



**Empathy Surplus Project**

# 2013 Manual of Procedure

An Empathy Surplus Project Guide on  
How to Occupy Compassion with a  
Caring Citizens' Congress

Including:

- Empathy Surplus Project Governing Documents
- Caring Citizens' Congress Governing Documents

## Manual of Procedure

### *An Empathy Surplus Project Guide on How to Occupy Compassion with a Caring Citizens' Congress*

The purpose of the *Manual of Occupational Compassion* is to help Caring Citizen Delegates occupy compassion on the stage of our personal spheres of influence. Building trust for effective governance requires a better understanding of our roles, scripts, props, locations, settings, and actions needed to frame caring citizenship around compassion, human dignity, and human rights. The Code of Regulations for both the Empathy Surplus Project and the Caring Citizens' Congress are included in the back.

This manual is available on-line at <http://empathysurplus.com>. Questions that arise about the meaning or interpretation of the manual may be directed to the co-founders of the ESP.

Caring citizens are the solution,  
Chuck Watts  
Co-founder & President  
December 2013

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## **PART ONE**

### *Organizing Around Compassion*

*The Empathy Surplus Project (ESP) is a startup federation of Caring Citizens' Congresses (CCC). Part one of this manual describes the organizational process used in one's neighborhood to build the governing bodies of the ESP and CCC.*

# 1 Caring Citizens' Congress

## MEMBERSHIP IN THE EMPATHY SURPLUS PROJECT

While Caring Citizen Delegates are members of a particular Caring Citizens' Congress (CCC), the membership of the Empathy Surplus Project (ESP) is made up of all the Caring Citizens' Congresses. A CCC is made up of 7 to 14 delegates.

Caring Citizens' Congresses accept the vision, values, principles and philosophy of the ESP and agree to abide by the ESP Manual of Procedure, when they apply for a charter and pay their annual dues.

The ESP governing board is called the Council of Compassion (COC). It's made up of the three co-founders of ESP plus one ambassador from each of the first ten congresses. Currently there is one organizing congress. The governing body of the CCC is called the Empathy Leadership Caucus. The ELC of the organizing CCC is also the current COC. The model governing documents of the Empathy Surplus Project and Caring Citizens' Congress are found in this Manual.

## 4-Occupy Compassion Exercises of the Caring Citizen Congressional Delegate

We will occupy compassion this week by exercising four critical exercises. We will:

1. **Inwardly digest** the daily need for empathy and responsibility for self and others in public life "in order to form a more perfect Union."
2. **Invest** in our peaceable public assemblies and weekly pledge "our Lives, our Fortunes, and our sacred Honor" to strengthen our occupation of compassion and identify caring policy directions.
3. **Implement** our caring policy directions to fulfill our lives, secure our liberties and perfect our pursuit of happiness.
4. **Invite** our neighbors and public officials to do the same for the sake of freedom and human dignity now and forever.

## Sample Agenda of Weekly Congress in Its 1.5 Hour Session

The agenda is similar to weekly civic organizations everywhere like Rotary, Kiwanis, or Lions only smaller for the sake of fostering conversations that matter in these communities of practice.

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- Gather in convening venue (usually a public place with wi-fi). There are currently three. Weekly peaceably assemblies fulfill the "Investment" component of the 4-Occupy Compassion Exercises.
- Join Google Hangout that connects participating venues.
- 1st 30 minutes spent in fellowship and a meal.
- 2nd 30 minutes focuses on the "Inward Digestion" component of the 4-Occupy Compassion Exercises. It begins with the Caring Citizen Declaration; and continues with discussion of this week's reading or video presentation by Dr. Lakoff or colleagues. The subject matter is always on framing the local debate around our values of empathy and responsibility for self and others. Once a quarter a live program could be substituted for the presentation with discussion as usual.
- 3rd 30 minutes is spent focused on our individual and local efforts at the "implementing" and "inviting" components of the 4-Occupy Compassion Exercises. It ends with adjournment and the recitation of our 4-Occupy Compassion Exercises.

## BEST PRACTICES FOR THE FIRST CARING CITIZENS' CONGRESS DELEGATE

To build trust for effective governance in our first neighborhood congress will take building new friendships with people who will join with each other in the best practices. These best practices are also required for credentialing. Those best practices are:

1. Sign the Charter for Compassion - <http://empathysurplus.com/compassion>
2. Sign the Caring Citizen Declaration - <http://empathysurplus.com/declaration>
3. Be interviewed with the Caring Citizen Freedom Survey by a caring citizen delegate - <http://empathysurplus.com/results>
4. Become a Caring Photo Petitioner - <http://empathysurplus.com/photo>
5. Become a Monthly Freedom Investor - <http://empathysurplus.com/freedom>
6. Pay one's Caring Citizen Delegate dues of \$70 - <http://empathysurplus.com/support>
7. Show proof of voter registration. <http://empathysurplus.com/voter>
8. Print and use daily the Caring Citizens' Flashcards and How to Respond to Conservatives - <http://empathysurplus.com/elephant>
9. Prepare for and participate in weekly 1st Amendment gatherings of your CCC.
10. Post daily on one's social media using your new positive and empathic language.
11. Interview others routinely using the Caring Citizen Survey.
12. Invite those people who take the survey and to get involved your CCC.

## CONGRESS GOVERNANCE

### Empathy Leadership Caucus, ELC

The governing body of the Caring Citizens' Congress (CCC) is the Empathy Leadership Caucus (ELC). It's made up of a president, secretary, treasurer, and ambassador to the Council of Compassion. After 14 delegates have been credentialed into the organizing CCC, the organization will divide itself into two organizations with its own ELC.

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Once that division has taken place, the new ELC may also have a past president on it after its second year. The co-founders of the organizing CCC will remain the officers of its ELC until there are ten CCC's. The ambassador of the organizing CCC may change. The duties of the ELC are outlined in its Model Code of Regulations of a Caring Citizens' Congress.

### **Empathy Leaders**

A president, a secretary, a treasurer, and an ambassador to the Council of Compassion shall make up the congressional ELC. Elected party officers of all recognized and organized county parties, who are also active delegates of the congress, may also be a congressional leader as the code of regulations provide.

### **Officer Qualifications**

The current organizing CCC officers are made up of the three founders of the Empathy Surplus Project: Chuck Watts, president; Gary Evans, treasurer; and Anita Dobrzelecki, secretary. When the organizing CCC reaches 14 delegates and divides into two organizations, the new officers elected to the second CCC must be credentialed (see Best Practices above).

### **Qualifications, Election, Term, and Training of Congressional Empathy Leaders**

1. ***Congress Empathy Leaders' Election and Terms*** New congress empathy leaders are elected 6 months before taking office and take office on June 1st. At the end of the presidential term, the president continues on the congressional leadership empathy caucus one more year as immediate past president. The term is one year.
2. ***Congressional Empathy Leaders Training*** Newly elected empathy leaders are expected to use social media effectively. To that end all shall attend at least one S.T.R.O.N.G. training (Social - Technology - Reaches - Our - Next - Group) that are offered monthly, unless excused by the ESP organizing committee Compassion Council president. In the event of no S.T.R.O.N.G. attendance by new congressional leadership empathy caucus delegates, the current president shall continue to serve until successor compassion leaders attend a S.T.R.O.N.G. training.

### **New Congress Chartering**

The current founding CCC has four delegates. Once it reaches 7 delegates it will elect an ambassador and apply for a charter. The new founding CCC will continue to recruit delegates until it reaches a total of 14. If it takes more than one year to reach 14 delegates, the ambassador will be re-elected annually. When 14 delegates are reached, the CCC will pause its recruiting efforts to divide itself into two congresses of seven delegates each with their own ELC and bank account. The founders will continue in a founders CCC until ten CCCs have been chartered. The second CCC will elect its own ELC.

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### **Multiple Empathy Leadership Caucuses Conference (MELCC)**

Quarterly Congressional Empathy Leadership Conferences take place when there are more than one Caring Citizen Congress. Its delegation is made up of the all the various CCC ELC's. CCC caring policy directions are ratified by the MELCC.

### **Congress Charter and Induction Ceremonies**

The current organizing CCC, as of December 2013, has four delegates. When it reaches seven delegates, the organizing CCC will be chartered and its officers will be inducted at a public ceremony.

### **Congressional Officer Duties**

Each congressional officer has specific duties spelled out in the Model CCC Code of Regulations.

### **Congressional Task Forces**

There are five congressional task forces that correspond to our American philosophies. Caring policy directions identified in each congress are attached to a task force. The first policy direction is: *Healthcare is a human right*. The current active task force is: *Stronger America*. The five task forces are:

1. Stronger America
2. Liberal Markets
3. Better Future
4. Effective Government
5. Mutual Responsibility

## **CONGRESSIONAL 1ST AMENDMENT GATHERINGS**

### **Peaceable Assembly Venues**

Peaceable assembly venues are public locations Wi-Fi accessible that allow food and beverage consumption. CCC's that gather from multiple venues connect via Google Hangout. The organizing CCC currently gathers from three venues:

- Watson Library, Wilmington College, Wilmington, OH
- Engine House Pizza, New Vienna, OH
- Roaring Brook Farm, Bellbrook, OH

### **Guests**

CCC delegate responsibilities include inviting to and mentoring at their gatherings guests as potential delegates. Guests are welcome to come to up to eight gatherings before needing to make a decision to become a delegate.



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### **Congressional Agendas and Programs**

Each gathering includes a meal and fellowship period; a discussion of something written by Dr. George Lakoff or his associates or discussion of The Charter for Compassion; recitation of the Caring Citizen Declaration; reporting on implementing the CCC's caring policy direction; and adjournment. CCCs may also host speakers who are either associated with Dr. George Lakoff or the CCC's caring policy direction.

### **Attendance**

Weekly attendance is an outward and visible sign of the core values of caring citizens and is strongly encouraged. Attendance records are kept and delegates are expected to attend at least 50 percent of the meetings each quarter. Delegates present for at least 60 percent of the meeting are counted as present.

### **Excused Absences and Make-Up Meetings**

Absences by delegates may be made up two weeks before or after a meeting in any of the following ways:

- (a) Attend a monthly meeting of any organized and recognized political party in the county of one's congress; or
- (b) Attend a congressional ELC or monthly STRONG event.

### **Politics**

CCC delegates are encouraged to continue their affiliation or no affiliation in a political party. If affiliated, delegates are encouraged to offer themselves as elected representatives to their party at all levels, especially their county and state level. Affiliated delegates are encouraged to strengthen the governing principles of their party around compassion and human rights.

