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SECRETARY OF STATE
ELECTIONS DIVISION

Charter and *Bylaws* of the Nevada State Democratic Party

(As amended June 27, 2009 at the State Central Committee in Carson City)

Article I

The Democratic Party of the State of Nevada

The Democratic Party of the State of Nevada shall:

Section 1. Be known as the Nevada State Democratic Party (NSDP).

Section 2. Assist in the election of local, state and national Democratic candidates.

Section 3. Adopt and support statements of policy.

Section 4. Assist local Democratic Party organizations in the election of their candidates and the education of their voters.

Section 5. Establish standards and rules of procedure to afford all members of the Democratic Party full, timely and equal opportunities to participate in decisions concerning the conduct of Party affairs, without prejudice on the basis of sex, race, age (except where state and federal law precludes participation), color, creed, national origin, religion, sexual orientation, gender identity or expression, ethnic identity, physical disability or economic status, and further to promote fair campaign practices and the fair adjudication of disputes.

Section 6. Raise and disburse monies needed for the continuing operation of the Party.

Section 7. Work with Democratic public officials at all levels to achieve the objectives of the Democratic Party.

Section 8. Encourage and support codes of political ethics governing all public officials in the conduct of their offices.

Article II

State Democratic Convention

Section 1. The State Convention is the highest authority of the Nevada State Democratic Party, subject to the provisions of this Charter.

Section 2. The purpose of the convention shall be to adopt a state Party platform and to perform such functions as are inherent to such an organization.

Section 3. The State Convention shall be called by the NSDP Chair once every two (2) years in even numbered years.

Section 4. The State Convention shall adopt its own permanent rules.

Section 5. The Parliamentarian for the State Democratic Convention shall be appointed by the Chair, but must be a registered Democrat and a member in good standing of the National Association of Parliamentarians (or a similar professional organization), and may not be a member of the NSDP executive committee, state central committee or any other organization affiliated with the NSDP.

Article III

Nevada State Democratic Central Committee

Section 1. The Nevada State Democratic Central Committee, also called the state central committee (SCC), shall be the governing body of the Nevada State Democratic Party.

Bylaw: ***A. Purpose and Powers***

i. The SCC shall have all the powers and carry out all the duties delegated to it by the Convention under the Charter. In addition to formulating and disseminating statements of party policy, the SCC is the sole Party organization authorized to collect and disburse funds in the name of the Democratic Party of the State of Nevada. The SCC provides the funds, staff and other assistance necessary for the operations of its committees.

Section 2. The SCC members shall be persons elected by a majority of those present during county caucuses held at the State Convention. Members shall be elected to terms of two (2) years. They shall have an equal voice and vote.

Bylaw: ***B. SCC Membership***

i. Each County will elect one member to the SCC for every one thousand (1,000) Democrats registered to vote as of January 1 of each Convention year. There shall be at least one (1) member from each county.

ii. Any member no longer registered to vote in the county from which he or she is elected shall not be eligible to be a member representing that county.

iii. Members shall be elected to terms of two (2) years and shall take office after the State Convention at which they were elected and serve until adjournment of the next succeeding State Convention and until their successors have been elected.

iv. All members of the SCC shall have an equal voice and vote in the affairs of the SCC unless these Bylaws or the State Charter direct expressly to the contrary.

v. SCC members must be registered Nevada Democrats.

vi. The SCC may have Special Members as provided in Article III, Section 3 of the Charter and Bylaws of the NSDP. Those individuals eligible for Special Membership

and are also elected members of the SCC shall have the full rights of membership afforded all elected SCC members.

Bylaw: ***C. Vacancies in the SCC***

i. Vacancies may occur in the SCC from death, resignation, non-attendance or removal for cause.

ii. Resignation shall become effective immediately upon written notice given to the Chair of the Nevada State Democratic Party.

iii. Any member who misses two (2) consecutive meetings shall be considered to have vacated his or her membership unless prior written notification of legitimate reason for non-attendance is made and/or proxy approval is arranged.

iv. Members may be removed for cause that shall include, but is not limited to:

a. Change in party affiliation;

b. Active support of opposition party candidates in a partisan election where a Democratic candidate is running;

c. Malfeasance;

d. Failure to declare affirmatively his or her support for the Democratic Presidential or Vice Presidential nominees.

v. Removal for cause shall be by two-thirds (2/3) vote of the SCC members present in person and voting while in Executive Session at a duly called meeting and pursuant to the Disciplinary Procedures outlined in most recent edition of Robert's Rules of Order, provided at least fifteen (15) days prior notice of the meeting and the grounds for removal are given to the members and the member whose removal is sought.

vi. Vacancies shall be filled at a meeting of the SCC upon nomination by the County Chair or designee of counties where vacancies have occurred. Vacancies must be filled by registered Nevada Democrats who are residents of the county in which the vacancies occur. Members elected at one meeting are not eligible to vote until the subsequent meeting, allowing time for validation of the new member's county of residence and party affiliation.

