

BY-LAWS OF THE COOK COUNTY DEMOCRATIC PARTY

ARTICLE I: Organization and Purpose

This organization shall be known as the Cook County Democratic Party. Its purposes shall be to attract, endorse, and support qualified Democratic candidates for office, to develop positions on issues of public importance, to advance the ideals and principles of the Democratic Party, and to seek to improve the lives of the people of Cook County through effective, efficient, and fair government. It shall promote Democratic political activity in Cook County and encourage broad and diverse political participation by Cook County Democrats regardless of race, color, creed, national origin, gender, physical ability or sexual orientation. It shall also present recommendations to the State Democratic Party and take an active role in county, state, and national political efforts which have an impact upon the people of Cook County.

ARTICLE II: Membership

Section 1. A member of the Cook County Democratic Party shall be any person registered to vote within Cook County, Illinois who volunteers, contributes to, supports, advances the interests of, or participates in the activities of the Party and who requests to be added to the membership list and who further demonstrates the suitable attributes of character, judgment, and commitment to the principles, vision, programs, and policies of the Cook County Democratic Party.

Section 2. An associate member is a member who does not reside within the boundaries of Cook County but may participate Cook County Democratic Party activities and events. Associate members shall not be entitled to vote in Cook County Democratic Party endorsement sessions. Participation may be granted to associate members in other matters at the discretion of the executive committee.

Section 3. The Executive Committee may permit representatives of the Young Democrats of Cook County, labor, business or other interested groups to have a non-voting advisory role in designated Standing Committees on a permanent or an ad hoc basis as may be appropriate in its discretion subject to such rules or limitations as it may deem reasonable concerning open and closed sessions and time, place, and manner of participation.

Section 4. All members of the Cook County Democratic Party shall be represented by their duly elected Township or Ward Committeeman in the Cook County Central Committee and its various sub-committees. Only the duly elected committeemen (or their duly authorized proxies) shall have voting rights in the Cook County Democratic Party.

ARTICLE III: The Executive Committee and County Central Committee

Section 1. Authority. The Executive Committee of the Cook County Democratic Party shall be responsible to the membership to establish policies necessary to achieve and fulfill the the purposes of the organization, and oversee the activities and programs which implement these policies.

Section 2. Composition. The Executive Committee shall consist of the following persons: The County Chair, an Executive Vice-Chair (City), an Executive Vice-Chair (Suburban), a First Vice-Chair, the City Vice-Chair, the Suburban Vice Chair, a Secretary, a Treasurer, and the Sergeant-At-Arms.

Section 3. Cook County Central Committee: The Cook County Central Committee of the Cook County Democratic Party, its members and officers, shall be the governing body of the Cook County Democratic Party. It and its members shall exercise all powers granted under the Illinois Election Code as well as all powers previously exercised by custom and usage and any powers usually exercised by such a committee and party officials not inconsistent with the Illinois Election Code (10 ILCS 5- /1-1, et seq. , as amended)(formerly Ill. Rev. Stat., Chapter 46). The County Chair, or his or her designee as may be necessary, shall be the presiding officer and shall exercise all appropriate executive and administrative authority.

Section 4. Standing Committees and Other Committees

(a) There shall be created eight (8) standing committees to exercise such authority as is usual and customary for such committees and such other powers as may be delegated to each by the County Chair who shall have the sole authority to appoint all members and designate a Chair and Vice Chair of each. Any elected committeeman, in good standing, shall be eligible to request appointment to any of the eight (8) Standing Committees. The County Chair shall attempt, as much as practicable, to consider the stated preferences of requesting committeemen in appointment to such committees. These committees are:

- (1) Finance
- (2) By-Laws and Rules
- (3) Communications
- (4) Candidate Recruitment and Evaluation
- (5) County-Wide Selection
- (6) Supreme and Appellate Court Selection
- (7) Circuit Court Selection
- (8) Community Outreach
- (9) *State Office Selection**

