

**Bylaws of the
Orange County Democratic Socialists of America**
*a California nonprofit mutual benefit corporation,
as adopted on August 23, 2025*

PREAMBLE

Orange County DSA is a chapter of the Democratic Socialists of America which 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. We reject 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.

We envision 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. Our conception of socialism is a profoundly democratic one, rooted in the beliefs that human beings should be free to develop to their fullest potential, that public policies should not be determined by the powerful or wealthy but rather through popular participation, and that individual liberties should be carefully safeguarded.

We are committed to a freedom of speech that does not criminalize dissent and the freedom to organize independent trade unions, libertatory groups, political parties, and other similar formations that are essential bulwarks against the dangers of the intrusive state. We are committed to a freedom of religion that protects the rights of those for whom spiritual concerns are central. We support the liberation of all oppressed peoples, from queer, indigenous, and immigrant communities here on Turtle Island to the victims of imperialism and colonialism around the world.

We are socialists because we are developing a concrete strategy for achieving this socialist future we envision. In the present, we are building a visible socialist presence within the broad democratic left; in the long term, we are building a majority movement capable of making democratic socialism a reality in the United States. Our strategy acknowledges the class structure of the United States and its fundamental contradiction between the few with enormous economic power, and the vast majority of the people.

To advance these goals, the creation of a socialist society in the United States, and the development of socialist politics in Orange County, we the members of the Democratic Socialists of America residing in the County of Orange in the State of California do hereby form and incorporate the Orange County Democratic Socialists of America.

ARTICLE I. Name and Organization.

- § 1. The name of this Organization, a Local and Chapter of the Democratic Socialists of America, shall be the “Orange County Democratic Socialists of America”. The Organization may also be referred to as “Orange County DSA”, “OCDSA”, the Orange

County chapter of the Democratic Socialists of America, or as the “Chapter” for the purposes of these bylaws (the “Bylaws”).

- § 2. This Chapter is a nonprofit mutual benefit corporation organized under and subject to the laws of the State of California, and residing entirely within the County of Orange. Unless it is otherwise unable to do so by law, this Chapter shall maintain a federal taxation status as an IRC § 501(c)(4) social welfare organization.
- § 3. As a Local of the Democratic Socialists of America (“DSA”), Orange County DSA is subject to the Constitution and Bylaws of the Democratic Socialists of America. Provisions of these Bylaws which are contrary to the national DSA Constitution and Bylaws are null and void, and the provisions of the national DSA Constitution and Bylaws which pertain to Local chapters are restated as if fully set forth here.
- § 4. This Chapter is chartered by the Democratic Socialists of America. If at any time the Chapter does not hold a current charter, the Chapter shall automatically dissolve within one hundred and eighty (180) days of charter loss unless this provision is suspended by a majority vote of the membership. In the event of dissolution, all Chapter assets shall be turned over to the Democratic Socialists of America.
- § 5. The jurisdiction of this Chapter shall be the County of Orange in the State of California, including all cities and unincorporated areas within the County of Orange. This section may be amended without a vote of the membership to comply with directives from the DSA National Political Committee.
- § 6. The names of this Chapter, as well as any logos and mascots, may be registered or trademarked with the California Secretary of State or with the United States Patent and Trademark Office, including as insignia under California Corporations Code § 21301.

ARTICLE II. Membership.

- § 1. Any individual who is a member in good standing of the Democratic Socialists of America and whose registration with DSA reflects that their local chapter membership is assigned as “Orange County” shall be a member of the Orange County Democratic Socialists of America.
- § 2. It is the responsibility of members to, among other responsibilities set forth elsewhere in these Bylaws or by adopted policy of the Chapter:
 - (a) elect the officers and the Steering Committee of the Chapter;
 - (b) elect delegates and approve candidates for the DSA National Convention;
 - (c) vote on matters related to DSA national policy;
 - (d) vote on the policy, endorsements, and bylaws of Orange County DSA;
 - (e) make recommendations to the DSA National Political Committee.

