

## MEMO: Voting structure

**Date:** 11/5/2025

**Principle Author(s):** Soleil, with input from Gov-ops

**Top line:** Formalize our decision-making by establishing clear voting thresholds, timelines, and conflict resolution processes.

**Subcommittees involved:** Everybody; Gov-ops (oversight)

**Votes needed:** Supermajority

**Questions that prompted this memo:** What voting thresholds should apply to different decisions? How do we balance discussion with timely action? When should decisions be delegated? How do we resolve disagreements?

Our informal decision-making works when we agree, but it's creating problems: waiting weeks for votes, confusion about who decides what, conflicts feeling personal, and bottled-up resentment. Without clear processes, we risk loss of participation, challenged

legitimacy, and complete stalemate. We need to fix this before a serious conflict forces the issue.

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## Recommended Voting Structure

### **SUPERMAJORITY (2/3 of members)**

For decisions affecting everyone's work and our structure:

- Editorial workflow changes
- Major structural/role changes
- Major vendor contracts (above \$1000 threshold?)
- MVP changes

**Timeline:** 1 week notice minimum. Members can vote early; voting closes at deadline.

### **SIMPLE MAJORITY (50%+1)**

For operational decisions with cooperative-wide impact:

- Design choices (use Slack polls)
- Vendor selection under major contract threshold
- Purchases of \$500-\$1000

**Timeline:** 48-72 hours notice depending on urgency.

### **DELEGATED DECISIONS**

Subcommittees can make autonomous decisions that only impact their area. Process: If it's within the committee's purview and won't impact someone else's workflow, go ahead and do it. Full coop doesn't vote.

Those with specific expertise (technical, design) make recommendations for their area. The group or relevant subcommittee makes final decisions.

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## Process Requirements

1. **Set firm deadlines**
2. **Provide everything upfront** – Decision type, voting threshold, timeline, context, choices, recommendation
3. **Allow early voting** – Vote as soon as you're ready
4. **Limit discussion time** – Set a discussion period, then vote
5. **Allow asynchronous voting** – Votes allowed up to 1 week after discussion, but earlier implementation is OK if we already have the minimum required for approval
6. **Address non-voting** – Consistent non-participation triggers a conversation about ownership vs. freelance status

### Key questions for any decision:

- Who is impacted?
- How much time do we need to think about this?

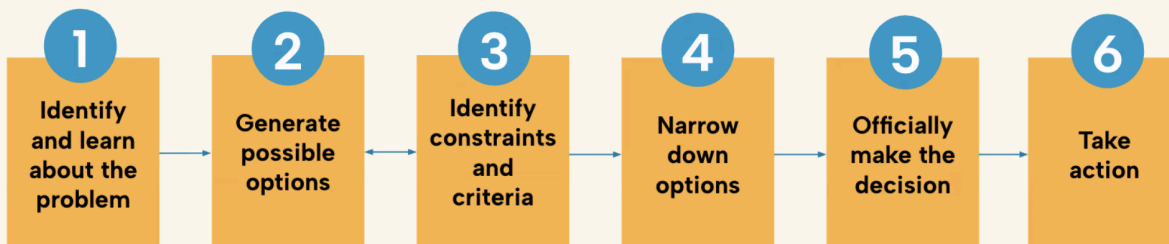
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## More info/research to consider:

- Process for members who consistently don't vote
  - As a group, are we OK with chasing down votes? Who will do that?
- Quarterly check-ins to evaluate if this is working

### TOOL: MAP AUTHORITY AND PARTICIPATION

**Mapping authority and participation helps us show who has decision making power in different stages of the process.**



## What Makes For Equity In Decision Making?

### TRANSPARENCY

Explicit processes and free flowing information.

### ACCESS

Intentional inclusion and removing barriers to participation.

### IMPACT

People who are most impacted are centered in decision making.

### CONSENT

We all agree to the process by which decisions are made.

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## Next steps recommended:

1. Review and discuss this framework
  - a. Vote on adopting this structure using 2/3 supermajority (if we can't agree on the process using the process, try a trial period that we define)
2. Update Operating Agreement (requires 66% per current OA)
3. Quarterly evaluation and adjustments