

## 2022 Charter Amendments

### Proposal No. 10 – Clarify and Restate the Fundamentals of Our DA Constitution

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**Purpose:** To remind us how Democrats Abroad was formed and how it is governed; to remind us that the DPCA is an assembly of representatives from self-governing Country Committees; to clarify the responsibilities of our various governing bodies; to reduce and segment financial and legal risk of our various governing bodies.

**Affected Sections:** Preamble added, Article 1, Section 2.1, 2.2, 5.1, 5.2, 5.3, 5.4, 5.6, 5.8, 5.10

#### Resolution Text:

WHEREAS the Democratic Party of the United States “Recogniz[es] that the vitality of the Nation's political institutions has been the foundation of its enduring strength,” “acknowledge[s] that a political party which wishes to lead must listen to those it would lead,” and “a party which asks for the people's trust must prove that it trusts the people” (Preamble, Charter of the Democratic Party, 2018 edition);

WHEREAS the vitality of Democrats Abroad depends on the historic and continued vitality of Country Committees that created it AND the continued enthusiastic participation and support of their members, leaders, activists, and volunteers;

WHEREAS these Country Committees, united in purpose, created the Democratic Party Committee Abroad to serve as a body that would assist in coordinating and supporting their several efforts, serve as a body to discover, debate, and clarify the concerns of their members, and serve as a body to communicate these same concerns to the Democratic Party, elected representatives, and government officials of the United States;

WHEREAS the rapid growth in membership that has arisen naturally from the success of our collective efforts has also produced a body of enthusiastic leaders, activists, and volunteers who would benefit from a more clear articulation in our Charter of the constitutional relationship among and between the various bodies that we know as Democrats Abroad;

WHEREAS Democrats Abroad is an unincorporated association created under the law of the District of Columbia whose members reside outside the United States and all around the world, Country Committees and Transnational Committees are associations (of varying degrees of formality or informality as appropriate for local conditions) whose members (with limited exceptions) reside in those host countries, a member of a Country Committee or Transnational Committee is also member of the global Democrats Abroad association, and the DPCA is a governing body comprised of representative members elected by Country Committees and Transnational Committees, DNC Representatives elected by the DA Global Convention, and DPCA Executive Committee members elected by the DPCA itself;

WHEREAS failure to clarify the constitutional relationship among and between the various bodies that we know as Democrats Abroad distracts us from our purpose, demoralizes and disempowers our members, leaders, activists, and volunteers, and creates unnecessary and undesirable financial and legal risks for everyone concerned;

WHEREAS clarification in the form of amendments to the Democrats Abroad Charter will help reduce confusion, document our history, and provide a more clear and solid basis for responsible governance for future generations of Democrats Abroad;

BE IT RESOLVED that the Democrats Abroad Charter be and is now amended as below:

### Preamble:

We, United States Citizens who reside outside the United States, united in common purpose and dedicated to the principles and ideals which have historically sustained the US Democratic Party, acting through self-governing Country Committees in our host countries, came together in 1964 to form Democrats Abroad.

### **Article One: Name; Purpose**

Democrats Abroad is the organization that represents all United States citizens residing outside the U.S. who wish to adhere to the principles and further the aims of the Democratic Party of the United States of America. The organization has been is recognized by the Charter and Bylaws of the Democratic Party of the United States since 1976. ~~Democratic National Committee ("DNC") as the equivalent of a U.S. State Party.~~

Democrats Abroad is a non-profit unincorporated association organized and operating under the law of the District of Columbia. ~~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.

~~General m~~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 U.S. 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.

~~For administrative purposes, Democrats Abroad is divided into~~ Country Committees, and Transnational Committees are defined in Article Five. ~~, and~~ Regions are defined in Article Six. ~~comprised of the members from within each such geographic area. Hereinafter, any~~ Unless the context otherwise requires, a reference in this Charter to a "Country Committee" shall be interpreted to refer also ~~similarly apply~~ to a "Transnational Committee" as defined in Article Five, Sections ~~5.1 and~~ 5.11.

~~Neither~~ Democrats Abroad ~~nor any of its constituent units may~~ does not participate in the political activities of any country other than the United States of America.

### **Article Two: Democratic Party Committee Abroad**

#### **Section 2.1 (Duties and Responsibilities)**

The Country Committees that established Democrats Abroad have also established the Democratic Party Committee Abroad ("DPCA") and charged it with ~~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. The DPCA is comprised of the representatives from its Country Committees and including the Transnational Committees and the Country Committees provided for below, and shall perform generally the functions equivalent to those 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 Democratic National Committee (“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 U.S. citizens residing abroad;
- (b) supervise activities of ~~the Regions,~~ the members resident in territories that are not incorporated in a Country Committee, and provide advice to the Transnational Committees, 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;
  - ~~3. especially in campaign years, the organization of voter registration campaigns and 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;~~
  34. cooperation with U.S. civic organizations and other U.S. political parties on nonpartisan and bipartisan programs;
  45. the initiation of steps to organize new committees in countries or transnational regions ~~areas~~ with a substantial number of resident U.S. citizens; and
  56. the day-to-day operations of the Regions.
  6. especially in campaign years, the organization of membership and non-partisan voter registration campaigns and 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;

## **Section 2.2 (DPCA Membership)**

The DPCA shall be composed of the following members (“DPCA Members”):

- (a) the Chair, the Vice Chair (or first Vice Chair if there are several Vice Chairs), the Voting Representatives, and Non-Voting and Alternate Voting Representatives of each Country Committee and Transnational Committee that has been Recognized~~admitted~~ by Democrats Abroad; and
- (b) the Non-Country Committee Representatives as defined by Section 5.7; and
- (c) DNC Members representing Democrats Abroad; and
- (d) the International Chair, International Vice Chair, International Treasurer,

International Secretary, International Counsel, the Regional Vice Chairs and any other elected Officers of the DPCA Executive Committee.

