



STANDING RULES

OF THE NATIONAL ASSOCIATION OF BLACK AND WHITE MEN TOGETHER: A GAY MULTIRACIAL ORGANIZATION FOR ALL PEOPLE

(Revised by the NABWMT Board of Directors, 07/28/09, Philadelphia, PA)

1. ORGANIZATIONAL STRUCTURE OF THE NABWMT.

- 1.1. Throughout this document, the National Association of Black and White Men Together: A Gay Multiracial Organization for All People may be referred to as "NABWMT," "NA," "National," "National Association" or with its entire name spelled out.
- 1.2. Purpose [Bylaws Article 2]. The NABWMT is a gay multiracial, multicultural organization committed to fostering supportive environments wherein racial and cultural barriers can be overcome and the goal of human equality realized. To these ends, we engage in educational, political, cultural, and social activities as a means of dealing with the racism, sexism, homophobia, HIV/AIDS discrimination, and other inequities in our communities and in our lives.
- 1.3. Values. The NABWMT values interracial diversity and supports the development of camaraderie and relationships among its members and friends.
- 1.4. Guiding Documents of the NABWMT. The following documents are considered essential guiding documents of the NABWMT. The Bylaws and Standing Rules shall be distributed to all members whenever appropriate. An up-to-date version shall be maintained on the web site.
 - 1.4.1. Bylaws
 - 1.4.2. Standing Rules [Bylaws Article 6 Section 3]
 - 1.4.3. Articles of Incorporation filed in the State of New York (April 11, 1985)
 - 1.4.4. IRS Determination Letter of 501(c)(3) tax exempt status (February, 1987)
 - 1.4.5. Distribution and Availability of Bylaws, Standing Rules--
 - 1.4.5.1. CD-ROM or electronic flash drive copies will be available upon request, and given to all Board Members.
 - 1.4.5.2. A copy of the Standing Rules and Bylaws will be available on-line for local chapters and members.
 - 1.4.5.3. Print copies of the most recent version of the Standing Rules and Bylaws will be available to members during the Annual Meeting.

- 1.5. Trademark of the NABWMT, names and logo(s). The name(s) and logo(s) of the NABWMT will be protected from use without permission by the US Patent and Trademark Office (USPTO). This includes all variations of our name, including the acronyms "NABWMT," "the NA," and "the National Association," and their full names, as well as "BWMT," "MACT," "PACT," "MACCT," and their full names.

2. MEMBERSHIP

All members shall subscribe to the Purpose of the NA [Bylaws Article 3], submit an appropriate application, and pay dues specified below.

2.1. Types

- 2.1.1. Local Chapter Member [Bylaws Article 3 Section 1:A]—Local Chapter membership shall be open to any group of ten persons or more who agree to our Statement of Purpose and who fill out the application and pay annual dues.
- 2.1.2. National Individual Member [Bylaws Article 3 Section 1:B]—National membership shall be open to any person inside or outside a Local Chapter. National Members are affiliated directly with the National Association, pay membership dues, and are entitled to all of the services and communications provided by the NABWMT for individuals. When becoming a member, National Members may identify themselves as affiliated with a local chapter, or as a Member-at-Large (a National Member not affiliated with a local chapter). Members of local chapters who are not National Members are identified as Associate Members of the NABWMT. Associate Members are not entitled to the services or communications offered by the NABWMT, but are viewed as supporting the NABWMT's Statement of Purpose.
- 2.1.3. Individual Life Member [Bylaws Article 3 Section 1:C]--Life membership shall be granted to any person who contributes an amount specified in the Standing Rules or more to the organization.
- 2.1.4. Affiliate Organizational Member [Bylaws Article 3 Section 1:D]—Non-voting affiliation with the National Association of Black and White Men Together shall be available to organizations at a rate per year specified in the Standing Rules.
- 2.1.5. Honorary Member [Bylaws Article 3 Section 1:E]-- Honorary membership may be conferred upon an individual or group by two-thirds vote of the Board of Directors. Honorary memberships shall have the same privileges as other memberships, except the Honorary members shall neither vote, hold office, nor be required to pay dues.
- 2.1.6. Combined Dual Membership (National with Local Chapter)—Members in any chapter, if they so chose, will be granted dual membership in the National and that local chapter when their completed application and dues are received in the NA office.