Public policy has two components: cognitive and material. Material policy is the nuts and bolts of how something works and is very specific. Cognitive policy is the idea that has to be in people's brains for material policy to be accepted. CCC collective action focuses on cognitive policy development and promotion, i.e. think-and-do. For example, our current caring policy direction is "healthcare is a human right."

Delegates, acting on their own, are encouraged to use our caring policy directions in other existing governing bodies or advocacy groups to create material policy and law. For example, delegates could join other groups that want to take our policy directions and actually establish material policy, ordinances, statues, and law.

Prohibited CCC activities include:

1. Expressing an opinion, or spending any money on any pending ballot initiatives.
2. Endorsing, recommending, or spending any money on any candidate for public or party office. Candidates are welcome to speak to the delegation and answer questions.

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3. Party representatives who are also delegates do not speak for their CCC at party functions when endorsing candidates or ballot initiatives.

### **Congressional Governance**

Led by the CCC ELC these caucuses serve as a regular and routine examination and discussion of possible new caring policy directions.

## **CONGRESSIONAL MEMBERSHIP**

### **Delegate Qualification**

#### **Voter Registration**

Registered voters of good character and good business, professional and/or community reputation who adhere to the Model Constitution and Bylaws for a Caring Citizens' Congress shall be eligible as a Caring Citizen Delegate to this congress.

**Registered Voters.** The secretary shall verify all prospective delegate' names with the precinct voter registration list maintained at the county board of elections when delegates join and with each semi-annual report made to ESPUSA. Discrepancies of actual delegate residences with the voter registration list maintained at the county board of elections shall be reported to the board of elections by mail. Caring Citizens' Congress delegates must live in the congress precinct(s). The secretary shall check with the local board of elections after each candidacy filing deadline to report to the congress who is running for local public office.

### **Delegate Diversity**

**Party Diversity.** Caring Citizens' Precinct Congress shall strive to reflect the political party makeup of their precinct. For example, if a third of the precinct citizens belong to the Democratic Party, a third to the Republican Party and a third are unaffiliated the congress is to strive to have its delegation reflect that proportion of political party diversity. Party affiliation or non-affiliation as indicated by official voter rolls shall be indicated on delegate directories and badges.

### **Caring Citizen Delegate**

Caring Citizen Delegates strive to participate in the Four Exercises to Occupy Compassion (See Part 3), accept the Model CCC Code of Regulations and Manual of Procedure, have congressional voting privileges, and are classified in five ways:

- (c) caring citizen delegate;
- (d) caring citizen delegate and elected precinct representative;
- (e) caring citizen delegate and appointed precinct representative;

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- (f) caring citizen delegate and elected state party representative;
- (g) caring citizen delegate and appointed state party representative;

### **Vocational Identification**

The vocation, occupation, and/or avocation of each Caring Citizen Delegate is valued by this congress and may be identified in the congress's directory and name badge.

### **Induction of New Delegates or Adjuncts**

All new delegates or adjuncts are inducted into their congress.

### **Delegate Credential Costs**

Every new delegate of a Caring Citizens' Congress shall pay an annual investment as specified in the Model CCC Code of Regulations plus the \$65 annual dues to the Empathy Surplus Project.

### **Delegate Term**

A delegate term begins June 1 and ends May 31. Delegate terms continue uninterrupted as long as the Caring Citizen Delegate make their annual financial investment and making a good faith effort to fulfill their occupy compassion exercises.

### **Automatic Discontinuation**

- (a) ***Delegate Qualifications.*** Automatic discontinuation of a delegate's term takes place when Caring Citizen Delegates no longer meets the delegate investment qualifications.
- (b) ***Reinvestment Process.*** Caring Citizen Delegates whose terms are automatically discontinued for whatever reason are considered re-invested in the congress on their third consecutive meeting, provided all dues (which may be prorated) have been paid up.

### **Automatic Discontinuation With Non-Investment of Treasure**

Caring Citizen Delegates who have not made their annual investment within 30 days of the specified time shall have their voting privileges discontinued until their reinvestment process is complete.

### **Automatic Discontinuation With Non-Investment of Time and Talent**

Caring Citizen Delegates who have not made their investment of time and talent at meetings shall have their voting privileges discontinued until their reinvestment process is complete. Caring Citizen Delegates must

- (a) Attend or make up at least a majority of the meetings in each quarter of the year.
- (b) Not miss four meetings in a row.

### **Discontinuation For Non-adherence To Vision and Values of ESP**

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The CCC ELC may discontinue the term of any delegate who no longer adheres to the vision and values of the ESP. Before such discontinuation is applied, the delegate shall be invited in writing to state his/her case before the ELC.

### **Discontinuation Mediation or Arbitration Appeal**

Disputes between any current or former delegate(s) and a congress on any account whatsoever which cannot be settled under the procedure already provided for such purpose, may, upon a request to the secretary by any of the disputants, either be resolved by mediation or settled by arbitration. Mediators and/or arbitrators must have certifiable skills, and the disputants must be willing to pay for the services. The mediation or arbitration must be held within 30 days after receipt of the request for mediation.

### **ELC Decision Final**

If no appeal to this congress is taken and no arbitration is requested, the ELC decision is final.

### **Written Resignation**

Delegates seeking to resign are encouraged to do so in writing and include any payment of indebtedness.

### **Property Interest Forfeited**

All property interest in the congress is forfeited when a Caring Citizen Delegate's term is discontinued.

### **Adjunct Membership**

Anyone who financially supports the vision and values of the Empathy Surplus Project and does not meet the requirements of Caring Citizen Delegates may be designated by the ELC a Caring Citizen Adjunct with all privileges except voting rights. Adjunct designation must be done annually by the incoming ELC.

(a) **Most common example.** Non-registered voters. Another example is registered voters who want to participate as fully as possible in a congress, yet cannot meet the weekly attendance guidelines.

(b) **Public office holders.** Public office holders, candidates for public office, or public appointees seeking affiliation in their CCC may participate as an Adjunct. Delegates who become candidates for public office give up their delegate status and may apply for adjunct status. Former public office holders may become delegates after the following period of time has elapsed after their public service:

- (1) Immediately - Former candidates to local office, who were either not elected or who removed themselves from the election.
- (2) 6 months - Local office holders that are often non-partisan, e.g. township trustees, school board members, dog wardens, etc.

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- (3) 12 months - City or county office holders, e.g. mayors, commissioners, city council members, etc.
- (4) 18 months - State office holders, i.e. state representatives, senators, governors.
- (5) 24 months - Federal office holders, i.e. congressional representatives, senators, presidents and any appointees that require US Senate confirmation.

# 2 Empathy Surplus Project

The Empathy Surplus Project (ESP) is an idea conceived by Chuck Watts, a life long member of the Democratic Party, and Gary Evans, a life long member of the Republican Party in 2009; Anita Dobrzelecki, a life-long Democratic Party member joined as a founder in 2013.

The idea is simple and based on the freedoms enshrined in our 1st Amendment: If you believe that compassion and human rights are governing principles, your duty as a caring citizen is to gather with other like minded people, regardless of political party affiliation, and have the on-going conversation of good will envisioned by the founders of our country.

The context of the idea was and continues to be how to apply the latest insights of the brain to build trust for effective governance. These insights have been made popular by the works of Dr. George Lakoff, and focus on promoting the core values of empathy, responsibility for self and others, and strength.

The co-founders constituted the idea in Ohio in August 2009. Since then, the strategic plan of the founders have had 4 priorities:

- 1. Recruit the ESP governing board by chartering ten Caring Citizens' Congresses;
- 2. Charter our first Caring Citizens' Congress (CCC) as the "organizing congress" that will set the standard for delegate behavior;
- 3. Charter the remaining nine CCC's needed to complete the ESP board;
- 4. Create the first Council of Compassion Strategic Plan that includes the transition of the presidency.

### **STRUCTURE OF THE ORGANIZING ESP LEADERSHIP**

The general officers of the organizing ESP are members of the Council of Compassion (COC). The president, treasurer, and secretary are the co-founders: Chuck Watts, Gary Evans, and Anita Dobrzelecki. They are joined by other members of the COC known as Ambassadors. Together, co-founders and ambassadors, they serve as trustees of the COC. Refer to the ESP Code of Regulations for more detail.

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### **COC Gatherings**

The COC gathers the 2nd Saturday of the month. The COC and the ELC of the Organizing CCC are currently the same people and their meetings coincide.

### **FINANCIAL MATTERS**

#### **Fiscal Year**

The ESP fiscal year begins June 1 and ends May 31.

#### **Delegate Dues**

Each caring citizen delegate is expected to pay dues made up of two components: ESP dues and CCC dues. The ESP dues are \$65/yr. The amount of the CCC dues will be decided by the delegates of the new CCC when chartered.

#### **Monthly Freedom Investments**

Visitors to the ESP website are invited to become supporters of the work of the ESP and make monthly freedom investments. Each caring citizen delegate is also expected to set up recurring monthly freedom investments through the ESP website in an amount equal to \$3, \$6, \$9, \$12, or \$15 per month.

#### **Cognitive Science Partner**

Twenty percent of revenue is shared with a cognitive science partner that adheres to the insights promoted by Dr. George Lakoff. The current partner is Culture2 Inc., co-founded by Joe Brewer, our original partner at the now closed Cognitive Policy Works. Culture 2's other co-founder is B. Lazlo Karaith.

#### **Charter for Compassion Partner**

Ten percent of revenue is shared with the Charter for Compassion. We are proud to be a partner.

### **PUBLICATIONS**

Publications of the ESP currently take place on the Blog of the ESP website, as well as, on Facebook, Google+, and Twitter. The president is currently the only authorized author of media and currently has sole discretion as to content. The president is advised by the COC. ESP has acquired ongoing permission from Dr. George Lakoff and Joe Brewer to republish all articles that further the strategic plan of the ESP.

#### **ESP's website at [empathysurplus.com](http://empathysurplus.com)**

The ESP website is facilitated by [NationBuilder.com](http://NationBuilder.com) and is interactive in nature. Caring citizens as well as delegates are encouraged to visit the ESP website to keep up with the latest news.

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### **Caring Citizen Freedom Survey**

The Caring Citizen Freedom Survey is a public survey of registered voters that advances the principles of human rights as they apply to healthcare in America. Participants may answer and comment on their answers. Their comments are shared with the public.

