

BYLAWS

GAY and LESBIAN SIERRANS SECTION OF THE VENTANA CHAPTER, SIERRA CLUB

<i>Approval</i>	Date
GLS Charter Governing Committee	
Ventana Executive Committee	

ARTICLE I. NAME AND PURPOSE:

Section 1. Name: This organization shall be called Gay and Lesbian Sierrans (GLS), and is an activities section of the Ventana Chapter of the Sierra Club.

Section 2. Purpose: Gay and Lesbian Sierrans is organized to bring together lesbian, gay, bisexual, transgender, and intersex (GLBTI) members of the Sierra Club to share in, and advance the programs of, the Sierra Club, Ventana Chapter. Specific purposes are to: 1) Plan and conduct conservation, education, and outings programs for lesbian, gay, bisexual, transgender, and intersex members of the Sierra Club. Other interested Sierra Club members, visitors, and their guests are invited and welcome at GLS activities. 2) Provide the chapter with an outreach to the lesbian, gay, bisexual, transgender and intersex community for Sierra Club membership recruitment. 3) Enlist the energy and resources of the lesbian, gay, bisexual, transgender and intersex community in the cause of conservation. 4) Conduct research on, and honor the contributions of, lesbian, gay, bisexual, transgender and intersex people to the environmental movement.

Section 3. Affiliation: All events conducted by Gay and Lesbian Sierrans shall be carried out in accordance with applicable Sierra Club and Ventana Chapter policies. Conservation activities will be carried out in a manner consistent with the goals of the Conservation Committee of the Ventana Chapter.

ARTICLE II. MEMBERSHIP:

Section 1. Membership requirements and privileges: Members of the Gay and Lesbian Sierrans Section of the Ventana Chapter will be required to join the Sierra Club. GLS membership will provide the following privileges: 1) The opportunity to serve as an elected member of the GLS Governing Committee; 2) The opportunity to become an official outings leader; 3) The right to vote for GLS Governing Committee members, and on other section matters; 4) Member prices or other benefits at certain GLS-sponsored events.

Section 2. Voting Membership: Voting membership in the section shall consist of all members of the Sierra Club, in good standing, who are also current members of the GLS Activity Section of the Ventana Chapter, and have met these requirements for six months prior to the date ballots are due. Membership fees for the section shall be determined by the Governing Committee.

Section 3. Openness: Voting membership and leadership roles in the section are available to all persons who support the purposes of the section, subject to the provisions of these bylaws. No one is to be excluded for reasons such as sexual orientation, sex, age, marital status, physical challenge, race, religion, class, national origin, gender or gender identity, immigration status, or political affiliation.

Section 4. General Meetings: General membership meetings shall be held at least two times each year, in January and November, at places and times set by the Governing Committee, with a minimum of two weeks notice given to all voting members. Special meetings shall be called by the Governing Committee upon petition of 15 voting members, or 25% of the voting membership, whichever is less. At such special meetings, only such subjects as are stated in the petition shall be considered.

ARTICLE III. GOVERNANCE:

Section 1. Compliance: The section shall be governed in a manner that is in compliance with the purposes of the section and Ventana Chapter.

Section 2. Governing Committee: Leadership of the section is entrusted by the membership to a Governing Committee of up to twelve voting members consisting of the 4 officers listed in Article III, Section 7, plus 8 "at large" members who will each hold a committee chair from those listed in Article IV, Section 1. If twelve people cannot be found to serve, Governing Committee members may hold more than one position, except as prohibited by Article III, section 7 and Article IV, section 1. Only the Governing Committee is empowered to act in the name of the section, but in all of its actions, it shall endeavor to accomplish the will of the membership in accordance with the purposes of the section as outlined in Article I, Sections 2 and 3.

Section 3. Qualifications for Office: All members of the Governing Committee must be voting members of the section as defined in Article 11, Section 1. All serve as unpaid volunteers.

Section 4. Term of Office: Newly elected Governing Committee members shall take office at the January meeting of the general membership following their election in November, as described in Article V, Section 2. They shall serve for a term of 18 months, to be divided as follows: For the first six months of the term, the Governing Committee member elect shall have a mentee relationship with

the current (outgoing) Governing Committee member of the same position. During this time, the member-elect will work closely with his or her mentor, and attend all Governing Committee meetings, but will not have voting privileges. After this initial six-month period, the member elect will take full responsibility for the position, which includes voting privileges. In addition to continuing to perform his or her assigned tasks, during his or her final six-month period, the Governing Committee member will mentor the incoming Government Committee member elect. The outgoing member retains his or her voting privileges during this period. Each Committee Chair is responsible for recruiting members for his or her Committee, as needed. No person shall serve more than two consecutive terms on the Governing Committee.

