

July 8, 1975
attended
a meeting

BYLAWS OF THE TUCSON LESBIAN AND GAY PRIDE COMMITTEE, INC.

ARTICLE I (NAME)

The name of this corporation shall be TUCSON LESBIAN AND GAY PRIDE COMMITTEE, INC., herein after referred to as TLGPC.

ARTICLE II (PURPOSE)

Section 1. The purpose of TLGPC shall be to operate as a non-profit organization to facilitate the flow of information from all sources which may allow for the development of projects and services intended to benefit the entire Tucson lesbian and gay community.

Section 2. To accomplish the stated goal set forth above, TLGPC shall:

- 1) Distribute and/or circulate printed materials
- 2) Do research and study
- 3) Hold seminars and forums
- 4) Sponsor programs, projects, and services
- 5) Not withstanding any other provision of these Bylaws, the organization shall not engage in activities inconsistent with its status as a non-profit organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue law, or with its status as an organization, contributions to which are deductible under Section 170(c) of the Internal Revenue Code of 1954 as amended (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE III (GENERAL MEMBERSHIP)

Section 1. Membership shall not be denied anyone based on race, color, religion, sexual orientation, national origin, sex, or age.

Section 2.

- A. Any person who agrees to the goals, objectives and Bylaws of the TLGPC and is willing to assist the corporation in meeting its goals, objectives and Bylaws by giving of their time and talent is eligible for membership.
- B. The interested person shall fill out a membership application which will be submitted to the TLGPC Secretary and shall be held under consideration until that individual attends three (3) consecutive general membership meetings. At the third meeting the Secretary shall inform the Committee that the applicant is present and has fulfilled his/her obligations to become a voting member.

Section 3. Members shall conduct themselves in a responsible manner in addressing the purposes and goals of the TLGPC, showing concern for the individual rights of others. No members shall be authorized to act or make any statement on behalf of the TLGPC unless such act or statement has been specifically authorized and approved by the Steering Council of the corporation.

Section 4. To maintain membership in good standing, each individual must attend at least fifty (50) percent of the duly constituted meetings during the calendar year following acceptance of these provisions. (See also Article VIII, Sec. 2)

ARTICLE IV (STEERING COUNCIL)

Section 1. The Steering Council of the TLGPC shall be comprised of nine (9) officers: two (2) Co-Chairpersons; one (1) Assistant Co-Chairperson; one (1) Secretary; one (1) Treasurer; and four (4) Members at Large. The officers shall be members of the corporation at the time of their election to their respective office, remain members in good standing of the TLGPC. Such other representatives as may be deemed necessary may be elected or appointed by the TLGPC.

Section 2. (Election, Term of office and Installation of Officers)

- A. The officers of the Steering Council to be elected by the membership of the TLGPC shall be elected at the annual corporation meeting.
- B. The term of office shall begin immediately after the administration of the oath of office and shall continue until his/her successor shall have been elected and shall have qualified or until his/her death or until he/she shall resign or shall have been removed in the manner hereinafter provided.
- C. Within one (1) week after the annual corporation meeting a meeting shall be held for the purpose of celebrating the accomplishments of the previous year and for the installation of the newly elected officers. The installation process shall consist of each officer reciting the oath of office as administered by a Co-Chairperson appointee.

D. (Oath of Office)

I, _____, do hereby swear that I will carry out my duties as _____ of the Tucson Lesbian and Gay Pride Committee to the best of my abilities. That I will strive to bring pride and dignity to my office in accordance with the founding purpose of the TLGPC, its Bylaws, the laws of the State of Arizona, and the Constitution of the United States of America.

Section 3. Any officer or agent elected or appointed by the TLGPC may be removed by the TLGPC whenever in its judgment the best interests of the corporation would be served thereby. (See also Article VIII, Sec. 1)

Section 4. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, will be filled by the Co-Chairpersons by appointment of a member for the unexpired term.

Section 5. The Co-Chairperson shall:

- A. Be one (1) man and one (1) womyn.
- B. Alternate presiding over business meetings except in cases of emergency.
- C. Prepare an agenda for each meeting.
- D. Maintain order during all meetings.
- E. Adhere to the length of meeting set herein.
- F. Appoint sub-committees and their chairpersons.
- G. Supervise all sub-committee activities.
- H. Set up the time and place for all meetings.
- I. Act as liasons for the TLGPC or appoint another officer on his/her behalf.
- J. Handle all press releases.
- K. Call special meetings of the Steering Council.
- L. Chair all Steering Council meetings.
- M. Not vote as the presiding chairperson unless there is a tie.
- N. Hold office for one (1) year with a maximum of two (2) consecutive terms.
- O. Verify the balance of the TLGPC account at least every six (6) months during their term of office.
- P. Perform any other duties as assigned by the Steering Council or TLGPC.

Section 6. The Assistant Chairperson shall:

- A. Assume all the duties herein listed for Co-Chairpersons only in the absence of both.
- B. Be able to serve as a sub-committee chairperson.
- C. Hold office for one (1) year with a maximum of two (2) consecutive terms.

