

The Group With No Name (aka "GWNN")

GWNN POLICIES AND PROCEDURES

I. Rules governing these Policies and Procedures

The GWNN Policies and Procedures may be modified at any time by a simple majority of voting officers. Any officer that does not vote either yes or no to the given policy, procedure, resolution or motion is not counted as voting. These Policies and Procedures may also be modified by direct membership referendum.

These Policies and Procedures can not supersede or conflict with the GWNN By-laws.

These Policies and Procedures are binding on all GWNN officers and members.

II. Membership and Membership Authentication

A. Membership in GWNN

GWNN is a membership organization, conveying certain benefits to individuals meeting the criteria as members.

Membership in GWNN is open to all living, human individuals, 18 years of age or older, mentally competent as an adult, interested in a BDSM/leather lifestyle (including bondage, domination, submission, sadism, masochism, body art and other erotic or related topics), and of positive attitude regarding such lifestyles.

Individuals gain membership in GWNN by meeting the above criteria and voluntarily attending a GWNN munch. No application or other action or process is required to be considered a GWNN member, unless directed individually for special circumstances by the GWNN board.

All individuals must display photographic identification to a GWNN officer or authorized representative giving proof of age (of a type considered acceptable and adequate to the GWNN board), and may be required to prove all other criteria of membership to the GWNN board at the board's discretion and to the board's satisfaction.

Membership cards are available, but ownership or possession of a membership card does not necessarily convey or prove membership in any or all situations, nor does lack of such a card imply non-membership.

Membership in GWNN does not expire, but may be suspended or revoked by the GWNN board for cause.

Membership in GWNN can be voluntarily resigned but GWNN has no process for doing so, nor are records of such actions generally kept, so voluntary resignations are not recognized and have no practical effect, unless the GWNN board chooses to accept the resignation and establish special membership re-application requirements for a given member that has resigned.

Membership conveys all the rights of a GWNN member in good standing (with the limitations on certain classes of members that may be detailed elsewhere in the Bylaws and P&P), unless the GWNN board acts to suspend or remove some or all of those rights, privileges and/or benefits from an individual for cause, or unless a GWNN officer (or a member authorized by the board) acts to suspend some or all of those rights, privileges and benefits for cause on an emergency and temporary basis.

A "member in good standing" is a term used to denote a member that has not had the particular right, privilege or benefit being referred to, suspended or removed for cause. For example, a member that has been prohibited from voting for a year, but can still attend munches and parties is considered a "Member in good standing" with regard to attendance at munches or parties but not with regard to voting in GWNN elections.

B. Verification of Membership in various situations and circumstances.

Since GWNN keeps no membership records and GWNN membership cards do not include photographs, finger prints or other links to verifiable identification, determination of GWNN membership is on a flexible, situational, as-needed basis.

In general, the most common situations in which determining and verifying GWNN membership are important include (but are not limited to): when attending a GWNN Party or other event, to participate in other GWNN activities, to vote in GWNN elections (and referendum votes), to run for GWNN office, and when using the GWNN member discount with a participating sponsor of the group.

The most common and trusted way for a GWNN officer, authorized member/volunteer, or GWNN committee member to verify a person's membership is by visual identification of the person as a member. This requires the authorized person(s) to be able to visually recognize the person in question and to know (with a reasonable degree of certainty) that the person meets all of the membership requirements.

In lieu of positive, firsthand knowledge of membership, in some circumstances an officer or other authorized GWNN representative can agree to accept the testimony of at least two other well known and trusted GWNN members as acceptable proof of membership. Reliance on such testimony is absolutely at the discretion of the officer or authorized representative, as is the determination of the acceptability and required number of those offering the testimony. Purposeful deceit by any member in such testimony will be considered a serious disciplinary violation.

Direct, firsthand knowledge or trusted testimonial proof of membership are usually the only two acceptable means of determining membership for purposes of things like (but not limited to): personally voting in GWNN elections or referendum votes; gaining entry to a party or other event as a member (as opposed to as a guest of another member); and being considered an acceptable nominee to run for GWNN office.

An absentee voter voting via a proxy voter can not be identified visually. Therefore, the officer or authorized representative must be able to recognize the name, email and/or other descriptors on the proxy vote authorization as those belonging to, and uniquely identifying, someone that is known to be a GWNN member by the criteria listed above. The fact that the absentee voter actually and legitimately authorized the proxy voter to vote for him/her will be taken on trust, and verified at a later date, but verifying the identity of the proxy voter as being a GWNN member in good standing is subject to the same criteria as a non-absentee voter.

