

## **BYLAWS OF THE GREEN ALLIANCE FOR SEX-BASED RIGHTS**

### **ARTICLE I: Name and Purpose**

The name of this organization shall be the Green Alliance for Sex-Based Rights (“Alliance”). The purpose of the Alliance is to restore integrity and genuine feminism to Green and independent Left organizing in the United States, as more fully explained in the Founding Statement of the Green Alliance for Sex-Based Rights (“Founding Statement”), attached to these Bylaws as Appendix A. The Founding Statement serves as the principles of unity of the Alliance, which exists to pursue the strategy outlined in its Mission Statement, attached as Appendix B.

### **ARTICLE II: Membership**

#### **A. Members**

Any person who supports the Founding Statement may apply to join the Alliance by submitting an application and paying dues as established by the Membership. The Steering Committee or another committee to which is delegated responsibility for membership development, shall review the application and may refuse membership to any applicant if it makes a written finding to the applicant and the Membership that the applicant has taken any action or made any statement in the recent past indicating that they are not in actual agreement with the Founding Statement. The Membership may reverse the decision at a duly convened Membership meeting as described in Article II Section F.

#### **B. Active and Inactive Members**

1. Members are expected to be active participants in the work of the Alliance, but no Member may be removed from the Alliance due to inactivity. However, any Member who has not participated in three consecutive membership meetings or for a period of six months, whichever is later, or who has not otherwise participated in the work of the Alliance by being active on a committee or an Alliance-based task or project, shall be designated as an “Inactive Member,” and shall be notified of their change in status by the Steering Committee.
2. Inactive Members shall not count toward meeting the quorum requirement for Membership meetings as described in these Bylaws. If an Inactive Member attends a Membership meeting, she or he may still fully participate in the meeting but may not vote at that meeting. If an Inactive Member attends a Membership meeting or begins or resumes participation in the work of the Alliance by being active on a committee or an Alliance-based task or project, she or he shall be restored to Active Member status upon request to the Steering Committee. Her or his change in status shall take effect at the next meeting after the Member becomes active and makes the request.
3. The Steering Committee or another committee to which is delegated responsibility for membership development is authorized to establish categories of affiliation or support for the Alliance other than membership.

### C. Dues.

The Alliance shall be financially independent and supported by its members so it remains solely accountable to its membership and shall not seek or accept outside funding or financial support, unless approved by a vote of at least 85 percent of the Membership voting at a duly convened Membership meeting. To that end, dues levels shall be established by the Membership at a duly convened Membership meeting. Members who have paid current dues or are no more than 60 days in arrears after being notified that they are in arrears, except if excused for financial hardship, shall be considered members in good standing, entitled to participate in the deliberations and actions of the Alliance as members, and in Alliance decision-making at a duly convened Membership meeting.

### D. Removal.

1. A member may be removed from the Alliance by consensus, or a two-thirds vote of the Membership at a duly convened Membership meeting.
2. A proposal to remove a member must be clearly communicated to that member in writing and outline specific actions that have blatantly contradicted the Founding Statement or violated these Bylaws, or that have materially harmed, impeded, or persistently disrupted the work of the Alliance. Removal shall not be pursued as a way of addressing or resolving political disputes and disagreements except where there have been actions taken that are in clear violation of the principles of unity contained in the Founding Statement or actions taken impeding the Alliance's work.
3. An accused member shall have the right to respond to or contest the proposal for removal in a transparent procedure which respects fundamental principles of due process – including adequate notice of the charges, notice of the person or persons making the charges and proposal for removal, the right to contest allegations made against the member, and the right to present his/her own evidence, including the right to call, examine, and cross examine witnesses in the member's defense and present arguments against removal to the Membership.

### E. Membership-led organization

The highest decision-making body of the Alliance shall be the Membership. All formal decisions made by the Membership at a duly convened Membership meeting are binding upon the Steering Committee, officers and all other committees or working groups of the Alliance. Members are free to disagree with an organizational decision without appearing to speak for the organization in doing so, but officers are required to distinguish personal from organizational positions when expressing their views in public.