Section 3. In addition, the SCC shall have Special Members. Except in the election, removal, and filling of vacancies of officers, and on the adoption or amendment of Charter and *Bylaws*, Special Members shall have equal voice and vote as other members in affairs of the SCC when in personal attendance. Special Members have no proxy. The Special Members of the SCC shall be:

1. United States Senators from the State of Nevada if Democrats.
2. United States Representatives from the State of Nevada if Democrats.
3. State Constitutional Officers of the State of Nevada if Democrats.
4. Democratic Party members of the Nevada Assembly.

5. Democratic Party members of the Nevada State Senate.
6. NSDP E-Board members not elected to the SCC.

Section 4. The SCC shall meet at least quarterly each year. Meetings shall be called by the chair. A regular or special meeting may also be called and convened by the written request of either a majority of members of the Executive Board of the SCC, or fifteen (15) percent of the SCC.

Bylaw: ***D. Meetings***

i. ***Regular Meetings****- Meeting locations for the SCC shall be located each year in the following manner:*

a. One meeting shall be held in Clark County;

b. One meeting shall be held in Washoe County;

c. One meeting shall be held in a county other than Clark or Washoe;

d. One meeting shall be held immediately following the State Convention in an election year, at the site of the State Convention. In the odd-numbered years between state conventions, this meeting shall be held in a county other than the county that hosted the previous State Convention.

ii. The Chair shall designate a schedule of regular SCC meeting dates and locations for the upcoming two-year term within 60 days of the start of his or her term, which may not be amended other than by a majority vote of the SCC at a scheduled meeting unless extraordinary circumstances require a change on short notice. In that case, a majority of the E-Board shall vote to approve the change at a specially called meeting.

iii. A call for a meeting shall be communicated to all SCC members at least thirty (30) days in advance of the meeting. Such notification shall include:

a. A proposed agenda;
b. Minutes of the previous SCC meeting;
c. A proxy form;
d. Written copies of all resolutions, memorials, amendments and revisions to be considered.

iv. SCC members shall have at least fourteen (14) days prior to a meeting to submit in writing resolutions and memorials for consideration at that meeting. SCC members shall be provided written copies of these resolutions and memorials at least (10) ten days in advance of the meeting.

v. The first order of business at the first meeting of the SCC in odd-numbered years will be to elect the Chair and officers of the SCC. The new officers will take office immediately upon their election.

vi. Nothing in these bylaws prohibits the electronic participation (i.e. video conference, webcast or other available technology) in any SCC meeting, subject to the adoption by the SCC of appropriate rules and procedures to ensure fair and maximum participation.

vii. ***Quorum-*** *A quorum of the SCC shall be 20% of its members present in person or by proxy at any meeting.*

viii. Once a quorum is established, the Chair shall not entertain a quorum call until all business included in the adopted agenda for the meeting has been transacted.

ix. ***Voting and Proxies-*** *All members of the SCC shall have equal vote.*

x. A division of the house may be called by twenty (20) percent of those voting members present in person or by proxy.

xi. Elections of officers will be by secret written ballots.

xii. All proxies must be in writing, signed by the member. No member shall vote more than two (2) proxies and no non-member shall vote more than one (1) proxy.

xiii. Proxy voting shall not be permitted in the following cases:

a. Amendments to, or revisions of the State Charter and Bylaws, or procedural rules of the NSDP;

b. The NSDP Delegate Selection Plan;

c. Election or removal of officers, E-Board or SCC members;

d. Any other matter where the use of proxy voting is prohibited by the Charter of the Democratic Party of the United States, its Bylaws or Delegate Selection Plan.

Section 5. The officers of the SCC shall be composed of the Chair, First Vice-Chair, Second Vice-Chair, Secretary, and Treasurer. Officers of the SCC need not be members of the committee but must be a registered Democrat in the State of Nevada having voted in the previous General Election. The officers shall be elected for terms of two (2) years at the first quarterly meeting of the SCC in each odd-numbered year and take office immediately following their election.

