

# **DEMOCRATS ABROAD – SWITZERLAND BYLAWS**

**(Adopted 22 March 2014)**

**(Revised 24 June 2020)**

## **ARTICLE I - Name**

The name of this organization shall be Democrats Abroad – Switzerland, a Verein or Association under the laws of Switzerland.

For the purposes of these bylaws, Democrats Abroad – Switzerland shall hereinafter be referred to as DACH.

## **ARTICLE II – Relationship to DPCA and Purpose**

### **Section 1 Country Committee**

The organization is a constituent member of the Democratic Party Committee Abroad (DPCA) as a Country Committee within Democrats Abroad, the organization that represents all United States citizens residing outside the United States who wish to adhere to the principles and further the aims of the Democratic Party of the United States of America.

### **Section 2 Purpose**

The purposes of DACH shall be to advance, and to inform its members of the principles, policies and interests of the Democratic Party of the United States and of Democrats Abroad as stated in the Charter of the Democratic Party (§17) and the Bylaws of Democrats Abroad; to provide its members with the means of communicating their views to the DPCA and through it to the DNC; to enable its members to participate in the political processes of the United States and the Democratic Party by electing delegates to the Democrats Abroad caucuses and conventions who elect a delegation to the Democratic National Convention and members of the DNC; to facilitate voter registration and absentee voting by Americans abroad; to raise funds for the Democratic Party at home and abroad; and to undertake such tasks as may be requested by the DPCA.

## **ARTICLE III – Members and Personal Data**

### **Section 1 Membership Requirements**

Individuals who wish to join DACH must meet all of the following requirements:

- i. be citizens of the United States of America,
- ii. be of voting age by the date of the next Federal Election,
- iii. subscribe to the principles of the Democratic Party of the United States and of DPCA, and
- iv. have their principal residence in Switzerland (or in adjacent areas of neighboring countries provided they have selected to be members of DACH rather than the Democrats Abroad organization of their country of residence).
  - a. NOTES:
    - (1.) Members can only belong to one Country Committee at a time.
    - (2.) Members who reside in adjacent areas of neighboring countries must adhere to current DPCA rules for which country they can vote in during Global Presidential Primaries (GPP).

Membership in DACH automatically confers membership in Democrats Abroad.

### **Section 2 Application and Acceptance Process**

To join DACH, a prospective member must complete the DPCA online membership application form made available at the Democrats Abroad international website, or provide the same information in written form, with a signature, to a member of DACH.

No oath of loyalty, fees, dues, or evidence of past voting record shall be required for membership and DACH's financial resources shall come from voluntary contributions by members or others that meet the requirements of applicable law and rules of the U.S. Democratic Party.

### **Section 3 Consent to Use Personal Data**

By becoming a member of DACH, each member of the organization explicitly consents to the lawful use of their name, mail/post and email addresses, telephone number(s) and the last U.S. voting Congressional district/State, and other information as approved by the Executive Committee, in compliance with DPCA requirements.

### **Section 4 Validation of Personal Data**

Each member has the right to inspect and correct his/her own membership data as maintained in the DPCA membership database.

## **Section 5 Limitations on Use of Personal Data**

Membership records shall be kept confidential, and they shall not be available to any person other than members of the DACH Executive Committee, DPCA, or DACH members with designated responsibility in connection with elections, database management or recruitment of DACH volunteers. All individuals with access to membership data shall sign and adhere to the terms of the current DPCA Confidentiality Agreement. No use of the membership database is permitted for purposes other than those related to the activities of the Democratic Party, of Democrats Abroad, or of DACH. 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.

## **Section 6 Membership Database Maintenance**

Membership records shall be maintained by the Secretary (or Designee, (i.e., a Database Manager) appointed and approved by the Executive Committee) in a manner consistent with DPCA requirements and applicable data security laws. A validated and up-to-date membership database shall be submitted to the appropriate officers of the DPCA no later than January 31 of each year in such form and format as the DPCA shall require.

## **Section 7 Cessation of Membership**

Any member shall cease to be a member if he/she no longer maintains his/her principal residence in Switzerland (or adjacent areas). Criteria for determining principal residency shall be in accordance with DPCA policy documents, including the DPCA Country Committee Election Procedures. A member may also notify the Chair, the Secretary, or the DPCA in writing that the member wishes to resign from DACH. A former member may be reinstated under the same conditions as a new member.