- § 3. Members may be disciplined by the Chapter, including through suspension or expulsion depending on the national grievance policies of DSA, for any of the offenses listed within this section. Prior to a disciplinary action being taken against a member, another member must formally provide written charges of the alleged offense(s) to the Steering Committee, who shall provide the accused the opportunity to respond and to face a vote of the membership, which shall only suspend or expel the member with a two-thirds ($\frac{2}{3}$) vote. Investigations may be conducted into the alleged offense(s) consistent with DSA national policy and the provisions of these Bylaws prior to the matter being placed for vote in a meeting, as long as the investigation does not create undue delay in allowing the accused to respond or the aggrieved to have their grievance voted on. Suspended or expelled members may only have their suspension or reversal reversed by a two-thirds ($\frac{2}{3}$) vote of the membership, or by order of the National Political Committee.
- (a) The member is in substantial disagreement with the principles or policies of DSA.¹
 - (b) The member has consistently engaged in undemocratic or disruptive behavior.
 - (c) The member has breached a legal obligation to the Chapter or to members.
 - (d) The member has engaged in conduct which is obviously contrary to these Bylaws or which impairs the rights of members to enjoy the benefits of this Chapter.
- § 4. No dues may be required to become a member of Orange County DSA except for those required to become a DSA member. The Chapter may receive portions of dues revenue from DSA and may engage in fundraising activities to fund its operations.
- § 5. By becoming a member of Orange County DSA, members waive their rights to notices under the California Corporations Code, and waive all common-law and statutory rights to sue on the grounds that the Chapter's actions confer unequal favor or benefit. This section does not affect any other provisions of these Bylaws or policies of the Chapter which require membership notices for certain actions and meetings.
- § 6. Members shall retain the right of freedom of association amongst themselves and the right to organize caucuses, factions, or groups that express support for or opposition to existing or new organizational policies in a comradely fashion and without inhibiting the work or democratic functioning of the Chapter.

ARTICLE III. Meetings.

- § 1. The Chapter shall hold an Annual Convention (the "Convention") of members each calendar year in the month of September on a date and at a time to be determined by the Steering Committee, no later than one year and three weeks from the previous Annual Convention, to elect the officers and Steering Committee of the Chapter and to pass additional policies as submitted and voted on by members. The time and date of the Annual Convention shall be announced at least six (6) weeks prior to it taking place. The

¹ This subdivision incorporates the Chapter's prior Anti-Zionist Resolution, which considers all members who have consistently and publicly opposed BDS and the Palestinian cause, who are currently affiliated with the Israeli government or any Zionist lobby groups, or who have knowingly provided material aid to Israel, to be in substantial disagreement with the policies and principles of DSA.

Annual Convention shall be held in-person with virtual attendance permitted, except as required by law or in the event that doing so is not in the interest of public health per a vote of two-thirds ($\frac{2}{3}$) of the entire Steering Committee.

(a) Candidates may run for any electable position created in these Bylaws, or by a vote of the membership. A candidate may run for as many positions as they like, but may be required to decline some positions pursuant to these Bylaws. Only self-nominations are permitted, and no signature count or other test may be required for a candidate to run. Candidates shall file with the Secretary a notice of intent to run, including their written candidate statement if they include one, at least three weeks prior to the Annual Convention.

(b) The Secretary shall distribute all received candidate statements from qualified candidates to the membership at least two weeks prior to the Annual Convention. The Secretary shall also convene a Candidate Forum, to take place no less than three or more than ten days, if at least thirty (30) candidacies have been filed. If less than thirty (30) candidacies are declared, at least thirty (30) minutes shall be apportioned for candidates to speak prior to the vote at the Annual Convention.

(c) Any member may submit a resolution or proposed bylaws amendment, except for an endorsement request, to the Annual Convention. Submissions shall be due two weeks before the Convention. The Steering Committee, in preparing the Annual Convention agenda, shall make all efforts to include all submissions on the agenda; if more submissions are made than time can be allocated for, the Secretary shall conduct an asynchronous poll of the membership, lasting at least three days and taking place at least four days before the Convention, to determine which items should be put on the agenda.

(d) The Steering Committee may prepare, based on a showing or presumptive likelihood of supermajority support for an agenda item, a consent agenda for the Annual Convention. Endorsements and bylaws changes may not be placed on the consent agenda. The consent agenda shall only require a majority vote to be adopted.

(e) The Political Education Committee shall prepare programming for attendees alongside the deliberative matters of the Convention. Members of other local political organizations and of other DSA chapters may be invited to the Convention as observers and for the purposes of engaging with the non-deliberative programming in the discretion of the Steering Committee.

(f) All votes for officers, except for votes of acclamation and where only two candidates are running, shall be done using Meek Single Transferable Vote.

