

# **Democrats Abroad Japan**

## **Bylaws, as amended and restated August 6, 2005**

### **1. NAME AND RELATIONSHIP TO DEMOCRATS ABROAD**

The name of this organization shall be Democrats Abroad Japan, and its proper abbreviation shall be DAJ. DAJ shall be officially affiliated with the Democratic Party of the United States. It is linked to other national organizations of American Democrats living abroad through the Democratic Party Committee Abroad (DPCA) and through membership in the DPCA to the Democratic National Committee of the United States.

### **2. PURPOSE**

The purposes of DAJ shall be to advance the interests of the Democratic Party of the United States and of Democrats Abroad and to provide for appropriate action by its supporters residing in Japan.

### **3. MEMBERSHIP**

Any American citizen of voting age whose principal residence is in Japan who submits an application for membership to the DAJ which states that such person in principle supports the Democratic Party of the United States and agrees to abide by these bylaws shall become a member of DAJ upon submission of such application. No oath of loyalty, fees, dues, or any past voting record shall be required as a condition for membership. To the greatest extent possible, all the various elements of the Democratic Party and of the United States Democratic community in Japan shall be represented within the organization. Discrimination on the basis of sex, race, age (if of voting age), color, creed, national origin, religion, economic status, sexual orientation, ethnic identity or physical disability is expressly prohibited. Membership in DAJ automatically results in membership in Democrats Abroad.

Any member shall cease to be a member if such member no longer meets the qualifications for membership provide in the previous paragraph. Any former member may be reinstated on the same conditions as a new member.

### **4. STRUCTURE**

Democrats Abroad Japan shall consist of all of its members and a National Committee to guide and coordinate their activities as well as to represent DAJ to others.

### **5. OFFICERS AND THE NATIONAL COMMITTEE**

The Officers of DAJ shall consist of a Chair, Vice Chair, Secretary, Treasurer and the chair of any Chapter approved by DAJ under section 7 hereof. These officers shall be elected by the DAJ membership as stipulated in Articles 5.1 and 5.2 and shall comprise the National Committee. The Vice Chair shall be of the opposite sex from the Chair. In addition, the Chair may appoint up to three Vice-Chairs for specific functions. The National Committee shall meet at regular intervals upon call by the Chair, for the purpose of consulting with and advising the Chair in the administration of the organization. A meeting of the National Committee may be called by one-third of the National Committee. Meetings of the National Committee shall be open to all members of the organization.

Upon notice from any Officer residing outside the Kanto area that the Officer will be attending in person a National Committee meeting called on a weekday in Tokyo and a request that the meeting be held on the following Sunday, the called National Committee meeting shall be moved forward to the following Sunday.

## **5.1 NOMINATION OF OFFICERS**

- 5.1.1 At least five weeks prior to the election, the National Committee shall announce the opening of nominations for elected officer positions in a letter or by facsimile or electronic communication method, if known for such member, to all members and solicit their nominations. The National Committee shall send each nominee notice of their nomination and ask for their consent to be a candidate for such position. All nominees must consent to their nomination to be eligible for office.
- 5.1.2 After allowing at least three weeks for members and proposed candidates to respond, the National Committee shall distribute to each member a ballot listing one or more candidates for each office, including any nominations received from members and consented to by the nominee. Together with the distribution of the ballot, the National Committee will distribute candidate statements meeting requirements prescribed by the National Committee if received in a timely manner from the proposed candidate.
- 5.1.3 The election date shall be set no sooner than two weeks and no longer than four weeks after the ballots are distributed and shall be marked on the ballots.

## **5.2 ELECTION OF OFFICERS**

Officers shall be elected by majority vote of the members voting by ballot delivered at a meeting called for such purpose or postmarked by the election date to the address specified on the ballot. The election date shall be a date in July in each (odd-numbered) non-election year. Determination of the election results for the Chair shall precede determination of the election results for Vice Chair. Officers shall serve for terms of two years. No officer may serve more than two consecutive terms in the same office. The Chair, with the consent of a majority of the National Committee, may appoint a member to temporarily fill any vacancy until the next election.

