

# Bylaws of The Committee for the Advancement of Role-Playing Games (CAR-PGa)

## **Article 1: Name and Office**

The name of the organization is the Committee for the Advancement of Role-Playing Games, short form: CAR-PGa or CARPGa. The principal office of CAR-PGa shall be determined by the incumbent Chair.

## **Article 2: Purposes**

CAR-PGa is a network of activists and researchers into all aspects of role-playing games for purposes including, but not limited to:

Promoting the interests of gamers, including by responding to attacks on the industry and gamers or to other practices that negatively affect the industry and gamers, whether from within or without;

Assisting in research regarding role-playing and collecting, processing, and publishing or causing to be published, to its members and the general public, news and information regarding role-playing;

The promotion of role-playing games as recreation, curriculum, and therapy, including by getting role-playing games accepted as a teaching technique in the schools, and making known its uses in psychological or sociological therapy;

Raising money to provide charitable services including, but not restricted to, scholarships for gamers, the use of role-playing game conventions for the purpose of raising money for charities, and the establishment of a legal fund for the purpose of combating unconstitutional and/or illegal actions against role-playing games and/or gamers as a consequence of their gaming activities;

Forming alliances and associations, both formal and ad hoc, with other persons and organizations for the above stated purposes.

## **Article 3: Membership**

§ 1. No stock or shares will be issued, and the interests of each member shall be equal. Membership shall be open to all real persons who are sincerely interested in the aims and purposes of CAR-PGa and who make written application.

§ 2. Membership entails no monetary dues, but rather dues consist of documented work for the cause. However, there may be a charge for the Newsletter or for copying desired documents in such extent as to cover expenses and leave a modest margin to cover changes in costs.

§ 3. Membership is non-transferable and shall not pass in any form or succession.

§ 4. Membership can be revoked upon a motion passed by a two-thirds majority vote of the Board of Directors. The member against whom charges are to be preferred shall be informed thereof in writing, stating the grounds for expulsion. The member will have thirty (30) days to reply to the charges. Members going a full year without notifying the Chair of any demonstrated activity under § 2 of this article may be dropped automatically.

§ 5. There shall be two classes of membership, active and inactive, distinguished by the amount of dues under § 2 of this article. The thresholds for gaining and losing active status may be different from each other. Only active members have the right to vote. The Chair shall establish a system to give proper weight to different works for the cause with the advice and consent of the Board of Directors, but no change to this system or to the active/inactive threshold(s) shall take effect less than three months after passing. Dues shall expire one year after being credited.

§ 6. There are no restrictions of race, color, citizenship, creed, age, or sex on eligibility for membership or for holding office. However, only active members may serve on the Board of Directors.

#### **Article 4: Membership Meetings**

CAR-PGa is a correspondence organization and does not hold formal meetings. However, members are encouraged to meet at conventions and other times, although any action at these meetings will not be binding on CAR-PGa.

#### **Article 5: Board of Directors**

§ 1. The affairs and policies of CAR-PGa shall be managed by a Board of Directors elected by the active membership. There shall be five Directors if, at the time a call for candidates is made, there are more than 12 active members, and three otherwise.

§ 2. There shall be a call for candidates for the entire Board issued every January.

§ 3. Directors may be removed with or without cause by a petition of 10% of the active membership followed by a two-thirds majority vote of the active membership, or by a two-thirds majority vote of the other Directors if there are more than three Directors.

§ 4. All official actions of the Board of Directors shall be published in the Newsletter. Within one month of publication, any such action shall be referred to the membership for approval or disapproval upon a petition of at least 10% of active members or by a simple majority of the Board of Directors; provided, however, that the rights of the third parties which have vested between the time of such action and such referendum shall not be impaired thereby.

## **Article 6: Officers**

§ 1. Officers shall consist of a Chair, a Secretary, a Treasurer, an Archivist, and an Editor, which may be combined.

§ 2. The Chair shall be elected by the Board of Directors from among their number. There shall be a call for candidates issued every July.

§ 3. Officers other than the Chair shall be appointed by the Chair with the advice and consent of the Board of Directors and be responsible to both.

§ 4. Each officer shall perform the duties incident to the particular office in CAR-PGa together with those hereinafter listed and such other duties as the Board of Directors may from time to time prescribe:

- (a) The Chair shall be the coordinator of the activities and procedures of CAR-PGa, preside over meetings of the Board of Directors, and carry out to the best of their ability the general policies formulated and authorized by the Board of Directors. It is the responsibility of the Chair to perform or delegate to be performed the pursuit of CAR-PGa's purposes, the recruitment of new members, and the duties of any vacant offices.
- (b) The Secretary shall be the custodian of the minutes of meetings of the Board of Directors and other organizational records and maintain the membership lists, including records of dues.
- (c) The Treasurer shall have custody of and make disbursement of monies of CAR-PGa under the Board of Directors, keep financial records for the inspection by any members, and make these available to the Directors on a regular basis.
- (d) The Archivist shall maintain CAR-PGa's archives in a manner permitting easy retrieval of any document needed by a member.

(e) The Editor shall edit and publish a regular Newsletter which is made available to all members of CAR-PGa, active or inactive, or to sympathetic non-members.

§ 5. An officer may be removed by the Chair or in the same manner as a Director, save that there shall be no limitation based on the size of the Board of Directors.

## **Article 7: Elections and Voting**

§ 1. Voting procedures shall be determined and implemented by the Chair or, in the event of a vacancy in that office, the Board of Directors, in a manner consistent with these bylaws and any policies made by the Board of Directors.

