



THE IMPERIAL COURT OF WASHINGTON, DC
BY-LAWS (REV X v1)

September 5, 2023

PO Box 2616
Washington, DC 20013

Website: www.imperialcourtdc.org

NOTE: The male pronouns he, his and him shall be used throughout these By-Laws to simplify structure but shall refer at all times to no particular gender.

CHAPTER I: IDENTIFICATION

Section 1.1 Name

- (a) The name of the Corporation is “The Imperial Court of Washington, DC” (“Corporation”)

Section 1.2 Offices

- (a) The principal office of the Corporation shall be located in Washington, DC. The Corporation may also have other offices at such other places, either within or outside Washington, DC, as the Board of Directors (“Board”) may determine or as the activities of the Corporation may require.

Section 1.3 Jurisdiction/Realm

- (a) The Jurisdiction or Realm of the Imperial Court of Washington, DC (“ICWDC”) is specified in the Charter of the Imperial Court of Washington, DC and the Policies & Procedures Manual (P&P).

Section 1.4 Mission Statement

- (a) The purposes for which this Corporation has been organized are as follows: to raise funds, including but not limited to, the LGBTQ+ community, HIV/AIDS organizations, social service organizations and youth enrichment programs; to provide a safe, social environment for people with the same interest as those of the Corporations; and to create and promote positive community awareness of the ideals of the International Imperial Court System (“IICS”) as allowed in accordance with Section 501(c)(3) of the Internal Revenue Code.

Section 1.5 Intention

It is the intention of the Corporation to:

- (a) Conduct such activities and programs furtherance of the forgoing purpose as may be carried out by a Corporation under Washington, DC General Laws and within the rules as described in Section 501(c)(3) of the Internal Revenue Code.
- (b) Help bring the LGBTQ+ community and the community at large into prideful, viable and joyous unity. Represent the community at large of Washington, DC at various functions.
- (c) Work with the International Imperial Court System in joint efforts to benefit all people and to foster and promote cultural, business, and social endeavors that give the people of the Realm a sense of community, identity and pride.
- (d) Perform noble deeds for social services and people in need; and promote human rights and equality amongst all people.

CHAPTER II: THE MEMBERSHIP

Section 2.1 Definition

- (a) The Membership of the Corporation (“membership”) shall consist of:
 - i. Individuals (“members”) with the qualifications, privileges, and responsibilities as described in the Policies and Procedures Manual (“P&P”) and in this chapter.

- ii. Business Members (“business”) with the qualifications, privileges and responsibilities as described in the Policies and Procedures Manual (P&P) and in this chapter.
 - iii. Associate Members (“associate”) with the qualifications, privileges and responsibilities as described in the Policies and Procedures Manual (P&P) and in this chapter.
- (b) All Applicants who meet the qualifications as defined in Sec 2.2 will be accepted for membership after the application is reviewed by the Board of Directors for accuracy and completeness.
- (c) The Corporation will not discriminate against any person because of age, race, sex, marital status, national origin, religion, sexual orientation or gender identification.

Section 2.2 Qualifications for New Applicants

- (a) Applicants for membership (“Applicants”) shall be at least eighteen (18) years of age without restrictions.
- i. Due to the Court’s fund-raising activities, which are conducted (for the most part) in establishments regulated by the Alcohol Beverage Commissions of DC, MD or VA; the membership must comply with said regulations. Therefore, a member may participate in such activities ONLY if said member is of legal age as determined by said regulating agencies.

