

BYLAWS
OF
MARIN WOMEN'S POLITICAL ACTION COMMITTEE
Approved: 1-28-13

ARTICLE 1: NAME

The name of this organization shall be the Marin Women's Political Action Committee. (MWPAC) It shall function as a local independent Political Action Committee.

ARTICLE II. PURPOSE AND GOALS

The purpose and goals of the MWPAC are to increase women's participation in the political process, to increase the number of women in elected and appointed positions, to win equality for women, and to support pro choice candidates and issues reflecting the mission statement of MWPAC. In pursuit of these goals, MWPAC is dedicated to the eradication of discrimination based on religion, sexual orientation, race, age, physical disability, economic status, or political affiliation.

ARTICLE III: MEMBERSHIP AND DUES

Membership in MWPAC shall be open to any individual, who supports the purpose and goals of the organization.

Dues shall be set by the Board of Directors.

ARTICLE IV: BOARD AND OFFICERS

Elected officers of the MWPAC shall be President, Vice President, Secretary, and Treasurer.

1. The PRESIDENT shall:
 - a. Be the executive officer of this organization and shall preside at all meetings of the Board and of the General Membership;
 - b. Be an ex-officio member of all committees except the Nominating Committee;

- c. Appoint, with the advice and consent of the Board, the Historian, Parliamentarian, and all committee chairs necessary for the implementation of the purpose and goals of this organization;
 - d. Serve as official spokesperson for the MWPAC.
 - e. Set the agendas for all board meetings and general membership meetings.
2. The VICE PRESIDENT shall, in the absence of the President, serve as executive officer and assist the President in the performance of his/her duties.
 3. The SECRETARY shall:
 - a. Record and transcribe all Minutes of the Board and the General Membership, distribute them in paper and/or electronic format to the Board and all members in attendance at the next regular Membership Meeting. The Secretary shall maintain the Minutes Book, electronically and/or in paper;
 - b. Maintain a file of all incoming/outgoing current correspondence, transferring all material to the new Secretary at the end of the term of office, including the Minutes Book, as needed for continuity of MWPAC business.;
 - c. Handle all MWPAC correspondence not otherwise allocated.
 4. The TREASURER shall:
 - a. Be responsible for the collection and disbursement of all monies. The President or the Treasurer may sign checks. The board may authorize a third signer in the event one of the required signers is unavailable. There shall be two signers on the checks over \$500 unless previously approved by the Board.
 - b. Maintain and preserve the financial records, including the required FPPC filings and Treasurer's file, and shall submit regular paper and/or electronic reports at the Board and General Membership meetings;
 - c. Serve as Chair of the Finance/Fundraising Committee; duties shall be assigned according to article VI. 3.e;
 - d. Receive and record dues, as they are received, and transmit the information to the Membership and Communication chairs.

ARTICLE V: ADMINISTRATION

1. BOARD OF DIRECTORS

- a. The Board of Directors shall be members in good standing, as defined in Article III, and include the officers and the chairs of the standing committees. There shall be no fewer than 8 nor more than 15 directors.
- b. The Board may consider special issues when requested. In those cases, the Board shall hear

both pro and con arguments before making decisions;

c. The President shall appoint the chair(s) of the committees following the election of officers in the general membership meeting during which new officers are elected. Members are encouraged to volunteer for committee assignments.

2. TERMS OF OFFICE

a. Officers shall be elected for a one-year term and may be re-elected;

b. Chairs of standing committees are appointed for one-year terms and may be reappointed;

c. All Board members will take office on January 1 of each year except when elected or appointed to fill a vacancy.

3. NOMINATIONS AND ELECTIONS

a. The Nominating Committee shall present nominees for the officers and recommendations for committee chairs no less than 30 days prior to the election during the Annual Meeting, which shall be held each year no later than December;

b. Following presentation to the Board and the membership present at the meeting, the names of nominees shall be submitted in writing on paper or in electronic format to the general membership no fewer than 15 days before the election;

c. At the time of the election, at the General Meeting, nominations for officers may be made from the floor. A plurality of members present shall elect the officers. Absentee ballots shall not be accepted;

d. A quorum must be present as defined under Article V, Item 7, section a.

