



## ARTICLES OF ASSOCIATION

### I. Name and Purpose

The name of this organization is The Exiles. All legal documents shall be maintained under this name.

The Exiles is a 501(c)3 non-profit corporation legally established in San Francisco, California in March 1997, on behalf of its future members and granted 501(c)3 non-profit status in September 2006. All assets accumulated or obligations incurred in the name of The Exiles, including its name, logo and official means of communication, are and remain wholly under its control.

The Exiles is an educational group for women who have a positive personal interest in BDSM between women. The group will provide educational events where women with all levels of experience will have a safe place to meet, explore and share information about safety, play techniques and resources, and connect with the leather community locally and nationally.

The official means of communication for The Exiles shall include:

by mail at P.O. Box 14338, San Francisco, CA 94114

by voice mail at 415-835-4739

by web at [www.theexiles.org](http://www.theexiles.org)

by e-mail at [info@theexiles.org](mailto:info@theexiles.org)

by newsletter, The Lunatic Fringe

Only members authorized to do so shall represent The Exiles, and shall use an official means to do so.

The Exiles shall hold a minimum of two regularly scheduled events each month, to include:

- an educational program on a topic of interest to its members, open to anyone over 18 whose gender self-identification is other than male, and, when held in a public place, publicized to maximize outreach;
- a business meeting, open to members only, at which all officers shall report and all members are encouraged to participate in the running of the organization. All members are urged to participate in discussions, and, after attending two of the previous four meetings, may make motions and vote.

The December business meeting may be canceled by majority vote at the October or November meeting.

### II. Membership

#### A. ELIGIBILITY

Membership in The Exiles is open to all women and those whose gender self-identification is other than male, who are over 18 years of age, and who have a personal and positive interest in BDSM with other women. We ask that you respect that this is a women's space. Legal verification of age will be required.

Members must agree to abide by these Articles and Policies.

Safety, confidentiality and consensuality are required from and offered to all members. All those wishing to join The Exiles must attend an Orientation at which these obligations will be explained. However, the group cannot guarantee that each member will behave responsibly; therefore membership in The Exiles does not constitute an endorsement by the organization of a person or their character.

## B. TYPES

There shall be two categories of membership, Members and Associates.

**Members:** Persons who meet the eligibility requirements, attend an Exiles-sponsored Orientation, sign the Waiver and Liability Release with their legal names and pay annual dues shall become Members. They shall have the right to vote for and become officers, receive The Lunatic Fringe, attend and participate in the business meetings of the group, receive a membership card and use it to attend Exiles functions at the member fee, participate in other groups through reciprocal agreements, and other rights and privileges that may be conferred by these Articles and Policies.

**Associates:** Persons who meet the eligibility requirements, sign the Waiver and Liability Release with their legal names, pay annual dues and live outside the San Francisco Bay area (outside of Alameda, Contra Costa, Marin, Napa, Sacramento, San Francisco, San Mateo, Santa Clara, Santa Cruz, Solano and Sonoma counties) may choose to become Associates. They shall have the right to receive The Lunatic Fringe as a way of maintaining contact with the leather community and be admitted to Exiles events at member rates. There is no requirement to attend an orientation, and Associates do not receive a membership card.

## C. DUES

The membership year shall run from July 1 through June 30 of the following year.

Dues shall be paid in June by renewing members and associates, and prorated on a monthly basis throughout the remainder of the year.

There are four types of dues:

1. Individual Membership
2. Household Membership - means two or more members residing at the same address.
3. Hardship Membership - means a member experiencing self-defined financial difficulty.
4. Associate - as defined in Section II(B) of the Articles.

Each member will receive their own membership card. Each type of membership is entitled to receive one paper newsletter. This means that members paying the Household rate are eligible to receive one paper newsletter for the Household. Alternative delivery of the newsletter, for example by e-mail, may be offered, A member shall not qualify for both Household and Hardship rates. An associate shall not receive a membership card, see above.