CHAPTER III: MEMBERSHIP MEETINGS

Section 3.1 Definition

- (a) There shall be a minimum of eleven (11) meetings to handle the business of keeping the members informed and up to date with the Corporation’s activities (i.e. offer Treasurer’s reports, Board of Director’s report, upcoming fundraising and social engagements, etc.). These meetings are open to the General Public.
- (b) Nominations for the Elections for the Board of Directors are taken and any proposed changes to the By-Laws/P&Ps are read-in and discussed at the August meeting each year.
- (c) An Annual Membership Business Meeting (“AMBM”) shall be held in September of each year.
- i. The purpose of the AMBM is to conduct the overarching business of the Corporation:
 1. Read-in the Vice-President’s Membership Status Report.
 2. Read-in the proposed Treasurer’s Report and new budget for that year.
 3. Approve proposed budget for the year.
 4. Approve any By-Law/P&P revisions for the year.
 5. Hold the elections for the Board of Directors; and
 6. Any other matters deemed appropriate for the AMBM

Section 3.2 Democratic Procedure

- (a) The Corporation, as a whole, shall discuss and make suggestions as to how to best achieve the goals set forth in these By-Laws and may even put proposals to vote.
- (b) The Order of Business at all Board, membership, and committee meetings will be based upon parliamentary procedure, as detailed in Robert’s Rules of Order, Newly Revised-most recent edition, unless otherwise noted in the P&P.

Section 3.3 Voting

- (a) Only members in good standing for ninety (90) days prior to the vote are eligible to vote in the elections of the Board of Directors or all other issues brought to the membership.

Section 3.4 Quorum

- (a) A quorum must be present in order to conduct any official business during any Meeting, including voting. A quorum is defined herein as:
 - i. Nine (9) Members in good standing.

Section 3.5 Special Meetings

- (a) The Board of Directors, Reigning Monarchs, or nine (9) members in good standing may call special meetings. The Secretary shall notify all members of such meeting by mail and/or email at their addresses as they appear in the membership roll book at least two (2) weeks before the scheduled date of such meeting. Such notice shall state the date, time, place and purpose of the meeting and who called it. To transact business other than that specified in the notice will require the unanimous consent of the members in good standing present at such meeting.

CHAPTER IV: MEMBERSHIP GRIEVANCES & DISCIPLINARY ACTIONS

Section 4.1 Who may file a Grievance

- (a) Any person or organization, within or outside of the realm of ICWDC, which has concerns regarding the actions or conduct of any Court Member, officer(s), and/or Monarch(s), may write a letter of grievance.
 - i. A grievance must be filed in writing, signed by the submitting party and submitted to the Secretary and President of the Board of Directors and will be addressed to the Board of Directors. In matters concerning disagreements between members, a grievance should only be filed if the altercation takes place during a sanctioned court event, or while said members are representing the court.
 - 1. When the grievance is against the President or Secretary who is also a member of the College
 - a. The grievance will be addressed to the Dean of the College and the Secretary of the Board of Directors
 - 2. When the grievance is against either the President or Secretary
 - a. President: address the grievance to the Vice-President and Secretary; the Secretary will acknowledge receipt in accordance with the following
 - b. Secretary: address the grievance to the President and Vice-President; the President will acknowledge receipt in accordance with the following
 - ii. The President or Secretary of the Board of Directors will acknowledge receipt of the letter within five (5) business days, notify all parties involved of the grievance, providing a copy of the grievance to the named party, allowing them time to prepare their response.
 - iii. The President shall determine if the matter can be handled at the next scheduled meeting of the Board of Directors; or if a special meeting needs to be called.
 - iv. The Secretary will notify the parties involved of the meeting.

v. If the grievance is against a member of the Board or College, that individual must recuse themselves from the discussion and their vote will be recorded as an abstention.

