

KENNETT AREA DEMOCRATIC COMMITTEE
BYLAWS

ARTICLE I Name and Objectives

1. The Kennett Area Democratic Committee (“KAD”) is a duly registered political committee in the Commonwealth of Pennsylvania. It shall be the authoritative body of the Chester County Democratic Committee (“CCDC”) for Kennett Square Borough, Newlin Township, West Marlborough Township, East Marlborough Township, Pocopson Township, Pennsbury Township, Kennett Township, New Garden Township, London Britain Township, and Avondale Borough, collectively, (the “Kennett Area”), as such Kennett Area may be revised by CCDC, and shall make such rules for the government and management of the KAD as it may deem proper, provided such rules are not inconsistent with law and with the rules of the CCDC.

2. KAD is part of the CCDC, and its Bylaws are subject to CCDC’s Bylaws. If there is a conflict between CCDC’s Bylaws and these Bylaws, CCDC’s Bylaws shall control. If KAD’s Bylaws are silent on a matter, CCDC’s Bylaws shall provide guidance on the issue.

3. The objectives of KAD shall be:
 - To elect Democrats.

 - To recruit, train and support Democratic candidates for elected office.

 - To increase the number of registered Democrats in the Kennett Area.

 - To increase the turn-out of Democratic voters participating in every election.

 - To inform voters and improve voters’ perceptions of Democrats in the Kennett Area.

 - To work with CCDC, the Pennsylvania and national Democratic committees to achieve these objectives and the objectives of those organizations.

ARTICLE II Committee Persons

1. The Democratic voters of each election precinct located in the Kennett Area shall, in the Spring Primary when Pennsylvania's gubernatorial candidate is nominated, elect two precinct Committee Persons who will serve a term of four years and be eligible for re-election. If any precinct does not have two elected committee people, KAD shall endeavor to fill the position in accordance with CCDC Bylaws. All Committee Persons shall be duly registered and enrolled Democratic voters in their election precinct and shall satisfy such other requirements established by CCDC's Bylaws.
2. All Committee Persons, whether elected or duly appointed, shall become a voting member of KAD and CCDC by virtue of his or her election or appointment as a Committee Person and shall comply with the requirements of the CCDC and KAD Bylaws.
3. Committee Persons shall attend KAD monthly meetings, monitor and respond to emails related to KAD activities, manage party relations with Democrats in their precincts, circulate nominating petitions for candidates, distribute appropriate pre-election literature, strive to increase the number of registered Democrats in the Kennett Area and the turnout of Democratic voters in their precinct, ensure a continuous presence of greeters representing the Democratic party on all election days at their polling place, comply with any policies adopted by KAD relating to the staffing and organization of polling places including distributing sample ballots with CCDC and/or KAD endorsed candidates to all voters at the polling place, attend meetings of the CCDC County Committee including the Nominating and Reorganization Conventions of CCDC, and work to advance the Objectives of KAD in accordance with these Bylaws. Committee Persons understand that their priority on any Election Day must be the coordination of greeters and educating voters at their polling place. Committee People agree that they will not campaign for non-endorsed candidates on Election Day and will only volunteer for campaign at locations other than their polling place if their polling place is fully staffed and operating.

ARTICLE III Officers

1. A Chair, Vice-chair, Secretary, and Treasurer (“KAD Officers”) shall be elected for four-year terms by the voting members of KAD in the year of the CCDC Reorganization Meeting, as that term is defined in the CCDC Bylaws. Nominations for officers shall be submitted at KAD’s June meeting and officers shall be elected by a vote held at KAD’s July meeting. Nominations and voting shall take place in the following order: Chair, Vice-Chair, Secretary and Treasurer. Officers must be a registered Democrat living in the Kennett Area, but do not need to be a Committee Person.
2. Each KAD Officer shall, whether elected or duly appointed, become voting members of KAD by virtue of his or her election as a KAD Officer.
3. The Chair shall give written notice of KAD meetings in accordance with the requirements of these Bylaws, solicit content for and set agendas for KAD meetings after consultation with Committee Persons and KAD Officers, preside at meetings, represent KAD at meetings of the CCDC Executive Committee, inform KAD of decisions and policies adopted by CCDC, ensure KAD is operated in accordance with these Bylaws, the CCDC Bylaws and any policies or procedures adopted by KAD and CCDC and remains in compliance with all regulatory requirements applicable to Pennsylvania Political Committees. The Chair shall also be the Kennett Area Zone Leader for CCDC. The Chair shall also be entitled to appoint the KAD Member at Large to the CCDC Executive Committee. The Chair shall seek the advice and consent of the KAD Members prior to appointing the KAD Member to serve as CCDC Member at Large from KAD and the KAD Members shall be entitled to vote on the such appointment. The Chair shall represent KAD between meetings.
4. The Vice-chair shall assume the Chair’s functions whenever the chair is unable to carry them out, including attendance at CCDC Executive Meetings. The Vice-Chair shall also be the Kennett Area Assistant Zone Leader for CCDC.
5. The Secretary shall take minutes at each KAD meeting, distribute a draft of such minutes to the KAD Members prior to the next meeting for their review and approval, maintain a record of the approved version of such minutes and maintain a register of email addresses for communicating with Committee Persons and KAD Officers. The Secretary shall ensure the

distribution of any KAD official correspondence at the direction of the Chair or as approved or directed following any action approved at a KAD meeting.