### **Caring Photo Petitioners**

Caring citizens who share their image taken with the caring citizen poster grant publishing rights to the ESP. These images are currently being shared on the website in a rotating fashion.

### **GLOSSARY**

1. Empathy Leadership Caucus (ELC): The governing body of a congress.
2. Delegate: A delegate of a Caring Citizens' Congress is a registered voter, duly credentialed by the Congress; their expertise of occupation, vocation and avocation that brings fulfillment to their life is an asset to the congress.
3. Party Representative: A delegate who is also an elected precinct representative to an organized county party; or an appointed at-large representative to an organized county party; or an elected representative to an organized state party; or an appointed at-large representative to an organized state party.
4. ESPUSA: The Empathy Surplus Project of the United States of America
5. Year: The twelve-month period which begins on 1 June.
6. Precinct: The smallest public structure of the state from which a representative may be elected by public ballot or caucus to any organized and state-recognized county party.
7. Council of Compassion (COC): The governing body of ESPUSA.
8. Caring Citizens' Congress (CCC): The members of ESPUSA.

## **PART TWO**

### *Carrying Out ESP's Mission*

*To fulfill the purpose of the Empathy Surplus Project, it is important to embrace the latest insights of the brain and occupy compassion. The Caring Citizens' Congress is a think-and-do tank that focuses its practice on applying ESP's vision, values, principles, and philosophy to our daily language. When developing caring policy directions, caring citizen delegates keep these ideas in mind to protect human dignity in their local communities and empower human rights.*



# 3 Four Exercises to Occupy Compassion

*“Congress shall make no law respecting an establishment of religion, or prohibiting the free exercise thereof; or abridging the freedom of speech, or of the press; or the right of the people peaceably to assemble, and to petition the Government for a redress of grievances.” (1st Amendment)*

The Object of a Caring Citizens’ Congress is to encourage and foster the ideal of caring citizenship as an honorable enterprise. In particular, we will encourage and foster four exercises to occupy compassion and build trust in effective American governance at all levels, beginning especially in the precinct:

## **Inwardly digest**

Inwardly digest the daily need for empathy and responsibility for self and others in public life “in order to form a more perfect Union.”

## **Invest**

Invest in peaceable public assemblies and weekly pledge to each other “our lives, our fortunes, and our sacred honor” to strengthen our occupation of compassion and identify caring policy directions. Delegates invest by:

(a) **Weekly Peaceable Assembly.** These weekly congressional gatherings shall strengthen the bonds of acquaintance as an opportunity for delegates to build trust for effective governance and ideally be conducted at a public place where food and drink could be served.

(b) **Empathy Leadership Caucus Initiation (ELC).** A caring policy direction is first identified in the ELC through a resolution in keeping with our vision, values and principles.

(c) **Congress Confirmation.** A caring policy direction resolution must be identified by the ELC and confirmed by the congress. Upon confirmation the resolution becomes a congressional caring policy direction. It's posted on the ESPUSA website for other congresses to review and / or challenge and / or ratify.

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(d) **Current Caring Policy Direction.** Healthcare is a human right.

### Implement

Implement caring policy directions to fulfill our lives, secure our liberties and perfect our pursuit of happiness. Delegates implement caring policy directions by:

(a) **Ratify Caring Policy Directions.** Ratification takes place when all organized political parties of the county endorse the Caring Policy Direction.

(b) **Electing Caring Citizens to Precinct Representation.** Precinct representatives exemplify strong, empathic community character when they use the language of American vision, values, principles and philosophies identified here to frame their party conversations. The Caring Citizens' Congress seeks to identify at least two precinct candidates in each respective party for each precinct it encompasses. Each candidate shall advance one of the five two-word progressive philosophies. The purpose behind this strategy is to (1) foster a conversation in the precinct around American values, (2) strengthen community character in the precinct and identify caring citizens as future delegates, (3) build common sense around these values and philosophies to strengthen the ESP brand and (4) help identify caring policy directions our neighbors believe are important.

(c) **Electing Caring Citizens to Senate District Representation.** Likewise, senate district representatives undergo the same process as (b) above to focus on the state's organized parties.

### Invite

Invite our neighbors to join our Caring Citizens' Congress and / or promote our caring policy directions to their elected representatives. Delegates invite in three ways:

(a) **Caring citizens are the solution.** Invite our neighbors to our weekly 1st Amendment gatherings to advance healthcare as a human right.

(b) **Precinct Ratification and Sponsorship.** Delegates interview their precinct neighbors using the Caring Citizen Freedom Survey on health and human rights. When a majority of the precinct residents have been interviewed and have indicated that they are with us in our cause, the precinct is considered ratified and a sponsor of the policy direction to all county and state political parties.

The current caring policy direction is: Healthcare is a human right. Precinct sponsorship of this policy direction takes place when a majority of the precinct has answered YES to Question 11: "Do you believe these human rights apply to healthcare?"

### **Strictly Prohibited**

Spending money for non-party candidate campaigns and ballot issues is strictly prohibited.

# 4 Framing Our Story of Freedom

### **Using the Latest Insights of the Brain** (from Thinking Points, Chapter 3)

The purpose of Caring Citizen Delegates in their Congress is to re-imagine the American ideal of a well-functioning democratic republic where we live. Our purpose requires following the latest insights of the brain and making them known so that they are not used against Americans to reduce American freedoms. Those insights include:

- The use of frames is largely unconscious.
- Frames define common sense.
- Repetition can embed frames in the brain.
- Activation links surface frames to deep frames and inhibits opposition frames.
- Existing deep frames don't change overnight.
- Speak to biconceptuals as you speak to your base.
- The facts alone will not set you free.
- Simply negating the other side's frames only reinforces them.

### **What Divides Americans** (from Don't Think Of An Elephant, Ch. 8)

We know what divides Americans from the latest brain insights. By focusing on vision and values, our local parties, and what divides where we can, we hope to influence the "big picture." Here are the things that divide Americans:

- Local interests
- Idealism versus pragmatism
- Radical change versus moderate change
- Militant versus moderate advocacy
- Types of thought processes: socioeconomics, identity politics, environmentalists, civil libertarians, spiritual, and anti-authoritarianism

### **What Unites Americans** (from Don't Think Of An Elephant, Ch. 8)

We know what unites Americans from the latest brain insights. By focusing on vision and values, and ideas versus policy details, we hope to shift the American narrative to a nurturing, commons-based governance. Here are the things that unite Americans in priority of use:

- Values unite us from a basic progressive vision.
- Principles unite us when they're realized around progressive values.
- Caring policy directions unite us when they fit the values and principles. There are two aspects to policy making: cognitive and material. Material policy is about the nuts and bolts, how things work in the world. Cognitive policy is about what the public has to

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have in its brain / mind in order to fully support the right material policies. Caring policy directions focus on cognitive policy. See the Empathy Surplus Project website for sample policy directions.

- A brief ten-word philosophy encapsulating all of the above unites us.

### An American Philosophy

- |                                |          |                               |
|--------------------------------|----------|-------------------------------|
| • <b>Stronger America</b>      | replaces | strong defense philosophy     |
| • <b>Progressive Market</b>    | replaces | free market philosophy        |
| • <b>Better Future</b>         | replaces | lower taxes philosophy        |
| • <b>Effective Government</b>  | replaces | smaller government philosophy |
| • <b>Mutual Responsibility</b> | replaces | family values philosophy      |

### Four Rules of Thumb

An in-depth list of “How to Respond to Conservatives” can be found in Chapter 8, Don’t Think of An Elephant: Know Your Values and Frame the Debate.

To re-imagine our American ideal of a well-functioning democracy we will use four rules of thumb to shift our neighbor’s current strict father, top-down worldview to a more nurturing parent, bottom-up worldview.

1. We will respect our opposition’s 1st Amendment freedoms by understanding their moral worldview of self-interest, maximizing personal profit above all else. We will be personal.
2. We will reframe the conversation to our own moral worldview of community-interest, leading to expanding freedom and fairness for all, without using the language of self-interest. We will be plainspoken.
3. We will use the vision and values language of freedom and fairness for all, by focusing on our core value of empathy, the soul of democracy. We will be positive and avoid vilification.
4. We will say what we mean and what we want in the expansion of freedom and fairness for all. We will be plausible.

### Twelve Traps to Avoid to Strengthen Our Identity

(from Thinking Points, Chapter 1)

#### The Issue Trap

Progressives do agree at the level of values and there is real basis for progressive unity.

Progressive values cut across issues. So do principles and forms of arguments.

Conservatives argue conservatism NO MATTER what the issue. Progressives should argue progressivism. We need to get out of issue silos that isolate arguments and keep us from the values and principles that define an overall progressive vision.

#### The Poll Trap

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Polls are only as accurate as the framing of their questions, which is often inadequate. Real leaders don't use polls to find out what positions to take; they lead people to new positions.

### **The Laundry List Trap**

People vote based on values, connection, authenticity, trust, and identity - not some laundry list of programs and policies.

### **The Rationalism Trap**

There is a commonplace - and false - theory that reason is completely conscious, literal (applies directly to the world), logical, universal, and unemotional. Cognitive science has shown that every one of these assumptions is false. These assumptions lead progressives into other traps: assuming that hard facts persuade voters, that voters are "rational" and vote in their self-interest and on the issues, and that negating a frame is an effective way to argue against it.

### **The No-Framing Necessary Trap**

Progressives often argue that "truth doesn't need to be framed" and that the "facts speak for themselves." People use frames - - - deep-seated mental structures about how the world works - - - to understand facts. Frames are in our brains and define our common sense. It is impossible to think or communicate without activating frames, and so which frame is activated is of crucial importance. Truths need to be framed appropriately to be seen as truths. Facts need a context.

### **The Policies-Are-Values Trap**

Progressives regularly mistake policies with values, which are ethical ideas like empathy, responsibility, and the rest listed in Section 2. Article 2. Policies are not themselves values, though they are, or should be based on values. Thus, Social Security and universal health insurance are not values; they are policies meant to reflect and codify the values of human dignity, the common good, fairness and equality.

### **The Centrist Trap**

There is a common belief that there is an ideological "center" - - - a large group of voters either with a consistent ideology of their own or lined up left to right on the issues or forming a "mainstream," all with the same positions on issues. In fact, the so-called center is actually made up of bi-conceptuals, people who are conservative in some aspects of life and progressive in others. The mistaken strategy of "moving to the right" actually helps activate conservative values while giving up progressive values. This process alienates our base.

