

## **Bylaws, Standing Rules & Other Policies Related to Elections**

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## **Bylaws, Standing Rules & Other Policies Related to Elections**

[The current Bylaws are given *in italics* flush left. They were amended and approved by the membership, April 11, 1981; the numbers in brackets – for example, [5130] – at the end of a Bylaws paragraph reference the relevant sections of the California Nonprofit Corporation Law. Standing Rules are indicated by SR and are in regular type indented. Adopted/amended dates are indicated after each Standing Rule with one exception; on September 9, 2021, references to “the Club” in all Standing Rules were updated to “Sierra Club.”]

### **SR. 2.2.3: Defense of Name**

If Sierra Club is criticized or attacked in the public media on any issue, including, but not restricted to ballot issues or procedures, the Board or its designees are free to respond fully and publicly, addressing any point raised. Any Board-authorized communications in response may utilize Sierra Club funds and any internal communication media or system, including electronic mail.

Adopted 02/19-20/94; amended 05/19-20/06

### **SR 4.1.2: Access to Membership List**

(a) A Sierra Club member in good standing may request access to the names and postal addresses of Sierra Club members for a purpose reasonably related to that member’s interest as a Sierra Club member. All requests must: (i) be made in writing; (ii) include the Sierra Club member’s name, address and, if known, Sierra Club membership number; (iii) be directed to the Sierra Club Secretary, care of the Executive Office; (iv) specify the entire list or that portion of it, based solely on criteria discernable from postal address and/or voting rights, being requested; and (v) clearly state the purpose for which access is requested. To assist in showing that the request is made for a purpose reasonably related to the member’s interest as a Sierra Club member, a copy of the material to be mailed may be submitted with the request. In any event, a copy of the material must be sent to the Executive Office at the time it is mailed to Sierra Club members.

(b) Access to the membership list will be provided through a Sierra Club-approved mailing house for one-time use. Sierra Club will charge a fee for its cost of compiling and supplying the requested list to the mailing house. All other costs associated with the mailing, including printing and mailing house fees, are the sole responsibility of the Sierra Club member and should be arranged with and paid directly to the mailing house. [6330]

Adopted 11/19-20/04, 05/19-20/06, 02/24/07

### **SR 4.2.1: Membership Classes**

(a) In addition to the Regular and Life membership classes established in Bylaw 4.2, the Board of Directors establishes an Introductory (Affiliate) class of membership. Regular and Introductory (Affiliate) classes are further categorized as Standard, Supporting, Contributing, Student, Senior (60 years or older), or Limited Income. Each of the three membership classes may also be further categorized as a joint membership for two persons residing at the same address.

(b) The dues for each class and category of membership shall be set by the Board annually in adopting Sierra Club operating budget or more frequently by separate resolution.

(c) A person qualifies to become a Life Member upon written application and payment of the dues set for the Life membership class. A person qualifies to become a Regular Member upon written application,

payment of the prescribed dues, and demonstration of an interest in advancing the purposes of Sierra Club by having been affiliated with Sierra Club as an Introductory (Affiliate) Member.

(d) An Introductory (Affiliate) Member shall have all the rights, privileges, preferences, restrictions and conditions of Sierra Club membership under its articles, bylaws, standing rules, and policies, except that Introductory (Affiliate) Members shall not be entitled to vote on Sierra Club matters put to the national vote of members. An Introductory (Affiliate) Member is not a "member" of Sierra Club as defined in the Corporation Law section 5056. Once Sierra Club has accepted an Introductory (Affiliate) Member's renewal of Sierra Club membership, that person shall become a Regular Member.

(e) Subsections (c) and (d) of this Standing Rule shall be effective for all persons who join Sierra Club after February 1, 2006.

Adopted 11/21-22/81; amended 11/15-16/86, 02/21-22/98,  
09/26-27/98, 07/17/99, 07/22/00, 11/19-20/05, 05/19-20/06

*4.8. All actions requiring a vote of the membership shall be decided by written ballot as provided for in Bylaw 5, Section 2, and Bylaw 11. A quorum for any ballot or for any meeting of the members shall be five percent (5%) of the membership on the date of record set by the Board of Directors in accordance with law. Each person who is a member on the date of record shall be eligible to vote and shall have one vote on any issue presented to the membership except as provided in Paragraph 5.7. Voting by proxy shall not be permitted. [5512, 5513, 5610, 5611, 5613]*

#### SR. 4.8.1: Voting by Members

All Regular and Life members of record on January 31 shall be sent ballots for the annual election of Directors, as provided in the Bylaws, paragraphs 4.8 and 5.6 and Standing Rule 4.2.1. Each such individual member shall be sent one ballot; joint memberships shall receive two ballots. Adopted 11/21-22/81; amended 05/19-20/06, 02/24/07

### *Section 2: Nomination, Election, and Term of Office*

*5.2. The Board shall provide for the appointment, at least six months before the annual election, of seven members of the Club, none of whom shall then be a Director, to constitute a Nominating Committee. This committee shall nominate at least seven candidates for election as Directors for the ensuing term. [5521]*

#### SR. 5.2.1: Close of Nominations

The close of nominations shall occur on the second Wednesday in January.

Adopted 09/26-27/98

#### SR. 5.2.2: Nominating Committee Appointments

The President shall appoint the members of the Nominating Committee, subject to confirmation by the Executive Committee. Terms of appointment will be for three years, with yearly appointments made on a 3-2-2 rotation. A member seeking appointment to a full term, who has already served a full term, must be absent from the committee for at least one year before that member is eligible for reappointment. The president shall annually designate one of the continuing members as chair of the committee.

Adopted 11/20-21/82; amended 05/19-20/06, 02/24/07, 11/21/09, 1/18/2018, 4/16/2020.

### SR. 5.2.3: Eligibility of Employees and Former Employees for Nomination

Sierra Club employees are ineligible for nomination as Director. Former employees shall remain ineligible for a period of two years after the last date of their employment. Former temporary employees who have worked for Sierra Club less than six months in the previous two years shall be eligible for nomination as a Director three months after their last day of employment. Persons who are paid by Sierra Club as independent contractors or consultants rather than employees are not subject to the two-year period of ineligibility, but may not continue the financial relationship with Sierra Club after being nominated either by the Nominating Committee or by petition. The periods of ineligibility set forth in this rule shall end on date set for the close of nominations. Notwithstanding the provisions of this Standing Rule, and for the avoidance of doubt, compensation of any member of the Executive Committee, as an employee or otherwise, shall be permitted, subject to the approval, in each instance, of the terms of such compensation by the Board or the Executive Committee (as its designee), and such compensation shall not render such Executive Committee member ineligible for subsequent nomination as Director.

