

**Bylaws
of
the Orange County Local Chapter
of
the Democratic Socialists of America**
(as adopted on April 9, 2017)

**ARTICLE I
NAME**

The name of the local chapter shall be the “Orange County Local Chapter of the Democratic Socialists of America.” The local chapter is referred to in these bylaws (the “Bylaws”) as the “OC Chapter.”

**ARTICLE II
PURPOSE**

The OC Chapter is a chapter of the Democratic Socialists of America (“DSA”). The OC Chapter seeks to facilitate the transition to a truly democratic and socialist society, one in which the means and resources of production are democratically and socially controlled.

The OC Chapter rejects an economic order based solely on private profit, alienated labor, gross inequalities of wealth and power, discrimination based on race, sex, gender and other immutable qualities, and brutality and violence in defense of the *status quo*.

The OC Chapter envisions a humane social order based on popular control of resources and production, democratic economic planning, equitable distribution, gender and racial equality, and non-oppressive relationships.

The OC Chapter’s conception of socialism is a profoundly democratic one. It is rooted in the belief that (1) human beings should be free to develop to their fullest potential, (2) public policies should be determined not by the powerful or the wealthy but through popular participation, and (3) individual liberties should be carefully safeguarded. The OC Chapter is committed to a freedom of speech that does not criminalize dissent and a freedom to organize independent trade unions, women’s groups, political parties, and other similar formations that are essential bulwarks against the dangers of an intrusive state. The OC Chapter is also committed to a freedom of religion that protects the rights of those for whom spiritual concerns are central.

We are socialists because we are developing a concrete strategy for achieving the socialist future we envision. In the present, we are building a visible socialist presence within the broad democratic left. In the long run, we will build a majority movement capable of making democratic socialism a reality in the United States. Our strategy acknowledges the class structure of the U.S. society, which creates a fundamental conflict of interest between those small segments of society with enormous economic power and the vast majority of the population.

**ARTICLE III
MEMBERSHIP**

Section 3.1 Membership. Members of the OC Chapter (“Members”) will be those individuals (a) whose dues to DSA are paid in full and (b) who reside and/or work in the geographical

area represented by the zip codes set forth on Schedule I hereto (such area is referred to herein as “Orange County”) according to DSA’s records.

Section 3.2 Responsibilities of Members. It shall be the responsibility of Members, among other responsibilities set forth elsewhere in these Bylaws, to:

- (a) elect the officers of the OC Chapter;
- (b) elect the members of the Executive Committee (as such term is defined below)
- (c) elect delegates to the annual national convention of DSA
- (d) vote on matters related to national policy of DSA, as provided by DSA; and
- (e) make recommendations on issues and other matters to the National Political Committee of DSA.

Section 3.3 Removal of Members. If a Member is found to be (a) in substantial disagreement with the principles or policies of DSA or (b) consistently engaging in undemocratic or disruptive behavior, the OC Chapter may vote to expel such Member from DSA. Before any Member may be expelled from DSA pursuant to the foregoing provision, (i) another Member must formally proffer written charges alleging that such Member has engaged in the activities described in subclauses (a) or (b) above to the Executive Committee, (ii) the Executive Committee must set a meeting of Members pursuant to Article IV hereof for deliberations on the charges, (iii) the accused Member must receive a copy of the written charges and notice of the meeting where such charges will be deliberated at least four (4) weeks prior to such meeting, (iv) if the accused Member provides a written response to the charges to the Executive Committee at least two (2) weeks prior to such meeting, the Executive Committee must provide such written response to the Members, and (v) two-thirds of Members present at such meeting must vote to expel such Member. An expelled full member may appeal to the National Political Committee of DSA.

Section 3.4 Dues. The OC Chapter may establish a local pledge system of voluntary donations from Members to fund its operations.

ARTICLE IV MEETINGS OF MEMBERS

Section 4.1 Annual Meeting. The OC Chapter will hold an annual meeting of Members (“Annual Meeting”) each year at a time and location in Orange County, California to be determined by the Executive Committee to (a) elect officers of the OC Chapter, (b) elect members of the Executive Committee and (c) act upon any other matters as may be determined by the Executive Committee or otherwise properly raised by Members at the Annual Meeting. In the discretion of the Executive Committee, Annual Meetings may also include informational updates on the various activities of the OC Chapter, educational presentations, meetings of Ad Hoc Committees (as such term is defined below) and any other activities as may be determined by the Executive Committee.

