

BYLAWS AND GOVERNANCE PROCEDURES

OF

FREMONT FOR EVERYONE

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ARTICLE 1

STATEMENT OF PRINCIPLES

- 1.1 Purpose. Fremont for Everyone is a volunteer-run, community-based organization with a mission to improve the livelihoods of our neighbors through advocating for more equitable and abundant housing.
- 1.2 Hierarchy. We operate in a multi-nodal, non-hierarchical structure. While we have defined internal roles, such as Leadership Team positions, ALL members have an equal voice and equal voting rights within the group.
- 1.3 Operations. We are a self-proclaimed “do-ocracy” and can only function through the independent initiative of our individual members. All members are welcome (and encouraged), to bring forward ideas that align with our mission - as long as they are also prepared to put forward the effort towards implementation.
- 1.4 Values. We believe in providing a safe environment for creative ideas and fostering interpersonal growth. Our differences make us stronger and members are encouraged to approach different ideas with an open mind.

ARTICLE 2

DEFINITIONS

- 2.1 California YIMBY. A California-based organization advocating for statewide housing reform.
- 2.2 Fremont for Everyone Mission Statement. *Fremont for Everyone advocates for inclusive, affordable housing for our residents, and ensures Fremont is welcoming of new neighbors, while remaining a wonderful community for living closer to work, raising a family, and aging in place – a home for everyone!*
- 2.3 Simple Majority. "Simple Majority" shall mean a majority of the votes of the Members cast by online ballot in which the number of ballots in favor exceeds 1/2 of the number of votes cast.
- 2.4 Super Majority. "Super Majority" shall mean a majority of the votes of the Members cast by online ballot in which the number of ballots in favor equals or exceeds 2/3rds the number of votes cast.
- 2.5 Member. A person who meets the qualifications under *Article 5 Membership Criteria*

- 2.6 Leadership Team or Leadership Team Member. A group of duly elected representative leaders, who meets the definition under *Article 6 Leadership Team*
- 2.7 Open Seats. The number of available seats on the Leadership Team for each cycle of the Leadership Team elections, and further defined under *Article 6 Leadership Team*.

ARTICLE 3 **CODE OF CONDUCT**

- 3.1 Purpose. In order to preserve a high-quality experience and maintain an exemplary standard of conduct, the following regulations should be followed:
- 3.1.1 Fact-based discussion. Discussions should be fact-based, and founded on credible sources.
- 3.1.2 Civility. Differences of opinion are encouraged, as long as they are communicated in a civil, productive manner. Be kind and be a good listener.
- 3.1.3 Conflicts of Interest. Members agree not to utilize the platform for political, business, or other purposes that do not comport with Fremont for Everyone's Mission Statement.
- 3.1.4 Termination. Violations of the code of conduct can result in termination of membership.

ARTICLE 4 **DECISION-MAKING STRUCTURE**

- 4.1 Ultimate Authority & Participation. As a member-led and democratic organization, the ultimate authority resides with the membership. Members are encouraged to participate in projects and decision making.
- 4.2 Right to Petition. A group of no fewer than five (5) Fremont For Everyone members can bring forth a written proposal / petition to be voted on by the general membership. The voting procedure laid out in the State Legislative Endorsement Process section will be followed.

- 4.3 Mission-driven Actions. The Leadership Team or any member may undertake initiatives or efforts that support Fremont for Everyone’s Mission Statement.
- 4.4 Right to Appeal. Any initiative or effort that cannot easily be undone, negatively impacts the public image or reputation of Fremont for Everyone, or runs contrary to the Mission Statement can be appealed by a vote of the membership.
- 4.4.1 Appeal Procedure. A group of no fewer than five (5) Fremont For Everyone members can submit a petition to appeal if they believe that such an initiative or effort falls within that category mentioned above. Once that petition has been submitted, the issue must be voted on by the membership. The voting procedure laid out in *Article 7 Endorsement Process for State Legislation* will be followed
- 4.4.2 Simple Majority Rules. Such initiative or effort shall be overturned if and only if a simple majority of votes cast are in favor of overturning the initiative or effort.