## **Section 8 Removal of Membership**

A member who, by her/his actions, demonstrates that she/he 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 two-thirds (2/3) 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 at a general meeting of DACH members held pursuant to Article IX.

## **ARTICLE IV - Chapters**

### **Section 1 Purpose and Scope of Chapters**

For internal administrative purposes, DACH shall be divided geographically into regions with territories determined by the Executive Committee. Such geographical division shall be for purely organizational purposes.

Chapters shall be subject to and operated solely in accordance with these Bylaws as well as the Bylaws of Democrats Abroad and its Standing Resolutions. They shall have no bylaws of their own. They shall not operate any separate bank accounts. All funds raised by a Chapter, after payment of expenses related to the event at which such funds were raised, and after allowing for petty cash requirements, shall go into the DACH bank account. Chapters shall provide the Country Treasurer with current, accurate and complete financial reports necessary to ensure full transparency and compliance with any applicable laws or regulations.

The Country Chair shall have the right by notice to the Executive Committee to adjust Chapter boundaries as necessary to maintain efficient operation of DACH, such adjustment to be binding unless the Executive Committee shall decide otherwise at the meeting of the Executive Committee immediately following such decision by the Country Chair.

### **Section 2 Establishment of a Chapter**

Groups of at least 25 members in a given geographical area of Switzerland may, subject to approval of the Executive Committee, organize a chapter to assist in achieving DA purposes. Each Chapter may organize itself according to its needs and the size of its membership.

### **Section 3 Elections**

Each Chapter shall hold a general meeting at least once every year (each such meeting, an "Annual Chapter Meeting") to take any action related to the activities of the Chapter. In odd-numbered years, the election of Chapter officers shall be held at such Annual Chapter Meeting in accordance with such election rules as may be adopted by the Executive Committee from time to time. The minutes of such meeting shall be promptly forwarded to the Executive Committee of DACH.

The Chapter Officers require a Chapter Chair at the minimum, and can also include Vice Chair, Secretary and Treasurer. The Chapter Chair shall have the sole authority for appointment or removing any chapter positions that he or she may deem appropriate to create. Each Chapter Chair may also allow such positions created by him or her to be filled by election of the chapter members. Notwithstanding any election result, the Chapter Chair shall retain the power of removal for elected position holders for any reason at any time.

Elections of Chapter Chair and other positions shall be held no more than 2 months before or after the Country Elections (see Article VIII) and Chapter elections shall be held pursuant to Articles VIII and IX.

### **Section 4 Responsibilities**

The Chapter Chair shall be responsible for the general management and administration of the chapter, for maintaining a chapter membership list and financial records that conform to and can be integrated with a country-wide membership list and the overall financial records of DACH, and for making an annual report of the same to the Country Executive Committee. The Chapter will participate in recruitment of new members and volunteers, fund raising, Get-Out-the-Vote (GOTV) and other events in line with goals and priorities set by the Executive Committee.

## **ARTICLE V – Officers**

### **Section 1 Definition**

The officers of DACH shall be the Chair, Vice Chair, Secretary, and Treasurer to the Committee.

### **Section 2 Gender Balance**

Following Democratic Party and DPCA policy, the Chair and the Vice Chair shall be of different sex/gender, as declared by each candidate in advance of the election. For the purposes of these Bylaws, the term "sex" is defined as male, female, intersex, or any other classification of sex/gender that is legally recognized by any State or Federal jurisdiction within the United States of America.

### **Section 3 Roles and Responsibilities**

#### **Chair**

The Chair shall be the chief executive officer of DACH, shall preside at all meetings of DACH and all meetings of the Executive Committee, and shall establish all committees necessary for the proper functioning of the organization. The Chair shall sit ex-officio on all committees of DACH, including Standing Committees, Chapter Committees, and Ad-Hoc Committees, with full voting privileges.

Decisions or actions taken by the Chair may be overruled by a two-thirds (2/3) vote of all the Officers of the Executive Committee.

The Chair shall ensure that all approved amendments to the DACH Bylaws, the signed minutes of election meetings, and the membership listing as of January 31, countersigned by the Secretary or Treasurer, are forwarded to the International Chair of Democrats Abroad by the deadline required by the

Bylaws of Democrats Abroad.

The Chair shall represent DACH at meetings of the DPCA, either in person or by proxy.