Possession of a GWNN membership card is almost always an acceptable means of proving membership with regard to receiving a membership discount from one of GWNN's authorized merchant sponsors and for proving membership to gain some reciprocal benefits from other BDSM organizations which recognize some level of reciprocity with GWNN.

III. Election Regulations

A. Referendum Ballots

The membership of GWNN shall never be denied the right to address any issue they so choose by a direct and binding referendum. Any proposal, by referendum, shall be valid and immediately effective even to the extent of overruling a decision of the elected leadership, when a simple majority of the voting membership in an open and fair election shall approve said proposal.

1. Procedures for presenting a referendum

A referendum shall be called when the written proposal/ballot to be approved is presented to the Arbiter at a munch and an order to hold a referendum on the stated proposal is presented and endorsed by twelve members in the presence of the Arbiter. The presenter(s) of any referendum must also pay a fee equal to \$40 per letter sized page of the referendum (to cover reproduction costs) to the Arbiter when the order to hold the referendum is presented. This fee must be refunded in its entirety if, and when, the referendum is approved by the membership. If and when the referendum fails to be approved, any part of the fee in excess of the actual

printing/reproduction costs of the referendum and its announcement documents shall be refunded. These two documents (the referendum and the order to hold the referendum) as well as the reproduction fee, must be presented at the same munch. Additionally, the Board of Directors may propose a referendum to the Arbiter without the necessity for member endorsements when a simple majority of voting officers deems it necessary. Referenda proposed by the Board do not require a reproduction fee.

The Referendum Administrator (Arbiter or President) may decide that a referendum primarily addresses an issue of dispute, that might be better addressed by direct negotiation or arbitrated reconciliation between two or more members or officers or is unclear or ambiguous, and the issue could be presented more clearly or less ambiguously to the members. In this case, the Referendum Administrator may, at his/her discretion, delay witnessing the endorsement of the referendum in order to allow time to facilitate arbitration or resolution of the issues identified with the referendum including but not limited to an effort to work with the parties involved. The Referendum Administrator may not delay the will of a group of members to bring a particular referendum in this manner for more than one munch.

If the presenters of a referendum wish to remain anonymous or if the Referendum Administrator feels that the presenters of a referendum have not cooperated with the Referendum Administrator in efforts to correct problems that the Referendum Administrator has with the referendum or if the presenters of the referendum have not negotiated honestly and in good faith as directed and facilitated by the Referendum Administrator to attempt to reach a resolution that avoids the need for the referendum, then the Referendum Administrator is obligated to preface the ballots for the vote with a "Special Note" from the Referendum Administrator. This "Special Note from the Arbiter" (or "Special Note from the President") must appear above all other notes on the ballot and must contain (at a minimum) the Referendum Administrator's findings and opinions concerning the unwillingness of the presenters of the referendum to compromise, negotiate in good faith, identify themselves to the membership as the presenters of the referendum, or otherwise work with the Referendum Administrator to resolve whatever problem or problems the Referendum Administrator has with the proposed referendum. The Referendum Administrator must also indicate the results of their review for clarity and ambiguity, and for accord with the GWNN By-laws and Policies and Procedures.

The members that endorse a referendum may retain anonymity from the general membership if they so choose. However, the Referendum Administrator is required to discourage anonymous referenda and the Referendum Administrator will engage in arbitration on that point whenever a referendum is proposed by members that wish to remain anonymous. The Referendum Administrator shall not disclose the identities of the bringers or endorsers of any referendum; however, after arbitration, an anonymously proposed Referendum shall bear the "Special Note" (See Above) from the Referendum Administrator. The Referendum Administrator shall not publicly announce the presentation of a referendum nor the commencement of the authorization process for any presented referendum. The Referendum Administrator may not actively seek to encourage or facilitate the authorization process to take place covertly from the general membership by working with the bringers of a referendum to hide such a referendum, the authorization process or the authorization order from the general membership during or after the authorization process. Once endorsed and officially authorized and accepted by the Referendum Administrator, the Referendum and its authorization order must remain available to be viewed upon request by any member in good standing for the remainder of the munch. The original referendum and its authorization order are GWNN property and as official GWNN records must be retained and turned over to the GWNN board at the munch following the vote on the referendum along with all associated ballots and proxy letters.

