# SAN FRANCISCO DYKES ON BIKES® WOMEN'S MOTORCYCLE CONTINGENT

# Policies and Procedures Document

Approved

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# Article I. ORGANIZATIONAL CLASSIFICATIONS AND QUALIFICATIONS

For the purposes of these Policies and Procedures (P&P), the San Francisco Dykes on Bikes® Women's Motorcycle Contingent will also be known as "SFDOBWMC" or the "Organization" in this document.

SFDOBWMC is open to accept lesbian, bisexual, and transgender women (LBT) including those that transition from male to female (MTF) and those persons whose gender self-identification is other than male for all classes.

This Organization will have seven classifications of Dykes on Bikes®:

Officers.

Board of Directors.

Emeritus Patch Holders,

Active Patch Holders,

Non-active Patch Holders,

Prospects, and

Participants.

When a rule applies to any/all members of the classifications, the term "individual" will be applied.

#### Section 1.1 Officers and Board of Directors

See the SFDOBWMC Bylaws (Bylaws) Article 3, Sections 1 - 6 and Article 4, et seq for descriptions of Directors and Officers, respectively.

#### Section 1.2 Patch Holders

Before the enactment of the Bylaws, this Organization had 'Organizing Members' that became Patch Holders, if they bought a patch. Any former Organizing Member that does not currently hold a patch must qualify per Section 1.02(b) to become an Active Patch Holder. Any former Organizing Member may keep their patch if they become a Non-active Patch Holder.

#### (a) Emeritus Patch Holder

An Emeritus Patch Holder is an Active Patch Holder who, having participated for 10 consecutive years, is seeking formal retirement from active participation in the Organization. The Patch Holder must provide a written request to the SFDOBWMC Secretary and a vote by the Board of Directors (Board or Director) to grant or deny the request will be taken within 30 days of receipt of the request. The one exception to the 30-day period is if the request arrives during the SFDOBWMC's December hiatus. If granted emeritus status, the Emeritus Patch Holder will be provided with a certificate and a pin with an emeritus number designating them as an Emeritus SFDOBWMC. They also will be included on the website with the other eligible individuals. Emeritus Patch Holders are ineligible to run for the Board, cannot represent the Organization, will not receive electronic copies of the agenda and minutes (see Section 2.02[1]), and cannot participate in special meetings (see Section 2.03). Should an Emeritus Patch Holder decide to participate actively, they must meet the requirements of Active Patch Holders (see below).

#### (b) Active Patch Holder

To achieve an Active Patch Holder status, one much first obtain a patch either through meeting the requirements of a Prospect (see Section 1.03[a]) or by meeting the requirements of obtaining a patch before the enactment of these P&P. All of the requirements below are mandatory. The Board may waive a requirement, due to extenuating circumstances by vote, but must receive a written request that provides justification for such a waiver. To maintain Active Patch Holder status, a Patch Holder must:

- Attend 60 percent of the regular Organization business meetings, four of which must be consecutive. This means attending 12 meetings out of approximately 22 meetings per year. The number(s) can vary depending on the number of scheduled meetings per year;
- Attend at least three of the planned, scheduled, and sanctioned SFDOBWMC group rides per year, as a rider, passenger, or in a support vehicle;
- Volunteer at least 12 hours of service or contribute significantly in activities that directly support the SFDOBWMC. Hours are tracked and recorded by the Secretary. Hours are not retroactive, and do not roll over each year;
- Serve on at least one SFDOBWMC committee.
- Purchase their patch within two months of achieving Patch Holder status; and

Mentor Prospects by showing enthusiasm for the Organization, encouraging
prospects to volunteer, educating Prospects about the Bylaws and P&P, and being
positive in responses to questions.

#### 1) Active Patch Holder Status Amenities

An Active Patch Holder will receive website amenities, such as a photo and a bio on the website, and an SFDOBWMC email address and generic business cards.

• An Active Patch Holder writes their bio and submits a photo for the SFDOBWMC website. The bio will follow the format and quality standards established for the Active Patch Holder section as described in Section 1.02(b) of this document. If anonymity is a concern, the Active Patch Holder's written bio does not need to include their photo.

#### 2) Board of Directors Eligibility

An Active Patch Holder is eligible to run for the Board or an Officer position at the next annual meeting after eligibility requirements are met.

#### 3) Agenda and Minutes Receipt

Receive electronic copies of the agenda and minutes.

#### 4) Participation in Special Meetings

Active Patch Holders may participate in special meetings unless otherwise prohibited (see Section 2.03).

#### (c) Non-Active Patch Holder

A non-active Patch Holder is one who is not currently maintaining the requirements for Active Patch Holder status and who has not applied for Emeritus status. A non-active Patch Holder is ineligible for the amenities given to those of Active Patch Holder status.

# Section 1.3 Prospects and Participants

#### (a) Prospects

A Prospect is a Participant who wishes to become an Active Patch Holder. A Participant becomes a potential Prospect when they attend a meeting and declares intent. After this declaration, an Active Patch Holder will be assigned to mentor the Prospect. The mentor will go over the requirements to become an Active Patch Holder and encourage the

Prospect to seek that status. Any meetings attended within the last three months before this declaration will be counted toward the requirements of attaining Active Patch Holder status.

The Secretary will add the potential Prospect to the next meeting's agenda. The Prospect will give a brief introduction, including riding history and interest in the SFDOBWMC. After the introduction, the SFDOBWMC will go into closed session to discuss accepting the Participant as a Prospect and assigning a Mentor (see Section 1.02(b), 6<sup>th</sup> bullet) to the Prospect.

Prospective status is neither continual nor retroactive. The Prospect's hours of service, meetings attended, and sanctioned rides do not roll over each year. The 'year' of a Prospect is based upon a rolling calendar at start of attendance.

Prospects will be given a SFDOBWMC pin to wear that says 'Prospect' so that others may recognize their status within the SFDOBWMC. If the Prospect receives their patch, then the 'Prospect' pin must be returned to the Organization.

Prospects will be provided electronic copies of the agenda and minutes (see Section 2.02[i]).

Prospects cannot participate in Special Meetings (see Section 2.03).

# (i) Requirements during Prospect Status

In a six-month qualifying timeline, Prospects are required to attend at least 10 regular business meetings, six of which must be consecutive, and cannot be more than 30 minutes late without notification. A Prospect must also attend three sanctioned SFDOBWMC activities. The Board may waive a requirement, due to extenuating circumstances by vote, but must receive a written request that provides justification for such a waiver.

