

Article I – Purpose

Section 1.

Have A Gay Day Inc. (herein referred to as “the Organization”) is organized for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code in addition to the specific purposes stated in the Articles of Incorporation.

Section 2. Mission

The mission of Have A Gay Day as adopted by the incorporators is “To create a safe environment for the purpose of equality, education, and support of the LGBT community and their allies.”

Section 3. Vision

The organization envisions a community where everyone feels accepted, valued, and safe as well as free from social stigma. Furthermore, the organization envisions a community rich in resources to enhance the quality of life so that all may live equitably.

Article II – Offices

Section 1. Principal Office

The principal office of the organization where general business is conducted and where the records of the organization will be kept shall be located in Montgomery County, State of Ohio

Section 2. Registered Office and Agent

The organization shall have and continuously maintain a registered office and registered agent in the State of Ohio as required by law. The registered agent shall either be an individual resident of the State or an entity authorized to transact business in the State.

Section 2.1 Other Offices

If it is deemed necessary by the governing body of the organization to operate offices outside the State of Ohio those offices shall operate according to applicable State and Federal law in which the office is located.

Article III – Board of Directors

Section 1. General Powers

The governing body of the organization shall be a Board of Directors (herein referred to as B.O.D.) These directors shall have the general power to manage and control the business, property, and affairs of the organization, except as otherwise expressly provided by law or these bylaws

Section 2. Number, Term, and Election

2.1 Number.

The B.O.D. shall consist of no fewer than three (3) and no more than fifteen (15) directors. The number of directors may be changed by amendment or repeal of the applicable parts of these bylaws and adoption of new bylaws. If the number of directors is decreased by amendment or adoption of new bylaws the decrease shall not shorten the term of any director duly elected and currently serving on the B.O.D. at the time of the decrease.

2.2 Term

Directors shall be elected for a term of three (3) years to begin on the first day of the fiscal year for which they are elected or, in the case of filling a vacancy, the unexpired term. At the end of a director's term they may be re-elected for another term in accordance with these bylaws.

2.3 Election

2.3a Qualifications- Except for the initial Directors/Incorporators, candidates for positions on the B.O.D. must meet the following criteria:

1. Must be a citizen or legal resident of the United States of America and remain a resident during their tenure.
2. Must be 18 years of age or older upon acceptance of candidacy.
3. Must demonstrate a commitment to the organization and its core values, mission, and vision for a minimum of six (6) months prior to acceptance of candidacy.

In cases of clear need or demonstrable merit, the requirements under Section 2.3a of Article III maybe be waived by unanimous written consent of the current B.O.D.

2.3b Nomination- Any person qualified to be a director under Section 2.3a of Article III may nominate themselves or another person so qualified by notifying the Secretary of the B.O.D. in writing at least fifteen (15) days in advance of any meeting of the B.O.D. in which an election is scheduled to be held.

2.3c Voting – All elections of directors shall be performed by ballot. The Secretary of the B.O.D., upon being duly informed, shall ensure that all candidates are qualified before placing them on the official ballot. At the meeting during which a vote is scheduled the Secretary shall not distribute the official ballots until immediately before the vote and shall collect them immediately after. The Secretary, along with the President, shall each separately, then together tally the votes. A simple majority (50%) of directors voting will be sufficient in electing a candidate.

2.3c(i) If the Secretary or Director is on the ballot for election then another director not appearing on the ballot may be designated to fulfill their role in certifying the results of the election.

2.3c(ii) If a member cannot attend the meeting where voting takes place but is present via electronic means they will not be allowed a vote.

2.3c(iii) In the event of a tie the prospective board member will not be elected. A special meeting shall then be called for the express purpose of taking another vote on the prospective board member's election no less than 14 days after the first vote and no later than the next regular meeting of the B.O.D.

Section 3. Vacancies on the B.O.D.

