



# BYLAWS

## Kanawha County Democratic Executive Committee

Adopted as Amended by:

The Kanawha County  
Democratic Executive Committee

Charleston, West Virginia

**Adopted: June 10, 2008**

**Amended: April 14, 2015**



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Appendix A:

“Rules and Regulations for the Governance of the Democratic Party In West Virginia.” December 2007

**Kanawha County Democratic Executive Committee  
BYLAWS**

**Adopted June 10, 2008  
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**KANAWHA COUNTY  
DEMOCRATIC EXECUTIVE COMMITTEE  
BYLAWS**

**ARTICLE I. NAME**

This organization shall be known as the Kanawha County Democratic Executive Committee.

**ARTICLE II. PURPOSE**

The purpose of the Kanawha County Democratic Executive Committee, hereinafter referred to as the “KCDEC”, is to promote the philosophy of the Democratic Party and to elect Democrats who support this philosophy; and further, to unite and to aid in the activities of all Democratic committees and Democrats working to promote wide and active participation in the Democratic Party.

While the KCDEC will function under these bylaws, we shall at all times adhere to the guidelines and rules of the West Virginia State Democratic Party as listed in Article X of this document or any subsequent revisions thereto.

Among West Virginia’s fifty-five (55) counties, Kanawha County is unique in at least four (4) respects: (1) Kanawha County is the most populous county in West Virginia. (2) More Democrats reside in Kanawha County than in any other county in West Virginia. (3) The seat of government of the State of West Virginia is located in Kanawha County. (4) The headquarters of the West Virginia Democratic Party is located in Kanawha County. Accordingly, the KCDEC has a special role to play in advancing the interests of the Democratic Party in West Virginia and stands committed to the establishment and utilization of a State Party Headquarters in Kanawha County.

The KCDEC shall be a non-profit organization and upon its dissolution, all assets and real and personal property of the Committee and its committees shall revert to the benefit of the West Virginia Democratic Party. No part of the income or assets of the Committee shall inure to any of its members except for the reimbursement of actual expenses or reasonable compensation for services rendered on behalf of the Party.

**ARTICLE III. FUNDAMENTAL PRINCIPLES**

Section 1. All public meetings of KCDEC at all levels shall be open to all members of the Democratic Party.

Section 2. The time and place for all public meetings of the KCDEC on all levels shall be publicized fully and in such a manner as to assure timely notice to all interested

persons. Such meetings must be held in places accessible to all committee members and large enough to accommodate all interested persons.

Section 3. The KCDEC shall support the broadest possible participation without discrimination of any type.

Section 4. The KCDEC shall publicize fully and in such a manner as to assure notice to all interested parties a full description of the legal and practical procedures as well as qualification for selection of officers.

Section 5. Votes shall not be taken by secret ballot at any KCDEC meeting. No member of the KCDEC shall be required to cast a vote on any issue and may abstain from voting on any issue.

Section 6. Roll Call Votes: When a roll-call vote is requested on any issue the Secretary shall call the roll by executive committee district with the male and female members of District 1-A voting first, the male and female members of District 1-B voting next, and so on, subject to the following condition: The KCDEC Chairperson shall vote last.

Section 7. The Chairperson and Vice Chairperson of any committee of the KCDEC shall be of the opposite gender.

Section 8. Filling Vacancies on Ballot or in Legislature: In situations in which the West Virginia Code authorizes or requires the KCDEC to fill vacancies on the ballot or to submit to the Governor a list of qualified Democrats so that he or she may fill a vacancy in the West Virginia Legislature, the procedure whereby the KCDEC shall select the Democrats shall be as follows:

(a) If the West Virginia Code authorizes the KCDEC to select one Democrat to fill a particular vacancy on the ballot (as is the case if no Democrat timely files a certificate of announcement to run for a six-year term on the County Commission) and if, at an appropriate meeting of the KCDEC, only one Democrat is nominated to fill that vacancy, then the elected members of the KCDEC may, by voice vote, but without a recorded roll-call vote, either approve or reject that nomination to fill that vacancy, unless an elected member of the Executive Committee requests a roll-call vote on that nomination. If a roll-call vote is requested by that member, then the vote shall be conducted in the manner set forth in the following paragraphs.

