



NLA: International Bylaws of the Association

Revised:
06/30/17

ARTICLE I:NAME

This association shall be known as NLA INTERNATIONAL and hereinafter referred to as "the Association", incorporated as a non-profit corporation in the US state of Oregon (registry number 667138-85).

ARTICLE II:STATEMENT OF PURPOSE

The purpose of the Association shall be:

SECTION A: To maintain our national/international communication, information, education and support network for all members of the Leather/BDSM/Fetish community.

SECTION B: To role model the power and pride of all adults who engage in Safe, Sane and Consensual sexual expression and encourage those who fight for decriminalization of all sexual acts between consenting adults.

SECTION C: To support individual and organized political activism, visibility and education in order to eradicate stereotypical beliefs, misconceptions and media misrepresentation about the Leather/BDSM/Fetish family in the community at large.

SECTION D: To continue providing, through publications, educational material and conferences, a forum for the sharing of knowledge, viewpoints and practices of a diverse network of people.

SECTION E: To promote the success and welfare of individuals, organizations, publications and businesses within our community; especially against threats to their freedom of expression, freedom of the press, rights to free association and right to equal protection under the law.

SECTION F: To welcome women, people of color, transgendered/transsexuals, the deaf, the physically challenged, the economically disenfranchised, and others who have traditionally been discriminated against or poorly represented within the Leather/BDSM/Fetish community.

SECTION G: To attend, promote and support fundraising for deserving defense funds, projects, and clubs, organizations, and/or charities, which have given direct service to the Leather/BDSM/Fetish community.

SECTION H: To continue preserving a record of our history, traditions and culture.

ARTICLE III:FISCAL YEAR

The Association's Fiscal Year shall run from January 1st through December 31st.

ARTICLE IV: POLICIES AND PROCEDURES

The Policies and Procedures established by the Executive Board of the Association shall be used to conduct the business of the Association.

ARTICLE V: MEMBERSHIP

SECTION A: ELIGIBILITY FOR MEMBERSHIP

- 1) Membership in the Association shall be open to all persons that understand and support the Statement of Purpose and pay the required dues. Membership in the Association shall be open to organizations and businesses that understand and support the Statement of Purpose and pay their dues and must be approved by the Executive Board.
- 2) Membership shall be determined without regard for sex, race, creed, color, religion, marital or relationship status, sexual orientation, national or ethnic origin, citizenship or any sensory or physical challenge.

SECTION B: CLASSES OF MEMBERSHIP

- 1) Individual: Any person of least 18 years of age or of the age of consent in his or her local jurisdiction, whichever is older.
- 2) Affiliate: Any non-profit organization.
- 3) Commercial: Any business, not-for-profit organization, partnership or like commercial entity.

SECTION C: PRIVILEGES OF MEMBERSHIP

- 1) Individual members shall be entitled to:
 - a) one vote in all membership elections
 - b) hold office on the Executive Board
 - c) propose nominees for the Executive Board
 - d) receive the Association's official publication The Link
 - e) the right to petition for action
 - f) such other privileges and/or benefits as may be determined by the Executive Board
- 2) Affiliated and Commercial members shall be entitled to:
 - a) one vote in all membership elections
 - b) hold office on the Executive Board
 - c) propose nominees for the Executive Board
 - d) Receive the Association's official publication, The Link
 - e) Receive one free advertisement per year and subsequent advertising discounts in the Association's publication, size and copy deemed appropriate by the Treasurer. Have an ad placed on the Association's website.
 - f) Commercial members are also allowed one business card size ad in each quarterly Link.
 - g) Such other privileges and/or benefits as may be determined by the Executive Board.

SECTION D: DUES

- 1) All members of the Association shall be assessed dues annually.
- 2) Determination of dues amount and manner of payment shall be set by the Executive Board.
- 3) In cases of financial hardship, dues may be reduced or restructured on an individual basis, according to the Policies and Procedures of the Executive Board.

SECTION E: REVOCATION OF MEMBERSHIP

The Executive Board may revoke by two-thirds (2/3) vote any membership for cause as determined by that body in accordance to

established Policies and Procedures.

ARTICLE VI: CHAPTERS OF THE ASSOCIATION

SECTION A: DEFINITION

A Chapter of the Association is a local branch of the Association operating within a specified geographical area, or as authorized by the Executive Board of the Association. The Association is committed to assisting in the establishment of new chapters financially and administratively.