If the Prospect is a motorcycle rider, they need to have passed a Motorcycle Safety Foundation Course, or agreed to pass a course within six months of the date of declaration of Prospective status. This requirement is waived if a Prospect, has ridden for a minimum of two thousand miles per year for three consecutive years.

If a Prospect is an active motorcycle rider with less than two thousand miles per year for the last three consecutive years, they must participate in at least two sanctioned SFDOBWMC rides taken with at least two Active Patch Holders at each sanctioned ride. A Prospect's mentor is required to attend at least one of these sanctioned rides.

If a Prospect is not an active motorcycle rider, they must participate in at least three activities sponsored by SFDOBWMC as well as perform the non-riding requirements as specified in this section during the six-month qualifying timeline.

Prospects must interact well with other Patch Holders, Participants, other Prospects,

Prospects are encouraged to serve on committees and provide additional community service as requested by the Board.

#### (ii) Completion of Requirements

At the end of the Prospect's qualifying period and completion of the above requirements, the mentor will once again put the Prospect's name on the agenda of a regular meeting, and the Board will vote to accept or reject advancement to Active Patch Holder. This vote will be done in a closed session and by ballot.

#### (b) Participants

and the Board.

A Participant is interested in motorcycles as a rider, passenger, or enthusiast and attends various SFDOBWMC events, such as the SFLGBT Pride Parade, sanctioned rides, and fundraising events.

Participants are expected to:

- Following the rules of the Organization at every SFDOBWMC event;
- Serve on committees or otherwise assist the SFDOBWMC in support of the mission statement.

# Article II. ORGANIZATIONAL STRUCTURE

# Section 2.1 Public Representation

Only Officers will handle public representation of the Organization, unless an Officer directs a knowledgeable Director to represent the Organization. If the Officer is not knowledgeable in the matter, they are to confer with other Officers or knowledgeable Directors before making any statements.

# Section 2.2 Meetings

#### (a) Schedule

Meetings will be scheduled as specified in the Bylaws, Article 3, Section 7.

#### (b) Location

The location of all meetings will be as specified in the Bylaws, Article 3, Section 7.

# (c) Public Access to Meetings

All regularly scheduled meetings are open except the Board and Officer elections the first Wednesday in October (see Bylaws Article 3, Section 8), discussions preceding the removal and discussions on the removal of a Director (see Bylaws, Article 3, Section 15), July post-parade wrap-up meeting (generally the third Wednesday of July), and when voting on a Prospect's advancement to Active Patch Holder status.

# (d) Sign-In Sheet

All attendees (regardless of organizational classification) need to sign in on the attendance sheet. The Secretary will review the names on the attendance sheet to confirm attendance.

# (e) Agenda

Every meeting will have a written agenda.

The agenda will consist of:

- · Welcome & Introductions
- Announcements
- Approval of the Agenda

- Approval of the Previous Meeting's Minutes
- · Reports
- Current Business
- New Business
- · Parking Lot

The Secretary and President will assign time limits to items on the agenda. Any attendee can make an announcement. Generally, announcements are items that may be of interest to the SFDOBWMC. Announcements should be brief, to the point and give the 'who, what, where, and when'. Any attendee can seek more information after conclusion of the meeting.

Current business will be items of business from previous meetings that have not been concluded and will be added to the agenda by the Secretary and/or President.

New business items will be items not being categorized as current business, which is in the interest of the Organization for attendees to discuss. Any Director, may add new business items to the agenda by sending an email to the Secretary and copying the other Officers, no later than the close of business Friday before the next scheduled meeting, if feasible. Any attendee may request an item be added to New Business at a meeting; however, depending on the length of the scheduled meeting and the timeliness of the New Business item, the President may elect to add the item to the next meeting's agenda or to the Parking Lot.

Parking Lot items are for those items to discuss at a later meeting, which is to be determined.

# (f) Decision-making

All meetings will use "Dykes Rules of Order" for decision-making at meetings. The following decision-making ground rules will be used:

- Attendees should not speak out of turn. The Vice President (or designee) will
  recognize hands in the order in which they are raised. However, those who have not
  spoken on an issue will be given the option to do so before anyone speaks a second
  time.
- All prospects and active patch-holders are encouraged to participate in discussions

- Comments should be brief, respectful and relevant to the topic being discussed.
   Participants should avoid repetition and focus on closure.
- The time for discussion can be extended by Board vote.
- Attendees should accept decisions they can live with to avoid debating minutia.
- Everyone is equal.
- Derogatory personal comments are inappropriate and will not be tolerated.
   Continued personal attacks are reason for the President to ask the person to leave and not participate further in the meeting and/or other sanctions (see Bylaws, Article 3, Section 15).

#### (g) Voting

Discussion is open to any attendee, but only the Directors are allowed to vote (see Bylaws, Article 3, Section 13). To vote on an item, it must be put forward by a Director and seconded by another Director (see Bylaws, Article 3, Section 13). Timed discussion will follow, if necessary (see Item e above). Upon conclusion of a discussion, a vote by the Board will be taken, if the item requires a vote. Items requiring a vote include, but are not limited to any of the items listed as major or minor in the Bylaws (see Article 3, Section 12). Voting will be by a show of hands, unless the item is subject to one of the conditions under the section listed (Section h below).

#### (h) Ballots

Ballots are mandatory in the following instances:

- Elections of the Directors and Officers (see Bylaws Article 4, Section 2).
- Advancement of a Prospect to Active Patch Holder (see Section 1.03[a]).
- · Any disciplinary action.

The Organization will honor any request from any Active Patch Holder for a paper ballot rather than a show of hands for voting.

Two individuals who do not have a stake in the outcome will count ballots.

# (i) Copies of Agendas and Minutes

Agendas and minutes will be available in hard copy at every meeting. Electronic copies of agendas and minutes will be sent to all of the Board, Active Patch Holders, and Prospects. The Secretary will provide the Web Chair of the SFDOBWMC website the

final agendas and signed minutes; the Web Chair will then post them to the website.

#### (j) Conduct at Meetings

Non-SFDOBWMC phone calls, texts, emails, and other similar avenues of communication are not to be taken or sent during meetings. Unless an individual is checking on a matter related to SFDOBWMC business, all electronic devices should be either turned off or set to silent mode. If it is necessary to conduct such communications, the individual must leave the meeting, returning only at the conclusion of such communications.