(b) In situations in which the West Virginia Code authorizes or requires the KCDEC to fill one or more vacancies on the ballot (as is the case if no Democrat files to run in a multi-member delegate district) or to submit a list of qualified Democrats to fill a vacancy in the Legislature, the nominations may be made by voice vote if the total number of nominations do not exceed the number of nominations allowed, unless an individual roll call vote for each nominee is requested. After all nominations have been made from

the floor to select one or more Democrats to fill one or more vacancies with respect to a particular office, the roll-call vote shall be conducted.

Each elected KCDEC member shall vote for no more than the total number of nominated individuals who are to be selected with respect to the vacancy or vacancies in question. For example, in a roll-call vote to submit the names of three (3) qualified Democrats to fill a vacancy in the Legislature, an elected member may choose to vote for three (3) of the nominated individuals, two (2) of those individuals, one (1) of those individuals, or none of the individuals.

If only one (1) individual is to be selected by the KCDEC, then the individual receiving the highest number of votes from the elected KCDEC members will be selected. If two (2) individuals are to be selected by the KCDEC, then the individuals receiving the highest and second-highest number of votes from the elected KCDEC members will be selected. If three (3) individuals are to be selected by the KCDEC, then the individuals receiving the highest, second-highest, and third-highest number of votes from the elected KCDEC members will be selected, and so on.

In the event of a tie between or among the individuals nominated (for example, if three (3) of seven (7) nominated individuals are to be elected and three (3) of those individuals tie for third place), then another roll-call vote shall be conducted to resolve the tie, and so on.

#### **ARTICLE IV. MEMBERSHIP**

Section 1. Membership - The KCDEC shall be composed of one male and one female from each executive committee district of the county. The members of this committee shall be elected in accordance with the provisions of the West Virginia Code, Chapter 3, Article 1, Section 9. All such members shall be registered members of the Democratic party and reside in the district from which they are chosen. In addition to the elected positions, the committee shall be comprised of the Presidents of the Kanawha County Federation of Democrat Women and the Kanawha County Young Democrats Club, or their designees, as ex-officio members, with the right to vote on all issues not covered by state code. No member shall cast more than one vote. Should a member move out of the district in which they were elected or change their party affiliation to any party other than the Democratic party, the Chairperson shall declare their seat vacant. If a vacancy occurs in the position of an elected member of the KCDEC, the remaining elected members shall fill the vacancy.

Section 2. Quorum - Forty percent of all duly elected members of the Committee shall constitute a quorum, and a majority of those members present, either in person or by proxy shall be necessary to carry out any motions or resolution or transact any business of the Committee.

Section 3. Proxies - Any elected member of the KCDEC who is unable to attend in person any KCDEC meeting may appoint by proxy a registered Democrat who is a resident of the same magisterial district. The individual so appointed shall have the same powers and privileges that the absent member would have had if he or she had been present. The absent member shall specify, in writing, any limitations on the scope of the proxy. All proxies shall be in writing, signed by the absent member, and attested by the signature of a witness. Each proxy shall be filed and preserved by the KCDEC Secretary.

Section 4. Removal - Any elected member of the KCDEC may be removed as a member for good cause by the affirmative vote of at least three-fifths (3/5) of the duly elected members of the KCDEC. Action to initiate the removal procedure shall be instituted upon the showing of good cause by affidavits filed by two (2) or more elected members of the KCDEC. If such affidavits are filed, the matter will be referred to the Rules, Bylaws, Policies and Resolutions Committee for appropriate action. The procedure for removal and the scope of the term "good cause" shall, to the extent possible, be the same as the procedure for removal and the scope of "good cause" that apply to members of the West Virginia State Democratic Executive Committee.

## **ARTICLE V. MEETINGS**

Section 1. The regular meetings of the KCDEC shall be on the second Tuesday of each month at the location and time designated in the meeting notice. At least five (5) days' notice shall be given of the date, time and place of the meeting. Notice shall be given by mail, fax or email. Notice of each meeting shall also be placed on the website of the Kanawha County Democratic Executive Committee and submitted to the West Virginia State Democratic Party.

Section 2. Special meetings of the KCDEC may be called by the Chair, a majority of the duly elected officers, or more than thirty-three percent (33%) of the duly elected committee members. At least five (5) days' notice shall be given of the date, place, time and purpose of the special meeting. Notice shall be given by mail, fax or email. Notice of each meeting shall also be placed on the website of the Kanawha County Democratic Executive Committee and submitted to the West Virginia State Democratic Party.

