

BYLAWS OF
Hawaii State Democratic Women's Caucus
of the
Democratic Party of Hawaii

ARTICLE ONE
NAME & OFFICES

Section 1 - Name of Organization

The name of this Organization shall be the **Hawaii State Democratic Women's Caucus of the Democratic Party of Hawaii.**

Section 2 - Principle Office

The principal office of the Caucus will be that of the Democratic Party of Hawaii headquarters or such location as selected by decision of the membership at a general business meeting.

ARTICLE TWO
MISSION, PURPOSE AND OBJECTIVES

Section 1 – Mission and Purpose

The Hawaii State Democratic Women's Caucus of the Democratic Party of Hawaii is a catalyst for progressive, social, economic, and political change through action on critical issues facing Hawaii's women and girls.

Section 2 – Objectives

- To organize the Caucus on a statewide basis that the caucus may be able to assure full representation in governance and decision-making;
- Educate party members on progressive, social, economic and political challenges facing women and girls;
- To seek to increase the engagement of women and girls in the political process.

ARTICLE THREE

OFFICERS

Section 1 - Designation of Officers

The officers of the Caucus shall be two Co-Chairs, Treasurer and two State Central Committee Representatives. The Caucus may also have additional Vice Chair(person)s. Assistant Treasurers and other such officers with such titles and duties as may be determined from time to time by the Executive Committee.

Section 2 - Qualifications

Any duly qualified and elected member may serve as an officer or Executive Committee member provided that they are a member of the Democratic Party of Hawaii and that they have been a member of the Women's Caucus for at least three (3) months at the time of election and have attended at least three meetings.

Section 3 - Election and Term of Office

Officers, including SCC representatives, shall be elected by the membership at the regularly scheduled meeting in the month of January, or as soon as practicable thereafter, in even numbered years. The term of office shall begin at the end of the regular biennial meeting designated for the election of officers and Executive Committee members and shall be two years. Each member shall cast no more than one vote per candidate, and may vote for as many candidates as the number of officers and Executive Committee members to be elected.

Section 4 - Resignation and Removal

Any officer may resign effective upon giving written notice to the Co-Chairs of the Caucus, unless the notice specifies a later time for the effectiveness of such resignation. The acceptance of such resignation shall not be necessary to make it effective.

Any Officer and/or member of the Executive Committee may be removed with cause. Cause shall be demonstrated with documentation and submitted to the Caucus. Removal requires a 2/3 vote of the active membership present at a regular or special meeting. Active membership is defined as participation in at least three out of six meetings preceding the vote. A quorum will consist of a simple majority of members present, for which at least two weeks' notice has been given to the membership of the pending removal of a member of the Executive Committee.

Section 5 – Vacancies

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Executive Committee. In the event of a vacancy in any office other than the Co-Chair (person), such vacancy may be filled temporarily by appointment by the Co-Chair (person) until such time as the Executive Committee shall fill the vacancy. Vacancies occurring in officers appointed at the discretion of the Executive Committee may be filled as the Executive Committee shall determine.

Section 6 - Duties of Officers

The Co-Chair (person or persons) shall supervise and control the affairs of the Caucus and the activities of the officers in accordance with these by-laws and policies subsequently passed by the Executive Committee and/or general membership. One Co-Chair (person or persons) shall perform all duties incident to the office and such other duties as may be required by the General Laws of the Democratic Party of Hawaii, the laws of the State of Hawaii, by these Bylaws or which may be prescribed, from time to time, by the Executive Committee. The Co-Chair (person or persons) shall preside at all meetings of the Executive Committee and the Caucus and except as otherwise expressly provided by law, shall, with prior written consent from the Democratic Party of Hawaii, in the name of the Caucus, execute such deeds, mortgages, bonds, contracts, or other instruments which may from time to time also be authorized by the Executive Committee or the membership. One Co-Chair (person or persons) shall be responsible for the following:

- (i) taking and maintaining minutes of all meetings of the membership and all Executive Committee meetings of the Caucus, including but not limited to date, time and place, and whether regular or special;
- (ii) ensuring that all notices are duly given in accordance with these Bylaws;
- (iii) serving as the custodian of the records of the Caucus;
- (iv) exhibiting at all reasonable times to any member of the Caucus, as prescribed by the by-laws or policies of the Executive Committee, all records and documents of the Caucus;

The Treasurer is elected by the Caucus and shall be responsible for the following:

- (i) having charge and custody of, and being responsible for, all funds and securities of the Caucus until funds and other securities are delivered to the Treasurer of the Democratic Party of Hawaii (TDPH) to be held in the Hawaii State Democratic Women's Caucus account.
- (ii) receiving and giving receipt for monies due and payable to the Caucus from any source;
- (iii) collect the name, address, occupation and employer (if employed) from all contributors who make donations to the Caucus;
- (iv) deliver all funds received for the Caucus to the TDPH;

