

United In Pride
dba Heartland Pride
Bylaws

ARTICLE I: NAME

The name of the organization shall be “United in Pride dba Heartland Pride”

ARTICLE II: PURPOSE

The organization shall be organized and operated exclusively for charitable and educational purposes for the empowerment, unification and awareness of the LGBT and Allies Communities as a 501c3 nonprofit.

ARTICLE III: NONMEMBERSHIP

The organization shall have no official members.

ARTICLE IV: ELECTION, ELIGIBILITY AND TERMS

Board Members shall consist of seven (7) persons. President, Vice President, Treasurer, and Secretary shall serve two (2) year terms. Three (3) At Large Members will serve a one (1) year term. The organization shall be governed by a Board of Directors. The Board of Directors shall serve without pay which shall be responsible for the business of the organization and which shall have all the powers not otherwise assigned or prescribed by these bylaws.

Eligibility to participate in the elections as a person running for a position on the Board of Directors shall be determined using the following guidelines:

- Attendance at two (2) of the previous three (3) Board of Directors Meetings, AND
- Submission of a current resume with references, AND
- An in-person interview by the current Board of Directors if deemed necessary.

OR

- Attendance at two (2) of the previous three (3) Board of Directors Meetings, AND
- Recent previous experience serving on a Community Organization Board of Directors. A letter of reference from that board would be used in consideration, AND
- An in-person interview by the current Board of Directors if deemed necessary.

Any question of eligibility shall be determined by the Board of Directors.

SECTION 1 REMOVALS

Any member of the Board of Directors may be removed, with or without cause, by a two-thirds (2/3) vote of the seated members of the Board of Directors.

SECTION 2 VACANCIES

Vacancies within the Board of Directors shall be filled by a majority vote of the seated members of the Board.

ARTICLE V: BOARD OF DIRECTORS

SECTION 1 PRESIDENT

The President shall preside at all Board meetings. The President shall coordinate and provide in advance of monthly meetings the agenda to sitting board members. The President shall nominate committee chairs, temporary or permanent. The President shall see all books, reports and certificates required by law are properly kept or filed. The President may sign checks or drafts of organization. The President shall oversee board development and insure there is an annual budget to submit for board approval. The President shall be required to participate in monthly board meetings.

SECTION 2 VICE PRESIDENT

The Vice-President shall assume the duties of the President in case of the President's absence. The Vice President shall work closely with the President to ensure consistency and work on leadership development to be groomed to step up to the President role when appropriate. The Vice-President may sign checks or drafts of organization. The Vice President shall oversee board development, Pride Chair and other key planning committee chairs according to the organizational chart. The Vice-President shall be required to participate in monthly board meetings.

SECTION 3 SECRETARY

The Secretary shall keep the minutes and records of the organization in appropriate books. The Secretary shall file any certificate required by any statute, federal or state. The Secretary shall distribute all official notices for this organization. The Secretary shall be the official custodian of the records and seal of this organization. The Secretary shall present to the Board at any meeting, any communication addressed to the organization. The Secretary shall attend to all correspondence of the organization. The Secretary shall distribute copies of minutes of meetings. The Secretary shall insure treasurer's reports and minutes of meetings are updated in the Public Viewing Binder and insure said Binder is available at the monthly Board meetings. The Secretary shall be required to participate in monthly board meetings.

SECTION 4 TREASURER

The Treasurer shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization. The Treasurer shall ensure the development of the annual budget and fiscal plan to submit for board approval. The Treasurer shall oversee the budgetary and finance committee to develop the annual budget and fiscal plan. The Treasurer shall keep record of the organization's budget and prepare financial reports as needed. The Treasurer shall ensure that the annual tax filings are prepared and filed in a timely manner. The Treasurer shall deposit the funds of the organization in the bank account located at Board approved financial institution. The Treasurer must be one of two officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to endorse transactions. The Treasurer shall render a treasurer's report each month that includes the name of the organization, the period which the report covers, the cash balance at the beginning of the period,

the income received during the period, the expenses paid during the period, the cash balance at the end of the period and the signature of the treasurer. The Treasurer shall exercise all duties incident to the office of Treasurer. The Treasurer shall be required to participate in monthly board meetings. At least two (2) Board Members must be present at any Heartland Pride events/fundraisers where money handling is required. If the Treasurer is unable to be one (1) of the Board Members present, the officers present shall, as soon as possible, turn over any monies collected to the Treasurer for deposit into the Bank Account of Heartland Pride. The Treasurer shall collect and distribute mail from the PO Box.