Section 7. The Secretary shall:

- A. Handle all correspondence on behalf of the TLGPC.
- B. Be responsible for the recording and keeping of all written records of meetings. (See Article V, Section 1)
- C. Be responsible for corporation files.
- D. Be responsible for distribution of the above meetings' minutes and agendas.
- E. Maintain a current membership list.
- F. Perform any other duties as assigned by the Steering Council or TLGPC.
- G. Read minutes from preceding meetings for approval.
- H. Hold office for one (1) year with a maximum of two (2) consecutive terms.

Section 8. The Treasurer shall:

- A. Co-sign withdrawals from the TLGPC account with either one of the Co-Chairpersons.
- B. Act as Chief Financial Officer for the corporation and as the fiscal agent for TLGPC.
- C. Manage and administer the financial operations of TLGPC.
- D. Prepare and submit and be responsible for the annual budget.
- E. Make a brief financial statement at all TLGPC meetings and file a written statement with the secretary at the monthly general membership meeting.
- F. Be a member of the Fundraising sub-committee.
- G. Hold office for one (1) year with a maximum of two (2) consecutive terms.
- H. Perform any other duties as assigned by the Steering Council or TLGPC.

Section 9. The Members-at-Large shall:

- A. Consist in number of four (4).
- B. Serve as chairpersons of sub-committees at least once during their terms of office upon appointment by either of the then Co-Chairpersons of TLGPC.
- C. Perform any other duties as assigned by the Steering Council or TLGPC.

D. Hold office, two (2) for one (1) year and two (2) for two (2) year terms with a maximum of two (2) consecutive terms.

Section 10. Membership requirements shall entail:

- A. A minimum age of eighteen (18) years.
- B. Not missing more than three (3) duly constituted meetings during the calendar year following their elections to office nor in any one (1) year during the two (2) year term for Members-at-Large, unless represented by a proxy not to exceed five (5) times during that same period of time, or unless approved by a simple majority vote of the then members of the Steering Council.

Section 11. The Steering Council is the representative of the voting membership and is empowered to:

- A. Assist in the development of the agenda for the general membership meeting.
- B. Approve all Bylaw changes prior to voting by the general membership.
- C. Approve the expenditure of TLGPC funds in cases of emergency not to exceed fifty (50) percent of the then current balance. At least a quorum of five (5) must be present or polled of which a majority of nine (9) must vote in favor.
- D. Act as liaison by appointment of the Co-Chairpersons.

Section 12. No compensation shall be paid to any officer of the TLGPC for his or her services as an officer of the corporation.

ARTICLE V (MEETINGS)

Section 1. There shall be four types of meetings:

- A. General Membership Meetings.
- B. Steering Council Meetings.
- C. Annual Corporation Meetings.
- D. Special Meetings.

Section 2. All meetings will be run according to Robert's Rules of Order/Revised.

Section 3. The General Membership meetings shall be held at a date, time, and location designated by the Co-Chairperson of the previous meeting. These meetings shall not exceed two (2) hours unless two-thirds (2/3) of the present voting membership votes to continue.

Section 4. The Steering Council meetings shall be held at least every four (4) weeks. Date, time, and locations shall be determined by the Co-Chairpersons. Notification of meeting shall be given to all Steering Council members as designated by the Co-Chairperson.

Section 5. The Annual Meeting of the TLGPC shall be held for the purpose of electing Steering Council members and for the transaction of such other business as may come before the meeting. A two week written notice shall be given all members as to the date, time, and location.

Section 6. Special meetings of the TLGPC for the purpose or purposes, unless otherwise prescribed by statute, may be called by either of the Co-Chairpersons or by a majority vote of the Steering Council, and shall be called by either of the Co-Chairpersons at the request of twenty-five (25) percent of the voting TLGPC membership by petition. Special meetings shall only deal with items of business that are approved by the Steering Council at the time of calling a Special meeting. If either of the Co-Chairpersons calls a Special meeting, agenda items must be approved by the Steering Council. No other items of business may be introduced. The presiding officer shall be the Co-Chair who called the meeting.

Section 7. At any meeting of the TLGPC, one-third (1/3), that is thirty-three and one-third (33 1/3) percent, of the members entitled to vote shall constitute a quorum.

Section 8. If less than a quorum is present at any TLGPC meeting, the meeting shall be considered adjourned until the next regularly scheduled meeting of the same kind.

Section 9. The Order of Business at all TLGPC meetings shall be as follows:

- A. Roll Call.
- B. Proof of notice of meeting or waiver of notice.
- C. Reading and approval of minutes of preceding meeting.
- D. Reports of officers.
- E. Reports of sub-committees.
- F. Unfinished business.
- G. New business.
- H. Adjournment.

ARTICLE VI (VOTING)

Section 1. Each member of the TLGPC shall have one vote excepting the presiding Co-Chairperson unless there is a tie at which time that officer shall cast the deciding vote.

Section 2. All voting shall be by either 1) voice, 2) show of hands, or 3) secret ballot. Should a member of the TLGPC not be satisfied with a voice vote, he/she may request a re-vote by a show of hands.