The Arbiter at each munch shall announce all referendums received by the Arbiter at previous munches and the ballots shall be available for review of the members. Then at the subsequent munch, all previously announced referendums shall be put before the membership for a vote.

2. Administering the referendum vote

The Arbiter will normally administer the referendum vote, but for votes in which the Arbiter has voluntarily recused him/herself, or which are to remove the Arbiter from office, or which directly affect the Arbiter's office, authority or powers, then the President will administer the referendum vote.

A tie vote in a referendum vote will be a defeat for the referendum provisions.

a. Administered by the Arbiter

Ballots will be counted by the Arbiter with the entire process witnessed by at least one signer of the referendum petition and at least one board member. Additional witnesses can be allowed at the discretion of the Arbiter.

b. Administered by the President

Ballots will be counted by the President with the entire process witnessed by at least one signer of the referendum petition and the Arbiter. Additional witnesses can be allowed at the discretion of the President.

3. Structure of referendum ballots

All referendum ballots must be structured so that they can be decided in a single round of voting (i.e. No run-off style ballots).

All referendum ballots must be structured such that each and every issue is decided by a simple majority of votes cast.

All referendum ballots must be worded clearly and unambiguously.

All referendum ballots must provide an opportunity for members to reject the ballot for incorrect wording or form without regard to its subject matter or intent. Should a member reject the wording of a ballot and still vote on the ballot, their vote will be counted. Should the majority of voters reject the ballot for incorrect wording then the referendum becomes null and void.

Each ballot must provide space for the Arbiter (or President) to attest to:

The clarity and unambiguous wording of the referendum and the structural correctness of the ballot formats as dictated in the GWNN By-laws and the Policies and Procedures. If the Referendum Administrator (Arbiter or President) finds that the ballot provided to him/her is not worded clearly and unambiguously and/or is not structured in accordance with the GWNN By-laws or Policies and Procedures, and S/he is not able to work with the writer(s) or requesters of the ballot to correct the problems and reintroduce a new ballot, then S/he is obligated to attach this written disclaimer to top of the ill-formed and/or ill-worded ballot:

"Upon careful review, The GWNN Arbiter [President] has determined that this ballot is not worded in a clear and unambiguous way and/or is not structured in accordance with GWNN's bylaws and Policies and Procedures. The Arbiter [President] has been unable to convince the presenters of this referendum ballot to withdraw it or modify it to resolve the problems. The Arbiter [President] urges the GWNN membership to reject this ballot on the basis of its wording and/or form without regard to its content or intent."

Or, if the Referendum Administrator (Arbiter or President) finds that the ballot provided to him/her is worded clearly and unambiguously and is structured in accordance with the GWNN By-laws or Policies and Procedures, then s/he is obligated to attach this written disclaimer to the ballot:

"Upon careful review, The GWNN Arbiter [President] has determined that this ballot is worded in a clear and unambiguous way and is structured in accordance with GWNN's bylaws and Policies and Procedures. The Arbiter [President] urges the GWNN membership not to reject this ballot on the basis of its wording and/or form without regard to its content or intent."

All Referendum ballots must then contain the following provision following immediately after the Referendum Administrator's notice:

"Vote here to accept or reject this ballot's wording and/or form and then please proceed to the main ballot and vote on its provisions completely.

You must check one:

I reject this ballot's wording and/or form []

I accept this ballot's wording and/or form []

If a majority of voters choose to reject this ballot's wording and/or form, this referendum will be null and void. Regardless of how you voted above, you are urged to proceed to the main ballot below and vote on its provisions in their entirety, if possible."

A tie vote on the decision to accept or reject the wording or form of a referendum ballot will be considered a rejection of the ballot.

B. General Elections

General Elections shall be held every year at the munch in the month of October.

1. Election committee

The GWNN officers shall appoint an election committee to oversee the election of new officers. Appointment to this committee shall be open to any GWNN member in good standing, including officers. The election committee shall consist of five members, one to be appointed by the President, one to be appointed by the Arbiter, and three to be selected and approved by a simple majority of voting officers. The President and the Arbiter may not appoint themselves. The election committee shall govern these elections according to the GWNN bylaws and Policies and Procedures. Appointment of this Election Committee will take place prior to the August munch.

