**DEMOCRATS ABROAD GUYANA BYLAWS**

**Adopted: 12 August, 2021**

**Article I: Democrats Abroad Guyana Committee**

This organization shall be known as Democrats Abroad Guyana (hereinafter referred to as DAGY).

**Article II**: **Relation to Democrats Abroad, Purpose, and Governance**

2.1: Relation to Democrats Abroad

DAGY is an unincorporated association and a constituent member of Democrats Abroad under the current classification of “Committee in Formation” as defined within the Democrats Abroad Charter, which may be, under DA Charter provisions, reclassified a “Country Committee” upon meeting the criteria provided in the Democrats Abroad Charter and upon approval of the DPCA. Democrats Abroad is a non-profit association with its principal place of business in the District of Columbia and functioning as a state party of the Democratic Party of the United States.

2.2: Purpose

The purposes of DAGY shall be to advance the interests and ideals of the Democratic Party of the United States (the “Democratic Party”) and of Democrats Abroad as stated in the Charter of the Democratic Party (§17) and the Bylaws Democrats Abroad, and to provide a platform for appropriate action by its members and supporters who reside in Guyana.

2.3: DAGY shall act as a forum for the consideration of issues that relate to U.S. citizens residing in Guyana.

2.4: Registered Office

DA Guyana’s registered office shall be located at 14 Norton Street, Werk-en-Rust, Georgetown, Guyana.  It may be changed at any time to any other location in Guyana by action of the DAGY Executive Committee.

2.5: Governance

DAGY shall be governed by (i) these Bylaws of Association and such rules and resolutions as the Executive Committee may adopt, and (ii) the Bylaws and rules and regulations of Democrats Abroad and the Democratic Party of the United States. In the event of conflict between item (i) and (ii), the documents, rules and regulations of item (ii) shall prevail. A change in classification of DAGY from “Committee in Formation” to “Country Committee” shall not affect these Bylaws.

2.6: Dues, Voting Record, and Donations

No membership fees or dues or past voting record are required. Financial resources may be

provided by voluntary contributions from individuals and entities meeting the requirements of the applicable law and the rules of the United States Federal Election Commission, the United States Democratic Party, and the DPCA.

**Article III: Members**

3.1: Requirements and Conditions

3.1.1: Individuals who wish to join DAGY must meet all of the following qualifications: (i) be a citizen of the United States, (ii) be of voting age, meaning having attained eighteen years of age by the next federal election subsequent to joining, (iii) subscribe to the principles of the Democratic Party of the United States and of Democrats Abroad, and (iv) have their principal place of residence in Guyana.

3.1.2: Application Process for Membership

To join Democrats Abroad Guyana, a prospective member may complete the DPCA online membership application form on the Democrats Abroad website, or use a paper application from when appropriate, submitting it to a DAGY or Democrats Abroad Officer. Membership in DA automatically results in membership in DAGY based on residence address in Guyana provided.

3.1.3: To the greatest extent possible, all the various elements of the Democratic Party and of the Democratic Party community in Guyana shall be represented within the organization.

3.1.4: DAGY shall not discriminate against any individual(s) for any reason including but not limited to: sex, race, religion, ancestry, national origin, age, economic status, ethnic identity, disability, military status, veteran status, ex-pat status, or sexual orientation.

3.2: Member Confidentiality

3.2.1: Consent to Personal Data Use

By becoming a member of Democrats Abroad Guyana, the member explicitly consents to the delivery of their name and all other information contained on the membership form to the DPCA for such lawful use thereof by the DPCA.

3.2.2: Validation of Personal Data

Each member has the right to inspect and correct their own membership data as maintained in the DPCA membership database. Membership records shall otherwise not be open to inspection except by the Executive Committee and persons authorized by it, notably the database manager.

3.2.3: Membership Database Maintenance

Membership records shall be maintained by the Secretary in a manner consistent with DPCA requirements and applicable data security laws. A validated and up-to-date membership database shall be reported to the appropriate officers of the DPCA no later than January 31, or any other such date as the DPCA might so designate, of each year in such form and format as the DPCA shall require.

No use of the membership database is permitted for purposes other than those related to the activities of the Democrats Abroad, the Democratic Party, or Democrats Abroad Guyana. No candidate for any office may use or access the membership database directly for the purposes of campaigning for office or soliciting votes or proxies.