Section 5. Meetings: The Governing Committee shall meet at least eight times each year, in January, March, April, May, June, September, October and November, at places and times set by the Chair, with a minimum of two weeks notice given to all voting members of the section. All meetings shall be conducted openly and be accessible to all voting members, except on extraordinary occasions when the Governing Committee may meet in executive session to discuss publicly stated subjects. In any case, all votes shall be taken openly and recorded by the secretary. Minutes of all meetings shall be kept by the secretary and made available to all voting members upon reasonable notice.

Section 6. Quorum and Majority: A majority of Governing Committee members, meeting under the conditions set forth in Article III, Section 5, shall constitute a quorum for the conduct of the business of the section.

Section 7. Officers: At their January meeting, the newly elected members of the Governing Committee shall choose from amongst themselves a Chair, Vice-Chair, Secretary, and Treasurer, the duties of each being those specified below, as well as the recruiting of new members to the section.

Chair: Calls and presides at meetings of the section. Attends, or appoints an alternate to attend, the meetings of the Executive Committee of the Ventana Chapter at which a GLS presence is required. With members' input, develops vision and goals (new and ongoing) for Ventana GLS, and guides the Governing Committee in generating a plan for achieving goals during the year. Communicates vision and goals to membership in a twice-yearly address at membership meetings. Acts as backup Treasurer (signer) for banking purposes. May not serve concurrently as Treasurer.

Vice-Chair: Presides at section meetings in the absence of the Chair. Performs additional tasks and responsibilities as directed by the Chair. Safeguards backups of proprietary information, as provided by the secretary.

Secretary: Shall keep minutes of all meetings, be custodian of a file of published section newsletters, and prepare correspondence, memos, and reports requested by the Governing Committee. Maintains the Ventana GLS archives, which includes coordinating and distributing a monthly back up of all proprietary

materials, such as any database and membership information. Provides Vice Chair with a copy of these backups for safekeeping.

Treasurer: (a) Manages financial affairs of the section in accordance with the bylaws; (b) keeps a journal of income received and cash paid out, as well as any ledgers or other records as directed by the Executive Committee of the Ventana Chapter; (c) keeps vouchers, receipts, canceled checks, checkbooks and bank statements; (d) makes a quarterly report of income and expenditures and presents it at the first Governing Committee meeting of the new quarter; (e) makes an annual financial report and presents it to the members at the November meeting; (f) provides Ventana Chapter Executive Committee with section financial summaries, reports and records, as needed. May not serve concurrently as Chair or Membership Chair.

Section 8. Removal from Office: Governing Committee members who are absent from two consecutive Governing Committee meetings, without good cause, shall be removed from office automatically. Also, members of the Governing Committee may be removed from office for failure to perform the duties of their office by a two thirds vote of the voting members present at a special section meeting as set forth in Article II, Section 3.

Section 9. Vacancies: Vacancies shall be announced to the membership immediately, via newsletter and email, and filled as soon as possible, by a voting Ventana GLS member, elected by the remaining members of the Governing Committee. A special election in the GLS membership will be required should more vacancies open, in any calendar year, than the number required for quorum.

ARTICLE IV. COMMITTEES AND ACTIVITIES:

Section 1. Committee Chairs: At the January meeting, the Governing committee shall select chairs for the Conservation, Membership, Newsletter, Outings, Information Technology, Publicity, Outreach and Program Committees, the duties of each being:

Conservation Chair: Works in tandem to coordinate and conduct activities that promote furtherance of the conservation goals of the section and Ventana Chapter of the Sierra Club. Serves as a liaison between GLS and the Ventana Chapter's Conservation Chair.

Membership Chair: Maintains current membership and subscription databases and makes them available as requested by the Governing Committee. Oversees and coordinates the recruitment of new members into the section. May not serve concurrently as Treasurer. May serve concurrently as Publicity Chair or Outreach Chair, if needed.

Newsletter Chair: Responsible for publishing the section's newsletter, including writing or soliciting and gathering articles, securing photos, and editing material. The newsletter may be published electronically, in print, or both, depending on the current needs of the membership.

Outings Chair: Coordinates all section outings. Provides a copy of the outing schedule to the Newsletter Chair for publication in the section newsletter, and to the Information Technology Chair for posting on the Web site. Maintains hike leader information to assure all hike leader requirements are current. Recruits and trains leaders for the section's activities. Reviews the qualifications of outing leaders of leaders to ensure that a qualified leader attends each activity. May serve concurrently as Programs Chair, if needed.