- 2.2. "In Good Standing" Defined. Members in good standing will have dues paid as per section 2.5 below. Unless otherwise stated, the terminology "member(s)/ membership" will imply "in good standing" in this document.
- 2.3. Privileges & Responsibilities of Membership [Bylaws Article 3 Sections 3 and 4].
 - 2.3.1. All members in good standing shall have the right to vote during the Annual Meeting, as described in the Bylaws [Bylaws Article 7:6:B].
 - 2.3.2. Only members so designated by the Co-Chairs may represent the organization.
 - 2.3.3. All members shall receive the organization's internal and external publications.
 - 2.3.4. Members shall keep their contact information up-to-date with the National office.
 - 2.3.5. Members in good standing shall receive all other benefits of membership from the date of their accepted application and membership dues.
- 2.4. Application for Membership [Bylaws Article 3 Section 2]
 - 2.4.1. All applications for membership shall be distributed by, and returned to the Treasurer or his designated representative with the necessary dues.
 - 2.4.2. The Board of Directors reserves the right to refuse or reject a completed application for membership or renewal, for cause by a 2/3 vote of the membership of the Board and officers.
 - 2.4.3. Membership dues are not refundable unless the Board of Directors refuses or rejects an application for membership.
- 2.5. Dues [Bylaws Article 3 Section 1:C and D, and Article 3:3]
 - 2.5.1. The membership year shall be from October 1st to September 30th of the following year.
 - 2.5.2. All members, except for life members, shall submit their completed application along with their dues, electronically, by US mail, in person during the Annual Convention, or at other times agreed upon by the Treasurer, by September 30th, to the National office, the Treasurer or his designee.
 - 2.5.3. Any member unable to pay their dues, may request a hardship exclusion by letter to the Board annually.
 - 2.5.4. Chapter membership dues shall be payable in full to the Treasurer by October 1st each year, at which time Chapters shall be notified by the Treasurer of their dues- paid status. A Chapter unable to pay its dues in full by October 1st may make an appropriate arrangement with the Treasurer for payment in two or three installments, provided that such arrangement is requested by the Chapter and approved by the Treasurer prior to October 1st and that the final installment is payable no later than the following April 1st.
 - 2.5.5. The Treasurer shall provide quarterly membership reports to the Board of Directors and annually to the membership during the Annual Meeting.
 - 2.5.6. Dues are not refundable.
 - 2.5.7. Chapters are encouraged to produce one fundraiser per year on behalf of the NABWMT.

- 2.5.8. Dues for each membership category shall be reviewed periodically by the Board of Directors.
 - 2.5.8.1. Chapter Member— \$150/year. The membership dues for new chapters may be negotiated for a partial reduction by written request to the Board of Directors.
 - 2.5.8.2. National Individual Member— \$30/year.
 - 2.5.8.3. Individual Life Member— \$1000 in any one year, one time.
 - 2.5.8.4. Affiliate Organizational Member— \$150/year.
 - 2.5.8.5. Honorary Member— complimentary.
 - 2.5.8.6. Combined Dual Membership (new National Individual Member with membership in new Local Chapter)— \$40/year, half of which will go to the Local Chapter for the first year of membership.
- 2.5.9. Couples Membership is available for any National Individual Members and any Combined Dual Membership, if individuals reside at the same address. The rate will be twice the above amount, minus 20%.
- 2.5.10. All members in good standing will have their initial application submitted and dues paid in order to be eligible to receive all benefits of membership. All renewal memberships must update their information annually.
- 2.5.11. The membership year is from October 1st through September 30th. Dues paid after July 1st will expire September 30th of the following year.

3. BOARD OF DIRECTORS [BYLAWS ARTICLE 6].

- 3.1. Commitment to the Purpose. All Board members shall publicly affirm their support for the Statement of Purpose of the NA to the best of their abilities at an official meeting of the Board.
- 3.2. Work of the Board. The Co-Chairs shall assign the work of the organization among the Board as follows:
 - 3.2.1. Financial Responsibilities-- In addition to the time and effort necessary for the faithful execution of their duties, each Officer and Director is expected to make a commitment to increasing the revenue and prestige of the NABWMT. Officers and Directors shall be encouraged to meet a financial commitment in the aggregate amount of \$500 per year. This \$500 commitment may be fulfilled by:
 - 3.2.1.1. Organizing/hosting a fundraiser or similar activity for the NABWMT;
 - 3.2.1.2. Paying his or her own travel expenses to and from meetings of the Board;
 - 3.2.1.3. Donating money;
 - 3.2.1.4. Forgoing reimbursement of other legitimate NABWMT business expenses, provided such expenses are approved in the normal course of business and documented by receipt.
 - 3.2.1.5. Any other activity as approved by the Board.

