

BYLAWS OF THE SPECTRUM ALLIANCE OF WILLIAMSPORT

ARTICLE I – NAME AND PURPOSE

Section 1 – Name: The name of the organization shall be The Spectrum Alliance of Williamsport. It shall be a nonprofit organization in compliance with the laws of Pennsylvania.

Section 2 – Purpose: The Spectrum Alliance is organized exclusively for charitable, educational, and social purposes.

The purpose of this corporation is:

- To support and conduct non-partisan research, education, and information activities to increase safety, inclusion, and public support of gender identity and sexual identity related issues.
- To provide collect, generate, and maintain publicly accessible resources for the LGBTQIA+ population of Pennsylvania.
- To build a community of peers capable of providing support to itself.

ARTICLE II – MEMBERSHIP

Section 1 – Membership: Membership shall consist of the board of directors.

ARTICLE III – BOARD OF DIRECTORS

Section 1 – Board role, size, and compensation: The board is responsible for overall policy and direction of the association, and delegates responsibility of day-to-day operations to the staff and committees. The board shall have up to 10, but no fewer of 3 members. The board receives no compensation other than reasonable expenses.

Section 2 – Terms: All board members shall serve six-month terms, but are eligible for re-election without restriction.

Section 3 – Meetings and notice: The board shall meet at least quarterly, at an agreed upon time and place. An official board meeting requires that each board member be notified at least one week in advance.

Section 4 – Board elections: Board elections will be held twice a year at six month intervals. In accordance with the fiscal year, elections will be held during a regular meeting of directors in June, and in December of each year, beginning 2016. The directors elected in these meetings will take position on the first day of the following month. Emergency elections can be held upon request of two-thirds directors, and will take place during the next board meeting.

Section 5 – Election procedures: New directors shall be elected by a majority of directors present at such a meeting, provided there is a quorum present. Directors elected shall serve a term beginning on the first day of the month following the election. Directors elected during an emergency election can begin their term immediately upon two-thirds approval of the board.

Section 6 – Quorum: A quorum must be attended by at least forty percent of board members for business transactions to take place and motions to pass.

Section 7 – Officers and Duties: There shall be four officers on the board, consisting of president, vice-president, secretary, and treasurer. Their duties include but are not limited to the description as follows.

The President shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: vice-president, secretary, treasurer.

The Vice-President shall chair committees on special subjects as designated by the board.

The Secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained.

The Treasurer shall make a report at each board meeting. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.

Section 8 – Vacancies: When a vacancy on the board exists mid-term, the secretary must receive nominations for new members from the present board member one week in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. These vacancies will be filled only to the end of the particular board member's term.

Section 9 – Resignation, termination, and absences: Resignation from the board must be in writing and received by the secretary. A board member shall be terminated from the board due to excess absences, more than two unexcused absences from board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10 – Special meetings: Special meetings of the board shall be called upon the request of the President, or one-third of the board. Notices of special meetings shall be sent out by the secretary to each board member at least one week in advance.

ARTICLE IV – COMMITTEES

Section 1 – Committee formation: The board may create committees as needed, such as fundraising, housing, public relations, data collection, etc. The board President appoints all committee chairs.

Section 2 – Executive Committee: The four officers serve as the members of the Executive Committee. Except for the power to amend the articles of incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board.

Section 3 – Finance Committee: The Treasurer is the chair of the Finance Committee, which includes three other board members. The finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and annual budget with staff and other board members. The board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to board members and the public.

ARTICLE V – DIRECTOR AND STAFF

Section 1 – Executive Director: The executive director is hired by the board. The executive director has day-to-day responsibilities for the organization, including carrying out the organization’s goals and policies. The executive director will attend all board meetings, report on the progress of the organization, answer questions of the board members, and carry out the duties described in the job description. The board can designate other duties as necessary.

ARTICLE VI – AMENDMENTS

Section 1 – Amendments: These bylaws may be amended when necessary by two-thirds majority of the board of directors. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements.

CERTIFICATION

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on **July 25, 2015**.

 Secretary

Date