The fee schedule for dues shall be reviewed on a yearly basis at the May regularly scheduled business meeting. The fee schedule may be adjusted at that business meeting by a majority vote. However, in no event shall the fee schedule be increased by more than 20% in any given calendar year.

It is the member's responsibility to provide current address information. Changes may be sent to the post office box or by e-mail or left on the voice mail, in each case directed to the Membership Officer.

#### D. REVOKING MEMBERSHIP

Membership may be revoked for cause. Cause includes but is not limited to:

- Violation of confidentiality - revealing the identity, name, address or phone number of a member to a non-member; revealing confidential information about a member to anyone; using information provided to the organization by a member for other than official business.
- Disruptiveness - behavior which consistently impairs the orderly functioning of the organization or any Exiles event; behavior which interferes with the enjoyment of an event by others present;
- Unsafe behavior - behavior that presents a threat to the safety or well-being of others.
- Unauthorized representation or misrepresentation - No one shall speak for The Exiles or act as an official representative unless they hold the appropriate office or have been expressly authorized to do so.
- Theft or misappropriation of Exiles resources.
- Failure to abide by these Articles and Policies - unwillingness to adhere to the principles and procedures of this organization shall be grounds for removal from the organization.

Any member may present a possible cause of revocation in writing to the Steering Committee. At a special meeting called with fourteen days notice and attended only by the Steering Committee, the parties, and any witnesses either party may bring, both members will be heard. The Steering Committee will ask questions and discuss the facts presented. Witnesses will be heard and questioned. At the end of discussion, both parties involved shall leave. All Steering Committee members who have heard the discussion are eligible to vote, and two thirds of them must vote to revoke.

If a Steering Committee member is one of the parties involved, they will not vote, nor be present when the vote is taken.

If a person who is being considered for membership revocation refuses to participate in the special meeting or respond to the allegations being brought against them, then the Steering Committee shall vote based on the facts and testimony it has at its disposal.

A person whose membership has been revoked shall not be admitted as a guest to any Exiles function.

Paragraph D above may also result in immediate expulsion from any Exiles event; by any two elected or appointed officers who witness such behavior.

### III. Officers

The Exiles shall elect two coordinators for alternating two-year terms, so that each year one coordinator ends their term while the other continues for one more year. The term runs from April 1 through March 31. The Exiles shall elect three additional officers, Membership Officer, Treasurer, and Recorder, each for a one-year term running from April 1 through March 31, and shall have seven appointed officers, each for a one-year term running from May 1 through April 30. Together, all of these officers shall make up the Steering Committee.

#### A. QUALIFICATIONS

An Exiles member who has attended a minimum of 3 of the last 6 regular business meetings is eligible to be nominated for the positions of Coordinator, Membership Officer, or Treasurer. Anyone who has been an Exiles member for one year, or has qualified to become a voting member at business meetings, is eligible to be nominated for or to be appointed to any position other than Coordinator, Membership Officer or Treasurer.

#### B. DUTIES

An officer is required to attend at least 6 of the regularly scheduled business meetings during their term of office. Failing to attend 3 business meetings in a row is automatic grounds for removal from office, unless a written waiver is received from a majority of the voting members who attend that third business meeting.

An officer can vote by meeting the same attendance requirement as any member.

An officer may delegate responsibilities of their office, and is urged to convene a committee to share the workload and get more members involved. However, it is the officer's responsibility to meet the obligations of the office.

Each outgoing officer is responsible for briefing their successor and turning over all materials as soon as possible, preferably within 2 weeks of stepping down. An outgoing officer with no successor shall brief and turn over materials to a coordinator.

The **elected officers** and their job descriptions are as follows:

Coordinators (2):

- Manage the administration of the organization.
- Facilitate the business meetings, including preparing the agenda and obtaining reports from all officers required to submit them.
- Organize monthly programs, including scheduling and communicating with presenters. Provide Newsletter Editor and Outreach Officer with details on upcoming programs as soon as possible, to facilitate publicity and to provide notice if any male(s) will be presenting.
- May divide their duties between them as they wish.
- Are elected to a two-year term.

