

**HOUSTON GAY & LESBIAN POLITICAL
CAUCUS**

BY-LAWS

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ARTICLE I

NAME AND OFFICES

1.01 NAME: The name of this association is the HOUSTON GAY AND LESBIAN POLITICAL CAUCUS (hereafter termed "Caucus").

1.02 OFFICES: The principal office of the Caucus shall be in Houston, Harris County, Texas.

ARTICLE II

PURPOSES

THE PURPOSES OF THE CAUCUS SHALL BE:

- A. To promote and protect the political interests of lesbians and gay men;
- B. To educate the public with regard to homosexuality and homosexual lifestyles;
- C. To secure for lesbians and gay men full equality and civil rights; and,
- D. To work toward and promote the common goal of human rights for all people.

ARTICLE III

MEMBERSHIP

3.01 MEMBERSHIP: Any person who pays membership dues shall be a member of the Caucus (hereafter termed "Member"). The Caucus shall determine the dues by a two-thirds vote. No person shall be granted more than one (1) membership.

3.02 HONORABLE MEMBERSHIP: The Caucus may designate honorary categories of membership, with appropriate dues or qualifications, and may grant such honorary members all rights, privileges and responsibilities of membership.

3.03 DISCIPLINE: Any member may be censured or expelled from the caucus by a two-thirds vote with previous notice having been given at a regular meeting. The member shall be entitled to a hearing at the regular meeting at which the vote is taken. Notwithstanding anything contained herein to the contrary, a Member who commits an offense at a meeting of the Caucus shall be subject to censure or expulsion at that meeting only.

3.04 TRANSFER AND DIVISION: Membership in the Caucus is non-transferable and non-divisible.

ARTICLE IV

VOTING

4.01 ELIGIBILITY: The right to vote on any Caucus business shall be extended only to any person who has been a Member for at least 30 days. A person who renews membership within 30 days of the expiration date of the previous membership shall be eligible to vote immediately upon renewing membership.

4.01 VOTING: All Caucus votes shall be conducted by a show of hands, unless otherwise ordered by a two-thirds vote and except as otherwise provided by these by-laws.

4.03 CREDENTIALS: The President shall appoint a Membership Committee which shall verify the credentials of voters for all elections, candidate endorsements, and when further requested by the President or the Executive Board (hereafter termed the "Board"). Voters shall be presented a ballot or other token by which to cast their votes.

4.04 ELECTIONS: The Executive Board may appoint an Election Committee to conduct any election. Candidate representatives shall be permitted to observe the counting of ballots in their race.

ARTICLE V

MEETINGS

5.01 FREQUENCY AND QUORUM: Unless otherwise ordered by the Caucus, regular meetings of the Caucus shall be held on the first Wednesday of each month, at a time and location to be determined by the Caucus. Twenty-five (25) Members who are eligible to vote shall constitute a quorum.

5.02 SPECIAL MEETINGS: Upon written request signed by twenty-five (25) Members, the President shall call a special meeting of the Caucus to be held within ten (10) days of receipt of the request. The President may call a special meeting of the Caucus as the need arises. Notice of all special meetings shall be given at least five (5) days prior to such special meeting. The quorum requirements, duties of Officers and procedure in any special meeting shall be the same as in a regular meeting.

ARTICLE VI

OFFICERS

6.01 NUMBER: The Officers of the Caucus shall be the President, Vice-President, Secretary, Treasurer, and nine Trustees. These Officers shall perform the duties prescribed by these by-laws and by the parliamentary authority adopted by the Caucus. The board may appoint people to assist the Officers, with such powers and duties not inconsistent with these by-laws as the Board may determine.

6.02 TIME OF ELECTION: Unless otherwise ordered by the Caucus, all Officers shall be elected at the first meeting in January (hereafter termed "Election Meeting"). Their term of office shall begin at the close of the Election Meeting. All Officers shall be elected at the same meeting.

6.03 TERMS: The Trustees shall be elected by ballot to serve for three (3) years or until their successors are elected. Three (3) Trustees shall be elected at each Election Meeting. All other Officers shall be elected by ballot to serve for one (1) year or until their successors are elected. In uncontested races, the Caucus may vote to waive use of a written ballot.

6.04 NOMINATIONS: The elections shall be announced at the Election Meeting and at the regular meeting immediately preceding the Election Meeting. Candidates may be nominated at any of these two (2) meetings. Every candidate shall be self-nominated.