### **The "Misunderestimating" Trap**

Too many progressives think that people who vote conservative are just stupid, especially if their vote hurts them economically. These mistaken progressives believe that telling

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conservatives the real economic facts will win their votes. The truth is conservatives have their reasons, which are based on their own moral worldview, and too many progressives misunderstand and do not RESPECT the conservative agenda. This results from looking at conservatism through progressive values. Respecting (not agreeing with) the conservative agenda means looking at conservative goals through conservative values, which yields insight and shows just how effective conservatives really are.

### **The Reactive Trap**

Avoiding this trap is at the heart of the Empathy Surplus Project and strengthens our 1st Amendment. For the most part, Americans have been letting conservatives frame the debate, through their very effective use of think tanks on policy making and public communication. Caring citizens, outside of any party, must come together in an ongoing, long-term, organized national campaign that honestly conveys progressive values to the public - - - day after day, week after week, year after year, no matter what the specific issues of the day are.

### **The Spin Trap**

Some progressives believe that winning elections or getting public support is a matter of clever spin and catchy slogans - - - what we call “surface framing.” Surface framing is meaningless without deep framing - - - our deepest moral convictions and political principles. Framing, used honestly at both the deep and surface levels, is needed to make the truth visible. Spin, on the other hand, is the dishonest use of surface linguistic frames to hide the truth. Progressive values and principles - - - the deep frames - - - must be in place before slogans have an effect; slogans alone accomplish nothing. Conservative slogans work because they have been communicating their deep frames for decades.

### **The Policyspeak Trap**

Progressives should stop using legislative jargon like “Medicare prescription drug benefits,” when speaking to the public. We should, instead, talk in plain language how a policy will let you send your daughter to college, or how it will help you launch your own business.

### **The Blame Game Trap**

It is convenient to blame our ineffectiveness on the media and conservative lies. That conservatives lie and use Orwellian language and that the media is lazy and repeats them is true, but out of our control. Correcting lies is not enough. We must reframe our moral perspective so the truth can be understood. This reframing, the goal of caring citizens working from their congress across America, is needed to get our deep frames into public discourse. The media will use our frames if enough of us are honestly, effectively, and regularly expressing our progressive vision.

### **Eleven Things To Do Everyday**

(from Don't Think Of An Elephant, Ch. 1)

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### **Recognize what conservatives have done right and where progressives have missed the boat.**

It is more than just control of the media, though that is far from trivial. What they have done right is to successfully frame the issues from their perspective. Acknowledge their successes and our failures.

### **Remember, “Don’t think of an elephant!”**

If you keep their language and framing and just argue against it, you lose because you are reinforcing their frame.

### **The truth alone will not set you free.**

Just speaking truth to power doesn’t work. You need to frame the truths effectively from your perspective.

### **Speak from your moral perspective at all times.**

Progressive policies follow from progressive values. Get clear on your values and use the language of values. Drop the language of policy wonks.

### **Understand where conservatives are coming from.**

Get their strict father morality and its consequences clear. Know what you are arguing against. Be able to explain why they believe what they believe. Try to predict what they will say.

### **Think strategically across issue areas.**

Think in terms of large moral goals, not programs for their own sake.

### **Think about the consequences of proposals.**

Form progressive slippery slope initiatives.

### **Remember voters vote their identity and values.**

Their vote need not coincide with their self-interest.

### **Unite and cooperate! Here’s how:**

Remember the six modes of progressive thought:

- Socioeconomics
- Identity politics
- Environmentalists
- Civil libertarians
- Spiritual
- Anti-authoritarianism

Notice which of these modes of thought you use most often. Where do you fall on the spectrum? Where do the people you talk to fall on the spectrum? Then rise above your own mode of thought and start thinking and talking from your shared progressive values.

**Be proactive, not reactive. Play offense, not defense.**

Practice reframing everyday on every issue. Don't just say what you believe. Use YOUR frames, and not their frames. Use them because they fit the values you believe in.

**Speak to everyone like you speak to the progressive base in order to activate the nurturant model of swing voters.**

Don't move to the right. Rightward movement hurts in two ways. It alienates the progressive base and it helps conservatives by activating their model in swing voters.

# 5 Vision, Values, Principles & Philosophy

## **An American Vision**

In America "we the people" and our representatives - not kings, presidents, preachers, corporations, or generals - are charged with the protection and empowerment of one another and our Constitution.

The American work ethic of excellence to make the world a better place has always been empathic: care for yourself, care for your family, care for your work, care for your community, care for your state, care for your nation, and care for your world.

## **American Values**

Use our American values every day.

***Empathy, Responsibility for self and others, and Strength*** - Our core values.

***Protection, Fulfillment and Fairness*** - When you care for someone, you want to protect them, help them fulfill their dreams and see that they are treated fairly.

***Freedom, Opportunity and Prosperity*** - Freedom expands as opportunity expands as prosperity expands.

***Community, Service and Cooperation*** - Children are shaped by their communities and learn community responsibility by observing and cooperating in serving their neighbors in their communities.



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***Trust, Honesty and Open Communication*** - Honest and open communication builds trust and fosters cooperation.

### American Principles

***Democracy*** - Empathy is the soul of democracy, caring for your fellow citizens, which leads to the principles of freedom and fairness for all. Government has two moral missions: protection and empowerment for all. To carry them out, government must be by, for, and of the people.

***Stop Privateering*** - Shifting government's moral mission of citizen protection and empowerment along with public resources to corporations is public theft through privateering. Privateering is immoral and threatens American democracy. Privateering has five components:

1. **ENABLING INSIDERS** are those in government who weaken or destroy one or both of government's moral missions.
2. **SURREPTITIOUS DISMANTLING** is under the public radar reduction of government's capacity to function.
3. **PRIVATEERS** are corporations hired by government to fulfill a protection and/or empowerment function.
4. **COVERT PRIVATEERING** is made possible when privateers work with enabling insiders.
5. **TRANSFERRED FUNCTIONS** are critical government protection and empowerment function transferred to privateers with no citizen accountability.

***Freedom*** - Democracy is all about "securing the blessings of liberty," either freedom "from" (protection) or freedom "to" (empowerment). Freedom has been expanding since 1776. America needs freedom judges, who help us expand freedom from the ideas found in our Constitution, i.e. public health, public schools, the banking system, the courts, etc.

***Equality*** - Freedom and fairness for all expands when we do everything possible to guarantee political equality and avoid imbalances of political or economic power.

***Ethical business*** - Empathy is at the heart of ethical business and defining a corporation as a person versus a private government is immoral and an enemy of freedom and fairness for all.

***Common Wealth*** - Americans invest our common wealth to build an infrastructure that all can use to expand our freedom: highways, public schools, the internet, public health, the banking system, the SEC, the courts. There are no self-made men or women. Business depends on the common wealth and incurs an obligation to maintain it.

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**Compound Empowerment** - In America there is no free lunch. Compound empowerment means corporations and the wealthy make more and more use of the infrastructure provided by the common wealth than do ordinary citizens and should pay for it according to their greater use. Transfers of wealth to the wealthy from ordinary citizens are the enemy of freedom and include subsidies, loopholes, externalization of costs, and so on.

**American Equity** - Citizens and the nation owe each other equity. If you work hard; play by the rules; and serve your family, community and nation, then the nation should provide a decent standard of living, as well as freedom, security and opportunity.

**Empathy-Based Foreign Policy** - The moral mission of government to protect and empower its citizens to maximize their freedom applies to foreign policy directions whenever possible. Examples:

1. **PROTECTION** translates into an effective military for defense and peacemaking.
2. Building and maintaining a **STRONG** and a diverse **COMMUNITY** translates into engaging in effective diplomacy to build and maintain strong alliances.
3. **RESPONSIBLE CARING** at home translates into responsible caring for the world's people; world hunger, health, poverty, and ecology; and rights of women, children, prisoners, economic and political refugees and ethnic minorities.

### An American Philosophy

- |                                |          |                               |
|--------------------------------|----------|-------------------------------|
| • <b>Stronger America</b>      | replaces | strong defense philosophy     |
| • <b>Progressive Market</b>    | replaces | free market philosophy        |
| • <b>Better Future</b>         | replaces | lower taxes philosophy        |
| • <b>Effective Government</b>  | replaces | smaller government philosophy |
| • <b>Mutual Responsibility</b> | replaces | family values philosophy      |

## 6 Task Forces

The five Empathy Surplus Project task forces are the philosophical and practical framework for the work of member Caring Citizens' Congresses.

### Stronger America Task Force

Congresses participating in this task force seek ways to shift the conversation from the conservative philosophy of a strong defense to the progressive philosophy of a stronger America. There are three equal areas of focus in this task force: (a) Protecting and Empowering Americans domestically, (b) An Effective Military Defense, and (c) Compassionate

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Diplomacy. Congressional task forces participate in multi-congress summits to advance their philosophy.

### **Progressive Market Task Force**

Congresses participating in this task force seek ways to shift the conversation from the conservative philosophy of free markets to the progressive philosophy of liberal markets. This could include encouraging (1) compassionate state corporate charters, (b) embracing compassionate economic indicators like the GPI, genuine progress indicator, and (3) expanding public banking. Congressional task forces participate in multi-congress summits to advance their philosophy.

### **Better Future Task Force**

Congresses participating in this task force seek ways to shift the conversation from the conservative philosophy of lower taxes to a progressive philosophy of investing in a better future through a progressive tax structure. This includes promoting the idea of compound empowerment of corporations requires maintenance of the common wealth that provided that empowerment. Congressional task forces participate in multi-congress summits to advance their philosophy.

### **Effective Government Task Force**

Congresses participating in this task force seek ways to shift the conversation from the conservative philosophy of smaller government to progressive philosophy of effective government. This includes promoting the idea of effective government as “systemically caused” by “government of the people by the people for the people” versus government effectiveness “directly caused” by an election or the simple act of voting. Congressional task forces participate in multi-congress summits to advance their philosophy.

### **Mutual Responsibility Task Force**

Congresses participating in this task force seek ways to shift the conversation from the conservative philosophy of family values to the progressive philosophy of mutual responsibility. This includes promoting the raising of empathic children in nurturing parent families that encourage systemic thinking and education. Congressional task forces participate in multi-congress summits to advance their philosophy.

# 7 Annual Human Rights Celebrations

To occupy compassion the Council of Compassion has established annual celebrations focused on human rights.

