Proposed Bylaws Amendments to be Voted on September 27th

ARTICLE IV: LEADERSHIP BOARD

4.1 Voting Members. The elected members of the Leadership Board (“the Board”) shall be comprised of eleven (11) voting members elected from among members of DACN. Six (6) members of the Board shall constitute DACN Officer positions as indicated in Article V. Four (4) members of the Board shall be elected to serve as Members-at-Large, with and without pre-determined duty designations. Pre-determined Member-At-Large duties will be announced at least 60 days prior to an AGM. One (1) member of the Board shall be elected as a Get Out The Vote (GOTV) Coordinator.

The voting members of the Leadership Board shall consist of:

(a) Country Chair (Chair);

(b) Vice Chair;

(c) Secretary;

(d) Treasurer;

(e) Communications Director;

(f) IT Director;

(g) Members-At-Large with pre-designated duties (e.g. Communications Team, Volunteer Coordinator, Caucus Liaison). Duties will be predetermined and announced in accordance with DACN election notification guidelines;

(h) Members-At-Large without pre-designated assignments, will be termed “General Members-At-Large,” and will assist the Board and DA China mission and responsibilities with general responsibilities as designated throughout their elected term;

(i) GOTV Coordinator will serve as a voting member of the Board and be tasked with leading voter registration for DACN.

4.2 Non-Voting Members. Any Deputy Communications Officer or General Counsel duly appointed and approved shall be non-voting and serve only to assist and advise members of the Executive Committee. Any Deputy Communications Officer or General Counsel so appointed shall take part in meetings of the Board and shall be considered members of the Board for the purposes of these Bylaws, but shall have no right to vote. Deputy Communications Officers shall assist the Communications Director and Board with assigned tasks. Work will be reviewed and approved by the Communications Director and/or the Chair prior to publication. The General Counsel shall be available for consultation on legal and procedural questions relating to DA China and its activities, including interpretation of and compliance with these Bylaws, the Charter of the DPCA and the Charter and Bylaws of the DNC.

The non-voting members assisting and advising the Leadership Board shall consist of:

• (a) (up to 3) Deputy Communications Officers. Appointed by the Chair, in consultation with DACN ExCom;

• (b) General Counsel. Appointed by the Chair, in consultation with DACN ExCom.

4.3 Meetings. The Board shall meet at regular intervals upon call by the Chair, for the purpose of directing the activities of DACN. Five members of the Board may also call a meeting of the Board. The Board may continue to operate as long as all Executive Committee positions were filled at the most recent biennial Annual General Meeting (AGM) for elections.

4.4 Executive Committee. Collectively, the Officers shall comprise the Executive Committee of DACN (“Executive Committee”). The Executive Committee shall meet at least quarterly to discuss organizational matters and vote on rules and procedures.

ARTICLE V: OFFICERS

DACN Officers shall be the Chair, Vice Chair, Secretary, Treasurer, Director of Information Technology, and Director of Communications. The Chair and Vice Chair shall be of different sex, as declared by each candidate in advance of the election. For the purposes of this section, 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. Collectively, the Officers shall comprise the Executive Committee of DACN (“Executive Committee”).

Article IX: Treasurer

9.1 Responsibilities: Together with the Chair, the Treasurer shall manage the finances of DACN, prepare financial reports for approval at monthly Board meetings, and prepare budget and cash flow forecasts for approval by the Board. Additionally, the Treasurer shall maintain the financial records of DACN and make and maintain such additional financial reports as may be required by law. The Treasurer shall consult with the International Treasurer of Democrats Abroad on matters concerning the maintenance of financial records and financial reporting (notably to the United States Federal Election Commission, and any successor thereto). The Treasurer shall prepare and present to the Annual General Meeting of DACN a Statement of Income and Expenses and a Balance Sheet based on a fiscal year ending within two weeks of the date of the Annual General Meeting, including documentation of any ongoing expenditures or financial dealings. All such records shall be available for full review by the Board and the International Treasurer of Democrats Abroad upon request.

9.2 Bank account authority: The Chair and Treasurer shall have joint signature authority on any and all DACN banking accounts.

9.3 Authority for spending and reimbursements: Any expenditures in excess of or equivalent to Chinese RMB 100 (or equivalent) must be approved by both the Chair and Treasurer, and any reimbursement in amounts in excess of this level requires their pre-approval. Any expenditures or reimbursement in excess of Chinese RMB 1,000 (or equivalent) require prior approval by the majority of the DACN Executive Committee. Any expenditure below these amounts may be approved for spending or reimbursement by the Chair or Treasurer.