2. Nomination process

Nominations for candidates to GWNN elected offices will begin at the August munch and will continue until about the end of August.

Any member in good standing (a member that has not had their right to stand as a candidate for GWNN office suspended or removed for cause), and who is eligible to vote in GWNN elections, and who is not on suspension or probation for cause, can be nominated and stand as a candidate for office and be considered an acceptable candidate to include on the election ballot.

The Election committee will contact all nominees (that meet the minimum, acceptable qualifications above), determine the acceptance of each nominee to run, obtain a short description or biography from each Candidate (optional) and create a printed slate of candidates with optional information before the September munch.

The Election committee will announce the slate of all valid candidates at the September munch.

The General Election vote will take place at the October munch.

The Election Committee will count the ballots and determine the results.

The election results will be announced by e-mail (by special announcement to the GWNN mailing list) within six days of the vote and at the November munch.

New officers will take office in November (at the November party if possible).

Candidates may be nominated for, and may run for, multiple positions if they so desire.

No write-in candidates or candidates that did not follow the official nomination process will be allowed to run. Write-in names on any ballot will be ignored.

3. Ballot form

The Ballot for the general election shall list each candidate and indicate all of the three offices (Arbiter, President, and Board member) that the candidate is running for. Each voter will be instructed to check the ballot 8 times, once for each of the eight offices. Candidates can run for one, two, or all three Offices.

4. Resolving election results

The election committee will resolve the winner of the Presidential Office first, and then the Arbiter's Office and then the six Board positions.

Ties in a general election between two or more candidates will be decided by one or more coin flips administered by the election committee.

All ballots and proxy letters become GWNN property when submitted to the Election Committee, and must be retained by the Election committee and turned over to the GWNN board at the first munch following the seating of the new board. All ballots and proxy letters are available to the membership and may be examined by any member at any GWNN munch for one year after the election. Requests to examine election documents should follow the same requirements as requests to examine the GWNN financial documents.

5. Taking Office

Newly elected officers shall take office at a ceremony held during the last GWNN event or function in the month of November. A newly elected officer may also take office privately at a later date if they are absent from the last official GWNN function in November. Except in the case of resignation or removal, the previous officers shall remain in their duly elected positions and continue to conduct GWNN business in accordance with these Bylaws until such time as the new officers take office.

IV. General rules for Elections and Referendum Votes

A. Who can vote

Any member in good standing (a member that has not had their right to vote in GWNN elections and/or referendum ballots suspended or removed for cause), who has been a member for longer than 72 hours has the right to vote in any GWNN election or referendum ballot.

B. Voting Rules

All votes for referendums and open elections will be held in person at a munch only. No e-mail, postal, voice mail, or telephone voting will be allowed. Only ballots distributed at the munch of the vote will be acceptable.

C. Announcing results

All votes (referendum and open elections) will be tallied and the results reported within six days of the vote. Results will be reported via special e-mail announcement to the GWNN e-mail list, and announced in person at the next official GWNN function. Referendum votes shall become effective immediately upon announcement of the results via e-mail.

D. Filling Mid-Term Vacancies

Mid term vacancies will be filled by an emergency election committee, made up of all remaining GWNN officials, meeting as soon after each office vacancy as possible, and no later than the day of the following munch. The emergency election committee will meet and each committee member will have the opportunity to nominate one candidate from the membership before voting to fill all vacant seats from that list of nominees. Tie votes will be broken by coin flip(s). All committee members must be given a reasonable opportunity to participate in person, by telephone or by proxy.

V. Operating Procedures

A. Absence of the President or Arbiter from GWNN Functions

The GWNN Arbiter and President must appear at all GWNN functions in order to exercise the responsibilities of their offices. In order not to impede these functions each of these officers must have a self-selected list of substitutes with an order of succession for each. The Arbiter's substitutes can not include any other GWNN officials. The President's substitutes must include all board members in succession.

The designated substitute will have all the powers and responsibilities of the office for the duration of the elected official's absence, or the duration of the GWNN function, whichever is shorter. At board meetings (if the President is absent, recused or abstaining, etc.) the substitute's authority will include only the right to preside over the board meeting and only that portion of the board meeting in which the President is absent, recused, or abstaining. The substitute will vote as a board member, but not have the ability to break tie votes or veto resolutions or motions. The Arbiter is not required to attend Board meetings.

