

Bylaws of the Arizona Democratic Party

Approved June 14, 1980, as Restated and Amended September 26, 2020

PREAMBLE

These bylaws cover the operation and organization of the Arizona Democratic Party (“ADP”), a party organization established pursuant to Ariz. Rev. Stat. Title 16, Sections 16-821 – 828; such sections shall be considered Appendix 1 of these bylaws.

ARTICLE I. ORGANIZATION

Section 1. STATE COMMITTEE.

There shall be a State Committee, with membership as provided by law and in Article II of these bylaws, which shall have duties and responsibilities as provided by law and these bylaws. The State Committee shall be the governing body of the ADP and shall have authority over all actions of the Executive Committee, Executive Board, and other committees of the ADP.

Section 2. EXECUTIVE COMMITTEE.

There shall be an Executive Committee, with membership as provided by law and in Article IV of these bylaws, which shall have duties and responsibilities as provided by law and these bylaws, subject to the direction of the State Committee.

Section 3. EXECUTIVE BOARD.

There shall be an Executive Board, with membership as provided in Article III of these bylaws, which shall have duties and responsibilities as provided by these bylaws, subject to the direction of the State Committee.

ARTICLE II. STATE COMMITTEE

Section 1. MEMBERSHIP.

A. Unless otherwise prescribed by law, membership of the State Committee shall consist of the chairperson of each County Committee; plus one (1) member of the County Committee for every three (3) members of the County Committee elected pursuant to statute.

B. State Committeepersons shall be elected at the County Committee Organizational Meetings. In Maricopa and Pima Counties, State Committeepersons shall be selected at the Legislative District Committee Organizational Meeting.

C. Nominations for election to the State Committee shall be allowed from the floor. No slate identification shall be allowed on any ballots or balloting at these elections. Only precinct committeepersons elected at the preceding primary election shall be eligible to vote in elections of State Committeepersons or to be elected as State Committeepersons at a County Committee Organizational Meeting or Legislative District Committee Organizational Meeting.

D. If, following a County Committee Organizational Meeting, there are fewer Precinct Committeepersons elected to the State Committee than the number of slots to which that county is entitled pursuant to Section 1(A) of this Article II, the County Committee Chair may recommend duly

appointed Precinct Committeeperson(s) to the State Chair to fill the vacant State Committeeperson slot(s) for that County. Any such appointed State Committeeperson shall be entitled to all the duties and responsibilities of elected State Committeepersons except the right to vote at the State Committee Organizational Meeting.

E. Following the State Committee Organizational Meeting, vacancies in the State Committee may be filled by any precinct committeeperson pursuant to statutory procedure, and Section 5 of this Article.

Section 2. STATE COMMITTEE ORGANIZATIONAL MEETINGS.

A. The State Committee shall hold a biennial State Committee Organizational Meeting in Phoenix no earlier than ten (10) days after the last County Committee Organizational Meeting and in any event no later than the fourth (4th) Saturday in January following a general election.

B. Within forty-five (45) days of each State Committee Organizational Meeting, the newly elected State Chair shall provide a calendar of dates for the next consecutive six (6) State Committee meetings; provided that such dates may be subject to change as circumstances require.

C. The State Committee Organizational Meeting shall be governed by the requirements set forth in Article IX of these bylaws.

Section 3. DUTIES OF THE STATE COMMITTEEPERSONS.

The duties of a State Committeeperson shall include, but not be limited to, the following: (a) canvass and campaign only on behalf of Democratic candidates; (b) assist in registration programs and in turning out a maximum Democratic vote; (c) support the ADP as well as his/her County and Legislative District Committees; (d) encourage financial support of the ADP, his/her County and Legislative District Committees; and (e) protect and defend the Constitution and laws of the United States and the State of Arizona.

Section 4. DEEMED RESIGNATION FROM THE STATE COMMITTEE.

A. A State Committeeperson shall be deemed to have resigned from the State Committee upon any of the following events:

1. The State Committeeperson fails without reasonable explanation to attend in person or by proxy three (3) consecutive meetings of the State Committee; or
2. If it is the opinion of two-thirds (2/3) of the total membership of the body that elected a State Committeeperson, as expressed by a vote at a regular or specially called meeting of that body, that the State Committeeperson has refused or neglected his/her duties; or
3. The State Committeeperson has publicly supported an opposition candidate in a partisan election.
4. The State Committeeperson fails to comply with the Conflict of Interest Policy and/or fails to disclose a real or potential conflict of interest.
5. The State Committeeperson is determined by the Executive Board to have irreconcilably violated the ADP Code of Conduct.

B. Following a deemed resignation, as described in this Section, the County Chair of the county in which the State Committeeperson resides shall notify the State Committeeperson that because of his/her actions, s/he is deemed to have resigned. The State Committeeperson may appeal such a decision to the

County Committee for reinstatement. The State Chair shall be notified of the steps in the aforesaid actions before any such action shall become final. If a State Committeeperson wishes to further appeal his/her deemed resignation, the Executive Committee shall act as final board of arbitrators. The decision reached by the Executive Committee shall be final.

Section 5. VACANCIES.

A. A vacancy in the State Committee shall occur upon any of the following events:

1. When a State Committeeperson (a) dies, (b) resigns, (c) fails to maintain Democratic registration, (d) is removed by cause, or (e) otherwise ceases to be a member of his/her county committee;
2. When a State Committeeperson originally elected in a county with a population of less than five hundred thousand (500,000) persons moves from that county.
3. When a State Committeeperson originally elected in a Legislative District located in a county with a population of five hundred thousand (500,000) or more persons moves from that Legislative District.