Section 4.2 Addressing the Grievance

- (a) The grievance will be addressed during the “New Business” portion of the Board Meeting and the Letter of Grievance will be read in open session and entered into the official record of the Court; unless it is deemed necessary to move into an Executive Session (see (ii) below) due to the nature of the grievance.
 - i. The Board of Directors will hear from all parties involved in the grievance individually and may ask questions to clarify the events surrounding the grievance.
 - 1. The Dean of the College of Monarchs will be notified if the grievance is against the Reigning Monarchs, a member of the College, or a lifetime titleholder.
 - ii. The Board of Directors may go into executive (closed) session to discuss the grievance, deliberate the outcome, and decide any punishment. To allow members of the Board to speak freely, minutes will not be taken during this executive session.
 - 1. If the grievance is against the Reigning Monarchs, a member of the College, or a lifetime title holder; the College of Monarchs will have one collective vote, which will be cast by the Dean of the College or the Recording Secretary of the College in his absence, when deciding the facts and the punishment.
 - 2. Members of the College of Monarchs will be allowed to be present, deliberate the facts and advise punishment; but only the Dean or Recording Secretary (as the case may be) of the College of Monarchs will be present when the vote is taken; unless the College member is also a Board member.
 - iii. The Board will inform all parties involved in the grievance of the outcome in open session and it will be entered into the official record of the Court. If one of the parties is not present at the meeting, the Board will notify that individual in writing of the outcome.
 - iv. Any one privileged to the executive session shall refrain from discussing any matters disclosed in executive session with any person outside of the Board of Directors of ICWDC.

Section 4.3 Disciplinary Actions

- (a) The Board of Directors may take disciplinary action against a member as a result of a grievance. Some of the options available to the Board of Directors are:
 - i. Reprimand: A member may be reprimanded either in writing or in person.
 - ii. Suspension of Title: An individual’s title may be suspended for no more than three (3) months.
 - 1. A suspension automatically expires at 3 months and may not be renewed unless there is another grievance for a different offense filed.
 - 2. While suspended, the member remains a member.
 - 3. All rights/responsibilities associated with all title(s) held by the member shall be suspended.

- iii. Forfeiture of Title: If the member subsequently violates the same provision of the Code of Conduct (Appendix A) during the same reign year, the member's title shall be forfeited permanently by the Board of Directors.
- iv. Removal: An individual may be permanently removed as a member of the ICWDC by the Board of Directors by a majority vote of at least three (3) affirmative votes.
- v. The GM override includes override includes instances they feel the Board Decision doesn't reflect the severity of the infraction: a GM override will send the Disciplinary Action back to the Board with recommendations. The Board will then reconvene and deliberate. The outcome of the second review is final.
 - 1. The individual member shall submit an Intent to Initiate an Override to the Vice-President and Reigning Monarchs (or the Dean of the College as appropriate) 48-hours in advance of the next regular monthly Membership meeting in order to be included on the Agenda.
 - 2. A member requesting an override has the right to speak with whomever they chose in order to prepare for the meeting but has to maintain Executive Privilege in that they will not disclose the exact discourse of the meeting. For example, they cannot state who said what or what exactly what was said
 - 3. Executive Privilege will not officially be waived until the meeting where the override is being heard and discussed.

CHAPTER V: THE MONARCHS OF THE IMPERIAL COURT OF WASHINGTON, DC

Section 5.1 Definitions

- (a) **Reigning Monarch:** A Monarch of the Court is an individual elected/selected to such position with the limitations, privileges and responsibilities as defined in this document and the prevailing P&P.
- (b) **Regent Monarch:** A Regent Monarch is a former Monarch appointed by the College of Monarchs ("College"), in discussions with the Board of Directors, to fulfill the duties of a vacant Monarchical seat with the limitations, privileges and responsibilities of a duly elected Monarch as defined within this document and the prevailing P&P.
 - i. If no former Monarch is available to become a Regent, the College and the Board can collectively choose a member(s) in good standing to fill the vacancy(ies).
- (c) **Dowager Monarch:** The Dowager Monarch(s) are the Monarch(s) from the previous reign who have successfully completed their Reign and have successfully completed all requirements as set forth by the College of Monarchs.

Section 5.2 Election of Monarchs

- (a) Elections for Monarchs will take place during both the Candidate Show and the annual Czar Ball and shall be held within 180 days prior to Coronation of each year.
 - i. The votes from the Candidate show will be placed in a sealed, signed envelope held by the Dean of the College or a College Member designated by the Dean and will not be opened until counted with the votes from the annual Czar Ball.
 - ii. The combined results of the two polling locations and absentee ballots will be announced at the annual Czar Ball.
 - iii. Ticket prices, as set annually by the Board of Directors, will be the same price.

