

ALLIANCE FOR DEMOCRACY CONSTITUTION AND BYLAWS

As Amended by Membership Ballot in September 1999,
December 2000, Sept. 2006, and July 2009

Constitution

Preamble - Mission Statement The mission of the Alliance for Democracy is to free all people from corporate domination of politics, economics, the environment, culture and information; to establish true democracy; and to create a just society with a sustainable, equitable economy.

Article I: Structure and Membership

Section I.1. The Alliance for Democracy ("AfD") shall consist of four basic components: the national organization, the individual members, independent chapters, and an elected Council.

Section I.2. Membership in the AfD shall be open to all individuals who support the preamble to this Constitution. No person shall be barred from membership because of an inability to pay membership dues.

Section I.3. There shall be formal agreements between chapters and the AfD, as provided in the Bylaws, which define the rights and responsibilities of each. Chapters shall have autonomy within the limits of such agreements, this Constitution, the Bylaws, and applicable law.

Article II: Governance

Section II.1. The individual members of the AfD, acting individually, through delegates to Conventions, and through membership votes and other procedures provided in this Constitution and the Bylaws, shall be the source of all authority and policy in the AfD.

Section II.2. Subject to policies established by Conventions and the AfD membership, the Council, as defined in the Bylaws, shall direct the activities and affairs of the AfD.

Section II.3. The elected officers of the AfD shall be two Co-Chairs, preferably one of each gender; two Co-Vice-Chairs, preferably one of each gender; a Secretary; and a Treasurer. The nomination, election, terms of office, and responsibilities of officers and other members of the Council shall be as provided in the Bylaws.

Article III: Nonviolence

The AfD is opposed to the use of violence and is committed to the use of only nonviolent means in our pursuit of social change. Any member of the AfD who seeks social change by committing violence against persons or directly jeopardizing the safety of other persons in the name of the AfD or at an AfD-sponsored event thereby violates AfD policy, and the AfD may expel a member or disaffiliate from a chapter on this account.

Article IV: Amendment

Amendments to this Constitution may be proposed by an absolute majority of the members of the Council (not a majority of a quorum), by a majority of the delegates voting at a Convention, by 10% of members, or by 15% of chapters representing at least 3 regions. Upon ratification by at least 60 percent of the delegates voting at a Convention or at least 60 percent of the AfD members voting in a membership vote, a proposed amendment shall become part of this Constitution, except that amendments may not be both proposed and ratified at the same convention.

Article V: Adoption

This Constitution and the accompanying Bylaws shall take effect upon its ratification by the AfD membership.

BYLAWS

Article I: Membership and Dues

Section I.1. Admission to membership in the AfD shall require completion of a standard application form adopted by the Council. ~~The form shall include the preamble of the Constitution of the AfD.~~
(SEPTEMBER 1999)

Section I.2. Annual national dues shall be set by the Council. The Council may establish rules for reducing or waiving AfD dues for members unable to pay them.

Section I.3. An AfD member who has been expelled from a chapter shall remain an AfD member unless the chapter also requests that the member be expelled from the AfD, in which case the Council shall formally consider that request. The Council may expel a member by a two-thirds vote, subject to the right of appeal to the next convention.

Article II: Chapters

Section II.1. Application to become an independent chapter of the AfD may be made by any group of seven or more individuals who are members of the AfD.

Section II.2. A chapter affiliation agreement shall be completed between the AfD and the independent chapters. Applications shall require completion of a standard application form adopted by the Council, which shall include the preamble of the Constitution of the AfD, to which at least two representatives of the applicant group indicate the group's agreement by signing. Applications shall be accompanied by a list of the names, addresses, telephone numbers, e-mail addresses, and fax numbers, as available, of current members of the applicant group.

Section II.3. Acceptance of such applications shall be decided by a majority of Council members voting at the next regular Council meeting after the receipt of said applications and shall not be delayed or withheld without specified reasons, which shall be transmitted promptly to the applicant.