Adopted 11/20-21/82; amended 11/15-16/97, 05/19-20/06, 2/24/07, 11/21-22/2014, 9/12/15, 11/16/19, 1/21/21, 5/22/21

#### *Bylaw 5 (cont.)*

*5.3. Members of the Club comprising one-twentieth of one percent (1/20% or 0.0005) of the membership, but not less than 100 or more than 500, may also nominate one or more candidates for Director by a petition signed within eleven (11) months preceding the next election and delivered to the principal office of the Club by the date set for the close of nominations. [5521]*

#### SR. 5.3.1: Nominations – Petitions

(a) Before petitions are circulated for nomination of a Director, the Secretary must be notified of each proposed nominee in writing by mail, fax or e-mail, in care of the Executive Office at Sierra Club Headquarters, by noon Pacific time on the last business day in November. The written consent of each proposed nominee must be received before petitions for them are circulated.

(b) All Regular and Life members of record on April 30 shall be counted for determining the number of signatures required on a petition to nominate a candidate for Director. On the date the petition is signed, the signer must have been a member of the Sierra Club in any membership class for at least 60 days.

(c) Members for whom nomination petitions are being circulated shall be called "petitioners." Petitioners become "candidates" and "nominees" after the Secretary certifies that their petitions meet the requirements of the Bylaws and Standing Rules. The provisions of Standing Rules 5.2.1 through 5.6.2 apply equally to petitioners and nominees (candidates).

(d) Petitions must use the signature forms created by the Executive Office or full-sized copies thereof, but the top may carry a short promotional paragraph about the petitioner, the back may be used for biographical material, and the bottom may specify mailing directly to the Executive Office or some other place. Separate forms must be used for each petitioner. Each signature must be accompanied by a legible printed name, the date of signing, and the membership number and/or address of the signer. No signature dated earlier than 11 months before the date of the election, dated before a petitioner has notified the Secretary of their candidacy, or any undated signature will be counted. Signed petitions shall be delivered in original, facsimile, or by electronic transmission capable of being printed in clearly legible tangible form to the Executive Office by noon Pacific time on the date set for the close of nominations. Acceptance by a regulated carrier that commits to delivery by the deadline shall constitute timely delivery, provided that

actual delivery does not occur more than one day late.

(e) Petitions shall be retained by the Executive Office for four months after the close of nominations. Adopted 11/20-21/82; amended 02/1-2/86, 11/11-12/89, 09/21-22/96, 09/26-27/98, 11/14-15/98, 11/13-14/99, 11/16-18/01, 09/19-20/03, 05/19-20/06, 1/18/2018

*5.4. All nominees must be members of the Club in good standing, must have been members of the Club in good standing continuously for one year prior to the date set for the close of nominations, and must agree to accept the nomination. Nominations shall be closed on December 30, or such later date as is fifteen (15) weeks preceding the date set for counting the ballots. The Nominating Committee shall request the nominees individually to submit a statement on behalf of their candidacy no later than two (2) weeks after the close of nominations. The committee shall then file the nominations and statements with the Secretary, with the nominations arranged in an order determined by lot. The form of the statement shall be established by the Nominating Committee, which shall decide on any questions of compliance with any standards that the committee may establish with respect to such form. [5522]*

#### SR. 5.4.1: One-Year Requirement

Nominees must have been members of Sierra Club in any membership class continuously for one year prior to the date set for the close of nominations.  
Adopted February 24, 2007

#### SR. 5.4.2: Background Checks

All candidates for the Board of Directors shall be required to undergo a background check in accordance with Sierra Club policy.  
Adopted October 17, 2019

*5.5. The Board shall appoint from the membership of the Club three (3) Inspectors of Election and a number of alternates, who shall supervise the election, oversee the counting of ballots, tabulate the results, and report to the President and the Secretary in writing the number of votes for each candidate and the names of those elected to serve as Directors. No Director or nominee may serve as an Inspector of Election or alternate. [5615]*

*5.6. At least four (4) weeks before the date set for counting the ballots, a ballot containing the names of the nominees, in the order presented by the Nominating Committee, shall be mailed to each member of the Club eligible to vote. The ballot shall be accompanied by the statement of each nominee. If no statement has been received from a nominee, it shall be so indicated, but the nominee's name shall remain on the ballot. [5513]*

#### SR. 5.6.1: Promotion of Candidates

(a) General Matters. (i) Candidates for Director shall be provided reasonable opportunity to solicit votes and promote their views, and members shall have reasonable opportunity to exchange views freely. (ii) As used in this Standing Rule, "Sierra Club entity(ies)" means any chapter, group, section, committee or other body operating under the authority of the Board, but not the Board itself.

(iii) Without authorization of the Board by resolution or except as provided in the Bylaws and these Standing Rules, no Sierra Club funds or other resources, including those of Sierra Club entities, shall be used to support or oppose any candidate for Director, including activities related to circulation of petitions. Resources include official publications and other forums, such as newsletters and web pages, but do not include the Sierra Club President, even if he or she receives a stipend.

(iv) Any Sierra Club entity may expend Sierra Club funds to carry out its designated duties in connection with the election. Any Sierra Club entity may expend Sierra Club funds to publicize the election, its timing, or to urge members to exercise their right to vote, or to inform members about the election procedures and rules, but no expenditure made under this subsection shall mention or provide support for or opposition to any candidate or group of candidates in the election.

(b) Candidate Statements. (i) A statement from each nominee shall be distributed with the ballot mailed to each Regular or Life member. Statements and photographs, if they are to be included in the ballot materials, shall be delivered to Sierra Club's Executive Office by noon Pacific time on a date set by the Nominating Committee, not more than two weeks after the close of nominations.

(ii) The Nominating Committee shall prescribe the form of the statements, including the number of words and of paragraphs or indentations, the use of bullets or other printer's marks and specific information (for example, length of membership, offices held and other experience in Sierra Club) that the committee may require of all candidates. Candidates must submit with their statements evidence that each listed endorser has agreed to be so listed.

(iii) Candidate statements shall be reviewed for length, form and significant errors of fact about Sierra Club by a Ballot Statement Review Committee. The committee shall consist of three Sierra Club members who are neither Directors, candidates for Director, nor members of the Nominating Committee, appointed annually and jointly by the Nominating Committee and Board of Directors or its Executive Committee. No change in a statement shall be made without the nominee's specific consent, except to conform to the prescribed format (no substantive wording changes) or to delete any words beyond the limit. If the candidate does not make the statement conform to the prescribed format and/or word limit within five days of a request, the committee shall change the statement to do so. If a candidate, on request of the committee, refuses to remove significant errors of fact (but not differences of opinion) about Sierra Club or any candidate from the statement, the Secretary, at the request of the committee, shall cause a correction or note to be published in the ballot materials, subject to an appeal to the Inspectors. An asterisk or other mark in the candidate's statement may be included to make the correction clear.

(iv) The introductory material that accompanies the candidates' statements for the election of Directors shall indicate whether the candidate was nominated by the Nominating Committee or by petition. There shall also be indication after each candidate's statement and/or under each candidate's photograph, as well as on the ballot, as to whether the candidate was nominated by the Nominating Committee or by petition.