- 3.2.2. Other Officers and Directors shall offer non-financial (technical) assistance to Officers and Directors to help each person meet his or her financial commitment. To ensure that no Officer or Director is precluded from office solely because of an inability to meet their financial commitment, these financial responsibilities may be waived by a majority vote of the Board.
- 3.3. Responsibilities of Board
 - 3.3.1. At least one Director shall be responsible for overseeing and guiding each of the Standing and Ad Hoc Committees described in the Standing Rules Section 4.12 below.
 - 3.3.2. The Co-Chairs may charge individual Directors with the coordination of other specific NA projects which conform to the focus, priorities and policies of the organization as formulated by the Board of Directors.
 - 3.3.3. Assigned work shall be carried out as the assigned Director(s) and/or Officer(s) see(s) fit and as is appropriate to the task(s) at hand, including formation of (a) committee(s) from among the Chapter, National, and Life membership, or delegation of specific tasks to specific individuals. Accountability to the organization for the accomplishment of tasks delegated to such Committee(s) or individual(s), however, remains with the assigned Director(s) and/or Officers. This includes responsibility for rendering quarterly reports on activities and accomplishments, which shall be published in a regular publication of the organization.
 - 3.3.4. The Co-Chairs may also assign Directors to work with specific Chapters on issues of organization, membership development, fundraising, consciousness-raising, education, political action, etc., and to maintain open communication between those Chapters and the Board of Directors so that local concerns, problems, ideas and proposals may continue to be heard and considered at the national level in the organization. The Co-Chairs may also assign Directors to assist individuals or groups interested in forming new chapters. As these responsibilities shall complement the activities of the Membership Committee, such Board members must communicate with that committee to enhance the effectiveness of outreach.
 - 3.3.5. Each Director and Officer shall file an expense report with the Treasurer on approved forms no less than once per quarter. Expenses for which reimbursement is sought must be documented by receipt.
- 3.4. Officers of the Board—The Officers shall be in regular communication and shall manage the day-to-day and mandated business of the organization. Substantive new business shall, whenever practical, be submitted to the Board of Directors for approval [Bylaws Article 5 Section 1]. The Officers shall tender periodic progress reports to the Board which shall be available on-line on the organization's website.
 - 3.4.1. Co-Chairs [Bylaws Article 5 Sections 1 and 2, and Section 2:A].

Responsibilities include but are not limited to:

 - 3.4.1.1. Serve as the spokespersons for the organization, or shall designate such representation.

- 3.4.1.2. Preside at all meetings of the Board of Directors and the General Membership.
 - 3.4.1.3. Co-sign with the Corresponding or Recording Secretary all contracts for the organization.
 - 3.4.1.4. Assign Board Members to Standing and Ad Hoc Committees, and make interim appointments as needed.
 - 3.4.1.5. Work with committees to develop annual goals, objectives, measurable outcomes (GOMAs), and coordinates activities of committees as they Interact with one another
 - 3.4.1.6. Call special meetings of the Board of Directors when necessary.
 - 3.4.1.7. Receive reports from the Committees.
 - 3.4.1.8. Serve as ex-officio for all Standing and Ad Hoc Committees, except the Elections Committee (Bylaws Article 5, Section 2:E). May elect to chair one or more of these committees in consultation with the Executive Committee.
 - 3.4.1.9. Will serve as one of the two co-signers for all checks of the organization's principle account(s) with the Treasurer.
 - 3.4.1.10. Provide to all National and Life Members, and to each local chapter, a preliminary agenda for the annual General membership Meeting at least one month in advance of that meeting. A report detailing "The State of the NABWMT" will be delivered during the Annual Meeting, and made available at the start of the Annual Convention by the Co-Chairs.
 - 3.4.1.11. A preliminary meeting agenda of the Board of Directors shall be available to interested members a minimum of 14 days prior to scheduled meetings of the Board. This agenda may be made available by posting on the National's website or e-mailed to members and chapters in good standing.
 - 3.4.1.12. Serve on and coordinate the Executive Committee with other elected officers
 - 3.4.1.13. Perform all other functions normally associated with this office or as mandated by the Board of Directors and/or the General Membership, and in keeping with the organization's Statement of Purpose.
- 3.4.2. Corresponding Secretary [Bylaws Article 4 Section 2:B; Article 5 Sections 1 and 3]. Responsibilities include but are not limited to:
- 3.4.2.1. Assume responsibility for recording and disseminating of the minutes of all proceedings of the annual General Membership meeting and act as secretary to the General Membership. After approval, submitting minutes to the NA's archivist. Allow all approved minutes (except for executive sessions) to be published on the website for members to view.
 - 3.4.2.2. Assume responsibility for taking and distributing the minutes of the