### F. Membership meetings

1. Membership meetings may be held either in-person and/or by a reasonably accessible method of internet communication, with a good faith effort to allow full participation by all members. For any in-person meetings, the organization shall make its best efforts to include an option for remote participation by internet communications. Membership meetings shall be held monthly, except as agreed by the Membership.
2. Meetings will be considered "duly convened" if notice is given to the Membership by either convening at a regularly scheduled day of the month as agreed to at a previous meeting and announced to the Membership, and/or by an email announcement sent to each member, at least 10 days prior to the meeting date.

3. A member of the Steering Committee shall convene the meeting and the first order of business shall be the election of a meeting facilitator. The Steering Committee shall notify the Membership of a proposed agenda for each meeting at least three days prior to the time of the meeting. No proposed change to the governing documents (addressed in Article II., Section G., Paragraph 4) of the Alliance shall be considered without being made in writing and submitted to the Membership at least two weeks prior to its consideration by the Membership, nor to the financial guidance to the Steering Committee without the publication to the Members of written notice of the proposed changes.

#### G. Decision Making Process.

1. Unless otherwise stated in these Bylaws, decision-making at meetings of the Alliance will be made by consensus, utilizing the process for reaching consensus as described in [On Conflict and Consensus](#)<sup>1</sup>, by C.T. Butler and Amy Rothstein but modified as described in these Bylaws. Other than decisions of a purely ministerial matter, such as approval of minutes or the acceptance of reports, decisions by the Membership may only be made at a duly noticed Membership meeting as described in Article II Section F., and only if a quorum is present as defined in Article II Section H.
2. If a consensus cannot be reached at a Membership meeting due to any member's blocking concern, a vote may be taken at that meeting. Decisions of a procedural nature, including a motion to adopt or amend its own agenda, to amend, postpone consideration of, or table an agenda item, shall be decided by a simple majority vote, with abstentions not counted as part of the total.
3. Decisions of a substantive nature, such as whether to adopt or amend a strategy document intending to provide guidance and delegate powers reserved to the membership to any committee authorized by the membership, to provide budget guidance to the steering committee, to approve an action proposal, to take a position on an issue, to endorse a statement or action or to establish a standing committee, shall require a vote of at least two-thirds in favor of the proposal in order to pass, with abstentions not counted as part of the total.
4. Any proposal to amend the Founding Statement, Bylaws, or the Mission Statement of the Alliance shall require the affirmative vote of at least the threshold provided in this paragraph in favor of the proposal, of all Members present and eligible to vote at the meeting in which the vote is taken, in order to pass.
  - (a) The threshold for passage of a proposal to amend the Founding Statement shall be a nine-tenths majority.
  - (b) The threshold for passage of a proposal to amend the Bylaws shall be a four-fifths majority, except for any proposal adopted within two years of the initial ratification of the bylaws, which shall require a two-thirds majority; except for amendments proposed to this exception or to Article II., Section G., Paragraph 4(a) related to amendments to the Founding Statement.
  - (c) The threshold for passage of a proposal to amend the Mission Statement shall be a three-fourths majority.

## H. Quorum

A Membership meeting must have at least 20 percent of Active Members present, and no fewer than eight Active Members, in order to take any action or make any decision other than purely procedural decisions as described in Article II Section G. A vote to amend the Founding Statement or Mission Statement of the Alliance, or to remove a member from the Alliance may only be taken with the participation of at least 50 percent of Active Members present.

## **ARTICLE III: Officers and Steering Committee**

A. The day-to-day administrative functions of the Alliance shall be conducted by a Steering Committee. The Steering Committee shall consist of five to seven persons, as determined by the Membership, at least a majority of whom shall be women (as defined in the Founding Statement). The Steering Committee shall have such powers as are necessary and convenient to carry forth the purposes of the Alliance and which have not been reserved to the Membership by these Bylaws, including the authority to organize the day-to-day administrative functions of the Alliance, to organize volunteers to effect those functions, to expend funds or incur obligations to spend funds authorized by budget guidance adopted by the Membership and to exercise such responsibilities as may be delegated by the Membership.