6. The Treasurer shall receive, record and deposit all KAD's funds; maintain KAD's accounts and financial records; prepare an annual budget for approval by the Voting Members; deliver a financial report for approval at each KAD monthly meeting; update such financial reporting to reflect any changes approved by the Voting Members; serve as chair of the Finance Committee; ensure KAD remains in compliance with all regulatory reporting requirements and file all required reports on a timely basis with the appropriate government agencies in accordance with federal, state, and local laws; and deliver all financial records, including account passwords, as required by the KAD Bylaws to her or his successor in office.
7. The Chair and Vice-chair are limited to two consecutive full terms of office. If a vacancy occurs during a term of office, a replacement to complete the vacated office's term shall be approved at the KAD meeting following the officer's resignation or removal from office, or, if that would be more than thirty (30) days after the vacancy occurs, at a special meeting of Voting Members convened by the remaining officers after no fewer than seven (7) days prior notice to Voting Members.
8. Within fourteen (14) days of the end of an officer's term, each KAD Officer shall deliver all records and files pertaining to said office to his/her successor or, if no successor exists, to another KAD Officer. Failure to deliver said records or files, including any passwords for bank or social media accounts, shall disqualify the officer from being eligible to hold any KAD Office or run as a Committee Person in the next election.

ARTICLE IV Meetings

1. KAD shall hold monthly meetings on the second Thursday of each month and more frequently if the Chair determines additional meetings are warranted. The Chair shall send written notice to all Committee Persons and Officers and any registered Democrats electing to receive email notifications from KAD of any additional meetings or change in the date of a regularly scheduled monthly meeting no fewer than seven (7) days prior to the meeting.
2. Any registered Democrat residing in the Kennett Area shall be invited and encouraged to attend KAD's regular monthly meetings, but only Committee Persons and Officers (collectively, "Voting Members") may vote

on any action to be taken by KAD. Attendance at any meeting by a Voting Member shall constitute waiver of any notice requirement.

3. To avoid disputes and promote the orderly conduct of meetings, KAD Meetings shall be guided by the rule of procedure set forth in the latest revised edition of Robert's Rules of Order, Newly Revised, in all procedural matters not otherwise specifically covered by these Bylaws.
4. The agenda for each KAD monthly meeting shall be consistent with the strategic plan adopted by KAD and shall include a Treasurer's report for transactions since the previous meeting and the review of minutes of the previous meeting, with an opportunity to modify or approve both. Each agenda may include reports from the Chair and Vice-chair, reports from KAD Committees, and other matters approved by the Chair or requested by a duly constituted Committee.
5. In order to conduct a vote on any matter, a quorum of forty percent (40%) of the Voting Members must be present, with fractions rounded upwards. A KAD meeting without a quorum may hear reports and discuss issues but may not take a binding vote on any matter.
6. If a quorum is present, motions must be made and seconded by a Voting Member and, unless a higher percentage is required by these Bylaws, shall pass by a simple majority vote of Voting Members present and voting. Voting Members may not vote by proxy.
7. Any meeting may be held by conference call other communications equipment or technology and any Voting Members participating by conference call or other communications equipment shall be deemed to be present in person at such meeting as long as all Voting Members participating in the meeting can communicate with one another and all other requirements of these Bylaws are satisfied.
8. If a matter requires approval prior to the next regularly scheduled KAD Meeting, the Chair, seconded by another KAD Officer, may send an email to all duly elected or appointed Committee Persons outlining the issues to be decided and providing such information as the Voting Members may need to make an informed decision on the matter. The email shall include the words "Important Matter to be decided by Email Vote" in the subject line. Voting Members shall be permitted to comment on the matter through an email sent to all other Voting Members and a vote on the matter shall be held when designated by the Chair or Vice Chair but

not less than 24 hours after the initial email requesting action was sent to Committee Persons. Voting Members shall vote Yes or No by a “Reply All” email or other mechanism which allows all Voting Members to see the final vote tally. Any motion approved by an email vote shall only be decided by the vote of sixty-six percent (66%) of the Voting Members.

ARTICLE V Finances

1. Funds for the operation of KAD shall be derived only from sources permitted under applicable federal and state law and shall be recorded and reported as required by applicable law.
2. Two signatures of either the Chair, Vice-Chair and Treasurer shall be required for disbursements from any KAD bank accounts.
3. A budget shall be submitted by the Treasurer and approved each year at KAD’s February meeting. All expenditures not previously included in an approved KAD budget over \$500 shall be approved by the Finance Committee and reported at the next regular monthly KAD meeting.
4. The Treasurer shall ensure that any direct financial support to candidates for state or federal office complies with any and all federal and state election laws and shall complete all appropriate filings as specified by law.

