



BYLAWS: PARENTS, FAMILIES AND FRIENDS OF LESBIANS AND GAYS

TULARE AND KINGS COUNTIES CHAPTER

ARTICLE I

NAME

1. The name of this organization shall be: PFLAG of Tulare and Kings Counties. PFLAG of Tulare and Kings Counties shall hereinafter be referred to as "Chapter," and Parents, Families and Friends of Lesbians and Gays, Inc. shall hereinafter be referred to as "PFLAG."

ARTICLE II

AUTHORITY

1. Charter -- The charter authorizing the organization of this Chapter shall be granted by the Board of Directors of PFLAG.
2. Bylaws -- The Chapter shall be subject to the bylaws of PFLAG, a copy of which is attached. The bylaws of PFLAG, by virtue of their attachment to these bylaws, are incorporated herein.

ARTICLE III

PURPOSE AND SCOPE

The purpose of this Chapter shall be to support the mission of the PFLAG organization; to promote the health and well-being of gay, lesbian, bisexual and transgender persons, their families and friends through: support, to cope with an adverse society; education, to enlighten an ill-informed public; and advocacy, to end discrimination and to secure equal civil rights. Parents, Families and Friends of Lesbians and Gays provides opportunity for dialogue about sexual orientation and gender identity, and acts to create a society that is healthy and respectful of human diversity. Under no circumstances shall this Chapter fund, endorse or contribute in any way to the election campaign of a candidate for public office, or act in any way as to jeopardize the status of PFLAG as a tax exempt corporation under Internal Revenue Code section 501(c)3.

1. Limits -- The Chapter shall take no legal action without approval of the Board of Directors of PFLAG.
2. Logo — The PFLAG logo may be used on Chapter publications, advertisements, and in materials to be sold for fundraising purposes, letterhead, publicity, and whatever other uses are consistent with national objectives and authorized by the Chapter as set forth in PFLAG's Trademark and Trade Name Licensing Agreement. Any use of the logo requires review and approval of the person(s) assigned authority of its use, as assigned by the Board.

ARTICLE IV

GOVERNMENT

1. The government of the Chapter shall be entrusted to the members of the Chapter, who shall elect persons for the Executive Committee and the Board. Any member of the Chapter in Good Standing may be nominated and elected for positions to form the Board. The Executive Committee will in turn be filled with seats from within the Board.
2. Members of the Board are bound by the current Board Code of Conduct, established separately by the Board.
3. The Executive Committee will consist of a President, Vice President, Secretary, and a Treasurer. Other officers may be added to the Executive Committee at the discretion of the Chapter. The Board will consist of President, Secretary, Treasurer and other person(s) assigned programming, public relations (including media, communications and events), fundraising, library and membership. The Board should not exceed 15 members.
4. Any actions taken by the Executive Committee must be recorded and reported to the Board and be within PFLAG Tulare & King Counties area of focus and in line with its Mission and Core Values. Any actions taken by the Board must be recorded and reported in Meeting minutes and made available to any requesting member and be within PFLAG Tulare & King Counties area of focus and in line with its Mission and Core Values.

- a. The role of the Board is to provide advocacy, support and educational opportunities, resources and work to facilitate a safe environment where GLBT+ families, friends and allies can come to learn, talk and grow. The Board will work to bring forth resources including materials, programming and will ensure the Chapter is functioning within PFLAG National guidelines and providing adequate resources to its continuance.
 - b. The role of the Executive Committee is to act with the full authority of the Board in emergency meetings when a full Board meeting is not feasible.
5. Meetings — The membership shall hold regular monthly meetings. Special meetings may be called by the President or 33 percent of the Board Members. Board meetings will occur monthly and precede the membership meeting. Executive Committee meetings will occur once a month and are to precede both the membership and Board meeting.
6. Delegation — The Board may delegate duties to whatever committees or individuals it designates; except that such committees and individuals must serve under the authority of the Board.
7. Membership
 - a. Membership in PFLAG is open to persons and organizations who subscribe to the purpose of the organization set forth in Article III above.
 - b. The identity of members of PFLAG Chapters is strictly prohibited outside the organization, by PFLAG, without the consent of the person(s), or organization(s) concerned.
 - c. Individual and organization members shall pay annual dues in a manner and an amount established by the Board. Additionally, the Chapter may be free in its discretion to assess and collect additional amounts of dues from its participating members for its own uses.
 - d. Organizations that become members may designate up to three representatives of their organization as voting members. Other employees, members or associates of the organization may join the Chapter as individual members at reduced annual dues as set by the Board.
 - e. Any member of the public is eligible for Chapter membership.
 - f. Memberships established at the time of or prior to the annual voting meeting (see IV.7, below) will expire at the end of the current fiscal year on September 30. Memberships established after the voting meeting will expire at the end of the following fiscal year.
 - g. Suspension and Expulsion: If, in a written and signed communication addressed to the membership, any member of the Association shall be charged with conduct detrimental to the objectives or interests of the Association or in violation of its By-Laws, Code of