- (b) Election of Monarchs shall be voted upon by individuals meeting two of the following criteria:
 - i. Are at least 18 years of age
 - ii. Can produce a picture ID, proving they reside within the Realm of the ICWDC.
 - iii. A member in good standing of the ICWDC.

Section 5.3 Limitations

- (a) A Monarch must be at least twenty-one (21) years of age without restrictions.

Section 5.4 Privileges

- (a) The Reigning Monarchs shall have the privilege and authority to appoint titles (as defined in the Policies and Procedures Manual of the Corporation) during their reign.

CHAPTER VI: COLLEGE OF MONARCHS

Section 6.1 Definition

- (a) The College of Monarchs (“College”) shall consist of all Past Reign Monarchs of the Imperial Court of Washington, DC that have successfully completed their Reign and have successfully completed all requirements as set forth by the College of Monarchs, determined by the final Board determination.

CHAPTER VII: BOARD OF DIRECTORS

Section 7.1 Number

- (a) The Executive Board (“Officer(s)”) shall consist of six (6) members: President, Vice-President, Secretary, Treasurer, Member-at-Large and Dean of the College.
- (b) The Board of Directors (“Board”) shall be the ruling body for all matter of business and day-to-day operations of the Corporation.
 - i. Order of Succession for Meetings and Non-Financially Binding Events: President, Vice-President, Dean of the College, Secretary, Treasurer, Member-at-Large.
- (c) The Executive Board is responsible for all financial decisions of the Corporation including but not limited to all events, functions, and State events.
- (d) The Board shall consist of a minimum of six (6) and a maximum of fourteen (14) total members: six (6) voting members (five (5) Officers and one (1) Member-at-Large); and eight (8) non-voting members: two (2) seats will be reserved for the Reigning Monarchs; two (2) for the Dowager Monarchs; two (2) for the ICPRs once elected; one (1) for the Prime Minister for Protocol; and one (1) for the Parliamentarian: Heir Apparent (if not already a Board Member), Associate Secretary, Associate Treasurer, Associate Parliamentarian, Associate Prime Minister for Protocol and Associate Member-at-Large positions will be non-voting, invited guests to the Board.
- (e) As the representative of all members, the President of the Board of Directors shall only vote on all matters brought before the Board.
 - ii. This does not mean the President cannot participate in discussion but should always maintain impartiality.
- (f) Any Board member, non-voting Board member or non-voting invited guest can make a motion, second a motion, and fully participate in motion discussions.

- (g) Any Board member in violation of these By-Laws will be suspended by majority vote of the Board and Membership.
- (h) Any member of the Board, acting in an official capacity pertaining to the Corporation's business, is indemnified and protected by the Corporation's Director's Insurance.

Section 7.2 Terms of Office

- (a) The Board President, Treasurer will be elected to two (2) year terms during odd number Reign years and the Vice-President, Secretary will be elected to two (2) year terms during even number Reign years in an effort to ensure continuity of knowledge by providing an overlap in representation. The Member-at-Large will be elected annually.
 - iii. Limitations: The President & Vice President shall not serve more than two(2) consecutive terms at a time in that role.

Section 7.3 Personal or Professional Conflict of Interest

- (a) If a Board Member has any personal or professional conflict of interest from which they might realize personal or professional gain regarding a matter that has come to vote or decision by the Board, such member shall abstain from voting and discussion.

CHAPTER VIII: OFFICERS OF THE BOARD OF DIRECTORS

Section 8.1 President

- (a) The President shall function as Chief Executive Officer of the Corporation.

Section 8.2 Vice-President

- (a) During the absence or inability of the President, the Vice-President shall have all the powers and functions of the President, either whole or in part.

Section 8.3 Secretary

- (a) The Secretary shall function as the Chief Correspondence Officer of the Corporation.