ARTICLE 5 MEMBERSHIP CRITERIA

- 5.1 Membership definition. A Member, for the purpose of these Bylaws, is defined as someone who:
- 5.1.1 History of participation. Within the last **Six (6) months**, has attended, organized, or led a Fremont for Everyone event or has engaged in one organizing action in support of a housing-focused initiative that aligns with Fremont for Everyone’s or California YIMBY’s goals (writing to / speaking at City Council, phone bank, petition drive, letter to the editor, etc). Attendance at Candidate Forums is explicitly excluded, as they are geared towards a general audience and thus do not demonstrate a commitment to the values and mission of Fremont for Everyone.
- 5.1.2 Values. Supports the Fremont for Everyone Mission Statement & California YIMBY Mission Statement.
- 5.1.3 Code of Conduct. Agrees to abide by *Article 3 Code of Conduct* of these Bylaws.
- 5.1.4 Residency. Includes any participants, and not limited to Fremont residents.

- 6.3.4 Membership Chair - responsible for maintaining the membership roster and communicating with members
- 6.4 Term of Service. The Leadership Team is elected by the general membership and commits to serve for a term of 12 months.
- 6.5 Alternates. If a Leadership Team Member resigns or is otherwise unable to complete their term, the rest of the Leadership Team issues a call for candidates to serve out the remainder of the term, and the Leadership Team selects the replacement member to serve the partial term from those who express interest.
- 6.6 Residency. A minimum of half (rounded down) of Leadership Team Members shall reside in Fremont.
- 6.7 CA YIMBY Representation. The California YIMBY staff member position will be appointed by California YIMBY and has an ex-officio role as a voting member of the leadership team.
- 6.8 Voting Procedure. Members will be notified via a post to the Facebook Group and an email mailer to the general distribution list. This message will contain all Candidates currently under consideration. Candidates have the option to provide a brief bio.
- 6.81. Online voting. Voting will then be conducted via an online ballot. There will be a five (5) business-day deadline to respond.
- 6.8.2 Number of Open Seats. There will be a minimum of (4) and a maximum of eight (8) open seats on the leadership team. Odd numbers of candidates shall be rounded down to the next even number based on the table below. The purpose of this rule is to have an odd number of voting leadership team members, given that there is an additional one (1) voting member from California YIMBY staff, in order to avoid a split vote.
- 4 Candidates = 4 open seats
 5 Candidates = 4 open seats
 6 Candidates = 6 open seats
 7 Candidates = 6 open seats
 8 Candidates or more = 8 open seats
- 6.8.3 Call for Candidates. Prior to the election, the Leadership Team will put out a call for candidates and determine the total number of open seats based on the number of responding candidates.

6.8.3.1 Max number of votes. Members will then be allowed the number of votes based on the total number of open seats in that cycle.

6.8.3.2 Top Vote Getter. The candidates receiving the most votes in numeric order up to the number of open seats will be elected.

6.8.3.3 Example. By way of example, if there are seven (7) candidates, there would be six (6) open seats. The Members will be allowed up to six (6) votes. The top six (6) vote-getters will then be elected.

6.8.5 Voting Eligibility. Only members (as defined in *Article 5 Membership Criteria*) can vote. Ballot will solicit identifying information for verification.

6.8.6 Leadership Team Election Date. The polls will be open for Leadership Team elections between the 2nd to last (penultimate) Friday of September and the last Friday of September of each calendar year.

6.8.6.1 Option to Change Election Date in Event of Conflict. In the event that the week of the Leadership Team Election conflicts with another significant activity (e.g. special election, emergent organizing action, public demonstration, declared state of emergency, etc.), the Leadership Team may revise the Election Date, upon a majority vote of the Leadership Team, to be up to 30 days prior to the significant activity in question. In no way could the Leadership Team revise a Leadership Team Election to occur after the date specified in Section 6.8.6. In the event that the Leadership Team opts to hold an earlier election, the Leadership Team members will still continue to serve out the remainder of their term.

ARTICLE 7

ENDORSEMENT PROCESS FOR STATE LEGISLATION

7.1 Purpose. To determine organizational endorsements for State Housing Legislation and Candidates for Elected Office.

7.1.1 Process. Nominations shall be conducted in an impartial manner based on an objective and fact-based process of evaluation. A nomination shall be evaluated based on congruence with Fremont for Everyone's mission and stated values.