 3.2.4: Cessation of Membership

Any member shall cease to be a member if they no longer meet any membership criteria, including maintaining their principal residence in Guyana. Criteria for determining principal residency shall be in accordance with DPCA policy documents, including the DPCA Country Committee Election Procedures. However, a member who moves back to the U.S. shall be given the choice to be designated a “US Alumni” and remain in the Democrats Abroad database.

A member may also notify the Chair, the Secretary, or the DPCA in writing that the member wishes to resign from DAGY. Such former member may be re-instated under the same conditions as a new member.

3.2.5: Exclusion from membership

A member who, by their actions, demonstrates that they no longer subscribes to the principles of the Democratic Party of the United States and of Democrats Abroad may be removed from membership by a majority vote of the members of the Executive Committee; provided that such vote may only be taken at a meeting of the Executive Committee, after the member has received at least 30-days advance written notification by the Executive Committee of the Executive Committee’s intention to remove the member and has had reasonable opportunity to contest the proposed action by the Executive Committee. 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. A member so removed may appeal the decision of the Executive Committee to Democrats Abroad.

**Article IV:  Executive Committee**

4.1: Purpose and structure

The Executive Committee shall govern the affairs of DAGY as set out in this Article. The Executive Committee shall be composed of the following Elected Officers and Appointed Office of Legal Counsel:

Executive Chair

Executive Vice Chair

Secretary

Treasurer

Legal Counsel

Elected Officers have full voting privileges and comprise the quorate, while the Appointed Office of Legal Counsel does not have voting privileges and is not included in the quorate.

To the greatest extent possible the full spectrum of DAGY membership shall be represented on the DAGY Executive Committee and diversity shall be a factor in the selection of appointed Officers. Following Democratic Party and DPCA policy, the Chair and the Executive Vice-Chair shall not be of the same sex. For the purposes of this section, the term 'sex' is defined as male, female, non-binary, 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.

4.2: Responsibilities and Activities

4.2.1: The Executive Committee shall be responsible for the affairs of DAGY in accordance with these Bylaws, resolutions of the Executive Committee and the members, and thepolicies of the Democratic Party and Democrats Abroad.

4.2.2: Activities of the Executive Committee shall include, but are not limited to:

(a) Providing support for member activities throughout Guyana, including, but not limited to:

i. the organization of campaigns, events, or actions around Democratic issues,

ii. especially in election years, the organization of voter registration campaigns and Get Out the Vote activities, including publicity and advertising, the acquisition and distribution of campaign literature and materials, and related matters.

(b) Providing support for member organization and the development of local groups throughout Guyana for greater participation within DAGY and Democrats Abroad.

(c) Transmitting to members the views of Democrats Abroad and the Democratic Party, both on party affairs and policy, and vice versa.

(d) Informing and facilitating the process for the nomination and election of Delegates to the Democratic Party Conferences and Conventions;

(e) Encouraging cooperation with US civic organizations to enhance member engagement in Global events.

(f) Engaging in activities required for the day-to-day operations of the Executive Committee.

4.3: Officers, Responsibilities, and Terms of Office

4.3.1: Executive Chair

The Executive Chair (also referred to as “Chair”) shall be the chief executive officer of the organization, shall call and preside at all meetings of members and of the Executive Committee, establishing the agenda of such meetings that includes agenda items from the other Officers, and shall have responsibility for all activities approved by the organization. The Executive Chair shall sit ex-officio on all committees and subcommittees of the organization including Standing

Committees, with full voting privileges. The Executive Chair is responsible for calling General Meetings of the membership throughout the year (as per Article IX, Sec 9.2).

4.3.2: Executive Vice-Chair

In the absence of the Chair, the Executive Vice-Chair shall call and preside at meetings of members and of the Executive Committee. The Executive Vice-Chair shall have such other duties, as the Chair shall define.

 4.3.3: Secretary

 The Secretary shall maintain a current database of members in Guyana within the Democrats Abroad database and provide a list of such members to Democrats Abroad as and when requested by Democrats Abroad. Member information includes name, mail and email addresses, phone numbers, U.S. voting district/state, and such other information as Democrats Abroad may from time to time require.