**Vice Chair**

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

**Secretary**

The Secretary shall maintain a current list of members of the organization (using the technology and software as defined by the DPCA), keep Minutes of all meetings, and all files and administrative records of the organization. All such records shall be open for inspection by members. As stated above, all such information must be available as of the last day of the year and certified to the DPCA by January 31.

The Secretary may delegate the maintenance of the list of members to other individuals who have proper training and who have signed Non-Disclosure Agreements regarding the use of Personal Data.

**Treasurer**

The Treasurer shall manage the finances of DACH and its chapters, maintain clear and accurate financial records and make financial reports on a timely basis. All financial matters shall conform to local laws as well as those of the Federal Election Commission and campaign finance laws of the United States and The Treasurer shall consult with the International Treasurer of Democrats Abroad from time to time on such matters.

The Treasurer must provide required documents and information to elected Auditor(s) who are responsible for the ongoing audit of DACH business, as well as DACH management with respect to the correctness of accounting practices and use of resources. The auditors must present their reports and conclusions at each AGM. Information regarding election of auditors is contained in Article IX, Section 1, paragraph 2.

**Other Advisors, Non-Officers**

Legal counsel should be available for consultation by the Committee or its officers on legal and procedural questions relating to DACH and its activities. The counsel is an advisory position and is not an Officer of DACH. The legal counsel shall have the opportunity/right to attend any Meetings of the DACH Officers or Executive Committee (see Article VI) if the legal counsel so desires or has time available, for the purposes of being available to answer any relevant legal questions pertaining to DACH business.

## **ARTICLE VI - Executive Committee**

### **Section 1 Responsibilities of the Executive Committee**

The governing body of DACH shall be the Executive Committee. The Executive Committee shall be responsible for the conduct of the affairs of DACH in accordance with policies of the Democratic Party Committee Abroad and the Democratic National Committee.

Elected Officers and Members-at-Large and appointed Committee Members are expected to adhere to the DPCA Code of Conduct and other procedures and policies defined by the DPCA.

### **Section 2 Membership of the Executive Committee**

The Executive Committee shall be composed of:

- (a) the Chair,
- (b) the Vice-Chair,
- (c) the Secretary,
- (d) the Treasurer,
- (e) each Chapter Chair,
- (f) four Members-at-Large elected from among the eligible members of the organization, provided that no more than two Members-at-Large may come from any single Chapter,
- (g) the immediate past Country Chair, so long as he or she was not removed for cause from the position, and is still a member of DACH.

### **Section 3 Meetings of the Executive Committee**

At least one week's notice shall be given unless the Chair otherwise determines and no two members promptly object. The Executive Committee shall meet at regular intervals and upon call of the Chair. A meeting of the Executive Committee also may be called by at least one-third of the Executive Committee. Members of the Executive Committee may attend meetings in person or remotely by electronic means (including email in special circumstances), and the Executive Committee shall exert its best efforts to make remote attendance possible. A member of the Executive Committee may give a proxy to another member of the Committee. (See Article IX, Section 6 regarding proxies.)

### **Section 4 Quorum of the Executive Committee**

A quorum of the Executive Committee shall require the participation of the Country Chair or Vice-Chair and consist of a majority of the voting members of the Executive Committee. A Chapter Chair may designate any DACH member to represent such Chapter Chair in their absence for a DACH meeting and vote in their stead.

## **ARTICLE VII - Committees**

The Chair shall appoint such Standing Committees and Ad Hoc Committees as the Chair deems necessary, subject to the agreement of the Executive Committee, including but not limited to a Communications Officer, Fund Raising Director and Voter Registration Director.

The terms for all Committee Chairs shall automatically expire upon the election of a new DACH Chair.

Meetings of all committees shall be open to all members of the organization. Minutes of all committee and subcommittee (if any) meetings shall be provided to the Secretary for distribution to the membership and for archiving.

All committees shall periodically report on their activities to the Executive Committee. Each committee shall prepare an annual report for distribution to the membership prior to the Annual General Meeting.

## **ARTICLE VIII - Elections**

### **Section 1 Term of Office**

The Officers and Members-at-Large of the Executive Committee shall be elected every two (2) years, in each odd-numbered year, at the Annual General Meeting (AGM) of the organization (which meeting shall be held no later than March 31).

No Officer can serve more than two consecutive terms in the same office. For purposes of re-election eligibility, "one term of office" is defined as one period of thirteen (13) or more months serving in office prior to the current election.