#### Section 2.3 SPECIAL MEETINGS

Per Article 3, Section 9 of the Bylaws, Special Meetings may be called. Any Officer or any two Directors may call a special meeting. A Special Meeting may be a closed meeting. Special Meetings of the Board will be held no sooner than 48 hours after notice delivered by telephone (text and voice) and email and no later than the next regularly scheduled meeting. Notice of the time, place and subject matter of the Special Meeting will be provided to all Directors, and Active Patch Holders unless the Special Meeting is about an Officer, Director, Active Patch Holder, legal matter, personnel issues, grievance investigation, suspension, termination or removal procedures in which case, the meeting will be closed to only Directors (see Bylaws, Article 3, Section 15). It is assumed that notification will be received by one of the methods of notice. If the decision of the Board is to proceed with suspension or removal (see Bylaws, Article 3, Section 15), then another Special Meeting will be called (see Section 3.11 for more details).

If the Special Meeting is about the conduct of an individual (other than a Participant), that individual will not be notified of the Special Meeting.

#### Section 2.4 STANDING COMMITTEES

Per the Bylaws, Article 5, Section 2, the Board may appoint other standing committees besides the Executive Committee. Non-board members may participate in such committees or subcommittees, but only Board members may vote and exercise the authority delegated to the committee or subcommittee by the Board. The following are the standing committees and subcommittees of the Organization:

#### (a) Merchandise

This committee is responsible for, but not limited to, the following:

- Present merchandise ideas to the Board
- Obtain quotes for merchandise
- Order merchandise
- · Inventory new merchandise before events and inventory all merchandise after events
- Work with the Public Relations & Advertising and Technology committees to advertise the merchandise
- Sell the merchandise at all events
- Oversee merchandise transportation to and from events
- Create forms for tracking merchandise and supply completed forms after each event
- Create a year-end summary at the July post-parade wrap-up meeting to the Secretary for archiving.

#### (b) Public Relations & Advertising

This committee is responsible for, but not limited to the following:

- · Create flyers, posters, and postcards advertising events and rides
- Provide marketing materials to the Organization for distribution
- Work with all committees to promote SFDOBWMC various activities
- Write press releases--the President must review and approve all press releases before release.
- Present printing and advertising quotes to the Board and place orders once approved
- Supply the final version of hard and electronic copy to the Secretary for the archives.
- Work in conjunction with the technology committee to ensure proper advertising is maintained on various electronic formats

#### (c) Chapters

This committee is responsible for overseeing Dykes on Bikes® chapters. The Vice President will chair this committee. The committee is responsible for, but not limited to, the following:

- Acting as liaison to the Dykes on Bikes® chapters.
- Distributing Dykes on Bikes® chapter applications to interested parties and answering inquires into becoming a Dykes on Bikes® chapter.
- Reviewing Dykes on Bikes® chapter applications and making recommendations to the Directors.

#### (d) Events

This committee is responsible for, but not limited to, the following:

- Work with the Board to schedule the dates and venues for fundraising events
- Procure venues, entertainment and food for events to present to the Board
- · Brainstorm new events
- Organize volunteers for events from setup to cleanup, stepping in to fill voids or resolve issues as necessary
- Oversee business donations for raffle and auction items
- Work with the Public Relations & Advertising and Technology committees to promote fundraising activities

#### (e) Rides

This committee is chaired by the Ride Coordinator. The committee is responsible for, but not limited to, the following:

- Plan and coordinate rides
- Work with the Public Relations & Advertising and Technology committees to promote rides
- Create ride directions (turn sheets or maps) and print out sheets for ride participants
- Print the signup/waiver sheet and have each rider and buddy sign the sheet. Give a copy to the San Francisco Bay Area Leather Alliance (SFBALA) for event entry and the original to the Secretary.
- Inform RSVPed riders of ride cancellations as necessary.

#### (f) Technology

This committee is responsible for, but not limited to the following:

- Ensure all technical assets are domiciled within the corporate entity;
- Work with all other committees to ensure information is updated on the website
- Assist with creating and updating email and announcement lists as needed
- Research new technologies to advance the Organization and present as applicable
- Ensure overall end users ability to enter, edit, and/or move content.

#### (g) Budget and Finance Committee

This committee is responsible for ensuring a projected annual budget is prepared and presented to the Board for review before and at the annual Directors meeting (see Bylaws Article 4, Section 9). The Treasurer will chair this committee.

# (i) Charitable Giving Subcommittee

This subcommittee is responsible for, but not limited to, the following:

- Research potential organizations for receipt of donations within the fiscal year
- Work with the Treasurer to include the proposed giving for that year into the budget, including any emergency donations for impromptu giving
- · Present charitable giving ideas to the Board
- · Research potential organizations and events for volunteer opportunities
- Coordinate volunteer opportunities in the LGBT, women's and motorcycle communities
- Identify and coordinate fundraising activities that will raise funds to be donated directly to potential organizations
- Work with the Public Relations & Advertising and Technology committees to promote fundraising activities

# Section 2.5 Special Committees:

# (a) SFLGBT Pride Parade Committees:

# (i) Registration

Main responsibilities include, but are not limited to:

- Update, as necessary, and distribute Registration procedures
- Recruit volunteers
- Obtain volunteer contact information
- Arrange for the support vehicle
- Identify necessary equipment and supplies necessary for Pride Sunday Registration
- Ensure all supplies are at designated assembly area on Pride Sunday
- Set up Registration area in designated assembly area
- Block off assembly area to keep out cars and trucks. SFDOBWMC support vehicles, MUNI and emergency vehicles are allowed to pass through.
- Set up cones and signs to designate pre-registered and non-registered lines
- Verify and document license and insurance information required for motorcycles.
- Place stickers onto the headlight per the lottery

- Allow only motorcycles, trikes, and scooters in the Parade with the exception
  of the Helmet Truck and two support vehicles.
- Communicate with the Line Up and Road Captain chairs for questions and/or concerns as they arise
- Answer questions and resolve conflicts as necessary
- Pick up the cones and signs when Registration closes and return them to the designated support vehicle.
- Prepare a Post-Parade Wrap Up Report outlining what worked and areas of improvement, to be submitted to the Secretary by the first meeting in July

#### (ii) Line Up

Main responsibilities include, but are not limited to:

- Update, as necessary, and distribute Line Up procedures
- Recruit volunteers
- Obtain volunteer contact information
- Hold training meetings with Road Captain chairs for coordination of responsibilities.
- Identify necessary equipment and supplies necessary for Pride Sunday and coordinate with the Secretary
- By 6AM the day of Pride, have identified the amount of space needed for each registered club and independent riders
- On the day of Pride, set up the appropriate amount of space for line-up using cones, signs and other equipment.
- Direct riders to the appropriate line up position as indicated by number on headlight.
- Line up riders in their assigned section. Club riders parking along the curb at a 45-degree angle. Independent riders park parallel to the curb. No bikes are parked on grates with the exception of trikes.
- Communicate with the Registration and Road Captain chairs for questions and/or concerns as they arise
- Help keep cars and trucks out of lineup area. SFDOBWMC support vehicles, MUNI and emergency vehicles are allowed to pass through.
- Answer questions and/or resolve conflicts as necessary
- After registration has ended, pick up any cones and signs used to designate lineup and return them to the designated support vehicle.

 Prepare a Post-Parade Wrap Up Report outlining what worked and areas of improvement to be submitted to the Secretary by the first meeting in July.

#### (iii) Road Captains

Directors and active patch holders are requested to serve as Road Captains. If a Director or an active patch holder does not want to serve or is not qualified to serve as a Road Captain, they will ride in the Dykes on Bikes® group behind the SF Pride Liaison and before the other clubs (See Section 2.05[a][ii]).

Main responsibilities include, but are not limited to:

- Update, as necessary, and distribute Road Captain procedures
- Obtain volunteer contact information
- Work with the Advertising and Technology committees to advertise the need for volunteers
- Inform participants that everyone must be on their motorcycle by 10:15.
- Recruit between 20 50 volunteers
- Hold Road Captain training meetings with Line Up for coordination of responsibilities.
- Communicate with the Line Up and Registration chairs for questions and/or concerns as they arise
- Check on 'No Parking' signs to be posted on Leavenworth between
  McAllister and Turk, and on Golden Gate between Leavenworth and Jones St
  the Thursday through Saturday before parade day, and again Sunday morning
  the day of the parade.
- If signs are not posted, contact the Parade Liaison, who will contact the appropriate officials.
- Coordinate with Road Captains regarding parking bikes at the end of the parade.
- Make yourself available for questions
- Help oversee Pride ride event and resolve conflicts as necessary
- Help keep cars and trucks out of lineup area. SFDOBWMC support vehicles,
   MUNI and emergency vehicles are allowed to pass through.
- Road Captains are to ride on the outside left are not to ride against the flow of traffic, unless directed by the Road Captain Chair/Co-Chair or designee.
- Prepare a Post-Parade Wrap Up Report outlining what worked and areas of

improvement to be submitted to the Secretary by the first meeting in July.

#### (b) Policies and Procedure Update Committee

Main responsibilities include, but are not limited to:

- Update the P&P (Section 2.06) as necessary and as the Organization evolves.
- Circulate internal draft updates to the Board and Active Patch Holders.
- Incorporate comments, as appropriates and present a draft for consideration and vote.
   If the Board approves, update the P&P and provide a revised electronic draft to the Secretary for distribution and record keeping.

#### (c) Ad Hoc Committees

Ad hoc committees are temporary committees to deal with specific areas that need to be addressed.

#### Section 2.6 POLICY AND PROCEDURES

These P&P will become effective immediately upon their adoption by the Board. Any Prospect who has begun their qualifications to become an Active Patch Holder before the effective date of these P&P will continue their qualifications under the previous procedure. It is strongly recommended that all Directors have a copy of the P&P as well as the Bylaws when attending meetings.

The Secretary is required to bring extra copies of the P&P and Bylaws to the meetings so they may be available to attendees who are non-Board members. Copies of the P&P and Bylaws will be handed out to those who request them.

#### (a) Amendments

The Directors may amend these P&P through additions, deletions or changes. Such amendments will require the vote of the Board. Changes to the P&P are considered a minor decision, and thus, requires a simple majority. If a New Business item is a proposed P&P (addition, deletion or change), the P&P committee will convene to discuss the item and put forth a recommendation to the Board at a regularly scheduled meeting to adopt the proposed amendment, adopt the proposed amendment as modified by the P&P committee, or reject the proposed amendment.

#### (b) Governing Law

In all matters not specified in the P&P, or in the event these P&P do not comply with

applicable law, the California Nonprofit Benefit Corporation Benefit Law will apply.

# Section 2.7 Organization Roster

The Secretary will keep a roster containing the name, contact number, emergency number, email address and mailing address of each Active Patch Holder, Prospect, and Director. The roster will indicate whether a Patch Holder, Prospect, or Director is in good standing.

# Article III. RIGHTS AND RESPONSIBILITIES

All classifications of SFDOBWMC are expected to conduct themselves in a responsible, safe, ethical and respectful manner whenever they represent the Organization at an event or a meeting and when wearing their patches. Failure to follow these rules of conduct or violations any other SFDOBWMC policies may result in suspension, termination or removal (see Bylaws, Article 3, Section 15).

# Section 3.1 Good Standing

Active Patch Holders, Prospects, and Directors who have met minimum attendance requirements and are not suspended will be considered in good standing with this Organization.

# Section 3.2 Voting Rights

Only Directors may vote at a meeting. There will be no voting by proxy. Each Director present will have one vote. All decisions will be made by simple majority vote unless otherwise specified by the Bylaws (see Article 3, Section 12).

# Section 3.3 Inspection Rights

# (a) Patch Holder, Participant, Prospect, Officers Records:

In addition to the inspection rights provided to Directors in the Bylaws (Article 7, Section 1 and Section 3), the right of all other classes to have access to the records of this Organization will be governed by Section 6330 through 6332 of the California Nonprofit Public Benefits Corporation Law. See also Article 7 of the Bylaws.

#### Section 3.4 Director Attendance

Directors may miss no more than four consecutive meetings. Upon missing the fifth consecutive meetings, a Director will become a Non- Active Patch Holder, and thus non-voting, for the remainder of the fiscal year. Exceptions are as followed:

- In the event of a short-term, e.g., 3-6 weeks, inability to consistently attend meetings, a Director is required to give a written notice to the Secretary of this Organization 15 days in advance of the first meeting to be missed requesting a leave of absence.
- If a Director has not attended three consecutive meetings, and that Director has not

given written notice, an Officer will check in with that Director. If that Director does not come to the next meeting, they must provide a leave of absence request pending Board approval before the next meeting.