## **Celebrating the Second Bill of Rights in January**

The Second Bill of Rights was a list of rights proposed by Franklin D. Roosevelt, the then President of the United States, during his State of the Union Address on January 11, 1944. In his address Roosevelt suggested that the nation had come to recognize, and should now implement, a second “bill of rights.” Roosevelt’s argument was that the “political rights” guaranteed by the constitution and the Bill of Rights had “proved inadequate to assure us equality in the pursuit of happiness.” Roosevelt’s remedy was to declare an “economic bill of rights” which would guarantee:

- Employment, with a living wage
- Freedom from unfair competition and monopolies
- Housing
- Medical care
- Education
- Social Security

Caring Citizens’ Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

## **Celebrating Peace Corps Week in February**

Every year from February 26 to March 3, we celebrate the anniversary of the Peace Corps, an independent U.S. government agency that provides volunteers for countries requesting assistance around the world is celebrated. Established by Executive Order March 1, 1961, by President John F. Kennedy, the Peace Corps continues to promote peace and friendship by remaining true to its mission: (1) To help the people of interested countries in meeting their need for trained men and women. (2) To help promote a better understanding of Americans on the part of the peoples served. (3) To help promote a better understanding of other peoples on the part of Americans. Caring Citizens’ Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

## **Celebrating Freedom of Information Day**

Freedom of Information Day is observed on March 16 in honor of James Madison, who was born March 16, 1751. Why Madison? In addition to shaping the Constitution and pushing for the Bill of Rights, he left us some inspirational prose on the topic. He wrote: “A popular Government, without popular information, or the means of acquiring it, is but a prelude to a Farce or a Tragedy; or perhaps both. Knowledge will forever govern igno-

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rance. Caring Citizens' Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

### **Celebrating National and Community Service**

The Serve America Act was signed into law April 19, 2009, by President Barack Obama, reauthorizing and expanding national service programs administered by the Corporation for National and Community Service, a federal agency created in 1993. The Corporation engages four million Americans in results-driven service each year, including 75,000 AmeriCorps members, 492,000 Senior Corps volunteers, 1.1 million Learn and Serve American students, and 2.2 million additional community volunteers mobilized and managed through the agency's programs. Caring Citizens' Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

### **Celebrating Life, Liberty and the Pursuit of Happiness in July**

Each July 4th, the anniversary of the Unanimous Declaration of the Thirteen United States of America shall be celebrated and focus on programs of equality, participatory democracy, freedom and fairness for all, and goodwill in the precinct, community, state, nation and throughout the world. Caring Citizens' Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

### **Celebrating Citizenship Day and Constitution Week in September**

Each September the anniversary of the U.S. Constitution's founding (17 September 1789) shall be known as American Effective Governance Month. During this month, this congress will celebrate its ratification, reflect upon all its Amendments, especially the Bill of Rights, and focus on programs of participatory democracy, freedom and fairness for all, and goodwill in the precinct, community, state, nation and throughout the world. Caring Citizens' Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

- (a) **Citizenship Day.** On February 29, 1952, a joint resolution of Congress designated September 17th of each year as Citizenship Day in order to commemorate the signing of the Constitution of the United States, which occurred on September 17, 1787.
- (b) **Constitution Week.** On August 2, 1956, Congress set aside the week of September 17 through the 23rd each year as Constitution Week, and requested that the President establish it each year by Proclamation.

### **Celebrating the United Nations and Rotary International in October**

The United Nations was chartered in San Francisco, CA, October 24, 1945. United Nations Day, October 24th, is just one of the events that take place during United Nations Week, which runs every year from October 20-24. Every U.S. President since 1946 has proclaimed a United Nations Day to uphold international economic development, security,

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social progress, human rights and world peace. The first Monday of October has been designated by the United Nations as World Habitat Day. Rotary International (<http://www.rotaryfirst100.org/history/history/un/>) has a continuing relationship with the United Nations. Caring Citizens' Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

### **Celebrating Government Of, By, and For the People in November**

On November 19, 1863, President Abraham Lincoln delivered "The Gettysburg Address." Later in his eulogy of the slain president, Senator Charles Sumner commented on the most famous speech of President Lincoln, calling it a "monumental act." Sumner said Lincoln was mistaken that *"the world will little note, nor long remember what we say here."* Rather, the Bostonian remarked, *"The world noted at once what he said, and will never cease to remember it. The battle itself was less important than the speech."* This congress dedicates itself to the sacred idea that it *"shall have a new birth of freedom - and that government of the people, by the people, and for the people, shall not perish from the earth."* Caring Citizens' Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

### **Celebrating Human Rights Day in December**

On December 10, 1948 the General Assembly of the United Nations, of which the United States of America is a member, adopted and proclaimed the Universal Declaration of Human Rights the full text of which appears at <http://www.un.org/events/humanrights/2008/declaration.shtml>. Following this historic act the Assembly called upon all Member countries to publicize the text of the Declaration and "to cause it to be disseminated, displayed, read and expounded principally in schools and other educational institutions, without distinction based on the political status of countries or territories." Caring Citizens' Congresses are encouraged to find creative ways to celebrate this month in their neighborhoods.

# 8 Reclaiming Governing Power Locally

In Ohio, county political parties may elect party representatives from precincts every two or four years, depending on how each party in each county writes their bylaws filed at the county board of elections. State senate districts elect political party representatives to state parties every two years. As CCCs in other states are organized ESP guidance will follow.

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To frame the debate and language of effective governance around a nurturing and cooperating worldview, identifying caring citizen who will seek election to county and state parties is an ongoing activity. The ESP encourages member CCCs to actively frame the debate in these party elections by encouraging Caring Citizen Delegates to run for party office in all recognized county and state parties in a contested way around the five American Philosophies.

### **Party Representative Candidates Are NOT Subject to Campaign Finance Regulations**

“People running for county or state party central committee, presidential electors, national convention delegates and charter commission members are not candidates and are not subject to campaign finance reporting.” (from the Office of the Ohio Secretary of State, Campaign Finance Compliance and Disclosure Guide)

### **Seeking Election to Party Office**

Ideally there would be one candidate per philosophy per party promoting that philosophy during the election period. For example, in a county where the Democratic and Republican Parties are the only recognized parties there would be ten candidates seeking election to be the representative to each party promoting their particular American philosophy.

## **PART THREE**

### *ESP's Governing Documents*

*Code of Regulations of Empathy Surplus Project  
Model Code of Regulations of a Caring Citizens'  
Congress*



# 9 Code of Regulations of Empathy Surplus Project

An Ohio Nonprofit Corporation  
Version 1.1, December 21, 2013

## ARTICLE I SCOPE

These Regulations are not intended to state purposes or authorize powers different from or in addition to those provided in the Articles of Incorporation of the Project.

## ARTICLE II MEMBERS

**Section 1. General.** While Caring Citizen Delegates are members of a particular Caring Citizens' Congress (CCC), the members of the Project shall be made up of all the CCC's. A CCC is made up of 7-14 delegates, one of which serves as the elected ambassador to the Project. The Project governing board is called the Council of Compassion (COC); see Article III.

Currently there is one organizing congress. The governing body of the organizing CCC is called the Empathy Leadership Caucus (ELC); see Model Code of Regulations of a Caring Citizens' Congress. The ELC of the organizing CCC are the co-founders. The ELC of the organizing CCC is also the current COC.

If there is no CCC serving as a member hereunder, then the founders of the Project shall be its only members, and for purposes of any statute, rule, or law relating to corporations, shall have all rights and privileges of members. The members of the COC are also referred to as trustees.

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**Section 2. Annual Fee.** Each CCC pays an annual fee of \$65/delegate to the ESP between June 1 and July 31. Failure to pay its annual fee puts the CCC on probation. The ambassador of a CCC on probation retains her voice but loses her vote on the COC until the fee is paid. Failure to pay its annual fee by December 1 results in the CCC losing its charter and affiliation with the Project. The ambassador of a CCC with a revoked charter loses her voice and vote on the COC.

**Section 3. Annual Meeting.** The first annual meeting of member CCCs shall be determined by the COC after the second CCC is chartered. The election of ambassadors takes place in the CCC and the process is determined by the CCC ELC and its Code of Regulation. Although all delegates of a CCC are welcome at the annual meeting, only the ambassador or her designate has a voice and vote.

**Section 4. Special Meetings.** Special meetings of member CCCs and all their delegates shall be determined by the COC after the second CCC is chartered.

**Section 5. Place of Meetings.** Meetings of member CCCs shall be determined by the COC after the second CCC is chartered.

**Section 6. Notice of Meeting.** Except as otherwise permitted by law, a written notice of each annual, monthly or special meeting stating the time and place and the purpose or purposes thereof shall be personally delivered by email.

**Section 7. Quorum.** A majority of the CCC ambassadors and founders shall constitute a quorum for all purposes. Each ambassador and founder of the Project shall be entitled to one vote on all matters submitted to the members for their vote, consent, waiver, release or other action. At any meeting at which a quorum is present, all questions and business which shall come before the meeting shall be determined by the vote of the majority of the members present in person or by proxy at the meeting, except by these Regulations.

**Section 8. Proxies.** The ELC of member CCCs may designate an alternate ambassador to serve when the ambassador cannot serve.

**Section 9. Action Without a Meeting.** If no physical meeting is possible and an action must be authorized, a vote may be obtained by email.

**Section 10. Removal of Ambassadors.** Any ambassador may be removed from office by an affirmative vote of two-thirds of the COC trustees registered in person, at any regular or special meeting called for that purpose for conduct detrimental to the interests of the Project, for lack of sympathy with its objectives, or for refusal to render reasonable assistance in carrying out its purposes. Any such ambassador shall be entitled to at least

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five days' notice in writing by email from the NationBuilder communication section of the meeting at which removal is to be voted upon and shall be entitled to appear before and be heard at such meeting.

### ARTICLE III COUNCIL OF COMPASSION

**Section 1. General Powers.** Except where the law, the Articles of Incorporation of the Project, or these Regulations require that action be otherwise authorized or taken, all of the authority of the Project shall be exercised by or under the direction of the Council of Compassion. The term “Ambassador” and “Co-Founder” may also be referred to as “Trustees” in this Code of Regulations.

**Section 2. Number of Co-Founders.** Chuck Watts, life long Democratic Party member, and Gary Evans, life long Republican Party member, are the original co-founders of the Empathy Surplus Project first begun in August 2009. They are joined as co-founders by Anita Dobrzelecki, first New Congress Envoy of a Caring Citizens’ Congress. They shall serve on the Council of Compassion to provide historical context as long as they are willing. Co-founders may also serve as officers. There shall be three (3) initial Trustees of the Project

**Section 3. Number of Ambassadors.** Until changed by the Council of Compassion, there shall be one ambassador from each of the first ten Caring Citizens’ Congresses of the Project.