Membership Officer:

- Manages the official means of communication (excepting The Lunatic Fringe) to facilitate outreach to and follow-up with members and potential members. This includes maintaining any email lists run by the club for members.
- Maintains records of attendance at orientations in order to validate membership eligibility.
- Maintains identity information provided to The Exiles by members and prospective members and is responsible for its confidentiality. Provides such information to other officers as required for the performance of their duties.
- Provides membership cards and renewal notices.
- Reports at each business meeting the current status of the membership.

Treasurer:

- Collects, disburses, and accounts for all funds belonging to, owed to, or owed by The Exiles.
- Maintains and reconciles The Exiles' bank accounts
- Ensures that the accounts shall have several members authorized to sign
- Ensures that even if not supported by the bank, checks for non-routine expenses are signed by two signers.
- Processes all financial transactions (expenses and deposits, statement reconciliations) within one month of receipt, or by the due date, whichever is sooner.
- Reimburses authorized expenditures incurred by members on The Exiles' behalf, only upon presentation of receipts for same.
- Completes all licensing, tax and other legal requirements in a timely manner.
- Insures that funds are kept available to pay foreseeable upcoming expenses, such as room rent for programs, newsletter printing and mailing, voice mail service, etc.
- Provides a financial report at each business meeting, including the total balance in all accounts and any other details about the finances of The Exiles requested and/or needed to facilitate financial decision-making at the meeting.
- Provides financial information about The Exiles to the membership when requested.
- Leads the budget committee, which is responsible for proposing and having accepted a budget for each fiscal year. This should be completed by end of the previous fiscal year.
- Prepares a year-end report, presented at the first business meeting of the following fiscal year and printed in the next Lunatic Fringe published after that meeting.

Recorder:

- Takes minutes of business meetings, which will include date and time, reports presented, motions made and their disposition, and attendance. These minutes are to be presented at the following business meeting, where corrections may be offered, and, with written reports from officers attached, kept on file permanently by the Recorder.
- Prepares a summary of the minutes to be printed in the following month's Lunatic Fringe.
- Maintains an inventory of all property purchased by or donated to The Exiles. All members who have use or custody of such property are to keep the Recorder informed.
- Keeps records of The Exiles activities, including a master file of business meeting minutes and officers' reports, newsletters, flyers and other publications, and all other written artifacts of the group that do not contain confidential information.

The **appointed officers** and their job descriptions are as follows:

Newsletter Editor:

- Prepares a monthly edition of The Lunatic Fringe and mails it to all members on or before the first day of each month.
- Compiles a calendar listing upcoming Exiles events.
- Collects material for the newsletter: from officers in the form of articles, reports, program announcements and minutes; from members in the form of articles, or letters to The Exiles or to The Lunatic Fringe; a report on the previous month's program; calendar listings, news and announcements of interest excerpted from mail sent to The Exiles; classified, personal and display ads; short fiction or poetry submitted by members shall be printed as space allows.

Outreach Officer

- Arranges visibility activities such as press releases and calendar listings for Exiles events, information booths at appropriate public events and newsletter exchange with similar groups
- Assists the Orientation Officer by handling notice of scheduled orientations.

Orientation Officer:

- Conducts the Orientation required before anyone may become a member.
- Manages materials and handouts supplied to orientation attendees and new members.

Doorkeeper:

- Opens the space before programs begin.
- Checks the membership card of each member and collects the member door fee.
- Verifies the age, obtains the legal signature on the Waiver and Liability Release, and collects the door fee from each non-member.
- Completes both copies of the Door Report, turning one in to the Recorder before the next business meeting and giving the other, along with the money collected, to the treasurer or their designee.

Sergeant-at-Arms:

- Provides security at the door for Exiles functions.
- Closes admission when the presenter begins the program and again after any intermission.

Web Site Manager

- Maintains and manages the official Exiles website.
- Updates content in a timely manner.