Section 8.4 Treasurer

- (a) The Treasurer shall function as the Chief Financial Officer of the Corporation.

Section 8.5 Member-at-Large

- (a) The Member-at-Large shall function as the Representatives of the Membership to the Board.

Section 8.6 Prime Minister for Protocol (PMfP)

- (a) The Prime Minister for Protocol shall provide the Reigning Monarchs with the Protocol for State functions and Out of Town Coronations and functions upon request.
- (b) The PMfP is appointed by the Board of Directors and shall be present at Board Meetings as a non-voting member to advise and assist in Protocol matters.

Section 8.7 Parliamentarian

- (a) The Parliamentarian is appointed by the Board of Directors and shall be present at Board and Membership Meetings as a non-voting member to advise and assist in Parliamentary matters.

Section 8.8 Community Liaison(s)

- (b) Liaison(s) are appointed by the current Reigning Monarch(s) and shall be present at Board and Membership Meetings as non-voting guests to advise and assist in Community matters and as such shall provide reports as necessary.

Section 8.9 Court Historian: RESERVED (Court position: general)

CHAPTER IX: FISCAL YEAR

Section 9.1 Fiscal Year

- (a) The fiscal year of the Corporation shall begin on the first (1st) day of October and end on the thirtieth (30th) day of September each year.

CHAPTER X: EXCLUSIVITY OF PURPOSE

Section 10.1 Exclusivity of Purpose

- (a) Notwithstanding anything else herein provided, the Corporation is organized and shall be operated exclusively for charitable, educational and literary purposes, as said terms have been and shall be defined pursuant to Section 501(c)(3) of the Internal Revenue Code or any corresponding section of any other applicable federal tax code. All powers of the Corporation shall be exercised only in such manner as will assure the operation of the Corporation exclusively for said charitable, educational and literary purposes, as so defined, it being the intention that this the Corporation shall be exempt from federal income tax and that contributions to it shall be deductible pursuant to said sections of said Code, and all purposes and powers herein shall be interpreted and exercised consistently with this intention.

CHAPTER XI: DISSOLUTION OF CORPORATION CLAUSE

Section 11.1 Definition

- (a) Except as may be otherwise required by law, the Corporation may at any time authorize a petition for its dissolution to be filed with the US District Court for the District of Columbia by affirmation vote of a majority of the directors of the Corporation then in office; provided however, that in the event of any liquidation, dissolution, termination, or winding up of the Corporation (whether voluntary or involuntary or by operation of law), the property of the Corporation shall be conveyed, transferred, distributed and set over outright to one or more educational charitable or literary institutions or organizations, created and organized for one or more exempt purposes similar to those of the Corporation, which qualify as exempt from income tax under Section 501(c)(3) of the Internal Revenue Code.

CHAPTER XII: NON-INCUREMENT CLAUSE

Section 12.1 Definition

- (a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes set forth in these chapters.

CHAPTER XIII: AMENDMENT OF BY-LAWS and POLICY & PROCEDURES

Section 13.1 Adoption, Amendment or Repeal

- (a) The purpose of the By-Law/Policies & Procedures Review Committee is to ensure the continued

compliance and applicability of the By-Laws and P&P to current trends, standards, and applicable regulations/statutes/laws.

(b) Reviews

- i. Policies & Procedures – Quarterly reviews will be conducted upon receipt of recommended changes from the Membership.
- ii. By-Laws – Reviews will be conducted at a minimum of every five (5) years unless a matter of legal conflict or member concern arises.
- iii. The Committee is not required to take immediate action upon received suggestions; they can table a suggestion until the annual meeting, or until the fifth-year By-Law/P&P Reviews.

(c) Procedures for Amendment of the By-Laws and P&P are found in the P&P.

