



BYLAWS

I. Name and Purpose

- A. The name of this organization is The Exiles Woman-to-Woman ("the Exiles") All legal documents shall be maintained under this name.
- B. 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.
- C. The Exiles is an educational group for individuals eligible for membership who have a positive personal interest in BDSM. The group will provide educational events where those people 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.
- D. The Exiles strives to be an anti-racist organization, by continuously working to dismantle identity-based oppressions and white supremacy. The Exiles stands 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 to this ongoing commitment
- E. The official means of communication for The Exiles shall include:
 - 1. by mail at a PO Box owned by the Exiles.
 - 2. by voice mail at a phone number owned by the Exiles.
 - 3. by web at www.theexiles.org
 - 4. by email at info@theexiles.org
 - 5. by newsletter, The Lunatic Fringe
 - 6. by appropriate social media identified as representing the Exiles
- F. Only members authorized to communicate on behalf of the Exiles shall do so.
- G. 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 officers shall report. Members are encouraged to participate in the running of the organization and are urged to participate in discussions. Members may vote and make motions after attending two business meetings, provided those business meetings fall within the past six months.
- H. Any 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. We ask that you respect that this is a women's space. Legal verification of age will be required.

B. **BECOMING A MEMBER:** To become a member, one must:

1. Meet the gender eligibility demographic
2. Attend an Orientation at which member obligations will be explained. An applicant may provide proof of membership in a reciprocal organization in lieu of attending the Exiles Orientation.
3. Sign the Waiver and Liability Release with their legal name
4. Pay dues
5. Provide a current email address

C. RIGHTS AND RESPONSIBILITIES

1. Safety, confidentiality and consensuality are required from and offered to all members. 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.
2. Members must agree to abide by these Bylaws and Policies and Procedures..
3. Members shall have the right to vote for and become Directors, receive the newsletter, 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, and participate in other groups through reciprocal agreements.
4. Members will abide by all other rights and privileges that may be conferred by these Bylaws.

D. DUES

1. Dues shall be paid yearly to maintain membership in good standing.
2. There are two categories of dues:
 - a) Basic Membership

- b) Economic Equity Membership (Have more? Pay more. Have less? Pay less.)
- 3. 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.
- 4. Each member will receive their own membership card. Each member is entitled to receive the newsletter electronically. Alternative delivery of the newsletter, for example by paper mail, may be offered. Each type of membership is entitled to receive one paper newsletter.
- 5. Since official communication to the members is done via email, members will provide a current email address. Changes should be sent to the Membership Director by email or by mail.

E. DENYING OR REVOKING MEMBERSHIP

- 1. The Exiles values safety, consensuality, and confidentiality. For willful and egregious violation of these Bylaws, and the rules of safety, consensuality, or confidentiality, revocation of membership is mandatory. For other forms of misconduct (such as misappropriation of the Exiles' resources), penalties may include warning, probation, or revocation of membership.
- 2. A member with a complaint against another member that may warrant disciplinary action shall bring the matter in writing to any Director. Any Director who receives such a communication shall notify the Steering Committee promptly and comply with the Policies and Procedures Manual.

III. Directors

The Exiles Steering Committee is comprised of Elected Directors and Appointed Directors as outlined below.

- A. The Exiles membership shall elect two Directors to serve as Co-Coordiators. 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. 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. The two Co-Coordiators, Membership Director, and Treasurer are collectively referred to as the "Elected Directors".
- D. The Elected Directors shall appoint additional Directors (the "Appointed Directors"), each for a one-year term running from May 1 through April 30:
 - 1. Recorder: Manages minutes and communications, except the newsletter
 - 2. Newsletter Editor: Prepares and distributes The Lunatic Fringe
 - 3. Outreach/PR Director: Manages publicity and outreach.
 - 4. Orientation Director: Responsible for Orientation

5. Doorkeeper: Manages the door at programs
6. Steward: Provides security at the door for Exiles functions.
7. Web Site Manager: Maintains and manages the official Exiles website.
8. Volunteer Coordinator: Recruits and manages volunteers

E. Together the Elected Directors and Appointed Directors shall make up the “Steering Committee”.

F. 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.

G. QUALIFICATIONS:

1. 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. 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.

H. DUTIES

1. 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. All Directors are eligible to vote during their term of office, regardless of attendance.
3. 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. Each outgoing Director is responsible for briefing their successor and turning over all materials as soon as possible, preferably within two weeks (2) of stepping down. An outgoing Director with no successor shall brief and turn over materials to a coordinator.
5. All Directors are required to submit a report from their area of responsibility for every business meeting, either in writing as a part of the agenda or in person. This report is required even if the Director is not attending the meeting.

I. Election of Directors

1. Nominations for the Elected Directors shall be made at the beginning of the February program and published in the March newsletter. If an office is contested, the candidates have the option of including a statement, limited to 300 words, in the March newsletter.
2. Voting process and ballots, including all forms of voting (online, hardcopy, any other form), shall be published to the membership no later than March 5. This can be done along with publication of the March newsletter, or separately.
3. In order to be counted in the election, mailed ballots must be received by 5:00pm Pacific Time two days prior to the March program meeting. If the March program meeting is in-person, paper Paper ballots may be brought to that meeting, or completed by paper ballot at the meeting. Online voting will be announced at the beginning of the meeting, and will close by the end of the meeting. Results will be announced to the membership as soon as they are available.
4. Ballots shall contain a place for write-in candidates for any position for which there is already at least one nominee. If there are no nominees for a position, that position remains empty until filled by the Business Group, as described below. A simple majority of votes cast determines the winner. If there are any pending Bylaws amendments, these shall be included in the same ballot as the Director elections. Results of Bylaws amendments are determined as described below
5. **Appointment of Directors:** The Appointed Director positions shall be filled at the April business meeting. An appointment requires a majority vote of voting members present. Such vote shall be by secret ballot.

J. Vacancies:

1. 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. 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.

K. Removal From Office

1. A Director may be removed from office for the same causes and with the same procedure as a membership may be revoked (as defined in the Policies and Procedures). If a Director is removed from office for any of these reasons, their membership is also revoked.

2. 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. Note that removal from office in this manner does not affect the membership status of the Director.
3. Any member of the Steering Committee who has a conflict of interest will recuse themselves and will not vote or participate in the discussions. A conflict of interest includes, but is not limited to, someone who has a current or past significant personal or financial relationship with one of the parties. If a Director believes another member of the Steering Committee has a conflict of interest, that Director may be recused by a majority vote of the remaining members of the Steering Committee.

IV. Reciprocity and Affiliation

A. Reciprocity:

1. The Exiles may enter into reciprocity 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.
2. **Benefits of Reciprocity:** Anyone who meets the membership requirements for the Exiles and who is a member of a reciprocal group may attend Exiles events (other than meetings which are restricted to members) at the member rate. They shall sign the Waiver and Liability Release.

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.

V. 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.

VI. Dissolution:

- A. Deciding 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 the next upcoming program.

3. A majority of members in attendance at that program 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.

VII. Amending These Bylaws

- A. Any member may submit an amendment to the Bylaws at a business meeting, in writing.
- B. 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 the regularly scheduled business meeting or program.
- C. 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.
- D. If an amendment to the Bylaws fails, it may not be proposed again for at least one year.