(c) Articles. (i) No articles or messages by or about individual candidates shall be published in *SIERRA*, Sierra Club newsletters, web pages, or other Sierra Club publications between the close of nominations and the date set for counting Sierra Club ballots, except (A) for routine articles or messages (defined below), or (B) if all candidates are given at least seven days written notice, through the Sierra Club's Executive Office, to submit an article or message of equal length to be published with equal prominence in the same publication.

(ii) An article or message is "about" a nominee or petition candidate if it either mentions the fact that the member is a candidate or has as its principal focus the candidate, as opposed to an incidental reference. An article or message is not "about a candidate" if it merely discusses the Sierra Club's elections, the functioning of the Board, or issues presented by the election without mentioning the names of any individual candidate or expressly advocating that members vote for or against any identifiable subset of candidates. An article or message is "routine" if it (A) does not mention the fact that the author or subject is a candidate, (B) does not mention the election, (C) relates to the candidate's performance of duties in an elected or appointed Sierra Club capacity, (D) is timely for Sierra Club purposes, and (E) is sent or published only to members who would normally receive similar articles or messages. Periodic reports by

the Sierra Club President to leaders and activists are routine even if the President is a candidate for reelection, so long as these reports do not mention the Sierra Club election.

(iii) During the nominating and election process, the Nominating Committee, in cooperation with the Chief Inspector of the Election, shall distribute to appropriate chapter and group leaders and editors memos in which the following matters are discussed:

- (A) the nature of the nominating process and the criteria used;
- (B) the availability of the petition process and a description of the procedures;
- (C) a statement of this Standing Rule on Promotion of Candidates;
- (D) a plea for orderly process in elections, asking that members vote for the candidates that in their opinion would best serve the overall interests of Sierra Club and its members.

The Secretary is authorized to include items (A) and (D), above, in an introduction to the candidates' statements distributed with the ballot, so long as no reference is made to any individual candidate or groups of candidates other than all candidates nominated by the Nominating Committee as a class. If any issues are also on the ballot, these materials should cover the rules about electioneering about them as well (SR. 11.2.2).

(d) Advertising. No Sierra Club publication, including chapter and group newsletters, web pages and electronic bulletin board systems, shall carry advertising for or against a candidate.

(e) Forums & Discussion Lists. (i) Sierra Club may have a forum for Director candidates to answer questions selected by a Forum Questions Committee appointed by the Volunteer Leadership Advisory Committee. This committee shall consist of three representatives of the Council of Club Leaders and three other members. Germane discussion of Board candidates (for example, discussing forestry aspects of a candidacy on a forestry list) may take place on any other Sierra Club discussion list, subject to the usual rules of the list and unless barred by the sponsor/owner of the list. The rules may limit the length and frequency of messages from a discussant. The poster of a message about a candidate shall send a copy of the message to the candidate.

(ii) Under the rules issued by Inspectors of the Election, Sierra Club may have a Sierra Club-sponsored election information website to provide links to election-related sites of the candidates' choosing.

(f) Meetings. Candidates or their proxies may speak to groups of Sierra Club members about their candidacy at regularly scheduled meetings and outings as long as no additional Sierra Club funds are spent. Candidates or proxies who travel to meetings at Sierra Club expense may not discuss their candidacy on the floor of the meeting other than a brief announcement that the member is a candidate. Sierra Club entities may hold scheduled candidate forums provided that all candidates are given adequate notice and an opportunity to participate.

(g) Chapter Endorsements. Chapters, but not groups or other Sierra Club entities, may vote to recommend one or more candidates in the election to the Board. Such a chapter recommendation must be adopted in a regular or special meeting by a two-thirds majority of the number of executive committee members of the chapter then in office. All candidates shall be given reasonable notice of any meeting at which such a recommendation is to be considered and provided an opportunity to make written materials relevant to their candidacy available at the meeting, at no cost to the chapter, for consideration by the executive committee. Chapters and groups may expend Sierra Club funds to communicate such a recommendation by the publication of the following statement in the newsletters and websites of the chapter and its own groups. "The [insert chapter name] recommends a vote for [insert names of supported candidates] in the upcoming election for the Sierra Club's Board of Directors."

(h) Mailings. (i) A member's request for access to the membership list to communicate with other Sierra

Club members about candidates in a Sierra Club election is a purpose reasonably related to that member's interest as a Sierra Club member. [see SR 4.1.2]. A copy of such communication and a description of the members to which it was sent must be sent to each candidate in the election and to the Executive Office at the time it is first sent to Sierra Club members.

(ii) The Executive Office will notify all candidates in the Sierra Club election of requests when all required information and fees are received ("Valid Requests"). Valid Requests for access to the membership list to communicate about candidates in a Sierra Club election must be received at least 40 days before the date set for counting the ballots in that Sierra Club election. If any such Valid Request is received, other such Valid Requests may be made until 30 days before the date set for counting ballots in that same Sierra Club election.

(iii) A Sierra Club member in good standing may use published Sierra Club lists, including the Leader Directory, to communicate with Sierra Club leaders about Sierra Club elections. However, e-mail addresses and telephone numbers from the Leader Directory may not be used by a Sierra Club member for fundraising of any kind.

(i) Candidate Websites. Individual candidates or groups of candidates may have their own promotional websites. To avoid any misunderstanding, the opening page of any such site must say "This site is not sponsored or supported by the Sierra Club."

(j) Records and Reporting. (i) For six months after the election, candidates shall keep records of (A) contributions aggregating \$100 or more from one person (including such contributions from the candidate), which records shall include the identity (name, address and telephone number) of the contributor, date, amount of contribution, and aggregate number of that person's contributions, and (B) expenditures of \$100 or more, including recipient, amount, date and purpose.

(ii) Each candidate shall report this information to the Inspectors of Election and to the Executive Office (A) 40 days before the date set for the counting the ballots and (B) within five days of receipt of a request for the information from the Inspectors of Election or the Executive Office. The reports shall be available for inspection and copying by any member.

Adopted 09/10-11/83; amended 09/13-14/86, 11/11-12/89, 09/18-19/93,  
09/24-25/94, 11/18-19/95, 09/21-22/96, 11/15-16/97, 09/26-27/98,  
11/14-15/98, 11/13-14/99, 11/16-18/01, 09/19-20/03, 11/19-20/04,  
07/16/05, 11/19-20/05, 05/19-20/06, 11/19/06, 02/24/07, 09/29/07,  
05/16/08, 10/16/08, 09/25/10, 10/20/11

#### SR. 5.6.2: Complaints, Appeals, Remedies & Sanctions

(a) Complaints. Once the election process has begun, any Sierra Club member may complain to the Inspectors of Election about a violation of these Standing Rules, the Bylaws or applicable law governing the conduct of Sierra Club's annual election by any person or entity, or the Inspectors may consider a potential violation on their own. The election process will begin at the following time (i) for elections to the Board, when the Nominating Committee has made its report to the Board, or when a petitioner for Director has notified the Secretary of an intention to circulate petitions, whichever occurs sooner; or (ii) for ballot issues when the Secretary has approved a resolution and petition for circulation. To guarantee review, a complaint must be received within 10 days of an alleged violation, but the Inspectors may entertain a complaint made later. Except for complaints received within five days of an alleged violation or about the vote counting process, no new complaints will be considered if made later than five days after the date set

for counting the ballots. The Inspectors may also make advisory rulings before a proposed action is taken. Decisions shall be based on Sierra Club's Bylaws and Standing Rules, in conformance with California law, to ensure a fair election.