3.1 Types of Vacancies- The B.O.D. may declare a position on the B.O.D. vacant upon the occurrence of the following:

- i.) Resignation of a director
- ii.) Removal of a director from office in accordance with these bylaws
- iii.) Death of a director
- iv.) An increase in the number of directors

Vacancies shall be filled by a simple majority (50%) vote of the entire B.O.D. for the unexpired term at any regular meeting of the B.O.D. or a special meeting called specifically to fill the vacancy. In the event of a tie the same procedure outlined in Art. III, Section 2.3c(iii) will be followed.

3.2. Resignation of a Director- Any Director may resign by giving notice of their resignation in writing to the President of the B.O.D. Such resignation shall take effect at the time specified therein, or, if no time is specified, at the time of acceptance thereof as determined by the President.

3.3 Removal- A Director may be removed from office under the following circumstances:

- i. The Director has failed to attend three (3) consecutive meetings of the B.O.D. without satisfactory cause as determined by the Executive Committee
- ii. The Director has been convicted of a felony.
- iii. The Director has been declared of unsound mind by a final order of court.
- iv. Misconduct- Defined as conduct by a Director that, in the opinion of the B.O.D. is so egregious as to cause irreparable harm to the Organization.
 - a. Removal of a director for misconduct must be conducted according to the procedures outlined in Art. III Section 3.4.

3.4 Procedure for Removal of a Director for Misconduct – In order for the B.O.D. to consider removal of a Director for misconduct, a hearing on the alleged misconduct shall held in the following manner:

- i. A complaint alleging a Director's misconduct must be brought to the attention of the President or, in the event that the complaint concerns the President, to the attention of the Vice-President

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- ii. Complainants will be asked to submit the complaint in writing within 15 days of the alleged misconduct. Such complaint shall describe, with reasonable specificity, the circumstances surrounding the complaint and the particular conduct in question.
- iii. The President shall, in writing and within five (5) days of receipt of the complaint, notify the Director that a complaint has been submitted against them. This notification shall:
 - a. Specify the allegations made in the original complaint
 - b. Set a date, time, and location for a hearing no sooner than seven (7) and no later than thirty (30) days after the complaint has been received in order to provide the named Director an opportunity to respond in a timely manner to the alleged complaint.
- iv. The hearing shall be conducted by the Executive Committee presided by the President, or Vice President if the complaint is made against the President, who will ensure that the hearing is conducted in good faith and in a fair and reasonable manner. The presence of the individual(s) filing the complaint and the Director named in the complaint is required. During this hearing the following will occur:
 - a. The charges will be read and verified by the testimony of the individual(s) making them.
 - b. Testimony will be heard from others providing evidence in support of the complainant's allegations.
 - c. The Director named in the complaint will be given an opportunity to make a statement and call witnesses on their own behalf, as well as cross-examine the complainant and others who have testified.
 - d. B.O.D. members present may then question all those who have testified.
- v. After hearing all testimony and reviewing any supporting evidence or documentation the Executive Committee will determine whether the evidence warrants removal of the accused Director from the B.O.D. or less severe penalties as it deems appropriate.
- vi. If the Executive Committee finds that removal of the Director is warranted they must propose that removal to the full B.O.D. (excluding the director in question) A unanimous vote of the B.O.D. is required for removal. If a unanimous decision is not reached, in a timely manner, or not at all the Executive Committee will be responsible for determining what, if any, disciplinary measures will be taken against the Director.
- vii. If, upon unanimous decision, the B.O.D. decides to remove the Director all rights as a member of the B.O.D. and association thereof shall cease. Termination shall not relieve the Director from an obligation for any assessments, charges incurred, or services or benefits rendered, arising from contract or otherwise. The Organization shall retain the right to uphold any such obligation or obtain damages for its breach.

Section 4. Duties

Directors are responsible for the governance of the organization, ensuring fulfillment of the Organization's mission and vision. Basic responsibilities include hiring and supporting the Executive Director and evaluating their; strategic planning; assisting in the development of programs and services; ensuring the availability and management of adequate resources; and working to enhance the Organization's public image.