Section 3. During January of each even-numbered year, the KCDEC Chairperson shall schedule a special meeting of the KCDEC to attempt to fill any vacancies on the Democratic ballot. This mandatory special meeting shall be held not less than five (5) days nor more than ten (10) days after the final day for the filing of certificates of announcement. At that meeting, the elected members of the KCDEC shall review the names of the individuals who have filed certificates of announcement for partisan offices that are on the primary-election and general-election ballots in Kanawha County, the names of individuals who have withdrawn their candidacies, and the offices that are on those ballots. At that special meeting of the KCDEC, the elected members of the KCDEC shall attempt to fill any ballot vacancies that it is statutorily authorized to fill.

If any ballot vacancies are not filled at that meeting, the Chairperson may schedule additional meetings of the KCDEC to fill those vacancies. He or she shall also schedule additional meetings of the KCDEC to fill any subsequent ballot vacancies. After any deadline for the KCDEC to act as a body to fill a ballot vacancy, the Chairperson himself or herself may fill a ballot vacancy within the deadlines authorized by statute.

It is the duty of the KCDEC Chairperson to make a diligent effort to ensure, to the best of his or her ability, that a full slate of Democratic candidates is on every Kanawha County ballot in the November general election.

Section 4. Subject to the Rules of the West Virginia Democratic Party and these Bylaws, all meetings shall be conducted according to Robert's Rules of Order (latest edition).

## **ARTICLE VI. MEMBERS AND OFFICERS OF THE COMMITTEE**

Section 1. Officers shall be selected in accordance with the Rules of the West Virginia Democratic Party within thirty (30) days after the election of the KCDEC. The officers of the KCDEC shall consist of a Chairperson, a Vice Chairperson of the opposite gender of the Chairperson, a Secretary, a Treasurer, and a Parliamentarian. Every officer of the KCDEC shall be an elected member from an executive committee district. The KCDEC shall fill a vacancy in any of its offices.

Section 2. The Chairperson shall preside at all KCDEC meetings, and have such other duties as are usual to the office of Chairperson, or that may be required by this organization. It is also his/her responsibility to provide the notice as required in Article V, Section 1. In addition, he/she shall include therewith a copy of the minutes of the most recent meeting along with the agenda for the upcoming meeting.

Section 3. The Vice Chairperson shall be a member of the opposite gender from the Chairperson. The Vice Chairperson shall assist the Chairperson in the discharge of his/her duties, and shall temporarily assume the duties and responsibilities of the Chairperson in his/her absence.

Section 4. The Secretary of this organization shall keep an accurate record and minutes of the proceedings of the meetings of the KCDEC. He/She shall keep and preserve all the documents, correspondence, records, minutes, effects, and any other property of this organization, and when a new secretary is elected the past secretary shall forthwith deliver to the newly elected secretary all the aforesaid items kept and preserved during his/her tenure of office. The minutes shall include the names of actual members present, members present by proxy, members absent and guests. Within twelve (12) days after a meeting of the KCDEC, the Secretary shall tender minutes of that meeting to the Chairperson.

Section 5. The Treasurer shall be responsible for the financial receipts and disbursements of this organization subject to the approval of the KCDEC. The funds of



this organization shall be deposited in banks and shall be drawn upon only by checks signed by any two of the following officers: Chairperson, Vice Chairperson, Secretary, and Treasurer. The Treasurer shall make financial reports to the appropriate State agencies and to the KCDEC as the Committee so directs. When a new Treasurer is elected, the past Treasurer shall forthwith deliver to the new Treasurer the funds and all the books and records kept during his/her tenure in office.

Section 6. The Parliamentarian shall advise the Chairperson and Committee of any interpretation of these rules, as requested by the Chairperson.

## ARTICLE VII. COMMITTEES

Section 1. The Chairperson, subject to the approval of the majority of the KCDEC shall appoint the committees and committee chairpersons necessary for the work of the organization, including both standing and ad hoc committees. Each member of the KCDEC should serve on at least one committee.

Section 2. Standing Committees shall include the following:

1. Rules, Bylaws, Policies and Resolutions Committee
2. Finance and Audit Committee
3. Candidate Recruitment Committee
4. Political Organizing and Campaign Committee
5. Communications Committee
6. Awards and Recognition Committee

Section 3. Duties of the standing committees are as follows:

**1. Rules, Bylaws, Policies and Resolutions Committee:** The first responsibility of this committee is to draw up a set of bylaws, providing such rules are not already in existence. The committee should then present the proposed bylaws for amendment and final adoption. Once adopted, the bylaws must be available to members of the KCDEC and should be subject to periodic assessment and revision by this committee.