B. Open book policy

GWNN's leadership shall maintain at all times a complete and accurate accounting of all of the GWNN funds and assets. GWNN's leadership shall also maintain at all times a complete record of all board meeting minutes. A paper copy of this accounting and all supporting documents as well as board meeting minutes shall be made available to any GWNN member for review at an official GWNN function with written notice received by a GWNN officer (other

than the requester) no less than ten (10) business days prior to the requested date of review. GWNN members are not permitted to publish any or all of the minutes or financial statement without express permission of the board. GWNN members are allowed to make written notes when viewing the minutes or financial statement for their personal use only.

VI. Policies and Procedures for GWNN officers

A. Rules governing board meetings

Official Board meetings require for a quorum, four present board members.

Board meetings and votes therein will not be considered legitimate and binding unless all eight of GWNN's elected officers are invited and given sufficient notice in advance of the meeting to plan to attend. Sufficient notice is 24 hours or more.

Board resolutions will carry with a simple majority of voting officers, unless vetoed by the President.

In the event of a tie vote of the voting board members on a board resolution, the President may cast the tie breaking vote.

Board members may proxy vote in advance or by phone on any motion or resolution that the absent board member is fully aware and informed of.

B. Removal from office of an elected GWNN official

GWNN has eight elected officers, the President, the Arbiter, and the six board members. Any officer may be removed from office if a simple majority of the voting membership shall approve of his or her removal in a referendum held according to the GWNN Bylaws and Policies and Procedures. The Board may remove a Board member or the Arbiter from office if all of the remaining Board members and the President approve of their removal. The Board may remove the President from office if all six (6) board members approve of his/her removal. In the case of the removal of the President, presidential veto power is suspended. Removal from office shall be effective immediately.

C. Transferring power and assets from old to new GWNN officers

After the replacement of one or more GWNN official(s) by general election, resignation, removal from office, etc., current and/or replacement officials will have 31 days to facilitate the transfer of ownership and/or responsibility for all GWNN funds and assets from ex-officials to existing or newly empowered officials. Exiting officers shall make early preparations for a timely transfer of GWNN assets.

GWNN funds and assets shall include, but not be limited to, cash on hand, cash yet to be remitted, all moneys, credits, certificates, checks, money orders, checking accounts, or other liquid assets belonging to GWNN, as well as other items such as vehicles, equipment, supplies, web site, membership e-mail list, possession or rights to the 501c status, GWNN's name, logo, trademarks, copyrights, domain names, meeting minutes, prior referendum ballots, election ballots, etc.

Within the limits of the bylaws, GWNN officials are free to designate the ownership, control, authority and responsibility of these funds and assets as they deem to be in GWNN's best interests.

GWNN is a not-for-profit, volunteer organization. GWNN funds and assets are to be used solely for the benefit of the

GWNN membership.

VII. GWNN discipline policy

The GWNN board shall be authorized to investigate any member that is suspected or accused of violating GWNN's rules of conduct. The GWNN Arbiter and member(s) involved will be notified of the suspicions or accusations at the commencement of the investigation. Any member or members that are the subject of such an investigation will be given ample opportunity to defend themselves during the investigation prior to any final conclusions being drawn.

Disciplinary actions taken by the board may include, but are not limited to, communiqués of concern, warning, public censure, probation (with or without supervision), suspension of membership rights, and expulsion from GWNN.

In general, the most serious violations are those that compromise the safety, security or anonymity of an individual or the group as a whole. Other violations can include violation of function rules, indiscreet or impolite actions toward other members at GWNN functions, harassment, lack of respect for personal boundaries, and lying about, unjustly discrediting, or needlessly defaming individual members of the group, or the group itself.

All investigations by the board will try to take into account any extenuating circumstances.

In general, disciplinary investigations and actions by the GWNN board should be limited to those actions, situations and events which transpire at a GWNN function or which threaten the GWNN membership as a whole. The primary exception to this basic principle will be any actions that compromise the anonymity of a member or members particularly to political, law enforcement, or media entities, or any pattern of behavior that calls into question a member's commitment to respecting and protecting the safety, security, and anonymity of GWNN or the other GWNN members.

All final findings of the board which result in any disciplinary action other than a private warning must be made public to the GWNN membership. The board shall never carry out secret disciplinary actions other than temporary, emergency actions taken as needed before a final determination is reached.