Section 5. Compensation

Directors shall serve without compensation except for:

1. Reimbursement for funds lent to the organization to be repaid without interest charged.
2. Reasonable advancement or reimbursement of the expenses in the performance of regular duties as specified in Section 4 of this Article.

Section 6. Conflicts of Interest

6.1 "Conflict of Interest," as referred to herein, shall include but shall not be limited to, any transaction by or with the Organization in which a Director has a direct or indirect personal interest, or any transaction in which a Director is unable to exercise impartial judgment or otherwise act in the best interest of the Organization.

6.2 No Director shall cast a vote, nor take part in the final deliberation in any matter in which they, members of their immediate family, or any organization to which such Director has allegiance, has a personal interest that may be seen as competing with the interest of the Organization. Any Director who believes that they may have such a conflict of interest shall so notify the B.O.D. prior to deliberation on the matter in question and the B.O.D. shall make the final determination by two-thirds (2/3) vote as to whether any Director has a conflict of interest in such matter. The B.O.D. may request from the Director any appropriate non-confidential information which might inform its decisions. The minutes of the B.O.D. meeting shall reflect disclosure of any conflict of interest and the recusal of the interested Director.

Section 7. Founder

The founder, Michael E. Knotte, having dedicated countless hours and given other considerations to the Organization is granted a lifetime position on the B.O.D. Only by death, resignation, or circumstances laid out in Article 3, Section 3.3 ii, iii, and iv may he forfeit that position.

Article IV- Board Officers

Section 1. Positions

The officers of the Organization shall be President, Vice President, Secretary, and Treasurer.

Section 2. Qualification, Election, and Term

Any person who has been elected to the B.O.D. may serve as an officer of the B.O.D. for a term of one (1) year provided that they meet the following requirements:

- i. The candidate must have served at least one year on the B.O.D.
- ii. The candidate must prove themselves to be competent in leadership, commitment to the Organization's mission, vision, and core values, and their understanding of the Organization's operations.
 - a. If the candidate is nominated for the Treasurer position they must also prove themselves competent in maintaining financial records.

Officers for the upcoming fiscal year will be elected at the regular meeting immediately prior to the end of the current fiscal year. The election will be held in the manner described in Article III, Section 2.3.

Section 3. Removal

Any officer may be removed from office, with just cause, by a two-thirds (2/3) vote of the B.O.D. at any regular meeting or special meeting expressly for that purpose. In addition to reasons for removal of director cited in Article III, Section 3.3 an officer may be removed for failure to fulfill responsibilities of their office.

Section 4. Resignation

Any officer may resign at any time by giving written notice to the President or Secretary. Such resignation shall take effect on the date specified in the notice, or if no time is specified, then immediately upon receiving the notice. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of the section shall be superseded if an officer is employed in any capacity by the Organization.

Section 5. Vacancies

Any vacancy of an office shall be filled by a majority vote of the B.O.D. In the event of a vacancy in any office other than President, such vacancy may be filled temporarily by appointment by the Executive Committee until such time that the B.O.D. shall fill the vacancy. Vacancies will be filled using the same voting method described in Art. III, Section 2.3(c).

Section 6. President

The President shall provide leadership to the B.O.D. in fulfilling the organization's goals and mission; supervise the B.O.D. committee chairs; set the agenda for the B.O.D. meetings with input from the Executive Director and other B.O.D. members; groom selected B.O.D. members to assume future leadership roles on the B.O.D.; and represent the organization in important matters. (See appendix A for a full description)

Section 7. Vice President

The Vice President shall be the second ranking member of the B.O.D. In the event of the President's resignation, removal from office, or death, the V.P. shall serve as Acting President until the B.O.D. can elect a new President. The V.P. in conjunction with the President will share the same responsibilities laid out in Art. IV, Section 6. (See appendix A for a full description.)