[...]

## Article Five: Country Committees and Transnational Committees

### ~~Section 5.1 (Constituent Units)~~

~~The constituent units of Democrats Abroad are the Country Committees and Transnational 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. Country and Transnational Committees represent distinct geographic regions. Except where otherwise deemed more expedient by the DPCA, Country Committees shall represent geographical areas coextensive with national boundaries.~~

~~Country and Transnational 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 U.S. Federal Election Commission).~~

### Section 5.12 (Recognition Admission)

To be Recognized by ~~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 one hundred fifty(150) U.S. 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. Any Country Committee in existence as of May 14, 2021 shall not be deemed out of compliance due solely to having fewer than 150 members after that date;
- (b) a copy of the Bylaws (or articles of association or similar instrument) of the applicant committee ~~adopted in conformity with~~ conforming to the goals and principles of 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 as having been fully adopted;
- (c) copies of publicity providing reasonable notice to U.S. 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 different sex.

## **Section 5.2 (Constitutional Relationship)**

Country Committees are independent associations of members established (with greater or lesser degrees of formality as appropriate to local conditions) in a host country (or countries) of the jurisdiction(s) in which they are geographically located.

The DPCA shall not Recognize more than one Country Committee in respect of any individual host country. A Country Committee shall be comprised exclusively of members resident in the sovereign territory of its host country, provided that in exceptional circumstances and for good cause shown a member of Democrats Abroad may change their membership from the Country Committee for the territory in which they reside to another Country Committee, with the consent of the DPCA and that other Country Committee.

Given the broad diversity of laws, regulations, and customs of the host countries in which the various Country Committees and their members reside, each Country Committee shall be solely responsible for that Country Committee's own governance and internal management, including governance of its Chapters, as well as maintaining awareness of and managing the Country Committees compliance with laws and regulations applicable to its operations (whether arising under the law of its host country or the law of the United States and its several States), including US Federal and State laws applicable to the conduct of activity intended to influence the outcome of elections in the US.

The DPCA shall be solely responsible for maintaining awareness of and managing the DPCA's compliance with laws and regulations applicable to its own operations (whether arising under the law of various host country or the law of the United States and its several States), including US Federal and State laws applicable to the conduct of activity intended to influence the outcome of elections in the US.

Each member of a Recognized Country Committee shall also be accorded the status of a member of Democrats Abroad, with all rights and privileges pertaining thereto.

## **Section 5.3 (DPCA Vote to Recognize~~Admit~~)**

- (a) A two-thirds (2/3rds) affirmative vote of the DPCA at a duly called meeting shall be required to ~~admit~~ recognize 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.

[...]

#### Section 5.4 (Country Committee Procedures ~~Compliance~~ and Filings)

- (a) In order to be Recognized by the DPCA each Country Committee shall:
- (i) ~~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 and the Regional Vice Chair at such time as determined under paragraph ~~(e)~~ (a)(iii) of this section.
  - (ii) By February 20th of each year, ~~each Country Committee shall~~ furnish to the International Counsel, International Secretary, and Regional Vice Chair a copy of the Country Committee's current Bylaws (or articles of association or similar instrument), indicating any amendments made during the year.
  - (iii) ~~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.
  - (iv) ~~Without limitation of the foregoing, Country and Transnational Committees shall at all times be~~ in keeping with Sections 5.12 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 5.12 (d) may be granted for a period not to exceed 2 years.
  - (v) Unless (and to the extent) limited or delayed by local law or regulation, accord to each member of Democrats Abroad who is resident, or establishes residence, within its described territory the status of member of the Country Committee for the duration of such residence, and accord to them all rights and privileges pertaining thereto.
- (b) 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 in Democrats Abroad for all purposes under this Charter, with the maximum accuracy reasonably possible for an association such as Democrats Abroad, provided that the methods and procedures require verification at least every four (4) years.
- (c) By February 20th of each year, the Secretary or Chair of each Country Committee shall certify to the International Secretary of the DPCA that, as of January 31st, 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 of Democrats Abroad, and such certification must be attested to by the Secretary or Chair 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.
- (d) Each Country Committee shall provide within the required time 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 5.6 (Chapters)

[...]

Any dispute between a Chapter and its Country Committee may be brought before the DPCA Executive Committee for ~~determination~~ [non-binding mediation](#).

[...]

## Section 5.8 [\[DELETED\]](#) (~~Suspension of a Country Committee Officer~~)

~~(a) A Country Committee Chair, Vice Chair may be suspended from office by a 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 individual concerned and to the Executive Committee of the affected Country Committee, if the Country Committee Officer 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. Unacceptable conduct may include, but is not limited to, violations of the DPCA Code of Conduct. 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. 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) 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 5.10 ([De-Recognizing](#) ~~Removal of Out of Compliance~~ Country Committees)



If a Country Committee (i) fails to fully comply with the requirements of Section 5.4 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 four (4) years after being suspended, then such Country Committee shall no longer be Recognized pursuant to this Article Five and its representative members shall cease to be members of ~~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 such de-Recognition removal for a period of one (1) year. If the DPCA Executive Committee votes to delay de-Recognition 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 de-Recognized ~~removed from the DPCA~~ without any additional notice or action being required on the part of the DPCA. ~~Members of a removed~~ The act of de-Recognizing a Country Committee does not terminate the membership in Democrats Abroad of that Country Committee's members. ~~become members at large of Democrats Abroad.~~