Section 6. The First Vice-Chair shall be first in line of succession to the Chair, and serve out the term, should the Chair become vacant for any reason. The Second Vice-Chair shall succeed to the office of First Vice-Chair, and serve out the term, should the office of the First Vice-Chair become vacant for any reason. Should a vacancy occur, for any reason, in the office of Second Vice-Chair, Secretary or Treasurer, the SCC shall fill the vacancy by election at the regular meeting immediately following the occurrence of the vacancy, subject to rules adopted by the E-Board at least 30 days in advance.

Bylaw: ***E. Officers and their Duties***

i. The Chair of the Nevada State Democratic Party shall:

a. Be the Chief Executive Officer of the NSDP and preside at all meetings of the SCC and its E-Board;

b. Be an active participant in party fundraising;

c. Be charged with the responsibility for implementing all policies of the SCC;

d. Make the call for the State Convention and meetings of the SCC and its E-Board pursuant to Charter and Bylaws;

e. Provide a provisional agenda for all meetings of the SCC and its E-Board;

f. Except as otherwise provided in these Bylaws, appoint the chairs of standing and special committees of the SCC;

g. Appoint legal counsel for the NSDP and, except as otherwise provided in these Bylaws, such other professionals and consultants as may be required from time to time to act for the Party. Such appointments must be confirmed by a majority vote of the E-Board;

h. Appoint a Parliamentarian, Sergeants-at-Arms, Pages, Tellers, and any other individuals as may be necessary for the efficient and fair administration of SCC meetings;

i. Be the Authorized Spokesperson for the NSDP;

j. Be an ex-officio voting member of all committees of the SCC, except the Rules and Bylaws Committee;

k. Appoint non-voting members to the E-Board pursuant to the State Charter;

l. Serve as a representative of the NSDP on the Democratic National Committee (DNC);

m. Make monthly written reports to the E-Board on the state of the party;

n. Perform such other duties as the SCC or E-Board may confer upon, or require of, the Chair.

ii. The First Vice-Chair of the Nevada State Democratic Party shall:

a. Be from a different county and congressional district than the Chair;

b. In the absence of the Chair, or in the event of a vacancy in that office or the disability of the incumbent, perform the duties of the Chair;

c. *Be an active participant in party fundraising and Chair the Fundraising Committee;*

d. *Develop and maintain personnel policies and committee chair job descriptions;*

e. *Serve as a representative of the NSDP on the DNC if not prohibited by the DNC Charter and Bylaws. If prohibited or unable to serve, the duties of representation of the NSDP on the DNC shall be performed by the Second Vice- Chair or, if prohibited or unable to serve, the Chair shall nominate an elected member of the E-Board or, if all are also prohibited, a member of the SCC to serve, subject to confirmation by the SCC;*

f. *Perform such additional duties as the Chair, the SCC or its E-Board shall delegate to the First Vice-Chair.*

iii. *The Second Vice-Chair of the Nevada State Democratic Party shall:*

a. *In the absence of the First Vice-Chair, or in the event of a vacancy in that office or the disability of the incumbent perform the duties of the First Vice-Chair;*

b. *Be an active participant in party fundraising;*

c. *Perform such additional duties as the Chair, the SCC or its E-Board shall delegate to the Second Vice-Chair.*

iv. *The Secretary of the NSDP shall:*

a. *Record and prepare the minutes of all meetings of the SCC, its E-Board and the State Convention. Minutes shall be disseminated to the appropriate committee, in a timely manner, after the conclusion of the meeting;*

b. *Ensure the official roster of members of the SCC is maintained, and provide notification to the County Chairs of the attendance and status of each of its SCC members prior to each SCC meeting;*

c. *Ensure that any adopted changes or amendments to the State Charter or these Bylaws are duly recorded and preserved;*

d. *Keep all records of the SCC and perform such other duties as the SCC, or its E-Board may from time to time delegate;*

e. *Make these reports available for review by all members of the SCC, either in response to a reasonable request or by maintaining records at a secure online accessible site.*

v. *The Treasurer of the NSDP shall:*

a. *Maintain the financial records of the SCC and all committees, and be responsible for the accurate and timely filing of all reports required by public disclosure or regulatory authorities;*

b. *Be the custodian of all funds and securities of the SCC and all committees;*

c. *Implement processes that ensure the deposit and disbursement of the funds of the SCC pursuant to the current budget, policies and procedures adopted by the SCC and/or its E-Board;*

d. *Prepare and distribute a detailed written quarterly financial report (to include a statement of income and expenses along with an accrual-basis balance sheet) prior to each meeting of the SCC;*

e. *Chair the Budget and Finance Committee;*

f. *Perform such other duties as the Chair, the SCC or its E-Board may from time to time delegate.*