- (b) Chairs and Vice Chairs of the standing committees shall be appointed by the County Chair and serve, at the pleasure, and throughout the term, of the appointing County Chair.
- (c) The Chair of any Standing Committee shall have authority to create such sub-committees and Chairs of those sub-committees which as may be beneficial to assist in fulfilling the duties of that Standing Committee.
- (d) Appointment to a Standing Committee is subject to the continuing active participation of the appointee.
- (e) In the discretion of the Chair, a member of a Standing Committee may be granted an excused absence from a particular meeting or function.
- (f) In the absence of the Chair, the Vice Chair of a Standing Committee shall assume all of the duties and responsibilities of the Chair.
- (g) The members of the Executive Committee shall each be voting members of all Standing Committees.
- (h) Upon recommendation and report of the By-Laws and Rules Committee, the Cook County Central Committee shall have the power, by vote, to impose sanctions upon any committeeman for cause (including any actions which substantially adversely reflect upon the Cook County Democratic Party and its purposes), felony conviction, or actively opposing nominees endorsed by the Cook County Democratic Party. The phrase “actively opposing” shall mean to aid and/or assist a non-endorsed candidate with direct or indirect financial contributions, political workers and volunteers, political paraphernalia or advertising, and/or media, consulting, technical, polling, direct mail or telephone-banking or similar support. Sanctions may include, but are not limited to, the removal (temporary or permanent) of a committeeman from any candidate selection or any other committee. A committeeman subject to any inquiry under this subsection shall have the right to be heard and to make a presentation in her or her own defense at all stages of any proceeding before the By-Laws Committee and the Central Committee.
- (i) Other committees. Other committees may be proposed from time to time by the County Chair subject to the approval by vote of the Central Committee at a regular meeting.
- (j) Local endorsement and vacancy in nomination or office committees. Whenever it is necessary for a board of review, congressional, legislative, representative, judicial district, circuit court, judicial sub circuit, municipal or other similar committee to convene in order to endorse candidates, fill a vacancy in nomination or in office, or otherwise act as may be required by the Illinois Election Code, the County Chair shall appoint in writing the Chair of such committee to be that committeeman with the greatest number of

weighted votes in that political subdivision, as determined by official tallies received from the Chicago Board of Election Commissioners and/or the Cook County Clerk. Section 5. Vacancies .

(a) Committeeman. In the event of a vacancy in the office of a Township or Ward Committeeman as defined by the Illinois Election Code, the Township or Ward Democratic Party may meet, in accordance with custom and usage and any constituent charter, by-law or other local rule or procedure in place, and may recommend to the Central Committee the name of a qualified member of the Democratic Party of that Township or Ward for appointment by the Central Committee to fill the vacancy. The Central Committee shall give careful consideration and deference to the expressed choice of the Township or Ward Democratic Party in determining whether to ratify that recommendation or to appoint another qualified member of the local Democratic Party. The Cook County Democratic Party may provide to the various Townships and Wards, through its legal counsel, suggested forms and procedures for undertaking the process of recommending a person for appointment to fill such a vacancy. A person filling a vacancy in the office of committeeman may not exercise the power of that office unless and until ratified by the Central Committee. The Central Committee shall have the power to judge the qualifications of its members.

(b) Vacancies in offices of this organization shall be filled by appointment of the County Chair. Vacancies in committee chairs and vice-chairs shall be appointed by the County Chair. Vacancies in chairs and vice chairs of sub-committees of the Standing Committees shall be appointed by the Chair (or, if necessary), the Vice Chair of the Standing Committee. A vacancy in the office of Ward or Township Committeeman, as defined in the Illinois Election Code, shall automatically create a vacancy in any party office held by that same committeeman.

Section 6. Quorum of the Central Committee. A quorum of fifty per-cent (50%) plus one vote of the entire weighted vote of the Democratic Committeemen of the Cook County Central Committee shall be required to conduct business at a meeting of the Cook County Central Committee of the Democratic Party to endorse candidates for office, fill vacancies in nomination, elect a County Chair, and perform other duties as may be required under the Illinois Election Code.

ARTICLE IV: Officers: Powers and Duties.

Section 1. Officers.

(a) The following officers of the organization shall be elected by the Central Committee: the County Chair, Executive Vice Chair (City), Executive Vice Chair (Suburban), First Vice-Chair, City Vice Chair, Suburban Vice Chair, Secretary, Treasurer, and Sergeant-at-Arms. The City Committeemen and the Suburban (Township) committeemen may confer, caucus, and make recommendations concerning persons to be elected as their respective Executive Vice Chairs and the City Vice Chair

and the Suburban Vice Chair.

- (b) The terms of all officers shall be coterminous with the term of the County Chair.
- (c) Each officer shall be a member of the Executive Committee and shall have the duties and responsibilities described below.

Section 2. County Chair. The County Chair shall be the chief executive officer of the organization. The Chair shall have such executive and administrative powers and duties as are vested in the office by the Illinois Election Code, custom and practice of the Democratic Party of Cook County, and any powers usually exercised by such person not inconsistent with the Election Code. He or she shall be responsible for all executive and administrative activities of the organization but may delegate such authority as may be reasonable to an Executive Director and other administrative staff. The County Chair shall, subject to these By Laws, be the organization's authorized representative to execute such documents and financial agreements as may be necessary in the orderly administration of the party offices and organization. The County Chair shall also have the power to call, set an agenda, and preside over meetings. He or she may represent the Democratic Party in public matters and functions.

