

Corporate Team Handbook

Revised: January 2010

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1. Introduction

1.1. BESS Mission Statement

The Baltimore Educational and Social Society (BESS) exists to foster the understanding and safe practice of consensual erotic power exchange. To fulfill this mission, BESS provides educational programming, participative workshops, and social activities for those adults who also support this mission.

1.2. BESS Directors, Officers and Team Leaders

The intent of this handbook is to document key policies and procedures concerning the governance and operations of BESS. Herein will be addressed the activities of BESS Directors, Officers and Team Leaders. For clarity, we state that BESS Directors are answerable to the Contributorship and that the BESS Officers and Team Leaders are answerable to the BESS Board of Directors. All Team Leaders also work closely with the Corporate Team Leader.

A listing of BESS Directors, Officers and Team Leaders, including contact information, can be found in the Corporate Team Roster.

1.3. Responsibilities of the Corporate Team

The Corporate Team shall maintain the operational infrastructure of the BESS Corporation: physical (post-office box, meeting space, etc.); financial (bank account); communications (e-mail lists); and organizational (policies). This infrastructure enables the BESS Directors to work with the BESS staff to accomplish the BESS educational and social missions.

Corporate Team duties include 1) conducting the election of board members in compliance with the requirements set forth in the bylaws and in accordance to the election procedures approved by the BESS Board of Directors; 2) assuring that the minutes of board meetings are recorded and are published in an appropriate forum; 3) maintaining written policies governing conduct of board meetings and the organizational interface between the BESS Board of Directors and the BESS Team Leaders (BESS staff); 4) insuring that board members, officers, team leaders, and other approved individuals have methods of communicating electronically; 5) maintaining a BESS website with current information; 6)

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making the handbooks of the various teams available to the Contributorship; 7) maintaining a BESS bank account and ensuring that BESS monetary policies are followed; 8) compiling and making available the BESS annual budget, to including the budget of each BESS team; 9) obtaining insurance as directed by the Board of Directors; 10) filing legal documents as needed; 11) securing meeting space, as needed, for BESS business meetings; and 12) maintaining a BESS mailing address.

The Corporate Team Leader may appoint other individuals and members to the corporate team as needed to accomplish these objectives.

2. Confidentiality

It is BESS policy that BESS Directors, Team Leaders and team members make every effort to keep personal information personal. Such information might come to light at BESS board meetings or on the BESS e-mail lists and it is not to be shared with the general public.

3. Monthly Business Meetings

3.1. Conducting BESS Board Meetings

A Parliamentarian will be appointed at the start of each Board Meeting. The Parliamentarian is responsible for ensuring Robert's Rules of Order are followed.

The minutes of the last meeting will be on the agenda to be "accepted" as the first agenda item of each meeting. This will be everyone's last chance to revise the minutes. The Corporate Secretary shall provided copies of these minutes as needed.

Only Directors can make or second motions.

The wording of each motion shall be read aloud by the Corporate Secretary or the Parliamentarian prior to voting. For each motion, the number of Directors voting "for", "against", and "abstaining" shall be recorded. When voting on a motion, any Director is permitted to request a "roll-call" vote wherein each Director's name and vote are recorded.

3.2. Minutes of BESS Board Meetings

It is the responsibility of the Corporate Team to ensure that minutes of all Board Meetings are recorded and published in a timely manner. Minutes shall be distributed through the Teams Email List and maintained in the ALL TEAM files section of the BESS Website.

3.3. Team Issues

The role of the board is to set policies within which each team operates. Unless there is a compelling reason to do so, the board shall not instruct any Team Leader to modify or implement any specific procedure. However, in response to a request or a complaint, the board will notify the Team Leader of that request or complaint and request a response from the team.

Each Team Leader is requested to appoint someone to represent the interests of the Team at any Board meeting in which Team issues are to be discussed. If no Team Representative is present, agenda items affecting that Team will, if possible, be set-aside until a later Board meeting.

3.4. Monthly Reports

Each Team Leader will be responsible for a monthly team report at each board meeting. If the team leader is not able to be present at the board meeting, they should designate either a member of their team, or another designated individual, to present their team report. A written version of the team report must be posted to the Teams Email List by no later than 8:00pm on the Friday before the board meeting so that all interested parties may review them prior to the board meeting.

3.5. Resignations

BESS Directors, Officers and Team Leaders who wish to resign are asked to provide at least one week notice with an effective date corresponding to the date of a board meeting. Additionally, the resignation must be submitted in writing to the board (e-mail is acceptable).

3.6. Securing Meeting Space for BESS Business Meetings

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The BESS Corporate Team shall, as needed, secure space for BESS meetings of the board of Directors. This is typically performed by the President but the cost is covered under the Corporate Team Budget.