(b) Remedies and Sanctions. The Inspectors may take such action as may be proper to conduct the election or vote with fairness to all members, including, but not limited to requiring a Sierra Club entity or member to remedy any violation through (i) an expenditure to remedy the violation or (ii) repayment to Sierra Club of the value of any resources used.

(c) Content and Availability of Rulings

(i) Written rulings of the Inspectors on complaints must state the reason(s) for the ruling, including summaries of written documents relied on by the Inspectors to support the ruling. These written rulings will be made available to the complainant and on Sierra Club's extranet as soon as practicable, accompanied on the Sierra Club extranet by the complaint leading to such ruling, if received by the Inspectors in writing.

(ii) In their discretion, the Inspectors also may make available on Sierra Club's extranet other written documents related to their ruling or may make such documents available to the complainant prior to their ruling, except those documents designated as attorney work-product or privileged. This subsection (ii) shall not be the basis for any complaint or appeal to the Board.

(d) Appeals to Board

(i). A party aggrieved by any decision of the Inspectors may appeal to the Board by filing a written statement setting forth the basis of the appeal delivered by ordinary mail, email, or fax transmission to the Secretary in care of the Executive Office, with a copy to the Inspectors, within five days of notice from the Inspectors to the complainant of the Inspectors' decision, or afterwards if good cause for the delay is shown. The Board may entertain appeals at its discretion, but must decide all appeals it elects to consider within 20 days following the date set for counting the ballots. Board decisions on appeals will be transmitted in writing to the appellant and the Inspectors by the Secretary as soon as practicable.

(ii) If the Board entertains an appeal and finds that the Inspectors have erred as to the meaning of the Bylaws or Standing Rules, the Board shall state the proper meaning and remand the ruling to the Inspectors for reconsideration. If the Board entertains an appeal and finds credible and sufficient evidence that the Inspectors have erred as to a material fact supporting the ruling, the Board shall remand the ruling to the Inspectors for further investigation and reconsideration. If the Board entertains an appeal and finds that the Inspectors have not so erred, it shall affirm the ruling.

(iii) If a Director is alleged to have committed an election violation, the Director may remain present during the deliberations and the vote on an appeal from a ruling of the Inspectors about the alleged violation, but the Director shall not vote on whether to entertain the appeal or on its merits. Directors also shall not vote on an appeal involving a transaction between the Director and Sierra Club in which the Director has a material financial interest. No vote on an appeal is the act of the Board unless a majority of the Board members who are present at the meeting vote to take such action.

(e) Certification of Election. Unless an appeal of a decision made by the Inspectors is pending before the Board, the Inspectors may certify the election results and officially report them to the Secretary at the end of the fifth day after the date set for counting of the ballots. If an appeal of a decision made by the Inspectors is pending before the Board, the Inspectors may certify the election results and officially report them to the Secretary promptly after the Board declines to hear the appeal or the Board decides the appeal, or at the end of the twentieth day after the date set for counting of the ballots.

Adopted 11/18-19/95, 11/14-15/98, 09/19-20/03, 11/19-20/04



5.7. *Each voter shall be allowed to vote for up to five (5) candidates; a voter may not cumulate votes for any candidate. Ballots shall be returned to the principal office of the Club or to such other place as is designated by the Inspectors of Election. Ballots shall be counted on the second Saturday of April or on such later date, which shall be no later than June 1, as is set by the Board of Directors. No ballot shall be counted if received later than 12:00 o'clock noon on the date set for counting the ballots. The five (5) candidates receiving the highest number of votes shall be elected. Upon receipt of the report of the Inspectors of Election, the Secretary shall notify in writing the members elected. [5616]*

5.8. *Each Director shall be elected for a term of three (3) years. A Director may serve for an unlimited number of terms, providing that a minimum period of one year's absence from the Board shall occur after any two (2) consecutive full three-year terms. The Directors shall enter upon their term of office at the annual meeting of the Board of Directors and shall hold office until their successors have been elected and qualified. [5220]*

5.9. *A vacancy on the Board shall occur on the death, incapacity, resignation, or removal of any Director, or otherwise as provided by law. A majority of the remaining Directors or Director then in office may elect any member in good standing to fill any vacancy for the remainder of the term, except as restricted by Paragraph 5.8. [5220, 5224]*

5.10. *Any Director or other officer of the Club may be removed from office by a majority vote of all ballots cast in a special ballot of the Club, called by a petition signed by five percent (5%) of the members and conducted as provided in Paragraph 11.3. The petition shall individually name each Director or officer whose removal is being requested. Any Director who misses three (3) consecutive meetings of the Board of Directors may be removed from office by vote of the remaining Directors. [5221, 5222, 5510]*

#### **Bylaw 11: BALLOTS OF THE CLUB**

11.1. *Whenever the Board of Directors or the President shall decide that any question is of such importance that it should be submitted to a vote of the membership of the Club, or whenever such a vote is required by law or these Bylaws, the Board shall certify to the Secretary the form in which such question shall be submitted to the membership. [5510, 5513]*

11.2. *Except as provided in Bylaw 5.10, whenever a number of members of the Club equal at least to two percent (2%) of the number of ballots cast at the immediately preceding annual election for Directors shall request in writing that a resolution be adopted by the Club, the Board may adopt the resolution by majority vote, unless the petition specifically requests a vote of the membership or such a vote is required by law or these Bylaws; if the resolution is not so adopted, the Board shall certify it to the Secretary for a vote of the members. The Board shall specify the procedure for the initiation and circulation of such petitions, including approval of the wording to assure that it is properly framed.*

##### **SR. 11.2.1: Petitions on Ballot Issues**

(a) Issues Under Consideration for Petitions. Sierra Club resources, such as chapter and group newsletters or websites, may cover issues that might be the subject of future petitions. Newsletter editors and website managers, if they are aware that a petition drive is contemplated, shall make every effort to ensure balanced coverage of such topics by featuring alternative views. Such coverage shall ensure that draft issue petitions that have not been approved by the Secretary are not confused with any that have been so approved.

(b) Content of Resolution. A resolution presented by petition (i) may seek to amend the Bylaws, contingent on approval by the Board, pursuant to Bylaw 13.1, (ii) if it seeks to change policy, shall be restricted to a single subject and may not restate existing policy except to show how the proposed policy differs and (iii) if

it proposes to amend the Bylaws, shall follow the form of the Bylaws.