- meetings of the Board of Directors, if the Recording Secretary is unable to perform their duties.
- 3.4.2.3. Assist the Recording Secretary at meetings of the Board of Directors or the General Membership as needed, by maintaining and recording the final wording and final vote tallies for all proposals, resolutions, and amendments presented or voted upon at a Board Meeting.
 - 3.4.2.4. Notify any Board Member who misses a meeting of any tasks or requests that were assigned at the meeting.
 - 3.4.2.5. Compile, maintain, and distribute Board Member roster (with contact address, phone, e-mail and other contact information, committees serving on, etc.)
 - 3.4.2.6. Compile and maintain lists of all officers from local chapters
 - 3.4.2.7. Type, reproduce, and distribute external organization materials and correspondence, as requested by the Co-Chair(s).
 - 3.4.2.8. Serve on Executive Committee with other elected officers
 - 3.4.2.9. Perform all other functions normally associated with this office, and/or as mandated by the Board of Directors and/or Co-Chairs, and in keeping with the organization's stated purpose.
- 3.4.3. Recording Secretary [Bylaws, Article 4 Section 2:C, Article 5 Sections 1 and 4]. Responsibilities include but are not limited to:
- 3.4.3.1. Assume responsibility for recording, preparing, submitting for approval, and disseminating the approved minutes of all official meetings of the Board of Directors. After approval, submitting minutes to the NA's archivist. Allow all approved minutes (except for executive sessions) to be published on the website for members to view.
 - 3.4.3.2. Facilitate internal communication of organization business at the direction of the Co-Chairs.
 - 3.4.3.3. Maintain with the Treasurer an accurate list of Chapter contacts, including local officers and/or Chapter representatives, and National and Life Members. This list shall be available to requesting members in good standing only with the approval of a Co-Chair, and at the start of the Annual Meeting.
 - 3.4.3.4. Maintain and make available upon request within the organization a membership directory including current Chapters, Officers and Directors.
 - 3.4.3.5. Solicit member input for the Co-Chairs from the Chapter Representatives and National and Life Members regarding agenda items for the annual General Membership meeting at least 90 days in advance of the meeting.
 - 3.4.3.6. Serve on Executive Committee with other elected officers.

- 3.4.3.7. Perform all other functions normally associated with this office, and/or as mandated by the Board of Directors and/or Co-Chairs, and in keeping with the organization's stated purpose.
- 3.4.4. Treasurer [Bylaws Article 4, Section 2:C, Article 5, Sections 1 and 5].
Responsibilities include but are not limited to:
 - 3.4.4.1. Certify the dues-paid status of members when appropriate, and at the start of the Annual Meeting.
 - 3.4.4.2. Prepare quarterly financial reports to the membership.
 - 3.4.4.3. Co-sign official checks for the organization with either Co-Chair.
 - 3.4.4.4. Maintain an up-to-date membership directory with the Recording Secretary.
 - 3.4.4.5. Prepare an annual budget and submit it to the Board of Directors for approval, and revise the budget where appropriate, under the direction of the Co-Chairs.
 - 3.4.4.6. Devise and implement mechanisms for all the organization's financial operations.
 - 3.4.4.7. Monitor all financial activities of the organization, including activities of the Convention Committee, and provide guidance where requested or when required.
 - 3.4.4.8. Draft and submit proposals for fundraising for the organization through the activities of the Fundraising Committee.
 - 3.4.4.9. Arrange for an annual audit by a professional public accountant or a committee of three qualified individuals appointed from among the Chapter membership and/or the National and Life membership.
 - 3.4.4.10. Reimburse Officers and Directors for legitimate NABWMT business expenses incurred by them in the course of budgeted or otherwise authorized activities on behalf of the organization, provided requests for such reimbursement are documented by receipt and are submitted to the Treasurer within 90 days after the date the expense was incurred.
 - 3.4.4.11. Chair the Budget and Finance Committee
 - 3.4.4.12. Serve on Executive Committee with other elected officers.
 - 3.4.4.13. Perform all other functions normally associated with this office, and/or as mandated by the Board of Directors and/or Co-Chairs, and in keeping with the organization's stated purpose.
- 3.5. Responsibilities of Individual Non-Officer Director Board Members [Bylaws, Article 6]
 - 3.5.1. Serve on and contribute to the work of one or more committees of the Board
 - 3.5.2. Attend and participate in Board Meetings and teleconferences.
 - 3.5.3. Submit financial & expense records to the Treasurer in a timely manner for prompt reimbursement and recordkeeping.
 - 3.5.4. Perform all other functions normally associated with this office, and/or as mandated by the Board of Directors and/or Co-Chairs, and in keeping with

