

Bylaws

for

Democrats Abroad Sweden

Drafted for approval May 24, 2007

1. ORGANIZATION

1.1 Name

The name of this organization is **Democrats Abroad Sweden**, abbreviated as **DASweden**.

1.2 Location

The organization has its headquarters in Stockholm, Sweden.

1.3 Legal status in Sweden

DASweden is incorporated as a non-profit organization under the laws in Sweden, an “ideell förening”.

1.4 Fiscal year

The fiscal year for accounting purposes is the calendar year.

1.5 Relationship to DPCA

DASweden has been duly admitted to the Democratic Party Committee Abroad (the “DPCA”) as an official Country Committee within Democrats Abroad.

1.6 Purpose

The purposes of the organization are:

- a. To advance the interests of the Democratic Party of the United States and of Democrats Abroad.
- b. To actively campaign for Democratic candidates and issues.
- c. To serve as the Democratic organization for United States citizens living in Sweden, in particular by registering voters and encouraging participation in the political process
- d. To strengthen ties between Americans living in Sweden and their government and representatives in the United States.

2. MEMBERSHIP

2.1 Members

Members must be citizens of the United States, of voting age, who subscribe to the principles of

the Democratic Party of the United States and of Democrats Abroad and who are resident in Sweden. Membership in Democrats Abroad Sweden automatically results in membership in Democrats Abroad.

2.2 Membership records

By becoming a member of Democrats Abroad Sweden, each member of the organization consents to the delivery of his or her name, mail and e-mail addresses, telephone and fax numbers and U.S. voting district/State and other information contained on the membership list of the organization to the DPCA and to such lawful use thereof as the DPCA shall make from time to time.

2.3 Membership lists

The current list of members as maintained by the Secretary shall be delivered to the appropriate officers of the DPCA no later than March 31 of each year in such form and format as the DPCA requires.

2.4 Resignation

Any member may resign by written notice to the Chair, and such resignation is effective immediately. Any such former member may be reinstated on the same conditions as a new member.

2.5 Cessation of Membership

Any member shall cease to be a member if he or she no longer meets the qualifications of a member. Any such former member may be reinstated on the same conditions as a new member.

2.6 Exclusion of members

A member who by his or her actions demonstrates that she or he no longer subscribes to the principles of the Democratic Party of the United States and of Democrats Abroad may be excluded from membership by a **majority vote of the** Executive Committee; provided that the Executive Committee has given reasonable notice of its intentions to the member and the member and has had a reasonable opportunity to contest the proposed action.

3. OFFICERS

3.1 Officers

The Officers of the organization shall be the Chairperson, Vice-Chairperson, Secretary, Treasurer and Counsel to the Committee. The Vice-Chairperson shall be of the opposite sex from the Chairperson, and an effort shall be made at all times to promote diversity among the elected officials.

3.2 Chairperson

The Chairperson shall be the chief executive officer of the organization shall call and preside over all meetings of members and of the Executive Committee, and shall have responsibility for all activities approved by the organization. The Chairperson shall sit ex-officio on all committees of the organization, with full voting privileges.

3.3 Vice-Chairperson

In the absence of the Chairperson, the Vice-Chairperson shall call and preside at meetings of members and of the Executive Committee. The Vice-Chairperson shall have such other duties as the Chairperson shall define.

3.4 Secretary

The Secretary shall maintain a current list of members of the organization (along with personal identifying information), minutes of all meetings, and all files and administrative records of the organization.

3.5 Treasurer

The Treasurer shall manage the finances of the organization, maintain its financial reports to members and make and maintain such financial reports as may be required by 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.

3.6 Counsel

The Counsel shall be available for consultation by the Committee or its officers on legal and procedural questions relating to Democrats Abroad Sweden and its activities.

3.7 Other Officers

The Chairperson may appoint and remove such assistant Officers or honorary Officers, having such duties as he or she shall designate, subject to ratification by the members of the Executive Committee at the next meeting of the Executive Committee.