Section 3. The Executive Vice Chair (City), Executive Vice Chair (Suburban), and First Vice-Chair shall assist the County Chair in the performance of his or her executive and/or administrative duties as well as coordinating the activity of the standing committees of the organization and ensuring that the duties and responsibilities of the standing committees are properly carried out.

Section 4. City Vice Chair and Suburban Vice Chair. The City Vice Chair and Suburban Vice-Chair shall have authority to convene caucuses and meetings, solicit support for the organization, assist the County Chair in any matters upon request, coordinate activities concerning recommendations for endorsements of candidate, and bring before the Central Committee issues of particular interest.

Section 5. Secretary. The Secretary shall act as clerk of all Central Committee meetings, record all proceedings and minutes, take the roll, determine the presence of quorums, tally contested weighted votes, certify vote totals, provide through the administrative staff due notice of the meetings, and maintain the records of the organization. The Secretary may employ a variety of forms of notice (including regular U.S. mail, certified mail return receipt, facsimile transmission, personal delivery, email, and publication) and is encouraged to provide multiple forms on each occasion.

Section 6. Treasurer. The Treasurer shall keep all financial records, and make and execute all reports required by any federal, state or other campaign finance reporting laws, monitor income and expenses, submit periodic financial reports to the Central Committee, and otherwise conduct the necessary business affairs of the organization with financial institutions. The Treasurer and the County Chair, together with any other designated officer, shall be co-signatories on all bank accounts of the organization, and at

least two signatures shall be required on all transactions.

Section 7. Sergeant-at-Arms The Sergeant-at-Arms shall preserve and keep order at the County Convention and Central Committee Meetings and shall have the authority to designate areas at such meetings for the press and the public and the reasonable conditions under which such members of the press and public may attend such meetings.

Section 8. Removal of Officers and appointees. In the absence, unwillingness or inability of any officer or appointee to perform the duties of that office, the County Chair may appoint a temporary or permanent replacement.

ARTICLE V: Meetings

Section 1. The Cook County Convention of the County Central Committee. The County Convention of the Central Committee shall meet as required by the Illinois Election Code to elect a County Chair and such other officers as it may deem necessary and conduct any other necessary business.

Section 2. Executive Committee Meetings. The Executive Committee shall meet on a regular basis and in such additional special meetings as may be called by the County Chair.

Section 3. Cook County Central Committee Meetings. The County Central Committee shall meet on a periodic basis as determined by the County Chair.

Section 4. Standing Committees. The standing committees shall hold meetings throughout the year as necessary to complete their business and fulfill their duties on a schedule to be determined by the committee chair.

Section 5. Proxy voting. Proxy voting has been permitted as a long-standing practice by custom and usage in the Cook County Democratic Party and is explicitly permitted under these By-Laws. The Cook County Democratic Party, through its legal counsel, may provide a suggested form of proxy for use by the committeeman. Proxy voting is permitted in all instances except in the determination of a quorum . A person whose proxy has been challenged may not vote that particular proxy in the determination of the legitimacy of the proxy. (Note: These By-Laws adopt and incorporate the written opinions of legal counsel rendered on July 16, 2006 and January 31, 2007 permitting proxy voting.)

Section 6. Conduct of Meetings. The County Chair, or his or her designee, shall preside over meetings of the Central Committee.

(a) As much as practicable, meetings shall be governed by customary parliamentary and other procedures with the goal of providing fair, impartial, and open access to all committeemen to express their views on subjects brought before the body. Meeting

procedure may be guided in general, but not in all particulars, by the most recent publication of Robert's Rules of Order.

(b) For purposes of placing names in nomination before the body, or in making a motion for consideration by the body, such nomination or motion must be made and seconded by at least one ward or one township committeeman personally present at the meeting.

(c) The Chair shall permit any nominating or seconding committeeman, or committeeman making a motion, seconding or engaging in discussion on a motion, a reasonable period of time to be heard before the body.

