



BYLAWS

I. NAME AND PURPOSE

A. Name:

The name of this organization is the Exiles.

B. Non-Profit Status:

The Exiles is a 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.

C. Assets:

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.

D. Purpose:

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

E. Values:

The Exiles strive to be an anti-racist organization, by continuously working to dismantle identity-based oppressions and white supremacy. The Exiles stand against racism, misogynoir, misogyny, ableism, transphobia, genderphobia, ageism, sexism, body shaming, kink shaming, and any other forms of (non-consensual) violence and oppression. We hold ourselves, each other, and the organization responsible, as we teach, listen, and are accountable

for this ongoing commitment.

F. Contact Information:

The Exiles may be contacted at info@theexiles.org and through the website at www.theexiles.org. The Exiles will communicate to its membership through The Lunatic Fringe, emails, and social media.

G. Official Communication:

Only members authorized to communicate on behalf of the Exiles shall do so.

H. Monthly Programming:

The Exiles shall generally hold at least two regularly scheduled events each month, to include:

1. an educational program on BDSM, kink, leather and fetish-related topics;
2. a business meeting, open to individuals eligible to be members at which all directors shall report.

II. MEMBERSHIP

A. Eligibility:

The Exiles is a woman- and queer-centered educational organization for all individuals who self-identify as other than cisgender man. Individuals must be over the age of 18 years old and have a positive interest in BDSM. Legal verification of age is required.

B. Rights and Responsibilities of Members:

Members will abide by, and receive benefits pursuant to, the Exiles' Bylaws and Policies and Procedures.

C. Revoking Membership

The Exiles values safety, consensuality, and confidentiality. Membership may be revoked pursuant to the causes and process set forth in the Policies and Procedures. Penalties may include a warning, probation, or revocation of membership. A member with a complaint that may warrant disciplinary action may bring the

matter in writing to the Steward or any other Director.

III. BUSINESS GROUP

A. Participation:

Members are encouraged to participate in the running of the organization and are urged to participate in discussions.

B. Voting Eligibility:

Members may vote and make motions after attending two business meetings, provided those business meetings fall within the past six months.

C. Business Group:

All members eligible to vote at business meetings shall be referred to as the "Business Group".

D. Quorum:

A minimum of 5 voting members is required for any vote in the Business Group (at a meeting or online) to designate the vote as valid. 5 voting members constitute a quorum.

IV. DIRECTORS

A. Co-Coordination:

The Exiles membership shall elect two Directors to serve as Co-Coordination. They shall serve for two-year alternating 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.

B. Treasurer and Membership Director:

The Exiles membership shall elect two additional Directors: Membership Director and Treasurer, each for a one-year term running from April 1 through March 31.

C. Elected Directors:

The two Co-Coordinators, Membership Director, and Treasurer are collectively referred to as the "Elected Directors".

D. Appointed Directors:

The Elected Directors shall appoint additional Directors (the "Appointed Directors"), each for a one-year term running from May 1 through April 30, such as:

- Recorder
- Newsletter Editor
- Outreach/PR Director
- Orientation Director
- Doorkeeper
- Steward
- Accessibility Director
- Web Site Manager
- Volunteer Director

E. Confirmation by Business Group:

The Business Group must confirm the appointments by a majority vote at the April business meeting.

F. Steering Committee:

Together the Elected Directors and Appointed Directors shall make up the "Steering Committee".

G. Director Term Limits:

No Director shall serve more than a total of four consecutive years (or five, if having served as Co-Coordinator) as a Director. After not serving as a Director for at least twelve months, a member shall be eligible to run in the next election cycle or to be appointed a Director again. In the event that there are no eligible volunteers to run as a Director, this limitation may be waived by the super-majority of the Steering Committee in order to ensure the on-going sustainability of the organization.

H. Required Qualifications for Directors:

1. Elected Directors:

An Exiles member who has been a member for at least a year, and who has attended a minimum of 3 of the last 6 regular business meetings is eligible to be nominated for the position of Coordinator, Membership Director, or Treasurer.

2. Appointed Directors:

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 Director, or Treasurer.

I. Duties of Directors:

1. Attendance at Business Meetings

A Director is required to attend at least eight (8) of the regularly scheduled business meetings each calendar year. If a Director misses two (2) consecutive business meetings, without communicating with the Steering Committee, they may be removed from office.

2. Eligibility to Vote at Business Meetings

All Directors are eligible to vote during their term of office, regardless of attendance.

