

Oakland Alliance Bylaws

I. Individual Membership

Anyone can be an Individual Member of Oakland Alliance (OA) who:

- Lives, works, attends school, or is actively engaged in Oakland.
- Subscribes to the Mission Statement of OA.
- Pays dues, provided that inability to pay will not be allowed to prohibit anyone's membership.

Except for Individual Members who join prior to March 31, 2015, and can vote immediately, someone needs to be a member for 30 days to vote on any issue, have voting rights on any committee of OA, or serve as an officer of OA.

II. Organizational Affiliation

In addition to being a membership organization, OA will also be an alliance of other organizations. Any organization can request to be an Organizational Affiliate of OA if the organization:

- Is located or actively engaged in Oakland.
- Officially decides to substantially support the Mission Statement of OA and to request affiliation.
- Pays dues.

The OA General Meeting will approve Organizational Affiliates according to the decision-making procedure established in Section III. With the understanding that the General Membership has the ultimate responsibility for deciding on Organizational Affiliation, the following should guide the debate:

- For profit multinational and national corporations will not be allowed to affiliate with OA.
- Entities which operate at cross-purposes to the Mission Statement and People's Agenda of OA should not be allowed to affiliate.

The individual members of organizations who affiliate with OA do not automatically become Individual Members of OA. All individuals need to join OA as Individual Members to have the rights and privileges of Individual Members of OA.

III. Decision-Making

In making all decisions at General Meetings, Annual Meetings, and Committee Meetings, the Individual Members of OA will make a significant effort to try for consensus. Consensus is achieved on a motion by having the Chair inquire if there are any objections. If there are no objections the motion carries by consensus. If there is at least one objection, the Chair will allocate a brief time to hear the objections and discuss whether there is an agreeable solution between the objectors and the motion sponsors (such as friendly amendments, compromise language, etc.)

If a solution can be agreed to and there are no objections to the proposed solution the motion carries. If either no solution is agreeable or someone else objects to the revised proposal the Chair will ask if the motion should be tabled in the hope that further discussion outside of the General Meeting, Annual Meeting, or Committee Meeting can produce an acceptable motion. A simple majority of the Ayes vs Nays on a motion to table (abstentions not counting) will be

enough to table the motion. If the motion to table fails, the Chair will call for a vote on the original motion. The motion will carry if the Ayes are twice or more than those of the Nays (abstentions not counting).

Once a quorum has been established at a General Meeting, Annual Meeting, or Committee Meeting, voting may take place on items on the agenda. It is not necessary for a quorum to exist independently for each issue to be voted on.

This decision-making process also applies to amending the Mission Statement, Organizational Structure, and People's Agenda of OA.

OA will establish a system for posting significant decisions on-line and encourage all Individual Members and organizational affiliates to participate in on-line discussions. OA will also explore establishing a system for on-line and by-mail voting.

IV. General Meetings

General Meetings of OA will be held at least 6 times a year and serve as the final decision-making body for the organization. The Coordinating Committee can call a General Meeting at any time, with 2 weeks' notice, to address any special circumstances. Any Individual Founding Member or Individual Member of 30 days standing will be able to vote in a General Meeting. A quorum for General Meetings will consist of at least 30 current Individual Members or 33% of current Individual Members, whichever is less. General Meetings, among other things, have the responsibility to:

- Amend and approve the agendas, end times, and behavioral norms for the General Meetings, as proposed by the Coordinating Committee.
- Adopt all policy for OA.
- Select the members of the Coordinating Committee of OA.
- Establish Standing Committees and Ad Hoc Committees for OA as needed.
- Select the officers of OA.
- Ratify hiring of paid staff of OA.
- Decide on electoral campaigns that OA will pursue, membership of Campaign Committees and Campaign paid staff (if appropriate), and strategies OA will follow.
- Make any nominations of candidates for public office that are not made at the Annual Meeting of OA.
- Decide on Non-Electoral Campaigns for OA to pursue, membership of Campaign Committees and Campaign paid staff (if appropriate), and the strategies that will be followed.
- Set OA dues for Individual Membership and or Organizational Affiliates.
- Receive reports from, give advice to, and support elected officials who are elected on OA's slate of candidates for Oakland office and other endorsed elected officials.

All members will be notified of General Meetings by email and/or US mail at least 2 weeks prior to the meeting. Emergency General Meetings may be convened on shorter notice, but emergency meetings cannot consider removal of any OA Officer, Coordinating Committee or other Committee member, or the withdrawal of OA's endorsement of a Candidate or OA's affiliation with an Elected Official.

If the scheduled end time for a meeting is reached, the motion currently on the floor may be resolved (in an expeditious manner, as determined by the Chair). Further votes may only take

place if a) quorum is still present, and b) a 2/3 majority (see Section III above) agree to continue. Meetings may be extended indefinitely, but for no more than one hour at a time. If a quorum no longer exists or the membership does not vote to continue, discussion may continue at the discretion of the Chair but no votes may be taken.