Section II.4. A chapter's affiliation agreement may be terminated for failure to comply with the agreement. Proceedings for termination shall be conducted by the Council under procedures for

adequate notice and hearing adopted by resolution of the Council, provided that a two-thirds vote of the Council shall be required for termination, and subject to appeal to the next Convention.

Article III: Convention of Members

~~Section III.1. Planning. A National convention shall be held at least once every 18 months two years. (DECEMBER 2000) on odd years (SEPTEMBER 2006). The date and location shall be determined by the Council. The Secretary shall provide for notice of an upcoming convention to be distributed to all members at least four months before the convention.~~

(AS AMENDED JULY 2009) Section III.1: Planning

A national convention or a decentralized convention in the form of regional/local meetings shall be held at least once every two years on odd years. If a national convention is held, the date and location shall be determined by the National Council.

If the National Council by a two-thirds vote of all National Council members elects to hold a decentralized convention in the form of regional/local meetings, the National Council shall coordinate with chapters to designate times and locations for the meetings. Those meetings shall be held at least three weeks prior to the November ballot mailing for election of the National Council. The Secretary shall provide notice to all members at least three months before the national convention or the first regional/local meeting of their decision to hold a national convention or decentralized convention.

Section III.2. Rules. Each convention shall adopt its rules of order.

Section III.3. Convention Attendees. Conventions shall be open to all members of the AfD. Each chapter represented at a convention shall have the number of votes equal to the number of paid-up national members of that chapter. Each chapter shall determine how the votes of that chapter are distributed among its representatives at the convention. At-large members attending the convention shall have one vote each. The Council shall, as its resources permit, institute policies and procedures and provide subsidies designed to equalize the ability of delegates with varying personal and chapter resources and varying travel and other convention expenses to attend conventions.

~~Section III.4. Each convention shall elect a Nominations Committee as provided in Article V, Section 3.~~ Each national or decentralized convention in the form of regional/local meetings shall elect a Nominations Committee as provided in Article V, Section 3. (JULY 2009)

Section III.5. Convention decisions shall become the policy of the AfD except those that the convention refers to the full membership for ratification or other type of vote. When a decision by membership vote rejects a convention decision, for the outcome to hold, the number of individuals who voted one way by mail must exceed the number of individuals who voted the other way at the convention.

Article IV: Membership Voting

Section IV.1. The Council by resolution shall provide for the dates and procedures for conducting membership votes and tabulating the ballots cast. Each such election or vote shall be conducted by

means of one or more reliable and secure voting procedures, which, in addition to mail procedures, may include telephone, email, or other electronic procedures, as well as procedures requiring the presence of members at meetings or polling places. Each person who is an AfD member in good standing on the date of record set by the Council for the beginning of an election or vote shall be eligible to vote and shall have one vote on each question presented to the membership. Voting by proxy shall not be permitted.

Section IV.2. All membership votes shall be decided by a majority of the members voting unless otherwise required by the Constitution or these Bylaws, provided that the quorum for a membership vote shall be five percent of the members on the date of record. If a quorum has not been achieved in a vote referred by a convention, then a convention decision stands. Ballots shall be accompanied by a diversity of critical comment.

Section IV.3. The Council or a convention may submit issues to a vote of the membership of the AfD or to the membership of a region in the case of questions pertaining only to that region.

Section IV.4

(a) Whenever three or more chapters or three percent of the members of the AfD (or of a region, in the case of a question pertaining only to that region) request that a petition be circulated calling for a membership vote, the petition shall be published and/or disseminated by the AfD if so requested by the petition circulators, who shall pay the costs of such publication and/or dissemination.

(b) Whenever ten percent of the members of the AfD (or of a region, in the case of a question pertaining only to that region) have signed a petition calling for a membership vote, the Council may adopt the language of the petition without modification, unless the petition specifically requests a vote of the membership or such a vote is required by the Constitution or these Bylaws. Unless it has so adopted the petition language, the Council shall submit the question or questions on the petition to the membership for a vote within two months after receiving the signed petition.