§ 2. In addition to the Annual Convention, the Chapter shall hold General Meetings on a monthly basis, excluding the month of September, on a date and at a time to be determined by the Steering Committee, or by a resolution passed by the membership. At least six of the monthly meetings shall be business meetings. General Meetings may be cancelled by the Steering Committee in case of emergencies, except that at least five

regularly scheduled business meetings must occur in each calendar year, and adjacent meetings shall not both be cancelled. The initial agenda for each meeting shall be determined by the Steering Committee based on member submissions, subject to motions to amend the agenda or to suspend the rules to bring an item forward for consideration.

(a) Notice of General Meetings shall be provided to the membership at least seven days prior to their occurrence. Notice may be given by electronic means, including but not limited to text messages, instant messaging platforms, and electronic mail.

- § 3. Meetings shall be conducted in accordance with the newest edition of Robert's Rules of Order, Newly Revised, except as provided in these Bylaws and by organizational policy. The membership shall have the right to pass standing rules not contrary to these Bylaws, a compendium of which shall be maintained by the Co-Chairs. Quorum shall be equal to four-fifths ($\frac{4}{5}$) of the attendance of the three preceding business General Meetings, or ten (10), whichever is larger.
- § 4. A meeting shall be held prior to each DSA National Convention, subject to DSA policies, where members can approve resolutions to nominate members for the National Political Committee and to fund the Chapter's delegation to the DSA National Convention. The Chapter's delegation, including the delegation chair and alternates, shall be elected at this meeting using a process substantially similar to that of electing officers.
- § 5. Delegates to the California DSA State Council shall be elected annually. In years where a DSA National Convention takes place, the State Council delegate election shall take place alongside the DSA National Convention delegate election; otherwise, it shall take place at the monthly general meeting for April.

ARTICLE IV. Officers and Steering Committee.

- § 1. The officers of the Chapter are the chairs of the Standing Committees and the members of the Steering Committee. The Steering Committee shall constitute the Board of the Chapter, and the members of the Steering Committee shall be Directors of the Chapter.
- § 2. The Steering Committee shall be comprised of the following seventeen elected officers, of which any individual can only occupy one position:
- (a) Two Co-Chairs, who shall jointly hold the titles of Chief Executive Officer, Chair of the Board, and President of the Chapter for legal purposes. When it is necessary to have a single head of the organization for legal purposes, the Steering Committee may prescribe who the head of the organization is, subject to renewal at the end of the fiscal quarter. If both Co-Chairs are unable to execute the duties of their office, the Secretary may act in their place.
- (b) A Secretary, who shall be responsible for official communications (except as delegated by these Bylaws and by committee charters) and for non-financial legal documentation of the Chapter, including the regular filing of Statements of Information

with the California Secretary of State. The Secretary shall also serve as the recording secretary at meetings, and shall be the primary liaison between the Chapter and DSA's national bodies.

The Steering Committee shall appoint a member in good standing to serve as parliamentarian at least 24 hours in advance of each general membership meeting. The parliamentarian shall serve their function as described in Robert's Rules of Order. Any member may motion to appoint a volunteer parliamentarian in advance of or during other chapter meetings. If seconded, a parliamentarian shall be selected from volunteers. The parliamentarian shall then be considered to be appointed by unanimous consent unless opposed, in which case a volunteer parliamentarian shall be chosen by a simple majority vote of attendees to the meeting.

(c) A Treasurer, who shall have the responsibility of managing the Chapter's finances and presenting reports on Chapter finances to the membership at the Annual Convention and on request at General Meetings. The Treasurer may, in consultation with the Co-Chairs, execute disbursements for day-to-day operations of the Chapter of no more than \$50, or may with the majority consent of the Steering Committee disburse up to \$500. The Treasurer shall be responsible for the proper filing of tax returns and information with the California Franchise Tax Board and the Internal Revenue Service.

(d) Three representatives of the largest Young Democratic Socialists of America (YDSA) chapters or organizing committees within the County of Orange, which shall by default be a Chair or President of those organizations unless the representative position is delegated to another member.

(e) Nine at-large members of the Steering Committee, with at least three not being cisgender men and at least three being members of a nationally marginalized race or ethnicity.

(f) A Historian, who shall work in coordination with the Secretary to ensure that Chapter documents and the history of the Chapter are preserved and well-documented.