B. A State Committeeperson position shall be filled within fifteen (15) days of the occurrence of a vacancy as follows:

1. In counties with populations of less than five hundred thousand (500,000) persons, such vacancy shall be filled by appointment made by the State Chair with the advice and consent of the County Chair of the county in which the vacancy occurred, and shall be filled by a qualified person who resides in the same County in which the vacancy occurred.
2. In counties with populations of five hundred thousand (500,000) or more persons, such vacancy shall be filled by appointment made by the State Chair with the advice and consent of the County Chair of the county in which the vacancy occurred and the District Chair of the Legislative District in which the vacancy occurred, and shall be filled by a qualified person who resides in the same district in which the vacancy occurred.

Section 6. MEETINGS.

The State Committee shall meet at least three times in a calendar year.

ARTICLE III. STATE COMMITTEE OFFICERS

Section 1. OFFICERS.

A. The statutory officers, Chair, Secretary, and Treasurer, shall be elected at each State Committee Organizational Meeting.

B. At the State Committee Organizational Meeting, the State Committee shall also elect from its membership, under procedures set forth in Section 2 of this Article, the following additional State Committee Officers: (1) First Vice-Chair, who shall identify with a different gender and be of a different county of residence as the Chair; (2) Senior Vice-Chair, who shall identify with a different gender than the First Vice Chair, and be of a different county of residence as the Chair; (3) Six (6) Vice Chairs, no more than three (3) of the six (6) may identify as the same gender; (4) Educational Coordinator; and (5) Affirmative Action Moderator. No more than four (4) of the eight (8) Vice-Chairs shall be elected from the same county. The First Vice-Chair and Senior Vice-Chair shall be the highest-ranking.

- C. The Sergeant-at-Arms shall be a non-voting State Committee Officer and shall be appointed by the State Chair.
- D. The Democratic National Committee Members who are elected pursuant to Article X, Section 2 also shall be State Committee Officers.

Section 2. ELECTION OF OFFICERS.

- A. All nominations for State Committee officers to be elected pursuant to this Article shall be made from the floor of the State Committee Organizational Meeting and no slate identification shall be allowed on any ballots or balloting at these elections.
- B. Any duly elected or appointed State Committeeperson may be eligible for any elective office, but no person shall be nominated as a candidate without the consent of such person having first been obtained.
- C. In all cases where there is more than one (1) candidate for office, voting shall be conducted by individual ballot. To be elected, a person must receive votes on a majority of ballots cast. If a second or subsequent ballot is necessary, the name of the candidate with the lowest vote total from the preceding ballot shall be excluded from the subsequent ballot. The same procedure shall be followed until a nominee shall have received votes on a majority of ballots cast.
- D. An automatic recount shall be performed if (1) the number of votes cast is greater than the number of committeepersons present in person or represented by proxy; or (2) the ballot shall result in the election of an officer rather than only the elimination of a candidate and there is a margin of less than six (6) votes between the elected officer and the next candidate.
- E. No county shall bind itself to the “unit rule,” under which all votes from that county are cast for the candidate preferred by a majority of the county delegates.
- F. State Committee Officers shall be elected in the following order: State Chair; First Vice-Chair; Senior Vice-Chair; remaining Vice-Chairs; Secretary; Treasurer; Educational Coordinator; and Affirmative Action Moderator.

Section 3. DUTIES OF OFFICERS.

In addition to their duties as State Committeepersons, the duties of the State Committee Officers shall be as follows:

- A. *State Chair.*
 - 1. The duties of the State Chair shall be to (a) direct the affairs of the ADP and be the spokesperson for the ADP; (b) preside over all meetings of the State Committee, the Executive Committee, the Executive Board and ADP Conventions or meetings as may be held; (c) submit a proposal for approval for an annual budget to the Executive Committee; (d) after consultation with the Executive Board, assign appropriate duties to all Vice-Chairpersons; (e) after consultation with the Executive Board, appoint such Committees as required by these bylaws or deemed necessary by the Chair to carry out the programs and policies of the ADP; (f) direct the central office of the ADP and other offices that it may establish; (g) appoint State Committee Staff pursuant to Subsection (2) of this Section A; and (h) perform other duties as set forth in these bylaws.

2. The State Chair shall also have the duty to appoint state committee staff, as follows:

(a) The State Chair shall, after consultation with the Executive Board, appoint such staff, including counsel, as may be helpful to carry on the duties of the ADP. No such appointment shall extend beyond the term of the chair. Staff shall serve at the pleasure of the chair.

(b) The State Chair shall consult with regional and local officers in local staffing decisions. Specifically, the State Chair shall consult with County Chairs about the staffing and job descriptions of campaign workers based in their counties.

B. *First Vice-Chair.* The duties of the First Vice-Chair shall be to (1) assist the State Chair in the performance of his/her duties; (2) act in the State Chair's stead in his/her absence; (3) serve as a member of the DNC according to its rules; (4) attend meetings of the DNC along with the State Chair; and (5) perform other duties as are assigned by the State Chair. The First Vice-Chair shall be first in succession to the State Chair.

C. *Senior Vice-Chair.* The duties of the Senior Vice-Chair shall be to (1) serve as a member of the Rules Committee established pursuant to Article VI Section 2 of these bylaws; (2) substitute for the State Chair and the First Vice-Chair if both are temporarily unable to perform their duties; and (3) perform other duties as are assigned by the State Chair. The Senior Vice-Chair shall be second in succession to the State Chair, after the First Vice-Chair.

D. *Vice-Chairpersons.* The duties of all Vice-Chairpersons shall be to perform such duties as are assigned to them by the State Chair.