Section 4.2 General Meetings. In addition to the Annual Meeting, the OC Chapter will hold at least five additional meetings of Members (“General Meetings”) each year, at such times and locations in Orange County, California as may be determined by the Executive Committee, to act upon any matters as may be determined by the Executive Committee or otherwise properly raised by Members at such General Meeting. In the discretion of the Executive Committee, General Meetings may also include informational updates on the various activities of the OC Chapter, educational presentations, meetings of Ad Hoc Committees (as such term is defined below) and any other activities as may be determined by the Executive Committee.

Section 4.3 Meeting Procedures. Except as otherwise set forth in these Bylaws, all Annual Meetings and Regular Meetings shall be conducted in accordance with the rules set forth in Robert's Rules of Order, Newly Revised.

Section 4.4 Quorum. A quorum of at least twenty percent (20%) of Members shall constitute a quorum for the transaction of business at any Annual Meeting or General Meeting; *provided, that*, less than six (6) Members shall not constitute a quorum. At a meeting at which a quorum was initially present, Members may continue to transact business, regardless of how many Members withdraw from such meeting, if the action is approved by at least a majority of the Members constituting the quorum required for such meeting.

Section 4.5 Notices.

- (a) The executive committee shall notify Members of each Annual Meeting and General Meeting at least fourteen (14) days prior to the date of such meeting. Such notice shall include: (i) the date, time and location of such meeting; (ii) a description of any business to be conducted or any matters to be voted upon at such meeting; and (iii) a copy of the agenda for such meeting.
- (b) In order to facilitate the provision of notice, each Member shall provide the Secretary of the OC Chapter with his or her e-mail address. Delivery of the information set forth in Section 4.5(a) hereof to such e-mail address shall constitute notice for the purposes of this Article IV. Notwithstanding the foregoing, a Member who does not use e-mail may provide the Secretary with a physical address, and delivery of the information set forth in Section 4.5(a) hereof to such physical address shall constitute notice for the purposes of this Article IV.

**ARTICLE V
OFFICERS**

Section 5.1 Officers. The officers of the OC Chapter will be a Chair, Vice Chair, Secretary and Treasurer.

Section 5.2 Term. The term of office for each officer shall be one (1) year. Each such term shall commence on July 1st of each year and shall run until the later of (i) June 30th of each year and (ii) such time as the officer's successor has been properly elected pursuant to these Bylaws.

Section 5.3 Vacancies. In the event of a vacancy in the office of Chair, Vice Chair will assume the office of Chair and relinquish the office of Vice Chair. In the event of a vacancy in any other office, the Executive Committee will appoint a replacement for the remainder of the term set forth in Section 5.2 hereof.

Section 5.4 Chair.

- (a) The Chair will be the chief executive officer of the OC Chapter. She or he will preside over Annual Meetings, General Meetings and meetings of the Executive Committee or will appoint a substitute to assume the powers and duties of the presiding officer as specified in Robert's Rules of Order, Newly Revised. The Chair will enact the policies set by the Executive Committee or Members at

- Annual Meetings or General Meetings. In the event that the Chair is unable to perform her or his duties for any event, the Vice Chair will serve as replacement.
- (b) The Chair will be responsible for coordinating the day-to-day operations and political work of the Ad Hoc Committees and local Youth Branches (as such term is defined below).
 - (c) The Chair will report to Members at Annual Meetings and General Meetings on the business transacted at the most recent Executive Committee meeting.
 - (d) The Chair, in his or her sole discretion, may delegate any or all of the duties of the Chair to the Vice Chair as necessary to carry them out.

Section 5.5 Secretary.