- (v) disbursing, and/or causing to be disbursed, the funds of the Caucus as may be directed by the Executive Committee by preparing requisition for disbursement;
- (vi) deliver requisition to TDPH for payment and disbursement of funds from the Hawaii State Democratic Women's Caucus account;
- (vii) work with TDPH in keeping and maintaining adequate and accurate accounting records of all fiscal matters pertaining to Caucus activities;
- (viii) monitoring and reporting of all fiscal matters to the Executive Committee;
- (ix) preparing or causing to be prepared, financial statements at the request of the Executive Committee and for distribution and reporting at all regular membership meetings of the Caucus; and
- (x) preparing financial reports detailing donations, including the name of the donor, their address, employer, the amount and date of the donation for the Democratic Party of Hawaii twice per year on dates prescribed by the Democratic Party of Hawaii.

County Representative(s)

County Representatives shall assist the Executive Committee with general membership outreach, attend regular and special meetings by phone or in person; and Executive Committee meetings when called and perform other tasks as assigned by the Chair(person) or Executive Committee.

Representatives to the State Central Committee

- (i) New Caucus Representatives: Within forty-five days of certification as a caucus, the Caucus shall nominate two representatives of different gender to the State Central Committee.
- (ii) The Caucus shall certify nominees to the State Central Committee for each seat who shall be elected by the convention at large.
- (iii) Vacancy: A position is deemed vacant if a Caucus Representative no longer maintains Caucus membership or is otherwise ineligible according to the these Bylaws. If the Caucus fails to fill the vacancy within forty-five days, it shall be filled by the Executive Committee of the State Central Committee.

Compensation

No officer or Executive Committee member in performance of their elected duties shall accept any compensation other than for actual expenses required to fulfill the duties and expectations of the Caucus in accordance with policies established by the Executive Committee or membership.

ARTICLE FOUR
COMMITTEES

Section 1 – Ad Hoc Committees

The Caucus may have any and all such ad hoc committees as may from time to time be designated by resolution of the membership and/or Executive Committee. These committees may consist of persons who may or may not be members of the Caucus and shall act in an advisory capacity to the officers, Executive Committee and membership.

Each committee shall keep regular minutes and/or reports of their proceedings, cause them to be filed with the Caucus records maintained by the Co-Chair (person or persons) of the Caucus and distribute these minutes to every officer of the Caucus on a periodic basis determined by the Executive Committee or membership.

Section 2 - Executive Committee

The Executive Committee of the Caucus shall consist of the Co-Chairs and any other duly elected officers, including SCC representatives and county representatives when so designated by the members in good standing of the neighbor islands.

Section 3 - Meetings and Actions of Committees

The Executive and Ad Hoc Committees, with the approval of the membership may adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the General Laws of the Democratic Party of Hawaii, the laws of the State of Hawaii, or these Bylaws.

ARTICLE FIVE

MEMBERSHIP

Section 1 – Eligibility

Membership in the Hawaii State Democratic Women’s Caucus of the Democratic Party of Hawaii shall be open to all duly recorded members of the Democratic Party of Hawaii who desire to support the Caucus and its specific purposes and objectives.

Section 2 – Enrollment

The procedure for enrollment in the Hawaii State Democratic Women’s Caucus of the Democratic Party of Hawaii shall be the submission to a Caucus Co-Chair in person, via

email, and/or DPH website, a Caucus Enrollment Form as may be prescribed, and modified from time to time, by the Executive Committee.

Section 2 – Member Voting Rights

Members of the Hawaii State Democratic Women’s Caucus of The Democratic Party of Hawaii shall have the same voting rights and privileges as bestowed upon them by the General Laws of The Democratic Party of Hawaii.

Members must be in good standing to vote. Good standing is defined as attendance at least three meetings in a calendar year.

Voting for Caucus officers, including SCC representatives shall require that the member be in attendance at the last three out of six meetings prior to the biennial elections in January of even numbered years. All other voting shall be by simple majority of members in good standing present.

ARTICLE SIX

EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

Section 1 - Execution of Instruments

The Executive Committee, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the Caucus to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Caucus, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent or employee shall have the power or authority to bind the Caucus by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 2 - Checks and Notes

Except as otherwise specifically determined by resolution of the Executive Committee, or as otherwise required by law; checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the Caucus shall be signed by the Co-Chair (person or persons) and countersigned by the at least one other officer.

