



Bylaws

Purpose

Bad Girls is a social club for women and gender expansive individuals who find home in Leatherdyke-centered spaces. Bad Girls offers Leather and BDSM social and educational programming.

Membership

Eligibility

Bad Girls club membership is open to all women and gender expansive individuals who find home in Leatherdyke-centered spaces, are 21+ and have a sincere interest in Leather culture and/or BDSM. Legal verification of age is required.

Rights and Responsibilities of Members

Members will abide by, and receive benefits pursuant to, the Bad Girls' Bylaws and Standard Operating Procedures.

Revoking Membership

The Board reserves the right to reject an application, or revoke membership, pursuant to the causes and processes set forth in the Standard Operating Procedures. A member being considered for expulsion must be notified of a closed meeting where that decision will be made and has the right to defend themselves.



Board of Directors

Bad Girls is run by a Board whose purpose is to direct and carry out the activities of the club according to the official documents of the club. The Board collects input and feedback from the membership, at Board discretion, as needed to make decisions that serve and represent the interests of the group. Board members must uphold the traditions, policies, and principles that the club represents.

Conflict of Interest

Any member of the Board who has a potential conflict of interest, whether financial, personal, or otherwise, with any matter pending before the Board, such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to abstain from discussion and voting on said item.

Board Structure and Function

The Board consists of up to seven directors. Chair, Treasurer, and Secretary are Board officers required to operate as a not-for-profit organization. These positions and names are displayed on all public records.

All Board members are responsible for the following:

- Attending Board meetings, or contacting the Chair in the event of absence
- Responding to Board-related communication, e-mail, text messages, and phone calls in a timely manner
- Assisting with Bad Girls events
- Maintaining positive community relations
- Consulting the Board on all actions representing the Board
- Completing assigned tasks or contacting the Chair if unable to do so

The Board meets once a month (at least eleven times annually). Members receive monthly reminders prior to Board meetings and a copy of meeting minutes after Board meetings.

Board meeting quorum (the number of Board members present at a meeting in order to conduct business) will equal one half the current Board membership, plus one ($1/2 + 1$).



All members are invited to attend Board meetings. If a member has an idea or a concern, wants to change policy, or present a special program, they may bring an agenda item to the Board meeting by notifying the Chair prior to the meeting.

Elections

To seek election for Board office and to vote in elections, members must have passed the pledge and probationary periods and must be full members. Once elected, Board members begin service immediately following the Annual Meeting, overlapping with outgoing Board members for one month.

A call for candidates goes out to the members in December and elections are held at our Annual Meeting.

The Chair or Vice Chair (whichever one is remaining in office during the upcoming year) administers the election, calls for candidates, distributes ballots, and tabulates election results.

A Board member is successfully elected by a majority vote of members. In case of a tie, the rest of the newly elected Board decides the election.

Term Length

Chair: A two-year term whose election term is offset with the Vice Chair, may only be held by one person for two consecutive terms.

Vice Chair: A two-year term whose election term is offset with the Chair, may only be held by one person for two consecutive terms.

Secretary: A two-year term whose election term is offset with the Treasurer, may only be held by one person for two consecutive terms.

Treasurer: A two-year term whose election term is offset with the Secretary, may only be held by one person for two consecutive terms.

All other Board positions serve one-year terms, may only be held by one person for three consecutive terms.



In the event that there are no willing and/or qualified candidates for a position:

- The newly elected Board members may voluntarily take on different roles so that crucial positions such as Chair, Secretary, and Treasurer are covered.
- The Board may opt to appoint a Club Member into a Board position or may opt to extend the length of a Board member's term beyond the term limit.
- The Board may seek the assistance of any members with specialized skills to complete certain duties.

Removal of Board Members

Any Board member failing to fulfill their responsibilities as assigned by the Board or whose conduct seriously damages the club/goes against club principles, shall be subject to removal or reprimand by a majority vote of the remaining Board members.

A complaint about a Board Member can be made to the other Board members, by any member in good standing, at any time. If not documented by email, Board member should make the complaint official by emailing it to the rest of the Board. Upon receiving a complaint, the remaining Board members, with the accused Board member absent, will meet in Executive Session to review the complaint. At the following month's Board meeting, the complainant and the Board member who is under review will have the opportunity to present their arguments before the Board takes any action. A decision about the Board Member's status will not be made until the above has taken place.

If a Board member is removed from their Board position, they may remain a Bad Girls member unless the Board decides that the problems were egregious enough to merit expulsion from the club. (See Bad Girls Code of Conduct.) After removal from the Board, the member cannot run for any Board position for at least the next three years.

In the case of death, removal, or resignation of a Board member, a replacement shall be appointed to complete the current term by a majority vote of the Board members.

Meeting Management

The Board meets once a month (at least eleven times annually). Meetings are organized and facilitated by the Board Chair. Meeting minutes are distributed to the membership by the Secretary within one week of Board approval.



Board meetings are open so that Club Members can attend. When the Board needs to discuss sensitive matters, they will hold a closed Executive session. Notice of such meetings, describing the date, time, place, and purpose of the meeting shall be delivered to each Board member. Any Board member may request an Executive Session; however, such sessions must be called by the Chair or Vice Chair. Executive Sessions are closed to membership and outcomes will be documented but detailed minutes will not be recorded.

The Annual Membership Meeting is organized by the Board and includes Board elections and annual charity selection. This meeting is only open to current club members and is typically held in the winter.

Voting Process

Board meeting quorum (the number of Board members present at a meeting in order to conduct business) will equal one half the current Board membership, plus one ($1/2 + 1$).

Where logistics and time pressure permit, the Board makes decisions in person and by majority vote. The Chair does not vote unless there is a tie, in which case the Chair is the tiebreaker.

Amending the Bylaws

Any Club Member may submit an amendment to the Bylaws to the Board in writing.

If two thirds of the Board agree with the amendment, the Board will inform, in writing, Club Members and they will be invited to vote.

The amendment will be adopted if it is approved by the majority of the voting-eligible Club Members.

Fiscal Year

The Bad Girls Fiscal Year is March 1 through the last day in February.



Dissolution of the Club

Bad Girls shall cease operating if:

- Two thirds of the Board votes to bring the question to Club Members.
- Question shall be posted via all membership communication methods and all Club Members will be invited to vote at an upcoming meeting to solicit new leadership.
- After attempting to secure leadership succession, if no eligible Member(s) step(s) forward, a majority of the Board must vote in favor of dissolution.

Any net proceeds remaining after the cost of dissolution shall go to an organization voted on by the remaining members.