional DPCA Voting Member slots as follows:

- a. 1 vote each to the 8 International ExCom members. (This number might go up in the next years if the ExCom is expanded.)
- b. 1 vote each to the other 6 DA DNC Members (This number is likely to go down per the URC recommendations to decrease the number of “super delegates.”.)

(So, at our current numbers, 14 DPCA Voting Members would be added for a total of 164. (150 CC votes + 8 ExCom + 6 DNC Members = 164.)

- c. Eventually, as DA global Caucuses are deemed to be robust and have held global leadership elections under the supervision of a Nominations and Elections Committee, duly elected global Caucus chairs would become DPCA Voting Members. There are now 6 global Caucuses, so after such elections, the DPCA voting body would be up to 170 (164 + up to 6 Caucus chairs = 170.)

(The DNC Charter allows past DNC Chairs a vote as DNC Members. If DA were to follow this pattern, the 7 former DA International Chairs still living abroad would bring the total up to 177.)

- d. Using this plan would result in a manageable number (~164 to 177) of DPCA Voting Members/Representatives, allocated in a fair, representative, proportional, and inclusive way.

2018 CHARTER AMENDMENTS

PROPOSITION 6:

Amend Charter to clarify DPCA Electronic Voting Weight Allocation and Process

Sponsor: Tom Schmid, International Legal Counsel

Introduced: April 20, 2018

WHEREAS, the members of the Democratic Party Committee Abroad span the globe and operate in over 50 countries;

WHEREAS, the practice of using audio-conferencing technology is already well established within the DPCA and the broader membership of Democrats Abroad;

WHEREAS, Section 3.8 of the Democrats Abroad Charter establishes a practice for taking a DPCA vote without a meeting, and that practice deviates from the principle of proportionality by overriding the DPCA vote allocation formula of Section 3.6 of the Charter, replacing it instead with an allocation system that grants one vote to each country committee, DPCA officer, and DNC member;

WHEREAS, Section 9 of Robert's Rules of Order Newly Revised (11th ed.) instructs that the principle of "simultaneous aural communication is essential to the deliberative character of any meeting";

WHEREAS, Section 3.8 is archaic and non-deliberative to the extent that it allows DPCA to conduct the business of the organization "by letter";

WHEREAS, the interests of the DPCA would be better served by enshrining the use of audio-conferencing technology (including by telephone, web-conferencing application, or any other method that enables simultaneous aural communication) in the Charter in order to sanction the use of such technology at any and all meetings of the DPCA, whether conducted solely by electronic participation or with an in-person component;

BE IT RESOLVED that Section 3.1 of the Democrats Abroad Charter shall be amended as follows:

Section 3.1 (Calling of Meetings, including Electronic Meetings)

Meetings of the DPCA may be called by the International Chair, or by at least one-fourth (1/4th) of its members, or by a simple majority of the Executive Committee. An annual Democrats Abroad Global Meeting ~~in any event, a meeting~~ shall be called in the first half of each year to

approve the accounts of the previous year and take any such other action as may be appropriate and, in odd-numbered years, to elect officers. If, for whatever reason, the International Chair or International Vice Chair fails to call a meeting when required to do so, then the International Secretary shall call such meeting within thirty (30) days of the date required. Except as otherwise provided by Section 3.4, meetings of the DPCA may be held exclusively by, or in conjunction with, electronic participation, provided that, at a minimum, the technology used to conduct the meeting enables simultaneous aural communication (i.e., audio conferencing capability).

BE IT FURTHER RESOLVED that the text of Section 3.8 of the Democrats Abroad Charter shall be struck in its entirety and the section shall be retitled as “**Section 3.8 (Reserved)**”;

BE IT FURTHER RESOLVED that the phrase “In addition to the provision of Section 3.8,” shall be struck from Section 3.9.

2018 CHARTER AMENDMENTS

PROPOSITION 7:

Amend Charter to ensure representation for DA members living outside of Country Committees.

Sponsor: John Grosser, DA Germany
Co-Sponsor: Merrill Oates, DA Hungary
Introduced: Feb 13, 2018; Amended April 22, 2018

WHEREAS a significant number of general members of Democrats Abroad live in countries which do not have a recognized DA Country Committee, or do not have the conditions for forming a DA Country Committee;

WHEREAS the organizing potential for Democrats Abroad depends not only on increasing our numbers and effectiveness where we are locally organized, but also in places where we are not already locally organized;

WHEREAS improving representation and inclusion is a core democratic principle which we should strive to apply to our own organization, where possible and practical;

BE IT RESOLVED to amend the Charter as follows:

“Article One: Name; Purpose

[...]

General Membership in Democrats Abroad is open to all citizens of the United States of voting age (or who will be such before the next Federal election) living outside the US who by joining declare their support for the principles and aims of the Democratic Party of the United States of America. Membership is free, voluntary, and can be canceled by the member at any time for any reason. ~~who have declared themselves to be Democrats. Members of Democrats Abroad may also be members of a local Democratic Country Committee or organizing committee existing in the respective country or defined geographic area in which such member resides or works.~~”

BE IT FURTHER RESOLVED to amend the Charter as follows:

“Section 5.7 (Non-Country Committee Representative Members-At-Large)

General members ~~Individuals residing in territories not having a recognized Democrats Abroad~~ of Democrats Abroad residing in territories without ~~not having~~ a Democrats Abroad Country Committee shall have the same benefits and privileges as other general members within DA.

All such Non-Country Committee (NCC) general members may, at the discretion of their Regional Vice Chair, elect from their number within the Region an NCC Representative to represent their interests to the DPCA, including at meetings of the DPCA. The NCC Representative shall be a member of the DPCA; shall hold one (1) whole vote; shall serve two year terms; and shall be limited to two consecutive terms.”

2018 CHARTER AMENDMENTS

PROPOSITION 8A:

Amend Charter* to expand the number of DPCA officers on the International Executive Committee from eight (8) to thirteen (13)

Sponsor: Quaide Williams, Chair Germany

Introduced: March 10, 2017

Previously submitted as: 2017 Charter Resolution 9A (ExCom Expansion)

BE IT RESOLVED, that Section 4.1 of the Democrats Abroad Charter shall be amended as follows:

“Section 4.1 (Officers)

The elected officers of the DPCA shall consist of:

- (i) the International Chair, International Vice Chair, International Treasurer, International Secretary, and International Counsel, no more than two (2) of whom shall be from the same Country Committee at the time of the election. Such offices shall be held by individuals from at least two (2) different Regions; ~~and~~
- (ii) the Three (3) Regional Vice Chairs.; and
- (iii) Five (5) at-large members who are elected to coordinate the most important tasks of the organization. The titles and Responsibilities (see 4.6-4.12) of these positions will be set by the Executive Committee three months before an international meeting where they are to be elected. The titles and job descriptions (Responsibilities) must also be approved by the DPCA membership at such meeting. These jobs may include, but are not limited to: IT & Database, Membership & Volunteers, Fundraising & Events, Diversity & Constituencies, Communications, etc.

However, if there is no other candidate for any position, a candidate who would otherwise be ineligible under ~~the previous sentences of~~ this Section 4.1 may be elected.

* Edited by 2018 SBC for clarity and brevity.

The Executive Committee shall be ~~comprised~~ composed of these ~~eight (8)~~ thirteen (13) elected officers of the DPCA.”

2018 CHARTER AMENDMENTS

PROPOSITION 8B:

Amend Charter* to add two (2) Vice Chairs to serve on the International Executive Committee

Sponsor: Maureen Harwood, DA Canada

Introduced: March 21, 2017

Previously submitted as: 2017 Charter Resolution 9B (ExCom Expansion)

BE IT RESOLVED, that Section 4.1 of the Democrats Abroad Charter shall be amended as follows:

“Section 4.1 (Officers)

The elected officers of the DPCA shall consist of:

- (i) the International Chair, International Executive Vice Chair, International Treasurer, International Secretary, and International Counsel, no more than two (2) of whom shall be from the same Country Committee at the time of the election. Such offices shall be held by individuals from at least two (2) different Regions; ~~and~~
- (ii) the Three (3) Regional Vice Chairs.; and
- (iii) up to two (2) Vice Chairs

However, if there is no other candidate for any position, a candidate who would otherwise be ineligible under ~~the previous sentences~~ of this Section 4.1 may be elected.

The Executive Committee shall be ~~comprised~~ composed of these ~~eight~~ (8) ten (10) elected officers of the DPCA.”

BE IT FURTHER RESOLVED, that Section 4.7 of the Democrats Abroad Charter shall be amended as follows:

“Section 4.7 (Responsibilities of the International Vice Chair(s))

The International Executive Vice Chair shall replace the International Chair whenever the latter is absent or is incapacitated, and shall have

* Edited by 2018 SBC for clarity and brevity.

such other duties as may be prescribed by the International Chair.
The responsibilities of the Vice Chairs shall be to assist in conducting the day to day business of Democrats Abroad as determined by the International Chair and International Executive Vice Chair.”

2018 CHARTER AMENDMENTS

PROPOSITION 9:

Amend Charter* by enhancing diversity on the International Executive Committee

Sponsor: Proposed by Katie Solon, International Chair

Introduced: March 21, 2017

Previously submitted as: 2017 Charter Resolution 14 (ExCom Diversity)

WHEREAS, the Charter currently allows the election of seven (7) international executive committee officers of one gender and one (1) officer of another;

WHEREAS, gender balance is a laudable goal;

WHEREAS, Regional Vice Chair elections should be gender-neutral since each region only elects one person, regions should elect the person they want and not be forced to provide gender balance for the whole;

WHEREAS, the five (5) international officers should provide as much gender parity as possible.

BE IT RESOLVED, that Section 4.1 of the Democrats Abroad Charter shall be amended as follows:

“Section 4.1 (Officers)

The elected officers of the DPCA shall consist of:

- (i) the International Chair, International Vice Chair, International Treasurer, International Secretary, and International Counsel, no more than two (2) of whom shall be from the same Country Committee at the time of the election and no more than three (3) shall be of the same gender. Such offices shall be held by individuals from at least two (2) different Regions; and
- (ii) the Three (3) Regional Vice Chairs.”

* Edited by 2018 SBC for clarity and brevity.

