

OVERVIEW OF THE REVISED BYLAWS

The Twin Cities Chapter of the Democratic Socialists of America has undergone explosive growth over the past two years. The Bylaws Working Group undertook a year long project to review the current bylaws and suggest updates that would help the TCDSA predict and address potential issues connected with its sudden expansion.

The changes proposed by the working group fall into the following categories:

A. Clarifying Language:

Definition of quorum

Clarification of officers' duties

Definition of branches, working groups and caucuses

Impact of partial terms for elected officers

Definitional changes to reflect the chapter's current status as a Minnesota non-profit organization

Correction of grammatical and typographical errors

B. Additions:

Procedure for recall elections

Leave of absence procedure for elected officers

Procedure for override of Steering Committee decisions

C. Deletions:

Program meeting requirement

Language that "others" the working class

It is the Working Group's intention that these revised bylaws will allow TCDSA to continue its commitment to radical democracy while increasing transparency and accessibility.

The Bylaws Working Group submits the attached Revised Bylaws for consideration for adoption by the TCDSA membership at the November 2018 member meeting.

9/6/18 revision

BYLAWS

Item I MEETINGS OF TCDSA

Section 1 Annual Member Convention

- a. TCDSA shall hold an Annual Convention for all Members annually in the month of September.
- b. This meeting shall elect officers, adopt an annual budget, and set program priorities through motions and resolutions for the coming Fiscal Year.
- c. Amendments to these Bylaws may be considered at the Annual Convention.

Section 2 Notice requirement for Annual Member Convention

- a. Notice of the Annual Convention and a draft agenda shall be delivered, either by mail or electronically or both, to all members no more than seventeen and no fewer than ten days before the meeting.
- b. All members will receive such notice by electronic mail by default, unless the Operations Coordinator receives either a request in writing for such notices by United States Postal Service mail or the Operations Coordinator does not have any electronic mail address on file for the member.
- c. The Operations Coordinator shall ensure that the meeting notice is sent to all members and shall post the notice on the Official TCDSA Website (twincitiesdsa.org) and Social Media as described in Item VII below.

Section 3 Regular Membership Meetings

- a. TCDSA shall hold at least three additional membership meetings each year, the time and place of which shall be determined by the Steering Committee. The Steering Committee shall set the agenda for each membership meeting, based on input from the members, if any.
- b. Amendments to these bylaws may be considered at a Membership Meeting.

Section 4 Notice requirement for Regular Membership Meetings

- a. Notice of each meeting and a draft agenda shall be delivered, either by mail or electronically or both, to all members no more than seventeen and no fewer than ten days before the meeting.
- b. All members will receive such notice by electronic mail by default, unless the Operations Coordinator receives either a request in writing for such notices by United States Postal Service mail or the Operations Coordinator does not have any electronic mail address on file for the

member.

c. The Operations Coordinator shall ensure that the meeting notice is sent to all members and shall post the notice on the Official TCDSA Website (twincitiesdsa.org) and Social Media as described in Item VII below.

Section 5 Emergency Meetings

The Steering Committee may call Emergency Meetings of the membership with five days' notice in cases of extreme urgency. Except for the shorter notice, these meetings shall be called and conducted in the same way as regular membership meetings.

Section 6 Quorum

a. For any membership meeting, including the annual convention, quorum is 10% of DSA members, determined by paying dues, on the membership list maintained by the Operations Coordinator. Those whose membership has been lapsed for 12 calendar months or more shall not count towards quorum.

b. The Operations Coordinator shall compute and declare the quorum before the first vote of the meeting. The calculation of quorum will be rounded up to the next whole number.

Item II OFFICERS OF TCDSA

Section 1 Definition

a. The officers of the TCDSA shall consist of two Co-chairs, designated Chair 1 and Chair 2, Recording Secretary, Operations Coordinator, Technology Coordinator, Treasurer, Political Education Coordinator, and Political Action Coordinator.

b. The Co-chair positions have specific gender requirements. For the officers' slate as a whole, the members of TCDSA shall strive for balance in race, class, sexual orientation and other factors relating to relative power in the community at large.

c. Members nominated for officer positions shall self-identify as they see fit.

Section 2 Co-chairs

a. The Co-chairs shall be the chief executives of the TCDSA and shall serve as spokespersons when one is required.

b. Two Co-chairs will be elected at the 2016 Annual Member Convention. After the election, the two Co-chairs will use lots to determine which one is Chair 1 and which is Chair 2. Chair 1 will henceforth be elected in the odd years, so the first Chair 1 will serve one year only. Chair 2 and all future Chair 1s will serve two-year staggered terms. Chair 2 will be elected in the even years.

c. No more than one co-chair may be a cisgender male at any given time.

