

VIRGINIA SEXUAL AND DOMESTIC VIOLENCE ACTION ALLIANCE

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ARTICLE I. Name

The name of this organization is the Virginia Sexual and Domestic Violence Action Alliance, which hereinafter may be referred to as “The Action Alliance.” The Virginia Sexual and Domestic Violence Action Alliance is a non-profit organization chartered with the Virginia State Corporation Commission.

ARTICLE II. Mission/Purpose

The Virginia Sexual and Domestic Violence Action Alliance was created from the transformation into one organization of the state Coalitions formerly known as Virginians Aligned Against Sexual Assault and Virginians Against Domestic Violence.

The Action Alliance, a diverse group of individuals and organizations, believes that ALL people have the right to a life free of violence.

We recognize that sexual and domestic violence are linked to other forms of oppression, which disproportionately affect women, children, and other marginalized people, harming individuals, families, and societies as a whole.

We will use our diverse and collective voices to create a Virginia free from sexual and domestic violence -- inspiring others to join and support values of equality, respect, and shared power.

ARTICLE III. Guiding Principles

The following principles were created to guide our transformation into one organization, and our progression thereafter:

As The Action Alliance conducts its work, it is essential that survivors, the interests of survivors, and those impacted by sexual assault and domestic violence are at the forefront of all decision-making.

Recognizing that local agencies have been the foundation of coalition work by connecting communities and survivors to statewide advocacy, we are committed to an Action Alliance in which Sexual Assault Crisis Centers and Domestic Violence Programs continue to be the driving force of The Action Alliance.

Recognizing the historical inequities between resources allocated to address sexual assault and domestic violence, we seek to create a change that includes an Action Alliance that equitably addresses the elimination of both sexual and domestic violence.

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Recognizing that sexual and domestic violence affects all Virginians, we seek to create an Action Alliance where those who have been traditionally oppressed in society and/or marginalized in anti-violence work have the opportunity to be full and active participants in The Action Alliance. The Action Alliance recognizes that representation of traditionally oppressed groups is only a beginning. Intentional diversity also involves an analysis of oppression and a commitment to challenging and changing the disempowering influences of dominant culture. Everyone must share responsibility for ensuring that ALL voices are heard and valued.

ARTICLE IV. Relevant Definitions and Abbreviations

Section 1: Program Definitions

Sexual Assault Crisis Center - any agency that is defined as such by the accreditation standards for sexual assault crisis center set by The Action Alliance. May be abbreviated as *SACC*.

Domestic Violence Program - any agency that is defined as such by the accreditation standards of The Action Alliance. May be abbreviated as *DVP*.

Dual Program - unless otherwise noted, *Dual Program* refers to a sexual assault crisis center and domestic violence program within one agency.

Section 2: Social Justice Definitions

Marginalized - being left out or devalued by a larger group that sets norms and holds power (any person can feel marginalized in certain groups at certain times; this is different from being oppressed which has the weight of societal, cultural, and institutional beliefs and practices behind it).

Oppressed - being disempowered, devalued, ignored, and/or held down by societal, cultural, and institutional beliefs and practices for the benefit of a more privileged group or groups.

Intentional diversity - an on-going, active plan to include many groups or individuals to create true diversity in a supportive environment. This requires an analysis of oppression and a commitment to challenging and changing the disempowering influences of dominant culture. Representation of traditionally oppressed groups is a beginning, but everyone must share responsibility for ensuring that all voices are heard and valued.

The following groups may feel marginalized and/or may be at risk of marginalization in The Action Alliance. Many, but not all, of these groups also experience oppression

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in the larger society. These groups include, but are not necessarily limited to: Women and men of color, men, survivors of sexual and domestic violence (especially survivors who are not working in the movement and male survivors), poor/economically oppressed people, lesbian, gay, bisexual, transgendered, questioning, and/or intersexed people, young women, older women, children and youth, non-English speaking people, people from remote geographic areas (especially Southwestern Virginia and the Eastern Shore), people without college or advanced degrees, people with disabilities, individuals within the faith communities, and/or new or hierarchically lower level staff of local programs/centers.

Section 3: Task Forces and Caucuses

Task Forces - collectives of members sharing a particular area of concern who gather within The Action Alliance to accomplish identified tasks relevant to addressing that area of concern and reflective of the mission and goals of the Action Alliance.

Caucuses - collectives of members who share a traditionally oppressed and/or marginalized status in The Action Alliance and/or in society.

Proposals for new task forces and/or caucuses will follow current Action Alliance policies and procedures.

