

**ORDERLY SHUTDOWN PLAN (OSP) for THE DEMOCRATIC ALLIANCE FOR ACTION OF SANTA CLARITA (DAA)****DAA Executive Board Plan for the Orderly Shutdown of the Organization****INTRODUCTION**

The DAA Executive Board has agreed that due to our inability to staff the DAA with an adequate number of leadership team members, we can no longer maintain the DAA as an effective Democratic activist membership organization, and must take the steps required to properly close the club, and redirect the members' energies toward activities that will further the Democratic Party goals in the Santa Clarita Valley and bring a Democratic victory in November. The DAA president tasked the club parliamentarian with providing an orderly plan for the Executive Board to consider, review, revise, and adopt, so that the Plan would be in compliance with the DAA bylaws and Robert's Rules of Order. This is that plan.

1. The DAA Executive Board shall review and take a vote to approve the steps necessary to officially close the DAA organization, and then proceed to take the actions as outlined in this Orderly Shutdown Plan (OSP).
2. Following the Executive Board (EB) meeting to adopt and approve the OSP, the full Steering Committee (SC) shall meet to be informed of the decision, and to help with the implementation of the Plan.
3. The EB and SC shall inform DAA Members of the EB decision, inform them of the upcoming July, 2022 Membership meetings, and start redirecting them toward other appropriate Democratic endeavors that might best utilize their talents and energies toward a Democratic victory in November.
4. The EB and SC shall cease, or modify, most ongoing Member activities.
  - 4.1. No new memberships shall be accepted or solicited.
  - 4.2. Neighbor to Neighbor Program (N2N) will no longer be active or get any new assignments through DAA or PDI, but may attempt, if desired by N2N leadership to associate with other data providers or organizations that may further their goals.
  - 4.3. The DAA Indivisible Program will no longer be active or get any new assignments through DAA, but may attempt, if desired by Indivisible leadership to continue its work as an independent community activist group.
  - 4.4. The DAA Postcard Project will no longer be active per se, but may continue its work as an independent community activist group. The EB may allot some additional funds, as allowed by the bylaws, toward Democratic post-carding for the November election.
5. The EB and SC shall continue those activities needed to keep the club viable until it is officially closed.
  - 5.1. The DAA.org domain and website, and the eBlast mailing service at MailChimp shall be used to keep Members and others on the mailing list informed of Democratic volunteering opportunities in the Santa Clarita Valley and beyond.
  - 5.2. If the DAA closure is finalized before the November 2022 election, the DAA.org domain and website, and the eBlast mailing service at MailChimp shall be given, as a caretaker, to Bruce McFarland (the originator of those services) to maintain and be used to keep Members (and what will be former members) and others on the mailing list informed of Democratic volunteering opportunities in the Santa Clarita Valley and beyond, at least through the November 2022 election. The EB may consider paying any expenditures necessary to keep those services active through the November 2022 election.
6. The EB shall present the EB's Plan (OSP) and a Resolution to close the club at a special virtual Membership meeting called for July 14, 2022.
  - 6.1. The DAA Controller will give a report at that meeting.
  - 6.2. The EB's OSP Plan shall be the basis of the Resolution presented on July 14. Because the Resolution has the same effect as changing the bylaws, it requires the same two-meeting and vote requirements.
  - 6.3. Before reading the Resolution, the EB OSP Plan will be presented, and time will be allotted for Members' questions.

- 6.4. The Resolution will then be read, and time will be allotted for Members' questions.
- 6.5. No other business will be on the agenda for that meeting.
7. The EB will conduct a vote of the Voting Members in Good Standing at the regular virtual Membership Meeting on July 28.
  - 7.1. The DAA Controller will give a report at that meeting.
  - 7.2. The President may allow for speakers at this time.
  - 7.3. The Resolution to Close the Club will be read to the Members.
  - 7.4. Time will be allowed for Members to speak; three in favor and three against the Resolution, alternating for one minute each.
  - 7.5. Non-VMiGS will be escorted to the waiting room so the vote can take place.
  - 7.6. The vote will be taken on the Resolution using the Zoom Anonymous Polling feature.
  - 7.7. The people in the waiting room will be allowed back into the main Zoom room and the voting results will be shown.
  - 7.8. The vote on the OSP Resolution requires 2/3 majority vote of those VMiGS present to pass.
  - 7.9. No other business will be on the agenda for that meeting.
8. If the Resolution passes, the EB will proceed to close the organization, following the OSP Plan and the OSP Resolution.
9. If the OSP Resolution passes, the EB authorizes the DAA controller to offer limited refunds of 2022 Membership dues according to the following rules:
  - 9.1. Refunds of Membership dues will be paid on a first come first served basis out of available funds after all other required and EB authorized DAA expenditures have been paid.
  - 9.2. Each DAA Member who paid dues for 2022 is eligible for a full or partial refund of their dues if they send an email requesting a refund of their 2022 dues to [refund@DAA.org](mailto:refund@DAA.org) and it is received by Aug. 15, 2022.
    - 9.2.1. DAA Members who paid their 2022 dues before April 1, 2022, are eligible to receive a refund of \$10.
    - 9.2.2. DAA Members who paid their 2022 dues on or after April 1, 2022 are eligible to receive the full amount of the dues they paid, or \$20, whichever is less.
  - 9.3. If there are not enough funds available to fully pay every Member who requests a dues refund by Aug. 15, 2022, the Controller will decrease the refunds proportionally to all those who made proper requests.
  - 9.4. If the OSP Resolution does not pass, the DAA cannot make any refunds of dues because the club will still exist and remaining assets will be turned over to LACDP.
10. If the OSP Resolution passes, the DAA EB is authorized to dispose of all of the DAA's physical assets by donating them to Democratic leaning organizations or in any other way it sees fit.
11. If the OSP Resolution does not pass, the EB will continue to follow the OSP Plan, and inform the Los Angeles County Democratic Party (LACDP) that the officers will be resigning forthwith, and that even though the DAA bylaws does give the Steering Committee an option to conduct an election of officers, no one in the Steering Committee is willing to conduct an officer election, and therefore the DAA's future and assets must be turned over to LACDP.
  - 11.1. Before resigning, the DAA EB may make any bylaws-authorized expenditures that are in line with the OSP.
  - 11.2. If the LACDP refuses to accept any of DAA physical assets in a timely manner, the DAA EB is authorized to donate those items to any non-Republican community organization it wishes to.
  - 11.3. The DAA controller will continue to file closing documents with appropriate agencies and organizations if instructed to do so, in writing, by LACDP.
12. This OSP plan may be modified by the EB only until the time it is presented to DAA Members on July 14.
  - 12.1. Versions of this document should be retained by the DAA Recording Secretary to maintain continuity and document changes.

- 12.2. Version 1.0 will be saved at the end of the Steering Committee Meeting on June 21, 2022.
- 12.3. Version 1.1 will be saved at the end of the EB & SC Meeting on June 29, 2022.
- 12.4. Version 1.2 will be saved at the end of the EB & SC Meeting on July 11, 2022.
- 12.5. Version 1.3 is the final version and will be presented at the July 14, 2022 membership meeting and shall not be change thereafter.

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