- (a) The Secretary will be responsible for answering all correspondence and queries to the OC Chapter and for maintaining an up-to-date list of Members. She or he will insure effective communication with DSA. She or he will temporarily assume the responsibilities of the Chair, if the Vice Chair is unable to do so.
- (b) The Secretary will be responsible also for recording the minutes of all Annual Meetings, General Meetings and Executive Committee meetings and shall retain such minutes (as well as the resolutions, reports and other official records of the OC Chapter) in his or her custody. The Secretary shall distribute the minutes of such meetings to the Members as soon as practicable after such meetings. The Secretary shall transfer such official records, including, without limitation, minutes of meetings and the list of Members, to his or her successor in good condition.
- (c) The Secretary shall be the head of any Media Committee formed pursuant to Article VIII of these Bylaws and, with the assistance of such Media Committee, act as the public spokesperson for the OC Chapter.

Section 5.6 Treasurer. The Treasurer will be responsible for the funds and financial records of the OC Chapter. All funds collected by the OC Chapter will be turned over to the Treasurer, who shall deposit them in a bank account under the name of the OC Chapter. In cooperation with the Secretary, the Treasurer will be responsible for insuring that local membership dues are paid up-to-date. The Treasurer will prepare the annual budget of the OC Chapter and deliver a financial report for the OC Chapter at each Annual Meeting, as well as other periodic progress reports as requested by the Executive Committee.

Section 5.7 Additional Duties of Officers. The Executive Committee may assign additional temporary duties to an officer of the OC Chapter, *provided, that*, such assignments do not conflict with the designation of responsibilities outlined in these Bylaws.

**ARTICLE VI
EXECUTIVE COMMITTEE**

Section 6.1 Composition. The Executive Committee of the OC Chapter (the "Executive Committee") will be composed of:

- (a) the Chair, the Vice Chair, the Secretary and the Treasurer;
- (b) the Chairs of the three (3) Local Youth Sections (as such term is defined below) that have the highest number of Members among Local Youth Sections (such members of the Executive Committee who are deemed to be members pursuant to Sections 6.1(a) and (b), the "Ex Officio Members");

- (c) the female nominee for the Executive Committee that receives the highest vote total among female nominees at the applicable Annual Meeting;
- (d) the nominee for the Executive Committee who is a member of a minority group in the United States and receives the highest vote total among such minority nominees at the applicable Annual Meeting; and
- (e) seven other nominees for the Executive Committee who received the highest vote total at the applicable Annual Meeting, excluding those nominees who will become members of the Executive Committee pursuant to Sections 6.1(c) and (d) hereof (such members of the Executive Committee who were elected pursuant to Sections 6.1(c), (d) and (e), the “Elected Members”).

Section 6.2 Term. Each Ex Officio Member shall serve on the Executive Committee for so long as such Ex Officio Member holds the applicable office pursuant to which he or she is a member of the Executive Committee. The term of each Elected Member shall commence on July 1st of the year following his or her election and shall end upon the later of (i) June 30th of the such year or (ii) such as his or her replacement has been duly elected.

Section 6.3 Duties. The Executive Committee shall:

- (a) administer the affairs of the OC Chapter and oversee the implementation of the decisions of the Members at Annual Meetings and General Meetings;
- (b) propose policies to the Members to be voted upon at Annual Meetings and General Meetings, in its discretion;
- (c) receive reports of any Committee or Local Youth Section as it shall reasonably request;
- (d) advise Committees and Local Youth Sections on their policies and activities;
- (e) organize Annual Meetings and General Meetings in accordance with these Bylaws;
- (f) establish program activities for the OC Chapter; and
- (g) acting on OC Chapter’s behalf between Annual Meetings and General Meetings.

Section 6.4 Meetings. The meetings of the Executive Committee will be held at the call of the Chair at such intervals as may be determined by the Executive Committee. All members of the Executive Committee must be given four (4) days’ advance notice of regular Executive Committee meetings pursuant to Section 4.5; *provided, however*, that under special emergency circumstances (as determined by the Chair) a meeting of the Executive Committee may be held upon twenty-four (24) hours’ advanced notice.

Section 6.5 Quorum. A quorum of not less than half of the Executive Committee then in office is required for the transaction of Executive Committee business.