Section 3 Recording Secretary

- a. The Recording Secretary shall prepare and publish the agendas and minutes of all Regular Membership Meetings, the Annual Member Convention and Steering Committee Meetings.
- b. The Recording Secretary shall keep an archive of all previous meeting agendas and minutes for at least three (3) years. Minutes of all membership and Steering Committee meetings will be shared electronically with the Steering Committee as soon as possible after the meeting. Members shall have access to the archive of minutes upon request.
- c. The Recording Secretary will oversee any paper balloting or division at any meeting.
- d. The Recording Secretary shall be elected in odd years.

Section 4 Operations Coordinator

- a. The Operations Coordinator shall maintain membership lists and contact lists and send notice of membership meetings and other communications on behalf of the chapter. At membership meetings, the Operations Coordinator shall register attendees, calculate and determine if there is a quorum, and provide ways for non-members to join. If a division or paper ballot is needed, the Operations Coordinator will assist the Recording Secretary by determining eligibility of all who vote.
- b. The Operations Coordinator will be the chair of the Operations Committee, and will schedule meetings of that committee as required.
- c. The Operations Coordinator shall be elected in even years.

Section 5 Technology Coordinator

- a. The Technology Coordinator is the chapter's point of contact for and shall maintain the chapter's technology, including the chapter website, databases, and chapter email addresses. The Technology Coordinator shall implement the chapter's social media and technology policies. The Technology Coordinator shall assist with research into new software, systems, or hardware before adoption by the chapter.
- b. The Technology Coordinator will be the chair of the Technology Committee, and will schedule meetings of that committee as required.
- c. The Technology Coordinator shall be elected in even years.

Section 6 Treasurer

- a. The Treasurer shall maintain records of the income, expenses, and budget of the TCDSA. The Treasurer will receive any money donated to the TCDSA (but not member dues owed to the National, which will be received by the Operations Coordinator if paid at a meeting) and will

account for all received money.

b. TCDSA will shall maintain a checking account at a credit union and the signatories will be the Treasurer and at least one Co-chair. If TCDSA engages in any business causing taxes, rents, or fees to be due, the treasurer shall pay these from the assets of the TCDSA. If TCDSA engages in any electoral activity, the Treasurer will submit campaign reporting as needed.

c. The Treasurer will be the chair of the Finance Committee, and will schedule meetings of that committee as required.

d. The Treasurer shall be elected in odd years.

Section 7 Political Education Coordinator

a. The Political Education Coordinator shall plan and follow-through on all chosen programs of political education for TCDSA.

b. The Political Education Coordinator will be the chair of the Political Education Committee, and will schedule meetings of that committee as required.

c. The Political Education Coordinator will be elected in odd years.

Section 8 Political Action Coordinator

a. The Political Action Coordinator shall plan and follow-through on all chosen programs of political advocacy for TCDSA. The Political Action Coordinator shall be, along with the Co-chairs, a liaison with any external groups that TCDSA shall choose to affiliate with, assist, or collaborate with.

b. The Political Action Coordinator will be the chair of the Outreach Committee, and will schedule meetings of that committee as required.

c. The Political Action Coordinator will be re-elected in even years.

Section 9 Nominations and Voting

a. At least thirty days before the Annual Convention, the Operations Coordinator shall distribute a nominations form to members with instructions for making nominations for open officer positions, and a deadline for submitting nominations by form.

b. Any member of TCDSA in good standing may nominate themselves. Names of nominated members will be included in the registration packet for the Annual Convention. At the Annual Convention, there will be a call for further nominations from the floor.

c. Any unopposed candidate for an office may be elected by acclamation. Contested elections will be voted on using a paper ballot. Candidates must receive a simple majority of votes to be

elected. In the case of a tie, winner shall be decided from among the tied candidates by lot.

Section 10 Recalls and Special Elections.

a. Any member of TCDSA may initiate a recall of any Steering Committee member at any time and for any reason. To do so, the member must present a formal written Petition for recall signed by 15% of dues paying members in good standing to the Operations Coordinator, unless the Operations Coordinator is the subject of the recall petition, in which case the petition shall be presented to the Recording Secretary.

b. Upon presentation, the Operations Coordinator shall verify the signatures on the petition and shall immediately provide notice to all TCDSA members that a recall election shall occur.

c. The recall election shall occur at the next regular membership meeting. A two-thirds majority of votes cast at that meeting is required to recall the elected Steering Committee member.

d. The Steering Committee member shall be permitted to resign before the recall election occurs. If the member resigns then the recall election shall be cancelled. The vacancy shall be filled according to Item III, Section 5.