vi. *Officers may be removed for cause that shall include, but is not limited to:*

a. *Failure to carry out defined duties of the office;*

b. *Active support of opposition party candidates in a partisan election, where a Democrat is a candidate;*

c. *Gross negligence or malfeasance;*

d. *Failure to declare affirmatively his or her support for the Democratic Presidential or Vice Presidential nominees.*

vii. *Any officer may be removed upon two-thirds vote of the SCC present in person and voting while in Executive Session and pursuant to the Disciplinary Procedures outlined in the most recent edition of Robert's Rules of Order, provided at least fifteen (15) days prior notice of the meeting and the grounds for removal are given to the members and the officer whose removal is sought.*

Section 7. The National Committeeman and Committeewoman shall be elected by the SCC for terms of four (4) years at the State Convention during each Presidential election year. The terms begin immediately upon the adjournment of the first Democratic National Convention held subsequent to their election and terminate at the conclusion of the second Democratic National Convention held subsequent to their election. In the event of a vacancy in the post of National Committee member, the SCC shall elect a replacement to serve the balance of the term at the meeting immediately following the occurrence of the vacancy, subject to rules adopted by the E-Board at least 30 days in advance.

Bylaw: ***F. National Committee Members***

i. National Committee Members are representatives of the NSDP to the Democratic National Committee pursuant to the Charter and Bylaws of the DNC.

ii. Subject to the requirements of the Charter and Bylaws of the Democratic Party of the United States, National Committee members may be removed as specified in Bylaw E, vi-vii.

Section 8. Pursuant to this charter, the SCC shall adopt its own rules and *Bylaws.*

Bylaw: ***G. Committees***

i. The SCC shall have the following Standing Committees, consisting of either seven or nine members whose appointments shall be for the original two-year term of the appointing chair:

a. Fundraising Committee

b. Budget and Finance Committee

c. Rules and Bylaws Committee

d. Diversity Committee

ii. Each Standing Committee shall:

a. At all times be chaired by an elected voting member of the E-Board, or an elected officer as defined in the Charter (Article III, Section 5);

b. Meet at the call of its chair at least quarterly;

c. Report fully on its activities and proposed activities to the E-Board at such times and in such form as the E-Board shall deem appropriate;

d. Submit annually to the Budget and Finance Committee a proposed budget to be included in and approved as a part of the NSDP budget;

e. Actively seek to include diverse participation representative of the members of the NSDP.

iii. ***Fundraising Committee-*** *The Fundraising Committee shall propose methods of raising funds for the SCC and, with the approval of the E-Board, implement and coordinate fundraising plans. The Treasurer of the SCC shall be a member of the Fundraising Committee.*

iv. ***Budget and Finance Committee-*** *The Budget and Finance Committee shall be chaired by the Treasurer, and in full consultation with the NSDP Chair and Executive Director, create, review and periodically adjust a two-year budget for the NSDP initially covering the period from January 1, 2010 [and each subsequent even numbered (election) year through December 31, 2011 [and each subsequent odd-numbered (non-election) year]. The Budget and Finance Committee shall*

submit the budget for approval on a biannual basis to the E-Board, make quarterly reports to the E-Board and an annual report to the SCC on the goals, purposes of expenditures, and results of expenditures of the NSDP and its' staff.

v. The Budget and Finance Committee shall, working with the NSDP Chair and the Executive Director, develop and present to the E-Board policies and procedures with respect to:

a. Contracting and procurement of goods and services by the NSDP and the level of approval required for same, and;

b. Avoidance of conflicts of interest.

vi. Meetings of the Budget and Finance Committee shall not be subject to the open meeting provision of Article VIII, Section 2 of the NSDP Charter. The Committee shall keep a record of its proceedings and make that record available to an individual E-board member upon request.

vii. ***Rules and Bylaws Committee****- The Rules and Bylaws Committee shall receive and consider all recommendations for adoptions and amendments to the Charter and Bylaws of the NSDP. Recommendations for amendment to the Charter or Bylaws of the NSDP shall be received for consideration of the Bylaws Committee no less than 60 days prior to a regular meeting of the SCC.*

viii. The Chair and E-Board shall call on the Rules and Bylaws Committee for formulation of the Temporary Rules of the State Convention to be included in the Call to the Convention, and the E-board may adopt the recommendations of the Rules and Bylaws Committee as such Temporary Convention Rules.

ix. The Rules and Bylaws Committee shall conduct a continuing study of the Bylaws, Rules and Charter and make periodic recommendations for amendment, extension, or other action, provided that any such recommendations be submitted to members of the SCC at the time the agenda is presented.