Section 8. Secretary

The Secretary's primary responsibility is the maintenance of written documentation of the B.O.D.'s activities. The Secretary reports to the President, or in the absence of the President the Vice President. Job duties include taking the minutes at B.O.D. meetings and maintaining a compendium of standing rules, resolutions, and policies adopted by the B.O.D. and other specific documents as directed by the President. (See appendix A for a full description)

Section 9. Treasurer

The Treasures shall be responsible for and oversee all financial administration of the Organization, ensuring the Organization's financial accountability. The Treasurer works closely with the Executive Director and other B.O.D. members to develop budgets and fundraising plans to meet the Organization's fiscal needs; maintains the Organization's financial records; with assistance from the Executive Director oversees an ongoing process of budget development, approval, and review; presents a budget report to the B.O.D. at regular B.O.D. meetings and performs other duties as assigned by the Executive Committee. (See appendix A for a full description)

Article V- Board Committees

Section 1. Executive Committee

The B.O.D. shall designate all officers of the B.O.D. as members of the Executive Committee. Other members may be designated part of the Executive Committee by majority vote of the B.O.D. The B.O.D. may delegate to the Executive Committee any of the powers and authority of the B.O.D. in the management of business and affairs of the Organization, except with respect to:

- i. The approval of any action which, under law or the provisions of these bylaws, requires the approval of the B.O.D.
- ii. The filling of vacancies on the B.O.D. or any committee which has the authority of the B.O.D. except for temporary appointments made under the provisions of these bylaws
- iii. The fixing of compensation of the directors for serving on the B.O.D. or any committee
- iv. The amendment or repeal of any of these bylaws, or the adoption of new bylaws
- v. The amendment or repeal of any resolution of the B.O.D. unless it is expressly stated in the resolution.
- vi. The appointment of B.O.D. committees and committee members thereof.

Section 2. Other Committees

The Organization shall have other committees as designated by resolution of the B.O.D. Such committees may consist of persons who are not members of the B.O.D.

Article VI-Board Meetings

Section 1. Regular Meeting

A regular meeting of the Organization's B.O.D. shall be held at a time and day designated by resolution of the B.O.D. Regular meetings may be held without notice. The B.O.D. shall have the right to change the meeting time and date by majority vote.

Section 2. Place of Meetings

Meetings shall be held at the Organization's principal office. Any meeting not held at the principal office will only be valid if notice is given to the B.O.D. at least fourteen (14) days prior to the meeting.

Section 3. Participation by Telecommunication

One or more Directors may participate in a B.O.D. meeting by means of a conference telephone or other similar telecommunications device if and only if all participating directors participating in the meeting can hear and understand each other. Participation by telephone shall be equivalent to presence in person at the meeting for the purposes of establishing a quorum or voice voting.

Section 4. Quorum

A majority of Directors currently in office shall constitute a quorum for the transaction of business at any B.O.D. meeting. Except as otherwise required as stated in these Bylaws, the Organization's Articles of Incorporation, or by law no business shall be considered by the B.O.D. at any meeting at which a quorum is not present, and the only motion which the President shall entertain at such a meeting is a motion to adjourn. The Directors present at a duly called and held meeting may continue to do business notwithstanding the loss of a quorum during the meeting.

Section 5. Manner of Acting

Except as otherwise expressly required by law, the Articles of Incorporation, or these Bylaws the affirmative vote of a majority of Directors present at any meeting at which a quorum is present shall be the act of the B.O.D. Each Director shall only have one vote and voting by proxy shall not be permitted.

Section 6. Conduct of Meetings

Meetings of the B.O.D. shall be presided over by the President, or in their absence the Vice President. If both President and Vice President are absent from a meeting of the B.O.D. the members of the Executive Committee present shall have the power to appoint a presiding officer for the meeting. The Board Secretary shall take minutes of the proceedings of the meeting. In the Secretary's absence, the presiding officer shall appoint another person to act as Secretary for the remainder of the meeting. Meetings shall be governed by *Robert's Rules of Order*. Rules may be revised except as otherwise expressly required by law, the Organization's Articles of Incorporation, or these Bylaws.