Section 11 Terms of Office

The term of office for TCDSA officers shall be two years, and shall run from October 1 to September 30 of each year. Officers may serve up to three full consecutive terms in the same position. Partial terms of less than one year shall not count towards the three term limit.

Item III STEERING COMMITTEE

Section 1 Composition

The Steering Committee shall consist of the officers defined in Item II above, plus the elected representatives of any Branches formed as part of TCDSA.

Section 2 Functions, Powers, Duties

The Steering Committee, in addition to the individual responsibilities of the officers, oversees the functioning of TCDSA in line with its stated purpose, including implementing decisions made at membership meetings, proposing policies and actions to the membership for consideration, receiving reports from committees and branches, advising committees and branches on policy, and calling emergency membership meetings when deemed necessary.

Section 3 Meetings of the Steering Committee

a. The Steering Committee shall meet at least monthly. Each quarter, the co-chairs and the Operations Coordinator shall publish a calendar of that quarter's Steering Committee meetings.

b. Meetings of the Steering Committee will be open to all TCDSA members.

c. All actions of the Steering Committee shall be disclosed to the members at the next membership meeting, and are subject to amendment or override by members, if any member should make a motion to do so.

Section 4 Quorum

a. 50% of the Steering Committee members comprise a quorum. If the Steering Committee has an odd number of members, the number will be rounded up for calculating a quorum.

b. If any branch has more than one representative at the meeting, that branch shall have only one vote and only one such representative shall count toward quorum.

Section 5 Vacancies

a. Vacancies may be created if a Steering Committee member resigns, is removed by the Steering Committee, is removed by the Chapter Membership, or if the Steering Committee Member takes a leave of absence.

b. If a member of the Steering Committee misses three consecutive meetings, the Operations Coordinator will send a notice to that member, either by mail or electronically, that the Steering Committee intends to declare their position vacant and to replace them. The notice must include the date, time and place of the Steering Committee meeting at which the committee will vote on declaring the position vacant. If the member attends that meeting and expresses a desire to remain in the position, no vote will be taken and no vacancy will exist. But if the member does not attend that meeting, a vote will be taken and if the vote passes with a simple majority, a vacancy exists.

c. If the vacancy created is of an officer, the co-chairs may at their discretion appoint an acting successor, and then a special election will be held at the next usual membership meeting, or a special membership meeting may be called to elect someone to fill the vacancy. If the vacancy is a branch representative, the branch shall replace them as soon as they can, by whatever democratic means they choose.

d. Elected members of the Steering Committee may request a temporary leave of absence of one to three months each year, not to exceed three months cumulatively. The Steering Committee must be notified in writing of the member's request for leave and the estimated length of the leave. The Chairs must be notified of the reason for the leave and the reason for the leave may be kept confidential at the member's request. The Steering Committee will vote to accept the leave of absence. The Steering Committee may, at its discretion, appoint a replacement to serve while the member is absent. Multiple Steering Committee members may take leaves at the same time so long as the ability to meet quorum requirements is not affected.

Section 6 Committees and Subcommittees

a. Committees - Elected officers may chair standing committees to aid in the execution of their duties.

b. Subcommittees - The Steering Committee may delegate authority to subcommittees for the purpose of accomplishing work on a project or action.

Item IV DELEGATES TO DSA NATIONAL CONVENTIONS

Section 1 Nomination and election of delegates

TCDSA shall hold an election for delegates to each National Convention called by DSA. Voting will take place at a Regular Membership meeting. Elections for the National Convention delegation shall be held on the schedule announced by the national organization. Nominations will be made in the same manner as nominations for TCDSA officers. Election of National Convention Delegates will take place at a Regular Membership meeting.

Item V BRANCHES, WORKING GROUPS, AND CAUCUSES

Section 1 Definitions

a. Branch - Branches are based upon a shared political concern or geographic location. Members will not be excluded from participation in a branch based on identity or political tendency. Branches have a member representative on the Steering Committee.

b. Working Group – Working groups are based upon a specific task, action, campaign, or political strategy. Members will not be excluded from participation in a working group based on identity or political tendency. Working groups do not have a member representative on the Steering Committee.

c. Caucus - Caucuses are based upon a common identity, affinity, and/or political tendency. Caucuses may limit their membership based upon their shared identity or tendency. Caucuses do not have a member representative on the Steering Committee.