Amendments can be proposed at any time and may originate within the KCDEC. When an amendment is proposed, it should automatically be referred to this committee for review. The committee should report back to the KCDEC any recommended changes for formal approval. Any disputes arising over the rules should be referred to this committee.

Bylaws must be filed with the Corresponding Secretary of the State Executive Committee and any amendments or revisions must be filed within thirty (30) days of their adoption.

This committee also considers and recommends statements of policy and/or resolutions to be adopted. Resolutions proposed by members would be referred to this committee for consideration and referral to the KCDEC.

**2. Finance and Audit Committee:** This committee should be appointed by the Chairperson as soon as possible after taking office. This committee should develop and implement a 2-year budget which reflects the organization's plan and develop a fundraising plan that meets the goals set out in the budget.

- a. Budget
- b. Fundraising
  1. Fundraising Dinners
  2. Membership
  3. Special Fundraising Events
  4. Campaign Finance Laws
- c. Audits

**3. Candidate Recruitment Committee:** The Kanawha County Democratic Recruitment Committee duties are to submit a full slate of Democratic candidates. Democratic candidates help the entire ticket by promoting Democratic issues and energizing voters. Candidates who do not win can build name recognition and election experience to utilize in the next election. Every election campaign will offer us the expertise to enhance candidate recruitment. We will refine our candidate recruitment by utilizing information from previous elections.

**4. Political Organizing and Campaign Committee:** Political organizing is the task of building support for the Party between elections. This work is crucial to winning at the polls. This committee should put together a 2-year plan and budget for approval by the KCDEC. This committee's plan and budget for political organizing should dovetail with the committee's political-campaign responsibilities. Political organizing lays the groundwork for the political campaign that follows. The funds of the KCDEC may be spent on behalf of the Democratic Party, but shall not be spent on behalf of individual candidates. Any expenditures of KCDEC funds for items such as mail, literature, lawn signs, offices, phone banks, etc., must be done in compliance with applicable law.

**5. Communications Committee:** The KCDEC must develop a simple, systematic public relations plan. This committee needs people with good writing and speaking skills. It should meet with the KCDEC and develop a simple 2-year plan which includes internal and external communications. The 2-year plan would include things like:

- a. Identifying a speakers' forum.
- b. Identifying who will write, approve and issue press releases with the approval of the Chairperson.
- c. Identifying and establishing a public relations time-table for Committee meetings/events.
- d. Determining a budget.

**6. Awards and Recognition Committee:** This committee shall be responsible for any awards or certificates of recognition that are issued on behalf of the KCDEC. For example: This committee shall set standards, guidelines and parameters for the selection of 'The Democrat (man or woman) of the Year'.

Section 4. These committees shall include the appropriate subcommittees. The Chairperson of the KCDEC shall be an ex-officio member of ALL standing committees.

### **ARTICLE VIII. ORDER OF BUSINESS**

At meetings the business of the organization shall proceed in the following order:

1. Roll call
2. To read, correct, and approve the Minutes
3. Introduction of guests
4. Reading of communications and correspondence by Secretary
5. To receive report of the Chairperson, Vice Chairperson and Treasurer
6. To act upon unfinished and postponed business from previous meeting
7. To receive and act upon reports from standing and ad hoc committees
8. To receive and act upon any new business
9. Remarks by members of the Committee
10. Miscellaneous business

### **ARTICLE IX. AMENDMENTS**

Section 1. Proposals for changes or amendments to these bylaws shall first be referred to the Rules, Bylaws, Policies and Resolutions Committee which shall report its recommendations to the next regular KCDEC meeting or special meeting called for that purpose.

Section 2. These bylaws may be amended by a two-thirds (2/3) majority vote of the members of the KCDEC, present at a meeting, provided that written notice setting forth the proposed amendment has been given to all Committee members at least fourteen (14) days prior to the date of the meeting.

Section 3. These bylaws shall be in force and effect upon their adoption and shall supersede all bylaws, rules, motions and policies of a contrary nature with the exception of the Rules of the West Virginia Democratic Party.

### **ARTICLE X. APPENDIX**

**RULES AND REGULATIONS FOR THE GOVERNANCE OF THE DEMOCRATIC PARTY IN WEST VIRGINIA** Adopted as Amended by The West Virginia State Democratic Executive Committee, Charleston, West Virginia, December 8, 2007 or any subsequent editions.