the organization's stated purpose.

3.6. Meetings of the Board

3.6.1. Executive Sessions of the Board— An executive session of the Board of Directors may be convened upon a majority vote of the total membership of the Board at an open meeting, after identifying the general area or areas of the subject or subjects to be considered. Only the subjects listed below may be cause to convene an executive session:

- a. The proposed acquisition, sale, or lease of real property, but only when the publicity would substantially affect the value of the property;
- b. The medical, financial, credit, or employment history of any person or corporation, or matters leading to the appointment, employment, promotion, discipline, suspension, dismissal, or removal of any person or corporation;
- c. Collective negotiations pursuant to state and federal law.
- d. Discussion regarding proposed, pending or current litigation;
- e. Information relating to current or future investigation or prosecution of a criminal offense which could imperil effective law enforcement if disclosed;
- f. Any matter which might reveal the identity of a law enforcement agent;
- g. Matters that imperil public safety if disclosed.

3.6.2. Detailed proceedings of an executive session cannot be shared with the general membership. As a result, the minutes of an executive session can be read only in another executive session. However, the actions and outcomes of an executive session must be publicly released if it effects the functioning of the organization or its local chapters.

3.7. Board members are honor-bound to not divulge the discussions of an executive session. Board members violating the secrecy of an executive session are subjected to disciplinary procedures that may result in removal from the Board.

3.8. Awards (See also Standing Rules 4.10.12)

3.8.1. All awards shall be given during the Annual Convention, with the Lifetime Achievement Award given at the annual banquet.

3.8.2. All awards shall contain the design of the NA Logo, the name of the award, the recipient, the date, and the corporate name.

3.9. Elections [Bylaws, Article 8]

3.9.1. Authority of Elections Committee to Oversee Election Process-- Election of Officers and Directors shall be conducted annually by an Election Committee appointed by the Co-Chairs no later than 120 days prior to the last day of the Convention.

3.9.2. Declaration of Candidacy-- Persons may declare their candidacy for office beginning 120 days prior to the last day of the annual Convention, and not later than two (2) hours before the scheduled start of the Candidates' Forum. A Declaration of Candidacy for Office shall be filed in writing with the chairperson(s) of the Election Committee or their designee. The Declaration shall contain the candidate's name, primary affiliation with the

organization, race/ethnic background, and the office(s) the candidate is seeking. The Election Committee shall verify this information. Candidates may publicize their candidacy in any manner consistent with the Statement of Purpose and good will of the organization. All other members participating in the campaign shall behave similarly.

3.9.3. Candidate Forum During Annual Meeting-- During the Convention, there shall be a Candidates' Forum, chaired by two members of different races/ethnic backgrounds of the Election Committee. The forum shall consist of a program in which each candidate may address the audience uninterrupted and may then be questioned by other members. The Election Committee shall establish and regulate time limits and format to be used, and announce their rules prior to the meeting. This program shall be scheduled no later than the third to last day of the Convention. There shall be no other activities scheduled at the same time as the Candidates' Forum.