4. RESIGNATIONS AND REMOVALS

a. Any Board Member may resign at any time by giving written notice to the Board or to the President. Any resignation shall take effect upon receipt of that notice or any later time specified in that notice. Unless otherwise specified in that notice, the acceptance of the resignation shall not be necessary to make it effective;

b. Officers or board members may be removed by a two-thirds vote of the Membership in attendance at a General Meeting, if a quorum, as defined under Article V.7a., is present at the meeting. A motion for said removal must be submitted in writing on paper or in electronic format, published in the newsletter, and sent to all current members at least 30 days in advance of such meeting;

c. In the event of a vacancy in the office of President, the Vice President shall become the President for the unexpired term. Any other vacancies shall be filled by appointment by the Board to complete the unexpired term.

5. MEETINGS

a. All meetings will be held at locations easily accessible, whenever possible, to the disabled and

elderly;

b. The General Membership shall meet at least quarterly. The last meeting of the year, to be held in December, will be a General Meeting and shall include election of Board members and officers for the upcoming year, whose terms commence on January 1 of the new year. Notice must be given in writing to all members 30 days in advance of membership meetings. The planning for these meetings shall be the responsibility of the Membership Committee and/or President with the co-ordination of the Nominating Committee;

c. Special meetings may be called by the President at the request of a majority of the Board, or by written request of 10% of the General Membership. Such requests shall state the purpose of the proposed meeting, and business transacted at the special meeting shall be confined to the purposes stated. Written notice must be sent to all members in writing on paper or in electronic format at least 10 days in advance;

d. The Board shall meet no less frequently than quarterly and may meet as frequently as needed to transact the business of the organization. Board meetings shall be open to the membership.

e. Schedules of Board meetings shall be published in the newsletter, calendar, and/or mailed or transmitted electronically to members no fewer than 72 hours in advance of the meeting.

6. VOTING

a. Any person who has paid the required dues 30 days prior to a vote is a member in good standing of the MWPAC and is eligible to vote;

b. There shall be no voting by proxy. All voting for endorsements and elections shall be by secret ballot as set forth in Article VII;

c. There shall be no absentee balloting.

7. QUORUM

a. At regular or special meetings, no action shall be taken unless 15 members or 10% of the Membership, whichever is fewer, are present at the meeting;

b. At Board meetings no action shall be taken, unless a minimum of 50% of the total members of the Board is present;

8. AMENDMENTS TO BYLAWS

a. These bylaws may be amended at any regular membership meeting, if written notice of the proposed amendment(s) has been transmitted by US mail or electronically to all members 30 days prior to the meeting. There must be a quorum present at the meeting, and a two-thirds vote of those present shall be required to carry the amendment(s).

ARTICLE VI: MWPAC SPECIAL AND STANDING COMMITTEES

1. Special Committees. There shall be such special or ad hoc Committees as the Board or the President may from time to time establish for the discharge of particular duties.
2. Standing Committees. Standing committees shall include but not be limited to the following:
 - a. Program/Education
 - b. Communication
 - c. Endorsement
 - d. Membership
 - e. Finance/Fundraising
 - f. Legislative
 - g. Nominating
 - h. Appointments
3. MWPAC Committee Structure
 - a. Each committee chairperson shall serve on the Board for a one-year term. Each committee shall have at least two members;
 - b. Endorsement and Finance committees shall each have no fewer than three members, at least two of whom shall be on the Board. The Treasurer shall chair the Finance Committee. The Endorsement Chair may appoint subcommittees as necessary;
 - c. Members of the Endorsement Committee may not publicly endorse candidates in advance of formal MWPAC endorsements being announced, and may not be a candidate or a key member of a candidate's campaign (campaign manager, treasurer, for example) for an office being considered for endorsement and financial contributions.
4. Members of the Board include the President, Vice President, Secretary, and Treasurer, the chairs of the standing committees and the immediate past president.
5. General responsibilities of the standing committees:
 - a. The PROGRAM/ EDUCATION COMMITTEE shall:
 - i) Seek out and encourage qualified women to run for office by planning and arranging appropriate conferences and workshops;
 - ii) Plan and arrange education and training conferences and workshops for advocates for women candidates and women's issues;
 - iii) Plan and arrange MWPAC events (except General Membership Meetings, and meetings concerned with endorsement) in consultation with the Finance and Communications committees.
 - b. The COMMUNICATIONS COMMITTEE shall:
 - i) At regular intervals, write, edit, and distribute a newsletter to inform MWPAC members of relevant issues and activities;
 - ii) Disseminate all authorized information to the media to keep the community informed about the