Information Technology Chair: Maintains and develops the section's Web site and databases in accordance with National Sierra Club and Ventana Chapter protocol. Works with Membership Chair to ensure that membership database is current, and with the Outings and Newsletter Chairs to ensure that the Web site contains up-to-date, accurate outing descriptions. Administers, or appoints someone to administer, section e-mail lists.

Program Chair: Schedules and coordinates the two general meetings each year. Plans and helps implement additional educational programs to further the goals of the section, and organizes other GLS programs as needed. Acts as coordinator for GLS presence at Pride events. May serve concurrently as Outings Chair, if needed.

Publicity Chair: Publicizes the section and its related activities and events. Acts as a liaison with other community groups and organizations as well as with the media. Ensures that Ventana GLS has a strong presence both in print and online, by submitting information about the club and our outings to events calendars. May serve concurrently as Membership Chair or Outreach Chair, if needed.

Outreach Chair: Coordinates and does general outreach to GLBTI people, including those who may otherwise not have contact with Sierra Club or organized outdoor activities. May serve concurrently as Membership Chair or Publicity Chair.

As it sees fit, the Governing Committee may appoint non-voting Chairs to head additional committees. The Governing Committee is empowered to remove Chairs for good cause, and to fill vacancies. The chairs serve one 18-month term, as outlined in Article III, Section 4.

Section 2. Committee Membership: Membership in section committees is open only to voting members of the section. Any voting member may serve on any committee, except that the Governing Committee may remove any committee member for good cause.

Section 3. Activities Leaders: Leaders of all section activities shall be voting members. Prospective leaders shall possess such qualifications as may be required by the Sierra Club, the Ventana Chapter, and the GLS Section, and agree to adhere to Sierra Club regulations. At minimum, prospective outing leaders must co-lead two events, take an approved first aid course, and submit the necessary paperwork to the Outings Chair before the Governing Committee will consider his or her application. All outing leader applications are subject to

approval by the Governing Committee, and may be rejected for good cause. The Governing Committee may remove outing leaders for good cause.

ARTICLE V. NOMINATIONS AND ELECTIONS:

Section 1. Nominations: At its March or April meeting, the Governing Committee shall appoint three voting members of the section to serve as a Nominating Committee. No member of the Nominating Committee shall be a member of the Governing Committee or a candidate for election that year. The Nominating Committee shall submit to the Governing Committee, at the latter's September meeting, a slate of candidates to serve on the Governing Committee the following year. All candidates shall have consented to be nominated. The Nominating Committee shall make every effort to select a diversity of candidates which reflect the goals of the section as set forth in Article I, Section 2, and in Article II, Section 2, and shall especially seek gender parity. They will also strive to ensure that all positions are capable of being filled from the pool of nominees, i.e. that all necessary skill sets (e.g. information technology, accounting) are well represented. In addition, 15 voting members, or 25% of the voting membership, whichever is less, may submit petitions nominating any eligible voting member at the October meeting of the Governing Committee. The Nominating Committee may also serve as the Election Committee, if needed.

Section 2. Elections: At its October meeting, the Governing Committee shall appoint three voting members of the section to serve as an Elections Committee. No member of the Elections Committee shall be a member of the Governing Committee or a candidate for election that year. The Elections Committee shall prepare and distribute candidate information, any amendments, initiatives or other items to be placed on the ballot, as well as the ballots, to all voting members of record as of October 1st of that year. Distribution shall be effected in a timely manner such that there is reasonable expectation that voting members receive their ballots no less than two weeks before the November meeting of the general membership. Completed ballots, to be counted, must arrive at the section's mailing address at least one day prior to the November meeting. The Elections Committee shall, at the November meeting, count all ballots, and announce the results to the general membership at that meeting. The twelve candidates receiving the most votes will become the new Governing committee, with the exception that if a candidate receives more "no" votes than "yes" votes, he or she will not be elected to Governing Committee. In the event of ties, the Elections Committee shall conduct a runoff election at the November meeting, and only those voting members present shall vote. All votes shall be taken by secret ballot, and all ballots shall be held by the Elections Committee for at least thirty days, and made available during that period to any voting member upon reasonable notice.

ARTICLE VI. AMENDMENTS AND CONSTRUCTION:

Section 1. Amendments: These bylaws may be amended by a two-thirds vote of the Governing Committee, with ratification by a two-thirds vote of the ballots cast in a regular election as set forth in Article V, Section 2, or of the voting members present and voting at a special meeting as set forth in Article II, Section 3. Amendments are subject to confirmation by the Ventana Chapter.

Section 2. Construction: The Ventana Chapter shall be the final authority in resolution of any disagreement as to the meaning or construction of these bylaws.