3.9.4. Voting Procedure

3.9.4.1. Secret Balloting-- Voting shall be conducted by secret ballot. The ballot shall contain the following only: an alphabetical list of candidates separated according to office, and each candidate's affiliation. A member in good standing may cast their vote for a candidate in each office, and for as many positions as are available for the general Board election. The Election Committee will decide if a separate ballot is required for the officer elections and the general Board elections, or if they may be combined. The Treasurer and the Corresponding and Recording Secretaries will verify the eligibility of members in good standing who may vote on any issue including elections, by the start of the Annual Meeting. Balloting shall be preferential; that is, for each office, a voter places a "1" beside the voter's first choice candidate, a "2" beside the second choice, etc. A voter shall submit the completed ballot in a sealed envelope, and on the exterior of the envelope, authenticate the ballot as instructed by the Election Committee. The Committee shall include on the ballot the method and times at which they will accept completed ballots, and the place and time of the public counting of the ballots. Once submitted, a ballot may neither be withdrawn nor changed.

3.9.4.2. Public Counting of Ballots-- A public counting of the ballots shall be held no longer than 24 hours following the closing of all balloting. At that time, the Election Committee shall open, "code," and separate each ballot and envelope, and tabulate the results publicly. Ballots marked in such a way that the intent of the voter is obscured shall not count in that specific circumstance. Details of ballots shall be made public except where the identity of a particular voter would be revealed, in which case those details shall

remain exclusively with the Election Committee.

3.9.4.3. Tabulation and Public Disclosure of Results of Election-- The votes shall be counted in the following way:

3.9.4.3.1. Assign a point value to each preferential vote, corresponding to a reverse scale of the number of candidates running (for example, if there are 6 candidates, a first choice vote ("1") is worth 6 points, a second choice ("2") is worth 5, etc., and a sixth choice ("6") is worth one (1) point); b) multiply the point value of each candidate's preferential vote on each ballot by the voting weight of that ballot, and credit that candidate with the resulting number of vote-points. The candidate with the most vote points shall be the first Co-Chair. Of the remaining candidates, only the candidates who are of a different race from the first Co-Chair will be considered; the one with the highest votes is the second Co-Chair. If the second Co-Chair does not accept the position (of working with the first Co-Chair, the second Co-Chair position goes to the next highest vote-point getter among the candidates who are a different race from the first Co-Chair). This process proceeds until one of the candidates accepts the second Co-Chair position. In the case of any ties in the above process, straws shall be drawn to eliminate the tie.

3.9.4.3.2. In the election of the Treasurer, Recording Secretary and the Corresponding Secretary, for each office, the Election Committee shall determine that the winner shall be the person with simply the most #1 votes – the vote-point process is not necessary.

3.9.4.3.3. In the election of Directors, the Election Committee shall: a) assign a point value to each preferential vote, corresponding to a reverse scale of the number of candidates running (for example, if there are 22 candidates, a first choice vote ("1") is worth 22 points, a second choice ("2") is worth 21, etc., and a twenty-second choice ("22") is worth one (1) point); b) multiply the point value of each candidate's preferential vote on each ballot by the voting weight of that ballot, and credit that candidate with the resulting number of vote-points; c) rank the candidates in descending order of total vote points received; d) start from the top of the vote-point ranking and declare

each remaining candidate elected or, if the race restrictions set out in Bylaws so require, pass that candidate, continuing down the list until the full complement of Directors have been declared elected. In the case of any ties in the above process, straws shall be drawn to eliminate the tie.

- 3.9.4.4. Election disputes. In the event that there is a formal written dispute about the process or outcome of an election, an ad hoc Arbitration Commission to be comprised of one member of the Elections Committee who also serves on the Board, and two other NA members who are not currently serving on the Board, shall be appointed by the NA Co-Chairs to serve as arbitrators of the dispute. The names of these three individuals will be announced during the General Membership meeting, prior to the Candidates Forum and the casting of ballots. The decision of the Commission shall be announced within 24 hours of the announcement of election outcomes. Only a candidate for the Board or an office may submit a formal written dispute and request such arbitration.
- 3.10. Transition to Taking Office for New Officers and Board Members. Outgoing Board members shall develop a time line for educating incoming officers and Board members from the time of the election to the time of taking office to ease the transition in leadership and minimize disruption in organizational services and projects.
- 3.11. Board Mentorship program— New members of the Board will be assigned to existing members of the Board for their first year of office, so that they can learn to navigate through the committee work, relationships, work assignments, Bylaws and Standing Rules with the help of a tenured member of the Board serving as a “mentor.”