The Secretary shall take minutes of all meetings, finalize and distribute them to the Executive Committee members, and file the minutes, along with the other administrative records of the organization. The minutes and records shall be open for inspection by members. The Secretary shall be responsible for communication with the DAGY membership and shall maintain the privacy of the membership in accordance with applicable privacy and data protection laws.

4.3.4: Treasurer

The Treasurer shall manage the finances of the organization, prepare and maintain the organization’s financial reports to the Chair and Executive Committee, and shall deliver such reports to the membership at the Annual General Meetings; and additionally as requested, prepare and maintain such financial reports as may be required by law (including without limitation the laws and regulations of the United States and the several States applicable to political parties and contributions to them). All such records shall be open for inspection by members. The Treasurer shall consult with the International Treasurer of Democrats Abroad from time to time on matters concerning the maintenance of financial records and financial reporting (notably to the United States Federal Election Commission).

4.3.5: Legal Counsel (Appointed)

The Legal Counsel is an appointed member of the Executive Committee without voting privileges. Counsel shall be available for consultation by the Executive Committee or its officers on legal and procedural questions relating to DAGY and its activities. The Counsel shall consult with the International Counsel of Democrats Abroad from time to time on emergent matters, including notably questions on voting issues and financial record keeping. The Counsel shall be appointed by the Chair upon consultation with the members of the Executive Committee.

4.4: Assistant Officers and Honorary Officers

The Chair may appoint and remove up to three (3) non-voting Assistant Officers or Honorary Officers having such duties as the Chair shall designate, in consultation with the Executive

Committee Officers. Assistant and Honorary Officers attend Executive Committee meetings, but do not have voting rights and are not included in the quorate.

4.5: Vacancies

Any vacancy, except for the position of Chair as described above, shall be filled by appointment by the Chair with approval from the Executive Committee. Any member appointed to replace a vacancy shall serve only until the next regularly scheduled election. The Vice-Chair shall fill the vacancy of the Chair.

4.6: Terms of Office

All members of the Executive Committee shall be elected every two years in odd- numbered years at the Annual General Meeting of the organization, which meeting shall be held no later than June 30. They shall be elected for a term expiring upon the election of their successor. No Officer can serve more than two consecutive terms in the same position.

The number of Members at large positions for any election will be determined by the Executive Committee in a voting year and prior to the publishing of the notice for elections.

The terms of all elected Officers shall automatically expire upon the election of new members.No Officer can serve more than two consecutive terms in the same office. An Officer who has served a year and a day shall be considered to have completed one (1) full term.

4.7:  Removal for Non-Attendance

Any Officer who misses three consecutive, regularly called meetings of the Executive Committee may be removed from office by a majority vote of the entire Executive Committee at a duly convened meeting at which the question of such removal is on the agenda sent out at least 30-days in advance and at which the Officer is given due opportunity to contest the removal and explain the reasons for their absence.

**Article V: Executive Committee Meetings**

5.1: Meeting schedule

5.1.1: The Executive Committee shall meet monthly or at a minimum six times a year upon call by the Chair, for the purpose of consulting with and advising the Chair in the administration of the organization. Any two elected officers of the Executive Committee may call a meeting of the Executive Committee, with a majority, assuming the presence of the Chair or of the V-Chair acting as Chair.

The Executive Committee may act in meeting, by telephone, by video conference, by email, or by other written or electronic means. The Executive Committee shall adopt a budget for DAGY prior to the Annual General Meeting each year. Decisions taken by the Executive Committee shall be by simple majority vote of those present in person or proxy or participating by approved real-time electronic means at any quorate meeting of the Executive Committee; or if such vote is taken by e-mail or other written form, by simple majority of the entire Executive Committee.

5.1.2: Reasonable efforts shall be made to hold all Executive Committee meetings on weekends in order to promote maximum opportunity for attendance by people residing anywhere in Guyana.

5.1.3: If the Chair fails to call a meeting in a timely manner for whatever reason, at least two (2) other Officers may do so.

5.2: Meeting Protocol and Agenda

At the direction of the Executive Chair, the Secretary shall notify the members of the Executive Committee of the time and place, or electronic venue, of each scheduled meeting and call for agenda items, allowing sufficient time for the Chair to compile the agenda prior to the meeting for distribution prior to the meeting.