Section 3 – Deposits

All funds of the Caucus shall be delivered to TDPH and deposited in a timely manner to the credit of the Caucus in such banks, trust companies, or other depositories as the DPH shall select.

Section 4 – Gifts

The Executive Committee may accept, on behalf of the Caucus, any contribution, gift, bequest or devise for the purposes of this Caucus.

ARTICLE SEVEN **CAUCUSAL ASSETS**

Section 1 - Prohibition Against Private Inurement

No part of the net earnings of this Caucus shall inure to the benefit of, or be distributed to, its officers, members, agents or other private persons, except that the Caucus shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this Caucus and in accordance with the by-laws and policy of the Executive Committee.

Section 2 - Distribution of Assets

Upon the dissolution of this Caucus, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Caucus shall be distributed to the Democratic Party of Hawaii.

ARTICLE EIGHT **AMENDMENTS TO BYLAWS**

Except as may be otherwise specified by the General Laws of the Democratic Party of Hawaii and the laws of the State of Hawaii, the membership of the Caucus shall have the power to amend, alter or repeal any or all sections of these Bylaws and to adopt new Bylaws upon approval of two-thirds (2/3) of the members in good standing present at a meeting called for that express purpose.

Such proposed amendments, alterations or motion to repeal shall be submitted, in writing signed by no less than two members of the Caucus, to the Co-Chairs (person or persons) of the Caucus. The Executive Committee shall review and prepare their recommendation on the proposal within 30 days of receipt of the proposed amendment or repeal.

Once an amendment or repeal has achieved a review and recommendation of the Executive Committee a general membership meeting shall be called within 30 days to take organizational action. Any and all proposed amendments, alterations or motions to repeal shall become effective immediately upon approval by two-thirds (2/3) of members in good standing present at the general membership meeting.

ARTICLE NINE **CONSTRUCTION AND TERMS**

If there is any conflict between the provisions of these Bylaws and the General Laws of the Democratic Party of Hawaii, the provisions of the General Laws of the Democratic Party of Hawaii shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

ARTICLE TEN

ELECTION PROCESS FOR WOMEN'S CAUCUS REPRESENTATIVE(S) TO THE STATE CENTRAL COMMITTEE

Section 1 - Candidates must be a member in good standing of the Democratic Party of Hawaii, and a member in good standing of the Women's Caucus on or before the scheduled date of the biennial State Party precinct meetings in even years and must have attended in person or by phone in three out of six Caucus meetings prior to the January meeting ref. Article 3, Section 3.

Section 2 - Nomination papers to include:

1. Ten dollar (\$10) filing fee payable to the State Democrat Party of Hawaii
2. Signatures from five members of the Women's Caucus
3. Written statement showing:
 - A. A demonstrated involvement and active participation with the Women's Caucus meetings and/or Women's Caucus activities
 - B. Commitment to attend the SCC and Women's Caucus meetings

Section 3 - For verification purposes the nomination packet is due to the Women's Caucus three weeks prior to the Women's Caucus meeting called for the election of officers and Executive Committee members.

Section 4 - All written statements shall be released to the Women's Caucus members, once candidacy is verified and at least forty-eight (48) hours prior to the Caucus meeting in which SCC representative voting is on the agenda.

Section 5 - Elections of the two (2) Women's Caucus Representatives to the State Central Committee shall follow Article 3 – Section 3 with the requirement that the winners be of different genders.

Section 6 - Filling a vacancy of Women's Caucus Representative to the State Central Committee: If the office of the Women's Caucus Representative to the State Central Committee (SCC) becomes vacant:

1. The Executive Committee of the Women's Caucus shall notify Caucus members by e-mail (or if no e-mail by whatever means have been designated by the member).
2. The notice shall indicate that:

- A. there is a vacancy,
 - B. the deadline for members to apply for the vacancy, which shall be at least five (5) days from the date of the notification, and
 - C. the application requirements pursuant to Article 9 – Section 2 (3); including the gender of the other Women's Caucus Representative to the SCC.
3. The Executive Committee shall review all applicants.
 4. The Executive Committee shall notify all applicants if they are qualified as defined by these by-laws before proceeding with Step 5.
 5. The Executive Committee shall notify members of the applicants that meet the criteria as stated in Article 9 – Section 2 (3), included in this notification shall be the applicants' statements and request for the member's feedback - members shall have seven (7) days to respond.
 6. The Executive Committee shall review members' comments, select a replacement, and notify the Caucus members of their decision.
 7. The designee's name shall be presented to the SCC.
 8. If the Women's Caucus does not designate a replacement within 45 days of the vacancy announcement, the Executive Committee of the State Central Committee may fill the vacancy.