(c) Contents and Form of Petition. The petition shall contain the full wording of the resolution, as approved by the Secretary, at the top. Bylaws that would be amended shall be set forth in the petition. Existing policy, programs or priorities that would be changed by a resolution shall be stated or summarized in the petition, to show the change. Petitions must use the signature forms created by the Executive Office or full-sized copies thereof. The back of the petition may be used for additional background material, and the bottom may specify mailing directly to the Executive Office or some other place.

(d) Petitioners. The petition shall designate between one and three members as lead petitioners, including name, address and membership number, which shall appear on each copy of the petition circulated.

(e) Approval. The petition shall be submitted to the Secretary at the Executive Office of the Sierra Club before being circulated. The Secretary shall respond within 20 days, either (i) approving the resolution and petition, (ii) disapproving the resolution as violating this Standing Rule, Sierra Club Bylaws, or law, or (iii) recommending changes (A) to make the form of the resolution or petition conform to Sierra Club rules, (B) to clarify the meaning of the resolution, or (C) to compose the resolution properly without changing its intent.

(f) Signatures and Use of Sierra Club Resources in Circulating Petitions. Each signature on a petition shall be accompanied by the date of signing and the membership number and/or address of the signer. On the date the petition is signed, the signer must have been a member of Sierra Club in any membership class for at least 60 days and must have signed the petition within six months of the date of its submission. Without authorization of the Board, or except as provided for in the Bylaws or these Standing Rules, no Sierra Club funds or other resources, including those of Sierra Club entities, shall be used for the circulation or solicitation of signatures on approved petitions, except that newsletters and websites may carry a brief news item to inform readers that a petition question has been approved for circulation, the text of that question, and contact information for the lead petitioner. If and when an opposing position to the proposed question emerges, newsletters and websites should also provide similar contact information.

(g) Submission of Petitions. Petitions proposing a resolution for adoption by the Board of Directors or the membership of Sierra Club may be submitted at any time. Signed petitions shall be submitted to the Executive Office. Petitions that may require a vote of the membership shall be delivered in original, facsimile, or by electronic transmission capable of being printed in clearly legible tangible form to the Secretary in care of the Sierra Club's Executive Office by noon Pacific time on the last business day four weeks before the last regular meeting of the Board before the closing date for nominations for Director to assure qualification to the annual ballot. Acceptance by a regulated carrier that commits to delivery by the deadline shall constitute timely delivery, provided that actual delivery occurs not more than one day late.

(h) Retention. Petitions shall be retained by the Executive Office for one month after counting of the ballots.

SR. 11.2.2: Structure of the Ballot and Ballot Materials: The Secretary shall prepare the ballot and accompanying materials relating to ballot questions in a manner that clearly presents the question or questions posed and, if changes or amendments to existing policy or procedures are proposed, the current provision(s), or a summary thereof, shall also be stated for comparison. If more than one alternative to existing policy is proposed, members shall be given a choice among them and a "none-of-the-above" option. The ballot shall state that this option would preserve existing policy. Any ballot issue must receive a majority of the votes cast to prevail, provided that a quorum votes on the issue. The ballot pamphlet and ballot itself shall make clear the recommendation of the Board, if any is made, on any ballot measure.

Adopted 12/10-11/94; amended 11/14-15/98, 11/16-18/01, 05/19-20/06,  
02/24/07, 02/27/10

SR. 11.2.3: Complaints, Appeals, Remedies & Sanctions: The provisions of Standing Rule 5.6.2 apply to ballot issues.

Adopted 11/14-15/98, 05/19-20/06

*11.3. The Secretary shall have the question or questions, certified according to Paragraph 11.1 or 11.2 above, printed for mailing at the next annual balloting of members for the election of Directors or at such special vote of the members as the Board or President shall request. A written petition submitting a resolution must be delivered to the principal office of the Club by the date set by the Board of Directors in order for it to be qualified for presentation on the annual ballot. The ballot shall be printed so as to enable the members to express approval or disapproval of each resolution. The mailing of the ballot and the counting of the votes shall be conducted in the same manner as for the election of Directors (Bylaw 5, Section 2). The ballot shall be accompanied by a statement setting forth arguments for and against the question and stating the number of approvals necessary to pass the measure submitted. [5513]*

SR. 11.3.1: Promotion of Positions on Ballot Issues

(a) Ballot Statements

(i) Coordinators. One statement each in support of and in opposition to each ballot issue shall be distributed with the ballot mailed to each member. The petitioners shall designate, in writing (by letter, fax or e-mail) to the Secretary in care of the Executive Office, a position coordinator to be responsible for overseeing the preparation and submission of the statement in favor of the ballot issue. To identify position coordinators for any other required opposing or supporting statements, the Secretary shall consult with potential opponents or supporters of the ballot issue and designate position coordinators to be responsible for overseeing the preparation and submission of these statements. No coordinator shall be a candidate for the Board in the same election. If no statement supporting or opposing a ballot question is received by the deadline provided in these rules, the Secretary shall inform the Chief Inspector of Election and President, and then the President, or the President's delegee, will prepare a statement that provides a summary of arguments supporting or opposing the question, identifies the preparer, and indicates that no other statement was received.

(ii) Requirements.

(A) Each position statement, pro and con, shall have a maximum of 400 words, including the names and affiliations of the signers. Coordinators must submit with all statements evidence that any listed endorsers have agreed to be so listed. No candidate for Director shall be shown as a signer of this or of either of the statements provided for in subsection (b) of this Standing Rule.

(B) The Secretary shall prescribe the form of the statements, considering such issues of form as are set forth in subsection (b) of Standing Rule 5.6.1. The Secretary shall review each statement for form and significant errors of fact about Sierra Club or the resolution. No change in a statement shall be made without the coordinator's specific consent, except to conform to the prescribed format (no substantive wording changes) or to delete any words beyond the limit. If the coordinator does not make the statement conform to the prescribed format and/or word limit within five days of a request, the Secretary shall change the statement to do so. If a coordinator refuses to remove significant errors of fact (but not differences of opinion) about Sierra Club or the resolution, the Secretary shall cause a correction to be published in the ballot materials, with an asterisk or other mark in the position statement as may be necessary to make the correction clear.

(C) Deadline. The deadline for receipt of statements for or against ballot issues at the Sierra Club Executive Office in original, facsimile or e-mail shall be noon Pacific time on the last business day on or before the Friday after the last regular meeting of the Board before the close of nominations, unless the Board has put an alternative question on the same subject on the ballot, in which case the deadline shall be noon Pacific

time on the last business day on or before the fourth Friday after this meeting. If a ballot question is initiated by the Board at its last regular meeting before the close of nominations, the deadline for receipt of statements for or against it is noon Pacific time on the third Friday following that Board meeting.