- i. Administrative Changes and Corrections to the By-Laws and P&P can be effected as necessary by a simple majority vote of the By-Laws / P&P Committee as ratified by the Board of Directors. These include, but are not limited to:
 1. Conformance to new statutory or regulatory requirements
 2. Misspellings
 3. Histories
 4. Cross-references
 5. Capitalization
 6. Renumbering; re-lettering
 7. Punctuation
 8. Errors – obvious clerical, typographical or grammatical errors
- ii. Changes made cannot change the substantive meaning of the chapter, section, and/or subsection being altered.

CHAPTER XIV: DISPENSATION OF THE BY-LAWS

- (a) There will be times throughout the life of the ICWDC that some of the rules cannot be met. Approval of the board by 2/3 vote, will allow members to not be in conflict with the organization's governing documents.
 - iii. All dispensations shall be ratified by 2/3 of the membership-in-good-standing present at the next scheduled membership meeting.

Adopted by the Board of Directors: February 7, 2011
Ratified by the General Membership: March 7, 2011

1st Revision Approved by the P&P Committee: November 3, 2011
Adopted by the Board of Directors: November 3, 2011
Ratified by the General Membership: November 14, 2011

2nd Revision Submitted/Read at the GM Meeting: August 6, 2012
Ratified by the General Membership: September 10, 2012

3rd Revision Submitted/Read at the GM Meeting: November 5, 2012
Ratified by the General Membership: December 3, 2012

4th Revision Submitted/Read at the GM Meeting: November 4, 2013
Ratified by the General Membership: December 2, 2013

5th Revision Submitted/Read at the GM Meeting: November 3, 2014
Ratified by the Membership: December 1, 2014

6th Revision Approved by the By-Law/P&P Committee: July 20, 2015
Submitted/Read/Approved at the Board meeting: July, 20, 2015
Submitted/Read at the Membership meeting: August 2015
Ratified by the Membership: September 2, 2015

7th Revision Submitted/Read/Approved at the Board meeting: September 21, 2015
Submitted/Read at the Membership meeting: October 5, 2015
Ratified by the Membership: November 2, 2015

8th Revision Approved by the By-Law/P&P Committee and Board of Directors
Read-in and Agreed to at a Special Board meeting – No quorum, (Action w/o Meeting): June 25, 2017
Agreed to Amendments, etc from June 25, 2017 – Approved via eVote: July 4, 2017
Submitted/Read at the Membership meeting: August 7, 2017
Ratified by the Membership: September 5, 2017

Revision VIIIa v1 Submitted/Approved by the By-Laws/P&P Review Committee: January 18, 2018
Revision VIII v2 Submitted/Approved by the By-Laws/P&P Review Committee:
Submitted/Read/Approved Revision VIIIa v1 Administrative Changes at the Board meeting: July 23, 2018
Submitted/Read/Approved Revision VIIIa v1 Amendment I at the Board meeting: July 23, 2018
Submitted/Read Revision VIIIa v1 Administrative Changes at the Membership meeting: August 6, 2018
Ratified by the Membership: September 3, 2018

Revision VIIIb v1 Submitted/Approved by the By-Laws/P&P Review Committee:
Submitted/Read/Approved Revision VIIIb v1 at the Board meeting:
Submitted/Read/Approved Revision VIIIb v1 Amendment I at the Board meeting:
Submitted/Read Revision VIIIb v1 Administrative Changes at the Membership meeting:
Ratified by the Membership: 9/4/2019

Revision VIIIc v1 Administrative Submitted/Approved by the By-Laws/P&P Review Committee: January 16, 2020,
Submitted/Read/Approved Revision VIIIc v1 at the Board meeting: March 2, 2020

Revision VIII v1 Amendment 1b/Approved by the By-Laws/P&P Review Committee: April 26, 2022,
Submitted/Read/Approved Revision VIII v1 at the Board & Membership meeting: May 8, 2022,
Ratified by the Membership: 10/8/2022

Revision X v1 Submitted/Read/Approved at the Board meeting : 7/5/23, Submitted/Read Membership meeting 8/13/23
Ratified by the Membership: 9/5/2023