

# New Mexico Leather League (NMLL)

## Bylaws

# New Mexico Leather League (NMLL), Inc. Bylaws

Approved by Membership: February 4, 2006

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Revised: September 2006, September 2012, May 2019, December 2024

## Article One: Name

The name of this organization will be the New Mexico Leather League, Inc, a non-profit corporation, incorporated in the State of New Mexico, hereafter referred to as NMLL.

## Article Two: Purpose

The purpose of NMLL shall be:

- To establish and maintain a support network for the leather/kink/alternative community;
- To promote the rights of adults to engage in Risk Aware Consensual Kink (RACK);
- To promote, through educational leather/kink/alternative conferences, a forum for sharing knowledge, viewpoints, and practices from a diverse network of people;
- To pursue activism, visibility, and education to destroy stereotypes, misconceptions, and media misrepresentation about the leather/kink/alternative community;
- To build, strengthen, and defend individuals, organizations, and businesses within our community against threats to their freedom of expression, freedom of the press, their right to free association, and their right to equal protection under the law;
- To develop outreach to those who have been poorly represented in the leather/kink/alternative community;
- To do fundraising for deserving projects, clubs, organizations, defense funds, and/or other charities;
- To promote preservation of a record of our history, traditions, and culture;
- To create fun activities to build community and respect each of our differences;
- Other activities that further the goals and are not inconsistent with the Bylaws of the organization;

## Article Three: Membership and Dues

- A. A person may become a member of NMLL by supporting the mission and purpose of NMLL, subject to the criteria laid out in Appendix B.
- B. Membership in NMLL shall be determined without regard for race, sex, creed, color, age (except as stated in Article III, Section B), religion, marital status, nationality, orientation, gender identity, or disability status..
- C. Dues payment is not a mandatory requirement. Any dues may be established by a vote of the membership at the Annual Meeting. These dues may be annual. The Board of Directors of NMLL may waive a portion of NMLL dues or any prospective member who demonstrates financial need.
- D. All members are subject to the Code of Conduct in Appendix A, as well as all guests or attendees at any NMLL hosted, sponsored, or facilitated events.

## Article Four: Board of Directors

- A. The Board of Directors shall consist of two Co-Chair Persons, Secretary, Treasurer, Event Coordinator, and Community Liaison as elected by the membership.
- B. All board positions shall be elected for one year terms, aside from co-chair persons, who shall be elected for two year terms in alternating years.
- C. Individuals shall be limited to 3 terms in any given board position aside from co-chair, which shall be limited to 2 terms.
- D. Any member of the Board of Directors may tender a voluntary resignation with due notice to the Board. A Board member may be removed from office for cause (nonfeasance - not performing the job, malfeasance - misconduct or wrongdoing) by a two-thirds ( $\frac{2}{3}$ ) majority vote of the members casting ballots either by mail, email, proxy or in person, at any given regular scheduled meeting, provided written notice of the change is given to the members at least one week prior to the meeting.
- E. Vacancies in any position of the Board of Directors, except as occurring naturally at the end of a Director's term of office, may be filled by appointment by the Board of Directors and affirmed by the majority of the voting members at any special or general membership meeting.
- F. The Board of Directors shall have the responsibility for the general management and control of the affairs of NMLL. It shall be the responsibility of the Board of Directors to establish any activities, authorized programs, standing and temporary committees of NMLL that can best meet and carry out the purpose of the organization. The Board of Directors shall have the right to appoint or designate agents and committees as described in Article Seven of these Bylaws.

- G. Board of Directors and members shall promote NMLL efforts on a volunteer basis.

## Article Five: Meetings

- A. An Annual Meeting will be held at a time and place to be determined by the Board of Directors.
- B. General membership meetings may be called as needed by the Board of Directors.
- C. The Board of Directors will meet from time to time as required for the smooth operation of the organization but not less than once a quarter at a time and place to be determined by the Board of Directors. All Board of Directors meetings are open to all members and invited guests, and may also be called as needed by a consensus of the Board.
- D. General meetings of the membership or Board of Directors may be called with one week notice to the Board and membership. Cancellation of meetings may be made with one weeks' notice.
- E. At all meetings of the Board of Directors, three members of the Board shall constitute a quorum for conducting business.
- F. Voting rights are detailed in the membership procedures found in Appendix B. If someone is unable to attend a meeting, the Board can approve the use of a written proxy (authorizing another to act on your behalf in a voting matter). A voting member may be present or present by proxy.