(b) Promotion of Positions (Electioneering)

(i) SIERRA Statements. If time and space permit, the promoters of each position shall be allocated equal space in an issue of *SIERRA* that is distributed in advance of the election to expand the arguments presented in the ballot statements. The names and principal identifications of the signers of the statement shall be included in the space allotment. Excepting questions of legality (libel, fraud, etc.), *SIERRA* shall not exercise editorial control over the material submitted. The Executive Director shall determine the appropriateness of timing and amount of space available. Due to time and space limitations, there shall be no exchange of statements and no rebuttals of the opposing statement except as arranged by the two coordinators between themselves.

(ii) Statements for Newsletters. Additional statements of no more than 750 words, including the names and principal identifications of the signers, expanding on the ballot statements may be submitted to the Executive Office in original, facsimile, or e-mail by noon Pacific time on the last business day on or before the third Friday after the last regular meeting of the Board before the closing date for nominations, unless the Board has put an alternative question on the same subject on the ballot, in which case the deadline shall be noon Pacific time on the last business day on or before the fifth Friday after this meeting.

(A) These statements shall be distributed to the editors of all Sierra Club newsletters of record in the volunteer leadership file. Due to time and space limitations, there shall be no exchange of statements and no rebuttals of the opposing statement except as arranged by the position coordinators.

(B) Newsletters and other Sierra Club publications, including web pages, may publish these or any other official statements, including the *SIERRA* statements, if they publish the statements on both sides. They may also publish matched opinion pieces on both sides of approximately equal length written for this purpose, by their local members or by others.

(iii) Editorial Positions. Editorial positions taken in chapter and group newsletters on ballot questions must represent the position of the respective chapter or group executive committee as adopted in a regular or special meeting.

(iv) Letters to the Editor. Letters to the editor on ballot questions, if any are published, shall, as a whole, reflect a balance of positions on the issue insofar as possible. Letters must be signed.

(v) Advertising. No advertising may be accepted promoting a position on a ballot issue in a Sierra Club newsletter.

(vi) Web Page Links. Any mention in a Sierra Club publication, including a web page, of, or link to, a web page formally designated by one side of a ballot issue must be matched by a corresponding mention of or link to a page designated by the other side of a ballot issue, unless the other side has not responded with a web page address to a request for it from the publisher of the reference or the Sierra Club Secretary or webmaster.

(vii) Use of Sierra Club Resources. Without authorization of the Board of Directors, no Sierra Club funds or other resources, such as official publications and other forums or means of communication, including newsletters and web pages, and including those of chapters, groups and other entities, shall be used in support of or opposition to any ballot issue, unless both sides have the same opportunity.

(viii) Mailing Lists.

(A) A member's request for access to the membership list to communicate with other Sierra Club members about a ballot issue in a Sierra Club election is a purpose reasonably related to that member's interest as a Sierra Club member.

(B) The Executive Office will notify the position coordinators in the Sierra Club election of requests when all required information and fees are received ("Valid Requests"). Valid Requests for access to the membership list to communicate about a ballot issue in a Sierra Club election must be received at least 40 days before the date set for counting the ballots in that Sierra Club election. If any such Valid Request is received, other such Valid Requests may be made until 30 days before the date set for counting ballots in that same Sierra Club election.

(C) Leader Directory. A Sierra Club member in good standing may use published Sierra Club lists, including the Leader Directory, to communicate with Sierra Club leaders about Sierra Club elections. However, e-mail addresses and telephone numbers from the Leader Directory may not be used by a Sierra Club member for fundraising of any kind.

(ix) Forum.

(A) Under rules issued by the Inspectors of the Election, the Sierra Club may have a forum for discussion of each ballot issue or each set of alternative ballot issues. The rules may limit the length and frequency of messages from a discussant.

(B) The Inspectors of the Election may issue rules for a ballot question information website to provide links to election-related sites of the position coordinators' choosing.

(x) Records and Reporting.

(A) For six months after the election, petitioners and position coordinators shall keep records of contributions aggregating \$100 or more from one person, including identity (name, address and telephone number) of the contributor, date, amount of contribution and aggregate amount of that person's contributions; and expenditures over \$100, including recipient, amount, date and purpose. A coordinator shall provide this information to the Inspectors of election within (1) five days of receipt of a request for the information by e-mail, fax or delivery (add three days for mail) within 60 days before or 30 days after the date set for counting the ballots; or (2) 10 days at other times.

(B) Coordinators shall report the aggregate amount of contributions and expenditures 45 days before the date set for counting the ballots and 15 days after that date. Individual contributions and expenditures of \$100 or more, including the identity of the contributor or recipient, shall be reported to the Executive Office within 10 days of receipt and within 15 days before the date set for counting the ballots. The reports shall be available for inspection and copying by any member.

Adopted 05/2-3/81 & 09/13-14/86; amended 09/20-21/97, 09/26-27/98,  
11/14-15/98, 11/13-14/99, 11/16-18/01, 09/19-20/03, 11/19-20/04,  
07/16/05, 05/19-20/06, 05/16/08

*11.4. A majority of all the ballots cast on each question shall decide the question except as otherwise provided in these Bylaws, provided that such votes represent at least a majority of the votes required for a quorum. [5512, 5513]*

*Bylaw 12: CONSTRUCTION OF BYLAWS*

*12.1. On all questions as to the construction or meaning of these Bylaws and the rules of the Club, the decision of*

*the Board of Directors shall be final, unless rescinded by the Club by a vote as provided for in Bylaw 11.*

### **Bylaw 13: AMENDMENTS TO BYLAWS**

*13.1. These Bylaws are fundamental and shall not be added to, amended, or repealed except by a resolution approved by the Board of Directors and approved by the affirmative votes of two-thirds (2/3) of the members voting on a given matter or group of related matters as specified in Paragraph 11.3, provided that such affirmative votes represent at least two-thirds (2/3) of the votes required for a quorum. The approval of the members may be before or after the approval by the Board. When permitted by law, however, the Board may, by affirmative vote of two-thirds (2/3) of the Directors and with the concurrence of the Sierra Club Council, amend the Bylaws to conform to law. [5150]*

*13.2. Bylaws 1 and 2 cannot be amended without concurrent amendment of the corresponding Articles of Incorporation, as provided by law. [5810-5812]*

## **GUIDELINES FOR ACCESS TO SIERRA CLUB MEMBERSHIP MAILING LIST BY CLUB MEMBERS OR CLUB CANDIDATES**

California law grants any active member of the Club the right to have access to the membership mailing list (the “List”) to communicate with other Club members for a purpose related to his or her interest as a member. Below is a set of guidelines established by the Club to assist the staff with processing and responding to such membership mailing list access requests made pursuant to law and Standing Rules 4.1.2, 5.6.1(h), and 11.3.1(b)(viii).

### **A. REQUEST FOR ACCESS TO THE LIST**

Access to the List will be made available for a one-time use by an active Club member (“Requesting Member”) following a written request (the “Request”) that clearly and explicitly states that the Requesting Member desires to use the List to contact other Club members by mail solely for a purpose related to the Requesting Member’s interest as a member of the Club (a “Proper Purpose”).