§ 2. Calls for candidates for the Board of Directors must be published in the Newsletter; calls for candidates for Chair must be made to the entire Board of Directors. All calls for candidates shall last for a predetermined period of not less than one month.

§ 3. If no challengers respond to an annual call for candidates, the incumbent(s) may be deemed to have won unless the number of available seats has decreased. If any election has exactly as many candidates as positions to be elected, those candidates may be deemed to have won. If any election has fewer candidates than positions to be elected, further calls for candidates shall be issued until sufficient candidates are found.

§ 4. The ballot for any issue or election put before the active membership must be published in the Newsletter.

§ 5. Voting on any issue or election shall not occur until after the publication of at least one Newsletter at least one month after the ballot is published. However, no vote shall be delayed more than five months after the call for candidates or call for a referendum.

§ 6. The beginning of the voting period shall be announced in the Newsletter and shall run for one month from the date of publication. For voting by the active membership, eligible voters shall be members who are deemed to be active at any point during this voting period.

§ 7. For elections with only one position to be filled or referenda, if there are more than two possible choices, voting shall be conducted using a system of instant runoff voting according to these rules:

(a) The ballot shall give voters the option of ranking candidates in order of preference.

(b) If a candidate receives a majority (over 50 percent) of first preferences, that candidate is elected.

- (c) If no candidate receives a majority of first preferences, an instant runoff retabulation shall be performed. The instant runoff retabulation shall be conducted in rounds. In each round, each voter's ballot shall count as a single vote for whichever continuing candidate the voter has ranked highest. The candidate with the fewest votes after each round shall be eliminated until only two candidates remain, with the candidate then receiving the greatest number of votes being elected. In the event of a tie for fewest votes, the preceding round's vote totals shall break the tie, and this process may be repeated as many times as necessary. If there is ever a tie that cannot be broken via the above method, it shall be broken in a fair and random manner akin to drawing lots instead.

§ 8. For elections where two or more positions are to be filled, voting shall be conducted using a system of single transferable votes according to these rules:

- (a) Each valid ballot cast shall rank any number of the candidates in order of preference.
- (b) The threshold number of votes a candidate needs to be elected ("Threshold") shall be that number which is equal to the integer part of: the total number of valid ballots cast divided by the sum of one plus the number of seats to be filled, plus one. That is, the integer part of  $(\text{total number of valid ballots cast} / [1 + \text{the number of seats to be filled}]) + 1$ .
- (c) Vote counting shall start with a tally of each voter's first, or only, choice vote.
- (d) Those candidates receiving the Threshold number of votes, or more, shall be declared elected. Votes acquired by a candidate in excess of the Threshold shall be deemed that candidate's "surplus."
- (e) If there remain unfilled seats after this or any subsequent tally, then in order to fill those remaining seat(s), votes shall be transferred as follows:
  - (i) If there are surplus votes, a portion of the surplus votes of the candidate with most surplus votes shall be transferred to the next candidate choice of those voters who elected him/her. The portion of the surplus distributable to the next candidate choice shall be that amount determined by dividing the transferring candidate's surplus amount by the total number of votes received by that candidate. Votes may not be transferred to candidates who have already been elected, nor may votes be transferred to candidates who have been eliminated. When a voter's next choice is not eligible for receipt of transferred votes, that portion of a vote shall be transferred to that voter's next indicated choice unless all choices on that ballot have been exhausted. If all choices on that ballot have been

exhausted, that portion of a vote shall be transferred to a special "exhausted vote" tally. After the transfer of all of that candidate's surplus votes, a tally shall be taken.

- (ii) If there are no surplus votes, the candidate with the least number of votes shall be eliminated. If this leaves as many remaining candidates as unfilled seats, the remaining candidates shall be declared elected; if it does not, the eliminated candidate's votes at their current value shall be transferred to those voters' next choice candidates who have not been previously declared elected or eliminated. If all choices on a ballot have been exhausted, that vote shall be transferred to a special "exhausted vote" tally. After the transfer of all of that candidate's votes, a tally shall be taken.
- (iii) In the event of a tie at any point during this process, the preceding tally's vote totals shall break the tie, and this process may be repeated as many times as necessary. If there is ever a tie that cannot be broken via the above method, it shall be broken in a fair and random manner akin to drawing lots instead.

§ 9. Any change under Article 3 § 5 of these bylaws that is scheduled to take effect on the date of a call for candidates or announcement of the intent to hold a referendum or between that date and the end of voting shall be automatically postponed until the end of voting.

## **Article 8: Finances**

§ 1. The income of CAR-PGa shall be derived from subscriptions to the Newsletter, contributions, grants, interest on investments, income from the sale of publications and other merchandise, donations, or any other legal source.

§ 2. No Director shall be entitled to or receive any profit or compensation for work on behalf of CAR-PGa by reason of being a Director, but this does not preclude compensation for their work on behalf of CAR-PGa outside their capacity as Director.

§ 3. The Board of Directors shall audit the financial reports at least annually.

## **Article 9: Amendment of Bylaws**

The Bylaws may be altered, supplemented, amended, or repealed by the active membership by a majority of the members voting on the amendment.

## **Article 10: Dissolution**

In the event of the dissolution of CAR-PGa, its financial resources shall be applied and distributed as follows:

§ 1. All liabilities and obligations shall be paid, satisfied, and discharged, or adequate provision shall be made therefore.

§ 2. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or person shall be distributed exclusively to an organization which, in the opinion of the Board of Directors, is most closely doing the work of CAR-PGa.