- 7.1.2 No Obligation to Endorse. Fremont for Everyone has the option, but not the obligation, to provide endorsements, at its sole discretion.
- 7.1.3 Voter Guidance. For Public Government Elections (General, Primary, Midterms, Emergency), the Leadership Team may opt to provide a voter guide or other documentation, which shall be distributed to the general membership at least two (2) weeks before the election. This may consist of the following items:
 - 7.1.3.1 Leadership Recommendation. The Leadership Team may provide an endorsement recommendation, based on a majority vote of the Leadership Team.
 - 7.1.3.2 General Membership Opinion. Any voting member of Fremont for Everyone may petition to write an opinion, (e.g., pros or cons of a legislative measure, promotion of an individual candidate).
- 7.1.4 Minimum Requirements for Candidate Endorsements. In order to ensure that a candidate endorsement substantially represents the majority opinion of our membership, the following requirements shall apply to Candidate Endorsements only:
 - 7.1.4.1 Option on Ballot for No Endorsement. Each ballot for a specific office must include an option for “no endorsement”, in the event that a Member feels that no Candidate should be endorsed in a particular race.
 - 7.1.4.2 60% Majority Required. A Candidate must receive a minimum of 60% of total votes cast in order to win an endorsement. Any “no endorsement” votes shall count towards the total votes cast in calculating this percentage.
- 7.2 Authorized endorsement. If such legislation is approved, the Fremont for Everyone Leadership Team shall authorize California YIMBY or any other sponsoring organization to use Fremont For Everyone’s logo and endorsement on advocacy letters or petitions.
- 7.3 Public Organizational Support. Leadership Team or Membership could then also publicly support the legislation on behalf of the Fremont for Everyone organization.
 - 7.3.1 Individual Free Expression. Members can publicly and freely express their opinions as individuals with no recourse upon their membership status, except where such behavior violates *Article 3 Code of Conduct*.

- 7.4 Voting Procedure. Members will be notified via a post to the Facebook Group and an email mailer to the general distribution list. This message will contain all Legislation under consideration.
- 7.4.1 Online Voting. Voting will then be conducted via an online ballot. There will be a 72-hour deadline to respond after the latter notification is sent.
- 7.4.2 Informational Session. Fremont For Everyone will attempt to host an Informational Session prior to the vote for the membership.
- 7.4.3 Eligibility. Only members (as defined in *Article 5 Membership Criteria*) can vote. Ballot will solicit identifying information for verification.
- 7.4.4 Simple Majority Rules. Each bill will receive a Fremont For Everyone endorsement if and only if a simple majority of votes cast are in favor of endorsing the bill under consideration.

ARTICLE 8

AMENDMENTS

- 8.1 Purpose. There are unforeseen situations that may arise which will necessitate changes to these ByLaws and Governance Procedures.
- 8.2 Criteria. The criteria include, but are not limited to: revisions to the overall mission, membership criteria, changes to the number of leadership team, etc.)
- 8.3 Super Majority Rules. These ByLaws and Governance Procedures can be amended if and only if it receives a $\frac{2}{3}$ majority vote of the Membership (*as defined in Article 5 Membership Criteria*) in favor.
- 8.4 Minor Administrative Revisions. Minor administrative revisions can be made through a majority vote of the Leadership Team. These are defined as revisions that have no material impact upon the mission, vision, decision-making structure, breadth, and internal procedures. Specifically, any changes to term limits or composition of the Leadership Team are explicitly excluded from this section.

Examples include, but are not limited to: corrections of clerical errors, providing clarifying language, providing additional information, or further specifying existing practices.

ARTICLE 9

ADOPTION OF BYLAWS

- 9.1 Adoption by Election. The adoption of these ByLaws and Governance Procedures shall be subject to a vote of all Members, as defined in Section 9.2.
- 9.2 Membership Definition for Adoption & Initial Election. For the purpose of Adoption of these ByLaws and Governance Procedures, AND the inaugural election of the Leadership Team, the definition of “Member” shall be expanded to include any individual who has engaged in one organizing action in a housing-focused event since the Housing Navigation Center initiative in the Summer of 2019, in addition to the criteria stated in *Article 5 Membership Criteria*.
- 9.2.1 Membership Definition after Adoption & Initial Election. Membership, as defined subsequent to the initial vote, shall be subject to *Article 5 Membership Criteria* contained in the ByLaws and Governance Procedure document.

- 9.3 Notification. Members will be notified via a post to the Facebook Group and an email mailer to the general distribution list.
- 9.4 Online voting. Voting will then be conducted via an online ballot. There will be a five (5) business-day deadline to respond after the email blast is sent.
- 9.5 Simple Majority Rules. If and only if, the Bylaws receive a simple majority of votes in favor, they will be enacted.