EXCEPTION to the MEMBERSHIP REQUIREMENT: In deference to the challenges survivors may feel, and the importance of their voice, those survivors who are not yet comfortable joining the Alliance -- even via the free and/or anonymous membership -- are encouraged to participate in the Survivor Caucus with the understanding that they are not eligible to participate in the formal decision making process, or to fulfill any leadership role in the Alliance or the Survivor Caucus. Responsibility for such participant's awareness of Alliance communications and activities will fall jointly on the Survivor Caucus and such participants.

ARTICLE V. General Commitment

Section 1: The Virginia Sexual and Domestic Violence Action Alliance membership, working committees, task forces, and caucuses are committed to intentional diversity to encourage progression toward a natural integration, respect, and appreciation of a diverse group of individuals who contribute diverse experiences, leadership, and voices to The Action Alliance's mission.

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ARTICLE VI. General Membership

Section 1: Membership is open to SACCs, DVPs, Dual Programs, allied organizations, and individuals who demonstrate commitment to the mission, purpose, and principles of The Action Alliance and willingness to further the mission through Action Alliance efforts. Potential members must submit a completed membership form and pay dues as indicated. Ability to pay dues will not be a barrier to individual membership. The Action Alliance will intentionally address the removal of barriers to participation for members. As appropriate, the Action Alliance will increase options and support for Sexual and Domestic Violence Agency Directors and staff involvement as members of the Action Alliance. Such options and support may include additional regional meetings and/or task forces, involvement with committee work, and/or a directors' council.

Section 2: Members are encouraged and entitled to participate in membership meetings where the Governing Body and Action Alliance Officers are affirmed, the annual budget is presented, Action Alliance positions are established on identified political or social issues as appropriate and overall strategic plan projects are developed. Members must be present to participate in decision-making.

Section 3: Three Membership meetings will be held each year to conduct business, to establish positions on issues and policy, and to support networking.

Section 4: The Membership will affirm the Governing Body at the Annual Membership meeting from a slate prepared by the Leadership Development Committee (either include references in all applicable sections, or take them out).

Section 5: Approved minutes of Membership meetings will be posted on the Action Alliance web-site.

Section 6: Section 6: The work of The Action Alliance membership shall be achieved through smaller standing and/or ad-hoc committees established by the Governing Body and congruent with the Action Alliance's goals and objectives. Issues that may be addressed through committee work may include, but are not limited to:

- membership
- training
- accreditation standards for SACCs, DVPs, and Dual Programs
- financial management
- fund development
- personnel
- statewide interagency collaboration
- public awareness

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- public policy
- prevention efforts
- direct service/intervention efforts

Section 7: There is no limit to the amount of time someone may serve as a member of The Action Alliance. Memberships are renewable annually.

ARTICLE VII. The Governing Body

Section 1: Governing Body membership shall be open to those persons who live and/or are employed in the Commonwealth of Virginia, and/or whose program provides services to Virginia residents, and/or whose interests support the mission and principles of The Action Alliance and who are members of The Action Alliance.

Section 2: The Governing Body will be affirmed by the membership at the Annual Membership Meeting, where a slate prepared by a standing Leadership Development Committee will be presented.

Section 3: The Governing Body's responsibilities will include the duties of a corporate board of directors as defined by law, as well as organizational responsibilities including but not limited to:

- ❖ Fund development
- ❖ Implementing decisions of the voting membership
- ❖ Addressing committee, task force and caucus recommendations
- ❖ Providing financial oversight (including budget approval)
- ❖ Implementing the strategic plan
- ❖ Implementing decisions of the membership
- ❖ Approving Action Alliance policies.
- ❖ Providing oversight of and assistance to the director(s) in order to carry out membership decisions and conducting activities as appropriate related to director supervision, support, evaluation, hiring, and/or termination.
- ❖ Providing support to staff as a collective

The Governing Body shall establish standing committees and may establish ad hoc committees and/or special workgroups to accomplish its duties and/or Action Alliance business.