§ 3. Except for the representatives from YDSA chapters, the terms of officers shall end on September 30 of each year. Terms for officers regularly elected at the Annual Convention shall commence on October 1 following the Annual Convention.

§ 4. The Steering Committee shall have, in addition to any rights and responsibilities duly assigned by the membership, the power and duty to:

(a) Administer Chapter affairs and day-to-day operations.

(b) Implement decisions and resolutions of the membership.

(c) Coordinate and organize meetings, forums, and other events of the Chapter.

(d) Receive reports of Committees upon request.

(e) Advise Committees on their policies and activities.

(f) Make recommendations in grievance cases based on the provided report.

- (g) Act and speak on the Chapter's behalf in between meetings.
- (h) Ensure that Chapter documents are well-maintained and secure.

- § 5. The Steering Committee shall hold meetings at the call of the Co-Chair and on a regularly scheduled basis as determined by the Steering Committee. Meetings shall be announced to the members of the Steering Committee at least three (3) days in advance, unless an emergency meeting is called by the Co-Chairs, in which case only thirty minutes of notice shall be required. Quorum for these meetings is a majority of the Steering Committee. Standing Committee chairs may be summoned to Steering Committee meetings at the discretion of the Co-Chairs.
- § 6. Officers may be suspended on a vote of two-thirds ($\frac{2}{3}$) of the Steering Committee or by a petition of five percent (5%) of members. Suspended officers shall face the membership at the next monthly general meeting with the right to respond to the allegations against them. The membership may vote by three-fifths ($\frac{3}{5}$) to remove the officer. An officer who is removed shall be ineligible to hold any elected position for one year, unless the membership votes by three-fourths ($\frac{3}{4}$) to make such removal permanent. Permanently removed officers may regain the ability to hold positions by a vote of two-thirds ($\frac{2}{3}$) of the membership.
- § 7. The Steering Committee shall appoint, subject to approval by the membership, at least two Harassment and Grievance Officers (HGOs) who shall execute chapter and national policy with regards to grievances filed. HGOs may only be removed for good cause, and only by a majority vote of the membership. The terms of HGOs shall automatically expire one year after their appointment, with no limits on how many terms they may serve.
- § 8. In the event of a vacancy in an elected position, the position shall be filled by a vote of the Steering Committee unless the Chapter votes in the next business general meeting to schedule a special election, the terms of which shall be specified in the special election resolution and which shall be substantially similar to the regular election process.

ARTICLE V. Committees.

- § 1. Committees are formal bodies of the Chapter established to carry out ongoing work in specific political, strategic, or operational areas. Committees may be designated as either Standing Committees or Non-Standing Committees and are required to meet at least once per month.
- § 2. The Chapter shall have the following Standing Committees:
 - (a) The Communications Committee, co-chaired by the Social Media Chair and, ex officio, by one of the Co-Chairs or by the Secretary, as determined by the Steering Committee.
 - (b) The Membership Engagement Committee, co-chaired by the Membership Engagement Co-Chairs.
 - (c) The Electoral Committee, co-chaired by the Electoral Co-Chairs.

- (d) The Labor Committee, co-chaired by the Labor Co-Chairs.
- (e) The Political Education Committee, co-chaired by the Political Education Co-Chairs.

These committees shall submit charters under § 4, if they do not already have a charter, to the Steering Committee within six months of the adoption of these bylaws.

- § 3. Any group of at least five (5) members in good standing may submit a proposal to the Steering Committee to form a Committee. The proposal must include a draft charter containing the proposed name, mission statement, and objectives of the committee. The Steering Committee shall place the proposal on the agenda of the next General Meeting or Annual Convention, provided that at least two (2) weeks' notice is given to the membership.
 - (a) A majority vote of the membership is required to approve the formation of a committee and appoint a chair or co-chairs. The appointed chair(s) may appoint an interim vice chair (if only one chair is appointed) and an interim secretary, to serve until a formal charter is adopted and officer elections are held.
- § 4. Formed Committees shall have up to six (6) months to finalize a formal charter. A formal charter must be approved by a majority vote of the committee's members and submitted to the Steering Committee. The Steering Committee shall place the formal charter on the agenda of the next General Meeting or Annual Convention, with at least two (2) weeks' notice to the membership.
 - (a) The formal charter must include the Committee's name, mission statement, objectives, scope of work, governance structure, and any other provisions relevant to its operations.
 - (b) A majority vote of the membership is required to approve a committee's formal charter.
 - (c) Failure to finalize and approve a charter within the allotted timeframe shall result in automatic dissolution of the committee, unless an extension is granted by a vote of the Chapter membership.
- § 5. The chairs or co-chairs of all chartered Committees shall be elected by the membership at the Annual Convention. An individual may serve as chair or co-chair of no more than one chartered Committee, even if they concurrently hold a position on the Steering Committee.
- § 6. All Committee meetings shall be conducted in accordance with Robert's Rules of Order, except as otherwise provided in the Committee's charter or by vote of the membership. Membership in Committees and attendance at Committee meetings shall be open to all members of the Chapter.
- § 7. All Committees shall provide brief reports at each General Meeting and the Annual Convention, summarizing recent activities and upcoming plans. Each Committee must ensure its charter and all meeting minutes are made easily accessible to the membership to promote transparency and accountability.