x. The Report of the Rules and Bylaws Committee shall be in writing and shall contain the full text of action recommended and shall identify recommendations not approved by the Committee for adoption.

xi. The Rules and Bylaws Committee shall interpret rules of procedure for the conduct of the NSDP meetings and activities.

xii. ***Diversity Committee****- The Diversity Committee shall work with the NSDP and county parties in promoting and achieving inclusiveness and full participation at all levels including the E-Board, and shall work with the E-Board and the Rules and Bylaws Committee to study and recommend actions that serve to promote maximum inclusion and full participation on the E-Board.*

xiii. ***Special Committees****- The Chair may from time to time appoint such committees to report to the Chair as the Chair may deem necessary or prudent. Such committees shall have such powers as are granted by the Chair, provided that the*

Chair may not grant greater powers to a committee than the SCC has given the Chair. Any such committee appointments shall expire with the term of the appointing Chair.

xiv. ***Special Litigation Committee-*** *In the event of litigation where the NSDP is named in any capacity (plaintiff, defendant, or other role) the E-Board shall appoint a three-person Special Litigation Committee (which includes the NSDP Chair) to manage said litigation, including advising the Chair on the selection of counsel and approving that selection. The Special Litigation Committee shall receive, on behalf of the E-board and SCC, any and all confidential reports, pleadings, and all other matters pertaining to the subject of litigation in a timely manner. The Special Litigation Committee, on behalf of the E-board and SCC, shall be empowered to instruct NSDP counsel, without prior review or interference by the remaining E-board members or the SCC.*

xv. *The Special Litigation Committee shall provide general status updates and reports to the E-board as appropriate, but is in no way required to divulge attorney-client privileged information in those reports.*

xvi. *Should any member of the E-board or SCC be an opposing party to litigation of the NSDP, that member is to be excluded from decisions relating to the appointment of the Special Litigation Committee, and excluded from any regular reports provided to the E-Board or SCC by the Litigation Committee, until such time as the litigation is complete.*

xvii. *Unless the enabling resolution specifies a method of selecting members of a committee and its composition, the Chair shall determine the number of members and shall appoint the members of all Standing and Special committees, subject to the ratification of the E-Board and confirmation by a majority vote of the SCC. In making such appointments, the composition of the committee shall reflect the following proportion: four members from Clark County, two members from Washoe County, and one from the rural counties for a seven member Standing Committee or a Special Committee of any size. In the case of a nine member Standing Committee the composition of the committee shall reflect the following proportion: five members from Clark County, two members from Washoe County, one member from the rural counties, and one additional member from either Washoe County or the rural counties. The chair may increase the number of members of a Standing Committee at any point from seven to nine, subject to the ratification of the E-board and confirmation by a majority vote of the SCC.*

xviii. *Any committee may adopt rules of procedure for the conduct of its affairs. In the event of a dispute over such rules, the E-board will review and approve the disputed rules. In the absence of specific rules, the NSDP Charter and Bylaws and the latest edition of Robert's Rules of Order, Newly Revised, shall govern the conduct of committee affairs.*

xix. ***Minority Reports*** *may be issued from any Committee on concurrence of at least twenty (20) percent of the committee's membership.*

xx. The following limitations shall govern the activities of all committees, except the E-board. The committees shall not be authorized to:

a. Incur expenses or enter into contracts on behalf of the NSDP, except as specifically authorized by the NSDP Chair or E-board.

b. Issue press releases or make public statements in the name of the NSDP except as specifically authorized by the NSDP Chair.

Bylaw: ***H. Budget, Compensation and Reimbursement***

i. Budgeted expenditures shall be divided into two parts as follows: Part A shall cover expenses for the administration of the SCC; and Part B shall cover all funds disbursed to candidates, political or coordinated committees, or expended directly or as an independent expenditure on their behalf. The Budget and Finance Committee shall recommend rules for the management and disbursement of Part B funds biannually, which shall be adopted in turn by the E-board and SCC.

ii. No funds shall be disbursed or obligated by or on behalf of the SCC except in accordance with the adopted budget and any applicable rules. The budget may be amended upon recommendation of the Budget and Finance Committee, by the E-board at a regularly scheduled meeting, or by the NSDP Chair with concurrence of the E-board at any time in the event such an amendment is time sensitive.

iii. Officers, consultants or employees of the NSDP may be compensated and reimbursed for actual expenses in such amount and manner as permitted by law and determined by the SCC or its E-board. In the absence of explicit authority to do so, no officer, consultant or employee shall receive compensation.

iv. Officers may also be compensated with a stipend or salary in such an amount and manner as permitted by laws and determined appropriate by the Budget and Finance Committee in a recommendation to the E-board as part of the budgeting process.

v. The books of the NSDP shall be audited/reviewed by an independent Certified Public Accountant at the end of each biannual budget year, at the expense of the SCC. The full results of the audit/review shall be reported to and considered by the E-board as soon as possible, but in any event no later than June 30 of the subsequent year.