4. ACTIVITIES OF THE NA.

- 4.1. Conduct Annual Meeting of the Membership
- 4.2. Co-Sponsorship of Annual Convention
 - 4.2.1. FREQUENCY AND SITE [Bylaws, Article 7, Section 2] There shall be an annual Convention of the organization’s members. The Convention shall be held in the city of a member Chapter, or at some other appropriate site approved by the Board of Directors.
 - 4.2.2. CONVENTION PLANNING COMMITTEES-- The NA Co-Chairs and the Board of Directors assumes responsibility for the successful implementation of the Annual Convention, which is planned in its entirety by the Convention Planning Committee (hereafter “CPC”). The CPC will be differentiated by their respective years. The CPC shall consist of two co-chairs (of different races/ethnic backgrounds), a treasurer, a secretary, and other members as shall be appointed by the National Co-Chairs. At minimum, the National Co-Chairs and National Treasurer shall serve as ex-officio members of the CPC. The NABW-MT officers as specified in the Bylaws shall enter into contractual agreements

on behalf of the NABWMT. The Board of Directors will monitor and approve the CPC's goals, objectives, and measurable outcomes, which will include the Convention site/location, and preliminary budget by no later than January, approximately a year and a half before the Convention in question. Any NA member in good standing, or a member of a local chapter in good standing, may request to be members of the CPC or its subcommittees by applying directly to the National Co-Chairs. The CPC shall be the decision-making body regarding the planning and implementation of all Convention activities.

4.2.3. Memo of Understanding Between the NA, the CPC, and Host Chapter—The purpose of signing a Memo of Understanding, is to clarify the Annual Convention responsibilities of the Host Chapter, the Convention Planning Committee (CPC) and the NA. This Memo shall include, but not be limited to the following:

4.2.3.1.1. Responsibilities of the NABWMT shall include:

4.2.3.1.1.1. Selecting the Convention site and location

4.2.3.1.1.2. Processing all Convention registrations

4.2.3.1.1.3. Approval of all Convention contracts. All contracts related to the Convention will be in the name of NABWMT and reviewed, approved and signed by appropriate NABWMT officers.

4.2.3.1.1.4. Apply for state sales tax exemption, if allowed, as a benefit of being an IRS 501(c)(3) tax exempt organization, and providing appropriate documentation to the CPC's Convention Treasurer.

4.2.3.1.1.5. The establishment and oversight of all Convention banking accounts

4.2.3.1.1.6. Approval of the Convention budget

4.2.3.1.1.7. Approval of the Convention theme and program, submitted by the CPC

4.2.3.1.1.8. Securing routine Convention financial reports for the Board of Directors

4.2.3.1.1.9. Assisting the CPC in the arrangement of National Convention advertising

4.2.3.1.1.10. Securing a Board liaison for the host city/organization

4.2.3.1.1.11. Assuming any financial Convention losses

4.2.3.1.1.12. Sharing any Convention profits with hosting local chapter – 2/3 to National, and 1/3 to local; in the event there is no local host chapter, than all profits will be directed to the National.

4.2.3.1.2. Responsibilities of the Local Host Chapter and/or the CPC shall include:

- 4.2.3.1.2.1. Developing a Convention theme and program using the guidelines in the NA Convention Planning Manual and NA guidance
- 4.2.3.1.2.2. Developing a budget for the Convention with NA guidance, and providing the first preliminary budget by the first National Board Meeting one year prior to the anticipated event. The final budget must be submitted for approval by the first National Board Meeting following the conclusion of the National Conference.
- 4.2.3.1.2.3. Arranging and securing local and national advertising and fundraising for the Annual Convention
- 4.2.3.1.2.4. Transferring all fundraising monies raised locally for Convention to the National office within 60 days of fundraising event(s) or no later than 30 days after the Convention, whichever comes first, along with appropriate documentation as to their sources, so that proper receipts and IRS tax documentation may be recorded.
- 4.2.3.1.2.5. Executing and staffing the Convention and associated events
- 4.2.3.1.2.6. Locating and securing speakers with NA guidance
- 4.2.3.1.2.7. Coordinating and securing vendors/locations for all related activities including location and sound equipment required for the Talent/No-Talent Show, Midland Regional Reception, Bar Nights, etc.
- 4.2.3.1.2.8. Providing the NA webmaster with updated information and photographs so that the NA web site will be able to publish the information in a timely manner.
- 4.2.3.1.3. Responsibilities of the Convention Treasurer include the following items:
 - 4.2.3.1.3.1. If there is no designated host chapter, than the Board Treasurer will serve in the capacity of Convention Treasurer
 - 4.2.3.1.3.2. Receive and maintain State sales tax exemption documentation provided by the NA.
 - 4.2.3.1.3.3. Send all invoices to be paid by check to the National office for processing
 - 4.2.3.1.3.4. Receive and maintain VISA debit card from the NA, for the appropriate Convention bank account