V. Annual Meetings

One General Meeting a year will be designated as an Annual Meeting of OA to:

- Initially adopt and subsequently revise the OA People's Agenda, a document laying out OA's vision for Oakland and specific policies and actions designed to implement that vision.
- Nominate OA's slate of candidates for Oakland office and other candidates for public elected office.
- Select OA's Officers and Coordinating Committee for the next year.
- Celebrate the accomplishments of OA for the past year and adopt a plan of action for the coming year.

At the beginning of each Annual Meeting, the Individual Members will Amend and approve the agendas, decision-making rules (as described in Section III), end times, and behavioral norms for the conduct of the Annual Meeting, as proposed by the Coordinating Committee.

Decisions on the nomination of candidates will seek consensus. If there is a consensus, voting will be by acclamation. If consensus on a nomination is not possible then secret ballot voting via OA's decision making procedure (as outlined in Section III) will decide.

VI. Coordinating Committee

The Coordinating Committee of OA will be made up of 12 Individual Members who volunteer and are ratified using OA's decision-making process (as outlined in Section III) at the Annual Meeting or a General Meeting if there is a need to fill a vacancy during the year. Coordinating Committee members will serve for one year terms (vacancy appointments serve until the term of the replaced member finishes) and can serve for additional terms.

If the Coordinating Committee membership, as ratified by the Annual Meeting, does not equal at least 12 people or does not reflect the ethnic, gender, sexual orientation, and age diversity of Oakland, the ratified Coordinating Committee members will recruit and add additional members up to a total of no more than 20 members on the Coordinating Committee to produce diverse representation.

The Chairs of any Standing Committees and Ad Hoc Committees of OA may also be invited by the Coordinating Committee to serve as members of the Coordinating Committee. Coordinating Committee members added by the Coordinating Committee will be proposed for ratification at the next General Meeting and serve for terms that coincide with the annual terms of the originally ratified members.

The Coordinating Committee will meet at least twice a month and have responsibility for:

- Making proposals for policy decisions to General Meetings and carrying out the General Meeting's decisions.
- Proposing OA Officers to the General Meeting.
- Screening and proposing to the General Meeting paid staff to be hired by OA.

- Proposing the formation, membership, and chairs or co-chairs of any Standing Committees, such as a Finance Committee or a Membership Committee, and any Ad Hoc Committees, such as Campaign Committees for Electoral or Non-Electoral campaigns, to the General Meetings for ratification.
- Coordinating recruitment of Individual Members and Organizational Affiliates.
- Proposing Electoral Campaigns for OA to run.
- Recruiting, screening and recommending candidates for public office to OA Annual Meetings or General Meetings for endorsement.
- Proposing Non-Electoral Campaigns for OA to run or support.
- Either functioning as the Campaign Committee for OA-initiated Electoral and Non-Electoral Campaigns or proposing to the General Meeting the members, Co-Chairs, and paid campaign staff (if appropriate) of separate Campaign Committees if separate Campaign Committees are needed.
- Fundraising for OA.
- Maintaining overall decision-making responsibility for OA's website and web communications system as well as OA's press and media communications.

A quorum of the Coordinating Committee will never be less than seven members. A member of the Coordinating Committee or of any Standing Committee or Ad Hoc Committee may be removed by a 2/3 vote (as defined in Section III) of a General Meeting announced to all of the members at least two weeks before the meeting.

Should an outside action be scheduled before the next General Meeting, or an endorsement of an outside action or a resolution from an Affiliated Organization or Outside Organization be sought such that giving the endorsement of the action or resolution at the next General Meeting would not be timely, and if the action or resolution is clearly consistent with the OA Mission Statement, the Coordinating Committee may endorse the action or resolution in the name of OA.

Any OA member may bring such a request for endorsement to any member of the Coordinating Committee. The Coordinating Committee member may then request that the Administration Coordinator (or a designated replacement) affirm that 2/3 of the Coordinating Committee agree and there are no objections. The Administration Coordinator may receive assents in person, by email, by telephone, by social media, or any other form of communication, but must keep a written record of the assenting members.

VII. OA Council

The OA Council will be composed of one representative from each organization that is an Organizational Affiliate of OA. The OA Council will be chaired by the Co-Chairs of OA and meet at least four times a year, once there are at least two organizational affiliates, to:

- Receive reports on the Electoral and Non-Electoral Campaigns and other projects of OA and provide advice to OA on its activities.
- Share information on the activities of the different Affiliated Organizations.
- Discuss, propose, and agree on ways for the Affiliated Organizations to support each other and OA including undertaking collaborative projects.

VIII. Officers and Executive Committee

Officers of OA will be proposed by the Coordinating Committee and ratified by the General Meeting. Along with one or more at large members, chosen by the Coordinating Committee and ratified by a General Meeting, the Officers will constitute the Executive Committee of OA.

Officers will include:

- Two Co-Chairs who will chair the Coordinating Committee; chair the Executive Committee; and serve as spokespeople for OA.
- A Communications and Outreach Coordinator who will be responsible for guiding the implementation of OA's internal, external, and web communications; and to coordinate outreach and membership recruitment.
- An Administration Coordinator who will be responsible to make sure that: the organization's Mission statement, Structure document and People's agenda are kept up to date in hard-copy and on the website; the organization's membership rolls, email lists, and phone lists are maintained; sign-up sheets are circulated at all meetings; minutes of the decisions of the General Meetings, the Coordinating Committee, and the Executive Committee are taken and distributed online; and OA's Office is maintained in good order.
- A Finance Coordinator who will be responsible: to make sure that OA maintains good financial records; to provide OA with regular financial reports; to implement OA's policy on donations (See Section IX) and to guide OA's fund raising activities.