- A sabbatical of six months or less may be requested in writing (via email only) to the President and Secretary. Requests for a sabbatical must include a time line for the leave, including a date of leave, a date of return, and a general statement as to why the Director is requesting the leave. In the request, the Director must state whether they want the request read formally in an open Board meeting, detailing why the leave is requested, or if only the request with the return date will be read and not the reason. The email request needs to be submitted no later than the Sunday before the next meeting after the third meeting is missed.
- The request must be approved by the Board. If approved, while on sabbatical the Director must remain financially current, may retain the patch and may attend meetings, but may not vote. If the Board does not approve the request, and the Director misses a fourth meeting, the Director will become a Non-Active Patch Holder (see Section 1.02[c]) and will lose their seat on the Board.
- In the event a Director requires more than six months sabbatical, upon email request, the Board may vote to allow the Director to keep their patch without applying for Emeritus status (if qualified). The Director must remain financially current and can attend meetings, but may not vote during the sabbatical.

#### Section 3.5 Active Patch Holder Attendance

Active Patch Holders may miss no more than six consecutive meetings. Upon missing the seventh consecutive meeting, an Active Patch Holder will become a Non-Active Patch Holder for the remainder of the fiscal year. Exceptions are as followed:

- In the event of a short-term, e.g., 3-6 weeks, inability to consistently attend meetings, an Active Patch Holder is required to give a written (via email only) notice to the Secretary of this Organization 15 days in advance of the first meeting to be missed requesting a leave of absence.
- · If an Active Patch Holder has not attended five consecutive meetings, and that

Active Patch Holder has not given written (via email only) notice, an Officer will check in with that Active Patch Holder. If that Active Patch Holder does not come to the next meeting, they must provide a leave of absence request pending Board approval before the next meeting.

- A sabbatical of six months or less may be requested in writing (via email only) to the President and Secretary. Requests for a sabbatical must include a time line for the leave including a date of leave, a date of return and a general statement as to why the Active Patch Holder is requesting the leave. In the request, the Active Patch Holder must state whether they want the request read formally in an open Board meeting, detailing why the leave is requested or if only the request with the return date will be read and not the reason. The email request needs to be submitted no later than the Sunday before the next meeting after the third meeting is missed.
- The request must be approved by the Board. If approved, while on sabbatical, the Active Patch Holder must remain financially current, may retain the patch, and may attend meetings. If the Board does not approve the request, and the Active Patch Holder misses a sixth meeting, the Director will become a Non-Active Patch Holder (see Section 1.02[c]). If elections will be held during the sabbatical, the Active Patch Holder's name cannot be put forward as a candidate for the Board.
- In the event an Active Patch Holder requires more than six months sabbatical, upon written request, the Board may vote to allow the Active Patch Holder to keep their patch without applying for Emeritus status (if qualified). The Active Patch Holder must remain financially current and can attend meetings. If elections will be held during the sabbatical, the Active Patch Holder's name cannot be put forward as a candidate for the Board.

# Section 3.6 Anti-harassment Policy

It is the policy of the Organization to maintain an environment free from harassment and to insist that all individuals be treated with dignity, respect and courtesy.

# Section 3.7 Safety

Unsafe riding or behavior while participating in SFDOBWMC sanctioned rides, LGBT Pride Parades, and/or while wearing patches will not be tolerated. Such actions may be

cause for suspension or removal (see Bylaws, Article 3, Section 15). Unsafe riding is defined as but not limited to the following:

- Riding or driving under the influence of alcohol and/or drugs
- · Trick riding
- Excessive speeds
- General recklessness
- Negligence
- Riding against the flow of traffic (unless under specific conditions per Article II Section 2.05(a)(iii) and then only as directed by the Road Captain Chair/Co-Chair or an Officer)
- Three or more on a motorcycle, unless the motorcycle is equipped with a pillion and sidecar

Unsafe behavior includes, but is not limited to, criminal activities, fighting, violence, intimidation tactics, verbal assault, yelling, or acting out physically and may be cause for suspension or removal (see Bylaws, Article 3, Section 15).

The individual will be asked to stop the inappropriate riding or behavior, the name and license number will be obtained, if safely possible, and proper authorities will be notified if warranted.

#### Section 3.8 Patches

#### (a) Respect of Patches

Failure to respect and honor the patch of this Organization by wearing them inappropriately may be cause for suspension or removal<sup>1</sup> (Bylaws, Article 3, Section 15). Patches are to be worn in the following prescribed manner.

- The large patch is to be worn alone on the back of a jacket or vest. It is to be the only adornment on the back of the garment.
- Small patches and pins may be worn with other items on the front of a jacket or vest or on the sleeve.

<sup>&</sup>lt;sup>1</sup> The Patch Holder will be given a 30-day notification to correct the display of the patch. If the correction is not made, the Board will consider suspending or removing the Patch Holder. See Article III, Section 3.11(b)(i).

#### (b) Qualification for Patch

Once a Prospect is qualified to become an Active Patch Holder of the Organization, they will be awarded a patch by the President or designee at the first scheduled meeting following completion of requirements (see Section 1.03[a][i] and [ii]).

Organization Deposit: New Patch Holders will pay the current cost of the patch upon completion of the requirements (see Section 1.03[a][i] and [ii]). This non-interest accruing deposit will be refunded if the patch is returned to the Organization. Patches must be returned in a clean and re-usable state, allowing for normal wear and tear.

#### (c) Return of a Patch

If a Patch Holder resigns or is terminated (see Section 3.11), with the exception of those Patch Holders who obtained their patches before the enactment of these P&P, patches must be returned in a clean and re-usable state, allowing for normal wear and tear, and the deposit will be returned. If the patch is not in a useable condition, the deposit will be kept by the Organization.

# (d) Transferability of Organization's Patch

The Organization's patch and any rights arising from participation in the Organization will not be transferred or assigned. Any attempted transfer will be void.

#### Section 3.9 Finances and Ethics

# (a) Use of Organization for Personal Gain

Use of the Organization or patches for personal gain is not acceptable and is grounds for removal (see Bylaws, Article 3, Section 15).

