

BYLAWS
of the
Rossmoor LGBT Alliance

ARTICLE I. Name and Address

The name of this organization shall be **Rossmoor LGBT Alliance**. The board of directors may designate other names for specific activities and programs as it deems appropriate. The principal office shall be located at Rossmoor (Walnut Creek), CA.

ARTICLE II. Objectives

The organization's purpose shall be to help create, grow and support a vibrant and active LGBT community for the residents of Rossmoor while supporting and bridging a variety of other LGBT Rossmoor clubs, organizations and friends.

ARTICLE III. Membership

Members of the board of directors along with other dues paying members shall constitute the membership of the organization.

ARTICLE IV. Board of Directors

- A. Composition of the Board of Directors. The number of board members shall be at least 3 and no more than 9. Directors shall be of adult age.
- B. Election. Candidates for board membership shall be nominated and voted upon at the annual meeting. Directors shall be elected by a majority vote of those members present.
- C. Terms. Each director shall serve for a term of at least one year, or until a successor is selected.
- D. Removal. A director may be removed for any reason by a vote of two-thirds of the members then sitting.
- E. Vacancies. Vacancies may be filled at any time by a majority vote of members then sitting.
- F. General Powers. The board of directors shall constitute the governing body of the organization. The board shall manage the business and affairs of the organization. It shall have all powers necessary to carry out the objectives of the organization as set forth in Article 2.
- G. Meetings. Meetings of the board of directors shall be held at least 6 times each year, at a reasonable time and place designated by the Board. The Board may designate additional meeting dates. One-third of the board members then sitting may, by written request, schedule additional meetings.

- H. Annual Meeting. A meeting during the fourth quarter of the year shall be designated as the "Annual Meeting," at which new members are elected and other formal annual business conducted.
- I. Notice of Meetings. Board members shall receive ten days' notice of regularly scheduled meetings. This notice may be given in writing, in person, by telephone, or by any other reasonable method.
- J. Resignations. Any director may resign at any time by giving notice of resignation to any officer of the board.
- K. Quorum. A quorum shall be 50% of the directors then sitting.
- L. Committees. The board of directors may appoint any committee it deems necessary to help fulfill its functions.
- M. Compensation of Board Members. No member of the board of directors shall receive any salary or compensation for their services as director. No member shall receive any service or benefit not provided to the general public. Members may receive reimbursement for out-of-pocket expenses incurred while conducting authorized business on behalf of the organization.

ARTICLE V. Officers

- A. Officers. The board of directors shall have to two chairpersons, a secretary, and a treasurer. Any person may hold two or more offices except that the chairpersons shall not also be vice-president, secretary or treasurer.
- B. Duties of Officers.
 - i. The chairpersons shall preside at all meetings of the board and executive committee. The chairpersons shall appoint members to standing and ad hoc committees. The chairpersons shall perform whatever duties the board of directors may from time to time assign.
 - ii. The secretary shall have charge of such books, documents and papers as the board of directors may determine; shall keep, or cause to be kept, a true and complete record of the meetings of the board of directors; shall give, or cause to be given, notice of all meetings of the directors; shall keep, or cause to be kept, a record containing the names, alphabetically arranged, of all persons who are members of the organization, showing their places of residence, the names of persons entitled to participate in corporate affairs. Such books shall be open for inspection as provided by law. The secretary shall, in general, perform all the duties incident to the office of secretary subject to the control of the board of directors and shall perform other duties as may be prescribed by the board of directors.
 - iii. The treasurer shall have custody of all funds, property and securities subject to such regulations as may be imposed by the board of directors. The treasurer shall keep, or

cause to be kept, full and accurate accounts of receipts and disbursements and shall deposit, or cause to be deposited all corporate funds and other valuable effects in the name of and to the credit of the organization in a depository or depositories designated by the board of directors. Funds may be deposited only in banks or institutions which are insured by the Federal Deposit Insurance Organization or the Federal Savings and Loan Insurance Organization. The treasurer shall give to the chairpersons or board, whenever they require it, an account of transactions as treasurer and of the financial condition of the organization and shall, in general, perform all duties incident to the office of treasurer, subject to the control of the board of directors.

- C. Executive Committee. The Executive Committee shall be composed of the officers of the board of directors and other board members as a majority of the board shall designate. They shall meet as needed to plan for the board's work and to fulfill tasks assigned to them by the board.
- D. Election and Terms. The officers shall be elected by the board of directors. The term of office shall be for one year, or until the member's term as director expires.

ARTICLE VI. Finances

- A. Fiscal Year. The board shall establish the organizations fiscal year.
- B. Annual Financial Statement. The organization shall prepare an annual financial statement for distribution to board members.
- C. Fiscal Policy. The board shall adopt and from time to time review a fiscal policy setting out a formal procedure that shall govern internal controls, the signing of checks; the obligation of funds; approval of contracts, leases, deeds and mortgages; and other significant aspects of the organization's fiscal operation. The fiscal policy shall assure that the organization shall have sound financial controls that are appropriate, under generally accepted accounting principles, to its size and purpose.

ARTICLE VII. Parliamentary Procedures

Robert's Rules of Order shall be the parliamentary authority for all matters of procedure not specifically covered by these bylaws.

ARTICLE VIII. Amendments of the Charter and Bylaws

The charter and these bylaws may be amended, supplemented, or repealed by a two-thirds vote of the directors present at any meeting at which a quorum is present. Before directors may vote on an amendment to the charter or bylaws, notice must be given to directors of the proposed amendment at a prior meeting of the board, and in no case less than 30 days before the amendment is to be considered. These bylaws shall become effective upon approval by the board of directors.

ARTICLE IX. Statement of Nondiscrimination

The Rossmoor LGBT Alliance shall not discriminate against any person in the hiring of personnel, election of board members, provision of service to the public, the contracting for or purchasing of services or in any other way, on the basis of race, color, sex, sexual orientation, national origin, disabling condition, age, or any other basis prohibited by law. This policy against discrimination includes, but is not limited to, a commitment to full compliance with Title VI of the Civil Rights Act of 1964; Section 504 of the Rehabilitation Act of 1973, and the Age Discrimination Act of 1975, and any subsequent amendments to these statutes.

These Bylaws were approved at a meeting of the Board of Directors of the Rossmoor LGBT Alliance on January 6, 2016.