2018 CHARTER AMENDMENTS

PROPOSITION 10: REVISED

**Confirmation Procedures to Fill Regional Vice Chair
Vacancies**

Sponsors: Tom Schmid, International Counsel; Julia Bryan, International Chair, Lissette Wright, International Treasurer

Introduced: April 20, 2018; SBC's proposed markups accepted May 22, 2018

WHEREAS, the current procedures to fill vacancies at the position of Regional Vice Chair (RVC) have caused confusion among DPCA leadership and should be clarified, particularly in reference to the meaning of the term "next regular meeting" of a region;

WHEREAS, upon the occurrence of a vacancy, the interests of Democrats Abroad are best served by filling the vacant position as soon as possible with the assent of the impacted region;

WHEREAS, the confirmation procedure for replacing an RVC should be resolved expeditiously and in no case beyond 90 days after the new RVC's election by the Executive Committee of Democrats Abroad;

WHEREAS, the "one country, one vote" principle established under Section 6.2 should be maintained for elections of RVCs and also for confirmation votes to fill RVC vacancies;

WHEREAS, proxy voting under the "one country, one vote" principle should not be applied to elections of RVCs or for confirmation votes to fill RVC vacancies;

WHEREAS, the Charter should expressly permit confirmation votes to be held during meetings conducted solely by electronic means;

WHEREAS, to be eligible for office, candidates for RVC should be required to be members of Democrats Abroad;

BE IT RESOLVED that Section 4.2 of the Democrats Abroad Charter shall be amended as follows:

Section 4.2 (Election)

- a) The officers other than the Regional Vice Chairs shall be elected at the first meeting of the DPCA held in odd-numbered years, to serve for a term of two (2) years or until their successors have been elected. Election shall be by majority of the votes cast by the DPCA Country Committees and the members of the DNC

~~representing Democrats Abroad, subject to the provisions of Section 3.6 Article 3.~~

- b) The Regional Vice Chairs shall be elected and replaced pursuant to Section 6.2.
- c) No officer, including Regional Vice Chairs, ~~person~~ may serve in the same office for more than two (2) consecutive full terms. In the event that there is no candidate for a DPCA Executive Committee office, an officer who has served two (2) consecutive terms in that office may be elected to a third term of that office by a two-thirds (2/3rds) majority vote pursuant to Section 4.1.

BE IT FURTHER RESOLVED that Section 4.5 of the Democrats Abroad Charter shall be amended as follows:

Section 4.5 (Replacement)

- a) In the event of a vacancy of an office established under Section 4.1(i), including the resignation or removal of such an officer in accordance with Section 2.4, the Executive Committee of the DPCA shall proceed immediately with the ~~election~~ nomination of a replacement, subject to confirmation at the next meeting of the DPCA ~~where nominations shall be taken from the floor. If the replacement fails to be confirmed, nominations shall be taken from the floor, and an immediate election shall be conducted with votes cast by those in attendance.~~ If the Regional Vice Chair is being replaced, then the replacement shall be confirmed by the region at their next regular meeting. The person elected shall serve out the balance of the term. For the purposes of ~~the last sentence of the first paragraph of~~ Section 4.2(c), a person elected to serve out the balance of a term for a period of less than 365 days shall not be deemed to have served a full term.

BE IT FURTHER RESOLVED that Section 4.5 of the Democrats Abroad Charter shall be amended as follows:

Section 6.2 (Regional Vice Chairs)

- a) Each Region shall elect a Regional Vice Chair at a meeting of the Region held in ~~the~~ the odd-numbered years. Election shall be by simple majority of the votes cast by the Chairs (or Vice Chairs) of the Country Committees in the Region in attendance. Each Country Committee will be allocated one (1) vote in electing the Regional Vice Chair, to be cast by the Chair or the Vice Chair. If both the Chair and the Vice-Chair are in attendance, then the single Country Committee vote will be divided into two (2) one-half (1/2) votes. Voting shall be in person ~~by proxy,~~ or electronically. The term of office of a Regional Vice Chair shall be

for a two (2) year period or until the election of a successor at the next Regional meeting during an odd-numbered year.

- b) In the event of a vacancy of the office of Regional Vice Chair, including the resignation or removal of a Regional Vice Chair in accordance with Section 2.4, the Executive Committee of the DPCA shall proceed immediately with the nomination of a replacement, subject to confirmation at the next meeting of region, where nominations from the floor shall be permitted. If the Regional Vice Chair is being replaced, then the replacement shall be confirmed by the region at their next regular meeting. A meeting to confirm a Regional Vice Chair shall be held within ninety (90) days of the nomination of the replacement by the Executive Committee of the DPCA, provided that 30 days' notice, including the date, time, location, and purpose of the meeting, is sent to all regional electors. The meeting may be held solely by, or in conjunction with, electronic participation, provided that, at a minimum, the technology used to conduct the meeting enables simultaneous aural communication (i.e., audio conference). The confirmation vote shall follow the same election procedures as set forth in Section 6.2(a). If the replacement fails to be confirmed, a DPCA officer shall serve as chair pro-tem of the meeting, take nominations from the floor, and conduct an immediate election with votes cast by those in attendance. The person elected shall serve out the balance of the term. For the purposes of Section 4.2(c), a person elected to serve out the balance of a term for a period of less than 365 days shall not be deemed to have served a full term.
- c) Regional Vice Chairs must be members of Democrats Abroad and must have their principal residence in the Region for which they are elected.

2018 CHARTER AMENDMENTS

PROPOSITION 11:

Various Charter Housekeeping Amendments*

Sponsor: Joseph Smallhoover, DA France

Introduced: March 23, 2017

Previously submitted as: 2017 Charter Resolution 10 (Various Riders)

WHEREAS, the Charter of Democrats Abroad requires a number of housekeeping amendments;

NOW THEREFORE BE IT RESOLVED, that the Charter of Democrats Abroad be amended as per the attached marked copy of the current Charter and the Riders attached thereto;

* Edited by 2018 SBC for clarity and brevity.

RIDER 1

When acting in their official capacities, or in the event of the appearance thereof, the officers and members of the DPCA and its constituent bodies shall refrain from commenting in the media or otherwise publicly on the politics or policies of a host country or on the foreign policy of the United States with respect to a host country except for compelling reasons, and in any event shall preface any such comment as being their own opinion and not that of the Democratic Party or of the DPCA, unless either of the latter shall have adopted an official position on the question commented upon.

RIDER 2.4

In the event of the removal of the Chair, Vice Chair or Voting Representative of a Country Committee, such removal shall only result in removal from membership in the DPCA and shall not effect the member's position within the Country Committee in question; based on the removal, under the guidance of the Regional Vice Chair and International Counsel, the Country Committee should take whatever action it deems appropriate and in conformity with its charter and bylaws to remedy the issues that resulted in such removal, including the removal and replacement of the DPCA member in question.

RIDER 3.7

No proxy may be transferred or subdelegated by a proxyholder to another member for whatsoever reason unless the initial proxy specifically permits such transfer or subdelegation.

RIDER 6.2

In order to promote the development of Democrats Abroad within the Regions, the position of Regional Vice Chair shall rotate among the Country Committees such that it shall not be held by a member of Democrats Abroad from the same Country Committee for more than two consecutive terms, unless there is no candidate for the position from a different Country Committee.

Democrats Abroad Charter

Article One: Name; Purpose

Democrats Abroad, also known as the Democratic Party Committee Abroad ("DPCA"), is the organization that represents all United States citizens residing outside the United States who ~~wish to~~ adhere to the principles and wish to further the aims of the Democratic Party of the United States of America. The organization is recognized by the Democratic National Committee ("DNC") as the equivalent of a ~~U.S.~~ State Democratic Party Committee.

Democrats Abroad is a non-profit association organized and operating under the Uniform Unincorporated Nonprofit Association Act of 2000, D.C. Code §§ 29-971.01, *et seq.* Democrats Abroad's principal place of business is and will remain the District of Columbia.

For administrative purposes, Democrats Abroad is divided into Country Committees and Regions comprised of the members from within each such country and Region.

Membership in Democrats Abroad is open to all citizens of the United States of voting age (or who will be such before the next Federal election) who have declared themselves to be Democrats. Members of Democrats Abroad may also be members of a local ~~Democratic~~ Democrats Abroad Country Committee or organizing committee existing in the respective country or defined geographic area in which such member resides or works.

Neither Democrats Abroad nor any of its constituent units may participate in the political activities of any country other than the United States of America.

When acting in their official capacities, or in the event of the appearance thereof, the officers and members of the DPCA and its constituent bodies shall refrain from commenting in the media or otherwise publicly on the politics or policies of a host country or on the foreign policy of the United States with respect to a host country except for compelling reasons, and in any event shall preface any such comment as being their own opinion and not that of the Democratic Party or of the DPCA, unless either of the latter shall have adopted an official position on the question commented upon.

Article Two: Democratic Party Committee Abroad

Section 2.1 (Duties and Responsibilities)

The ~~Democratic Party Committee Abroad~~ DPCA is the highest authority of Democrats Abroad and shall have general responsibility for the coordination and furtherance of the work and purposes of Democrats Abroad, including the Regional Committees and the Country Committees provided for below, and shall perform generally the functions of a State Democratic Party Committee, subject to the provisions of the Charter and Bylaws of the Democratic Party of the United States of America, the resolutions and other actions of the DNC, this Charter, and any Standing Resolutions of the DPCA.

In discharging its operating responsibilities, the DPCA shall:

- (a) act as a forum for the consideration of issues that relate to United States citizens residing abroad;

- (b) supervise activities of the Regions and Country Committees (and any subdivision thereof) in such matters as:
1. the nomination and election of Delegates to Democratic Party Conferences and Conventions;
 - ~~2.~~ the transmission of the views of Democrats Abroad to the DNC and *vice versa*, both on party affairs and policy;
 2. especially in campaign years, the organization of voter registration campaigns and encouragement of Get Out the Vote activities, the handling of joint publicity and advertising, the acquisition and distribution of campaign literature and materials, the coordination of visits, and related matters;
 3. cooperation with U.S. civic organizations and other U.S. political parties on nonpartisan and bipartisan programs;
 4. the initiation of steps to organize new committees in countries or areas with a substantial number of resident United States citizens; and
 5. the day-to-day operations of the Regions.

Section 2.2 (DPCA Membership)

The DPCA shall be composed of:

- (a) the Chair, the Vice Chair (or first Vice Chair if there are several Vice Chairs), and Voting Representatives of each Country Committee that has been admitted by Democrats Abroad;
- (b) the members of the DNC representing Democrats Abroad; and
- (c) the International Chair, International Vice Chair, International Treasurer, International Secretary, International Counsel, the Regional Vice Chairs and any other elected officers of the DPCA.