### **B. ELIGIBILITY.**

Only active Club members are entitled to request the List. All such requests must comply with the following mandatory requirements.

### **C. ALL REQUESTS MUST:**

1. Be in writing;
2. Include the Requesting Member’s name, address and membership number, if known (this is to ensure that the requesting member is a current, active member of the Club);
3. Be directed to the Sierra Club Executive Office, care of Huda Fashho, Director, Member Care. Huda can be reached at [huda.fashho@sierraclub.org](mailto:huda.fashho@sierraclub.org);
4. Specify whether the Requesting Member desires access to all or a limited portion of the List. Requests may be made for all or only a portion of the entire list of active Club members. If the Request is for anything less than the entire list, then such limited requests may be based solely on criteria discernable from the physical addresses on the List and/or voting rights. For example, the Requesting Member may request only those members in a certain state, zip code, Club chapter or group (which are defined by the member’s zip code). No other segmentation or sorting that requires information beyond that which is readily ascertainable from

the member's name and address will be permitted; and

5. Clearly and explicitly state the specific purpose for which the List is requested.

- a. The Requesting Member's purpose must be a Proper Purpose.
- b. Although it is not required, at the time of submitting the Request, the Requesting Member should be encouraged to provide a copy of the written materials the Requesting Member intends to distribute to the Club to demonstrate to the Club that the Requesting Member's purpose is in fact a Proper Purpose.
- c. If the Requesting Member does not submit a copy of the materials to be distributed at the time of submitting the Request, the Requesting Member must send the Club the materials – either by fax, email, mail, or otherwise – at the time the Requesting Member first sends it to Club members. The material should be directed to the Sierra Club Executive Office, care of Huda Fashho, Director, Member Care. Huda can be reached at [huda.fashho@sierraclub.org](mailto:huda.fashho@sierraclub.org) (See also Section D.1, below).
- d. Any use of Club trademarks, including its logo or the stylized form of its name, on written materials is not authorized. Furthermore, the material must not confuse or mislead recipients as to sponsorship. Such confusion may be avoided, for example, by including a clear statement that the material is not sponsored or supported by Sierra Club.

#### **D. ADDITIONAL PROCEDURES FOR REQUESTS MADE FOR THE PURPOSE OF COMMUNICATING WITH CLUB MEMBERS ABOUT CANDIDATES OR BALLOT ISSUES IN A CLUB ELECTION**

In addition to the procedures set forth in Section C, if the Request is made for the purpose of communicating with Club members about candidates or ballot issues in a national Club election, the following procedures apply: 1. Requests to Communicate About Candidates: Pursuant to Standing Rule 5.6.1(h), the Executive Office will notify all candidates in the Club election of requests when all required information and fees are received ("Valid Requests"). Valid Requests for access to the membership list to communicate about candidates in a Club election must be received at least 40 days before the date set for counting the ballots in that Club election. If any such Valid Request is received, other such Valid Requests may be made until 30 days before the date set for counting ballots in that same Club election.

2. In addition to sending a copy of the material to the Club Executive Office (see Section C.5(c), above), the Requesting Member also must send a copy of the material and a description of the members to which it was sent (i.e., "all members in Missouri," or "all members in the Cumberland, Florida, and Bay chapters") to each candidate in the election at the time it is first sent to Club members. This can be done by sending the material to the following listserv [BOD-CANDIDATES@lists.sierraclub.org](mailto:BOD-CANDIDATES@lists.sierraclub.org), or by requesting a list of the candidate's mailing addresses from the Executive Office.
3. Requests to Communicate About A Ballot Issue: Pursuant to Standing Rule 11.3.1(b)(viii), the Executive Office will notify the position coordinators in the Club election of requests when all required information and fees are received ("Valid Requests"). Valid Requests for access to the membership list to communicate about a ballot issue in a Club election must be received at least 40 days before the date set for counting the ballots in that Club election. If any such Valid Request is received, other such Valid Requests may be made until 30 days before the date set for counting ballots in that same Club election.

These additional procedures do not apply to Club chapter and group elections, however, those entities may have similar or additional procedures related to election mailings. Please contact the chapter or group Election Committee for information regarding any election rules with which you must comply related to an election mailing.

#### **E. MAILING PRODUCTION**

Upon receiving a Request from a Requesting Member, the Club will:

1. Ensure that the purpose stated in the Requesting Member's Request is for a Proper Purpose. A determination by the Club of whether the Request is for a Proper Purpose will be based upon: (a) the

purpose stated in the Request, (b) the written materials to be distributed by the Requesting Member if submitted along with the Request, and (c) if the Requesting Member has made prior Requests, the prior request and corresponding materials distributed by such Requesting Member that may demonstrate whether the current Request accurately states a Proper Purpose.

2. At such time as a Request stating a Proper Purpose is received, then within 10 business days of receiving the Request, the Club will release the List (or that portion of the List pursuant to Section C(5) above) to Harvest Communications for one time use by the Requesting Member. Harvest Communications is a full-service, reliable and competitively priced professional mailing house selected by the Club to oversee and provide all letter and mailshop services in connection with membership List Requests. The Requesting Member may use an alternative mailing house for one-time use as long as the Requesting Member obtains the Club's prior written consent to the use of the mailing house recommended by the Requesting Member,

which such consent shall not be unreasonably withheld, and the alternative mailing house executes a List-use and Confidentiality Agreement on a form provided by or satisfactory to the Club. 3. If the Club determines in good faith and with a substantial basis that the Request is not made for a Proper Purpose, then Club shall deny the Request. In such event, the Club will notify the Requesting Member within 10 days of receipt of such determination in writing that the Request is denied.

## **F. COST**

1. The Club will assess a "Pull-Fee" of \$12.00 to put together the List plus the cost for materials (i.e., data tapes/ discs, etc.) and shipping (i.e., Federal Express, etc.) to the mailing house. The Club will send the List to the mailing house but the mailing house will be directed to refrain from conducting the Requesting Member's mailing until the Club receives payment from the Requesting Member of the Pull-Fee and other related costs.
2. All other costs associated with the mailing, including printing and mailing house fees are the sole responsibility of the Requesting Member and are to be paid directly to the mailing house and/or other third party vendors. The Requesting Member will contract directly with the mailing house and all pricing and payment procedures for the mailing house will be determined by the mailing house.