4. Communications

4.1. E-mail Communications

The BESS Corporate Team will set up and maintain an e-mail list: the BESS Teams list, for directors, team leaders, and selected team members (as selected by the team leader). If approved by the BESS Board of Directors, persons who are neither directors nor team leaders may also be added. Team Leaders are expected to inform the Corporate Team, in a timely fashion, of any changes in team membership that might require adding or removing individuals from this e-mail list.

The BESS Corporate Team will set up and maintain an e-mail list: the BESS Board list, for directors only. This list shall be used, as needed, when the directors feel that an issue is too sensitive for discussion on the BESS Teams list. “Sensitive” topics might include proposed personnel changes or proposed censure of a BESS participant under the safe-space policy. When a discussion is moved from the BESS Teams list to the BESS Directors list, one or more of the directors shall state, on the BESS Teams list, that this has occurred and will provide a sense of why this has occurred.

It is BESS policy that Team Leaders and Directors be encouraged to use the BESS-teams list, as opposed to more private or more public communications, to conduct BESS business.

Through the use of these e-mail lists, the Directors will be able to ensure that all team leaders write up team procedures and keep the directors informed of their activities. Team leaders are encouraged to use the BESS-teams list to keep directors updated whenever team leaders plan to change their policies and procedures.

4.2. “The three day rule”

Team Leaders are encouraged to proceed as autonomously as possible within the constraints of BESS policies and their approved budgets. We recognize that the importance of the policy/procedure changes can vary from trivial to critical and therefore suggest the following rule-of-thumb: If a team leader is concerned that

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the directors might feel the need to vote on a proposed policy/procedure change, that team leader should post a description of the change to the BESS Teams Email List three days before implementing it. The description should clearly indicate that the team leader is invoking “the three day rule”. If no director objects, then the team leader can proceed as s/he intended.

4.3. TWAB

The Corporate Team is responsible for sending out an email of news and upcoming events, called This Week at BESS (TWAB). The TWAB shall be sent out weekly with the latest information supplied from Team Leaders and posted to the BESS website event calendar.

4.4. BESS Website

The Corporate Team is responsible for maintaining the BESS website. This includes ensuring the information shown is current, to the best of the team’s ability. This also includes adding new functionality as requested, whenever possible. In order to accomplish this task, the Corporate team shall pay close attention to discussions on the BESS Teams Email List as requests are often embedded in other discussions.

The files area of the BESS website will be used for on-line storage of team handbooks, minutes of board meetings, bookkeeping forms, etc. Every effort will be made to keep these organized. To this end, the BESS-teams list owner may sometimes rearrange the files.

The Corporate Team shall be responsible for ensuring a back up of the website and all email lists is maintained.

4.5. BESS Mailing Address

BESS shall secure a P.O. Box or other such mailing address for the conduction of BESS business. BESS mail shall be collected and answered in a timely manner.

5. Team Handbooks

5.1. Handbook Contents

Each team shall maintain an up-to-date Team Handbook, which includes a record of policies and procedures used by the team. The philosophy is that the people who are responsible for carrying them out write policies and procedures. Both Team members and the BESS Directors shall be kept apprised of handbook updates in a timely manner (for significant changes in policy or procedure, the “three day rule” above shall apply).

Policies, procedures and materials should be kept as simple as possible and should be kept consistent with both the minutes of board meetings and the bylaws. Ultimately, everything that is included in a Handbook is subject to review by the BESS Board of Directors.

Because BESS Handbooks are available to be read by the BESS Contributors and interested leaders from other BDSM organizations, they should be written *without* inclusion of names or contact information of Team Leaders or Team members. It is the responsibility of the Corporate Team to ensure current versions of team handbooks are posted on the BESS website.

Each team will also maintain a “Team Roster” document containing names and contact information of the team leader and the team members, or other volunteers, who are responsible for accomplishing the work of that team.

In addition to a listing of policy and procedures, the handbook should include a listing of “additional documents” for the use of the team, such as the BESS Election Procedures (see the section entitled Additional Corporate Team Documents below). The above-mentioned Team Roster shall be listed among these documents.

5.2. Handbook Reviews

The BESS Directors shall periodically review each handbook to see that policies and procedures remain in accordance with the intent of Directors as stated at the board meetings and recorded in the minutes. These reviews shall be conducted on a periodic basis such that each handbook is reviewed at least once per year. It is the responsibility of The BESS Chair shall keep track of the schedule of reviews.

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Reviews shall be conducted in a cooperative and supportive fashion; all interested BESS team-members shall be encouraged to provide input.

6. Financial Procedures

The Corporate team shall monitor the responsibilities of the Treasurer as outlined in Section 3.05 of the Bylaws and ensure they are successfully carried out.

6.1. Incoming Funds

The Treasurer and his/her designated representatives will be present to collect all money received at educational seminars, socials and BESS sponsored events. The Treasurer may designate a representative(s) who can act in his/her place if they are to be absent from an event. If no such representative is present, those Board members who are present may select such a representative for that event only.