OA will make every effort to insure that the Officers/Executive Committee reflect the diversity of Oakland and that each Coordinator will have an assistant to share in the workload and be able to step in if the Coordinator is incapacitated.

The Executive Committee will be responsible for the day-to-day functioning of OA, meeting as often as necessary, and making decisions according to OA's Decision Making Procedure as described in Section III.

The Executive Committee will:

- Prepare agendas for Coordinating Committee Meetings.
- Oversee OA paid staff.
- Oversee OA's on-line and media presence.
- Provide liaison with OA Electoral and Non-Electoral Campaigns and any Campaign Committees.

An Officer of OA may be removed by a decision of a General Meeting (according to the procedures outlined in Section III) announced to all of the members at least two weeks before the meeting.

IX. Donations

It is the policy of OA not to take donations from individuals or for-profit or not-for-profit organizations whose policies or actions are substantially in conflict with OA's Mission Statement and People's Agenda.

It is the duty of the Treasurer to bring to the attention of the Coordinating Committee any suspect donations (from individuals or organizations) of more than \$100 per annum (see below for guidelines on donations which might be suspect). Any Individual Member may also question a donation or set of donations totaling \$100 per annum before the Coordinating Committee. The Coordinating Committee may accept the donation by 2/3 vote (according to the procedure outlined in Section III), or choose to bring the matter to the attention of the General Membership, to be approved by 2/3 vote (according to the procedure outlined in Section III). Any suspect

donation or set of donations of \$1000 or more in a single year must be approved by the General Membership.

With the understanding that the General Membership and the Coordinating Committee have the ultimate responsibility for deciding whether to accept a significant donation, the following should guide the debate:

- Donations from for-profit national or multi-national corporations should not be accepted.
- Donations from individuals or entities which are at cross-purposes to the mission of the Oakland Alliance, should not be accepted.

X. Electoral and Non-Electoral Campaigns

A primary function of OA will be to decide on, develop strategy for, organize, fundraise for, and otherwise run Campaigns. Campaigns can take the forms of:

- Electoral Campaigns, recruiting and running an OA slate of candidates for Oakland office, including Mayor, City Council, School Board, City Attorney, and Auditor as well as endorsing candidates for other county, state, and national offices.
- Legislative Campaigns to pursue adoption by the City Council, the School Board, the County Board of Supervisors, and other legislative bodies of policies endorsed by OA.
- Community Campaigns to accomplish needed changes in different aspects of Oakland community life.

Electoral and Non-Electoral Campaigns will be coordinated by the Coordinating Committee or by special Campaign Committees with special Campaign Co-Chairs and paid Campaign staff depending on the scope of the Campaign. The Coordinating Committee will propose the members, Co-Chairs, and any paid Campaign staff for ratification by a General Meeting.

In addition to its own candidates and Campaigns, OA may endorse and support Campaigns initiated and coordinated by other organizations.

XI. Candidates and Elected Officials

To receive OA's nomination to run on OA's Slate of Candidates for Oakland office, a Candidate must either be nominated by consensus through acclamation or receive at least a 2/3 majority vote of an Annual Meeting or a General Meeting (according to the procedures outlined in Section III). To be considered for endorsement, the candidate will need to:

- Ask for the endorsement.
- Substantially agree with OA's Mission Statement and People's Agenda.
- Agree not to accept donations from for-profit multinational and national corporations.
- Agree to work cooperatively with OA during the campaign and once the Candidate is elected.
- Given Oakland's ranked choice voting system, OA may endorse more than one candidate for elected office, but if OA endorses more than one candidate than it will make clear whether the candidate is a first, second, or third choice recommendation.

Elected Officials may become affiliated with OA either by acclamation or by receiving at least a 2/3 majority vote of an Annual Meeting or a General Meeting (according to the procedures outlined in Section III). To be considered for affiliation, the Elected Official will need to:

- Ask for the affiliation.
- Substantially agree with OA Mission Statement and People's Agenda.
- Agree not to accept donations from for-profit multinational and national corporations.

- Agree to work cooperatively with OA.

Should OA and a Candidate or Elected Official come into serious conflict over one or more issues, OA will make a substantial effort to resolve the conflict. Should the conflict prove to be irresolvable, OA may remove its endorsement or affiliation by at least a 2/3 majority vote of a General Meeting (according to the procedure outlined in Section III) announced to all members by email or US mail at least two weeks before the meeting.

In general elections where only two candidates are able to be voted for by law because of a “top-two” primary system such as exists in California, OA may choose to endorse or, rather than endorse, express on the record a preference for one or the other of the candidates—since there is no possibility of a write-in or third-party candidate who may conform more closely to OA’s Mission Statement and People’s Agenda.