## Article Six: Duties

All members of the Board of Directors shall:

- A. Be a consistent and recognized face of NMLL and represent NMLL in the leather/kink/alternative community at large;
- B. Support the mission and vision of NMLL in word and action;
- C. May be one of the required three (3) signatories on the bank account;
- D. Assume all other duties normally associated with their office or assigned from time to time by the Board of Directors not inconsistent with these Bylaws;
- E. Attend Board meetings and general meetings.

The Co-Chairs shall:

- A. Attend and preside at all Board and General meetings;

- B. Act as the spokespersons and contract agents of NMLL, subject to guidelines established by the policies and procedures of the organization;
- C. Appoint Committee Chairpersons and members for standing and temporary committees;
- D. Call special meetings as deemed necessary;
- E. Enforce or reassign implementation of resolutions, plans of action, or other corporate activities;
- F. Oversee all committees and programs of NMLL.

The Secretary shall:

- A. Attend and record minutes of all NMLL Board and meetings or obtain someone to take them in absence of the secretary;
- B. Keep the seal of NMLL in safe custody and affix it to such papers and instruments as may be required in the regular course of business;
- C. Supervise the keeping of all records of NMLL, prepare and submit all reports as required by law or the Board of Directors, and will have such other powers and perform such other duties as may be prescribed by the Board of Directors;
- D. Maintain a current roster of Officers, Board of Directors, Members, and Member Organizations.
- E. Give or cause to be given notice of all meetings of NMLL and the Board of Directors required by these Bylaws;
- F. Conduct any necessary correspondence and to take minutes as required.

The Treasurer shall:

- A. Receive and safely keep all funds of NMLL and deposit them in the NMLL account;
- B. Be a signatory on the checks of NMLL or other financial documents as needed;
- C. Supervise the keeping of all financial records of NMLL, prepare and submit all financial reports as required by law or the Board of Directors;
- D. Attend and present a financial report at all meetings of NMLL including Board of Directors and Annual meetings.

The Event Coordinator shall:

- A. Oversee NMLL event management;
- B. Advise and support event committee heads in their responsibilities;

- C. Work in tandem with the treasurer to form budgets and allocate funds as needed;
- D. Support outreach between NMLL members and the community at large.

The Community Liaison shall:

- A. Manage NMLL social media accounts and event publicity;
- B. Foster relationships with other community organizers and support outreach between NMLL members and the community at large;
- C. Create and maintain a network of regional community liaisons.

## Article Seven: Committees and Community Board

- A. Standing and temporary committees may be established and dissolved as needed by the Board of Directors
- B. Committee Chairs may be appointed or approved to become members of the NMLL Community Board by the Board of Directors.
- C. The duties of the Committee Chair shall be:
  - a. Responsibly fulfill the intended function of the Committee.
  - b. Maintain and make available to the Board on request all and any committee documents, files and correspondence.
  - c. Attend all pertinent NMLL meetings.
  - d. Assume all other duties normally associated with this office not inconsistent with these Bylaws.
  - e. Members of committees shall be drawn from the membership and leather/kink/alternative communities.
  - f. The Community Board shall be made up of Committee Chairs and Representatives of associations with similar missions and purpose who would like to be affiliated with NMLL. The individual representatives to the Community Board must also be members of NMLL.
  - g. No person shall hold more than one community Board position at a time.

## Article Eight: Financial Administration

- A. The fiscal year for the organization will be January 1 to December 31.
- B. Checks require the signature of a Board Member listed on the NMLL account.

C. The organization shall be without capital stocks and will not operate for profit.

## Article Nine: Indemnification

NMLL shall be held harmless from any act of omission by any of its duly authorized representatives. Every member of the Board of Directors, officer or employee of NMLL may be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such members of the Board, officer or employee in connection with any threatened, pending, or completed action, suit or proceeding to which she/he may become involved by reason of her/his being or having been a member of the Board, officer, or employee of NMLL, or any settlement thereof, unless adjudged therein to be liable for negligence or misconduct in the performance of her/his duties. Provided, however, that in the event of a settlement the indemnification herein shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition and not exclusive of all other rights which such member of the Board, officer or employee is entitled.