ARTICLE VII LOCAL YOUTH SECTIONS

Subgroups of the OC Chapter consisting of at least five (5) Members in good standing with DSA may be established on college or high school campuses in Orange County by students (such subgroups, the “Local Youth Sections”)

ARTICLE VIII COMMITTEES

Section 8.1 Formation. Ad hoc committees of the OC Chapter (“Ad Hoc Committees”) may be established by a vote of Members at any Annual Meeting or General Meeting or by the Executive Committee.

Section 8.2 Duration. Ad Hoc Committees will exist for such term as has been authorized by Members or the Executive Committee, as applicable, in connection with their formation pursuant to Section 8.1, unless such Ad Hoc Committee is earlier dissolved by a vote of the Members at any Annual Meeting or General Meeting.

Section 8.3 Duties. Ad Hoc Committees will engage in such activities and shall have such duties as may be authorized by Members or the Executive Committee, as applicable, in connection with their formation pursuant to Section 8.1.

Section 8.4 Membership. Membership in Ad Hoc Committees shall be open to all Members.

Section 8.5 Chairs. Chairs of Ad Hoc Committees shall be elected by plurality vote of the members of such Ad Hoc Committee. Chairs shall determine the policies and procedures of Ad Hoc Committees, shall call meetings of Ad Hoc Committees in his or her discretion, and may delegate his or her authority to other members of the Ad Hoc Committee in his or her discretion. The Chairs shall also keep the Executive Committee and the Members informed on the activities of the Ad Hoc Committees.

ARTICLE IX DELEGATES TO NATIONAL

Delegates and alternate delegates of the OC Chapter to the DSA National Convention will be elected by Members at an Annual Meeting or General Meeting. Elections for OC Chapters’ delegates and alternate delegates to the DSA National Convention shall be held on the schedule announced by DSA.

ARTICLE X PROHIBITED ACTIVITY

The OC Chapter shall not engage in activity prohibited by (i) the Internal Revenue Service guidelines established for 501(c)4 organizations or similar rules established by the State of California; or (ii) resolutions adopted at the DSA National Convention or by DSA’s National Political Committee.

ARTICLE XI NOMINATIONS AND RECALLS.

Section 11.1 Nominations Committee. A three-person Nominations Committee shall be established at least one (1) month prior to every Annual Meeting by vote of Members at a General Meeting. The Nominations Committee shall solicit and receive nominations for the positions to be elected pursuant to Section 11.2.

Section 11.2 Nominations Process. Nominations for officers, Elected Members and delegates and alternate delegates to the DSA National Convention shall be opened 10 days before each Annual Meeting and closed at such Annual Meeting. The call for nominations shall be announced to the Members at least thirty (30) days in advance of such Annual Meeting.

Section 11.3 Uncontested Positions. If a position is uncontested, the nominee will be declared elected by acclamation.

**ARTICLE XII
AMENDMENTS.**

Proposed amendments to these Bylaws must be made by written resolution, endorsed by five Members, and submitted to the Executive Committee at least one (1) month in advance of any Annual Meeting or General Meeting. After receiving a proposed amendment, the Executive Committee shall provide the Members notice, which shall include the content of the proposed amendments, at least two (2) weeks prior to the next Annual Meeting or General Meeting. Any amendment to the Bylaws must be approved by a majority vote of Members at two consecutive meetings of Members, whether Annual Meetings or General Meetings.

SCHEDULE I

Orange County Zip Codes

92806	92624	92706
92805	92627	92708
92808	92626	92780
92807	92629	92782
92815	92637	92802
92823	92630	92801
92822	92647	92804
92831	92646	92803
92833	92649	
92832	92648	
92835	92651	
92840	92653	
92841	90680	
92844	92655	
92843	92654	
92845	92657	
92861	92656	
92865	92661	
92867	92660	
92866	92663	
92869	92662	
92868	92673	
92870	92672	
92887	92675	
92886	92674	
92530	92677	
92602	90720	
92604	92676	
92603	92679	
92606	92678	
92605	92683	
92607	90740	
92612	92688	
92610	90743	
92615	92691	
90621	90742	
92614	92692	
90620	92697	
90623	92694	
92617	92701	
90630	92703	
92618	92705	
92620	92704	
92625	92707	