ARTICLE VI Committees

1. KAD shall have the following standing committees: Finance Committee and Communications Committee. KAD may establish such other ad hoc committees as shall be approved by the Voting Members. Membership on ad hoc committees shall be nominated by the Chair and shall be approved by the Voting Members. The membership, roles and responsibilities of each ad hoc committee shall be set forth in the resolution approving the formation of the committee. The Chair shall be an ex officio member of each KAD Committee.
2. Finance Committee. The Finance Committee shall consist of the Treasurer and no fewer than 3 individuals eligible for membership in KAD, nominated by the Chair and approved by the Voting Members. The Treasurer shall chair the Finance Committee. The Finance Committee shall be responsible

for developing and proposing the annual budget to be approved by the Voting Members and ensuring compliance with the requirements of Article V of these Bylaws.

3. Communications Committee. The Communications Committee shall consist of the Newsletter Editor and the Social Media Platform Managers and no fewer than 2 individuals eligible for membership in KAD, nominated by the Chair and approved by the Voting Members. The Communications Committee shall be responsible for informing constituents about KAD and its objectives, about Democratic candidates, about endorsement of such candidates, and about relevant political and civic news. The Committee will inform Democratic voters in the Kennett area how to participate in KAD and activities promoted by KAD. The Committee shall develop policies to ensure compliance with the requirements of Article VI of these Bylaws.
4. The Chair shall, with the approval of the Voting Members, appoint a website manager, a Facebook manager and such other social media managers as the Chair, with the approval of the Voting Members, determines is necessary to ensure effective communication (the “Social Media Platform Managers”). The Social Media Platform Managers ~~who~~ shall each be a member of the Communications Committee and, in coordination with the other members of the Communications Committee, shall ensure that KAD’s social media platforms achieve the objectives of KAD’s Communications Committee.
5. The Chair shall, with the approval of the Voting Members, appoint a manager of its newsletter and email communications (the “Newsletter Editor”) who shall be a member of the Communications Committee and who, in coordination with the other members of the Communications Committee, shall use KAD’s newsletter and email communications to achieve the objectives of KAD’s Communications Committee.
6. The Chair may delegate, with approval of the Voting Members, to committees the responsibility to specific obligations of KAD, to achieve the objectives set forth in these Bylaws or the CCDC Bylaws. A report by each committee may upon request by the committee chair, be included on each meeting agenda until the committee’s work is completed.

ARTICLE VII Endorsements

KAD shall be bound by and honor any endorsements made by CCDC in accordance with the CCDC Bylaws. If CCDC does not issue an endorsement for any elected office, KAD may, but shall not be required to, vote to endorse a candidate at the April KAD meeting following the CCDC Nomination Endorsement Convention, as that term is defined in the CCDC Bylaws. A candidate shall only be endorsed by KAD if such candidate receives the affirmative vote of not less than sixty-five percent (65%) of the Voting Members entitled to vote for the candidate in the election and who are present at the meeting at which the endorsement is voted upon. If a candidate is only elected by residents of a single municipality (a "Municipal Election"), the Committee Persons from that municipality shall be the only Voting Members eligible to vote on an endorsement for that Municipal Election. A Municipal Election endorsements may be voted on at a separate meeting of all of the Committee Persons for a Municipality and they may include any endorsements approved by sixty-five percent (65%) of the eligible Committee Persons on the KAD sample ballot if such meeting is held not less than two weeks prior to the election and the Committee Persons inform the Chair of any endorsements for Municipal Elections that are approved in accordance with this Article. No Committee Person may represent or imply that a candidate for elected office has been endorsed by CCDC or KAD unless such candidate shall have been endorsed by a vote of CCDC, KAD or, in the case of a Municipal Election, the Committee Persons for a Municipality in accordance with the CCDC and KAD Bylaws.

Article VIII Notices

Each Voting Member shall register an email address with the Secretary of KAD for purposes of receiving any notices required under these Bylaws. It shall be the responsibility of the Voting Member to notify the Secretary of any changes to his or her email address. Notice shall be deemed given when sent by the KAD Chair, Secretary or other KAD Officer directed to send the email by the Chair.

Article IX Amendments

Amendments to these bylaws may be made by prior announcement and a vote approving such amendments by not less than sixty-six percent (66%) of the Voting Members in favor at two successive regularly scheduled KAD meetings. Amendments passed in accordance with this section, shall become effective as

of the date of approval indicated, but not sooner than the approval at the second KAD meeting.

These bylaws were first approved on August 29, 2019 and then approved by the Voting Members on September 12, 2019.

*Amended Mar 25 2020, added
Article IV Meetings, 7.*