Section 2.3 (Election Standards)

- (a) Members of the DPCA shall be elected in accordance with the standards set forth in the Charter and Bylaws of the Democratic Party through processes that assure full, timely, and equal opportunity to participate. All elections shall be public and all ballots open to inspection.
- (b) The DPCA Executive Committee may adopt such rules for elections as it deems necessary from time to time. Such rules shall also apply to elections conducted by the Regions and the Country Committees.

Section 2.4 (Cessation of Membership)

- (a) A member may resign from the DPCA by written notice to the International Chair, and such resignation shall be effective immediately;
- (b) A DPCA member who (i) ceases to have his or her principal residence abroad or (ii) has missed three (3) consecutive meetings of the DPCA shall be deemed to have resigned from the DPCA, including from any DPCA office under Section 2.2 above; provided, however, that a meeting attended in person by the Chair, Vice Chair, or Voting Representative of the Country Committee, or proxy holder from the same Country Committee, shall for these purposes also be considered as attended by the Chair, Vice Chair, or Voting Representative as the case may be;
- (c) After notice and opportunity for hearing and upon grounds found by the DPCA to constitute good and sufficient cause, it may remove a member by a two-thirds (2/3rds) vote. The Executive Committee shall adopt such rules of procedure as it deems necessary to ensure that the removal hearing is conducted in a fair manner. In the event of the removal of the Chair, Vice Chair or Voting Representative of a Country Committee, such removal shall only result in removal from membership in the DPCA and shall not effect the member's position within the Country Committee in question; based on the removal, under the guidance of the Regional Vice Chair and International Counsel, the Country Committee should take whatever action it deems appropriate and in conformity with its charter and bylaws to remedy the issues that resulted in such removal, including the removal and replacement of the DPCA member in question.

Article Three: Meetings

Section 3.1 (Calling of Meetings, including Electronic Meetings)

Meetings of the DPCA may be called by the International Chair, or by at least one-fourth (1/4th) of its members, or by a simple majority of the Executive Committee. In any event, a meeting shall be called in the first half of each year to approve the accounts of the previous year and take any such other action as may be appropriate and, in odd-numbered years, to elect officers. If, for whatever reason, the International Chair or International Vice Chair fails to call a meeting when required to do so, then the International Secretary shall call such meeting within thirty (30) days of the date required.

Section 3.2 (Date and Place)

Upon proposal of the International Chair at a duly constituted DPCA meeting, and after having invited all Country Committees at least forty-five (45) days in advance to submit non-binding bids, the date, time, and place of the annual DPCA meeting required under the previous Section shall be determined by majority vote of the Country Committees, DPCA officers, and DNC members present or represented at the meeting or participating by electronic vote (see Section 3.7). The Executive Committee may vote to change the date, time, or place for reasons it deems important.

Section 3.3 (Notice and Agenda)

- (a) Notice of each meeting, containing the place and time of the meeting and the agenda, shall be sent or given by the International Chair to each member of the DPCA not less than forty-five (45) days before the date of the meeting. Any member may request the International Chair in writing, not less than thirty (30) days before the meeting, to place additional items on the agenda, and shall simultaneously furnish the text of any resolutions proposed for adoption. The International Chair shall circulate such additional items and proposed resolutions, as well as other resolutions, to the members of the DPCA not less than fifteen (15) days before the meeting. Items may be added to the agenda at the meeting by majority vote of the members present or represented. To the extent not otherwise provided for herein, procedural questions shall be settled in accordance with the current edition of Roberts Rules of Order.
- (b) The International Chair may name a Resolutions Committee for the meeting to review any resolutions presented to the Chair as additional items for the agenda. The duty of the Resolutions Committee shall be to refine the language of proposed resolutions and obtain approval of the refined language from the person(s)/committee(s) submitting the proposed resolutions and to advise and make recommendations to the DPCA concerning the substance of the resolutions.

Section 3.4 (Quorum)

A quorum for a meeting shall require the presence in person or ~~on-line~~ [via electronic conference](#) of:

- (a) the International Chair or Vice Chair of the DPCA; and
- (b) 40% of DPCA members.

Notwithstanding the foregoing, in the case of annual meetings under Section 3.1, a quorum shall require the physical presence ([i.e., not presence by electronic conference](#)) or presence by proxy to a member physically present of at least 20% of DPCA members as well as the physical presence of either the International Chair or Vice Chair. In addition, for quorum purposes, the individuals referred to in paragraph (b) must include members resident in at least four (4) different countries and two (2) Regions.

Section 3.5 (Attendance)

The International Chair shall encourage members of the DPCA and of any Country Committee of the DPCA who are unable to be present in person at meetings to participate [via electronic conference \(i.e., by telephonic or electronic attendance\)](#), whenever technically and economically feasible. The International Chair will inform members of the DPCA of ~~the telephone number to call~~ [how to participate by electronic conference](#) and seek to arrange means of communication by which all persons participating in the meeting are able to hear [and speak to](#) one another at the same time. Notwithstanding the foregoing, neither the International Chair nor the DPCA shall be obligated to pay for the telecommunications charges involved in participation by a member; all such line charges shall be for the account of the member choosing to participate by telephone. Participation ~~by such telephone~~

~~or~~ via electronic ~~attendance~~ conference shall constitute presence at a meeting for all purposes of this Charter, with the exception of establishment of a quorum or whenever presence in person is specifically required.

Section 3.6 (Voting)

- (a) ~~(e)~~ Votes shall be allocated to Country Committees annually, in accordance with the certification required under Section 5.4(e), calculated as follows:
- (i) Multiply the number of Country Committees by 4 to obtain the "Initial Product;"
 - (ii) 25% of the Initial Product shall be allocated among the Country Committees on the basis of one (1) vote each;
 - (iii) 75% of the Initial Product shall be allocated among the Country Committees proportionally by multiplying with respect to each Country Committee, the Initial Product by the Country Committee's percentage of the total Democrats Abroad membership. Fractions greater than or equal to 0.455 shall be rounded to the next highest whole number. Fractions less than 0.455 shall be rounded to the next lowest whole number.

A hypothetical example of the calculations is attached hereto as Schedule A, which is an integral part of this Charter.

- (b) ~~(d)~~ One (1) vote shall also be allocated to each elected DPCA officer and DNC member representing Democrats Abroad.
- (c) ~~(e)~~ Each Country Committee in compliance with Section 5.4 and represented at the meeting in person, by proxy, or in accordance with Section 3.7 shall have the right to vote.
- (d) ~~(f)~~ All decisions shall be taken by simple majority vote of the members participating in the meeting or by proxy except where a two-thirds (2/3rds) vote is required (Sections 2.4(c), 4.2, 5.3, 6.1 and 10.1) or where the right to vote is not accorded to all members of the DPCA (Sections 4.2 and 7.2). The simple majority must include votes from at least one-third (1/3rd) of all Country Committees.
- (e) ~~(g)~~ No member may cast in excess of 4 votes (including proxies) of the total number of votes determined under Section 3.6 (a) and (b). Subject to the foregoing and to Subsection (f) below pertaining to Representatives, the votes of a Country Committee shall be cast by the Chair or, in the absence of the Chair, by the Vice Chair and Voting Representative(s) if any. If both the Chair and Vice Chair of a Country Committee with no Voting Representatives are present in person at a meeting, each shall have one-half of such votes.

If in any vote to be decided on the basis of Country Committees, there is a division among its DPCA members (including Voting Representatives), the fractions resulting from such divisions shall be counted as fractions in the vote of the DPCA. This rule shall not apply for the selection of delegates to the National Convention or the

election of DNC members.

- (f) ~~(h)~~ Each Country Committee shall have the option to elect ~~non-voting~~ Non-Voting Representatives, and shall be required to elect at least the minimum number of Voting Representatives necessary to enable it to cast all its votes. Such election(s) shall be held ~~at the same time as~~ in accordance with the Charter or bylaws of the Country-Committee, contemporarily with the election of a Country Committee's Chair and Vice Chair. If a Country Committee has more than one (1) Voting Representative, gender balance shall apply. The term of a Voting Representative shall be the same as for Officers of the Country Committee. All Voting Representatives shall be entitled to attend all Democrats Abroad meetings during the same two (2)-year term as for the Country Committee Chair and Vice Chair offices. If a Country Committee is entitled to less than five (5) votes, the Non-Voting Representative, if any, shall have the right to speak at DPCA meetings but not to vote, except under Section 3.7 below. If a Country Committee is entitled to five (5) or more votes, the distribution of votes among the Chair, Vice Chair, and Voting Representative(s) (if any) shall be determined by the Country Committee at the time of election, failing which by the Country Committee Chair; provided, however, that a Voting Representative shall have no less than one (1) vote nor more votes than the Country Committee Chair or Vice Chair.

Section 3.7 (Capacity to Vote and Proxies)

- (a) No member of the DPCA may vote in more than one capacity (e.g., DPCA officer, DNC member, Country Committee Chair, or Voting Representative) in any vote taken under this Charter; proxyholders may exercise their proxies without violating this subsection.
- (b) Any eligible voter may cast a vote by written proxy on any specified item on the agenda of the meeting.
- (c) ~~(b) Any eligible voter may cast a vote by written proxy on any specified item on the agenda of the meeting.~~ A remote vote may also be cast by electronic means, which term shall mean wherever used in this Charter (i) a personally verifiable method that can be reduced to written form or (ii) a voice communication received by a DPCA officer.
- (d) ~~(e)~~ Voting by proxy shall be permitted, subject to the limitations set out in this Charter. Proxies shall be in writing; shall name the person to whom the proxy is given; may be either general or limited to specific issues; may be either instructed or uninstructed. Proxies given as described below shall be notified to and received by the International Secretary at least three (3) days before the relevant meeting. No proxy may be transferred or subdelegated by a proxyholder to another member for whatsoever reason unless the initial proxy specifically permits such transfer or subdelegation.
- (e) ~~(d)~~ The vote of a DPCA member may not be divided among multiple proxyholders. Proxies shall be given for the full vote of a DPCA member. If a proxyholder cannot accept a full proxy due to the limitations imposed by Section 3.6(e) or Section 3.7(g), the International Secretary may assign a proxy of partial voting weight.