#### (b) Compensation

Per Bylaws Article 3, Section 5, Directors will serve without compensation, but are allowed reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties. In addition, no other classes will be compensated for their services, but they are entitled to claim reasonable reimbursement for any actual out-of-pocket expenses incurred in the performance of their services, so long as these expenses are verified with receipts. The Board must approve expenses of more than \$75.00 before being incurred.

Any class may furnish goods and/or services to the Organization provided they are offered at cost. If, from a business owned by the individual, it must be submitted in writing as a sealed bid. Other bids will be solicited and the best one chosen.

#### (c) Bids, et al.

All discussions related to bids, service, work, grants, sponsorship, techniques, reviews, mediations, and/or other sensitive matters discussed during closed meetings will be kept strictly confidential. Violation of confidentiality will be cause for immediate suspension or removal from the Organization (see Article III, Section 3.11(b)(i); Bylaws, Article 3, Section 15).

Paperwork and details of all bids, work and/or services and goods, or intellectual property will remain the property of the Organization whether by volunteers, an outside service, or other Organization class. No individual may use the Organization's logo or other intellectual property without express written permission from the Secretary as voted upon by the Board.

#### (d) Financed Representation

If an individual has committed to represent the Organization at an event or function, where either whole or part of the cost is borne by the Organization, and the individual does not carry out their commitment, the individual will be personally liable for the cost of attending. The President may ask for confirmation of representation by email RSVP at a date announced during a meeting.

# Section 3.10 Intellectual Property

No class will use the Organization's logo or other intellectual property without express written permission from the Board as documented by a vote in the minutes.

# Section 3.11 Suspension or Removal of an Individual within a Class of the SFDOBWMC

#### (a) Causes

All classes may participate in the Organization until suspended or removed as provided in this section and Bylaws Article 3, Sections 15 - 17.

Suspension or removal of any individual within a class will be defined as, but not limited

to the following:

#### (i) Failure to Qualify

On a good faith finding by the Board, made in accordance with Section 3.11(b) that an Active Patch Holder no longer meets the qualifications set forth in Article I, Section 1.02(b), Patch Holder status will be terminated.

# (ii) In the Interest of the Organization

On good faith finding of the Board, made in accordance with the Bylaws and the P&P, that continued participation of a non-active Patch Holder, Active Patch Holder, or Director in this Organization is not in the best interest of this Organization, the organizational relationship will be terminated.

#### (iii) Cause:

The definition of 'cause' is found in the Bylaws, Article 3, Section 15, and applies to all classes as defined in Article 1 of the P&P.

# (b) Process for Suspension or Removal

The process for suspension or termination will include Special Meeting(s) as described in Section 2.03.

#### (i) Suspension

The Board may suspend any individual with cause. The individual will be provided with an email that will include the reason(s) for suspension and the date, time, and place of the Special Meeting (see Section 2.03). The notice will be sent by registered mail, to the last address provided. If the Board votes for suspension, the individual will be suspended immediately from continued participation in the Organizations meetings and events for a period of three months. Should an individual be suspended more than twice in two years, the Executive Committee will bring the name of the individual to the Board to consider their removal.

#### (ii) Removal

The Board may remove any individual with cause. The individual will be provided with an email that will include the reason(s) for termination, and the date, time and place of the Special Meeting (see Article II, Section 2.03). The notice will be sent by registered mail, to the last address provided. The individual will be given

an opportunity to respond, either orally or in writing at the special meeting. If the individual does not appear or has not notified the Secretary or another Officer of the Organization, of any adequate reason for not appearing or chooses not to appear at the hearing, suspension or removal (see Bylaws, Article 3, Section 15) will become effective upon an affirmative vote of the Board. During the special meeting, the Board will decide whether the individual should be suspended or removed or sanctioned in some other way. This decision will be final. The record of these special meetings will not be open for public inspection. All other meeting procedures will be followed where applicable. If the Board votes for removal, the individual will be removed immediately from participation in any future SFDOBWMC activities.

An individual who has been removed with cause will be required to turn in their patch(es) (Section 3.08[c]). The deposit (if one was received) for the patch(es) will be returned to the individual. The individual will also be removed from all member email distribution lists and their name and photograph removed from the Organization's website.

#### (c) Reinstatement

Individuals who have been suspended or removed may be reinstated at the discretion of the Board with a two-thirds voting decision in favor of reinstatement, provided the individual has met the Active Patch Holder qualifications set down in Section 1.02(b) and any other requirements specified by the Board. However, meeting the qualifications and requirements does not guarantee reinstatement.

# Article IV. SAN FRANCISCO PRIDE PARADE

# Section 4.1 Responsibilities of Liaison

The SFDOBWMC will have a liaison to the San Francisco Lesbian, Gay, Transgender Parade Committee and Celebration (SFLGBTPCC). The liaison will attend their general planning meetings and serve as a spokesperson for the Organization. The liaison will work to ensure that SFLGBTPCC addresses the needs and concerns of SFDOBWMC in regards to the assembly site, equipment and parking arrangements.

#### Section 4.2 Pace Bikes

Selection of Pace Bikes will be made at the first meeting in June. The selection of Pace Bikes will be drawn from those who:

- Have a 60 percent or greater attendance at meetings from the first meeting in July of the current year to the last meeting in May of the following year during which the parade occurs
- Participated in at least two events in the last fiscal year
- Are financially current
- · Have not paced the previous year

Ballots with the names of those who qualify for Pace Bikes will be placed in an enclosed container. Four names will be drawn, one name at a time: the first two names will be the Pace Bikes and the next two names drawn will be alternates. If an individual cannot perform Pace Bike duties, the first alternate selected will replace that Pace Bike and if the first alternate or the second Pace Bike cannot perform the duties of the Pace Bike, then the second alternate will advance to Pace Bike. Alternates may be Road Captains if they are not pace bikes (see Section 2.05[a][iii]).

# Section 4.3 Line Up of Motorcycles

- · Pace Bikes
- Liaison
- Specially Designated Riders if any
- Dykes on Bikes® chapters
- Clubs
- Independents
- Men

#### Kindred Spirits

# Section 4.4 Line-Up Lottery

It is the policy of the SFDOBWMC to draw the line-up of clubs (excluding Dykes on Bikes® chapters, which follow the Liaison and any specially designated riders) by a yearly lottery during the second meeting in June. Participating clubs (which must be made up of members who are female-identified) will be identified via the registrations received up to the Saturday before the second meeting in the month of June. Once the lottery draw is concluded, no clubs will be added to line-up. Club officers, or their designee will provide their contact information, email address, and cell phone number as part of the eligibility requirements for line-up lottery. Club members should make every effort to arrive together on Parade Day. Any clubs registering for the Pride Parade after the second meeting in June will be included in "Independents"; no space will be reserved for them in the club line up.