(c) It shall be the responsibility of the originators of a petition to have it written in a readable and unambiguous manner consistent with the AfD Constitution and these Bylaws, or in the case of a proposed amendment, consistent with all parts of the Constitution and these Bylaws not proposed to be amended.

Article V: Council

Section V.1. The Council shall consist of: ~~(a) fourteen Regional Representatives, consisting of two members from each of seven regions, preference to be given to selecting one female and one male from each region;~~ (a) one regional representative from each region; (SEPTEMBER 2006) (b) the elected officers of the AfD; (c) no more than five at-large Council members; and (d) the immediate past Co-Chairs of the AfD.

Section V.2. ~~Redrawing of Regional boundaries may be proposed by the Council for ratification by the following Convention or by a membership vote.~~ Redrawing of regional boundaries may be proposed and approved by the full Council on a _ vote. (SEPTEMBER 2006)

Section V.3. Nomination of officers and other Council members.

(a) Officers and at-large Council members shall be nominated by each convention. Regional representatives shall be nominated by the members from each region attending each convention. [Nominations may also be made by a membership petition as provided in Article VII.] *Nominations may also be made by a petition signed by at least the same number of members as required for floor nominations at the previous convention. Nominating petitions must be submitted by the opening day of the convention which will nominate candidates for the next election.* Election of all officers and Council members shall be held within 45 days after each convention by means of a membership vote. (SEPTEMBER 1999)

(JULY 2009) When a decentralized convention in the form of regional/local meetings is held, each chapter in the region shall select someone to be on a regional nominating committee to nominate candidate(s) for their regional representative to the National Council. Candidates shall be voted on by all current members of national Alliance for Democracy who are living in the region. Voting shall be by mail ballot to be mailed out at the same time as the national council ballot.

(JULY 2009) When regional/local meetings are held, the National Council Nominating Committee shall put out a call for nominees for National Council positions to the full membership with job descriptions for Council positions. Additional nominees may be forwarded to the National Council Nominating Committee at the time of regional/local meetings to be held no less than 3 weeks before the date of the ballot mailing. After interviewing candidates to determine willingness to serve, the National Council Nominating Committee shall prepare an official slate of officers with nominee(s) for each position for vote by full membership no later than second week of November.

(b) Each convention shall also elect a Nominations Committee which shall propose nominations for officers and at-large members of the Council. This committee may propose more than one nominee for each position. Between conventions, the Council shall receive nominations for membership on the Nominations Committee, which it shall present to the next convention after certifying that all nominees are AfD members in good standing.

(JULY 2009) When a decentralized convention in the form of regional/local meetings is held, each region holding meeting(s) shall elect one national member in good standing from the region for the National Council Nominations Committee. If more than one meeting is held in a region, one person from each meeting shall form a committee to select someone for the National Council Nominations Committee.

Section V.4. Term of Office; Vacancy; Removal.

a. Term of Office. The term of office for Council Members shall be from completion of the membership election following a convention to completion of the membership election after the next convention.

b. Vacancy. A vacancy on the Council shall occur on the death, incapacity, resignation, or removal of any member, or otherwise as provided by law. A member of the Council who ceases to be a member of the AfD, ceases to be a member of the Council. A vacancy shall be filled by the Council

as soon as possible, except that in the case of a vacancy of a Regional Representative, a vacancy shall be filled by the region if the chapters in that region have established a selection process approved by the Council which involves all chapters and to the extent possible at-large members and is completed within two months. A person selected to fill a vacancy as provided by this provision shall hold office for the remainder of the unexpired term for the position filled.

c. Removal by Members. Any member of the Council may be removed from office by a majority of the members of the AfD voting in a general membership vote (in the case of an officer or a general member) or a Regional membership vote (in the case of a Regional Representative). The removal of a Council member may be proposed by a petition circulated by AfD members and signed by least ten percent of all AfD members or, as applicable, at least twenty percent of the members of the relevant Region. Each such petition shall individually name each member whose removal is being requested. The Ombudsmen shall submit such proposals to AfD or Regional members for a vote.

d. Removal for Failure to Attend Meetings. Any Council member who misses three consecutive meetings of the Council may be removed from office by a majority vote of the remaining members.