B. The Steering Committee shall include the following officers:

1. Three Co-chairs, consisting of at least two women, who shall be primarily responsible for convening regular meetings of the Membership and the Steering Committee, serving as the official representatives or spokespersons for the Alliance as needed or required by law, and ensuring that decisions of the Membership and Steering Committee are carried out.

2. A Secretary, who shall be responsible for keeping minutes of Membership and Steering Committee meetings and disseminating them to the Steering Committee and Membership and shall serve as the Alliance's chief correspondent with members and the general public. The function of taking minutes may be delegated by the Secretary to another member at any given meeting.

3. A Treasurer, who shall (1) collect membership dues and maintain a roster or list of members in good standing, (2) maintain the Alliance's checking account, (3) issue monthly financial statements detailing income and disbursements, and (4) file required financial forms where required. The Treasurer may only disburse funds as approved by the Membership or by the Steering Committee, acting consistent with budget guidance authorized by the Membership.

C. Elections

The initial Steering Committee shall consist of the members selected to serve prior to the adoption of these Bylaws. Beginning in calendar year 2022, the Membership shall elect the officers, in separate elections to name the Co-Chairs, the Secretary and the Treasurer and at-large members of the Steering Committee (if any), at the first Membership meeting of each calendar year, to serve a term of one year. An officer may be elected by consensus or acclamation. Contested elections of officers shall be conducted by single transferable voting, using a droop threshold. Candidates for the Steering Committee may self-nominate or be nominated by others at any time prior to the election.

#### D. Removal and Vacancies

Any member of the Steering Committee may be removed for cause from office by consensus or vote of at least two-thirds of the Membership at a duly convened Membership meeting as described in Article II Section F., where notice of the intent to seek the removal of a named officer is given to the Membership at least two weeks in advance of the meeting. If one or more vacancies occur for any reason, the Membership may fill such vacancies by consensus at a duly convened Membership meeting or, in the event of a contested election, with two week's notice of the intention to fill such vacancies at a subsequent Membership meeting, by utilizing single transferable voting with a droop threshold.

#### E. Other committees or working groups

The Steering Committee or the Membership are authorized to delegate tasks or projects to committees, working groups or similar bodies, consisting of members of the Alliance who volunteer to perform the tasks requested. The Membership is authorized to establish such standing committees as may serve the Mission of the Alliance. Each such standing committee shall designate a chairperson with responsibilities for convening the committee and facilitating its work. Any committee which has grown to seven or more members is authorized to name two co-chairs. The officers of each standing committee shall be active members of the Alliance. Whenever a vacancy exists among the co-chair(s) that impairs the functioning of the committee and which the committee has failed to resolve in a timely manner, the Steering Committee is urged to nominate and the Membership is empowered to confirm the appointment of such candidates as are willing to assume these roles.

#### F. Decision-Making

Decisions by the Steering Committee and any committees, working groups or similar bodies shall be by consensus among members present at a duly convened meeting of said body, held with proper notice as determined by policies established by the Membership, or practices adopted by said body. For Steering Committee and other committee/working group purposes, a quorum shall consist of the majority of the members of the committee or working group. In the event consensus cannot be reached, then a proposal may be approved by a simple majority vote of the body, except as otherwise designated in these Bylaws or decided by the Membership of the Alliance.

### **ARTICLE IV: RATIFICATION AND AMENDMENT**

These Bylaws, the Founding Statement or the Mission Statement of the Alliance may only be ratified or amended by the Membership, at a duly convened Membership meeting, as described in Article II Section F., and requiring a vote meeting the thresholds established in Article II Section G. of these bylaws. Proposals to amend the Bylaws, the Founding Statement or the Mission Statement of the Alliance must be submitted to the Membership at least 14 days prior to the Membership Meeting at which they are to be considered for adoption.