#### (a) Exception

An exception to the lottery line-up may be granted by the SFDOBWMC if the President and Secretary receive a request from a club to be the first club in the line-up after SFDOBWMC pace bikes, SF Pride Liaison, and specially designated riders. A request must be made to the SFDOBWMC President at <a href="mailto:president@dykesonbikes.org">president@dykesonbikes.org</a> and the Secretary at <a href="mailto:secretary@dykesonbikes.org">secretary@dykesonbikes.org</a> after January 1 and no later than the first SFDOBWMC meeting in May for that Parade year. A club may petition to be the first club only under the following circumstances:

- The club is celebrating a significant milestone of at least 10 years and the anniversary must be divisible by five.
- The club must be female-identified.
- The club must have more than five active members. The President, or equivalent position in the club, must send an email or a letter to the SFDOBWMC Secretary at <a href="mailto:secretary@dykesonbikes.org">secretary@dykesonbikes.org</a> stating that there are five or more active members.
- The club officers (or similar designation) must agree to any special conditions that may be added by the SFDOBWMC that are supplemental to the normal line-up procedures.

The SFDOBWMC will review any requests received at one or more meetings during the month of May and possibly the first meeting in June. If the request is approved by a majority vote, the petitioning club will be given the first club line-up position for that parade year

only. Because the SFDOBWMC will vote on this matter (a minor decision), decisions are final. All other clubs will be drawn as usual.

Subsequent to their appearance as the first club, the club will go back into the lottery for successive Pride Parades, but will be ineligible to be first club the following year of appearance. During the following year club lottery, the former first club's name will be withheld from the lottery until after the first draw, when their name will then be placed into the regular lottery. All other clubs will be drawn as usual. An exception to this procedure will occur if there is a SFDOBWMC approved first club for that year, then the former first club will go into the regular lottery.

# Section 4.5 T-Shirt Design Contest

The SFDOBWMC will hold an annual t-shirt design contest. The President will send out an announcement of the contest in October, and once a month thereafter until the month the contest ends. The announcement will be posted on the website. Submissions will be accepted up to the first Saturday before the first meeting in February. Multiple submissions by the same artist will be accepted.

Design criteria will be included in the announcement. The following are the minimum requirements:

- With respect to the design, include one or any combination of the following elements: a motorcycle, parts thereof, the phrase "Dykes on Bikes®", or somehow convey the Zen of riding a bike.
- Designs can be white on a black background, or a black design on a white background. Submission of color designs are welcome, however contestants should be reminded that designs and color content should be kept simple as the cost goes up with more colors/complexity.
- Artists should sign the design.
- The design becomes the property of the SFDOBWMC.
- Formats must be jpg, tif, .psd or .ai.
- High-resolution format (300 dpi).
- Hard copy mail in drawings (typical size is no larger than 10" x10") will be accepted.
- Submissions should be sent to <u>president@dykesonbikes.org</u>

Selection of the design by the Board will be done in the following method:

#### (a) Six or More Submissions

There will be two votes: the first will be a straw vote with *everyone* (voting and non-voting individuals) present allowed to vote to narrow the submissions to the top three selections immediately followed by a second vote (a minor decision) limited to the Board present with the winner being the artistic selection of the year.

#### (b) Five or Less Submissions

There will be one vote (a minor decision) (unless there is a tie) by the Board to select the winner.

#### (c) Modifications

The SFDOBWMC may suggest minor design modifications to the artist. If the artist is unwilling to modify the design, the SFDOBWMC may choose to select the runner up.

# Section 4.6 Registration

Registration forms will be available for download on the website as well as mailed out by the Secretary. See Section 2.05(a)(1) for committee responsibilities.

# Section 4.7 Line-Up

Line Up instructions will be on the website. See Section 2.05(a)(ii) for committee responsibilities.

# Section 4.8 Road Captains

Road Captain instructions will be on the website. See Section 2.05(a)(iii) for committee responsibilities.

# (a) Qualifications for Road Captain

- Must have been riding for a minimum of 3 years
- Have a working motorcycle with valid registration and insurance
- Have a valid California motorcycle driver's license.

#### (b) Instructional Meeting

There will be instructional meetings held before the parade and every Road Captain is required to attend at least one of the meetings. Meeting dates, times and place will be posted on the website.

### (c) Volunteer Agreement

Each Road Captain is required to sign the Road Captain SFDOBWMC Volunteer Agreement and return it to the Road Captain Chair. A signed agreement is a non-negotiable condition of being a Road Captain.

# (d) Clubs

Clubs are required to provide their own Road Captains for their group. There is to be one Road Captain for every ten motorcycles. Road Captain Chair or Co-Chair are to be provided the names and contact information of the designated Club Road Captains at least the Monday before the parade.

# Article V. Chapters

# Section 5.1 Chapter Qualifications

A Dykes on Bikes<sup>®</sup> chapter may be granted to a domestic or international motorcycle club when the following requirements and timeframes are met:

# (a) Initial Timeframe (Before Being Granted a Chapter)

- Support the goals, objectives, and mission statement of SFDOBWMC as stated in the SFDOBWMC Bylaws<sup>2</sup>.
- Act in a manner reflecting positively on all Dykes on Bikes<sup>®</sup> riders and the Dykes on Bikes<sup>®</sup> Organization.
- Have at least five active individuals.
- Assign a point person to be the liaison with the SFDOBWMC.
- Determine the chapter's name. The chapter should be called <Dykes on Bikes® (insert city)>. For example, Dykes on Bikes® Monterey, CA.3
- Fill out and submit the Dykes on Bikes® Chapter application.

# (b) Within Six Months of Being Granted a Dykes on Bikes® Chapter

- Maintain above requirements in item (a) above.
- Establish a minimum of three officers: President, Vice President, and Treasurer for the chapter, if not already completed in (a) above.
- Order the official Dykes on Bikes® chapter patches and require all chapter members to wear the patch appropriately (see Section 5.03(d) for more details).
- Register as a not-for-profit organization [e.g., 501(c)3, nonprofit or 501(c)7 social club]. Use of the name Dykes on Bikes® will not be used for profit other than fundraising for a chapter or a charity.
- Create chapter bylaws<sup>4</sup>. A copy must be emailed to:
  - a) The Secretary of the SFDOBWMC at secretary@dykesonbikes.org
  - b) The Vice President of the SFDOBWMC at vp@dykesonbikes.org

<sup>&</sup>lt;sup>2</sup> The SFDOBWMC will make their Bylaws and policies and procedures available, upon request, to a prospective chapter. The SFDOBWMC Bylaws were created in and for the state of California, and as such may contain information specific to California law.