Bylaw: ***I. Rules***

i. The SCC may from time to time adopt additional written procedural rules consistent with the Charter and Bylaws for the conduct of meetings or the handling of special matters, or relating to the operation of other Party organizations. Such rules may be adopted by majority vote, but once adopted shall require two-thirds (2/3) vote of members present to suspend.

Article IV

Executive Committee

Section 1. There shall be an Executive Committee (E-board) of the SCC elected to a two (2) year term, which shall be responsible for the affairs of the Nevada State Democratic Party (NSDP) subject to the Charter and *Bylaws* of the NSDP, the State Convention and the SCC. Except for the elected officers of the SCC, pursuant to Article III Section 5, the remaining Executive Committee members shall be elected at each State Convention by a majority of those present during county (in the case of Washoe and Clark counties) or regional (in the case of the rural counties) caucuses held at the State Convention.

Section 2. Should a vacancy occur in the elected non-officer membership of the E-Board elected pursuant to Article IV, Section 1 for any reason, a replacement shall be elected to serve the remainder of the term at the next SCC meeting from SCC membership most closely aligned with the vacancy (i.e., Clark County, Washoe County or, Rural Nevada Democratic Caucus), subject to rules adopted by the E-Board at least 30 days in advance.

Section 3. The E-Board shall meet at least quarterly each year. Meetings shall be called by the chair or by the written or electronic request of no less than one-quarter (1/4) of its members.

Bylaw: ***J. Executive Committee***

i. The E-Board shall meet at the call of the NSDP Chair and have all such powers and duties as are delegated to it by the SCC, the Charter and these Bylaws. All actions of the E-Board must be reported to the SCC at the next SCC meeting.

ii. The E-Board shall review, modify and recommend for approval by the SCC the biannual operating budget submitted by the Budget and Finance Committee no later than the final SCC meeting of the odd-numbered year (generally the fourth quarter SCC meeting).

iii. The E-Board shall keep a record of its proceedings that shall be available to members of the SCC.

iv. No person may hold more than one elected position as defined by Article III, Section 5, Section 7, and Article IV, Section 1 of the NSDP Charter at a time.

v. All members of the E-board shall have an equal vote and voice in the affairs of the E-board unless these Bylaws or the State Charter direct expressly to the contrary.

Section 4. The E-Board shall have no more than twenty-four (24) voting members consisting of the NSDP Chair, First Vice-Chair, Second Vice-Chair, Secretary, Treasurer, National Committeeman, National Committeewoman; and, not more than fourteen (14) additional members elected at the State Convention [eight (8) from Clark County, four (4) from Washoe County, two (2) from the remaining counties]; and, the chair of the Rural Nevada Democratic Caucus, the chair of the Nevada Stonewall Democratic Caucus, the chair of the Young Democrats of Nevada, or their designees, if not already voting E-Board members.

Bylaw: ***K. Removal from E-Board***

i. *E-Board members may be removed for cause that shall include, but is not limited to:*

a. *Failure to carry out defined duties of the office;*

b. *Active support of opposition party candidates in a partisan election, where a Democrat is a candidate;*

c. *Gross negligence or malfeasance;*

d. *Failure to declare affirmatively his or her support for the Democratic Presidential or Vice Presidential nominees.*

ii. *Any E-Board member may be removed upon two-thirds (2/3) vote of the SCC present in person and voting while in Executive Session and pursuant to the Disciplinary Procedures outlined in the most recent edition of Robert's Rules of Order, provided at least fifteen (15) days prior notice of the meeting and the grounds for removal are given to the members and the officer whose removal is sought.*

Section 5. The E-Board shall invite as ex-officio members all County Chairs who are not otherwise members, all Democratic National Committee (DNC) members, and one (1) member from all nationally affiliated Democratic organizations. Further, the Chair may appoint non-voting members to serve at his/her pleasure to facilitate communication between interest groups of the NSDP. Ex-officio members may introduce motions for consideration by the E- Board and said motions must be seconded by a voting member of the E-Board.

Section 6. Pursuant to this charter, the Executive Committee shall adopt its own rules.