The terms of all incumbent committee chairs shall automatically expire upon the election of new officers in accordance with the foregoing paragraph. In the event that there is no candidate for an Executive Committee office, an officer who has served two consecutive terms in that office may be elected to a third term of that office by a two-thirds majority vote of the members present at the meeting.

#### **i. Extra Term in Office**

If the incumbent for an elected position is serving a second consecutive term and there is no declared candidate for that position fourteen (14) days prior to the Annual General Meeting according to Section VIII.2 (Nominations Invitation), the two-term limit stipulation of Section VIII.1 (Term of Office) notwithstanding, the Nominations and Elections Committee (NEC) (See Article VII, Section 2) may ask said incumbent if she/he will consider running for a third consecutive term. If the incumbent agrees to run for the position prior to ballots being sent to



the membership, the incumbent's name shall be included on the ballot and she/he will be considered a declared candidate. The incumbent shall also supply the Secretary with a candidate statement. In order to serve a third term, said incumbent must receive an affirmative vote of at least two-thirds (2/3) of the first-choice votes cast according to election procedures defined in Article VIII.5 (Election and Counting of Ballots). If the two-thirds (2/3) limit is not reached, a candidate may be nominated from the floor of the Annual General Meeting. No one may serve a fourth consecutive term in an elected position under any circumstances.

## **Section 2 Nominations**

At least three months prior to the AGM, the Chair of DACH and the Executive Committee shall appoint a Nominations and Elections Committee (NEC) to nominate one or more candidates for each office. The NEC shall elect a chair from among the appointed members. It shall be the duty of the NEC to call for nominations for officers and to determine which individuals whose names are submitted for nomination are eligible to fill DACH offices. Members of the NEC shall not be candidates for office. Members who wish to be considered for office shall so inform the Chair of the NEC in writing at least 35 days before the AGM. The nominations committee shall not exclude any eligible member as a candidate.

At least 25 days before the AGM, the NEC will distribute to all current members of DACH a notice regarding the meeting. The notice shall include the names of the candidates. A brief summary of the qualifications of the candidates for office may be included. At an election meeting if there is no declared candidate for an open position, then members may nominate a candidate from the floor. Otherwise, there may be no nominations from the floor of the meeting.

## **Section 3 Vacancies**

Vacancies in any officer position may be caused by resignation, cessation of residence in Switzerland or adjacent areas of neighboring countries, or removal from office. Such vacancies shall be filled by appointment of the Chair, with the consent of the majority of the Executive Committee. Those appointed to fill such vacancies shall serve out the balance of the term of their immediate predecessors.

In the case of a vacancy in the office of the Chair the Vice Chair shall serve as Chair for the balance of the term of the most recently elected Chair. Should the Vice Chair be unwilling or unable to assume the position of Chair, the Executive Committee will hold a special meeting to elect a replacement Chair by a 2/3 majority, whose term shall be from the date of election until the subsequent AGM, at which time the AGM must vote to confirm or elect a new Chair (following the Nomination Section above).

Any Officer or Chair of a Standing Committee may resign upon written notice to the Chair. Any resignation is effective upon receipt of notice or at any later

time specified therein. Unless a resignation specifies otherwise, acceptance by the Chair is not necessary to make it effective.

#### **Section 4 Voting Procedures**

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. The Executive Committee shall define proxy and voting procedures, and procedures for notifying members of the election process. To the extent possible under the rules of the Democratic Party and DPCA, provision shall be made to enable members to vote remotely whenever practical by verifiable electronic means (e.g., by email, website, etc.), with due attention to identifying themselves and to the integrity of the means.

The chair of the NEC shall prepare ballots containing the names of the nominated candidates for distribution to the membership of the organization no earlier than 17 days before the annual meeting and no later than 14 days before such meeting. Such ballots shall be posted to the DPCA website to all DACH members no less than 14 days before the election meeting.

Upon completion of the nominations process, including eligible nominations from the floor, voting to elect all positions shall take place. Those members physically present in the room where the election is being held, shall vote using physical ballots (or via voice votes if the candidate running is unopposed). Those present electronically shall vote by whatever electronic method may be applied to properly record, verify and archive each individual electronic vote cast. Voting shall take place in the following sequence:

- a) Chair
- b) Vice-Chair
- c) Secretary
- d) Treasurer
- e) Counsel to the Committee
- f) Members-at-Large positions within designated duties as provided for in Section 9 below.