(d) All questions shall be determined by a majority of all of the weighted votes cast on the question. Votes on all questions shall be by open roll call, if any committeeman requests. The Chair may appoint teller(s) to assist the Secretary in the tabulation of any roll call votes and may permit additional observers on behalf of persons whose names have been placed into nomination. The Secretary shall certify the tally and announce the results after permitting any teller(s) to check and reconcile their tallies and affording any observers the opportunity to review such tallies. In order to be elected to the office and position of County Chair, a candidate must receive fifty per-cent (50%) plus one vote of the weighted votes cast on the question. If, after the first ballot, no candidate has received the fifty percent (50%) plus one majority needed of the weighted vote cast on the question, then the top two candidates receiving the most votes shall immediately stand for a supplementary run-off to determine the winner.

(e) Members of the media may be permitted to be present during meetings of the County Convention and the Central Committee in such area(s) as designated by the Sergeant-at-Arms or other Democratic Party staff official, subject to the limitations of space and provided that there is no interference with the orderly conduct of the meeting. No media interviews or inquiries shall be permitted in the actual meeting room while the meeting is in session. The media shall be excluded from any executive closed session of the County Convention or Central Committee, from all meetings of the Executive Committee, and from all deliberations of all of the Standing Committees.

(f) Recommendations by candidate selection committees must be presented to the entire Central Committee which may accept or reject them, in whole or in part, by a vote of a majority of all of the weighted votes cast on the question. The Central Committee may determine any contested endorsement, by motion properly made from the floor, and act as a Committee of the Whole for the purpose of making an endorsement. The Central Committee may also elect to return the question of a contested endorsement back to the appropriate selection committee for further deliberation, recommendation, and report back to the Central Committee. All committeemen should recognize that the purpose and organization of the Cook County Democratic Party is achieved by unified support of all wards and townships for all candidates who are ultimately endorsed by the Party.

(g) The Chair, with leave of the body, may entertain motions to suspend the rules or

to undertake any action by voice vote or acclamation.

ARTICLE VI: Endorsement of Political Candidates.

Section 1. Endorsement Sessions. The County Chair shall set the time and place for consideration of the Cook County Democratic Party of endorsements of candidates for Cook County offices.

Section 2: The Candidate Recruitment and Evaluation Committee. The Candidate Recruitment and Evaluation Committee shall convene for the purpose of meeting potential candidates, evaluating their qualifications, providing general information on the endorsement process, and forwarding recommendations concerning them to the *State Office Selection*;* County-Wide; Appellate and Supreme Court; and Circuit Court Selection Committees, as may be appropriate.

Section 3: The *State Office Selection*;* County-Wide; Supreme and Appellate Court; and Circuit Court Selection Committees. *State Office Selection*;* The County-Wide; Supreme and Appellate Court; and Circuit Court Selection Committees shall convene for the purpose of making endorsements of the Democratic candidates for public office. The Chair and Vice Chair of each committee shall establish procedures for the orderly dispatch of committee business. The committees shall consider presentations made by those seeking endorsement, together with such supporting materials such as resumes, bar association ratings, and the like, as may be useful in their deliberations. The committees shall make every reasonable effort to reach a consensus and report back to the entire Central Committee with their respective recommendations for endorsement, subject to the final determination of the Central Committee by weighted vote.

Section 4. Both the Supreme and Appellate Court and the Circuit Court Selection Committees are authorized to make provisional endorsements of as many as four (4) additional candidates each, and to specifically list them in order of priority, so that neither of the selection committees nor the Central Committee must reconvene should an initially endorsed candidate be unable to seek office and/or additional judicial vacancies occur, resulting in a second judicial filing period. The Executive Committee shall meet, as may be necessary, to ratify and confirm any such subsequent Party endorsements.

ARTICLE VII: Amendment

Section 1. These By-Laws may be altered, amended or revoked by three fifths (3/5) of the entire weighted vote of the Central Committee provided that such proposed amendment has been presented at one meeting of the Central Committee and voted upon at a second subsequent meeting.

Section. 2. Committeemen constituting twenty-five (25%) percent of the entire weighted vote of the Central Committee may propose an amendment to these By-Laws

Section 3. Any proposed amendment to the By-Laws shall be delivered to the County Chair in writing at least twenty (20) days prior to the meeting at which it is to be first considered. The Secretary shall cause copy of each proposed amendment to be sent to each committeeman together with a notice.

Adopted at Chicago, Illinois on Friday, September 7, 2007, as amended on the floor, by voice vote with unanimous consent and one abstaining, by the

COOK COUNTY DEMOCRATIC PARTY

COOK COUNTY DEMOCRATIC CENTRAL COMMITTEE

JOSEPH BERRIOS, CHAIRMAN

*By Amendment to the By-Laws adopted by the Cook County Central Committee by a weighted vote of 893,865 (84.81%) in favor and 160,129 (15.19%) against on September 10, 2009, pursuant to the provisions of Article VII.