SECTION 5 MEMBERS AT LARGE

Members at Large shall be required to participate in monthly board meetings. Members at Large shall provide leadership to clarify and sustain the mission of the organization. Members at Large shall provide information, ideas and suggestions from the community to the Board and communicate the activities and ideas of the Board to the community. Members at Large will assist With Rules & Bylaws, Sponsorships & Grants and Community Outreach.

- Rules & Bylaws Chair/Member At Large shall oversee that the Roberts Rules of Order are practiced. Rules & Bylaws Chair/Member At Large shall insure the bylaws are practiced and are relevant and up to date to the organizations operations.
- Scholarship, Sponsorship & Grants Chair/Member At Large shall oversee the development of strategic plan and execution of scholarship, grant and sponsorship process.
- Community Outreach Chair/Member At Large shall oversee memberships with strategic partnerships within the community and develop volunteer's recruitment by overseeing the staffing committee and volunteer coordinator.

SECTION 6 COMMITTEES

The Board may appoint a volunteer coordinator and standing and ad hoc committees as needed. The Board of Directors shall establish Task Committees as it deems necessary. Committee tasks and operating budgets shall be determined by the Board of Directors. Each Task Committee shall have no power to act except as specifically directed by the Board of Directors.

ARTICLE VI: PRIDE CHAIR

Eligibility of the Pride Chair shall be determined using the following guidelines:

- Attendance at two (2) of the previous three (3) Board of Directors Meetings, AND
- Submission of a current resume with references, AND
- An in-person interview by the Board of Directors if deemed necessary.

OR

- Attendance at two (2) of the previous three (3) Board of Directors Meetings, AND
- Recent previous experience serving on a Community Organization Board of Directors. A letter of reference from that board would be used in consideration, AND
- An in-person interview by the Board of Directors if deemed necessary.

Any question of eligibility shall be determined by the Board of Directors.

ARTICLE VII: MEETINGS

SECTION 1 MONTHLY BOARD OF DIRECTOR MEETINGS

Meetings of the Board of Directors shall be held monthly on such dates and times as may be established by the Board of Directors. Notification of Board Meetings shall be published not less than seven (7) calendar days prior to the start of the meeting. Agenda's shall be provided to the Board in advance of the monthly Board meetings. In the event a meeting needs to be cancelled, by majority vote of the Board, due notice of the cancellation shall be published.

SECTION 2 COMMITTEE MEETINGS

Meetings of any committees shall be held on such dates and at such times as may be established by the Board of Directors.

SECTION 3 PRIDE RECAP MEETING

The PRIDE RECAP Meeting shall be held at the first monthly Board of Directors Meeting following Pride.

SECTION 4 SPECIAL MEETINGS

Special meetings of the Board of Directors or Operations Committee shall be held on such dates and at such times as may be established by the Board of Directors. Notice of such meetings, describing the time, place, and purpose of the meeting, shall be given to each Board or Committee members not less than forty eight (48) hours prior to the meeting.

SECTION 5 MEETING BY TELECOMMUNICATION OR OTHER ELECTRONIC MEANS

Any Planning Committee Meeting or Special Meeting may be held by telecommunications or other electronic means in which all participants may clearly communicate with each other.

SECTION 6 ATTENDANCE

Members of the Board of Directors shall be required to inform the President if they will not be in attendance at a Required Monthly Meeting or Special Meeting. Two (2) or more consecutive absences without communication may be construed as resignation from the Board of Directors.

SECTION 7 QUORUM

- (a) A majority of board members constitutes a quorum.
- (b) In absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
- (c) Passage of a motion requires a simple majority.

SECTION 8 VOTING

Each member of the Board of Directors shall be entitled to one (1) vote on all matters. Voting may be done by telecommunication or other electronic means in accordance with Section 4. Voting results shall be published in the Public Viewing Binder.

SECTION 9 CONFLICTS OF INTEREST

Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself from the discussion and voting on said item.

SECTION 10 FISCAL POLICIES

The fiscal year of the board shall be March to February.

SECTION 11 AMENDMENTS

These by-laws may be amended by a two-third vote of Board members present at any meeting, provided a quorum is present and provided a copy of the proposed amendments are distributed to each Board member in advance of said meeting.

Approved January 12, 2011

Last Amended May 4, 2011

Last Amended June 2, 2011

Last Amended February 13, 2013

Board President - Beth Rigatuso

Board Vice President (Vacant)

Board Secretary (Vacant)

Board Treasurer - Helen Broadway-Savage

Member at Large - Jeff Lulf

Member at Large - Scott Waller

Member at Large - Sean Martin