Article V

Other Organizations Authorized to Function Continuously

Section 1. These organizations, along with the SCC and the Executive Board, are authorized by state statute, charter or custom to function continuously and to govern the affairs and make policy for their individual organizations. All such organizations shall be constituted and shall conduct business according to this Charter and other provisions adopted pursuant to the authority of this Charter; the Charter and *Bylaws* of the Democratic Party of the United States; Nevada Revised Statutes; and, applicable Federal Election Campaign laws. State laws relating to Party operations shall be observed unless in conflict with this Charter and other provisions adopted pursuant to this Charter.

Section 2. County Central Committees shall be the governing body of the county Democratic Party and shall have the responsibility for conducting Party affairs at the county level. Each county central committee shall be organized according to state law, the Charter and *Bylaws* of the Nevada State Democratic Party, and other provisions adopted pursuant to the authority of the Charter.

Section 3. Counties that contain more than one hundred thousand (100,000) registered Democrats may – upon a majority vote of the existing county central committee – choose to align into two or more District Central Committees, fairly apportioned, and divided based on one or more contiguous political districts that exist completely within the county (i.e. County Commission, School Board, or other political

subdivisions). Once implemented, such alignment shall remain in force until at least the County Central Committee meeting following the next presidential election.

Section 4. The Rural Nevada Democratic Caucus (RNDC) shall exist as an organization whose function and purpose is to foster cooperation and communication between Democrats in all 15 rural Nevada counties; to represent those counties without functioning or under-functioning county central committees; to assist with the formation of central committees; to increase the number of registered Democrats in rural Nevada counties; and, engage in such legislative political, educational, civic, welfare and other activities that will further the interests of the RNDC and the NSDP consistent with the goals, principles, Charter and *Bylaws* of the NSDP.

Section 5. Organizations chartered by National Democratic Organizations (e.g. The Young Democrats of Nevada and the Nevada Stonewall Democratic Caucus) will be recognized by the NSDP so long as the organization is chartered by its national organization and that organization's goals and purposes align with those of the chartering organization and the NSDP.

Section 6. Any organization, club, publication, or entity using the name Democrat or Democratic or implying a relationship with the Democratic Party shall be subordinate to the NSDP and affiliated with the appropriate county central committee. Such organizations and clubs will be recognized and encouraged by obtaining written consent of their appropriate county central committee, but such consent may not be unreasonably withheld.

Article VI

Party Organizations Convened Periodically

Section 1. All periodic organizations are part of the delegate selection process. In addition to the selection of delegates, precinct caucuses and conventions may adopt platforms and resolutions as desired and perform other functions inherent in such an organization. Precinct caucuses and conventions shall meet in even-numbered years.

Section 2. Delegate selection rules adopted by the SCC shall govern precinct caucuses and county and State Conventions. Delegate Selection rules adopted by any Democratic Party organization shall conform to the Charter, *Bylaws* and Delegate Selection Rules of the Democratic Party of the United States. State laws relating to the selection of delegates to the National Convention shall be observed unless in conflict with the National or State Charters or other provisions adopted pursuant to those Charters. Any Democrat has the right to challenge any delegate or alternate to the county and State Conventions in accordance with the rules.

Section 3. Precinct caucuses shall elect delegates to the county convention and shall be held in accordance with pertinent statutes and rules. There shall be no registration fee or collection of money before or during a caucus, other than voluntary contributions which may be both solicited and collected.

Section 4. Each county or district central committee shall conduct a county or district convention comprised of delegates elected at the precinct caucuses. The county or district conventions shall adopt a county or district platform, conduct Party business that comes before it, and elect delegates to the county or State Convention.

Article VII

Full Participation

Section 1. The Nevada State Democratic Party shall be open to all that desire to support the Democratic Party and who wish to be known as Democrats.

Section 2. Discrimination in the conduct of Democratic Party affairs on the basis of sex, race, age (except where state and federal law precludes participation), color, creed, national origin, religion, sexual orientation, gender identity or expression, ethnic identity, physical disability or economic status is prohibited.

Section 3. In order to encourage full participation by all Democrats of the State of Nevada, with particular concern for underrepresented groups in the delegate selection process and in all Party affairs, the state and county Democratic Party organizations shall adopt diversity programs which provides for representation as nearly as practicable of the aforementioned groups, as indicated by their presence in the Nevada Democratic electorate. This program shall include specific goals and timetables to achieve this purpose. Mandatory quotas shall not be imposed to achieve full participation in the delegate selection process or in the State or county Parties however, representation as nearly as practicable of underrepresented groups as indicated by their presence in the Democratic electorate shall not be deemed a quota.