6.05 ELIGIBILITY: No member shall hold more than one office at a time, and/or Board members with unexpired terms must resign in order to run for a different position. Candidates for any elective public office, except Precinct Committee person, may not also serve as an officer in the Caucus. Except as stated above, all offices are open to any member who is eligible to vote at the Election Meeting.

6.06 PRESIDENT: The President is the official spokesperson and representative of the Caucus. The President shall establish the agenda and preside at all meetings of the Caucus. The President shall have and exercise general charge and supervision of the affairs of the Caucus, subject to the policies established by the Board, and shall perform such other duties as may be assigned by the Caucus. The President may appoint Committees and may remove members therefrom or appoint additional members thereto with the advice and consent of either the Board or the Caucus. The President shall be ex officio a member of all Committees, and unless otherwise provided in these by-laws.

6.07 VICE-PRESIDENT: At the request of the President, or in the event of the absence or disability of the President, the Vice-President shall perform the duties and possess the powers of the President; and to the extent authorized by law, the Vice-President shall have such other powers as the Board may determine, and shall perform such other duties as may be assigned by the Caucus.

6.08 SECRETARY: The Secretary shall have charge of such books, documents, and papers as the Board may determine. The Secretary shall attend and keep the minutes of all meetings of the Caucus and the Board. The Secretary may sign with the President or Vice-President, in the name and on behalf of the Caucus, any contracts or agreements authorized by the Board. The Secretary shall, in general, perform all the duties incident to the office of Secretary, subject to the control of the Board.

6.09 TREASURER: The Treasurer shall have the custody of all funds, property, and securities of the Caucus, subject to such regulations as may be imposed by the Board. S/he may be required to give bond for the faithful performance of her/his duties, in such sum and with such sureties as the Board may require. When necessary and proper, s/he may endorse on behalf of the Caucus for collection of checks, notes, and other obligations, and shall deposit the same to the credit of the Caucus at such banks or depositories as the Board may designate. S/he shall sign all receipts and vouchers and, together with the President or Chair all checks of the Caucus and bills of exchange and promissory notes issued by the Caucus. In the event the Treasurer is unable or unwilling to fulfill her/his duties, the President and the Chair together may sign any checks, bills or exchange or promissory notes issued by the Caucus. S/he shall make such payments as may be necessary and proper to make on behalf of the Caucus. The Treasurer shall enter regularly on the books of the Caucus to be kept by her/him for the purpose, full and accurate account of all monies and obligations received and paid or incurred by her/him for or on account of the Caucus, and s/he shall exhibit such books at all reasonable times to any Officer on application at the offices of the Caucus. S/he shall, in general, perform all the duties incident to the office of Treasurer, subject to the control of the Board. The Treasurer shall make a full written annual financial report to the Caucus at the first regular meeting in January.

6.10 SALARY: Officers shall not receive any stated salary for performing the duties of their office.

6.11 RESIGNATIONS: Any Officer may resign at any time by giving written notice of such resignation to the Secretary or to the President.

6.12 REMOVAL: Any Officer or Board Member may be removed for malfeasance or nonfeasance. Malfeasance shall be understood as any abuse of position that may compromise the Caucus of its integrity and removal shall be by the presentation of a bill of particulars presented to the Caucus upon majority vote of the Board by a designee of the Board. Nonfeasance shall be understood as the absence without excuse or prior notice from two (2) consecutive Board Meetings and shall be presented to the Caucus by a designee of the Board. In all cases of removal the officer may be removed by two-thirds (2/3) vote with notice having been given at the previous regular meeting. The Officer shall be entitled to a hearing at the regular meeting at which the vote is taken.

6.13 VACANCIES: All vacancies on the Board created by death, resignation, or removal shall be filled by a special election to be announced at the regular meeting of the Caucus at which the vacancy is announced and at first regular meeting immediately following this meeting. Candidates may be nominated at any of these two (2) meetings. This special election shall be held at the last of these two (2) meetings.

ARTICLE VII

EXECUTIVE BOARD

7.01 NUMBER: The elected Officers of the Caucus, including the Trustees, shall constitute the Executive Board.

7.02 PURPOSE: The Board shall have general supervision of the affairs of the Caucus between its business meetings, make recommendations to the Caucus, and shall perform such other duties as are specified in these by-laws. The board shall be subject to the orders of the Caucus, and none of its acts shall conflict with actions taken by the Caucus.