- (f) ~~(e)~~ General proxies may be given by:
- (i) A Country Committee Chair, Vice Chair, or Voting Representative to: a member of the same Country Committee or a DPCA member of the same Region;
 - (ii) DNC member (elected by Region) to: a DPCA member of the same Region;
 - (iii) DNC member (elected at large) to: any DPCA member;
 - (iv) DPCA officer to another member of DPCA.
- (g) A proxy vote may be cast by a member of a Country Committee only if any member of such Country Committee has attended one (1) of the three (3) DPCA meetings held immediately preceding the DPCA meeting at which such proxy vote is to be cast.
- (h) No ~~person~~member may hold more than ~~four~~three (43) proxies.
- (i) A proxy may be revoked in writing at any time ~~prior~~by notice to the ~~call to order of a meeting~~International Secretary.
- (j) If during the course of a meeting of the DPCA, a person duly recorded during the roll call as present must leave the meeting, temporarily or permanently, such person may give another participating DPCA member a written proxy for the meeting valid for the duration of the absence or for the duration of the meeting concerned.
- (k) A member of the DPCA holding two (2) positions may not issue a proxy with respect to more than one (1) such position if such member is absent from a meeting; if such member attends a meeting such member may issue no proxies, except where the member issues a proxy pursuant to the previous paragraph.
- (l) Any rules on the treatment of proxies included in Democrats Abroad's Delegate Selection Plan will override the provisions in this Section for the purpose of that Plan.

Section 3.8 (Taking DPCA Vote Without Meeting)

~~The~~Except with respect to an action to amend Section 10.1, the International Chair may take a vote of the DPCA, if immediate action is deemed important or convenient by the Executive Committee, by letter, ~~telephone~~electronic conference, or electronic vote.

For purposes of this Section: (i) all of the members of the DPCA shall be considered as present for majority requirements; and (ii) each Country Committee, DPCA officer, and DNC member shall have one (1) vote.

The outcome shall be communicated to all DPCA members as soon as is practical.

Section 3.9 (Written Consents)

In addition to the provisions of Section 3.8, the DPCA may take any action under this Charter without a meeting if 90% of all members of the DPCA consent in writing to such action; provided, however, that no action to amend Section 10.1

may be taken under this Section 3.9. Such written consents shall be filed with the minutes of the DPCA proceedings and shall have the same force and effect as a vote taken by members physically present. For the purposes hereof, writing shall include faxes and electronic communications that can be reduced to paper.

Article Four: Officers

Section 4.1 (Officers)

The elected officers of the DPCA shall consist of:

- (i) ~~(v)~~—the International Chair, International Vice Chair, International Treasurer, International Secretary, and International Counsel, no more than two (2) of whom shall be from the same Country Committee at the time of the election. Such offices shall be held by individuals from at least two (2) different Regions; and
- (ii) ~~(vi)~~ the Three (3) Regional Vice Chairs.

However, if there is no other candidate for any position, a candidate who would otherwise be ineligible under the previous sentences of this Section 4.1 may be elected.

The Executive Committee shall be comprised of these eight (8) elected officers of the DPCA.

Section 4.2 (Election)

The officers other than the Regional Vice Chairs shall be elected at the first meeting of the DPCA held in odd-numbered years, to serve for a term of two (2) years or until their successors have been elected. Election shall be by majority of the votes cast by Country Committees and the members of the DNC representing Democrats Abroad, subject to the provisions of Section 3.6.

The Regional Vice Chairs shall be elected pursuant to Section 6.2.

No person may serve in the same office for more than two (2) consecutive full terms. In the event that there is no candidate for a DPCA Executive Committee office, an officer who has served two (2) consecutive terms in that office may be elected to a third term of that office by a two-thirds (2/3rds) majority vote pursuant to Section 4.1.

Section 4.3 (Nominations)

Prior to the election meeting, the International Chair shall appoint, after consultation with the Executive Committee, five (5) members of Democrats Abroad as an Elections Committee, at least three (3) of whom shall not be members of the DPCA. It shall be the duty of the Elections Committee to call for nominations for officers and to determine which individuals whose names are submitted for nomination are qualified (as per Section 2.4(b) of this Charter) to fill DPCA offices. Members of the Elections Committee shall not be candidates for nor be elected to office. The names of the qualified individuals placed in nomination with the Elections Committee shall be forwarded in writing to the International Chair and other members of the DPCA by the Elections Committee, after their qualifications have been determined, at least forty-five (45) days in

advance of the scheduled election meeting of the DPCA. Nominations of qualified candidates for office may be made from the floor at the election meeting. The elections shall be conducted by the Elections Committee.

Section 4.4 (Gender Balance of International Chair and International Vice Chair)

The International Chair and International Vice Chair shall be of opposite sex, and shall be from different Country Committees.

Section 4.5 (Replacement)

In the event of a vacancy other than of the position of International Chair or Vice Chair, including the resignation or removal of an officer in accordance with Section 2.4, the Executive Committee of the DPCA shall proceed immediately with the election of a replacement, subject to confirmation at the next meeting of the DPCA, where nominations shall be taken from the floor. If the Regional Vice Chair is being replaced, then the replacement shall be confirmed by the ~~region~~Region at their next regular meeting. The person elected shall serve out the balance of the term. For the purposes of the last sentence of the first paragraph of Section 4.2, ~~a person~~any officer elected to serve out the balance of a term for a period of less than 365 days shall not be deemed to have served a full term.

Section 4.6 (Responsibilities of the International Chair)

The International Chair shall be responsible for the carrying out of the programs and policies of the Democratic Party and Democrats Abroad. The International Chair shall preside at all meetings of the DPCA, establishing its agenda, and implementing its decisions. Following consultation with the Executive Committee, the International Chair may appoint deputies or assistant officers (such appointments shall be promptly notified to the DPCA) and conduct the day-to-day business of Democrats Abroad. The International Chair shall be the chief spokesperson for the organization. The International Chair may, after consultation with the Executive Committee, create or terminate committees and determine their composition and purpose. The International Chair shall *ex officio* be a non-voting member of all committees.

Section 4.7 (Responsibilities of the International Vice Chair)

The International Vice Chair shall replace the International Chair whenever the latter is absent or is incapacitated, and shall have such other duties as may be prescribed by the International Chair.

Section 4.8 (Responsibilities of the International Secretary)

The International Secretary shall keep minutes of DPCA meetings (taking particular note of all Standing Resolutions) and Executive Committee meetings, circulate minutes and records of action to members, be responsible for maintaining all the administrative files and records and membership lists and databases of the DPCA and Democrats Abroad, and perform such other duties as may be prescribed by the International Chair.

Section 4.9 (Responsibilities of the International Treasurer)

The International Treasurer shall keep the financial records of the DPCA, establish a budget for approval of the Executive Committee, oversee its bank and other financial accounts, make an annual financial report to the DPCA, and ensure that any necessary reports or filings with the DNC or the governmental authorities of the United States of America and the several States, are timely made.

Section 4.10 (Responsibilities of the International Counsel)

The International Counsel shall be a qualified legal practitioner available for consultation on legal and procedural questions relating to Democrats Abroad and its activities, and the interpretation of and compliance with the Charter and Bylaws of the DNC, the Charter of Democrats Abroad and the bylaws of Country Committees, and ~~serve as Parliamentarian at DPCA meetings.~~ ~~The, unless the~~ International Chair ~~may appoint~~has appointed a separate individual to serve as Parliamentarian, serve as Parliamentarian at DPCA meetings.

Section 4.11 (Responsibilities of the Executive Committee)

The Executive Committee shall be responsible for the conduct of the affairs of Democrats Abroad in accordance with policies of the DNC and the DPCA. The Executive Committee shall establish its own rules and, when convened by the International Chair or one third (1/3rd) of its members, may act in a meeting, by telephone or electronic means. The Executive Committee shall adopt a budget for Democrats Abroad prior to the first meeting of the DPCA each year. Except as provided in the following sentence, decisions taken by the Executive Committee shall be by simple majority vote of those members present in person or by instructed proxy given to another member of the Executive Committee or, if such vote is taken in electronic or written form, by simple majority of the entire Executive Committee. By a two-thirds (2/3rds) majority of the entire Executive Committee, the Executive Committee may overrule any decision or action of any officer.

Section 4.12 (Executive Director)

Following consultation with the Executive Committee, the International Chair may name an Executive Director to perform such duties as the International Chair may prescribe.

Article Five: Country Committees

Section 5.1 (Constituent Units)

The constituent units of Democrats Abroad are, except in exceptional circumstances, the Country Committees, which shall be the organized democratic expression of U.S. citizens overseas and shall further the aims of the Democratic Party of the United States of America and of Democrats Abroad. Except where otherwise deemed more expedient by the DPCA, Country Committees shall represent geographical areas coextensive with national boundaries.

Country Committees shall be responsible for their own internal management, including governance of their Chapters, and compliance with applicable laws,

including without limitation the laws and regulations of the United States of America and the several States applicable to political parties and contributions to them (notably to the United States Federal Election Commission).

Section 5.2 (Admission)

To be admitted to Democrats Abroad as a Country Committee, a group must make application to the International Chair containing the following information:

- (a) ~~(+)~~ a membership list, certifying that the group is composed of at least fifty (50) United States citizens of voting age having their principal residence in that defined geographical area and who adhere to the principles of the Democratic Party of the United States of America;
- (b) ~~(+)~~ a copy of the Bylaws of the applicant committee adopted in conformity with the Charter and Bylaws of the Democratic Party of the United States of America, the DNC, and the Charter of Democrats Abroad and certified by the duly elected Chair and another duly elected officer of the applicant committee;
- (c) ~~(+)~~ copies of publicity providing reasonable notice to United States citizens in that defined geographical area of the organization and election meeting(s) of the applicant committee, as well as a list of officers elected and their full contact information;
- (d) ~~(+)~~ a copy of the minutes attested to by the Chair and another elected officer of the applicant committee for the meeting(s) in which officers were elected who (i) at the time of their election and thereafter have their principal residence in that defined geographical area; (ii) have been elected for a term of office not exceeding two (2) years; (iii) are eligible to serve in the same office no more than two (2) consecutive terms; and (iv) include a Chair and Vice Chair (or First Vice Chair) of opposite sex.