Section 7. Special Meetings

Special meetings may be called at the request of the Executive Committee or by a majority of the B.O.D. In order for a special meeting to be considered duly called and agreed to, the following requirements need to be met:

1. Notice of a special meeting of the B.O.D. must be given at least seven (7) days in advance specifying the place, day, and hour of the meeting and the purpose for which it is being called.
2. Notice must be provided in writing and hand delivered or sent via electronic mail, facsimile, first class mail, or overnight delivery service with postage prepaid to each Director at their address as it appears on Organization records. Such notice will be deemed given when received.

3. Any Director may waive notice of any meeting by a written statement executed either before or after the meeting. Attendance and participation at a meeting without objection to notice shall also constitute of waiver of notice.

Section 8. Unanimous Written Consent in Lieu of Meeting

8.1 The B.O.D. may take action without a meeting if written consent to the action is signed by all directors with the exception of any “interested Director” as defined in Chapter 1702 of the Ohio Revised Code.

8.2 Written consents shall be filed with the minutes of the proceedings of the B.O.D.

8.3 Such actions by written consent shall have the same force and effect as the unanimous vote of the B.O.D.

8.4 Any certificate or other document filed under any provision of law which relates to the action taken shall state that the action was taken by unanimous written consent of the B.O.D. without a meeting and that the Organization’s Bylaws authorize the Directors to so act and such statement shall be prima facie evidence of such authority.

Article VII-Executive Director

The Executive Director is hired by, or volunteers, and works closely with the B.O.D. in fulfilling the Organization’s goals and mission. Primary responsibilities include designing, developing, and implementing organizational strategic plans in a cost-effective and time-efficient manner; and overseeing the Organization’s day-to-day operation; and, in conjunction with the Treasurer, ensuring and maintaining financial accountability. (See appendix A for a full description)

Article VIII- Public Events

Public events/functions will be held online, in person, and any other means under the laws of Ohio and the United States of America as a form of fundraising for the Organization. Any event with representation of Have A Gay Day, its logo, or any other items, resources, people, and non-tangible objects that could be construed as the support of the Organization must be approved by the B.O.D. In the case of permission to use logos, names, trademarks, or copyrighted materials a written request must be submitted to the B.O.D. Secretary no later than thirty (30) days prior to the event or creation of promotional material.

Article IX-Corporate Records, Reports, and Seal

Section 1. Maintenance of corporate records

The following records will be created, collected, and maintained:

- i. Minutes of all B.O.D. meetings including committee meetings, indicating the time, place, whether regular or special, how called, notice given, names of those present, and proceedings thereof

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- ii. Adequate and correct accounting records, including accounts of the Organization's properties and business transactions, assets, liabilities, receipts, disbursements, gains and losses, and any other records required by law.
- iii. A record of donors indicating their names and addresses and, if applicable, their level of support
- iv. A copy of the Organization's Articles of Incorporation and Bylaws, as amended to date, which shall be made available for review by any member of the community during office hours.

Section 2. Organization Logo

A logo for the organization may be adopted, used, and altered at will by the B.O.D. The Organization's current logo consists of a smile with the LGBT colors and the words "Have A Gay Day"

Section 3. Director's Inspection Rights

Every Director shall have the right at any reasonable time to inspect and copy all organizational records and documents.

Article X-Fiscal Year

The fiscal year of the Organization shall begin on July 1st and end on June 30th.

Article XI-Indemnification

Section 1. General Indemnification

Unless otherwise prohibited by law the Organization may indemnify any current or former director and may, by resolution of the B.O.D., indemnify any Organization employee or volunteer against any and all expenses and liabilities incurred by them in connection with any claim, action, suit, or proceeding to which they are made a party by reason of being a Director, employee, or volunteer. However, there shall be no indemnification in relation to matters as to which they shall be adjudged to be guilty of a criminal offense or liable to the Organization for damages arising out of their own gross negligence in the performance of a duty to the Organization.