Ethics, or Rules and Regulations, the membership shall consider the matter, and it shall decide to take further action, the Secretary shall send a copy of the charges to the accused member, who shall be given adequate time to reply, whereupon the membership shall take further action as it may deem proper. If a majority of the Chapter Board, after a fair and impartial hearing on due notice to the accused member, such notice to be given by the Secretary by Certified or Registered mail to the accused member at his/her last known address at least thirty (30) days before the hearing, and he/she shall be satisfied of the truth of the charges, the Chapter Board may request of the offending member to resign or may suspend or expel that person. Should that person decline to resign on such request, that person's name shall be stricken from the rolls by the Chapter Board.

8. Annual Election Meeting

- a. Quorum -- A quorum shall consist of one-third of the Chapter membership. However, if 14 days written notice of the agenda is given to membership, then agenda items may be acted upon at a meeting with ten percent of the membership in attendance. No other business shall be acted upon unless one-third of the membership is present.
- b. The annual meeting is to be held in conjunction with a monthly meeting. It shall correspond with the monthly meeting held in April of each year.
- c. Election of Officers — All Chapter members in good standing shall have the right to one vote at the annual election meeting. No officer of the Chapter may serve more than four consecutive terms in the same position. A term is defined as two years and shall begin October 1 in the same year as the election. The Board shall establish a nominating committee to present nominees at the annual election (see IV.7.b.). All Chapter Members in Good Standing are eligible for consideration as elected Board Members. The nominees shall consist of two members of the executive committee and no more than 6 members-at-large.
- d. Transition to an Elected Board — The Vice President, Secretary and five at-large Board Members will be elected in 2010. The Board will determine prior to this election which at-large positions are transitioning to elected status. The President, Treasurer and four at-large Board Members will be elected in 2011.
- e. If a vacancy occurs within the Board seats elected by the membership or by the Board, a majority of the remainder of the Board then in office may elect any individual member to fill that vacancy for the remainder of the term, except as otherwise restricted by these By-laws.

ARTICLE V

FINANCES

1. All Financial accounts and or instruments (money orders, etc) are to be decided by the Board. Any instruments and financial documents will be executed according to

the Meeting Minutes authorizing and the Articles of Incorporation designees authorized to act on behalf of Chapter.

2. A legal financial account and or instrument shall be maintained. If the instrument includes a negotiable instrument (i.e., money market account or checking) one signature shall be required. The authorized signatures are defined in the Article of Incorporation for the Chapter.
3. With the limited exception of small unavoidable expenses, all expenditures of Chapter funds will be approved by the Board.
4. Where it is not practical for the Treasurer to make a check payable directly to the vendor, members may incur the approved expense(s) and request reimbursement from the Chapter. The reimbursement request will include a full accounting of the expenditure and original receipts. Members purchasing anything for the Chapters' approved initiatives shall give a full record of expenditures ultimately to the Treasurer to receive reimbursement. Any reimbursement requests occurring within the year need to be satisfied within the fiscal year unless otherwise approved by the Board.
5. No portion of Chapter finances shall inure to the personal financial benefit of its members.
6. This organization shall be empowered to participate in fundraising activities.

ARTICLE VI

DISSOLUTION OF CHAPTER

1. On liquidation or dissolution, all properties and assets and obligations shall be distributed and paid over to PFLAG National or any of National's recognized affiliates provided the organization continues to be dedicated to the exempted purpose as specified in Internal Revenue Code section 501(c)3.

ARTICLE VII

BY-LAWS AND AMENDMENTS

1. The Board will review the original By-Laws and, by majority approval, forward to the full membership for ratification. The Chapter membership will be given at least 14 days to review the By-Laws prior to a ratification vote.
2. Future amendments to these bylaws shall be made by a majority of Chapter members voting.
3. Members in good standing may petition for an Amendment to be added to the By-Laws.

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