E. *Secretary.* The duties of the Secretary shall be to (1) keep records of all meetings of the State Committee, the Executive Board, and the Executive Committee; (2) provide written or electronic copies of minutes to the members of the respective committee or board and to all county chairs in a timely manner; (3) maintain a roll of members of the State Committee; (4) maintain a copy of formal reports of the State Committee's officers, committees, and sub-committees; (5) maintain a copy of all resolutions adopted by the State Committee; (6) ensure that a written record of all meetings is kept on file at the ADP headquarters, with the exception of Executive Sessions; and (6) perform such other duties as are assigned by the State Chair.

F. *Treasurer.* The duties of the Treasurer shall be to (1) serve as the custodian of all funds and securities of the ADP; (2) maintain adequate records pertaining to the finances of the ADP and file all required federal and state reports; (3) be responsible for the financial affairs of the ADP; (4) prepare an annual report for each fiscal year within forty-five (45) days of its closure for distribution at the next State Committee meeting; (5) serve as a member of any committee pertaining to finance or that receives or disburses funds; (6) at least once a month, to the extent that funds are available and expenditures are authorized by law, pay outstanding bills which are those bills that have been duly incurred within the current budget as permitted by these bylaws; (7) disburse funds in accordance with the direction of the Executive Board; and (8) perform other duties as set forth in these bylaws. Where the legality of expenditure is questioned by the Treasurer, the opinion of legal counsel is final.

G. *Educational Coordinator.* The duties of the Educational Coordinator shall be to (1) assist with and direct the implementation of the Party Platform and program for multicultural outreach; (2) chair the Platform Committee established pursuant to Article VI Section 3 of these bylaws; and (3) perform other duties as assigned by the State Chair.

H. *Affirmative Action Moderator.* The duties of the Affirmative Action Moderator shall be to (1) assist with and direct the implementation of the ADP Affirmative Action Program as outlined in Article X of these bylaws; and (2) perform other duties as assigned by the State Chair.

I. *National Committee Members.* The duties of the National Committee Members elected pursuant to Article X of these bylaws shall be to (1) perform the duties described in Article XI, Section 3 of these bylaws; and (2) perform other duties as assigned by the State Chair.

J. *Sergeant-At-Arms.* The duties of the Sergeant-At-Arms shall be to (1) maintain order at all meetings of the State Committee and of the Executive Committee; (2) keep an inventory of equipment that belongs to the State Party; and (3) report on this inventory at least once each year.

Section 4. REMOVAL OF STATE COMMITTEE OFFICERS.

Any elected State Committee Officer shall be removed from office by a two-thirds (2/3) vote of the total number of the State Committee.

Section 5. VACANCIES.

A. Vacancies among the State Committee Officers shall be filled by an election held at the next regularly scheduled State Committee meeting following the vacancy, provided that the vacancy has occurred and notice has been provided to State Committeepersons at least ten (10) days prior to the meeting. Otherwise, the election may be held at the second State Committee meeting following the vacancy, or a special meeting of the State Committee may be called to fill the vacancy.

B. If the State Chair vacates his/her position and is replaced by a person of the opposite gender, the Senior Vice-Chair shall become the First Vice-Chair of the Party with all attendant duties including membership on the DNC, and the First Vice-Chair shall become the Senior Vice-Chair.

C. A vacancy in the office of State Chair may be filled by any State Committeeperson residing in any county, and no Vice-Chair will be disqualified by virtue of residency.

Section 6. EXPENSES OF OFFICERS.

State Committee Officers may be reimbursed for reasonable out-of-pocket expenses in the performance of their duties as set forth in the ADP Annual Budget.

Section 7. ANNUAL BUDGET.

The ADP Annual Budget, approved by the Executive Committee, shall represent the expenditure authority of the ADP, subject to amendment, and shall be in effect for the year starting on the first month after approval. Any expense in excess of the amount budgeted shall be subject to approval of the Executive Committee. The Treasurer shall provide a financial report at least quarterly. No contracts for capital expenditures, employment, consultants or contracts in excess of \$10,000 signed by the State Chair or on behalf of the ADP shall extend beyond the term of the State Chair without approval of the Executive Committee.

ARTICLE IV. EXECUTIVE COMMITTEE

Section 1. MEMBERSHIP.

A. Unless otherwise specified by law or by these bylaws, the Executive Committee shall consist of the following members: (1) The County Chairperson from each county; (2) the first and second County Vice Chairpersons from each county; (3) the National Committee Members elected pursuant to Article X of these bylaws; (4) three (3) Members-at-Large from each Congressional District; (5) the President or a representative of the President of the Young Democrats of Arizona; (6) the President or representative of the President of the Arizona Federation of Democratic Women's Clubs; and (7) the other State Officers listed in Article III of these bylaws.

B. The State Chair shall serve as Chair of the Executive Committee.

Section 2. AT-LARGE MEMBERS.

The State Chair shall appoint the Members-at-Large within one (1) month following the State Committee Organizational Meeting.

Section 3. EXECUTIVE COMMITTEE DUTIES.

The Executive Committee's duties shall be to (1) approve the Annual Budget and any amendments to it; (2) approve specific contracts extending beyond the State Chair's term; (3) act as the final board of arbitrators for State Committeepersons seeking reinstatement after a deemed resignation or removal; and (4) perform such duties as assigned by the State Chair.

Section 4. MEETINGS.

The Executive Committee shall meet at least three times in a calendar year.

ARTICLE V. EXECUTIVE BOARD

Section 1. MEMBERSHIP.

The Executive Board shall consist of the following members: (1) All State Committee Officers elected pursuant to Article III or Article X, Section 2 of these bylaws; (2) the Chair of the Council of County Chairs; and (3) the National Committee Members elected pursuant to Article X of these bylaws. The State Chair shall serve as the Chair of the Executive Board.