ARTICLE X

Director of IT:

The IT Director shall be responsible for DACN’s information technology needs, including IT support for maintaining the membership database and for maintaining the operation and integrity of DACN’s email accounts, website, and other multimedia platforms. The IT Director shall be familiar with and act as the administrator of the platform system or systems used by Democrats Abroad membership. The IT Director shall collaborate with the Secretary during DACN’s membership verification exercises. The IT Director shall advise the Board on available measures to protect the security of the database and communications against data theft and malicious infiltration and corruption. The IT Director will consult and work in coordination with the Democrats Abroad IT team. The IT Director shall report to the Board on their activities.

ARTICLE XI: Director of Communications and Information Technology

Director of Communications:

The Communications Officer shall be responsible for designing, implementing and coordinating the communications activities of DACN, including the international, national and local websites, use of social media, and press communications. The Communications Officer will collaborate with the other Officers and other DACN members appointed as Deputy Communications Officers and having appropriate skills and experience to assist in the implementation of a coordinated communications strategy. The Communications Officer will report to the Board monthly on activities undertaken and planned, and will collaborate with Democrats Abroad Global, particularly regarding talking points on sensitive issues.

Article XII: DPCA Voting Representatives  
12.5 Alternates. In the event that a DPCA Voting Representative is unable to fulfill duties of the position, a candidate of the same sex as said representative, who shall have initially run for the position on the slate, shall serve as the alternate. If no such alternate is available, then an alternate shall be appointed by the Chair with consent by a simple majority of the Board.

Article XV: Terms

15.1 Terms and Limits. The Members of the Board shall be elected on odd years at the AGM, which meeting shall be held prior to DPCA’s annual meeting for that year. They shall be elected, for a term of two (2) years, concluding at the next odd year’s AGM. No Officer can serve more than two consecutive terms in the same office.

15.2 Expiration of Term. The terms of all incumbent Board members, appointed Officers, and Committee Chairs shall automatically expire upon the election of a new Leadership Board in accordance with the foregoing paragraph. No Officer can serve more than two (2) consecutive terms in the same office.

15.3 Resignation or Disqualification. Any member of the Board may resign by written notice to the Chair or Vice Chair. A Member of the Board who is determined to no longer qualify as a Member of DACN by vote of a two-thirds (2/3) majority of the Board at a duly convened Board meeting is deemed to have resigned.

15.4 Removal. Any member of the Board may be removed from office by a vote of a two-thirds (2/3) majority of members of the Board at a duly convened meeting of the Board.

ARTICLE XVI: ELECTIONS

16.1 Nominations and Elections Committee. At least 60 days prior to any annual meeting at which elections for members of the Board are to be held, a committee to seek nomination of candidates and administer the election (the “Nominations and Elections Committee” or “NEC”) shall be named by the Chair with the approval of the Board. At least 45 days prior to any special meetings at which elections for members of the Board are to be held, a NEC shall be named by the Chair, in compliance with DA Global.

16.2 Organization and Administration of Elections. The NEC shall decide, in view of local circumstances and to promote the greatest participation, how to organize and administer an election, subject to these Bylaws and DA rules governing Country Committee elections.

16.3 Notice. The NEC shall notify the members of DACN of the election and election procedures no less than thirty (30) days prior to the election.

16.4 Election. The elected members of the Board shall be the eleven (11) candidates for the Board who receive the most votes.

16.5 Officers. The Officers shall be elected from among the members of the Board by a majority of votes. If there are more than two (2) candidates, and no single candidate wins a majority, one or more candidates shall be eliminated pursuant to rules set by the NEC, leaving at least two (2) candidates remaining, and a new round of voting will be held. This process shall be repeated until a single candidate earns a majority of votes.

16.6 Nominations on the Floor. Only in the instance where an office to be elected does not have declared candidates at the end of the nomination period, will nominations be accepted from the floor during the Annual General Meeting or special meeting.

16.7 Each NEC shall ensure, with the assistance of the Board, that all members of DACN are fully informed of the opening of the nominations process and of the elections. Members shall be informed by email and by posting the details on the DACN website. The NEC shall evaluate the qualifications and confirm the eligibility of candidates and prepare a slate of candidates for each office, which will constitute the ballot. The NEC shall conduct its work in an unbiased manner, taking care to ensure fair and equitable access for all candidates, and avoiding any actual or appearance of preference among the candidates.

16.8 Finance. The NEC has no direct spending authority. Any election expenditures deemed necessary by the NEC must firstly be submitted in written form to the Chair or Treasurer at least 30 days prior to any election or AGM. Expenses must be approved by a majority ExCom vote in a special meeting held within 5 days of formal request.