**Section 4. Election and Term of Office.** Elections of ambassadors take place in their respective Caring Citizens’ Congress at its annual meeting, which are convened sometime between November 1st and December 31st of each year. Each ambassador shall hold office beginning the June 1st after their Caring Citizens’ Congress annual meeting until their successor is elected, or until the earlier of their resignation, removal from office, or death.

**Section 5. Qualification of Ambassadors.** Ambassadors are certified delegates of a Caring Citizens’ Congress.

**Section 6. Resignation and Vacancies.** An trustee may resign at any time by instrument in writing to that effect filed with the Secretary or any officer of the Council of Compassion other than himself. The Council of Compassion shall reach out to the resigning ambassador’s congress to encourage them to identify their next ambassador at their earliest convenience.

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Whenever any vacancies shall occur among the trustees, the remaining ambassadors shall constitute the trustees of the Project until such vacancy is filled or until the number of ambassadors is changed.

**Section 7. Voting, Quorum and Rules of Order.** The physical or virtual presence of a simple majority of the trustees (ambassadors plus at least one co-founder) shall constitute a quorum. At any meeting of the Council of Compassion, where a quorum is present, all business shall be determined by the affirmative vote of not less than a simple majority of the trustees present. Robert's Rules of Order shall be used.

**Section 8. Annual Meeting.** The annual meeting of the Council of Compassion shall be held at such time and at such place as may be fixed by the Council of Compassion, or, if it fails to do so, by the president. The annual meeting shall be held for the purpose of electing officers and transacting any other business. The first annual meeting shall take place as outlined after the first Caring Citizens' Congress has been chartered and the first ambassador added to the Council of Compassion.

**Section 9. Special Meetings.** Special meetings of the trustees may be held at any time within or without the State of Ohio upon call by the president or by any two trustees. Notice of each such meeting and its purpose shall be given to each trustee by letter or electronic mail or in person not less than two days prior to such meeting.

**Section 10. Notice and Waivers of Notice.** Except as otherwise provided in these Regulations, notice of each annual or regular meeting of the Council of Compassion shall be given to each trustee by letter or electronic mail or in person not less than two nor more than 30 days prior to such meeting. Unless otherwise limited in the notice thereof, any business may be transacted at any annual or regular meeting.

Any trustee may waive notice of any meeting and, by attending any meeting without protesting the lack of proper notice, shall be deemed to have waived notice thereof.

**Section 11. Compensation.** The trustees shall not receive salaries, fees or compensation for their service as trustees or their attendance at any meeting or committee meeting of the Council of Compassion. However, the trustees may be reimbursed for expenses incurred in connection with the performance of their duties.

**Section 12. Conflict of Interest.** A trustee having a conflict of interest or conflict of responsibility on any matter involving the Project and any other business entity or person shall refrain from voting on such matter.

**Section 13. Physical and Virtual Meetings.** Trustees may participate in a meeting of the Council of Compassion, or its task forces, by means of conference telephone or a similar communication equipment by means of which all persons participating in the

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meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

**Section 14. Task Forces.** The composition of all task forces of the Council of Compassion shall be at least two trustees, and task force chairpersons shall be selected by the task force. The Council of Compassion shall establish task forces by resolution, and such resolution shall fix the task force's powers and authority. The Council of Compassion may delegate to any such task force any of the authority of the Council of Compassion, except those authorities specified in this Code of Regulations or in the Articles of Incorporation for which an action requires a simple majority of the trustees. Each such task force shall serve at the pleasure of the Council of Compassion, shall act only in the intervals between meetings of the Council of Compassion, and shall be subject to the control and direction of the Council of Compassion. All actions by such task force may be subject to review and revision by the Council of Compassion. Any such task force may act by a majority of its members at a meeting or by a writing or writings signed by a majority of its members.

**Section 15. Steering Committee.** The Council of Compassion may, in its discretion, create a Steering Committee to provide strategic and evaluative advice to the Council of Compassion regarding the Project. The members of the Steering Committee, and the Steering Committee itself, shall serve at the pleasure of the Council of Compassion and shall not, under any circumstances, have any corporate power or authority to direct the Project, its ambassadors, or its officers. The actions of the Steering Committee shall be purely advisory in nature and on a volunteer basis, and the members of the Steering Committee shall not receive salaries, fees or compensation for their service or their attendance at any committee meeting.

**Section 16. Manual of Procedure.** This manual contains standard operating procedures of the Empathy Surplus Project.

## ARTICLE IV OFFICERS

**Section 1. Officers.** The officers of the Council of Compassion shall consist of a president, a secretary and a treasurer. The Council of Compassion may appoint such other officers and assistants as may be necessary.

**Section 2. Election of Officers.** The officers of the Project shall be elected by the Council of Compassion at the annual meeting of the Council of Compassion and shall hold office from June 1 after the annual meeting until May 31 of the next year. At each annual meeting of the Council of Compassion officers are qualified and elected. The Council of Compassion may remove any officer at any time, with or without cause, by a vote of the

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majority of trustees at a meeting where a quorum is present. The Council of Compassion may fill any vacancy in any office occurring from whatever cause.

### Section 3. Duties of Officers.

1. President. The President shall sign any contracts, notes, deeds or other papers requiring the President's signature, and shall have such other duties as may from time to time be required of the President by the Council of Compassion.
2. Secretary. The Secretary shall keep minutes of all the proceedings of the Council of Compassion, make proper record of the same and furnish copies of such minutes to the President prior to the next meeting of the Council of Compassion; sign all bonds, contracts, notes, deeds and other papers executed by the Project requiring such signature; give notice of meetings of ambassadors and co-founders, keep such books as may be required by the Council of Compassion and perform such other and further duties as may from time to time be required by the Council of Compassion.
3. Treasurer. The Treasurer shall have general supervision of all finances. The Treasurer shall receive and have in charge all money, bills, notes, deeds, leases, mortgages, insurance policies and similar property belonging to the Project, and shall do with the same such as may from time to time be required by the Council of Compassion. The Treasurer shall cause to be kept adequate and correct accounts of the business transactions of the Project and on the expiration of the term of office shall turn over to the succeeding Treasurer or to the Council of Compassion all property, books, papers and money of the Project.
4. Assistant Officers. Assistant officers shall act as assistants to and under the direction of their supervising officers and shall be vested with all of the powers or be required to perform any of the duties of their superior officers in their absence, and they shall perform such other and further duties as may, from time to time, be required of them by the Council of Compassion.

### ARTICLE V LIMITATION OF LIABILITY

No person shall be liable to the Project for any loss or damage suffered by it on account of any action taken or omitted to be taken by him as an ambassador, co-founder or officer of

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the Project, if such person performs his duties, including his duties as a member of any committee of the Council of Compassion upon which he may serve, in good faith and in a manner he reasonably believes to be in the best interests of the Project, and with the care that an ordinarily prudent person in a like position would use under similar circumstances.

In performing his duties, an ambassador, co-founder or officer is entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, that are prepared or presented by: (1) one or more ambassadors, co-founders, officers or employees of the Project whom the ambassador, co-founder or officer reasonably believes are reliable and competent in the matters prepared or presented; (2) legal counsel, public accountants or other persons as to matters that the ambassador, co-founders or officer reasonably believes are within the person's professional or expert competence; (3) a committee of the Council of Compassion upon which he does not serve, duly established in accordance with a provision of the Articles of Incorporation or these Regulations, as to matters within its designated authority, which committee the ambassador, co-founders or officer reasonably believes to merit confidence.

### **ARTICLE VI INDEMNIFICATION OF AMBASSADORS, CO-FOUNDERS, OFFICERS, EMPLOYEES, AND VOLUNTEERS**

The Project shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed civil, criminal, administrative, or investigative action, suit, or proceeding, other than an action by or in the right of the Project, by reason of the fact that he is or was an ambassador, co-founder, officer, employee, or agent of or a volunteer of the Project, or is or was serving at the request of the Project as a trustee, ambassador, co-founder, officer, employee, or agent of or a volunteer of another domestic or foreign nonprofit corporation or corporation for profit, or a partnership, joint venture, trust, or other enterprise, against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Project, and, with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgement, order, settlement, or conviction, or upon plea of nolo contendere or its equivalent, shall not create, of itself, a presumption that the person did not act in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Project, and, with respect to any criminal action or proceeding, a presumption that the person had reasonable cause to believe that his conduct was unlawful.

The Project shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor, by reason of the fact that he is or was an

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ambassador, co-founder, officer, employee, or agent of or a volunteer of the Corporation, or is or was serving at the request of the Corporation as a trustee, ambassador, officer, employee, or agent of or a volunteer of another domestic or foreign nonprofit corporation or corporation for profit, or a partnership, joint venture, trust, or other enterprise against expenses, including attorney's fees, actually and reasonably incurred by him in connection with the defense or settlement of such action or suit, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Project, except that no indemnification shall be made in respect of any of the following:

(a) Any claim, issue or matter as to which such person is adjudged to be liable for negligence or misconduct in the performance of his duty to the Project unless, and only to the extent that, the court of common pleas or the court in which the action or suit was brought determines, upon application, that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court of common pleas or such other court considers proper;

(b) Any action or suit in which liability is asserted against a trustee and that liability is asserted only pursuant to Section 1702.55 of the Ohio Revised Code.

To the extent that a trustee, employee, agent, or volunteer has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred in this Article, or in defense of any claim, issue, or matter in such an action, suit, or proceeding, he shall be indemnified against expenses, including attorney's fees, actually and reasonably incurred by him in connection with that action, suit, or proceeding.

Unless ordered by a court and subject to the above provision, any indemnification under this Article shall be made by the Project only as authorized in the specific case, upon a determination that indemnification of the trustee, ambassador, co-founder, officer, employee, agent, or volunteer is proper in the circumstances because he has met the applicable standard of conduct set forth in this Article. Such determination shall be made in any of the following manners:

(a) By a majority vote of a quorum consisting of trustees of the Project who were not and are not parties to or threatened with the action, suit, or proceeding referred to in this Article.

(b) Whether or not a quorum as described above is obtainable, and if a majority of a quorum of disinterested trustees so directs, in a written opinion by independent legal counsel other than an attorney, or a firm having associated with it an attorney, who has been retained by or who has performed services for the Project or any person to be indemnified within the past five years;

(c) By the members of the Project;



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(d) By the court of common pleas or the court in which the action, suit, or proceeding referred to in this Article was brought.