Section V.5. The Council shall take responsibility for directing the operations and activities of the AfD, in accordance with sound fiscal and budgetary procedures, in harmony with the AfD Constitution and Bylaws and policies approved under the provisions of the Constitution and the Bylaws. The Council may employ a staff and shall set employment policies and procedures. It shall keep all members informed in as timely a manner as possible of its decisions, actions, and plans.

Section V.6. The Council shall hold regularly scheduled meetings. A schedule of Council meetings shall be provided to the membership. Meetings of the Council may be conducted in person, by phone, or by electronic means.

Section V.7. There shall be an Executive Committee of the Council consisting of all officers and other(s) the Council may select. The Executive Committee shall convene whenever necessary between regularly scheduled Council meetings.

Section V.8. To insure that low and moderate income members may serve on the Council, Council members may receive reimbursements from the AfD for expenses they incur while performing their duties as Council members. Such reimbursements shall be authorized and budgeted by the Council and regularly reported in its financial reports.

Section V.9. The Co-Chairs shall serve as the principal spokespersons for the AfD, call to order meetings of the Council, exercise general supervision over the affairs of the Council, and have such other powers and duties as are prescribed by law, by these Bylaws, or by the Council.

Section V.10. In the absence or disability of both Chairs, the Vice-Co-Chairs shall perform all the duties of the Co-Chairs, and in so acting shall have all the powers of the Co-Chairs. The Vice-Co-Chairs shall have such other duties as may be prescribed from time to time by the Council.

Section V.11. The Secretary shall maintain the records of the AfD and shall provide all official minutes and other public records to the administrative office for membership availability.

Section V.12. The Treasurer shall be the Chief Financial Officer of the AfD, and shall perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the AfD, or which may be assigned to him or her from time to time by the Council.

Article VI. Ombudsman

Section VI.1. There shall be two Ombudsmen. They shall be elected at the same time, following each convention, that Council members are elected, from among nominees provided by the convention.

Section VI.2. The Ombudsmen shall mediate disputes within the AfD and shall conduct any membership votes regarding the removal of Council members. The Council shall provide the Ombudsmen with the resources required to conduct such votes, including postage and printing costs.

Article VII: Committees and Issue Networks

Section VII.1. The Council or a convention may provide by resolution for the establishment of such standing or special committees and issue networks as deemed necessary and appropriate to advance the purposes of the AfD. All members of the AfD shall be eligible for membership upon all committees and issue networks so established. All findings and work products of such committees and issue networks shall be submitted to the Council.

Section VII.2. The Council or a convention may provide by resolution for the establishment and appointment of committees, advisory boards, and commissions of limited size and qualified membership as deemed necessary or desirable for advancing the purposes of the AfD.

Article VIII: Association with Other Organizations

Section VIII.1. The AfD shall invite other organizations to become organizational affiliates of the AfD or co-sponsors of activities or projects aimed at advancing the mission of the AfD.

Section VIII.2. Organizational affiliation shall take effect upon the formal ratification, by another organization and the Council, of a written agreement which defines the rights and responsibilities of both the AfD and the other organization. The Council may develop a standard Non-Chapter Affiliation Agreement for this purpose.

Section VIII.3. If there is a formal association with another organization which is not an organizational affiliate of the AfD, it shall be expressed through a formal letter of intent between that organization and the Council.

Section VIII.4. Chapters may adopt a similar process for seeking formal association with other organizations.

Article IX: Amendment

Section IX.1. Amendments to these Bylaws may be proposed by a majority vote of the Council, by a convention, or by petition of the members under Article IV, Section 4.

Section IX.2. A proposed amendment to these Bylaws shall take effect upon adoption by a majority of votes cast under Article IV.