Section 2. EXECUTIVE BOARD DUTIES.

The duties of the Executive Board shall be to (1) act on behalf of the State Committee between State Committee meetings; (2) perform other such duties as assigned by the State Chair; (3) adopt and maintain Conflict of Interest and Code of Conduct Policies; and (4) adopt and maintain additional policies and procedures for the ADP and its staff.

Section 3. MEETINGS.

- A. The Executive Board shall meet at least four times in a calendar year.
- B. The Executive Board may meet within 48 hours upon the call of the State Chair.
- C. Members may participate in person or electronically.

Section 4. CONCURRENT POSITIONS.

- A. ADP Officers and other members of the ADP Executive Board shall not concurrently serve as officers of any political action committee.
- B. ADP Officers and other members of the ADP Executive Board shall not concurrently serve as employees of the ADP.

ARTICLE VI. OTHER COMMITTEES

Section 1. COUNCIL OF COUNTY CHAIRS.

- A. There shall be a Council of County Chairs composed of the elected chairpersons of each of the fifteen (15) County Committees.
- B. The duties of the Council shall be to (1) serve as a support group for training and working with County Chairs to assist in finance, media relations, and other administrative skills; and (2) serve as an adjunct to the State Chair to facilitate the aims and goals of the ADP.
- C. The Council shall meet at each meeting of the State Committee. In addition, the Council shall also meet at least once each quarter at a time other than during the State Committee meetings.
- D. The time and place of such meetings shall be set by the Council through a Chair who shall be chosen by the County Chairs at the first meeting following the State Committee Organizational Meeting.

Section 2. Standing Committees

- A. Unless an ex-officio standing committee chair is specified in these bylaws, the State Chair shall appoint a chair for each Standing Committee within 30 days of each State Committee Organizational Meeting. Such appointments shall be made with advice from the other officers.
- B. Unless otherwise specified in these bylaws, each Committee Chair shall appoint the corresponding committee members, with advice from the State Chair. Unless otherwise specified in these bylaws, each standing committee shall include five (5) to fifteen (15) members, with representation from at least five (5) counties. All standing committee members shall be State Committeepersons. The majority of members of any standing committee shall be individuals other than Executive Board members.
- C. Standing Committees and their responsibilities:
 - 1. *Affirmative Action Committee.* The duties of the Affirmative Action Committee shall be to undertake the responsibilities stated in Article X of these bylaws.
 - 2. *Election Integrity Committee.* The duties of the Election Integrity Committee shall be to (a) protect the integrity of elections by assuring that all processes are in compliance with federal, state and local laws, statutes and regulations; (b) organize and coordinate with County Committees and other organizations to (i) assure comprehensive access to voter registration services and information, including the protection and restoration of voting rights; (ii) recruit poll workers, poll observers and ballot processing observers to monitor the county government administration of elections; (iii) recommend county level election integrity guidelines and best practices; (c) monitor and recommend responses to proposed federal and

state legislation that may impact voting rights or election processes; and, (d) recommend actions to ensure the integrity of the Arizona decennial redistricting process.

3. *Platform Committee.* The duties of the Platform Committee shall be to (a) maintain a dynamic, responsive platform that represents the ADP; (b) review and consider platform suggestions from State Committeepersons; (c) submit recommended platform revisions to the Executive Board for review and approval prior to submission to the State Committee; (d) ensure that the approved document is available one (1) month prior to the meeting of the State Committee at which a platform revision is to be considered for adoption; (e) facilitate the timely and strategic dissemination of the ADP Platform and specific elements thereof; and (f) maintain timely communications with the Resolutions Committee.
4. *Resolutions Committee.* The duties of the Resolutions Committee shall be to (a) review all resolutions proposed to the State Committee in accordance with these bylaws; (b) report to the State Committee and recommend approval, rejection, or amendment of all resolutions; (c) establish and publish the procedures for the proposition of resolutions that are consistent with these bylaws; (d) maintain timely communications with the Platform Committee, so that approved resolutions may be considered in platform amendments.
5. *Rules Committee.* The duties of the Rules Committee shall be to (a) keep the bylaws of the ADP consistent with the aims and policies of the ADP, and consistent with applicable laws; (b) propose changes to the bylaws; (c) review and recommend approval, rejection, or amendment of all changes to the bylaws proposed by State Committeepersons; (d) develop and recommend governance-related policies and procedures for consideration by the Executive Board; (e) oversee the credentials process; (f) report to the State Committee; and (g) conduct other activities as requested by the ADP Chair.

The Chair of the Rules Committee shall serve as an ex-officio, non-voting member of the ADP Executive Board.

The Rules Committee shall oversee the organization and activities of the credentials process, which will include staff and, as needed, State Committee member volunteers. The process includes (a) facilitating the maintenance of State Committee and Executive Committee membership rosters and to ensure timely communications with such members; (b) approving the credentials of all State or Executive Committee members at meetings of those committees; (c) reviewing and approving all proxies in accordance with these bylaws; (d) overseeing all vote counts; (e) resolving all challenges to members or proxies; and (f) in the event that a ballot is required, (i) counting the ballots; (ii) determining the intent of the voter; and (iii) resolving any conflicts regarding the validity of any ballot cast.

Section 3. SPECIAL COMMITTEES.

- A. The State Committee shall have Special Committees, circumscribed in this section, for activities that are time-limited. Additional Special Committees may be appointed by the State Chair or a may be directed by the State Committee.
- B. Special Committees related to election cycles:

1. *Delegate Selection Committee.* The duties of the Delegate Selection Committee shall be to (a) create an Arizona Delegate Selection Plan pursuant to these bylaws and DNC rules; (b) to undertake selection of delegates in accordance with those rules; and (c) create and implement a timely, transparent communications plan to inform State Committeepersons and other Arizona Democrats about all delegate selection rules, processes, elections and selections.