If an action or suit by or in the right of the Project is involved, any determination made by the disinterested trustees under this Article or by independent legal counsel under this Article shall be communicated promptly to the person who threatened or brought such action or suit and, within ten days after receipt of such notification, such person shall have the right to petition the court of common pleas or the court in which such action or suit was brought to review the reasonableness of such determination.

Expenses, including attorney's fees, incurred by a trustee, ambassador, co-founder, officer, employee, agent, or volunteer in defending any action, suit, or proceeding referred to in this Article may be paid by the Project as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the Ambassadors in the specific case, upon receipt of an undertaking by or on behalf of the trustee, ambassador, officer, employee, agent, or volunteer to repay the amount if it ultimately is determined that he is not entitled to be indemnified by the Project.

The indemnification authorized by this Article is not exclusive of, and shall be in addition to, any other rights granted to those seeking indemnification, pursuant to the Articles of Incorporation, these Regulations, any agreement, a vote of members or disinterested trustees, or otherwise, both as to action in their official capacities and as to action in another capacity while holding their offices or positions, and shall continue as to a person who has ceased to be a trustee, ambassador, co-founder, officer, employee, agent, or volunteer and shall inure to the benefit of the heirs, executors, and administrators of such person.

Any indemnification authorized herein shall be permitted only to the extent that it does not constitute an act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code or a taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code.

## ARTICLE VII DONATIONS AND SPECIAL FUNDS

The Project shall have authority to receive donations from any source in cash or other property acceptable to the Council of Compassion. The Council of Compassion may, in its discretion, accept donations subject to restrictions as to the uses and purposes for which the same may be applied or which limit the time, manner, amount or other terms of such application, provided that the uses and purposes and the terms of application specified are within the purpose of the Project and do not violate the Articles of Incorporation, these Regulations or any applicable statute or rule of law. To facilitate the making and administration of restricted donations, the Council of Compassion may establish special trusts or

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funds, donations to which shall be held for specified uses and purposes and/or terms of application, provided that such specific uses and purposes and terms of application are within the uses and purposes of the Project and do not violate the Articles of Incorporation, these Regulations or any applicable statutes or rule of law. The authority granted to the Project, and the powers granted to the Council of Compassion in this Article, shall be deemed to be in addition to, and not in limitation of, the authority and powers granted to each of them.

### **ARTICLE VIII AMENDMENTS**

These Regulations and the Manual of Procedure may be amended or repealed and new Regulations may be adopted only by the act of a majority of the ambassadors and co-founders.

# 10 Model Code of Regulations for a Caring Citizens' Congress

An Empathy Surplus Project  
Version 1.1, December 21, 2013

## ARTICLE I SCOPE

These Regulations are not intended to state purposes or authorize powers different from or in addition to those provided in the Empathy Service Project Manual of Procedure, ESP MOP.

## ARTICLE II MEMBERS

**Section 1. General.** Members of a Caring Citizens' Congress are called delegates or adjuncts. Delegates have voting privileges; adjuncts do not. A CCC is made up of 7-14 delegates, one of which serves as the elected ambassador to the Project governing board called the Council of Compassion (COC).

Currently there is one organizing congress of four delegates - three founders and one credentialed delegate. The governing body of the organizing CCC is called the Empathy Leadership Caucus (ELC). The ELC of the organizing CCC are the co-founders of the ESP. Members are invited or may apply directly to the organizing CCC ELC secretary.

**Section 2. Object: Four Exercises to Occupy Compassion.** The Object of a Caring Citizens' Congress is to frame the American story of freedom around compassion and human rights. We will encourage and foster in our precinct neighborhoods the ideal of caring citizenship as an honorable enterprise. The Manual of Procedure details how we will encourage and foster four exercises to occupy compassion and build trust in effective American governance at all levels, beginning especially in the precinct:

1. **Inwardly digest** and promote the daily need for empathy and responsibility for self and others in public life "in order to form a more perfect Union."

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2. **Invest** in peaceable public assemblies and weekly pledge to each other “our lives, our fortunes, and our sacred honor” to strengthen our occupation of compassion and identify caring policy directions.
3. **Implement** caring policy directions in our precincts to fulfill our lives, secure our liberties and perfect our pursuit of happiness.
4. **Invite** our neighbors to join our Caring Citizens’ Congress and / or promote our caring policy directions to their elected party representatives.

**Section 3. Our Five Task Forces.** The five Empathy Surplus Project task forces are the philosophical and practical framework for the work of this Caring Citizens’ Congress. Details for their use can be found in the Manual of Procedure. The task forces are:

1. Stronger America Task Force
2. Liberal Market Task Force
3. Better Future Task Force
4. Effective Government Task Force
5. Mutual Responsibility Task Force

**Section 2. Delegate Credentials.** Delegate applicants work with the ELC secretary to collect / complete their several requirements for membership, which are:

1. Sign the Charter for Compassion. Delegate applicants sign on-line at <http://empathysurplus.com/compassion>
2. Prints out and uses the
3. Sign the Caring Citizen Declaration. Delegate applicants sign on-line at <http://empathysurplus.com/declaration>
4. Complete the Caring Citizen Survey - Healthcare and Human Rights. Delegate applicants begin the survey at <http://empathysurplus.com/survey>
5. Become a Caring Photo Petitioner. Delegate applicants follow the instructions at <http://empathysurplus.com/photo>
6. Become a Monthly Freedom Investor. Delegate applicants set up a monthly investment to the ESP of \$3, \$6, or \$9 per month at <http://empathysurplus.com/freedom>
7. Pays annual dues of \$65. Delegate applicants support the ESP at <http://empathysurplus.com/support>
8. Voter registration walking list. Get walking list of one’s precinct from your county board of elections showing proof of registration and from where you voted last. Or claim your voter file at <https://elections.nationbuilder.com/>
9. Thinking Points - Determine whether applicant will buy a copy or use the on-line downloads at [http://www.empathysurplus.com/thinking\\_points](http://www.empathysurplus.com/thinking_points)

**Section 4. Adjunct Credentials.** Adjunct members have voice and no vote within their congress, and must reapply to the ELC annually. Perhaps they are unable to register to vote but reside legally in the United States. Perhaps they hold public office other than a political party office. Perhaps they cannot fulfill the 50 percent attendance requirement. Ad-

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junct applicants work with the ELC secretary to collect / complete their several requirements for membership. Adjuncts requirements are the same as delegates except for numbers 7 and 8 of Section 2 above.

**Section 5. Membership Duration and Terminations.** By payment of the annual dues and/or monthly freedom investments a member accepts the values and principles expressed in its object and submits to and agrees to comply with and be bound by the Code of Regulations of this congress and Manual of Procedure of the Empathy Surplus Project. Members are subject to the terms of these documents when said member has received a copy of them. Membership shall continue during the existence of this club unless terminated as hereinafter provided. Members in good standing when their membership terminated may re-apply.

1. Attendance of 50 percent is required of delegates to maintain their voting privileges. Delegates automatically become adjuncts when they fail to maintain a 50 percent attendance. Attendance can be made up by attending an ELC meeting two weeks prior or after a missed meeting.
2. Delegates failing to pay one's annual dues or to maintain one's monthly freedom investments results in being re-classified as an adjunct.
3. Delegate or adjunct members who renounce the vision and values of the Empathy Surplus Project spelled out in its Manual of Procedure have their memberships terminated.
4. Resignations should be made in writing and are accepted by the ELC as long as there is no indebtedness.

**Section 6. Meetings.** The organizing CCC has two kind of meetings: weekly peaceable assemblies of the CCC and monthly ELC gatherings. As soon as the organizing CCC has a minimum of seven credentialed delegates and charters, it will begin having annual meetings where the ELC ambassador are elected. Special meetings may be called by the ELC.

**Section 5. Time and Place of CCC Weekly Peaceable Assemblies.** Meeting places are determined by the ELC. Currently the CCC convenes on Mondays at 5:30 - 7:00 p.m. from three venues connected by Google Hangout.

1. Watson Library, Wilmington College, Wilmington, OH - Chuck Watts, delegate host.
2. Engine House Pizza, New Vienna, OH - Gary Evans, delegate host.
3. Roaring Brook Farm, Bellbrook, OH - Anita Dobrzelecki, delegate host.

**Section 6. Time and Place of ELC Monthly Gathering.** The ELC gathers monthly on the second Saturday of the month at Stephanie's Restaurant at 9:00 a.m. The ELC may change the time and place.

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**Section 7. Notice of Meeting.** Delegate hosts are encouraged to create an invitation of weekly peaceable assemblies on NationBuilder and Facebook.

**Section 8. Quorum.** A majority of the CCC delegates shall constitute a quorum for all purposes. Each delegate of the CCC shall be entitled to one vote on all matters submitted to the members for their vote, consent, waiver, release or other action. At any meeting at which a quorum is present, all questions and business which shall come before the meeting shall be determined by the vote of the majority of the members present in person or by proxy at the meeting, except by these Regulations.

**Section 9. Proxies.** The ELC of member CCCs may designate an alternate ambassador to serve when the ambassador cannot serve.

**Section 10. Action Without a Meeting.** If no physical meeting is possible and an action must be authorized, a vote may be obtained by email.

**Section 11. Removal of Delegates.** Any delegate may be removed from office by an affirmative vote of two-thirds of the ELC trustees registered in person, at any regular or special meeting called for that purpose for conduct detrimental to the interests of the Congress, for lack of sympathy with its objectives, or for refusal to render reasonable assistance in carrying out its purposes. Any such delegate shall be entitled to at least five days' notice in writing by email from the NationBuilder communication section of the meeting at which removal is to be voted upon and shall be entitled to appear before and be heard at such meeting.

### ARTICLE III EMPATHY LEADERSHIP CAUCUS

**Section 1. Governing Body.** The governing body of this congress is called the Empathy Leadership Caucus constituted as these Code of Regulations provide. The ELC shall have general control of the congress and its decision over all congress matters is final. All caring policy direction resolutions begin with the ELC.

**Section 2. Voting, Quorum and Rules of Order.** The physical or virtual presence of a simple majority of the officers shall constitute a quorum. At any meeting of the ELC, where a quorum is present, all business shall be determined by the affirmative vote of not less than a simple majority of the trustees present. Robert's Rules of Order shall be used.