## **5.3 DUTIES OF OFFICERS**

**The Chair:** shall be the chief officer of the organization, shall call and preside at all national level meetings of members and of the National Committee, shall have responsibility for all activities approved by the organization and for the provision of materials required by the DPCA to maintain DAJ in good standing, and shall appoint such committees as necessary for the execution of these activities. Subject to ratification by the members of the National Committee at a subsequent meeting of the National Committee, the Chair may appoint and remove the chairpersons and members of any committee and may appoint and remove assistant or honorary officers with such duties as the Chair shall designate. The Chair shall be the organization's voting representative to the DPCA, unless the Chair designates otherwise.

**The Vice Chair:** shall support and act in the absence of the Chair, and undertake such other duties as the Chair may direct.

**The Secretary:** shall maintain and periodically update a list of members of the organization, shall keep minutes of the meetings of DAJ and of the National Committee, shall correspond with members, shall assist the Chair in providing materials required by the DPCA to maintain DAJ in good standing, and shall keep these Bylaws as amended from time to time and other files and administrative records of DAJ. All such minutes, these Bylaws as amended from time to time, and any files and administrative records shall be made available for inspection for any proper purpose by any member.

**The Treasurer:** shall be responsible for the financial management of the organization, shall receive contributions, shall delegate limited duties to members upon the establishment of appropriate accounting systems, and shall be responsible for financial record-keeping and reports as required by applicable law (including without limitation the laws and regulations

of the United States and the several States applicable to political parties and contributions to them). All such records shall be open for inspection by members. Each DAJ officer shall be provided with access to copies of the membership list of DAJ, these Bylaws as amended from time to time, and the financial records of DAJ..

## **6. NATIONAL COMMITTEE DUTIES**

National Committee meetings shall be called by the Chair or at the request of any other Officer. Decisions must have majority approval of the National Committee, and any disputes over procedure shall be settled by reference to Roberts Rules of Order (Revised).

The National Committee shall be empowered to review and approve the Chair's activities, confirm and appoint committee chairs, authorize budgets and unbudgeted expenditures in excess of 50,000 yen and audit the financial dealings of the organization.

The National Committee shall inform, support, guide and coordinate the activities of members. By a two-thirds majority vote of the members of the National Committee, the National Committee may disenfranchise any member acting counter to the goals and Bylaws of DAJ or DPCA; provided, however, that such vote may only be taken after the member has been provided with reasonable notice of the National Committee's intention to exclude the member and has had reasonable opportunity to contest the proposed action by the National Committee.

## **7. CHAPTERS**

DAJ may establish local chapters in Japan by a majority vote of the National Committee. Such local Chapters may only be abolished by a majority vote of members voting. The Chapter shall have a Chair, Vice Chair, Secretary and Treasury with the duties set forth in Section 5 above who shall be elected by the members of the Chapter in accordance with the election procedures set forth in Articles 5.1 and 5.2 herein except that only members of the Chapter will be eligible to vote in such chapter election. Members of the local chapters must be members of the DAJ. Chapters will set the dates for their own Chapter elections of officers which shall occur every two years in odd numbered non-election years.

## **8. APPLICABLE AUTHORITY**

In addition to applicable law, the activities of DAJ shall be governed by (i) these Bylaws as amended from time to time and such rules as the National Committee may enact from time to time pursuant thereto, (ii) the Bylaws of Democrats Abroad and the Charter and Bylaws of the Democratic Party of the United States as amended from time to time and such rules and regulations as Democrats Abroad and/or the Democratic Party of the United States shall adopt from time to time. In the event of a conflict between (A) these Bylaws and the rules referred to in subclause (i) of the previous sentence and (B) the documents, rules and regulations referred to in subclause (ii) of the previous sentence, the documents, rules and regulations of subclause (ii) shall prevail.

## **9. AMENDMENTS**

These Bylaws may be amended by a two-thirds vote of the members voting. The National Committee shall allow at least three weeks after circulating the proposed amendments for discussions between members and voluntary withdrawal or consolidation of amendments before distributing a ballot on the final version of the proposed amendments. The election date shall be set no sooner than two weeks and no longer than four weeks after the ballots are distributed and shall be marked on the ballots.