#### **Section 5 Counting of Ballots**

The NEC shall run the election part of any general meeting of the membership. All ballots and votes shall be verified and counted by tellers appointed by the NEC. Officers and Voting Representatives (if applicable) shall be elected at the AGM (or in the case of a vacancy, at the general meeting of the membership at which the election is held) by a 50% majority of first-choice votes cast of the members voting in person, via real-time electronic means, or by proxy. Should proxy votes be allowed, each member attending a meeting shall be limited to carrying a maximum of two (2) proxy votes. Should no candidate receive over 50% of first-choice votes cast, additional rounds of voting shall take place until a candidate receives over

50% of the votes. If a challenge is raised at the election, a runoff election date shall be set, allowing at least fifteen (15) days for the NEC to hear the complaint and adjudicate the challenge, with a further minimum seven (7) days for voter notification and ballot distribution. The same election procedures shall apply to such a runoff election.

### **Section 6 No Secret Ballot**

In accordance with Democratic Party and DPCA policy, there is no secret ballot voting in DACH elections. All ballots cast must be identifiable as to the member who cast it, normally by a code assigned for the specific election or by email. The information to be identified or assigned to a code should include such personal identification and contact data (i.e., name, phone, email) as to allow for validation that the voter is a member of Democrats Abroad, and to confirm that votes are counted as the voter intended. A ballot cast by email must originate from the email address registered in the DA membership database. If a member casts multiple ballots, only the first valid ballot is recorded and accepted.

### **Section 7 Election Challenges**

An election may be challenged by any eligible member. Challenges must be submitted in writing to the NEC within fifteen (15) days of the election. The NEC shall hear and adjudicate all election challenges in accordance with the DPCA Country Committee Election Procedures and the DPCA Rules of Procedure.

### **Section 8 Election Reporting**

The certified minutes of the election meeting shall be reported to the International Secretary of DPCA, together with the complete contact information of all elected officers within 15 days of the election. The election results shall also be promptly reported to the full membership.

### **Section 9 Members-at-Large**

Members-at-Large shall be nominated and elected at each AGM in odd numbered years (i.e, with elections). No less than 10 weeks prior to the Annual General Meeting, the Executive Committee may determine designated duties for any or all of the Member-at-Large positions to be elected. Nominations for Members-at-Large will be made in accordance with Section 2 above. Responsibilities of those Members-at-Large not elected to a position with designated duties may be suggested by the Chair in agreement with the Member-at-Large and with approval of the Executive Committee. Failure of a Member-at-Large to reasonably fulfill designated duties as set forth prior to his or her election or to reasonably fulfill responsibilities reached through agreement between the Chair, the Member-at-Large and the Executive Committee may be grounds for removal from the Executive Committee in accordance with Article VIII, Section 3. Vacancies shall be filled in the same

manner as for Officers.

## **Section 10 Voting Representatives**

If warranted by the size of the DACH membership, in accordance with the Democrats Abroad Charter, one or more Voting Representatives shall be elected by the DACH membership in order to enable DACH to cast all its votes as a Country Committee within the DPCA in matters pertaining to the DPCA. The term of a Voting Representative shall be the same as that of Officers of DACH, and male/female balance rules defined in Section V.2 (Gender Balance) shall apply when electing more than one Voting Representative. A Voting Representative has the right to attend and vote at all DPCA meetings in which the DACH and/or Vice Chair may attend, in accordance with the Democrats Abroad Charter.

## **Section 11 Removal from Office**

Any Officer, Committee Member or Voting Representative (if applicable) may be removed for cause, Non-Attendance or Non-Participation, including but not limited to missing three (3) consecutive Executive Committee Meeting without an accepted explanation. Removal from office requires a vote of two-thirds (2/3) of either

- i. those present at a regularly constituted and quorate general meeting of the membership, or
- ii. those voting remotely (as described above) on the question, subject to the following conditions:
  - a. notice of any meeting under this Section 8.3 must be given in writing to the membership at least thirty (30) days in advance,
  - b. the Chair or Secretary shall notify the Officer, Executive Committee Member or Voting Representative (if applicable) in writing at least thirty (30) days in advance, and
  - c. the Officer or Voting Representative (if applicable) shall be provided with due opportunity to contest the reasons for their removal.