**Section 3. Annual Meeting.** The annual meeting of the Caring Citizens' Congress shall be in November. The annual meeting shall be held for the purpose of electing

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officers. The first annual meeting shall take place as outlined after the first Caring Citizens' Congress has been chartered and the first ambassador elected.

**Section 4. Special Meetings.** Special meetings of the ELC may be held at any time within or without the State of Ohio upon call by the president or by any two trustees. Notice of each such meeting and its purpose shall be given to each trustee by letter or electronic mail or in person not less than two days prior to such meeting.

**Section 5. Notice and Waivers of Notice.** Except as otherwise provided in these Regulations, notice of each annual or regular meeting of the ELC shall be given to each officer by letter or electronic mail or in person not less than two nor more than 30 days prior to such meeting.

**Section 6. Compensation.** ELC officers shall not receive salaries, fees or compensation for their service as trustees or their attendance at any meeting or committee meeting of the ELC. However, the trustees may be reimbursed for expenses incurred in connection with the performance of their duties.

**Section 7. Conflict of Interest.** Officers having a conflict of interest or conflict of responsibility on any matter involving the congress and any other business entity or person shall refrain from voting on such matter.

**Section 8. Physical and Virtual Meetings.** Officers may participate in a meeting of the ELC by means of conference telephone or a similar communication equipment by means of which all persons participating in the meeting can hear each other, and such participation in a meeting shall constitute presence in person at the meeting.

**Section 9. Manual of Procedure.** This manual contains standard operating procedures of the Empathy Surplus Project.

## ARTICLE IV OFFICERS

**Section 1. Officers.** The congress officers shall be a president, a secretary, a treasurer, and an ambassador. Once the second Caring Citizens' Congress is chartered there may be an immediate past-president. An elected party officer who is a delegate in good standing and not already an officer may also serve on the ELC.

The co-founders of the ESP shall serve as the president, secretary, and treasurer of the organizing congress.

**Section 2. Election and Term of Office.** Officers are elected in November and take office June 1 and serve till May 31. The president serves one term as president and one

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term as immediate past president. Officers may be re-elected. The co-founders of the ESP serve as officers of the organizing congress and do not stand for election. Ambassador elections begin as soon as the organizing congress is chartered.

**Section 3. Qualification of Ambassadors.** Ambassadors are certified delegates of a Caring Citizens' Congress.

### **Section 4. Duties of Officers of the Empathy Leadership Caucus, ELC.**

1. President. The President shall sign any contracts, notes, deeds or other papers requiring the President's signature, and shall have such other duties as may from time to time be required of the President by the Empathy Leadership Caucus.
2. Secretary. The Secretary shall keep minutes of all the proceedings of the ELC, make proper record of the same and furnish copies of such minutes to the President prior to the next meeting of the ELC; sign all bonds, contracts, notes, deeds and other papers executed by the ELC requiring such signature; give notice of meetings of ambassadors and co-founders, keep such books as may be required by the ELC and perform such other and further duties as may from time to time be required by the ELC.
3. Treasurer. The Treasurer shall have general supervision of all finances. The Treasurer shall receive and have in charge all money, bills, notes, deeds, leases, mortgages, insurance policies and similar property belonging to the Congress, and shall do with the same such as may from time to time be required by the ELC. The Treasurer shall cause to be kept adequate and correct accounts of the business transactions of the Congress and on the expiration of the term of office shall turn over to the succeeding Treasurer or to the ELC all property, books, papers and money of the Congress.
4. Ambassador. The ambassador of the ELC is the official representative of the Congress to the Empathy Surplus Project Council of Compassion.

## **ARTICLE V LIMITATION OF LIABILITY**

No person shall be liable to the Congress for any loss or damage suffered by it on account of any action taken or omitted to be taken by him as an ambassador, co-founder or officer of the Congress, if such person performs his duties, including his duties as a member of any committee of the Empathy Leadership Caucus upon which he may serve, in good faith and in a manner he reasonably believes to be in the best interests of the Congress and with the care that an ordinarily prudent person in a like position would use under similar circumstances. In performing his duties, an ambassador, co-founder or officer is entitled to rely on information, opinions, reports or statements, including financial statements and



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other financial data, that are prepared or presented by: (1) one or more ambassadors, co-founders, officers or employees of the Congress whom the ambassador, co-founder or officer reasonably believes are reliable and competent in the matters prepared or presented; (2) legal counsel, public accountants or other persons as to matters that the ambassador, co-founders or officer reasonably believes are within the person's professional or expert competence; (3) a committee of the Council of Compassion upon which he does not serve, duly established in accordance with a provision of the Articles of Incorporation or these Regulations, as to matters within its designated authority, which committee the ambassador, co-founders or officer reasonably believes to merit confidence.

### **ARTICLE VI INDEMNIFICATION OF AMBASSADORS, CO-FOUNDERS, OFFICERS, EMPLOYEES, VENDOR PARTNERS AND VOLUNTEERS**

The Congress shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed civil, criminal, administrative, or investigative action, suit, or proceeding, other than an action by or in the right of the Congress by reason of the fact that he is or was an ambassador, co-founder, officer, employee, or agent of or a volunteer of the Congress, or is or was serving at the request of the Congress as a trustee, ambassador, co-founder, officer, employee, or agent of or a volunteer of another domestic or foreign nonprofit corporation or corporation for profit, or a partnership, joint venture, trust, or other enterprise, against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit, or proceeding, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Congress, and, with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, or conviction, or upon plea of nolo contendere or its equivalent, shall not create, of itself, a presumption that the person did not act in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Congress and, with respect to any criminal action or proceeding, a presumption that the person had reasonable cause to believe that his conduct was unlawful.

The Congress shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending, or completed action or suit by or in the right of the Corporation to procure a judgment in its favor, by reason of the fact that he is or was an ambassador, co-founder, officer, employee, or agent of or a volunteer of the Corporation, or is or was serving at the request of the Corporation as a trustee, ambassador, officer, employee, or agent of or a volunteer of another domestic or foreign nonprofit corporation or corporation for profit, or a partnership, joint venture, trust, or other enterprise against expenses, including attorney's fees, actually and reasonably incurred by him in connection with the defense or settlement of such action or suit, if he acted in good faith

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and in a manner he reasonably believed to be in or not opposed to the best interests of the Congress, except that no indemnification shall be made in respect of any of the following:

(a) Any claim, issue or matter as to which such person is adjudged to be liable for negligence or misconduct in the performance of his duty to the Congress unless, and only to the extent that, the court of common pleas or the court in which the action or suit was brought determines, upon application, that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses as the court of common pleas or such other court considers proper;

(b) Any action or suit in which liability is asserted against a trustee and that liability is asserted only pursuant to Section 1702.55 of the Ohio Revised Code.

To the extent that a trustee, employee, agent, or volunteer has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred in this Article, or in defense of any claim, issue, or matter in such an action, suit, or proceeding, he shall be indemnified against expenses, including attorney's fees, actually and reasonably incurred by him in connection with that action, suit, or proceeding.

Unless ordered by a court and subject to the above provision, any indemnification under this Article shall be made by the Congress only as authorized in the specific case, upon a determination that indemnification of the trustee, ambassador, co-founder, officer, employee, agent, or volunteer is proper in the circumstances because he has met the applicable standard of conduct set forth in this Article. Such determination shall be made in any of the following manners:

(a) By a majority vote of a quorum consisting of trustees of the Congress who were not and are not parties to or threatened with the action, suit, or proceeding referred to in this Article.

(b) Whether or not a quorum as described above is obtainable, and if a majority of a quorum of disinterested trustees so directs, in a written opinion by independent legal counsel other than an attorney, or a firm having associated with it an attorney, who has been retained by or who has performed services for the Congress or any person to be indemnified within the past five years;

(c) By the members of the Congress;

(d) By the court of common pleas or the court in which the action, suit, or proceeding referred to in this Article was brought.

If an action or suit by or in the right of the Congress is involved, any determination made by the disinterested trustees under this Article or by independent legal counsel under this Ar-

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ticle shall be communicated promptly to the person who threatened or brought such action or suit and, within ten days after receipt of such notification, such person shall have the right to petition the court of common pleas or the court in which such action or suit was brought to review the reasonableness of such determination.

Expenses, including attorney's fees, incurred by a trustee, ambassador, co-founder, officer, employee, agent, or volunteer in defending any action, suit, or proceeding referred to in this Article may be paid by the Congress as they are incurred, in advance of the final disposition of the action, suit, or proceeding, as authorized by the Ambassadors in the specific case, upon receipt of an undertaking by or on behalf of the trustee, ambassador, officer, employee, agent, or volunteer to repay the amount if it ultimately is determined that he is not entitled to be indemnified by the Congress.

The indemnification authorized by this Article is not exclusive of, and shall be in addition to, any other rights granted to those seeking indemnification, pursuant to the Articles of Incorporation, these Regulations, any agreement, a vote of members or disinterested trustees, or otherwise, both as to action in their official capacities and as to action in another capacity while holding their offices or positions, and shall continue as to a person who has ceased to be a trustee, ambassador, co-founder, officer, employee, agent, or volunteer and shall inure to the benefit of the heirs, executors, and administrators of such person.

Any indemnification authorized herein shall be permitted only to the extent that it does not constitute an act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code or a taxable expenditure as defined in Section 4945(d) of the Internal Revenue Code.

## ARTICLE VII DONATIONS AND SPECIAL FUNDS

The Congress shall have authority to receive donations from any source in cash or other property acceptable to the Empathy Leadership Caucus. The ELC may, in its discretion, accept donations subject to restrictions as to the uses and purposes for which the same may be applied or which limit the time, manner, amount or other terms of such application, provided that the uses and purposes and the terms of application specified are within the purpose of the Congress and do not violate the Articles of Incorporation, these Regulations or any applicable statute or rule of law. To facilitate the making and administration of restricted donations, the ELC may establish special trusts or funds, donations to which shall be held for specified uses and purposes and/or terms of application, provided that such specific uses and purposes and terms of application are within the uses and purposes of the Congress and do not violate the Articles of Incorporation, these Regulations or any applicable statutes or rule of law. The authority granted to the Congress, and the powers granted to the ELC in this Article, shall be deemed to be in addition to, and not in limitation of, the authority and powers granted to each of them.

**ARTICLE VIII  
AMENDMENTS**

These Regulations and the Manual of Procedure may be amended or repealed and new Regulations may be adopted only by the Empathy Surplus Project Council of Compassion.