Section 3. All motions must be seconded and passed by a simple majority vote fifty (50) percent plus one (1) of the present eligible voting members of the TLGPC unless otherwise specified within the TLGPC Bylaws.

Section 4. At all meetings of members, a member may vote by proxy executed in writing by the member. Such proxy shall be filed with the Secretary of the corporation before or at the time of the meeting. Representation by proxy shall not exceed five (5) times during a calendar year unless approved by a simple majority vote of the then present voting membership. Any vote by proxy will be considered as a member present.

ARTICLE VII (ELECTIONS)

Section 1. Nominations for Steering Council offices will be accepted from the floor in addition to those offered by the appointed nomination committee.

Section 2. There shall be no minimum nor maximum number of nominations permitted.

Section 3. All elections of Steering Council members shall be by secret ballot.

Section 4. The counting and recording of these secret ballots shall be done by a non-candidate appointed by the presiding Co-Chairperson of the meeting.

Section 5. Steering Council officers shall be considered elected to their offices by receiving a plurality of votes by those present. In case of ties, a re-vote shall be mandatory.

ARTICLE VIII (REMOVAL FROM OFFICE AND/OR LOSS OF MEMBERSHIP)

Section 1. An officer of the TLGPC Steering Council may be removed from office by a two-thirds (2/3) vote of the voting membership present at a duly constituted meeting for gross negligence of office or conviction of a felony, malfeasance, nonfeasance after all appeals have been exhausted.

Section 2. A member may lose their membership by a two-thirds (2/3) vote of the voting membership present at a duly constituted meeting for:

- A. Misrepresenting TLGPC to others in a malicious way, or
- B. Knowingly acting against these By-laws or any policies/procedures set up by the Steering Council or any of the TLGPC sub-committees.

Section 3. Any officer of the TLGPC shall be considered removed from office for missing three (3) consecutive duly constituted TLGPC meetings without being excused by the Steering Council.

Section 4. A general member will lose their voting membership by attending less than fifty (50) percent of the duly constituted TLGPC meetings during a calendar year.

Section 5. Any member removed from TLGPC for any of the aforementioned reasons shall be notified in writing within one week, of their removal and of their right to appeal.

Section 6. All removals from membership or Steering Council offices allow the right to final appeal to the Steering Council within thirty (30) days. This may be done via mail to the Secretary. Upon receipt of the appeal, the matter must be heard at the next scheduled Steering Council meeting or within twenty (20) days, whichever comes first.

ARTICLE IX (SUB-COMMITTEES)

Section 1. The Standing sub-committees of the TLGPC shall be:

- A. Fundraising
- B. Publicity
- C. Health
- D. Research
- E. Historical
- F. Political
- G. Social Activity

Section 2. There shall be an odd number of members on each of the sub-committees.

ARTICLE X (AMENDMENTS)

Section 1. Any TLGPC member may submit amendments to these By-laws.

Section 2. All amendments must be initially submitted in writing to the Secretary at a General Membership meeting.

Section 3. The amendment shall be read at the next Steering Council meeting. At this time the Council shall vote whether or not to pass this amendment on to a General Membership vote at the Annual Corporation meeting. All votes shall require a two-thirds (2/3) majority of those present.

Section 4. If a proposed amendment does not win approval at a Steering Council meeting, the member may introduce the amendment at the Annual Corporation meeting. Approval requires a three-fourths (3/4) vote of those present.

ARTICLE XI (TAX EXEMPT STATUS)

The TLGPC is a non-profit corporation, incorporated under the appropriate statutes of the State of Arizona. The corporation is also organized as a Tax-Exempt organization under the Federal Tax Code 501(c)(3) and related codes and will operate in such manner.

ARTICLE XII (RATIFICATION)

Section 1. These By-laws shall follow the Articles of Incorporation as set forth in Arizona State Law and with the Corporation Commission of the State of Arizona.

Section 2. These By-laws become valid and binding upon ratification by a three-fourths (3/4) vote of those present.

ARTICLE XIII (FISCAL YEAR)

The fiscal year of the TLGPC shall begin on the first day of July in each year.

ARTICLE XIV (CONTRACTS, LOANS, CHECKS AND DEPOSITS)

Section 1. The Steering Council may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances.

Section 2. No loans shall be contracted on behalf of the corporation and no evidences of indebtedness shall be issued in its name unless authorized by a resolution of the Steering Council. Such authority may be general or confined to specific instances.

Section 3. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness that are issued in the name of the corporation, shall be signed by those officers specified herein.

Section 4. All funds of the corporation not otherwise employed shall be deposited from time to time to the credit of the corporation in such banks, trust companies or other depositories as the Steering Council may select.

ARTICLE XV (SEAL)

The Steering Council shall provide a corporate seal which shall be circular in form and shall have inscribed thereon the name of the corporation, the state of incorporation, year of incorporation and the words, "Corporate Seal."

Adopted 11.14.83; amended and ratified 1.14.85.