<sup>&</sup>lt;sup>3</sup> Please note that only one chapter should exist per city or locale. However, in instances where the prospect chapter believes it should cover a larger area than a city or in cases where there may be another chapter nearby, the Board of the SFDOBWMC reserves the right to grant exceptions on a case-by-case basis.

<sup>&</sup>lt;sup>4</sup> All chapters much ensure their Bylaws are in compliance with the state/country laws for the state/country in which the chapter is located

# (c) Annually (to be completed by August 1)

- Maintain requirements in item (b) above.
- File taxes through the Internal Revenue Service or for international clubs, the appropriate oversight body. (Note: If the charter sells merchandise, appropriate sales tax licenses must be obtained and taxes collected and paid, per your state/country's laws.)
- Volunteer in at least two philanthropic endeavors annually that support the mission of the SFDOBWMC.
- When possible, work with the Pride committee in the area to help support or start a Pride Parade ride.
- Send the SFDOBWMC a copy of the following documents:
  - a) An updated list of chapter members, including email contact information.
  - b) An updated copy of the chapter's Bylaws and P&P, if there are any revisions.
  - c) A copy of the chapter's registration as a not-for-profit organization.
  - d) A copy of the chapter's filed taxes.
  - e) An annual report outlining the chapter activities from the past year.

# Section 5.2 Chapter Oversight by SFDOBWMC

The SFDOBWMC is responsible for verifying, to the extent feasible, and monitoring chapter compliance in accordance with Article 5. The SFDOBWMC reserves the right to request information and additional support from chapters to verify that chapters are meeting the requirements as described in Article 5. Failing to comply with the chapter requirements set forth in Article 5 may result in the revoking of a chapter's status by the SFDOBWMC Board as agreed upon by a vote of the Board. Notwithstanding chapter revocation, a chapter will remain in effect providing the chapter continues to meet the chapter requirements. Currently, the SFDOBWMC does not require membership dues from its chapters; however, the SFDOBWMC reserves the right to amend this section as desired by its Board.

At the time of the enactment of these P&P, existing chapters will be given six months to come into compliance with chapter requirements.

# Section 5.3 Maintaining a Dykes on Bikes® Chapter

Maintaining a Dykes on Bikes® chapter as outlined below is the responsibility of each chapter.

# (a) Governance of a Dykes on Bikes® Chapter

- Each chapter is responsible for using the official Dykes on Bikes® chapter requirements to govern its chapter.
- Each chapter is responsible for monitoring and addressing the health of its own organization.
- Each chapter will maintain officers, Bylaws, and P&P.
- Each chapter will determine its chapter requirements<sup>5</sup>, including dues<sup>6</sup>. All local requirements should be clearly stated in the chapter's P&P.

# (b) Communications

Changes are expected to:

- Maintain an active chapter liaison and periodic contact with SFDOBWMC.
- Promote and encourage membership in the chapter.
- Hold a board meeting at least once per month, unless their P&P allows for a month off. For example, the SFDOBWMC does not hold a meeting in December.
- Not slander the name or Organization of the SFDOBWMC or the phrase Dykes on Bikes® or individual directors.

# (c) Rides

Each chapter is responsible for determining and monitoring its rides. However, while wearing the Dykes on Bikes® patch, Patch Holders must ride lawfully and in a manner that reflects positively on the Dykes on Bikes® community, including abiding by local laws regarding the use of drugs or alcohol while riding. Failure to do so constitutes a violation of the chapter requirements. Direct corrective action as deemed necessary by the SFDOBWMC Board will result.

# (d) Dykes on Bikes® Patches

Official Dykes on Bikes® patches must be worn in the following prescribed manner. Failure to respect and honor the Dykes on Bikes® patch(es) by wearing them inappropriately may be cause for chapter termination<sup>7</sup>.

<sup>&</sup>lt;sup>5</sup> See Section 1.03(a).for the SFDOBWMC requirements for becoming a patch holder.

<sup>&</sup>lt;sup>6</sup> Chapters are not required to collect dues, and are encouraged to consider the hardship that dues may incur and maintain a space that is open to all women and friends of women motorcyclists regardless of financial situations.

<sup>&</sup>lt;sup>7</sup> The Board will give a chapter a 30-day notification to correct the display of the patch. The Board will terminate the chapter if the correction is not made (see Section 3.11).

- All patches must be ordered through the SFDOBWMC.
- The patch is a circular grey patch with a black triangle that says Dykes on Bikes<sup>®</sup>. The chapter's name will be arched over the triangle (see image below).
- Dykes on Bikes® patches must be worn alone on the back of a jacket or vest, or similar garment and will be the only adornment on the back of the garment (see image below).
- Only those who meet the chapter's membership requirements are authorized to wear the Dykes on Bikes® patches.
- The Dykes on Bikes® patches are the property of the chapter, unless that chapter is revoked by the SFDOBWMC; at which point, the patches will be returned to the SFDOBWMC and will remain the property of the SFDOBWMC.
- The chapter reserves the right to request the return of the Dykes on Bikes® patches upon termination of an individual's membership for any reason, including preventing the unauthorized use of the patches and the Dykes on Bikes® trademarked name. Chapters are responsible for monitoring the appropriate use of the Dykes on Bikes® name.
- It is up to the chapter to determine whether the chapter will buy-back the Dykes on Bikes® patches. The chapter's policy regarding patches should be clearly defined in their P&P. Patches should be returned in a clean and reusable state, allowing for normal wear and tear.

# (e) Other Patches or Colors

All other colors and adornments, including chapter patches, may be worn on the front of a jacket or vest, or similar garment (see following image).



#### Charter Club Patch Guidelines

- The back of the jacket or vest will hold the original San Francisco Dykes on Bikes club colors.
- Charter colors will be on the front of the jackets/vests in any area as decided on by that charter organization.
- All other patches, pins and ornaments will be located on the opposite side from the charter patch.