SECTION B: OBLIGATIONS OF CHAPTERS

Issuance of a Charter from the Association shall constitute acceptance by the Chapter of the principals established in the Bylaws of the Association and agreement with the Policies and Procedures set forth by the Association. All voting Chapter members must also be members of the Association.

SECTION C: PRIVILEGES OF CHAPTERS

Acceptance and maintenance of a Charter by a local Chapter entitles that Chapter and/or its membership to the following:

- 1) Identify itself with the Association.
- 2) Represent the Association on a local and regional basis, though speaking for the Association is expressly reserved for its President or his or her designee.
- 3) One free advertisement annually and subsequent advertising discounts in the Association's publication, The Link.
- 4) Receive other privileges and/or benefits as determined by the Executive Board.

SECTION D: LIMITATION OF CHAPTER POWERS

- 1) No Chapter member or officer shall have the power to act for the Association without prior approval of the Executive Board of the Association.
- 2) Each Chapter shall hold the Association harmless from any liabilities with respect to the Chapter activities and functions

SECTION E: TERMINATION OF CHAPTER STATUS

Chapter status may be revoked by the Association if Chapter membership is no longer functional as determined by two-thirds (2/3) vote of the Executive Board.

SECTION F: LIMITATION OF LIABILITY

The Association shall be held harmless from any act of omission by any of its duly authorized Chapters.

SECTION G: PROPRIETARY INTEREST IN THE NAME OF THE ASSOCIATION

Privilege to use the Association name, in part or whole, and any other proprietary names, titles and/or logos by any Chapter shall be at the discretion of the Executive Board of the Association.

ARTICLE VII: EXECUTIVE BOARD

SECTION A: COMPOSITION

The Executive Board shall consist of:

- 1) President
- 2) Vice President
- 3) Secretary
- 4) Treasurer
- 5) Domestic Violence Chair
- 6) Wisdom Keeper
- 7) One (1) Members-at-large
- 8) One (1) Chapter Representative for each chapter in good standing

SECTION B: POWERS

All powers vested in the Association not expressly reserved to the Membership shall be exercised by the Executive Board.

SECTION C: MEETINGS

- 1) The Executive Board shall meet at least quarterly on the call of the President or presiding officer, or a majority of the Executive Board. A quorum shall be at least fifty percent (50%) of the Council members.
- 2) Emergency meetings of the Executive Board may be called without notice.
 - a) At least two-thirds (2/3) of the Executive Board must participate for any decision to be made.
 - b) Any decision made at an emergency meeting must be ratified at the next regular meeting of the Executive Board.

SECTION D: ELECTION

- 1) The President, Vice President, Secretary, and two (1) Members-At-Large shall be elected by the General Membership by Official Ballot for two (2) year terms in accordance with established Policies and Procedures. The Executive Board, based upon merits, shall appoint the Treasurer.
- 2) The Treasurer and the Domestic Violence Chair shall be appointed by the Executive Board for two (2) year terms in accordance with established Policies and Procedures.
- 3) The Wisdom Keeper shall be the immediate past President of the Association or a former Officer of the Association, to be appointed and serve as established by the Associations Policies and Procedures.

SECTION E: VACANCY IN OFFICE

Should any Executive Board position become vacant prior to the completion of its term, the position shall be filled in accordance with established Policies and Procedures.

SECTION F: REMOVAL

Any officer or other member of the Executive Board may be removed from office by a three-fourths (3/4) vote of the sitting Executive Board in accordance with established Policies and Procedures.

ARTICLE VIII: OFFICERS OF THE ASSOCIATION

The officers of the Association are President, Vice President, Wisdom Keeper, Secretary and Treasurer.

ARTICLE IX: COMMITTEES

SECTION A: The Standing Committees of the Association are:

- 1) Individual Membership Committee

- 2) Elections and Credentials Committee
- 3) Chapter Outreach Committee
- 4) Policy & Procedures Committee
- 5) Domestic Violence Committee
- 6) Education Committee
- 7) Awards Committee
- 8) Additional Committees as may be established by the Executive Board

ARTICLE X:MEETINGS

SECTION A: ATTENDANCE

All meetings of the Association shall be open to any member in good standing, except when the Executive Board meets in Executive Session. No decision may be made in Executive Session.