## Article Ten: Amendments

The main body of the Bylaws of NMLL may be amended by a two-thirds majority vote of the members casting ballots either by mail, email, proxy or in person, at any regular scheduled meeting, provided written notice of the change is given to the members at least two weeks prior to the meeting. Appendices contained herein may be amended at the discretion of the board. The membership must be notified of any amendments to Appendices within 5 business days of the amendment. Bylaws may be suspended for the smooth operation of the organization at a meeting with Quorum by two-thirds ( $\frac{2}{3}$ ) of the voting members present. When amended Bylaws or Appendices are adopted they shall replace and supersede any existing NMLL Bylaws or Appendices.

## Article Eleven: Dissolution Procedures

In the event that NMLL shall dissolve, the Board of Directors shall liquidate the assets of NMLL and shall distribute the resulting proceeds to those charitable organizations whose purposes are in accordance with NMLL as designated by the Board of Directors.

Signed by:

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Co-Chair                      Date

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Co-Chair                      Date



# Appendix A: Code of Conduct

- A. New Mexico Leather League (NMLL) is committed to providing a fun, creative, and sexy environment that is free from harassment, abusive behavior, and consent violations. We are dedicated to furthering freedom of expression in tandem with personal accountability while striving to eliminate abusive behaviors. By attending an NMLL event you affirm that you will be honest and respectful in all your interactions and will be accountable for your actions and behavior.
- B. NMLL expects high standards of behavior and education and will make every effort to ensure that staff, presenters, and attendees act responsibly and with sensitivity. Staff, presenters, and attendees are expected to be accountable for the consequences of their actions and to consider the well-being of themselves, others, and the event.
- C. Conduct which undermines this code, or is exploitative of others, may be cause for removal from the event and/or banning from future events. The following actions before, during or after an event may be cause for removal from an event and/or banning from future events:

- a. Consent Violations

- Examples include but are not limited to failure to honor and use safe words, failure to honor stated limits and/or boundaries, violations of personal space and/or boundaries, violations of the event photography policy, exhibiting to or involving in any way, non-consenting individuals in your practice of kink, fetish, BDSM or alternative lifestyle behavior, specifically including guests and staff of the hotel venue.

- b. Abusive Behavior/Harassment Examples include but are not limited to bullying, coercion, unwanted sexual advances, intimidation, outing/doxing, non-consensual physical abuse, violations of confidentiality, and defamation. Abusive behavior includes exhibiting to or involving in any way, non-consenting individuals in your practice of kink, fetish, BDSM or alternative lifestyle behavior, specifically including guests and staff of the hotel venue.

- Improper dress in public areas is considered abusive of the staff and guests of the hotel and will not be tolerated. Attendees are expected to dress in a manner that will not offend, with private body areas completely covered at all times when in public areas. Leather and fetish wear are acceptable and encouraged as long as they meet these standards.

- D. Violation of this Code of Conduct

E. NMLL takes reports very seriously. If at an event you are being harassed or have your consent violated by any attendee, presenter, or staff member, please contact an NMLL Board Member as soon as possible.

F. Please report any code of conduct violations at the event as soon as possible and as you feel safe to do so. If you are concerned on behalf of another, please encourage them to speak to a Board Member when they feel safe to do so. We will listen to all concerns, but timely, first-hand accounts are more likely to result in action immediately beneficial to the victim. We recognize that sometimes reports cannot be made immediately. To make a report after an event, please e-mail [nmllevents@gmail.com](mailto:nmllevents@gmail.com).

#### G. Conduct Violation Review Process

If a violation of this code of conduct is witnessed or disclosed during an event, the responders are empowered to resolve the matter immediately, including ejecting anyone from the NMLL event. All such cases will also be reported to the Board for further discussion and future management. Issues submitted via email will be reviewed by the NMLL Board, who will consider the issue(s) at least to provide information regarding an individual's behavior patterns. Action taken at or after an event can range from a warning to removal from a single event to banning from all NMLL events.

#### H. NMLL Board Member Responsibility

A board member is on-call throughout all NMLL events to handle consent issues or other interpersonal matters during the event. The board is a dedicated resource that is available to provide support to anyone who may feel threatened, unsafe, or simply uncomfortable.

## Appendix B: Membership Criteria

Any person 18 years of age or older may become a member of NMLL by supporting the mission and purpose of NMLL and meeting the criteria listed below:

1. Becoming known to NMLL either via participation in events or via sponsorship by a current member in good standing. Members may become known to the organization through events by any of the following means:
  - a. Attending at minimum 3 events or munches within a 6 month period, or
  - b. Volunteering for at least 8 hours at an NMLL event or conference.
2. Filling out a membership application,
3. Paying dues if necessary