1. Recognized caucuses have the right to publish statements and proposals in public forums for TCDSA, subject to the moderation of the moderation team of that forum.

2. The right for a caucus to establish formal or informal relationships with other caucuses composed of TCDSA or National members shall not be infringed or regulated by the Steering Committee.

3. Caucuses shall have the right to determine their own internal structure, except where it is in violation of any bylaws or policies regarding member conduct.

Section 2 Formation and Recognition

a. Formal recognition allows a branch, working group, or caucus to a listing on the TCDSA website and promotion of events and meetings through TCDSA newsletters and social media.

- b. An initial meeting shall be called to discuss the formation of a branch, working group, or caucus. The group will be referred to as an “Interest Group” until recognition by the steering committee.
- c. Recognition of a branch by the steering committee requires presentation of written minutes and attendance of an interest group meeting with at least ten TCDSA members present. The branch will elect a steering committee representative to request recognition and to be seated on the Steering Committee. The elected representative will present the minutes and attendance at the next regularly scheduled Steering Committee meeting and request that a Steering Committee member to move to grant the branch official recognition. If this vote is successful, the branch will be recognized and the representative will immediately be a voting member of the Steering Committee.
- d. Recognition of a working group or caucus requires the names of five TCDSA members interested in participation. An elected representative of the working group or caucus will present the minutes and attendance at the next regularly scheduled Steering Committee meeting and request that a Steering Committee member to move to grant the working group or caucus official recognition.
- e. No branch, working group, or caucus shall be created which conflicts with the purpose of DSA as stated in Article II of the national constitution.

Section 3 Structures, Rules, and Dissolution

- a. Branches, working groups, and caucuses shall be primarily autonomous.
- b. All actions taken by branches, working groups, and caucuses must be in accordance with the DSA Constitution and Bylaws and these Bylaws.
- c. Branches, working groups, and caucuses may not have separate treasuries or funds, but instead must have an accounting line in the TCDSA treasury and budget.
- d. All officers and leaders of branches, working groups, and caucuses must be elected democratically, including the representative on the Steering Committee.
- e. If a branch, working group, or caucus ceases to meet or act for a period of six months, or if it has been acting in a way to bring disrepute or harm to TCDSA or the DSA, the Steering Committee may vote at a regularly scheduled Steering Committee meeting to dissolve said branch or section. The representatives of the branch, working group, or caucus must be notified of this vote at least seven days before this meeting, and they may attend the meeting to defend against dissolution. Once a branch or caucus is dissolved, it may appeal the dissolution at the next membership meeting. After final dissolution of a branch, working group, or caucus, any property and records must be turned over to the TCDSA Steering Committee.

Item VI AMENDMENTS TO BYLAWS

Section 1 Amendments

- a. These bylaws may be amended by the TCDSA membership at any legally held membership meeting, including the Annual Convention.
- b. The Steering Committee may propose a bylaws amendment to be voted upon at the next membership meeting. The text of the amendment and the intent to vote on it shall form part of the notice requirement for the meeting.
- c. A Member may move to amend the constitution or bylaws at a membership meeting, in which case it shall be voted on in the next membership meeting. It may be discussed and debated in the meeting where proposed, at the discretion of the chair. The text of the amendment and intent to vote on it shall be included in the notice for the next meeting.

Section 2 Super-majority rule for passing amendments

A two-thirds super-majority vote of the votes cast is required for amendments to pass. The membership shall be notified of the amendment and a new copy of the Constitution and Bylaws shall be posted on the TCDSA website whenever an amendment is made.

Item VII SOCIAL MEDIA AND ONLINE ASSETS

Section 1 Definitions and purpose

- a. Social media is defined as all platforms on the internet that allow for exchange of information between registered accounts.
- b. Online assets refers to organizational email accounts, websites, and opt-in mass email platforms, and other similar tools for using the internet, whether paid-for or free, that the TCDSA may own.

Section 2 Ownership and control

- a. Any social media accounts and online assets set up in the name of TCDSA are the property of TCDSA and as such, the content of these assets will be under the control of the TCDSA Steering Committee or its delegates.
- b. The co-chairs, Technology Coordinator, Recording Secretary, Operations Coordinator and at least one other officer will hold the keys and passwords to all social media and online assets. Membership or association with TCDSA does not confer on any individual member the right to control or dictate or censor online content.