Section 5.3 (DPCA Vote to Admit)

- (a) ~~(+)~~ A two-thirds (2/3rds) affirmative vote of the DPCA at a duly called meeting shall be required to admit an applicant committee. It shall be a prerequisite for admission that, to the extent practicable, one (1) or more of the elected officers of the applicant committee shall have attended in person either one (1) meeting of the DPCA or of a Region prior to the meeting at which admission is voted upon and shall be known to at least one (1) DPCA officer. Furthermore, it shall be a prerequisite for admission that the relevant Regional Vice Chair submits a statement to the DPCA attesting to the preparedness of the applicant committee to pursue its activities in compliance with the rules and regulations applicable to DPCA Country Committees, and to engage fully with its members, its region, and the DPCA generally. The structure and content of the admission submission will be established by the DPCA Executive Committee for uniformity, processed by the Regional Vice Chair, and when completed communicated to the DPCA Chair and Executive Committee together with submission of the request for admission to full Committee status.

- (b) ~~(h)~~ A Country Committee admitted prior to September 30 of any year shall have two votes until the next membership certification under Section 3.6 (a); those admitted between October 1 and January 31 shall have no vote until the next annual certification.

Section 5.4 (Country Committee Compliance and Filings)

- (a) ~~(e)~~ Each Country Committee shall hold an Annual General Meeting on or before June 30th of each calendar year and shall provide minutes of the Annual General Meeting to the International Secretary at such time as determined under paragraph (g) of this section.
- (b) ~~(f)~~ By January 31st of each year, each Country Committee shall furnish to the International Counsel a copy of the Country Committee's Bylaws, indicating any amendments made during the previous year.
- (c) ~~(g)~~ Country Committees shall hold their elections no later than June 30th of odd-numbered years. Within fifteen (15) days of any election held by a Country Committee, the Secretary of such Country Committee shall certify the results of the election to the International Secretary and forward the minutes of the election meeting, with full address and contact information of the office holders so elected.
- (d) ~~(h)~~ Without limitation of the foregoing, Country Committees shall at all times be in keeping with Sections 5.2 and 5.4; provided, however, that by a 4/5 majority vote of the Executive Committee of the DPCA or, by a majority vote of the DPCA at a regular meeting, upon written application, and for good reason, a dispensation from Section 5.2 (d) may be granted for a period not to exceed 2 years.
- (e) ~~(i)~~ The Executive Committee shall establish from time to time the methods and procedures to be used by the Country Committees to verify and certify membership for all purposes under this Charter, with the maximum accuracy reasonably possible for an association such as Democrats Abroad.
- (f) ~~(j)~~ By January 31st of each year, the Chair of each Country Committee shall certify to the International Chair of the DPCA that the membership database containing the names and such other information as the DPCA Executive Committee shall require is current and correct for certification of the number of members, and such certification must be attested to by the Secretary or Treasurer of such Country Committee. The database referred to in the previous sentence shall be in the format from time-to-time prescribed by the Executive Committee.
- (g) ~~(k)~~ Each Country Committee shall file within the required time provide such documents or information concerning the activities of the Country Committee as may be reasonably required by the International Chair or the Executive Committee.

Section 5.5 (Committees In Formation)

A country organization meeting all the requirements of Section 5.2 and having less than fifty (50) members may, upon application to the International Chair of Democrats Abroad, be admitted as a Committee In Formation and thereafter may participate in activities of Democrats Abroad without the right to vote.

Section 5.6 (Chapters)

Any Country Committee may permit Chapters to be formed within local geographic areas, including by amendment of the Country Committee by-laws recognizing such Chapter(s). Chapters shall be recognized only for internal purposes of the Country Committee upon terms to be specified by the Country Committee. Recognized Chapters shall operate in compliance with the bylaws of the Country Committee (as may be modified in the judgment of the Country Committee from time to time), as well as the Charter and rules of Democrats Abroad.

The Chapter shall hold a meeting to elect a Chair and other officers defined in its Country Committee bylaws. The meeting shall be called upon reasonable notice and conducted in accordance with the bylaws of the Country Committee and this Charter, respectively. The minutes of the meeting and contact details of individuals so elected shall be promptly provided to the Chair of the Country Committee.

All financial matters concerning Chapters shall be under the review and supervision of the Chair and Treasurer of the Country Committee who shall take into consideration the budget, sources, and proposed uses of funds relating to any Chapter. In any event, Country Committees shall be ultimately responsible for ensuring compliance by their Chapters with all applicable laws in accordance with Section 5.1.

Any dispute between a Chapter and its Country Committee may be brought before the DPCA Executive Committee for determination and resolution.

Section 5.7 (Members-at-Large)

Individuals residing in territories not having a recognized Democrats Abroad Country Committee may become members-at-large of Democrats Abroad and shall enjoy all rights and privileges of individual members as they shall be determined from time to time by the DPCA.

Section 5.8 (Suspension of a Country Committee Officer or Voting Representative)

- (a) ~~(v)~~—A Country Committee Chair, Vice Chair or Voting Representative may be suspended from ~~office~~the DPCA by a $\frac{7}{8}$ ths vote of the DPCA Executive Committee or by a two thirds ($\frac{2}{3}$ rds) vote of the DPCA, which suspension shall be promptly communicated in writing to the individual concerned and to the Executive Committee of the affected Country Committee, if the Country Committee Officer or Voting Representative engages in

unacceptable conduct that seriously harms the interests of the Democratic Party of the United States of America, the DNC, Democrats Abroad, or its own Country Committee. The Country Committee Officer and the Executive Committee of such Country Committee shall be notified in writing of the initiation and nature of the charges and the DPCA Executive Committee will provide ample information to enable a defense to be prepared. A Country Committee Officer suspended under this paragraph (a) may request a prompt hearing to be held within thirty (30) days and the DPCA Executive Committee shall make such arrangements as it deems best suited to protect all interests, in the context of a global party, including supervising a new election. The hearing may, without limitation, be held by telephone conference call ~~or~~, video conference or other electronic means permitting all parties to be heard and to communicate orally. The DPCA Executive Committee shall adopt such rules of procedure for hearings in connection with the proposed suspension ~~of a Country Committee Officer~~ as it deems necessary to ensure that the hearing is conducted in a fair manner and the decision, with an ample explanation of the reasoning involved, shall be communicated in writing;

- (b) ~~(w)~~—If in the judgment of the International Chair a Country Committee Officer is guilty of serious and highly unacceptable conduct that, if continued, would irreparably damage any of the aforesaid interests, the Chair may immediately issue a temporary order of suspension, indicating the grounds for such action, and shall simultaneously inform the DPCA Executive Committee of such action and the reasons therefore. Within seven (7) days the DPCA Executive Committee shall either schedule a hearing under the foregoing subparagraph or shall terminate the temporary order.

Section 5.9 (Suspension of Country Committee or Country In Formation)

- (a) ~~(x)~~—A Country Committee or Committee In Formation may be suspended from full membership by a seven-eighths (7/8ths) vote of the DPCA Executive Committee or by a two-thirds (2/3rds) vote of the DPCA, which suspension shall be promptly communicated in writing to the Chair and Vice Chair of the affected Country Committee, if it:
- (i) ~~(vii)~~—fails to hold an election of officers within six (6) months following the date prescribed by the Country Committee's Bylaws. Any Country Committee or Committee In Formation suspended under this paragraph may be reinstated to full rights by the DPCA upon filing an application with the International Chair accompanied by a copy of the minutes of a valid election meeting certified as true by the Country Committee's Chairperson and Secretary; or
- (ii) ~~(viii)~~—engages in unacceptable conduct that seriously harms the interests of the Democratic Party of the United States of America, the DNC, Democrats Abroad, or its own Country Committee. The Chair and Vice Chair of such Country

Committee shall be notified in writing of the initiation and nature of the charges and the DPCA Executive Committee will provide ample information to enable a defense to be prepared. A Country Committee or a Committee in Formation suspended under this paragraph (b) may request a prompt hearing to be held within thirty (30) days and the DPCA Executive Committee shall make such arrangements as it deems best suited to protect all interests, in the context of a global party, including supervising new elections. The hearing may, without limitation, be held by telephone conference call ~~or~~ video conference or electronic means permitting all parties to be heard and to communicate orally. The DPCA Executive Committee shall adopt such rules of procedure for hearings in connection with the proposed suspension ~~of a Country Committee~~ as it deems necessary to ensure that the hearing be conducted in a fair manner and the decision, with an ample explanation of the reasoning involved, shall be communicated in writing.

- (b) ~~(y)~~ If in the judgment of the International Chair a Country Committee or Committee In Formation is guilty of serious and highly unacceptable conduct that, if continued, would irreparably damage any of the aforesaid interests, the Chair may immediately issue a temporary order of suspension, indicating the grounds for such action, and shall simultaneously inform the DPCA Executive Committee of such action and the reasons therefore. Within seven (7) days, the DPCA Executive Committee shall either schedule a hearing under the foregoing subparagraph or shall terminate the temporary order.
- (c) ~~(z)~~ Country Committees may be suspended upon unanimous vote of the DPCA Executive Committee if the Country Committee's certified membership falls significantly due to actions or failure to act objectively attributable to the Country Committee.

Article Six: Regions

Section (6.1 The Regions)

Groupings of Country Committees shall be divided into the following geographical Regions: (i) Europe-Middle East-Africa; (ii) Asia-Pacific; and (iii) the Americas. The composition of Regions may be altered by a standing resolution adopted at any meeting of the DPCA by a two-thirds (2/3rds) majority of those Country Committees present in person or by proxy.

Section 6.2 (Regional Vice Chair)

Each Region shall elect a Regional Vice Chair at a meeting of the Region held in the first quarter of each odd-numbered year. Election shall be by simple majority of the votes cast by the Chairs (or Vice Chairs) of the Country Committees in the Region in attendance. Voting shall be in person, by proxy, or electronically. The term of office of a Regional Vice Chair shall be for a two (2)-year period as from the date of the regional meeting at which he or she was elected.

Regional Vice Chairs must have their principal residence in the Region for which they are elected.

In order to promote the development of Democrats Abroad within the Regions, the position of Regional Vice Chair shall rotate among the Country Committees such that it shall not be held by a member of Democrats Abroad from the same Country Committee for more than two consecutive terms, unless there is no candidate for the position from a different Country Committee.

Section 6.3 (Duties of Regional Vice Chairs)

The Regional Vice Chairs shall, under the direction of the International Chair, promote the development of Democrats Abroad within the respective Regions and cooperation among the Country Committees in the respective Regions and implement any Regional programs or plans adopted by the Regional Committees, provided such programs or plans have been approved by the International Chair in consultation with the Executive Committee.