- 1) The General Membership meeting of the Association shall be held annually.
- 2) Quorum is fifteen percent (15%) of the individual Membership in good standing.
- 3) Additional meetings of the General Membership may be called either by the Executive Board or by petition of fifteen percent (15%) of the individual membership in good standing. Written notice of the meeting, including date, time, location and the proposed agenda must be published at least sixty (60) days prior to the scheduled date of the meeting.

SECTION B: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these Bylaws and any Policies and Procedures the Association may adopt.

ARTICLE XI:INITIATIVEAND RECALL

SECTION A: INITIATIVE

Any member of the Association may petition the Executive Board for action.

SECTION B: RECALL

A petition for Recall of any Officer or other member of the Executive Board may be presented by fifteen (15%) of the individual membership in good standing. Recall must be approved by a two-thirds (2/3) majority of Ballots returned by the Individual Membership.

ARTICLE XII:AMENDMENTS

SECTION A: PROPOSAL

- 1) Any member may request in writing a Bylaw change to the Executive Board.
- 2) Amendments to these Bylaws shall be proposed by the Executive Board, or by petition of fifteen (15%) of the individual membership in good standing.

SECTION B: PROCEDURE

- 1) The proposed Amendment(s) must be sent to the Individual Membership, and posted in the Association's publications.

Internet voting should be accomplished by email or a secured login voting site.

- 2) Individuals would have exactly sixty (60) days, from the time they were sent the proposed Amendment, to vote on it.
- 3) For Amendments to be voted upon at the Annual General Membership Meeting, this mailing shall occur within sixty (60) days of said Meeting. Votes shall be tallied and recorded by the Chair of the Meeting, and certified by the Elections and Credentials Committee.
- 4) These Bylaws may be amended by a two-thirds (2/3) majority of the total Ballots/Votes as certified by the Elections Committee.

ARTICLE XIII: DISSOLUTION

SECTION A: PROCESS

- 1) Either three-fourths (3/4's) of the Executive Board, or twenty five percent (25%) of the General Membership in good standing may propose the dissolution of the Association.
- 2) The decision to dissolve the Association must be ratified by two-thirds (2/3's) of the General Membership in good standing.

SECTION B: LIABILITIES AND ASSETS

Upon dissolution of the Association, the Executive Officers shall:

- 1) Pay or make provision for payment of all liabilities of the Association.
- 2) Dispose of all assets of the Association in such manner and to such organization(s) which are sympathetic to the Statement of Purpose of the Association and are organized as a not for profit organization.

AMENDMENTS

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| Amended | June 30, 2017 | Article V, C, 2, e, changed/ Article VII, A 5&6 removed / Article VII, A 9, changed / Article VII, D, 1 & 2, changed / Article IX, A, 3 & 7 removed/ | By CandiAnne, Vince A. |
| Amended | May 23, 2015 | Article VII, Section A,./ Article VII, Section D, 1/ Article VII, Section D, 2/ Article VII, Section D, 2/ Article VII, Section D, 4/ Article XI, Section B/ Article XII, Section B, 1/ Article XII, Section B, 2/ Article XII, Section B, 3 | By NLA-I Board & CandiAnne Shafer |
| Amended | Nov 21, 2001 | Article II Sect A-I / Article V Sect A / Article VII Sect A, D, F / Article IX 5, 6, 7 | by Robert Owen |
| Amended | Oct 12, 2004 | Article II Sect F / Article V Sect B 1, 3; C 1 d, e,2a, b; D 1; E / Article VI Sect A; C 2, 3; G / Article VII Sect A 6, 7, 8, 9, 11; C 1; D 1 - 4 / Article IX Sect A 1, 4, 7 /Article X Sect A 2, 3 / Article XI Sect B / Article XII Sect A 2; B 1 - 4 / Article XIII Sect A 1, 2. | By Daddy Rick and Sallee Huber |
| Amended | April 4, 2008 | Article IV / Article V section A 1; C 1 b ,c, g; C 2 d; D 2, 3; E / Article VI sect A; C 4; D 1; E; G / Article VII;A;B;C 1; C 2a; b; D 1;2;4; E;F / Article VIII; B / Article IX sect A 8 / Article X sect A 3 / Article XI sect A; B / Article XII sect A 1;2 / Article XIII sect A 1 / | By boy christopher and Vince Andrews |
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