- § 8. Committees may be dissolved by a two-thirds ($\frac{2}{3}$) vote of the membership at a General Meeting or Annual Convention, or automatically if they fail to meet the minimum meeting frequency for three consecutive periods. Dissolution proposals must be included in the meeting notice at least two (2) weeks in advance.

ARTICLE VI. Working Groups.

- § 1. Working Groups are member-initiated formations organized around specific political, geographic, identity-based, or strategic issues relevant to the Chapter's mission.
- § 2. Working Groups serve as flexible formations for exploration, experimentation, and organizing around time-bound or evolving priorities. Working Groups shall operate for a period not to exceed one (1) year, as determined in their founding proposal or by majority vote of the membership.
- § 3. Any group of at least three (3) members in good standing may submit a proposal to the Steering Committee to establish a Working Group. The proposal must include the Working Group's name, mission statement, objectives, and duration of operation. The Steering Committee shall place the proposal on the agenda of the next General Meeting or Annual Convention, provided at least two (2) weeks' notice is given to the membership. The proposal shall require a majority vote of the membership for approval.
- § 4. The Working Group may appoint a chair or co-chairs to coordinate its activities upon approval. The appointed chair or co-chairs may appoint an interim vice chair (if there is only one chair) until such time as the Working Group formalizes its leadership and holds elections. Working Groups may define additional internal roles and decision-making procedures, provided they are consistent with democratic norms.
- § 5. Working Groups must meet at least once a month. Membership and attendance at Working Group meetings shall be open to all members of the Chapter. All meetings shall be conducted in accordance with Robert's Rules of Order, except as otherwise provided in the Working Group's proposal or by membership vote.
- § 6. After six (6) months of continuous activity and regular meetings, a Working Group may propose to become a chartered Committee. To do so, the Working Group must submit a formal charter and officer slate to the Steering Committee. The charter and officer slate must be approved by a majority vote of the Working Group's membership before submission. The Steering Committee shall place the proposal on the agenda of the next General Meeting or Annual Convention with at least two (2) weeks' notice. A majority vote of the membership shall be required to approve the transition.
- § 7. Working Groups may be dissolved by a majority vote of the membership at a General Meeting or Annual Convention. The Steering Committee may also recommend dissolution for inactivity or conduct inconsistent with the Chapter's values or Bylaws,

subject to a membership vote. Working Groups may also voluntarily dissolve by notifying the Steering Committee in writing.

ARTICLE VII. Amendments.

- § 1. Members may submit proposed amendments to the Bylaws or the Articles of Incorporation for consideration at a General Meeting. Submissions of proposed Bylaws amendments must be made at least two weeks before the General Meeting in which they will be considered. The Co-Chairs, Secretary, and Treasurer shall each have the right and obligation to give a report and recommendation to the membership prior to the approval and execution of any bylaws amendment, unless they are not in attendance at the meeting where the amendment is considered. Bylaws amendments shall only be approved by two-thirds ($\frac{2}{3}$) vote.
- § 2. The Steering Committee must designate at least one meeting every four years as a bylaws review meeting. Changes may be proposed, deliberated on, and voted on as a block in such a meeting. Bylaws changes which are not contradictory shall be presented in the next General Meeting for approval and execution as block votes. Members may also propose entirely new bylaws, and such proposals may be amended and referred to the next General Meeting.
- § 3. Any vote to dissolve Orange County DSA, or to make any Bylaws or Articles of Incorporation change which would result in dissolution, must be approved by a four-fifths ($\frac{4}{5}$) vote.