At all BESS events where cash is collected, an appropriate accounting form will be used; these forms will, by design, be signed by at least one responsible individual in each instance. All funds shall be turned over to the Treasurer, or the Treasurer's designee, and deposited in the BESS checking account in a timely manner.

6.2. Fund Disbursements

On or before December 31st of each year, the board shall approve an annual budget for the following year, which can be amended in whole or in part at subsequent board meetings. No money shall be disbursed from the Treasury except, as it shall have been approved through the budgetary process of the Board, or approved by the Board for the specific expense.

As part of its budgetary powers, the board may establish a petty cash fund. Disbursement from this fund shall not exceed \$25.00 for single expenditures except as shall have been approved in advance by the board. The Treasurer should be informed in advance of any plans to spend money with the intention of being reimbursed from this fund. The Treasurer can refuse to reimburse for any expenses that were not approved in advance, and the Treasurer is not authorized to approve expenditures exceeding \$25.00 without prior board approval. Any money spent with the intention of reimbursement shall require that reasonable receipts be submitted to the Treasurer.

7. Annual Corporate Team Duties

7.1. Conducting the Annual Business Meeting

The BESS Bylaws require that an annual business meeting be held at which Directors are elected, amendments to the bylaws are voted-upon, resolutions from the Contributorship are voted-upon and reports on the state of BESS are presented. The BESS Corporate Team Leader shall preside over this meeting unless he/she is running for election. In that case, the BESS Board of Directors shall appoint another person to preside.

The BESS Annual Business meeting shall take place on the third Wednesday in November, except in the unusual circumstance where the third Wednesday directly precedes the fourth Thursday.

7.2. Elections to the Board

In compliance with the bylaws, the Corporate Team shall appoint a member to solicit nominations for the board, and shall publish for the Contributorship a list of those who have been nominated at least two weeks prior to the election. In order to be nominated, a candidate must verify that s/he is willing to serve.

The Corporate Team shall assure that the date and place of the election is published on the BESS web page, and sent out via the BESS TWAB, at least one month before the election.

Nominations can be taken from the floor on the date of the election, but the candidate must otherwise be eligible, and must 1) be present and verify that s/he is willing to serve, or 2) must have submitted a written statement that is available at the election meeting, and that verifies that s/he is willing to serve.

It is BESS policy that multiple members of BDSM “couples” or “families” cannot simultaneously serve on the board of directors. For the purpose of this policy, “couple” and “family” are defined as members of the same household, or people in a relationship that is known within the BSDM community, even if not co-habiting.

Each eligible voter must either be physically present at the election or submit an absentee ballot by mail in accordance with the approved election procedures.

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Each eligible voter shall be able to cast no more than one vote for each of the number of open board seats. However, under no circumstances will any voter cast more than one vote for any single candidate.

In the case that a run-off is required, it shall be held at the same meeting as the original election. Each eligible voter who is physically present shall be able to cast any number of votes from a minimum of none to a maximum of one vote short of the number of candidates in the run-off. However, no voter may vote more than once for a single candidate.

7.3. BESS Annual Report

Two weeks prior to the time of the BESS Annual Business Meeting, each Team Leader shall submit, to the BESS Secretary an annual report for his or her Team. These reports shall be presented to the Contributorship at the Annual Business Meeting. The Secretary shall compile these into a document entitled the BESS Annual Report to be made available to interested BESS contributors.

7.4. BESS Annual Budget

Two weeks prior to the time of the BESS Annual Business Meeting, each Team Leader shall submit, to the Corporate Team Leader, a proposed annual budget for his or her Team. Also, the Treasurer shall present a summary of the past years expenses and the projected income for the following calendar year. The Corporate Team Leader will compile this information so as to develop a proposed BESS Budget for the next calendar year. The Budget shall be discussed at the Annual Business Meeting to allow input from the Contributorship. The Budget shall be discussed, modified, and approved by the Board of Directors by the end of the current calendar year.

8. Special Positions

8.1. Volunteer Coordinator

A “Volunteer Coordinator” will be assigned to speak up at BESS events in favor of volunteerism and to match volunteers to open positions. Whenever e-mail is received from a BESS enthusiast who implies in any way that he/she wishes to

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help out with BESS, the Outreach Team will forward that message to the Volunteer Coordinator.

At each board meeting, the Volunteer Coordinator shall solicit volunteer requests from the Team Leaders and shall use this information to make appropriate announcements requesting volunteers. Because volunteer needs are often discussed at BESS board meetings and because attendance at board meetings has proven to be a good indicator of volunteer commitment, prospective volunteers shall be encouraged to attend BESS board meetings.