Volunteer Coordinator

- Recruits interested volunteers.
- Maintains database of volunteers and helps to fill needed positions as determined by the business group.
- Assists co-coordinators in planning the annual Volunteer Appreciation Party.

C. Election of Officers

Nominations for Coordinator, Membership Officer, Treasurer and Recorder shall be made at the beginning of the February program and printed in the March newsletter. Additional nominations may be made at the beginning of the March program. Also at that time, candidates for any contested office may speak, for no longer than two minutes. Immediately following, all candidates running unopposed shall be declared elected by acclamation; any contested races will be decided by written ballot of all members present.

A simple majority of votes cast determines the winner.

Absentee ballots are to be mailed to the membership with the March newsletter. In order to be counted in the election, the ballot must be returned by mail by 5:00pm two days prior to the March program meeting or brought to the program meeting. Any member who attends the meeting may bring their absentee ballot OR vote in person but not both.

D. Appointment of Officers

The positions of Newsletter Editor, Outreach Officer, Orientation Officer, Doorkeeper, Sergeant-at-Arms, Volunteer Coordinator and Web Site Manager shall be filled by appointment made by the elected officers and voting members at the April business meeting. An appointment requires a majority vote of all elected officers and voting members present. Such vote shall be by written ballot.

#### **E. Vacancies**

A vacancy in any office, caused by any reason, shall be filled by appointment, at the next business meeting, of any member who meets the qualifications for election or appointment. An appointment requires a majority vote of all elected officers and voting members present. Such vote shall be by written ballot.

#### **F. Removal From Office**

An officer may be removed from office for the same causes and with the same procedure as a membership may be revoked. See Article II Section D. If a member is removed from office for any of these reasons, their membership is also revoked.

If, after failing to perform their required duties, an officer chooses not to resign, they may be removed from office by a two-thirds vote of the remaining Steering Committee members. Note that removal from office in this manner does not affect the membership status of the officer.

### **IV. Reciprocity and Affiliation**

A. The Exiles may enter into agreements with other organizations through which we recognize each other's members and treat them as our own at our functions. These other organizations must require a safety workshop and issue membership cards.

Anyone over 18 who meets the membership requirements for the Exiles and who is a member of a reciprocal group may attend Exiles events other than business meetings at the member rate. They shall sign the Waiver and Liability Release.

B. The Exiles, as participants in the world-wide S/M community, shall be an affiliate member of the National Leather Association: International.

### **V. Participation**

Members are welcomed and encouraged to participate in business meetings, committees, and all aspects of operating the organization.

### **VI. Emblems**

The name and logo of The Exiles are registered property of the association. They may not be used without written permission from the Exiles.

### **VII. Dissolution**

A. The Exiles shall cease doing business upon completion of the following:

- Two thirds of the sitting Steering Committee shall vote to bring the question to the membership.
- Notice shall be printed in the next issue of The Lunatic Fringe that the question will be voted on at the next upcoming program.
- A majority of members in attendance at that program must vote in favor of dissolution.

B. After all outstanding bills have been paid and all costs involved in meeting the legal requirements of closure have been met, any remaining funds will be equally distributed to current members.

### **VIII. Amending These Articles**

Any member may submit in writing at a business meeting, an amendment to these Articles of Association. If, after discussion, a majority of voting-eligible members who vote agree, it shall be printed in the next issue of The Lunatic Fringe, along with notice that the amendment will be discussed and voted on at that month's program. The amendment will be adopted if it receives yes votes from two thirds of the members attending the program.

## Policies

1. Dues are as follows:

	<u>yearly</u>	<u>prorated monthly</u>
Basic	\$36	\$3.00
Household	\$42	\$3.50
Hardship (self-defined)	\$15	\$1.25
Associate	\$18	\$1.50

2. No cameras or recording devices of any kind shall be permitted at any Exiles function without prior written permission from the Business group, except those held in a place where access is not under the group's control and open to the public. An exception may be made to allow the audio tape recording of business meetings for ease of transcription. A vote to approve such may be taken on the motion of the Recorder.