7.03 CHAIR: The Board shall elect a Chair and a Vice-Chair from among its members. The President shall not be either the Chair or the Vice-Chair. The Chair shall establish the agenda for all Board meetings and shall preside over such meetings. In the absence of the Chair and the Vice-Chair, the President shall preside at meetings of the Board.

7.04 MEETINGS: Unless otherwise ordered by the Board, regular meetings of the Board shall be held on the second Wednesday of each month. Special meetings of the Board may be called by the Chair or the President and shall be called upon by the request of three members of the Board. There shall be at least one meeting each month.

7.05 BOARD VOTES: A Board member may vote in person or by proxy executed in writing and signed by the Board member and submitted to the Chair. The proxy shall be valid for a specified meeting only. Any voting Member, other than a Board member, may cast a Board member's proxy vote. No person may hold more than one proxy vote. A proxy shall be revocable unless expressly provided therein to be irrevocable, or unless otherwise made irrevocable by law.

7.06 NOTICE OF MEETINGS: Notice of all special meetings of the Board, except as herein otherwise provided, shall be given at least twenty-four (24) hours before the meeting to all Board members. Receipt of such notice may be waived by any Board member. At any meeting held without notice or waiver thereof and at which a quorum of the Board is present. Any business may be transacted; however, any such business must be ratified at the next regular or special meeting of the Board. Any Member may attend any regular meeting of the Board, but may participate in the meeting only if the Board so approves. The Board may invite any person it chooses, whether or not a Member, to attend and participate in any of its meetings. The Board reserves the right to go into executive session at any meeting.

7.07 POWERS: The Board may delegate to Committees or to Officers such powers as the Board sees fit, subject to such limitations as may be imposed by these by-laws.

7.08 QUORUM: A majority of the Board members shall be necessary and sufficient to constitute a quorum for the transaction of business, and the act of a majority of the Board members present at any meeting at which there is a quorum shall be the act of the Board, except as may be otherwise specifically provided by statute or by these by-laws. If at any meeting there is less than a quorum present, a majority of those present may adjourn the meeting from time to time without further notice to any absent Board member.

7.09 ACTION BY UNANIMOUS WRITTEN CONSENT: Any action required or permitted to be taken at a meeting of the Board may be taken without a meeting if consent in writing, setting forth the action so taken, is signed by all of the Board members.

ARTICLE VIII

COMMITTEES

8.01 APPOINTMENTS AND AUTHORITY: The Board may appoint Committees and may remove members therefrom or appoint additional members thereto. Each such Committee may prescribe rules and regulations for the call and conduct of its meetings and other matters relating to its procedure. Such Committees shall not have or exercise any authority of the Board in the management of the Caucus absent a delegation of authority under Article X of these by-laws.

8.02 CAVEATS: No provision in these by-laws shall be construed so as to prohibit either the Caucus or the Board from appointing Committees. No provision in these by-laws shall be construed so as to permit the President to appoint or be a member of a nominating Committee.

ARTICLE IX

EMPLOYEES

All Caucus employees shall be hired and terminated by the Board. Employees shall be supervised directly by the President, subject to any guidelines established by the Board. No Board member shall be an employee of the Caucus.

ARTICLE X

CONTRACTS

10.01 DELEGATION: The Board, except as otherwise provided in these by-laws, may authorize any Officer or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Caucus, and such authority may be general or confined to a specific instance; and unless so authorized by the Board, no Officer or agent shall have any power or authority to bind the Caucus by any contract or engagement, or to pledge its credit, or render it liable for any purpose or any amount.

ARTICLE XI

MAILING LIST

The Mailing list, including all membership records, is the sole property of the Caucus and is to remain confidential at all times. The Board shall insure this confidentiality. No Member may have access to the mailing list for non-Caucus business.

ARTICLE XII

FISCAL YEAR

The fiscal year of the Caucus shall commence on January 1st of each year and end of December 31st of the succeeding year, unless changed by resolution of the Board. A review of the books shall be conducted at the beginning of each fiscal year.

ARTICLE XIII

PARLIAMENTARY AUTHORITY

The rules contained in the current edition of ROBERT'S RULES OF ORDER NEWLY REVISED shall govern the Caucus in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules of order the Caucus may adopt.

ARTICLE XIV

AMENDMENT OF BY-LAWS

These by-laws may be amended at any regular meeting of the Caucus by a two-thirds (2/3) vote, provided that the amendment has been submitted in writing at the previous regular meeting.