Following the meeting, the Secretary shall provide Executive Committee attendees with the meeting notes, including a list of attendees, for review, then distribute final minutes to all members of the Executive Committee and maintain for future availability.

Meetings of the Executive Committee are open to all members. Minutes are open for inspection by all members and shall be provided upon request.

**Article VI: Committees**

6.1: DAGY shall have the following Standing Committees: Get Out the Vote (GOTV) Committee, Fundraising Committee, Communications Committee, and Membership Committee.

6.2: The Chair may create one or more Ad Hoc Committees, with such functions and responsibilities, as they shall designate.

6.3: The Chair shall appoint or remove the chairs of the Standing Committees and, if any, the Ad Hoc Committees, in consultation with the Executive Committee. The membership of each such Committee shall be selected by the Committee Chair after consultation with the Executive Chair.

6.4: The terms of all Committee Chairs shall automatically expire upon the election of new Executive Committee Officers, at which time the new Executive Chair may reappointed or change Committee Chairs.

6.5: Committee Chairs do not serve on the Executive Committee but shall report to such as requested by the Executive Chair or as needed by the committee.

6.6: It is up to Committee Chairs to determine an appropriate quorum at the start of their term.

6.7: All Ad Hoc and Standing Committee meetings are open to all members.

**Article VI1.    Code of Conduct**

Members of the Executive Committee and all other Committees are expected to adhere to the Democrats Abroad Code of Conduct and other procedures and policies defined by Democrats Abroad including, but not limited to, non-involvement with host country politics while representing DAGY or Democrats Abroad, and non-solicitation of funds or in-kind services from non-US citizens. Volunteering of non-US citizens without monetary value by non-Americans is generally acceptable.

**Article VIII:   Elections**

8.1: Nominations and Elections Committee (NEC)

8.1.1: At least 45 days prior to the General Meeting where elections will be held, the Executive Committee shall appoint a Nominations and Election Committee of no less than three (3) members who will not be candidates for offices.

8.1.2: The Nomination and Election Committee, in consultation with the Executive Committee, shall have authority to establish such rules and procedures for the distribution, receipt and tabulation of ballots as the election committee deems necessary for the conduct of elections.

8.1.3: The nomination and Election Committee shall ensure, with the assistance of the Executive Committee, that all members of DAGY are fully informed of the opening of the nominations process and of the elections. They shall adopt rules regarding the conduct of the election they are overseeing, as needed. Public notice of the nomination and election process may be publicized via social media, with direct notification to members of DAGY by email.

8.2: Establishing Voting Procedure and Timeline

8.2.1: At the meeting approving the appointment of the NEC, the Executive Committee shall decide, in view of local circumstances and to promote the greatest participation, on the rules and procedures for the balloting and elections. They shall define voting procedures, including the use of proxies, and procedures for notifying members of the election process. Should proxy votes be allowed, each member attending a meeting is limited to carry a maximum of two (2) proxy votes. Provision shall be made to enable members to vote remotely via a personally verifiable electronic means (e.g., by fax, email, or on the Web, including the use of Google, or similar, electronic forms).

8.2.2: At said meeting, or as soon after as possible, the Executive Committee and NEC shall jointly decide on the date, time, and venue (including via videoconference wholly or partially) of the Annual General Meeting (AGM) at which the NEC elections will be held, and establish a timeline for the required notifications and provision of balloting materials.

8.3: Announcement of Elections and Annual General Meeting

No later than 30 days prior to the joint NEC and AGM, the NEC shall notify the membership of the date, time, and venue; voting procedures, the positions open for candidacy, and whether there will be any bylaws revisions to be included in the elections; and solicit nominations from eligible members. Any member of DAGY wishing to run for an open position, or nominate another eligible member, and not nominated by the NEC, shall declare such candidacy, no later than 17 days prior to the AGM and elections, in writing addressed to the Chair of the Nominations and Elections Committee. Nominees of other members shall be confirmed by the NEC as all candidates must consent to their candidacy.

8.4: Voting Materials Preparation and Distribution

The chair, or designee, of the NEC shall compile Candidate Statements and, if any, bylaws revisions, and prepare ballots for distribution to the membership no earlier than 17 days and no later than 14 days prior to the AGM and elections. Such materials shall be emailed to the membership and shall be posted to the Democrats Abroad website and/or the DAGY Facebook page no less than 14 days prior to the election meeting.