This committee shall convene no later than April 15 of the calendar year preceding a presidential election year and shall be dissolved after all convention and committee selections have been determined and announced.

The chair of this committee shall be appointed by the State Chair from among the ADP Vice-Chairs. Its membership will be composed of all members of the Affirmative Action Committee and all elected Democratic National Committee representatives.

2. Other committees as determined necessary by the State Chair.

Section 4. COMMITTEE STATEMENTS.

No committee shall be authorized to issue any statement on behalf of either the State Committee or the Executive Committee or as coming from the ADP. Any statement or report issued by any committee in its own behalf shall be confined to the scope of its duties.

Section 5. FUNDS.

All funds for committees are under the internal control of the ADP and fall within the duties of the Treasurer.

ARTICLE VII. ADP CAUCUSES AND ADP COUNCILS

These rules regarding ADP Caucuses and ADP Councils shall be fully in effect at the Biennial Organization meeting following adoption of this bylaw. Corresponding policies and procedures will define accommodations for the interim period, as may be appropriate.

Section 1. DEFINITIONS AND STRUCTURE.

A. *Purpose.* The ADP seeks to build a State Committee membership that is representative of its statewide constituency and that is committed to the Party's principles and platform. Therefore, provision is made for the formation and operation of ADP Caucuses and ADP Councils.

B. *Definitions.*

1. **ADP Caucus.** A Party caucus is a statewide organization. Accordingly, an ADP Caucus is a subgroup of the State Committee membership that represents, acts on behalf of, or advocates for a specific constituency group and the issues that impact it. ADP Caucuses have a stated mission, activities, goals and purposes consonant with those of the ADP and the DNC. All ADP Caucuses shall:

(a) represent a constituency (identity group) that shares inherent and/or immutable traits which define the Caucus.

(b) represent a constituency that includes State Committeepersons from least four (4) counties.

(c) represent a significant constituency of the ADP that is currently, or has been historically, underrepresented.

2. **ADP Council.** A Party council is a statewide organization. Accordingly, an ADP Council is a subgroup of the State Committee membership that represents, acts on behalf of, or advocates for a specific issue or cause. ADP Councils have a stated mission, activities, goals and purposes consonant with those of the ADP and the DNC. All ADP Councils shall:

- (a) represent and advocate for an issue or cause that is of importance to the Democratic Party.
- (b) demonstrate support from at least 10% of the State Committee membership, with representation from at least four (4) counties.

C. *Membership.* The Members of each ADP Caucus and ADP Council shall be State Committeepersons. Each Caucus and each Council shall maintain a membership of at least twenty-five (25) State Committeepersons, including persons from at least four (4) different counties. Caucuses and Councils may choose to include “associates” who are not considered Members; associates shall be PCs or other Democrats who are not State Committeepersons. Associates may attend meetings and participate in activities. Associates shall not have voting rights.

D. *Establishing and Maintaining a Caucus or Council.* A potential or existing ADP Caucus or ADP Council shall follow all ADP policies and procedures for the establishment, renewal, and dissolution of a Caucus or Council. The Executive Board shall be the final arbiter regarding eligibility to organize and operate any ADP Caucus or ADP Council.

E. *Geographic Scope.* All Democratic Party caucuses and councils shall be statewide. Regional activities are encouraged; however, party committee connections shall be with the ADP.

F. *Implied Association.* Only ADP Caucuses and ADP Councils shall be defined as such. Other groups identifying as caucuses or councils shall not include the term Democratic Party in their name.

Section 2. OPERATIONS.

A. *Governance and Oversight.* As the governing body of the ADP, the State Committee shall govern the ADP’s Caucuses and Councils. The ADP Executive Board shall adopt and execute policies and procedures for Caucuses and Councils. Additionally, the Executive Board shall seek to facilitate the successful establishment and operation of Caucuses and Councils.

B. *Leadership.* Each ADP Caucus and each ADP Council shall select a Leader and a Co-Leader who are State Committeepersons residing in different counties. Leadership terms shall be two (2) years and will commence with the Biennial Organization Meeting. The Leader and Co-Leader shall not be officers of the ADP, nor shall they be officers of any political action committee.

C. *Meetings.* ADP Caucuses and Councils shall meet in the context of each State Committee Meeting. The Caucus or Council will hold additional meetings, including remotely, as appropriate to pursue its mission and implement its goals.

D. *Activities.* ADP Caucuses and Councils shall follow all policies and procedures for Caucus and Council activities. All finances, such as fundraising and nominal expenditures, shall be managed within the ADP.

E. *Reports.* Within two (2) weeks of each State Committee Meeting, the Caucus or Council shall submit a progress report to the ADP Secretary. Additionally, the Caucus or Council shall submit a Biennial Report to the ADP Secretary within two (2) weeks of each ADP Biennial Organizational

Meeting. Reports shall be prepared and submitted in accordance with the policies and procedures for Caucuses and Councils. Reports shall be reviewed and assessed by the Executive Board or its designee.

F. *State Executive Committee Membership.* When an ADP Caucus or ADP Council is approved for renewal and its Biennial Report is found to demonstrate substantive contributions to the goals and purposes of the ADP (as determined by the Executive Board or its designee), the Caucus or Council shall be entitled to select one of its members to serve on the Executive Committee of the ADP.