Caucus;

- iii) Handle all aspects of all communications to members and others, including maintenance of all mailing lists.
- c. The ENDORSEMENT COMMITTEE shall:
- i) Select as Chair a member with no less than one full year prior service on the committee;
 - ii) Endorse for local, regional, statewide, or national based on the judgment of the Endorsement Committee and subject to members' input, and the completion of a questionnaire;
 - iii) Maintain a current election calendar, targeting all possible levels of races, especially those with women candidates.

d. The MEMBERSHIP COMMITTEE shall:

- i) Organize the annual membership drive to identify and recruit potential members, welcome new members, encourage current members to maintain their memberships; and plan and arrange the orientation for new members;
- ii) Maintain current membership records and lists (working with the Treasurer) and provide monthly updates to the Communications Chair, and quarterly updates to all other committee chairs; and promptly transmit dues to the Treasurer.
- iii) Reach out to diverse groups of women in the local population that have not been represented or involved.

e. The FINANCE/ FUNDRAISING COMMITTEE shall:

- i) Consult with all committees to determine their financial requirements.
- ii) Prepare an annual budget, in consultation with other committees, for submission first to the Board and subsequently to the membership for approval at its first quarterly meeting;
- iii) Develop an annual fundraising plan in consultation with the Board and Programs/Education Committee.

f. The LEGISLATIVE COMMITTEE shall:

- i) Monitor national, state, and local legislation affecting women;
- ii) Recommend bills for support or opposition to the Board and membership;
- iii) Lobby for or initiate legislation according to MWPAC mandate;

g. The NOMINATING COMMITTEE shall:

- i) Consist of no less than five people, of which at least two shall be members of the Board;
- ii) Actively solicit potential officers and committee chairs from among the general membership to maintain a pool of candidates;
- iii) Propose a slate of officers to be elected by the membership at the annual meeting and provide background information, including experience and qualifications, of each nominee;
- iv) Committee members may not nominate themselves.

- h. The APPOINTMENTS COMMITTEE shall:
- Identify and communicate to members in writing or by electronic transmission opportunities for appointments to boards, commissions, or committees that bear on the concerns of MWPAC.

ARTICLE VII: ENDORSEMENT OF CANDIDATES AND ISSUES

1. DEFINITION

An endorsement is the MWPAC statement of support for a candidate for election; a candidate for appointment; a position for or against an issue.

2. RESPONSIBILITY

It is the responsibility of the MWPAC Endorsement Committee to recommend when to institute endorsement procedures and to coordinate all endorsement procedures and meetings.

3. LOCATIONS

Endorsements may be considered at 1) a special meeting, 2) a caucus following a debate or candidates' night, or 3) a regular meeting.

4. NOTICE

All issues or candidates for endorsement must be placed on the written agenda. Members must be notified 30 days in advance of an endorsement meeting. Provisions shall be made for presentations of arguments on both sides of issues, and candidates, either men or women, who qualify by agreement in writing with MWPAC's purpose and goals by the prescribed deadlines, will be invited to address the membership.