Section 2. Amounts Paid

Amounts paid in indemnification of expenses and liabilities may include, but shall not be limited to, counsel fees and other fees, costs and disbursements, judgements, fines, and penalties against, and amounts paid in settlement by, such Director, employee, or volunteer. The Organization may advance expenses or, where appropriate, may itself undertake the defense of any Director, employee, or volunteer. However, such Director, employee, or volunteer shall repay such expenses if it should be ultimately determined that they are not entitled to indemnification under this Article.

Section 3. Indemnification Insurance

The B.O.D. may also authorize the purchase of insurance on behalf of any Director, employee, volunteer, or other agent against any liability incurred by them which arises out of such person's status as a Director, employee, volunteer, or agent whether or not the Organization would have the power to indemnify the person against that liability by law.

Article XII-Insurance for Organization

The B.O.D. may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any Director, employee, volunteer, or agent against any liability.

Article XIII-Amendment of Bylaws

These Bylaws may be amended or new bylaws adopted upon the affirmative vote and written consent of two-thirds (2/3) of the B.O.D. Fourteen (14) days' notice prior to the next regular meeting of the B.O.D. of the intent to amend must be given to the Secretary along with the proposed amendments.

Article XIV-Amendment of Articles

Amendments of the Articles of Incorporation may be adopted upon the affirmative vote of two-thirds (2/3) of the B.O.D.

Appendix A

PRESIDENT

AUTHORITY/RESPONSIBILITY:

The Board of Directors is the legal authority for Have A Gay Day

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

The President is also responsible and accountable to the membership.

QUALIFICATIONS/SKILLS:

Completed two years of Board membership term and have an understanding of parliamentary procedures.

TERM:

The President serves for a one year term.

REQUIREMENTS:

- * Commitment to the work of the organization
- * Knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- * Willingness to serve on at least one committee
- * Attendance at monthly Board meetings
- * A time commitment of 5-8 hours per month, (includes Board preparation, meeting, committee and meeting time)
- * Attendance at Annual General Meeting
- * Be informed of the services provided by Have A Gay Day and publicly support them
- * Prepare for and participate in the discussions and the deliberations of the Board

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- * To foster a positive working relationship with other Board members, and general staff
- * Be aware and abstain from any conflict of interest

MAJOR DUTIES:

- * Establishes overall long and short term goals, objectives and priorities for Have A Gay Day in meeting the needs of the community
- * Be the primary spokesperson for Have A Gay Day to the media and community at large
- * Address Annual General Meeting
- * Chair the Executive Committee
- * Report to Board on status of major programs
- * A signing authority on behalf of the Board for financial and legal purposes
- * Represent the organization to Government and Municipal officials
- * Provides leadership and direction to the Board
- * Arrange for Vice to Chair meetings in the absence of the Chair
- * Represent Have A Gay Day at community functions
- * In conjunction with the Executive Committee set monthly Board meeting agenda
- * Enhance relationships with other community groups and agencies
- * In conjunction with the Executive Committee provide guidance and leadership
- * Ensure Board members receive agenda and minutes in a timely manner
- * Adhere to general duties outlined in the board member job description

REVIEW/APPROVAL DATE:

Annually review the President's job description. Recommended changes are presented to the Board for ratification.

VICE PRESIDENT

AUTHORITY/RESPONSIBILITY:

The Board of Directors is the legal authority for Have A Gay Day

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

The Vice President is also responsible and accountable to the membership.

QUALIFICATIONS/SKILLS:

Completed two years of Board membership term and have an understanding of parliamentary procedures.

TERM:

The Vice President serves for a one year term.