G. *Revocation Events.* The Executive Board has the final authority regarding dissolution of a Caucus or Council. Any of the following events may result in the dissolution of an ADP Caucus or ADP Council:

- 1) The Caucus or Council fails to remain in compliance with eligibility or membership requirements.
- 2) The Caucus or Council fails to comply with current policies and procedures for ADP Caucuses.
- 3) The Caucus or Council fails to follow the bylaws of the ADP.
- 4) The Caucus or Council makes a public statement that conflicts with a position, rule, or procedure of the ADP.
- 5) The Caucus or Council endorses any candidate for public office during the pre-primary or primary period.
- 6) The Caucus or Council endorses or devotes effort on behalf of candidates other than Democratic candidates.

ARTICLE VIII. PRESIDENTIAL ELECTORS

Section 1. ENDORSEMENTS.

The State Committee shall endorse persons to be candidates for Presidential Electors of the Party. Each such Elector shall be required to pledge as a condition of his/her selection that s/he will vote for the Presidential and Vice Presidential nominee of the National Democratic Convention of the Democratic Party.

ARTICLE IX. MEETINGS

Section 1. MEETINGS.

A. The State Committee and the Executive Committee shall meet on the call of the Chair or in accordance with any resolution adopted by it. Meetings may be held in person or virtually (telephonic or electronic).

B. The Chair shall call a meeting within twenty (20) days of the date designated by any petition filed with the Secretary and signed by ten (10) percent of the total membership of the body whose meeting is sought, as long as such petition is signed by members of at least three (3) counties.

Section 2. WRITTEN NOTICE.

Proper notice shall be given of the date, time, and place to each member of the body that is meeting, at least ten (10) days prior to a meeting. Notices of meetings shall be in writing and may be delivered by email unless prohibited by statute.

Section 3. QUORUM.

A quorum of members of the body that is meeting shall consist of at least forty (40) percent of the membership, provided that notice has been given in accordance with Section 2 of this Article. Proxies will be counted as members present. A quorum shall be present for all voting.

Section 4. VOTING.

Voting within the State Committee, the Executive Committee or any of their sub-committees shall be on an individual basis and may be actual roll call vote, by county, by division of the body in commonly accepted manner, or by voice vote, as may be appropriate. No slate or title identification shall be made on any ballot or in balloting.

Section 5. DEBATE.

No delegates or members shall speak longer than five (5) minutes at one time, except as provided in the order of the day or by a vote of the majority of members present.

Section 6. PROXY ATTENDANCE.

Members of the State or Executive Committee meeting pursuant to these bylaws may vote by proxy at meetings held in person, in which event the following regulations (A – J, below) apply. Policies specific to proxy attendance and voting at virtual meetings shall be developed within seventy-five (75) days following the adoption of this bylaw.

- A. Each proxy shall be given to a Precinct Committeeperson residing in the county where the State Committeeperson resides, except that any State Committeeperson residing in a Legislative District lying wholly within a single county shall give his/her proxy to another qualified Precinct Committeeperson residing within such district.
- B. Each proxy shall be attested by a notary or by two witnesses.
- C. Each proxy shall state a specific meeting for which it is given and shall be valid only for that meeting.
- D. Each proxy shall be dated as of the date it is given and shall be valid only if executed within twenty (20) days of the date of the meeting for which the proxy is granted.
- E. There shall be no limit to the number of proxies an individual can hold, except that if the State or Executive Committee meeting is held in the county of residence of a committeeperson, then that committeeperson shall carry no more than three (3) proxies.
- F. Proxy voting in the matter of Delegate Selection for the Democratic National Convention or any meeting covered by separate rules shall be governed by those rules.
- G. Any member who has been present at a State or Executive Committee meeting held pursuant to these bylaws, may, upon leaving the meeting, give his/her proxy in accordance with Section (A)(1) of this Article; however, if no other qualified Precinct Committeeperson of the county where the State Committeeperson resides will be present after the departure of the State Committeeperson, s/he may give his/her proxy to the State Chair to be voted in accordance with written instructions s/he shall put on the proxy form, or, in the absence of such written instructions, to be voted at the discretion of the State Chair.

H. All proxies must be voted in accordance with written instructions the member includes on the proxy form. Failure to do so will invalidate the proxy.

I. Proxy voting is not permitted at any other committee meeting pursuant to these bylaws.

J. All challenges to members or proxies shall be referred to the Credentials Committee for resolution.

Section 7. AGENDA.

The State Chair shall prepare the agenda for each State Committee or Executive Committee meeting. The agenda must provide adequate opportunity at each meeting for any member of that body to present new business.

Section 8. WRITTEN RECORD

A written record of all State Committee and Executive Committee meetings shall be kept on file at the ADP headquarters, with the exception of Executive Sessions.

Section 9. OPEN MEETINGS.

All meetings of the State Committee and its subcommittees shall be open meetings.

Section 10. PARLIAMENTARY PROCEDURE.

A. All meetings of the Party shall be conducted under Robert's Rules of Order, Newly Revised, most current edition.

B. The State Chair may appoint a Parliamentarian who shall serve without a vote by reason of such office. Should the Parliamentarian be absent at any meeting at which his/her services are required, the State Chair may appoint another to act as Parliamentarian for any such meeting.

Section 11. PROPOSED RESOLUTIONS.

A. A State Committeeperson proposing a resolution shall, submit in writing or by email to the Secretary of the ADP a copy of the proposed resolution at least thirty (30) days prior to the State Committee meeting, for the purpose of permitting a copy of the proposed resolution to be transmitted to all members along with the call to the meeting.

B. Notwithstanding subsection (A), a State Committeeperson may submit a proposed resolution less than thirty (30) days prior to a State Committee meeting only under the following conditions:

1. The event or circumstance precipitating the proposed resolution has occurred less than thirty (30) days prior to the meeting; or
2. Knowledge of the event or circumstance precipitating the proposed resolution has occurred less than thirty (30) days prior to the meeting.