5. ENDORSEMENT VOTE

- a. Endorsements shall be given to the candidate for each race who receives at least 51% of YES votes from qualified voting members present at any endorsement meeting. Any person who has paid the required dues 30 days prior to the vote is considered a MWPAC member in good standing;
- b. In local races in which there are multiple seats and candidates, each candidate shall be voted on separately by members in good standing as described above in Article VII, Section 5a and must receive at least 51% of the YES votes or more of the qualified voting members present at the endorsement meeting;
- c. If more candidates receive at least 51% or more of the YES votes than there are seats available in a specific race, then only the highest vote getters by percentage shall be endorsed, so that the maximum number of candidates endorsed shall be equal to or fewer than the number of seats available.

6. ENDORSEMENT VOTE EXCEPTIONS

- a. A recommendation will be given to a qualified male candidate receiving at least 51% of YES votes when no qualified woman as determined by the MWPAC Endorsement Committee is running for that position;
- b. No endorsement or recommendation will be given to a male candidate receiving the most votes if one or more qualified women are running for that position (in which only one seat is open). A qualified women candidate is one who has completed a questionnaire presented by the MWPAC Endorsement Committee and been approved and is in agreement with the goals and mission of the MWPAC. Under this circumstance, the female candidate(s) will not receive an endorsement either;
- c. In a political race in which more than one seat is being contested, if male candidates are the highest vote-getters, those men can be recommended if they are not opposed by qualified women candidates, as defined in Article VII, Section 6b, or if there are not enough qualified women candidates to fill the number of seats in that political race.

7. REVOCATION OF ENDORSEMENT

- a. An endorsement or recommendation of a candidate by the MWPAC may be withdrawn if the candidate demonstrates by word or deed a change in support for issues of concern to the MWPAC;
- b. The endorsement of an issue or endorsed or recommended candidate shall be withdrawn if at least 51% of the members in good standing, as defined in Article V, Section 6a, of a duly constituted meeting or caucus vote to revoke;
- c. The candidate or appointed representative, or proponents of the issue or position endorsed shall have the right to be present and heard before the vote shall be taken for revocation. Notice shall be the responsibility of the President.

ARTICLE VIII: FISCAL YEAR

The fiscal year of this organization shall begin on January 1 and end on December 31.

ARTICLE IX: RULES

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern this organization in all cases in which they apply and where they are not inconsistent with these bylaws.

ARTICLE X: DISSOLUTION

This PAC may be dissolved only by a vote of the membership or by dissolution in accordance with these Bylaws. On dissolution, all funds shall go to an organization that supports the goals and purposes of the MWPAC, as determined by the Board of Directors and subject to ratification by the membership.

APPENDIX TO THE BYLAWS
OF THE MARIN WOMEN'S POLITICAL ACTION COMMITTEE

POLICIES AND PROCEDURES

1. Endorsed and recommended candidates and issues will receive written notification of the MWPAC Endorsement, as well as support and financial assistance as voted by the membership. There will be no financial support for recommended candidates.

2. Public announcements shall be released to the press following full MWPAC endorsement or recommendation.

3. The candidates or proponents of the issue or position endorsed or recommended by the MWPAC shall have the right to use their MWPAC endorsement or recommendation in political literature and advertising.

4. All candidates will be treated with courtesy and respect. Required positions, as stated in the Bylaws, shall not be waived or altered, but answers may be clarified, once submitted. Deadlines apply to all equally. Questionnaires may not be completed by proxy. Endorsement events are for the purpose of allowing the membership to hear the candidates speak to MWPAC's purpose and goals.

5. Proxy is allowed only to read a candidate's statement, if the candidate cannot appear personally at the endorsement event.

6. Ballots shall be counted by no fewer than three members in good standing, as defined by Article V, Section 6a, of the MWPAC Endorsement Committee and all ballots shall be available for review by each of the counting/tallying members. Once an announcement has been made as to an endorsement or recommendation, it shall not be changed, except when an error has been discovered or challenged within 24 hours of the vote by the membership.

7. The MWPAC email list is not available for anyone's use except as approved by the board.

8. MWPAC will provide an opportunity to candidates in certain races to submit a brief campaign statement to be emailed to our list with the length of the statement to be determined by the MWPAC Endorsement Committee. All of the above at the discretion of the board.

9. MWPAC will provide candidates with a "free speech" table, not endorsed by MWPAC, to display literature.