Section 4. Performance under the approved diversity program and composition of the State Convention delegation shall be considered relevant evidence in the challenge of any county delegation. If the Party has adopted and implemented an approved and monitored diversity program, the Party shall not be subject to challenge based solely on delegate composition.

Article VIII

General Provisions

Section 1. This Charter is intended to conform to the Charter, *Bylaws* and Rules of the Democratic Party of the United States. If parts of this Charter are found to be in conflict with the National Charter or other provisions pursuant to the authority of the National Charter, the applicable National provision shall govern. State laws relating to Party operations shall be observed unless in conflict with this Charter or the National Charter or provisions adopted pursuant to the authority of either Charter. In the event of such conflict with state laws, the Nevada State Democratic Party shall take provable positive steps to bring such laws into conformity with such Party provisions.

Section 2. Except where explicitly provided in these Charter and *Bylaws,* all meetings of the SCC, its Executive Board, and all other Democratic organizations shall be open to the public unless voted into executive session. All Party organizations shall keep a record of its proceedings and make that record available upon request.

Section 3. The SCC shall publish and maintain current copies of this Charter and make them available on request.

Section 4. In the absence of other provisions, Robert's Rules of Order (as most recently revised) shall govern the conduct of all Democratic Party meetings.

Section 5. It shall be prohibited either by resolution, memorial, motion, or other act to provide for the temporary suspension of any of the provisions of these Charter and Bylaws.

Article IX

Amendments, *Bylaws* and Rules

Section 1. This Charter may be amended or ratified by affirmative vote of a majority of all the delegates present and voting at the State Convention. An amendment must be presented in writing to the NSDP chair by an elected delegate to the State Convention at least thirty (30) days before the convention. The full text of the proposed amendment shall then be published in a mailing sent to all convention delegates, pursuant to the *Bylaws*, no later than twenty-one (21) days prior to the convention.

Section 2. This Charter may also be amended by affirmative vote of two-thirds (2/3) of the membership present in person and voting at a general meeting of the SCC. An amendment must be proposed in writing by a member of the SCC at least sixty (60) days prior to a scheduled meeting and be published in full in the notice of the meeting of the SCC sent to each member of the committee, pursuant to the *Bylaws*. Amending a proposed amendment to the Charter at an SCC meeting shall require no notice and may be accomplished by a majority vote of those present in person and voting. An amendment to the Charter adopted by the SCC shall be subject to ratification by the next State Convention.

Section 3. Newly adopted or amended provisions of this Charter shall take effect immediately after the State Convention where they are adopted or ratified.

Section 4. The NSDP shall adopt *Bylaws* to govern its affairs in those matters not fully specified by this Charter. The *Bylaws* should be consistent with and subject to this Charter, the Charter of the Democratic Party of the United States and provisions adopted pursuant to the authority of either Charter.

Section 5. *Bylaws* may be adopted or amended by affirmative vote of a majority of delegates present in person and voting at the State Convention, pursuant to the rules of the State Convention and *Bylaws*. An amendment must be presented in writing to the NSDP Chair by an elected delegate to the State Convention at least thirty (30) days before the convention. The full text of the proposed amendment shall then be published in a mailing sent to all convention delegates, pursuant to the *Bylaws*, no later than twenty-one (21) days prior to the convention. *Bylaws* may also be adopted or amended by affirmative vote of two-thirds (2/3) of those present and voting at a SCC meeting, provided that it be proposed in writing by a member of the SCC at least sixty (60) days prior to a scheduled meeting and be published in full in the notice of the meeting of the SCC sent to each member of the committee, pursuant to the *Bylaws*. Amending a proposed amendment to the Bylaws at an SCC meeting shall require no notice and may be accomplished by a majority vote of those present and voting. Newly adopted or amended provisions of the *Bylaws* shall take effect immediately after the State Convention or SCC meeting where they are adopted.

Section 6. The SCC shall maintain copies of the current *Bylaws* of the Nevada State Democratic Party and shall make them available upon request.

Section 7. Each official body of the NSDP shall adopt its own written rules (including *Bylaws*, if applicable) for the conduct of its affairs. These rules shall be consistent with this Charter, the Charter of

the Democratic Party of the United States, provisions adopted pursuant to the authority of either Charter, and the *Bylaws* of the Nevada State Democratic Party.

Section 8. Each official body of the NSDP shall maintain copies of its own current rules and make them available upon request. The SCC shall maintain copies of current rules of each official body of the NSDP and make them available upon request.