C. A State Committeeperson submitting a proposed resolution less than thirty (30) days prior to a State Committee meeting, shall present the proposed resolution at the Resolutions Committee meeting held on the day of the State Committee Meeting, and shall provide sufficient copies of said resolution to be distributed to every member present at the State Committee meeting.

ARTICLE X. AFFIRMATIVE ACTION

Section 1. COMMITTEES.

- A. The State Committee shall establish an Affirmative Action Committee as a Standing ADP Committee with the Affirmative Action Moderator serving as chair.
- B. Each County Committee shall have an Affirmative Action Committee. The duties, goals and selection of priorities shall mirror those for the ADP Affirmative Action Committee, focusing on representation among Precinct Committeepersons constituting each county party committee.

Section 2. MEMBERSHIP, ADP AFFIRMATIVE ACTION COMMITTEE.

- A. The ADP Affirmative Action Committee shall be comprised of each of the county Affirmative Action Committee chairpersons, provided they are State Committeepersons. For counties where such chairperson is not a State Committeeperson, that chairperson shall assign a State Committeeperson designee to serve on the ADP Affirmative Action Committee.
- B. The Affirmative Action Moderator and State Chair together may select up to four (4) additional State Committeepersons to serve on the ADP Affirmative Action Committee to achieve a broad spectrum of representation that is reflective of the population of the State of Arizona.

Section 3. DUTIES, ADP AFFIRMATIVE ACTION COMMITTEE.

The core responsibility of the committee is to help build a State Committee membership that is reflective of the population of Arizona with respect to characteristics including race, ethnicity, sex, age, disability, sexual orientation, gender identity, and rural residence. In addition, the committee will support county committees in building memberships that are reflective of their specific counties. To these ends, the committee will:

- A. Identify groups that are underrepresented among the State Committeepersons, and assist counties in a similar assessment among county Precinct Committeepersons (Section 4, below)
- B. Develop priorities, strategies, action plans, timelines and a corresponding budget on an ongoing basis to bring underrepresented groups into the Party organization as Precinct Committeepersons and State Committeepersons
- C. Identify factors that may discourage or limit underrepresented groups from engaging as Precinct Committeepersons and State Committeepersons, and propose solutions to minimize or eliminate such barriers
- D. Design and implement outreach and recruitment plans for each Precinct Committeeperson election period, and each subsequent county or legislative committee election of State Committeepersons, to increase the participation and election of persons from underrepresented groups
- E. Develop training and mentoring opportunities to support people seeking roles in party leadership
- F. Discuss progress, challenges and needs at least quarterly with the ADP Executive Board
- G. Present a progress report, including metrics, at each State Committee meeting

Section 4. IDENTIFYING UNDERREPRESENTED GROUPS.

A. Data from the most recent U.S. Census or American Community Survey shall be used to estimate the demographic composition of the state and each county. Academic literature sources may be used to estimate portions of groups that are not delineated in census studies.

B. A demographic group that comprises a percentage of State Committeepersons that is at least five (5) percentage points smaller than the estimated proportion of that group within the State of Arizona population shall be prioritized by the ADP Affirmative Action Committee.

C. Similarly, a demographic group that comprises a percentage of a county's Precinct Committeepersons that is at least five (5) percentage points less than the estimated proportion of that group within a county population shall be prioritized by that county's Affirmative Action Committee.

Section 5. MEETINGS.

The Affirmative Action Committee shall meet at least once each quarter. Meetings shall be called by the Affirmative Action Moderator.

ARTICLE XI. NATIONAL COMMITTEE

Section 1. MEMBERSHIP.

Pursuant to the rules of the Democratic National Committee, the State Chair and the First Vice-Chair along with the National Committee Members elected pursuant to Section 2 of this Article shall be the Arizona members of the DNC.

Section 2. ELECTION OF NATIONAL COMMITTEE MEMBERS.

A. The State Committee shall elect by a majority vote the number of National Committee Members authorized by the DNC, all of whom are qualified Democratic electors and who have been elected or appointed as Precinct Committeepersons, to represent the state of Arizona on the DNC for a term of four (4) years.

B. These elected National Committee Members shall be divided equally between male and female members as closely as is possible.

C. The normal election for the National Committee Members shall be held at the first State Committee meeting in the year of the National Convention to select a presidential nominee.

D. Should a vacancy occur in the Arizona membership of the DNC, the State Committee shall elect one (1) of its members to fill the unexpired term.

Section 3. DUTIES OF NATIONAL COMMITTEE MEMBERS.

The duties of the National Committee Members shall be to attend such meetings as are called by the National Committee, whenever possible.

Section 4. DELEGATE SELECTION FOR NATIONAL COMMITTEE CONVENTIONS AND MEETINGS.

There shall be rules for delegate selection for conventions and meetings of the DNC, which shall be in accordance with the guidelines set by the DNC. These rules shall be an Appendix to these bylaws and may be enacted, changed or modified separately from these bylaws, but must comply with these bylaws.

ARTICLE XII. GENERAL PROVISIONS

Section 1. [RESERVED].

Section 2. DEFINITIONS.