3. The Treasurer is authorized to pay expenses approved at business meetings. If time-sensitive financial decisions arise outside of the normal business-meeting schedule, the requestor will contact the co-coordinators. The co-coordinators will poll the elected officers, with specific input from the treasurer, and the majority vote will determine the outcome.

4. The Treasurer will put together a yearly budget based on past income and expenditures and projected future income/expense. This budget will be presented to the business group prior to the end of each fiscal year, and voted upon for approval at or before the final business meeting of the fiscal year. If adjustments are requested or required, they must be brought before the business group and approved by a majority vote. Adjustments include request for payment of amounts above the budgeted sum for an individual category.

5. Door fee for programs shall be \$10.00. Members shall pay \$4.00 upon presentation of their membership card. Free admittance will be extended to the evening's presenter(s) and one guest(s).

6. All prospective members will be provided with current copies of the Articles and Policies at orientation. Since all changes will be announced in The Lunatic Fringe, it is the responsibility of each member to be aware of and observe them. Changes made during a year will be referenced in a note sent to all members with their renewal notices and posted online, with hardcopies made available upon request.

7. The Lunatic Fringe is the official newsletter of The Exiles. Except for bylined articles, fiction, signed letters, calendar items, attributed items and ads, all information is presented as policy. No last names (unless program presenters include their own in the program description they supply), home addresses or personal telephone numbers shall be printed.

Members and associates may run free personal ads no larger than 2 x 3, not more than one per month. Display/classified ads are accepted, and costs per issue are as follows:

- \$10 for business card size, which is 2x3
- \$20 for 4x3
- \$30 for 1/4 page, which is about 3 1/8 x 5.
- \$40 for 4x6
- \$60 for 1/2 page, which is about 7 1/4 x 5

8. Proposals for any Exiles business, including sponsorship, donations, events, reciprocal affiliations proposals, or any other business must be presented in writing to the Business group using the approved proposal form, and will be discussed at the next business meeting.

9. Sign language interpreters for the deaf and hard-of-hearing are provided at programs.

10. Volunteer Compensation: Officers, program volunteers, and those who take on specific tasks at the business meetings will be compensated in the following manner:

- Elected Officers will receive free membership, free entry into programs, and paid registration for one leather conference that includes educational content per term (up to \$100; this benefit may only be used towards conference registration fees).
- Appointed officers will receive free membership, free entry into programs, and a free t-shirt, tank top or pin (one time only).

- General volunteers will receive a pass for one free program entry each time they do work for the Exiles (subject to Volunteer Coordinator's discretion).
- Anyone providing interpretation services will be given free membership in the organization, and free water at programs.
- Presenters may choose one of the following:
  - A one-time, quarter-page ad space in The Lunatic Fringe
  - An Exiles t-shirt and pin
  - A subscription to The Lunatic Fringe for the remainder of the membership period (all memberships expire in June).

11. Policies may be changed over two business meetings: an eligible member moves to change and an eligible member seconds it; the proposed change appears in the minutes printed in The Lunatic Fringe. At the following meeting it is discussed, and shall pass if a majority of eligible voters vote yes.

12. Officers must provide a written or verbal report to one of the coordinators if they will not be able to attend a business meeting.

13. If a check submitted by a member for payment of dues is returned by the bank, that member will be in good standing only if they pay the amount due as well as any fees charged The Exiles by the bank with regard to the returned check.

14. Renewal forms and return envelopes will be mailed out to all members with the June issue of The Lunatic Fringe. Renewal notices will be included in the July and August issues of the Lunatic Fringe. Additional renewal forms will be mailed out to all lapsed members with the August newsletter. A member who does not renew their membership by June 30 is granted a "grace period" during which they may continue to receive the July and August issues of The Lunatic Fringe. If they attend the July program they may still get in at the member rate, but they must renew by the August program in order to get in at the member rate.

15. The Steering Committee will meet at least once a year, in September. Additional meetings may be called by the coordinators as needed.