## **ARTICLE IX – Meetings**

### **Section 1 Annual General Meeting (AGM)**

A general meeting of members of DACH shall be held at least once a year. The officers and the chairs of all committees shall report to the membership regarding activities of the preceding period. The AGM shall be held before June 30 each year.

In odd-numbered years, an Auditor, (who is not an Officer nor Executive Committee member) shall be elected by the Membership at the AGM and serve for a period of two (2) years. Re-Election is possible. The Auditor(s) may not be members of any DACH body whose activity is the object of their audits. The auditor must present their annual report at each AGM in all years.

### **Section 2 Notice**

Notice of the time, date and location of such meetings shall be sent to members at least 25 days before the meeting. Such notice will include a preliminary agenda. Additions to the agenda may be submitted to the Chair. Notice of the AGM shall be given via the official membership email distribution list and/or the DPCA website as well as by other means as the Chair shall prescribe.

### **Section 3 Other meetings**

Other meetings of members of DACH may be held upon call by (i) the Chair, (ii) three (3) Officers of the Executive Committee, or (iii) the lesser of ten percent (10%) of the membership or twenty (20) members. Notice of the time, date and location of such meetings shall be given by such methods as the Chair shall reasonably prescribe.

### **Section 4 Rulings**

The Chair of DACH may appoint a Parliamentarian and may hold Meetings in accordance with the latest edition of Robert's Rules of Order (or other efficient means for allowing fair and open debate), for all procedural matters not governed by these Bylaws, or the Bylaws or rules and regulations of the DPCA.

### **Section 5 Voting at Meetings**

Voting in all meetings at which official business is conducted may be by show of hands, roll call, written ballot or electronic means and in all events shall be open and may not be secret and, if in written format, must be signed either physically or electronically in order to permit identification of the person voting and inspection by all interested parties. Except as otherwise specifically provided herein, decisions shall be made by a simple majority of the votes of members voting.

## **Section 6 Proxy**

Any eligible member of DACH may give a proxy to another member for the purpose of voting on any specified item on the agenda of the meeting. Proxies shall be in writing (including email, fax or other written means) and shall name the person to whom the proxy is given, and may be either general or limited to specific issues; may be either instructed or uninstructed; and may grant the power to substitute another person as proxy holder. No person may hold more than two proxies.

A proxy may be revoked in writing at any time prior to the call to order of a meeting.

If during the course of a meeting of DACH, a person duly recorded during the roll call as present must leave the meeting, temporarily or permanently, such person may give another participating member a proxy for the meeting valid for the duration of the absence or for the duration of the concerned meeting, provided that such participating member does not already hold two proxies.

## **Section 7 Quorum**

- i. A quorum is required for any meeting to have a valid vote, pass resolutions, or elect Officers. For the purposes hereof, a quorum shall be determined as follows:
- ii. for meetings of the Executive Committee, committees, and their subcommittees (if any), one-half of the members of such committee, provided that the chair or vice chair of such committee is present;
- iii. for AGMs of the entire DACH membership, the lesser of ten percent (10%) of the membership, or twenty (20) members;
- iv. a person attending or voting by approved real-time electronic means (e.g. teleconference, video-conference, etc.) shall be counted as in attendance for the purposes of achieving a quorum
- v. Proxies shall not be counted in determining a quorum.

## **Section 8 Method of Holding Meetings**

The meetings of the Executive Committee, the Chapters, Nominations Committee and any committee established pursuant to these Articles, may be held in person or remotely by electronic means, with a view to the greatest possible participation by voting members and facilitating open debate.

## **Section 9 Meetings Open to All Members**

All general meetings of the membership, the Executive Committee, and committees and subcommittees (if any) shall be open to the membership and conducted in accordance with these Bylaws including the provisions in Article IX.2 (Notice of Meetings).

## **ARTICLE X – Rules, Laws, Finance Issues**

### **Section 1 Rules**

The functioning of the DACH Committee shall be governed by:

- i. these Bylaws and such rules as the Executive Committee may adopt and
- ii. the Charter and rules and regulations of Democrats Abroad and the Charter and Bylaws and rules and regulations of the Democratic Party of the United States.

In the event of a conflict between these DACH Bylaws [item (i) above] and the Bylaws, Charter, or rules and regulations of either Democrats Abroad or the Democratic Party [item (ii) above], the documents, rules and regulations of the latter [item (ii)] shall prevail.