For purposes of these bylaws, the following definitions shall apply:

- A. “ADP” means the Arizona Democratic Party.
- B. “Committeeperson,” includes “committeeman” and “committeewoman” as defined by statute, or the National Democratic Party Charter & Bylaws.
- C. “County Committee” means a Democratic Party county committee established pursuant to Ariz. Rev. Stat. §§ 16-821 and 16-824. “County Committee Organizational Meeting” means the biennial statutory County Committee organizational meeting held pursuant to Ariz. Rev. Stat. § 16-824 and applicable county bylaws.
- D. “DNC” means the Democratic National Committee organized pursuant to the National Democratic Party Charter & Bylaws.
- E. “Legislative District Committee” means a Democratic Party committee established pursuant to Ariz. Rev. Stat. § 16-823. “Legislative District Committee Organizational Meeting” means the biennial statutory legislative district committee organizational meeting held pursuant to Ariz. Rev. Stat. § 16-823 and applicable Legislative District Committee bylaws.
- F. “Precinct Committeeperson” means a precinct committee person who is elected or appointed pursuant to Ariz. Rev. Stat. §§ 16-821 and § 16-825 and applicable County Committee or Legislative District Committee bylaws.
- G. “State Committee Organizational Meeting” means the biennial statutory state committee organizational meeting held pursuant to Ariz. Rev. Stat. § 16-826 and Article II Section 2(A) of these bylaws.

ARTICLE XIII. BYLAWS

Section 1. EFFECTIVE DATE.

These bylaws shall go into effect immediately upon their adoption and shall continue in force for present and future membership subject to amendment or termination in accordance with the provisions of this Article.

Section 2. AMENDMENTS.

- A. These bylaws may be amended by a vote of not less than two-thirds (2/3) of the members of the State Committee present, in person or proxy, at a regular or specially called meeting of the State Committee. The Rules Committee shall oversee revisions to these bylaws, as described in Article VI, Section 2.B.2.
- B. Only State Committee members in good standing may propose a change to the bylaws. Any proposed change to the bylaws must be presented in writing accompanied by a statement explaining the purpose to be achieved and reasons supporting the change. All proposed changes shall be prepared and submitted according to current procedures established by the Rules Committee.

C. Proposed amendments in writing must be received in the State Headquarters or by the Secretary at least thirty (30) days prior to potential consideration at a meeting. The content of proposed amendments to be considered shall be transmitted to all members at least seven (7) days prior to the meeting.

D. Proposed bylaw amendments may be modified or refined by State Committee members during discussion prior to holding a vote on the proposed change. Modifications may be accepted or declined by the person or body proposing the amendment to the State Committee. Members present will be provided the opportunity to review final proposed amendments prior to voting.

E. No proposal to amend or terminate these bylaws shall be considered by the Rules Committee or the State Committee unless it has been submitted in compliance with the provisions of this Section.

Section 3. COUNTY AND DISTRICT BYLAWS.

Each County Committee and Legislative District Committee shall have bylaws and such bylaws shall not be contrary to these bylaws or law.

ARTICLE XIV. ENDORSEMENT OF CANDIDATES

Section 1. CONTESTED PRIMARIES.

The Arizona Democratic Party and all of its caucuses, councils, projects, and programs shall remain neutral in contested primaries. They will neither endorse any candidate in a contested primary, nor take actions that could imply endorsement, nor otherwise give favor to or demonstrate bias toward a specific candidate.

Section 2. VOTE OF NO CANDIDATE SUPPORT.

In the event serious concerns are raised about a candidate's legitimacy or intent, the Executive Board may call for a vote of No Candidate Support by the Executive Committee. Approval shall require the agreement of at least 90% of Executive Committee members voting. Executive Committee members will be notified by mail or telephone, and by email, of the scheduled vote, which may be held remotely.

Section 3. USE OF PARTY OFFICE AND TITLE.

ADP Officers and others appointed or elected to ADP leadership positions shall not use the titles of their party positions in any endorsement of a candidate in a contested primary election; party titles may be used only when representing policies, programs, activities or stances of the ADP.

ARTICLE XV. CONDUCT AND CONFLICT OF INTEREST

Section 1. EXPECTATIONS.

Members of the Arizona Democratic Party Executive Board, Executive Committee, and State Committee and ADP employees shall follow the Conflict of Interest Policy. They shall at all times conduct themselves in a manner that reflects credibility for the office or position they serve, and that confers respect to all other members. They shall not use their office or position to gain special privileges or benefits and shall refrain from action in their official capacities when their judgement could potentially be affected by personal interests. Violation of the Policy could result in removal from State Committee position per Article II, Section 4. Accordingly, Executive Committee members may be removed as allowable by statute.

Section 2. CONFLICT OF INTEREST POLICY.

A. *Policy.* A Conflict of Interest Policy, based on community standards, shall be adopted and maintained by the ADP Executive Board. The Policy shall be amended, if necessary, and readopted at the first Executive Board meeting following each biennial State Committee Organizational Meeting. The initial adoption of the Conflict of Interest Policy shall occur within sixty (60) days of the adoption of this bylaw provision. The initial and subsequent versions of this Policy shall be made available to all State Committeepersons.

B. *Monitoring Compliance.* Periodic reports summarizing: 1) contracts and related procedures; 2) expenditures; and 3) any and all Conflict of Interest issues shall be presented to and evaluated by the Executive Board. A summary of findings shall be presented at each State Committee meeting.

Section 3. CODE OF CONDUCT.

A. *Policy.* A Code of Conduct shall be adopted and maintained by the ADP Executive Board. The policy shall be amended, if necessary, and readopted at the first Executive Board meeting following each biennial State Committee Organizational Meeting. The initial adoption of the Code of Conduct shall occur within sixty (60) days of the adoption of this bylaw provision. The initial and subsequent versions of the policy shall be made available to all State Committeepersons.

B. *Monitoring Compliance.* Reports of Code of Conduct violations and their resolution shall be considered by the Executive Board. All related information shall be held in confidence as allowable by law. A summary of activities related to the Code of Conduct shall be presented at each State Committee meeting.