4. COMMITTEES

4.1 Executive Committee

The Executive Committee shall be composed of the Chairperson, Vice-Chairperson, Secretary, Treasurer and Counsel to the Committee elected from among the eligible members of the organization. The chairpersons of the Standing Committees shall be ex-officio members of the Executive Committee with full voting privileges. The Executive Committee shall meet at regular intervals upon call by the Chairperson, for the purpose of consulting with and advising the Chairperson in the administration of the organization. A meeting of the Executive Committee may be called by one-third of the Executive Committee.

4.2 Other committees

Standing Committees and Ad Hoc Committees may be created by the Chair, or by majority vote of the Executive Committee, with such functions and responsibilities as may be deemed appropriate.

4.3 Chapter committees

Chapters of the organization that principally meet outside of Stockholm, or have some other

organizational focus, may be organized under the leadership of a committee established for that specific purpose.

4.4 Committee chairs and membership

The Chairperson shall appoint and remove the chairpersons of the Standing Committees and the Ad Hoc Committees, subject to ratification by the members of the Executive Committee at the meeting of the Executive Committee next following such appointments or revocation. The membership of each such committee shall be selected by the committee chairperson after consultation with the Chairperson. An effort shall be made at all times to promote diversity among committee membership.

4.5 Committee meetings

Meetings of all committees shall be open to all members of the organization.

5. TERMS OF OFFICE

5.1 Length of term

The Officers of the Executive Committee shall be elected in odd-numbered years at the annual meeting of the organization, which shall be held no later than May 31. They shall be elected for a term expiring upon the election of their successor. No Officer can serve more than two consecutive terms in the same office. In the event that there is no candidate for a DAS office, an officer who has served two consecutive terms in that office may be elected to a third term of by a two-thirds majority vote.

5.2 Automatic expiration

The terms of all incumbent assistant Officers and committee chairpersons shall automatically expire upon the election of new Officers.

5.3 Removal from office

Any Officer or ex officio member who misses three consecutive regularly called meetings of the Executive Committee may be removed from office by a two-thirds vote of the entire Executive Committee at a regularly called and quorate meeting at which the question of such removal is on the agenda sent out in advance and at which the Officer or ex officio member is given due opportunity to explain the reasons for his or her absence.

6. NOMINATIONS

6.1 Nominations Committee

At least two months prior to the annual meeting, a committee to nominate candidates (the "Nominations Committee") for election to office shall be named by the Chairperson with the approval of the Executive Committee.

6.2 Voting methods

At the meeting approving the appointment of the Nominations Committee, the Executive Committee shall decide whether the elections shall be conducted (i) by mail ballot (to be counted at the annual meeting), (ii) by vote (in person or by proxy) held at the annual meeting or (iii) another method specified by the Nominations Committee.

6.3 Timing of nominations

The Nominations Committee shall notify the membership of its nominations, together with any self-nominations that have been received, no less than 30 days prior to the annual meeting.

6.4 Additional candidates

If the elections are to be conducted by mail, any member of the organization wishing to run for office and not nominated by the Nominations Committee may declare his or her candidacy at least 14 days before the annual meeting by a letter addressed to the Chairperson of the Nominations Committee. The Nominations Committee shall send ballots by mail to the membership of the organization no earlier than 13 days before the annual meeting and no later than 10 days before such meeting.

6.5 Nominations from the floor

If the elections are to be held by mail ballot, no nominations may be made from the floor except when there is no declared candidate for an office to be filled. If the elections are to be conducted by vote (in person or by proxy), nominations for all positions to be filled may be made from the floor of the annual meeting.

7. ELECTIONS, REMOVALS AND VACANCIES

7.1 Elections

The Officers of the Executive Committee shall be elected by a majority of votes of (i) the members voting (in person or by proxy) at the annual meeting (or in the case of a vacancy, at the general meeting at which the election is held) or (ii) by mail ballot counted at the annual meeting (or in the case of a vacancy, at the general meeting at which the election is held). In the event of an election to be held by mail ballot, ballots received by mail shall be kept unopened and delivered to tellers appointed by the meeting to count the votes.