Section 4: The Governing Body will provide a liaison for each established Action Alliance Committee, caucus and task force. Liaison work will be defined within the job descriptions prepared by the Officers of the Action Alliance

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Section 5: The Governing Body will be made up of no fewer than 15 and no more than 25 members. In order to have diverse experiences, leadership, and voices within the Action Alliance, the Governing Body shall be composed as follows:

- ❖ Each recognized caucus shall have a seat on the Governing Body.
- ❖ No less than 33% of the composition of the Governing Body will be survivors of sexual and/or domestic violence.
- ❖ No less than 33% of the Governing Body will be staff of Sexual and Domestic Violence Agencies, balanced amongst stand alone Sexual Assault Crisis Centers and Domestic Violence Programs, and dual agencies.
- ❖ No less than 33% of the Governing Body will be members of communities that have been historically oppressed in Virginia, with the majority of these seats held by people of color.
- ❖ All regions of the Commonwealth (as defined by the Action Alliance) must be represented within the Governing Body.
- ❖ No agency may hold more than 1 seat, except that caucus representatives may come from agencies that already hold a seat on the Governing Body.

These composition criteria *do not* exclude members from serving on the Governing Body who are not survivors or staff of Sexual and Domestic Violence Agencies or members of communities that are historically oppressed.

Section 6: Governing Body members will be affirmed for a three-year term and may serve up to 2 consecutive terms. Governing Body members who have served for 6 consecutive years must vacate their Governing Body position for one term (3 years) before submitting their names for nominations again. The terms are based on the individual and not the seat or position that individual fills.

Section 7: Term Limits *do not* apply to caucus representatives serving within the Governing Body. However, in an effort to ensure opportunities for shared leadership, each caucus will hold an internal nomination process every three years to determine the representative they are sending to The Governing Body and report the results of that consensus process to The Governing Body.

Section 8: The Governing Body will meet at least 6 times each year.

Section 9: Governing Body members will be expected to attend all regularly scheduled meetings of The Governing Body. If a member of The Governing Body misses more than two consecutive meetings and/or more than 50% of all Governing Body meetings during the fiscal year, his/her membership may be reviewed and possibly revoked by the Officers of the Governing Body.

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Section 10: The Governing Body shall establish guidelines for meeting notices, membership communication, and meeting facilitation.

Section 11: Approved minutes of Governing Body meetings will be posted on the Action Alliance web-site.

ARTICLE VIII. Action Alliance Officers

Section 1: There shall be five Action Alliance Officers whose general responsibilities will be to provide and encourage shared leadership to staff, The Governing Body, and membership regarding corporate/fiduciary issues to further the mission. The Officers of the Action Alliance will be the Meeting Facilitator, the Communications Facilitator, the Finance Officer, the Recordkeeping Officer and the Meeting Facilitator-Elect.

Section 2: Action Alliance Officers will be selected from a slate prepared by the Leadership Development Committee.

Section 3: Each Action Alliance Officer will serve for 1 year and may serve up to two 1-year terms.

Section 4: The Officers of the Action Alliance will develop and maintain job descriptions for Governing Body members (including Officers), for Principles and Process Committee members, and for standing committee facilitators. Governing Body job descriptions will address responsibilities in serving as a liaison to a committee and/or task force, with the responsibilities of liaison clearly defined to include requirements of meeting attendance, on-going communication/reports to the task force or committee on the work of the governing body, and reports to the governing body on the work of the task force or committee.

Section 5: The Officers will collaborate with the director(s) to prepare the agenda for Governing Body meetings.

ARTICLE IX. Committees (General)

Section 1: Standing committees, ad-hoc committees, and special workgroups may be established by the Governing Body to accomplish Action Alliance business. These groups will be supported by the Action Alliance and report to the Governing Body. Each established committee will have a liaison from the Governing Body.

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Section 2: Committees must open meetings to all Action Alliance members who are eligible by definition to participate unless a waiver has been requested by the committee and approved by the Governing Body. Waivers granted for this purpose are to be reviewed by the Principles and Process Committee.

Section 3: There are no term limits for memberships within a Committee unless otherwise noted in these by-laws.

ARTICLE X. Principles and Process Committee

Section 1: The Principles and Process Committee will be comprised of one representative each from officially recognized Task Forces and Caucuses, standing Committees, the Governing Body, and the staff.

Section 2: Principles and Process Committee members will be appointed for 3-year terms and may serve up to two consecutive terms. After a Principles and Process Committee member has served two consecutive terms, the member must vacate their position within the committee for one term (3 years) before returning to that committee.

Section 3: The Principles and Process Committee will have the responsibility for ensuring that our work is informed by our guiding principles through meeting evaluations and at least annual feedback to the membership.

Section 4: The Principles and Process Committee and the Governing Body will collaborate to form the Leadership Development Committee with duties as described in Article XI.

ARTICLE XI. Leadership Development Committee

Section 1: The Leadership Development Committee will be a standing committee which is composed of at least 2 representatives from the Governing Body, at least 3 representatives from the Principles and Process Committee, and a representative from each recognized caucus.