Section 6.4 (Regional Meetings and Communication)

Members of Democrats Abroad residing in a Region may meet by appropriate means of communication to consider matters relating to that Region. The Regional Vice Chair shall preside over such Regional meetings. In the absence of the Regional Vice Chair, the members in attendance at the meeting shall elect a presiding officer *pro-tem*. The rules applicable to such meetings shall be the same as those applicable to DPCA meetings.

To the extent feasible, Regional meetings shall be held in those countries that so request. A prompt report of each meeting shall be made to the DPCA by the Secretary *pro-tem* of the meeting.

Article Seven: Democratic National Committee

Section 7.1 (DNC Members)

The members of the Democratic National Committee representing Democrats Abroad shall be:

- (a) ~~(aa)~~ The International Chair and International Vice Chair of the DPCA, *ex officio*;
- (b) ~~(bb)~~ Six (6) additional members to be elected as provided in Section 7.2 (or such lesser or greater number of additional members determined by the DNC), no more than one (1) of whom shall be resident in the same country.

Section 7.2 (Election of DNC Members)

Each of the six (6) elected members of the DNC shall be eligible to serve in such position for no more than two (2) consecutive full terms and shall be elected for a term of four (4) years at a meeting of the DPCA to be held during the year of the National Convention, to be chosen as follows:

- (a) ~~(ee)~~ At Regional Conventions held pursuant to a duly authorized and accepted Delegate Selection Plan, the delegates to each Regional Convention elected under the Plan shall elect one (1) member to the DNC from that Region by majority vote of delegates physically present;

- (b) ~~(dd)~~ The remaining members to represent Democrats Abroad shall be elected by majority vote of the Democrats Abroad Convention (excluding the incumbent elected members of the DNC);

The International Chair and International Vice Chair of the DPCA may not cumulate membership as *ex officio* members and as elected members of the DNC. Elected members of the DNC need not be members of DPCA. All members of the DNC must have their principal residence abroad and their number shall be equally divided between men and women.

Section 7.3 (Vacancy)

Any vacancy occurring among the elected or ex-officio DNC members shall be filled by ~~the Executive Committee of the DPCA, subject to confirmation at the next meeting of the DPCA~~ a special election meeting the DPCA or of the Region, as the case may be, called for the purpose of filling the vacancy. At-Large elected or ex-officio members, shall be elected by the DPCA and ~~at a Regional meeting for the Regionally~~ a regionally elected DNC ~~members~~ member shall be replaced at an election meeting at that Region. At such meeting, nominations shall be taken from the floor, and a replacement DNC member shall be elected for the unexpired remainder of the term, by a majority vote ~~of the DPCA~~, excluding the remaining elected DNC members. A person elected to serve out the balance of a term of an elected (i.e. non ex officio) DNC member for a period of less than 730 days shall not be deemed to have served a full term.

Article Eight: National Convention Section

8.1 (Delegate Selection)

Delegates to the National Convention of the Democratic Party or Democratic Party Conferences shall be elected by the members of Democrats Abroad pursuant to procedures to be established by the DPCA in accordance with the Delegate Selection Rules and Regulations of the Democratic Party of the United States of America and such other rules, regulations, and procedures adopted by the DNC.

Article Nine: Finances

Section 9.1 (Contributions by Country Committees)

Each Country Committee shall make its best efforts to assist the DPCA in meeting the expenses of Democrats Abroad, in accordance with general policies to be determined from time to time by the DPCA by means of standing resolutions. Each ~~officer~~ Officer and DNC member shall make her or his best efforts to assure that Democrats Abroad is adequately funded. Nothing herein contained shall be deemed as an obligation to contribute personally to the financial resources of Democrats Abroad.

Article Ten: Amendments

Section 10.1 (Amendments)

This Charter may be amended by the affirmative vote of two-thirds (2/3rds) of the votes cast under the procedure provided for in Sections 3.6 and 3.7, at a regularly constituted meeting of the DPCA. Such qualified majority must include votes from

at least one-third (1/3rd) of all Country Committees.

Notwithstanding any other provision in this Charter, casting votes to amend the Charter by letter or electronic means shall not be permitted unless there has been discussion of the identically proposed language of the amendment at the immediately preceding meeting.

The text of any proposed amendment shall be circulated with the notice of any meeting where said amendment shall be discussed or voted upon.

[Adopted January 24, 1976]
[Amended November 26, 1977]
[Amended February 4, 1978]
[Amended October 21, 1978]
[Amended October 20, 1979]
[Amended June 7, 1980]
[Amended October 11, 1980]
[Amended November 7, 1981]
Korea]
[Amended November 15, 1986]
[Amended November 4, 1989, Landstuhl, Germany]
[Amended May 1, 1991]
[Amended February 8, 1992]
[February 26, 1994, Jerusalem, Israel]

[June 17, 1994]
[March 24, 2002, San Jose, Costa Rica]
[March 20, 2005, Toronto, Canada]
[September 21, 2005 by electronic vote]
[October 22, 2005, Barcelona, Spain]
[March 4, 2006, Washington, DC]
[March 17, 2007, Heidelberg, Germany]
[March 19, 2011, Seoul, Republic of
[September 19, 2011 by electronic vote]
[May 1, 2015, Punta Cana, Dominican
Republic]
[May 12, 2016, Berlin, Germany]

2018 CHARTER AMENDMENTS

PROPOSITION 12:

Amend Charter to Establish Robert’s Rules of Order Newly Revised as the Parliamentary Authority for Democrats Abroad

Sponsor: Tom Schmid, International Counsel

Introduced: March 22, 2018

WHEREAS, the language of the Democrats Abroad Charter (the “Charter) purporting to adopt Robert’s Rules of Order as the parliamentary authority for the organization is embedded as the final sentence of Section 3.3, a paragraph narrowly focused on notice and agenda requirements for meetings of the Democratic Party Committee Abroad (“DPCA”);

WHEREAS, adopting a new article on parliamentary authority would clarify that the current edition of Robert’s Rules of Order Newly Revised shall, where applicable, govern all matters of parliamentary procedure that arise under any and all provisions of the Charter;

WHEREAS, the new article clarifies that Robert’s Rules of Order Newly Revised shall not supersede the Charter or any standing rules of order adopted by the DPCA;

BE IT RESOLVED, that the last sentence of Section 3.3 (Notice and Agenda) of the Democrats Abroad Charter shall be struck;

BE IT RESOLVED, that the current Article Ten on amendments shall be re-designated as Article Eleven;

BE IT RESOLVED, that a new Article Ten on parliamentary authority shall be inserted, as follows:

“Article Ten: Parliamentary Authority

The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern in all cases to which they are applicable and in which they are not inconsistent with this Charter and any special rules of order that the DPCA may adopt.”

2018 CHARTER AMENDMENTS

PROPOSITION 13:

Amend Charter to Establish Standing Committees

Sponsor: David S. Miller, Legal Counsel, DA Denmark

Co-Sponsor: Robert Kerr, Vice Chair, DA Denmark

Introduced: April 6, 2018

WHEREAS, there are certain areas of activities that require continual attention by the DPCA leadership;

WHEREAS, the Officers of the International Executive Committee have tasks relating to their individual officer positions that preclude them from continually attending to these areas of activities;

WHEREAS, these areas of activities include Information Technology (“IT”), Membership/Voter Registration, Issues, Events, Fundraising, Affirmative Action, and Newsletter/Communications (“Communications”);

WHEREAS, the IT Standing Committee may include tasks relating to the technical, legal, and content aspects of information technology, and other relevant tasks and activities, covering areas that are pertinent to among others the International Secretary, International Counsel, and International Treasurer;

WHEREAS, the Membership/Voter Registration Standing Committee may include tasks such as growing membership, maintaining the membership database in cooperation with the International Secretary, voter registration, getting out the vote, and other relevant tasks and activities;

WHEREAS, the Issues Standing Committee may include tasks relating to issues such as taxation of American citizens abroad, gun safety, healthcare, etc., and other relevant tasks and activities; and liaise with caucuses such as the Progressive Caucus and the Women’s Caucus;

WHEREAS, the Events Standing Committee may include tasks relating to rallies, fundraising events, commemorations, election night celebrations, voter registration, getting out the vote events, and other relevant tasks and activities;

WHEREAS, the Fundraising Standing Committee may include tasks relating to raising funds for Democrats Abroad, including through on-site fundraising and auctions, and other relevant tasks and activities;

WHEREAS, the Affirmative Action Standing Committee may include tasks relating to affirmative action issues within Democrats Abroad as well as the broader American society, and other relevant tasks and activities; and liaise with caucuses such as the LGBT Caucus, the Black Caucus, the Hispanic Caucus, the Youth Caucus, etc.;

WHEREAS, the Communications Standing Committee may include tasks relating to framing messages, information to the membership, social media, media appearances, and other relevant tasks and activities;

WHEREAS, Standing Committees relating to these areas of activities should be created by the International Chair and approved by the elected members of the International Executive Committee;

WHEREAS, the chairs of these Standing Committees should be appointed by the International Chair with approval by a majority of the elected members of the International Executive Committee;

WHEREAS, the chairs of these Standing Committees should *ex officio* be non-voting members of the Executive Committee;

WHEREAS, similar standing committees should be established at the regional level; WHEREAS, with the exception of the IT Standing Committee, Country Committees should be encouraged to establish similar standing committees;

WHEREAS, by doing so, Democrats Abroad will become a more effective organization with improved internal communications throughout the organization, allowing communication regarding these areas of activities to extend from the international level to the regional and Country Committee level and vice versa, as well as lateral communication between Country Committees;

WHEREAS, Sections 3.4 (Quorum), 4.6 (Responsibilities of the International Chair), and 6.3 (Duties of Regional Vice Chairs) of the Democrats Abroad Charter should be amended to include standing committees in the Charter;

THEREFORE, BE IT RESOLVED that Section 3.4 of the Democrats Abroad Charter be modified as follows:

“Section 3.4 (Quorum)

A quorum for a meeting shall require the presence in person or on-line of:

(a) the International Chair or Vice Chair of the DPCA; and

(b) 40% of DPCA members; and

(c) for meetings of Standing Committees, including Regional Standing Committees, or ad hoc committees, the Chair and/or the Vice Chair of that committee and one other committee member.