7.2 Removals

Any Officer may be removed from office by a vote of two-thirds of (i) those present at a duly convened meeting of the membership or (ii) those voting in a duly organized vote by mail on the question.

7.3 Vacancies

Any vacancy among Officers of the Executive Committee may be filled by special election held at any subsequent meeting of the members of the organization. Until such vacancy is filled, the Chairperson may appoint at his or her discretion a member to fill the vacancy on a temporary basis. Any Officer elected at a special election shall serve only until the next regular election.

8. NOTICE AND AGENDA

8.1 Notice

Notice of annual meetings, meetings at which elections will be held and meetings to amend these Bylaws shall be mailed to members at least 30 days before the meeting. Notice of other meetings of members and of the Executive Committee shall be given by such method as the Chairperson shall from time to time reasonably prescribe.

8.2 Agenda

Any member may request the Chair in writing, not less than 30 days before the meeting, to place additional items on the agenda, and shall furnish the text of any resolutions proposed for adoption. The Chair shall circulate such additional items and proposed resolutions, as well as other resolutions, not less than 15 days before the meeting. Items may be added to the agenda at the meeting by majority vote of the members present or represented.

9. MEETINGS

9.1 Annual Meeting

An annual meeting of members shall be held no later than May 31 of each year and shall act upon the following: (i) approval of the accounts and the report of the Chairperson and the Treasurer for the preceding calendar year, (ii) in odd-numbered years, the election of the Officers and Members-at-Large of the Executive Committee, and (iii) such other business as the Chairperson shall deem appropriate.

9.2 Other meetings

Other meetings of the membership may be called by (i) the Chairperson, (ii) one-third of the Executive Committee or (iii) 10% of the membership who request the holding of a meeting.

9.3 Meeting rules

All meetings of the membership, the Executive Committee, the Standing Committees and ad hoc committees shall be open to the membership and conducted in accordance with these Bylaws (including the provisions on notice). All meetings shall be conducted in accordance with the latest edition of *Robert's Rules of Order*.

9.4 Meeting formats

Meetings of Democrats Abroad Sweden may be held in person, by telephone, videoconference, or such electronic means as the Executive Committee may from time to time approve. Any costs for telecom charges shall be borne by the member using this service.

9.5 Quorums

A quorum for a meeting of the membership shall require the presence of the Chair or Vice-Chair of DASweden, as well as ten additional members or ten percent of DASweden membership, whichever number is higher. For committee meetings, a quorum requires one-half of the members of such committee.

9.6 Voting by proxy

Any eligible voter may cast a vote by written proxy (including electronic, fax, or personal transmission thereof), cable or letter on any specified item on the agenda of the meeting.

A proxy may be revoked in writing at any time prior to the call to order of a meeting. If during the course of a meeting, a person duly recorded as present must leave the meeting, temporarily or permanently, such person may give another DASweden member a proxy for the meeting, valid for the duration of the absence or for the duration of the concerned meeting. No person may hold more than two proxies.

10. CONFLICTS & AMENDMENTS

10.1 Conflicts

In the event of a conflict between (A) these Bylaws and (B) the Bylaws of Democrats Abroad and the Charter and Bylaws of the Democratic Party of the United States and such rules and regulations as Democrats Abroad and/or the Democratic Party of the United States may from time to time adopt, the rules referred to in (B) shall prevail.

10.1 Amending bylaws

These Bylaws may be amended by the affirmative vote of two-thirds of the members of DAS, present in person or represented at a regularly constituted meeting of DAS. Voting by letter, telex, fax, telephone, videoconference or electronic means to amend the Bylaws shall not be permitted unless there has been discussion of the amendment at the immediately preceding meeting. The text of any proposed amendment shall be circulated with the notice of any meeting where said amendment shall be discussed or voted.