REQUIREMENTS:

- * Commitment to the work of the organization
- * Knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- * Willingness to serve on at least one committee
- * Attendance at monthly Board meetings
- * A time commitment of 5-8 hours per month, (includes Board preparation, meeting, committee and meeting time)
- * Attendance at Annual General Meeting
- * Be informed of the services provided by Have A Gay Day and publicly support them
- * Prepare for and participate in the discussions and the deliberations of the Board
- * To foster a positive working relationship with other Board members, and general staff

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- * Be aware and abstain from any conflict of interest

MAJOR DUTIES:

* Establishes overall long and short term goals, objectives and priorities for Have A Gay Day in meeting the needs of the community

- * Be the secondary spokesperson for Have A Gay Day to the media and community at large

- * Address Annual General Meeting

- * Member of the Executive Committee

- * Report to Board on status of major programs

- * A signing authority on behalf of the Board for financial and legal purposes

- * Represent the organization to Government and Municipal officials

- * Provides leadership and direction to the Board

- * Chair meetings in the absence of the President

- * Represent Have A Gay Day at community functions

- * In conjunction with the Executive Committee set monthly Board meeting agenda

- * Enhance relationships with other community groups and agencies

- * In conjunction with the Executive Committee provide guidance and leadership

- * Ensure Board members receive agenda and minutes in a timely manner

- * Adhere to general duties outlined in the board member job description

REVIEW/APPROVAL DATE:

Annually review the Vice President's job description. Recommended changes are presented to the Board for ratification.

Secretary

AUTHORITY/RESPONSIBILITY:

The Board of Directors is the legal authority for Have A Gay Day.

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

QUALIFICATIONS/SKILLS:

Good communication and written skills.

TERM:

The Secretary is appointed by Executive Committee for a one year term.

REQUIREMENTS:

- * Commitment to the work of the organization
- * Knowledge and skills in one or more area of Board governance: policy, finance, programs and personnel
- * Willingness to serve on at least one committee
- * Attendance at monthly Board meetings
- * A time commitment of five hours per month, (includes Board preparation, meeting, committee and meeting time)
- * Attendance at Annual General Meeting
- * Be informed of the services provided by Have A Gay Day and publicly support them
- * Prepare for and participate in the discussions and the deliberations of the Board
- * To foster a positive working relationship with other Board members, and general staff
- * Be aware and abstain from any conflict of interest

MAJOR DUTIES:

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* Establish overall long and short term goals, objectives and priorities for Have A Gay Day in meeting the needs of the community

* Prepare and maintain minutes and records for all board meetings

* Reviews/monitors and verifies accuracy of the meetings minutes, and circulates to all Directors

* Adhere to general duties outlined in the board member job description

REVIEW/APPROVAL DATE:

Annually reviews the Secretary's job description. Recommended changes are presented to the Board.

TREASURER

AUTHORITY/RESPONSIBILITY:

The Board of Directors is the legal authority for Have A Gay Day.

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

QUALIFICATIONS:

Completed one year of Board membership term and have the ability to read/understand/interpret financial statements.

TERM:

The Treasurer is appointed by the Executive Committee to serve a one year term.

REQUIREMENTS:

- * Commitment to the work of the organization
- * Knowledge and skills in one or more areas of Board governance: policy, finance, programs and personnel
- * Willingness to serve on at least one committee
- * Attendance at monthly Board meetings
- * A time commitment of five hours a month, (includes Board preparation, meeting, committee and meeting time)
- * Attendance at Annual General Meeting
- * Be informed of the services provided by Have A Gay Day and publicly support them
- * Prepare for and participate in the discussions and the deliberations of the Board
- * To foster a positive working relationship with other Board members, and the general staff
- * Be aware and abstain from any conflict of interest

MAJOR DUTIES:

- * Establish overall long and short term goals, objectives and priorities for Have A Gay Day in meeting the needs of the community
- * Ability to read/understand/Interpret financial statements for Board members
- * Chair the Finance Committee
- * A signing authority on behalf of the Board for financial matters
- * Ensure audited financial statements are presented to the Board on an annual basis
- * Calls the motion at Annual General Meeting to appoint the Auditor
- * Act as a resource to other committees
- * Adhere to general duties outlined in the Board member job description

REVIEW/APPROVAL DATE:

Annually reviews the Treasurer's job description. Recommended changes are presented to the Board.