Notwithstanding the foregoing, in the case of annual meetings under Section 3.1, a quorum shall require the physical presence or presence by proxy to a member physically present of at least 20% of DPCA members as well as the physical presence of either the International Chair or Vice Chair. In addition, for quorum purposes, the individuals referred to in paragraph (b) must include members resident in at least four (4) different countries and two (2) Regions.”

BE IT FURTHER RESOLVED, that Section 4.6 of the Democrats Abroad Charter shall be amended as follows:

“Section 4.6 (Responsibilities of the International Chair)

(a) The International Chair shall be responsible for the carrying out of the programs and policies of the Democratic Party and Democrats Abroad. The International Chair shall preside at all meetings of the DPCA, establishing its agenda ~~meeting agendas~~, and implementing its decisions ~~taken during DPCA meetings~~. Following consultation with the Executive Committee, the International Chair may appoint deputies or assistant officers (such appointments shall be promptly notified to the DPCA) and conduct the day-to-day business of Democrats Abroad. The International Chair shall be the chief spokesperson for the organization. The International Chair may, after consultation with the Executive Committee, create or terminate committees and determine their composition and purpose. The International Chair shall *ex officio* be a non-voting member of all committees.

(b) The International Chair shall appoint the following Standing Committees: Information Technology (“IT”), Membership/Voter Registration, Issues, Events, Fundraising, Affirmative Action, and Newsletter/Communications (“Communications”).

(c) The International Chair shall appoint or remove the chairs of the Standing Committees subject to ratification by the elected members of the Executive Committee at its next meeting following such appointments or revocation. Standing Committee chairs shall ex officio be non-voting members of the Executive Committee. The membership of each Standing Committee shall be selected by the respective committee chair after consultation with the International Chair.”

BE IT FURTHER RESOLVED, that Section 6.3 of the Democrats Abroad Charter shall be amended as follows:

“Section 6.3 (Duties of Regional Vice Chairs)

(a) The Regional Vice Chairs shall, under the direction of the International Chair, promote cooperation among the Country Committees in the respective Regions and implement any Regional programs or plans adopted by the Regional Committees, provided such programs or plans have been approved by the International Chair in consultation with the Executive Committee.

(b) The Regional Vice Chairs shall appoint the following Regional Standing Committees: Information Technology (“IT”), Membership/Voter Registration, Issues, Events, Fundraising, Affirmative Action, and Newsletter/Communications (“Communications”).

(c) The Regional Vice Chairs shall appoint or remove the chairs of the Regional Standing Committees in consultation with the International Chair. Regional Standing Committee chairs shall be appointed from among members in the respective region who have the required knowledge and/or skills required to chair the respective Regional Standing Committee. The membership of each Standing Committee shall be selected by the respective Regional Standing Committee chair after consultation with the Regional Vice Chair. Regional Vice Chairs shall ex officio be non-voting members of the respective Regional Standing Committees.

(d) The Regional Vice Chairs shall consult with the the individual Country Committee Chairs in their respective regions to

encourage the respective Country Committees, in accordance with the respective Country Committee bylaws, to establish separate standing committees corresponding to the following Regional Standing Committees: Membership/Voter Registration, Issues, Events, Fundraising, Affirmative Action, and Newsletter/Communications (“Communications”).

2018 CHARTER AMENDMENTS

PROPOSITION 14:

Amend Charter such that CC AGMs are held by March 31

Sponsor: David S. Miller, Legal Counsel, DA Denmark

Co-Sponsor: Robert Kerr, Vice Chair, DA Denmark

Introduced: April 6, 2018

WHEREAS, it is convenient for Country Committees to hold their Annual General Meetings in the first quarter of the year, particularly the Country Committees' Annual General Meetings in odd-numbered years where the Country Committees' Executive Committees are in most cases elected, in order to provide a reasonable amount of time for newly elected Country Committee Executive Committee members to plan on attending the Annual DPCA Meeting, which is often held in the month of May;

THEREFORE, BE IT RESOLVED that Section 5.4 of the Democrats Abroad Charter shall be amended as follows:

“Section 5.4 (Country Committee Compliance and Filings)

- (a) Each Country Committee shall hold an Annual General Meeting on or before March 31st of each calendar year and shall provide minutes of the Annual General Meeting to the International Secretary at such time as determined ~~June 30th of each calendar year and shall provide minutes of the Annual General Meeting to the International Secretary and the Regional Vice Chair at such time as determined~~ under paragraph (g) of this section.
- (c) Country Committees shall hold their elections no later than March 31st ~~June 30th~~ of odd-numbered years. Within fifteen (15) days of any election held by a Country Committee, the Secretary of such Country Committee shall certify the results of the election to the International Secretary and forward the minutes of the election meeting, with full address and contact information of the office holders so elected.

2018 CHARTER AMENDMENTS

PROPOSITION 15:

**Amend Charter to set time of DPCA Annual General Meeting
in May; and place in DC in Odd-Numbered Years**

Sponsor: David S. Miller, Legal Counsel, DA Denmark

Co-Sponsor: Robert Kerr, Vice Chair, DA Denmark

Introduced: April 6, 2018

WHEREAS, it is convenient to hold the Annual DPCA Meeting during the month of May, which follows many of the Country Committees' Annual General Meetings in the first quarter of the year, particularly the Country Committee's Annual General Meetings in odd-numbered years, where the Country Committees' Executive Committees are in most cases elected;

WHEREAS, there are many advantages of holding the Annual DPCA Meeting in the Washington, DC area, in odd-numbered years;

WHEREAS, it was decided by resolution at the Annual DPCA Meeting in Seoul, Korea in 2011 that the DPCA should hold its Annual DPCA Meeting in the Washington, DC area, in odd-numbered years;

WHEREAS, at the Annual DPCA Meeting in even-numbered years, bids have been made to hold the following Annual DPCA Meeting, which takes place in an odd-numbered year, in countries outside the United States, often leading to time-consuming discussions at the Annual DPCA Meeting in even-numbered years about the advantages of holding the following meeting in the Washington, DC area, and that the Annual DPCA Meeting often ends up deciding to hold the following Annual DPCA Meeting, in the Washington, DC area;

WHEREAS, at the Annual DPCA Meeting in presidential election years (which are even-numbered years), Democrats Abroad delegates are elected to the Democratic National Convention, and that discussions of where to hold the following Annual DPCA Meeting in an odd-numbered year takes up time when the election of delegates and other important matters, including discussing the Democrats Abroad Party Platform, are on the agenda;

WHEREAS, by amending the Democrats Abroad Charter to include a provision that the Annual DPCA Meeting will be held in the Washington, DC area in odd-numbered years will provide clarity and allow Country Committees bidding to host an Annual DPCA Meeting in even-numbered years more time to prepare their bids;

WHEREAS, holding the Annual DPCA Meeting in the Washington, DC area in odd-numbered years allows DPCA members and other Democrats Abroad members the opportunity to participate in Congressional Door Knocks, when Representatives and Senators are generally in Washington, and not campaigning in their home districts as they do in even-numbered years;

WHEREAS, holding the Annual DPCA Meeting every other year in the Washington, DC area allows DPCA members and other Democrats Abroad members the opportunity to speak to Administration officials at various Departments of the Executive Branch about issues affecting Americans living abroad;

WHEREAS, holding the DPCA Global Meeting every other year in the Washington, DC area allows the Democratic National Committee and other Democrats in the United States to get to know DPCA members and other Democrats Abroad members and vice versa;

WHEREAS, there may be unforeseen circumstances that preclude the possibility of holding the Annual DPCA Meeting in the Washington, DC area in odd-numbered years, and/or during the month of May in any year, and therefore there should be a provision for the International Executive Committee to hold the Annual DPCA Meeting in odd-numbered years in another place, and/or during another month other than the month of May;

THEREFORE, BE IT RESOLVED that Section 3.2 of the Democrats Abroad Charter shall be amended as follows:

“Section 3.2 (Date and Place)

- (a) The annual DPCA meeting shall take place during the month of May. In odd-numbered years, the place of the meeting shall be in the Washington, DC area. In even-numbered years, upon proposal of the International Chair at a duly constituted DPCA meeting, and after having invited all Country Committees to submit non-binding bids, the date, time, and place of the annual DPCA meeting required under the previous Section shall be determined by majority vote of

the Country Committees, DPCA officers, and DNC members present or represented at the meeting or participating by electronic vote (see Section 3.7). The Executive Committee may vote to change the date, time, or place for reasons it deems important.

(b) If the Executive Committee deems that circumstances preclude that the annual DPCA meeting can take place during the month of May, and/or that it can take place in Washington, DC during an odd-numbered year or the determined venue in an even-numbered year, the Executive Committee may vote by a two-thirds majority to change the date, time, and/or place (including to outside the United States in odd-numbered years). If in such circumstances the date of the meeting is not the month of May, then to the extent possible as deemed by the Executive Committee, the meeting should be held in a month later than May.

2018 CHARTER AMENDMENTS

PROPOSITION 16A:

Amend Charter to Consider Voting Representative Gender If Imbalance is Statistically Significant

Sponsor: Ed Ungar, Canada
Co-Sponsor: Ken Sherman, Canada
Introduced: April 13, 2018

WHEREAS Democrats Abroad does not require gender/sex equity in its international executive or chapter administration excepting for the election of chair and vice chair;

WHEREAS country committees with more than four DPCA voting representatives while maintaining gender/sex equity/balance will present undue barriers to those country committees with larger representations to participate in the DPCA annual meetings;

WHEREAS given the time differentials in attending by Webex and expense and travel factors in attending DPCA meetings in person on other continents there are special challenges in gender/equity requirements in addition to election to country committee office with DPCA voting rights;

WHEREAS that when there are multiple voting representatives the odds are that by chance that there will be a 50 - 50 balanced outcome will be relatively rare;

WHEREAS the evidence for the above point can be readily had by tossing a coin ten times. The odds of getting five heads and five tails are low. Thus only when gender imbalance is statistically significance greater should gender/sex equity be considered;

WHEREAS DNC rules do not require 50 - 50 equity in all matters of voting;

BE IT RESOLVED that if a Country Committee has more than two Voting Representatives (Chair and Vice-Chair), gender balance shall not apply unless sex/gender unbalance exceeds statistical significance. Then gender will be taken into account.

BE IT FURTHER RESOLVED that Section 3.6 (f) of the Democrats Abroad Charter shall be amended by striking the phrase “If a Country Committee has more than one (1) Voting Representative, gender balance shall apply.”