8.5: Restrictions on Nominations from the Floor

If the NEC is using electronic voting, no nominations may take place from the floor unless there is an open position with no candidate. If voting is in-person only, nominations must be allowed from the floor.

8.6: Election and Counting of Ballots

The NEC shall run the election portion of the Annual General Meeting. The Officers shall be elected by a simple majority of votes of the verified DAGY members voting in person, or by verifiable written or electronic ballot, or both. All ballots and votes shall be counted and verified by the NEC at the elections. The candidates receiving the majority of votes shall be elected and announced prior to the start of the AGM. In the case of a tie in the number of votes cast for an elected position, an immediate run-off election shall be held following the announcement of the voting tie result, with only in-person voters participating.

In the case of a tie in the number of votes cast for an elected position, an immediate run­off election shall be held following the announcement of the voting tie result. In such a case, electronic or other absentee ballots will not be admitted in the runoff election, though proxies may again be voted if they are general to the election and not limited to a specific candidate who is not a candidate in the run­off round.

8.7: Election Challenges

In the case of questions or concerns regarding an election by any candidate or other member, such should be raised to the NEC at the time when they are first discovered or have arisen. If such a question or concern results in a Challenge to the election, such Challenge shall be made by the candidate or member in writing to the NEC, with a copy to the Regional Vice Chair, International Counsel, and International Chair, within 30 days of the election. The NEC shall hear and address such Challenge per DA’s Country Committee Elections Procedures as prescribed specifically under Section 5.f within 15 days of receipt of the Challenge. The NEC may seek the advice of the International Counsel, but is solely responsible for the resolution of Challenges. Such matters are not to be adjudicated by or interfered with by the country Executive Committee or any of its sitting or newly elected officers.

If the NEC cannot resolve a Challenge to an election result or process within 15 days following receipt of the challenge, all documentation of the dispute shall be referred through the International Counsel and Regional Vice-Chair (with a copy sent to the local NEC) for adjudication to the International Chair in conjunction with the International Executive Committee.

8.8: No Secret Ballot

In accord with Democratic Party and Democrats Abroad policy, there is no secret ballot voting in DAGY elections. All ballots cast must include such personal identification and contact data (such as name, email) as to allow for validation that the voter is a member of DAGY and to confirm that votes are counted as the voter intended, and include a signature. An electronically submitted ballot with the member's typed name and submitted from the email address registered in the membership database shall constitute a valid "signature."

8.9: Submission of documents

The Secretary shall submit the results of the election, the minutes of the AGM, and a complete contact list of elected and appointed Officers, to the Global Secretary and to the Americas Regional Vice-Chair, with a copy to the Americas Outreach Coordinator, within 15 days of the election. A copy of revised Bylaws, if any, shall also be sent, including to the Global Legal Counsel.

**Article IX: General Meetings**

9.1: Annual General Meeting

An Annual General Meeting of members shall be held no later than June 30 of each year and shall act upon the following: i. approval of the accounts and the report of the Chair and the Treasurer for the preceding calendar year, ii. in election years, the election of the Officers, and iii. such other business as the Chair in consultation with the Executive Committee shall deem appropriate. In addition, any member in good standing may submit an agenda item for inclusion on the agenda for approval of the Chair and the Executive Committee. No less than 30-days’ notice shall be given to members.

9.2: General Meetings

Other general meetings of the membership may be held from time to time upon call by the Chair; two members of the Executive Committee; or the lesser of 2% of the membership, or ten (10) members who request the holding of a meeting.

9.3: Quorum

For the purposes hereof, the quorum for all general meetings shall be the lesser of 2% of membership or eight (8) members.

9.4: Assembly

Meetings of DAGY may be held in person, by telephone, videoconference, or such electronic means as the Executive Committee may from time to time approve by a majority vote. In order to permit an adequate means of open debate and participation, measures shall be taken by the Executive Committee for remote access to all DAGY meetings for those entitled to participate.

9.5: Open Meetings

All general meetings of the membership are open to all members.

9.6: Protocol

Meetings shall be conducted in accordance with these bylaws and the latest edition of Robert’s Rules of Order.