8.2. BESS Ombudsman

BESS maintains documented bylaws, policies and handbooks that provide for fair and ethical conduct of business by the BESS leadership and BESS participants. BESS participants are urged to resolve conflicts using those documented procedures and through direct contact with BESS Staff. However, a matter of contention may arise that cannot be resolved by such procedures. BESS has created the office of Ombudsman as an alternate means to resolve such conflicts.

8.2.1. Purpose

The Ombudsman works impartially, independently, objectively, and confidentially to offer an additional mechanism to mediate and resolve misunderstandings and conflicts that arise between any BESS participants. The Ombudsman performs this function by opening channels of communication between BESS participants and by verifying that documented BESS procedures and policies are fairly administered and applied.

The Ombudsman is not an overseer or a monitor of BESS events and/or administrative functions. It is a reactive office that works to find rational and equitable solutions to specific complaints or conflicts that, if left unresolved, would be detrimental to the BESS Contributorship.

8.2.2. Function

The Ombudsman performs investigatory and advisory functions on behalf of the Board and BESS participants through exercise of the powers outlined below. While acting on behalf of BESS participants, the Ombudsman operates

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independently of the board (except as detailed in sections III and VI of this policy) and will, at all times, represent the interests of the BESS Contributorship to the best of his or her ability.

The Ombudsman will act only upon receipt of a written request from a BESS participant or upon notification of the receipt of Safe Space Complaint. The Ombudsman will notify the board, in writing, of the receipt of a request for assistance before initiating any action. The Board may request a meeting with the Ombudsman prior to any action being taken, but may prevent further action by the Ombudsman only by a two-thirds majority vote of the entire Board. The Ombudsman's role and responsibilities in administering Safe Space Complaints are described separately in the BESS Safe Space Policy and are not addressed in this document.

The Ombudsman may:

- Attend any BESS Board meeting and be given the opportunity to address the Board and ask questions. The BESS Ombudsman may not be excluded from an executive session of the board if the subject of the closed session is relevant to the responsibilities, powers or actions of the Ombudsman.
- Address any general meeting of the BESS Contributorship and/or communicate directly via the BESS-announce e-mail list, without prior approval of the Board.
- Request information from any BESS participant, including all BESS Staff, pertinent to resolving a dispute under consideration. The Ombudsman will remind all persons thus approached that they may freely decline to comment. The BESS Ombudsman will respect the confidentiality of all individuals he/she contacts in this way.

In the course of resolving or mediating a specific issue, the Ombudsman may make recommendations for action by the BESS Board if he/she concludes that such actions are in the best interests of the BESS Contributorship. The Board is obligated to receive the Ombudsman's recommendations and grant the full and careful consideration due the office.

8.2.3. Issues the Ombudsman May Address

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The Ombudsman attempts to resolve all issues of contention that are presented to his/her office, unless a two-thirds majority of the entire Board votes to prevent such action.

Issues the Ombudsman may address are:

- BESS Safe Space Complaints
- Complaints regarding the conduct of BESS Staff or Board members while acting in their official capacity.
- Disputes between BESS participants that are directly related BESS activities or events and are deemed resolvable only through the intervention of the Ombudsman.

Although the Ombudsman may address other issues, they will be considered on a case-by-case basis and only after full consultation between the Board and the Ombudsman.

8.2.4. Issues the Ombudsman May Not Address

Some requests for assistance may lie outside the scope of the Ombudsman's office and may be declined by either the Ombudsman or the Board.

The Ombudsman must decline a request for assistance when it presents a significant conflict of interest for the Ombudsman, or when impartial representation is deemed unlikely for any reason. A BESS participant may also request exclusion of the Ombudsman from the resolution or mediation of a conflict. If the Ombudsman is unable to act, the BESS participant and his or her written request will be referred directly to the Board for investigation and resolution.

8.2.5. Responsibilities of the BESS Ombudsman

The BESS Ombudsman is responsible for the fair resolution and procedural monitoring of all Safe Space Complaints (see BESS Safe Space Policy). The BESS Ombudsman will be elected by the BESS Contributors at the Annual Business Meeting and will serve a one-year term. The Ombudsman may not serve concurrently as a BESS Director.

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The Ombudsman must notify the Board when a request for assistance is received. The Ombudsman will report progress on investigations, arbitration, and recommendations, in a timely manner. The extent of the details reported are maintained with regard to both keeping the board properly informed, protecting the safety, privacy and confidentiality of the individuals involved, and maintaining the interests of the BESS Contributorship.

9. Additional Corporate Team Documents

The following documents are available for use by the BESS Corporate Team:

- Corporate Team Roster

This is a list of the BESS Directors, Officers, Team Leaders, and Corporate Team Members, including contact information.

- BESS Bylaws

These are the BESS bylaws and can be found on the BESS web site.

- BESS Election Procedures

These are the approved election procedures and are available in the ALL TEAMS files section of the website.