“Section 3.6 (Voting)

- (f) Each Country Committee shall have the option to elect non-voting Representatives, and shall be required to elect at least the minimum number of Voting Representatives necessary to enable it to cast all its votes. Such election(s) shall be held at the same time as the election of a Country Committee's Chair and Vice Chair. ~~If a Country Committee has more than one (1) Voting Representative, gender balance shall apply.~~ The term of a Voting Representative shall be the same as for Officers of the Country Committee. All Voting Representatives shall be entitled to attend all Democrats Abroad meetings during the same two (2)-year term as for the Country Committee Chair and Vice Chair offices. If a Country Committee is entitled to less than five (5) votes, the Non-Voting Representative, if any, shall have the right to speak at DPCA meetings but not to vote, except under Section 3.7 below. If a Country Committee is entitled to five (5) or more votes, the distribution of votes among the Chair, Vice Chair, and Voting Representative(s) (if any) shall be determined by the Country Committee at the time of election, failing which by the Country Committee Chair; provided, however, that a Voting Representative shall have no less than one (1) vote nor more votes than the Country Committee Chair or Vice Chair.

2018 CHARTER AMENDMENTS

PROPOSITION 16B:

**Amend Charter to Ensure Gender-Based Diversity of DPCA
Voting Representatives**

Sponsor: Steve Nardi, Canada
Co-Sponsor: Heidi Burch, Canada
Heather Ross, Canada
Annie Parry, Canada
Sue Alksnis, Canada
Introduced: April 6, 2018

BE IT RESOLVED, that Section 3.6 (f) of the Democrats Abroad Charter shall be amended by striking the phrase “If a Country Committee has more than one (1) Voting Representative, gender balance shall apply.” and inserting in its place the phrase “If a Country Committee has more than one (1) Voting Representative, a gender ratio of not more than 50% male shall apply.”

“Section 3.6 (Voting)

- (f) Each Country Committee shall have the option to elect non-voting Representatives, and shall be required to elect at least the minimum number of Voting Representatives necessary to enable it to cast all its votes. Such election(s) shall be held at the same time as the election of a Country Committee's Chair and Vice Chair. ~~If a Country Committee has more than one (1) Voting Representative, gender balance shall apply.~~ If a Country Committee has more than one (1) Voting Representative, a gender ratio of not more than 50% male shall apply. The term of a Voting Representative shall be the same as for Officers of the Country Committee. All Voting Representatives shall be entitled to attend all Democrats Abroad meetings during the same two (2)-year term as for the Country Committee Chair and Vice Chair offices. If a Country Committee is entitled to less than five (5) votes, the Non-Voting DPCA Representative, if any, shall have the right to speak at DPCA meetings but not to vote, except under Section 3.7 below. If a Country Committee is entitled to five (5) or more votes, the distribution of votes among the Chair, Vice Chair, and Voting Representative(s) (if any) shall be

determined by the Country Committee at the time of election, failing which by the Country Committee Chair; provided, however, that a Voting Representative shall have no less than one (1) vote nor more votes than the Country Committee Chair or Vice Chair.

2018 CHARTER AMENDMENTS

PROPOSITION 16C:

Amend Charter so that DPCA Voting Representative Gender Parity is minimum 50% Non-Male.

Sponsor: Sue Alksnis, Canada

Introduced: April 26, 2018

WHEREAS country committees often have more women in leadership than other genders, and that gender parity requirements for DPCA voting reps bars women in leadership from having DPCA votes in proportion to their contributions in leadership, and in order to ensure representation by diverse voices, diversity of genders in DA leadership, and appropriate representation among DPCA voting representatives by women providing leadership within DA country committees and chapters, the following amendment is proposed:

“Section 3.6 (Voting)

- (f) Each Country Committee shall have the option to elect non-voting Representatives, and shall be required to elect at least the minimum number of Voting Representatives necessary to enable it to cast all its votes. Such election(s) shall be held at the same time as the election of a Country Committee's Chair and Vice Chair. If a Country Committee has more than one (1) Voting Representative, a minimum of 50% shall be non-male. ~~gender balance shall apply.~~ The term of a Voting Representative shall be the same as for Officers of the Country Committee. All Voting Representatives shall be entitled to attend all Democrats Abroad meetings during the same two (2)-year term as for the Country Committee Chair and Vice Chair offices. If a Country Committee is entitled to less than five (5) votes, the Non-Voting DPCA Representative, if any, shall have the right to speak at DPCA meetings but not to vote, except under Section 3.7 below. If a Country Committee is entitled to five (5) or more votes, the distribution of votes among the Chair, Vice Chair, and Voting Representative(s) (if any) shall be determined by the Country Committee at the time of election, failing which by the Country Committee Chair; provided, however, that a Voting Representative shall have no less than one (1) vote nor more votes than the Country Committee Chair or Vice Chair.”

2018 CHARTER AMENDMENTS

PROPOSITION 17:

**Amend Charter to facilitate DPCA removal and a “Fresh Start”
for perpetually out of compliance Country Committees**

Sponsor: Merrill Oates, Vice Chair, DA Hungary

Introduced: April 14, 2017

To clarify and expedite process of removing chronically non-compliant and defunct Country Committees who have not been active for years and yet remain in DPCA voting calculations. To modify the amendment adopted during the online DPCA meeting in July 2017.

WHEREAS, there are some few DPCA Country Committees that came into activity in 2008 and prior years, which have ceased to function as active committees in compliance with the DPCA Charter, or demonstrate any immediate likelihood of soon coming back into compliance, despite extensive encouragement and outreach from the Regional RVCs;

WHEREAS, these Country Committees remain on the DPCA CC lists and voting allocations, but have not had any voting representation for several years;

WHEREAS, the Charter Amendment adopted in 2017 to allow for removal of such defunct Committees, will only come into effect in January 2019, and still provides for an excessive period of inactivity before a CC can be removed;

WHEREAS, prolonged inactivity and failure to meet compliance requirements over a period longer than a full Federal election cycle, indicates that intervention and a “Fresh Start” approach may be the best way of re-juvenating an inactive Committee;

WHEREAS, members in any Country who seek to organize can initiate the process of Country Committee formation at any time;

BE IT RESOLVED, that Section 5.10 of the Democrats Abroad Charter shall be amended and replaced as follows:

**“Section 5.10 (Removal of Out of Compliance Country
Committees)**

[Effective January 1, 2019]

- (a) If a Country Committee (i) fails to fully comply with the requirements of Section 5.4 over the two (2) previous years ~~for four (4) consecutive years~~ or (ii) is suspended pursuant to Section 5.9 and fails to take the steps necessary to have such suspension overturned during the two (2) years ~~four (4) years~~ after being suspended, then on the third year of failing to comply with Section 5.4, or failure to resolve their suspension, such Country Committee shall automatically be removed from the DPCA without any additional notice or action being required on the part of the DPCA unless the DPCA Executive Committee votes by a seven- eighths (7/8ths) vote to delay dissolution and removal for a period of one (1) year. If the DPCA Executive Committee votes to delay removal and the Country Committee fails to fully comply with the requirements of Section 5.4 or to take the steps necessary to have their suspension overturned within the 12 (twelve) months following the vote, then on the first anniversary of the vote to delay, the Country Committee shall automatically be removed from the DPCA without any additional notice or action being required on the part of the DPCA. Members of a removed Country Committee become members-at-large of Democrats Abroad.

2018 CHARTER AMENDMENTS

PROPOSITION 18:

Amend Charter Proxy Rules

Sponsor: Katie Solon, Germany

Introduced: April 25, 2017

WHEREAS, DA's proxy rules should reflect the spirit of 1 person 1 vote and be consistent with Democratic National Party proxy rules;

WHEREAS, Article 2, Section 8(g) of the DNC Bylaws states that when proxy voting is permitted, proxies may be "general or limited, and either instructed or uninstructed... and transferable if so specified. No DNC member may at any one time hold or exercise proxies for more than one other DNC member..."

WHEREAS, it is now much easier for any DPCA Voting Member/Representative to attend DA annual global meetings, regional meetings, monthly regional calls, as well as global and national committee meetings due to DA's improved expanded use of WebEx and other video conferencing tools, to DA's schedule of rotating the location of the global meetings among the regions and Washington, DC, and to the development of the DA Travel Fund. In particular, use of two-way video conferencing allows for robust participation even when not able to attend in person;

WHEREAS, it is still not possible for every DPCA Voting Member to attend every meeting, whether in person or by WebEx, so proxy voting is important to ensure that all votes count and are counted;

WHEREAS, when proxies are allowed, proxy voting rules should be clear and as simple as possible.

BE IT RESOLVED, that Article 3 of the DA Charter be amended as follows:

"Section 3.7 (Capacity to Vote and Proxies)

- (c) Voting by proxy shall be permitted, subject to the limitations set out in this Charter. Proxies shall be in writing; shall name the person to whom the proxy is given; may be either general or limited to specific issues; may be either instructed or

uninstructed, and transferable or non transferable. Proxies given as described below shall be notified to and received by the International Secretary at least three (3) days before the relevant meeting.”

[...]

“(e) General proxies may be given by:

- (i) A Country Committee Chair, Vice Chair, or Voting Representative to: a member of Democrats Abroad within the same Country Committee or a any DPCA member ~~of the same Region~~;
- (ii) DNC member (elected by Region) to: a DPCA member of the same Region;
- (iii) DNC member (elected at large) to: any DPCA member;
- (iv) DPCA officer to another DPCA member.”

[...]

“(g) No person may hold more than ~~four (4) proxies~~ one (1) proxy.”

2018 CHARTER AMENDMENTS

PROPOSITION 19:

Amend Charter to Extend Voting Time for Resolutions

Sponsor: Heidi Burch, Canada

Introduced: April 25, 2017

WHEREAS DA is a global organization spanning all time zones, thereby requiring all Voting Representatives, at some Annual General Meetings, to attend during times of the day that are outside typical waking hours for their time zone; and

WHEREAS a major impediment to CC members standing for election as DPCA voting representatives is uncertainty when voting will take place during the Annual Global Meeting; and

WHEREAS Voting Representatives may inadvertently miss their chance to vote on specific provisions due to time limits outside their control;

BE IT RESOLVED that the agenda of the Annual Global Meeting will now provide that voting for all Resolutions shall commence one (1) hour after all Resolutions have been put into final format for voting and voting shall remain open for six (6) hours. At that time, voting shall close and results will be tallied and distributed as quickly as possible.