Section 3 Adjunctive to legal notice requirements

Use of social media accounts and on-line assets are not a replacement for legal notice requirements as set out in these bylaws. The Operations Coordinator, on behalf of the Steering

Committee, shall use social media accounts and on- line assets to publicize membership meetings and program meetings and actions and events of TCDSA.

Item VIII MISCELLANEOUS PROVISIONS

Section 1 Rules and Construction of language

In any business meeting conducted by TCDSA, where neither these bylaws nor the DSA National bylaws dictate parliamentary procedure, Robert's Rules of Order (most current edition) will be the prevailing rules of procedure. If there is any conflict between these bylaws and Minnesota state law governing nonprofit organizations, Minnesota law will prevail.

Section 2 Fiscal Year and Accounting

The fiscal year for TCDSA shall run from October 1 to September 30. In producing financial reports and budgets, TCDSA shall use accounting principles generally accepted for small nonprofit organizations.

Section 3 External relationships and Electoral work

a. TCDSA will work in community with organizations that share, at least in part, our vision and principles. This can include socialist or communist organizations under the discipline of democratic centralism, or liberal advocacy organizations that we may disagree with on other issues. Such associations must be understood to be free and mutual on both sides and not to create any obligations or restrictions.

b. In electoral work, it is important to stress to associated groups that TCDSA, like its parent organization, is not a political party. If TCDSA gives an endorsement to a cause or candidate, it must be understood to be informal and informational only.

Section 4 Prohibited Activity

TCDSA shall not engage in activity prohibited by the IRS guidelines established for 501(c)4 organizations or similar rules established by the state of Minnesota, nor shall TCDSA engage in any activity prohibited by resolutions adopted by DSA's National Convention or DSA's National Political Committee.

Section 5 Accessibility

TCDSA shall strive to make all of its meetings, forums, and actions accessible and safe spaces for all. This consideration will extend to such things as the accessibility and safety of a venue, the type of food offered, accommodations for differences in sight, hearing, mobility and stamina, child care offerings, the avoidance of high cost venues that will essentially exclude some members, and religious and other identity considerations.

Section 6 Conflicts of Interest

If any action taken or to be taken by the Steering Committee or by TCDSA under the governance of the Steering Committee may potentially materially benefit a member of the Steering

Committee, that member is said to have a conflict of interest, and shall recuse themselves from voting on that action.

Section 7 Arbitration or Mediation

If a conflict should arise within TCDSA between any member or entity and another member or entity that threatens to harm TCDSA or prevent it from accomplishing its aims, the Steering Committee is empowered to first attempt mediation between the parties. If the Steering Committee itself is one of the entities involved, or if it fails to mediate the conflict, it shall seek the services of an independent mediator to resolve the conflict.

Section 8 Ratification of this Constitution and these bylaws

This Constitution and these Bylaws shall be submitted to the membership for ratification at the first Annual Membership Convention of TCDSA to be held in September, 2016.

ADDENDUM 1

List of counties in the Twin Cities Greater Metropolitan Area, as defined by the US Office of Management and Budget Minnesota counties (descending order of population)

1. Hennepin
2. Ramsey
3. Dakota
4. Anoka
5. Washington
6. Scott
7. Wright
8. Carver
9. Sherburne
10. Chisago
11. Isanti
12. LeSueur
13. Mille Lacs
14. Sibley

Wisconsin counties (descending order of population)

1. St. Croix
2. Pierce

AMENDMENTS SUMMARY

2017-6-4 – Item 1, Section 4 revised, former language included below. Notice of each meeting and a draft agenda shall be delivered, either by mail or electronically or both, to all members no more than seventeen (17) and no fewer than ten (10) days before the meeting. All members for whom a mailing address is available shall receive the mailed notice, and members who “opt in” for email will receive email notice. The Social Secretary is responsible for this notice, and also for posting notice on Social Media as described in Item V below. APPROVED – Summer General Membership Meeting 2017 2017-6-5 – Bylaws change formally updated in digital version on-line.

2018-1-9: Updated to reflect amendments passed in Sept 2017 meeting; Item II sec 2 (gender requirements of Co-Chairs,) Item II sec 8 (removing Steering Committee forming nominations committee and proposing slate), Item V sec 1 (clarifying how branches are formed and their purpose).