3. Delegation of Duties

A Director may delegate responsibilities of their office (excluding voting privileges), and is urged to mentor an assistant or convene a committee to share the workload and get more members involved. However, it is the Director's responsibility to meet the obligations of the office.

4. Steering Committee Code of Conduct

All Directors shall adhere to the Steering Committee Code of Conduct as specified in the Policies and Procedures.

5. Ensuring Continuity

At the end of their term, each outgoing Director is responsible for ensuring the continuity of leadership, by transitioning

leadership pursuant to the Policies & Procedures.

J. Election & Appointment of Directors:

1. Nominations

Nominations for the Elected Directors shall be made in February and published in the Lunatic Fringe in March.

2. Online Voting

Online voting for Elected Directors will be announced in the Lunatic Fringe. Voting will take place in the month of March. Voting will be open for at least one week and will conclude at least three days prior to the April business meeting.

3. Publication of Results

Voting results will be published in the next issue of the Lunatic Fringe.

4. Appointed Directors

The Appointed Director positions shall be filled at the April business meeting. An appointment requires nomination by the Elected Directors and confirmation by the Business Group. The vote shall be held by secret ballot.

K. Vacancies:

1. Filling Vacancies

A vacancy in any office, caused by any reason, shall be filled by appointment of any member who meets the qualifications for election or appointment. Vacancies are filled in the same manner as appointment of Directors.

2. Vacant Positions

If, after an election, a position is vacant, the Steering Committee shall hold the position open and conduct outreach to the membership to fill the position. In this instance, the current Director may continue in that position in an "acting" capacity until the appointment of a successor Director at a business

meeting or the annual election.

L. Removal From Office:

1. Conduct Violations

A Director may be removed from office for violations of the Exiles Code of Conduct or the Steering Committee Code of Conduct (as defined in the Policies and Procedures). If a Director is removed from office for any of these reasons, their membership may also be revoked.

2. Failure to Perform Duties

If a Director fails to perform their required duties they may be removed from office by a vote of the Steering Committee. A quorum of two thirds of the remaining Steering Committee (not including individuals with a conflict of interest) must be present for a valid vote to occur, and the majority of them must vote to remove the Director. Removal in this manner does not affect the membership status of the Director.

M. Conflicts of Interest Policy:

Any Director who has a conflict of interest will recuse themselves pursuant to the Conflict of Interest Policy contained in the Policies and Procedures.

V. RECIPROCITY AND AFFILIATION

A. Reciprocity:

The Exiles may enter into reciprocity agreements with other organizations through which we recognize each other's members for admission to educational programs and events. These other organizations must require an orientation and issue membership cards.

B. Affiliation:

The Exiles, as participants in the world-wide BDSM community, shall be an affiliate member of such national and international organizations as the Business Group deems appropriate.

VI. EMBLEMS

The name and logo of The Exiles are property of the organization. The name and logo of the Exiles may not be used for advertising or commercial purposes unless officially sanctioned by the Business Group.

VII. DISSOLUTION

A. Procedure for Dissolution:

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

1. Quorum of two-thirds of the Steering Committee must be present for a valid vote to occur, and two thirds of them must vote to bring the question to the membership.
2. Notice shall be printed in the next issue of the newsletter that the question will be voted on at an upcoming meeting of the Business Group to solicit new leadership.
3. After attempting to secure leadership succession, if not eligible member(s) step(s) forward, a majority of the Steering Committee must vote in favor of dissolution.

B. Dissolution of Assets:

After all outstanding expenses, including dissolution costs, have been paid, any remaining funds shall be distributed for any exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

VIII. AMENDING BYLAWS

A. Procedure for Amending Bylaws:

1. Any member may submit an amendment to the Bylaws at a business meeting, in writing.
2. If after discussion at the business meeting, a majority of voting-eligible members in attendance agree, a Co-Coordinator will notify the general membership of the proposed amendment by email or through the newsletter. This notification will include the language of the amendment and the time and location for a

“special” meeting where the general membership can discuss the proposed changes. A special meeting is a meeting not held during a regularly scheduled business meeting or program.

3. The general membership will vote after the special meeting. The amendment will be adopted if it is approved by the majority of the voting general membership.

B. Failed Amendments:

If an amendment fails and results in the organization falling out of legal compliance, the amendment will be brought back to the business meeting for review. Otherwise, amendments may not be proposed again for six months.