Section 2: The Leadership Development Committee has the following responsibilities:

- 1) Creating the slate of Governing Body members and Officers to be presented to the membership for affirmation;

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- 2) Maintaining a pool of qualified candidates to the Governing Body in order to fill interim vacancies;
- 3) Developing skills within the membership to support diverse leadership and governance of the Action Alliance, including training for Governing Body members; and
- 4) Establishing the agenda for membership meetings with input from the full Principles and Process Committee and Governing Body.

Section 3: The Leadership Development committee will actively solicit nominations from the Task Forces and Caucuses on an ongoing basis to ensure a strong connection between the Task Forces, Caucuses, and the Governance of the Action Alliance. When developing the Governing Body slate, the Leadership Development committee will consider membership participation in a Caucus and/or Task Force as criteria that is positively weighted in consideration of other qualifications of the nominees.

ARTICLE XII. Caucus/Task Force Guidelines

Section 1: Caucuses and task forces are created to provide a peer/professional source of support and information, to develop leadership amongst diverse groups within The Action Alliance, and to provide a voice for those who might not otherwise be heard.

Section 2: Caucuses and task forces must open meetings to all Action Alliance members who are eligible by caucus or task force definition to participate.

Section 3: There are no term limits for memberships within a caucus or task force.

ARTICLE XIII. Removal

Section 1: Officers of the Action Alliance or others in Action Alliance leadership roles may be removed at any time by decision of the membership, provided notice in writing has been sent to each member at least thirty (30) days prior to the meeting.

ARTICLE XIV. Meetings

Section 1: In order to encourage progression toward a natural integration, respect, and appreciation of a diverse group of individuals who contribute diverse experiences, leadership, and voices to The Action Alliance, all Action Alliance work including discussions and meetings will equitably address domestic violence and sexual assault.

Section 2: Every effort must be made to avoid the use of Executive Session during membership meetings. The Principles and Process committee will review incidents of Executive Session and address any pertinent issues related to its usage. Any member of The Governing Body may request that the group go into Executive Session, and

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upon decision by that group, the meeting will be limited to members of The Governing Body for the duration of the Executive Session.

ARTICLE XV. Contributions, Gifts, and Bequests

Section 1: The director(s) are empowered to make decisions related to the acceptance and/or solicitation of funding on behalf of the Action Alliance.

ARTICLE XVI. Fiduciary Issues and Conflict of Interest

Section 1: The fiscal year of The Action Alliance shall be from January 1 to December 31 of each year.

Section 2: The books and accounts of the organization shall be audited periodically by an accountant designated by the Governing Body. Auditing shall be done in accordance with all applicable organizational, funding, and legal requirements.

Section 3: None of the Action Alliance Officers or employees of this Action Alliance shall receive or be lawfully entitled to receive any part of its receipts except as reasonable compensation for services rendered in effecting one or more of the Action Alliance's purposes.

Section 4: In pursuing the Action Alliance's purposes as indicated in Article II, the Action Alliance may use funds to advocate for legislation that would support the programs and/or purposes espoused by The Action Alliance. The Action Alliance shall not use any of its funds, property, or income to campaign on behalf of any candidate for public office.

Section 5: Additional guidance regarding fiduciary and/or conflict of interest issues are found within Action Alliance policies and procedures.

ARTICLE XVII. Parliamentary Authority/Decision Making/Quorum

Section 1: All decision-making within The Action Alliance will be achieved through a uniform consensus process until an alternative decision-making process that more effectively supports member participation is recommended by the Principles and Process Committee and approved through decision of the Membership.

Section 2: At a membership meeting, quorum is established by the number of members physically present to participate in decision-making.

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Section 3: At a meeting of the Governing Body, 2/3 of the Governing Body must be present in order to conduct business.

ARTICLE XVIII. Amendments

Section 1: These by-laws may be amended at a membership meeting of The Action Alliance by the membership, provided notice in writing has been sent to each member at least thirty (30) days prior to the meeting.

ARTICLE XIX. Policies and Procedures Supplement

Section 1: The Policies and Procedures Supplement has been created to further define and guide the operating structure as pertains to the membership and governing body of the Virginia Sexual and Domestic Violence Action Alliance. These are to be used as a supplement to the by-laws of the organization.

Section 2: The Policies and Procedures Supplement may be changed only upon decision by the Action Alliance Membership, who must be given 30 days advance notice of any and all changes.