### **Section 2 Laws**

DACH shall be organized as an unincorporated non-profit Association (Verein) under Swiss law (Article 60 of the Swiss Civil Code) and any updates to this Code as shall become applicable. DACH shall comply with the laws in effect in Switzerland and any updates to this Code as shall become applicable.

### **Section 3 Finance Issues**

- i. DACH shall observe a fiscal year from January 1 through December 31 of each year.
- ii. DACH members and Officers or Committee Members shall have no personal responsibility for commitments taken by DACH. Said commitments are only guaranteed by the assets of the Verein/Association.
- iii. Costs incurred by members in furtherance of the purposes of DACH and which are reasonable in amount shall be reimbursed to the payer subject to the approval of the Executive Committee. Whenever possible (and in any case for costs estimated to be over 100 CHF), costs should be budgeted and approved in advance and submitted by the Chapter Chair or an Executive Committee Member to the Executive Committee for approval. Such approval may be made by any means, including electronic means, which creates a record that can be, and is, archived and does not have to take place at a regular Executive Committee Meeting.

- iv. The Treasurer may write rules and procedures for submitting expenses for reimbursement, including submission of receipts in a timely manner.
- v. Most DACH events should be self-funding or approved by the Executive Committee in advance, except that the Global Presidential Primary (GPP) must be funded from the general accounts of DACH and no solicitation of donations will take place at a GPP before any voting by a member is completed and the member has left the voting area.

### **ARTICLE XI - Amendments**

These Bylaws may be amended and shall take effect upon the affirmative vote of two-thirds (2/3) of members present at an AGM, in person or by proxy, provided that notice of the intended adoption of these Bylaws has been given in the call for such meeting. Written text of any proposed amendments shall be distributed with the advance notice of the AGM where such amendments will be discussed or voted upon.



## Table of Contents

<b>DEMOCRATS ABROAD – SWITZERLAND BYLAWS</b>	<b>1</b>
<b>ARTICLE I - Name</b>	<b>1</b>
<b>ARTICLE II – Relationship to DPCA and Purpose</b>	<b>1</b>
Section 1 Country Committee	1
Section 2 Purpose	1
<b>ARTICLE III – Members and Personal Data</b>	<b>2</b>
Section 1 Membership Requirements	2
Section 2 Application and Acceptance Process	2
Section 3 Consent to Use Personal Data	2
Section 4 Validation of Personal Data	2
Section 5 Limitations on Use of Personal Data	3
Section 6 Membership Database Maintenance	3
Section 7 Cessation of Membership	3
Section 8 Removal of Membership	3
<b>ARTICLE IV - Chapters</b>	<b>4</b>
Section 1 Purpose and Scope of Chapters	4
Section 2 Establishment of a Chapter	4
Section 3 Elections	4
Section 4 Responsibilities	5
<b>ARTICLE V – Officers</b>	<b>5</b>
Section 1 Definition	5
Section 2 Gender Balance	5
Section 3 Roles and Responsibilities	5
<b>ARTICLE VI - Executive Committee</b>	<b>7</b>
Section 1 Responsibilities of the Executive Committee	7
Section 2 Membership of the Executive Committee	7
Section 3 Meetings of the Executive Committee	7
Section 4 Quorum of the Executive Committee	7
<b>ARTICLE VII - Committees</b>	<b>8</b>
<b>ARTICLE VIII - Elections</b>	<b>8</b>
Section 1 Term of Office	8
Section 2 Nominations	9
Section 3 Vacancies	9
Section 4 Voting Procedures	10
Section 5 Counting of Ballots	10
Section 6 No Secret Ballot	11

Section 7 Election Challenges	11
Section 8 Election Reporting	11
Section 9 Members-at-Large	11
Section 10 Voting Representatives	12
Section 11 Removal from Office	12
<b>ARTICLE IX – Meetings</b>	<b>13</b>
Section 1 Annual General Meeting (AGM)	13
Section 2 Notice	13
Section 3 Other meetings	13
Section 4 Rulings	13
Section 5 Voting at Meetings	13
Section 6 Proxy	14
Section 7 Quorum	14
Section 8 Method of Holding Meetings	14
Section 9 Meetings Open to All Members	14
<b>ARTICLE X – Rules, Laws, Finance Issues</b>	<b>15</b>
Section 1 Rules	15
Section 2 Laws	15
Section 3 Finance Issues	15
<b>ARTICLE XI - Amendments</b>	<b>16</b>