## **G. GENERAL ESTIMATED TURNAROUND AND PRODUCTION TIMES FOR MAIL COMMUNICATIONS BY HARVEST COMMUNICATIONS**

Harvest Communications has provided the following information, for which it is solely responsible:

1. Postcard data and mailing services (based on an approx 500,000 piece mailing).
  - a. If the Requesting Member provides pre-printed stock, it will take approximately 5 working days to mail after receiving the data file.
  - b. If the Requesting Member does not provide pre-printed stock, i.e., Harvest Communications will need to print the postcard before lasering, it will take approximately 10 days to print and mail after receiving the data file.
2. Single insert and outer envelope data and mailing services (based on an approximate 500,000 piece mailing).
  - a. If the Requesting Member provides pre-printed insert(s) and outer(s), it will take approximately 7 days to mail after receiving the data file. (This includes inserting and lasering name/address info on outer envelope)
  - b. If the Requesting Member does not provide pre-printed insert(s) and outer(s), i.e., Harvest Communications will need to print the insert(s) and outer(s) before lasering, it will take approximately 12 working days to print, insert and mail after receiving the data file.
3. Note: This assumes that there are no extensive data segmentation requests to the full file and that furnished materials/stock meets stock specifications. For significantly smaller mailings, the timeline to print, laser



addresses and mail may be shorter. For example, a 100,000-piece mailing of pre-printed stock may take approximately 2 days.

## **Guidelines Regarding Chapter Endorsements of Candidates in Sierra Club Board Elections**

California law allows only the Board of Directors (“Board”) to authorize the expenditure of Club funds to support nominees in Club elections. The Board has voted to allow chapters to endorse candidates and authorized the expenditure of Club funds to publish these endorsements in certain Club publications. Below are guidelines to assist Club leaders in complying with this chapter endorsement rule. If you have any questions about this rule, please contact the Inspectors of Election *before* taking any action.

### 1. What is the rule on chapter endorsement of candidates in Club elections?

Chapters, but not groups or other Club entities, may vote to recommend one or more candidates in the election to the Board. Such a chapter recommendation must be adopted in a regular or special meeting by a two-thirds majority of the number of executive committee members of the chapter then in office. All candidates shall be given reasonable notice of any meeting at which such a recommendation is to be considered and provided an opportunity to make written materials relevant to their candidacy available at the meeting, at no cost to the chapter, for consideration by the executive committee. Chapters and groups may expend Club funds to communicate such a recommendation by the publication of the following statement in the newsletters and websites of the chapter and its own groups. “The [insert chapter name] recommends a vote for [insert names of supported candidates] in the upcoming election for the Sierra Club’s Board of Directors.”

### 2. Provision of materials for chapter consideration

A chapter may request two kinds of materials in advance of a chapter ExCom meeting: (a) the candidate’s draft statement for the election materials, whether or not it has yet been approved by the Ballot Statement Review Committee for the national Club election pamphlet and/or (b) the candidate’s answers to the questions posed for the Candidate Forum on the Club’s public pages for the election (see separate Guidelines for these questions). A candidate may submit whatever additional materials he or she may wish.

### 3. Who can endorse candidates?

Chapters, the Sierra Student Coalition, and the Board. The Sierra Student Coalition is considered a chapter for the purposes of this rule. The Board also retains its authority to endorse candidates in the election. Other Club entities may not endorse candidates. Except for groups publishing their chapter’s endorsement as provided by this rule, other Club entities may not expend resources to support or oppose candidates or publicize the endorsements of chapters.

### 4. When can candidates be endorsed?

At a regular or special meeting. Prior to such a meeting, all candidates must be given reasonable notice of the meeting and provided an opportunity to send the executive committee written materials relevant to their candidacy. This notice can be given by sending an email message at least seven days prior to the meeting to the following address: BOD-CANDIDATES@LISTS.SIERRACLUB.ORG. The notice shall contain: (1) the name of the chapter; (2) the date of the meeting at which the executive committee will consider endorsements; and (3) the manner by which a candidate should make available his or her written material for consideration by the executive committee. To assist the candidates in identifying such notices, please include in the Subject heading of the message the name of the chapter, “Board candidate endorsement meeting”, and the date the meeting will be held.

Club members seeking to qualify as candidates by petition do not officially become candidates until the requisite number of valid signatures nominating them are delivered to the Club, but all of these individuals are included on the candidates' e-mail list. So, keep in mind that there may be individuals on the candidates' e-mail list who you could consider endorsing at your meeting, but who subsequently fail to qualify as candidates on the ballot.

Chapters may not announce any endorsement meeting or request materials from candidates and petitioners before December 19.

#### 5. How many candidates can be endorsed?

As few as one, or as many as all candidates who have qualified as nominees.

#### 6. How many executive committee members must vote in favor of an endorsement?

At least two-thirds of the number of executive committee members then in office. Carefully consult your bylaws to verify who is an executive committee member before voting. If you have any questions about this subject, please contact the Inspectors of Election before your meeting. Vacant seats on the executive committee do not count toward the number of executive committee members then in office. Executive committee members must be present at the meeting to vote. This includes participation in the meeting through use of a conference telephone or similar communications equipment, so long as all members participating in the meeting can hear one another and that all parts of the deliberation can be heard by participating members.

The minutes of a meeting at which a vote on an endorsement occurs should reflect only a simple motion(s) stating the candidate(s) for whom the chapter recommends a vote in the upcoming election, and the vote of the executive committee members on each such motion. For the protection of the Club and the candidates, the minutes should not include the underlying discussion at the meeting.

#### 7. Where can an endorsement be published?

*Only* in the newsletter and website of the chapter and its own groups. Chapters and their respective groups should not publish the endorsements of other chapters in their newsletters and websites. It is very important that all Club publications strictly adhere to this limitation on which Club publications may publish endorsements.

At their discretion, candidates also may include such endorsements in their statements in the ballot pamphlet and other materials prepared at their expense or those of their supporters. The Ballot Statement Review Committee will require candidates to submit with their statements evidence that the chapter has made the endorsement in question.

#### 8. What can be published about an endorsement by a chapter and its groups?

Only the following statement: "The [insert chapter name] recommends a vote for [insert names of supported candidates] in the upcoming election for the Sierra Club's Board of Directors." It is acceptable to include this sentence along with a general message announcing the Club election or to publish it as a separate announcement. The statement should appear only once per newsletter issue or website. Customary fonts, shading, and borders for such announcements may be used. The font used shall be no larger than 14 point.

#### 9. Reporting of endorsement decisions

If and when a chapter executive committee has made the decision to endorse one or more candidates, this information must be forwarded to the Club's national office [[bod-candidates@lists.sierraclub.org](mailto:bod-candidates@lists.sierraclub.org)] within three days of that decision.

### **Guidelines for the Candidate Forum**

The following Guidelines are adopted for the Candidate Forum:

1. The Forum Coordinator will be appointed by the Volunteer Leadership Advisory Committee (VLAC) by November 1.
2. The Forum Questions Committee appointed under SR. 5.6.1 (e) will widely solicit suggested questions from Club volunteer leaders, including chapter chairs and Council delegates. From these suggestions, no more than 10 questions will be selected by the VLAC by the end of November for use on the on-line forum and to act as a basis for submission to chapters requesting materials of candidates for endorsement decisions.
3. Nominating Committee Candidates or petitioners, whether or not certified, should answer these questions in addition to preparing their candidate statements. These questionnaires should be completed by December 19.