in order to pay routine convention expenses under \$500.00. Copies of all receipts documenting Convention expenses will be immediately sent to the National office.

- 4.2.3.1.3.5. All electronic and other credit card acceptance mechanisms must be approved by the NABWMT Board of Directors prior to their implementation.
- 4.2.3.1.3.6. The convention treasurer will have a read-only user account in the NABWMT Quick-Books accounting system and will be responsible for logging into the system to obtain financial information pertinent to the convention
- 4.2.3.1.3.7. The Convention Treasurer will be bonded through the NABWMT
- 4.2.3.2. A detailed financial statement of all Convention funds received and disbursed shall be submitted to the Board of Directors by the Convention Treasurer and/or the Convention Planning Committee no later than 30 days after the Convention. This statement shall be published in the organization's newsletter.
- 4.2.3.3. SELF-SUPPORTING-- The Convention shall be self-supporting with at least one public social function held in connection with it for the purpose of raising additional funds.
- 4.2.3.4. CONVENTION PLANNING MANUAL-- Each outgoing CPC shall update the existing Convention Planning Manual that is made available to the new CPC members. This manual will be available on-line, as a hard copy, or on CD-ROM.
- 4.3. Sponsorship of Website That Local Chapters In Good Standing May Use
- 4.4. Host Anti-Racism Workshops through the Bush Mallon Institute and elsewhere
- 4.5. Publication(s)—The NA will publish an electronic publication at least quarterly that shall contain news of the organization, regular reports from the Officers, Directors, and Committee Chairs at least annually, as well as other times of interest to members and the general public. The electronic publication will be available on line the NA's website. Provisions will be made for paper copies of the publication to those members so requesting.
- 4.6. Attend to the Affairs of the Corporation
- 4.7. Maintain Membership and Financial Databases
- 4.8. Oversees Growth of New and Existing Local Chapters
- 4.9. Financial Accountability to Membership
- 4.10. Oversight of the Standing and Ad Hoc Committees. Any member in good standing of the NA may apply to the National Co-Chairs to serve on any standing or ad hoc committee, except where prohibited by these Standing Rules. The National Co-Chairs will approve any such appointment in consultation with the committee chairs.

- 4.10.1. Executive Committee—The elected Officers of the Board shall constitute an Executive Committee that shall have authority to conduct the day-to-day business of the National Association between meetings of the Board of Directors. [2E]
- 4.10.2. Convention Planning Committees (CPC), distinguished by the year of the planned convention. There will be a CPC for the current year and another CPC for the next year. Section 4.2 above details the operations of the CPC.
- 4.10.3. Elections Committee (see 3.4.1.1.8 and 3.9.1 above)—oversees election of Board and Officers during the Annual Meeting at the National Convention, in compliance with the Bylaws. Election of Officers and Directors shall be conducted by an Election Committee appointed by the Co-Chairs no later than 120 days prior to the last day of the Convention, consisting of at least two members of different races. No Officer may serve as the chair of the Committee. Persons on the Committee who subsequently decide to stand for office or participate publicly in the campaign shall resign from this Committee, no later than the announcement of their candidacy. The Election Committee shall make decisions on all matters not specifically mandated by this Standing Rule.
- 4.10.4. Archives Committee—compiles documents, Board minutes and reports, Newsletters, photos, etc., for placement in NABWMT archives and assures placement and preservation in this archive, which is located at: GLBT Historical Society, 657 Mission Street, Suite #300, San Francisco, CA 94105, 415-777-5455, 415-777-5576 fax, www.glbthistory.org (reference “NABWMT Records #2001-21”).
- 4.10.5. Publications Committee—Supervises the publication of all in-house publications, including but not limited to Q Visions (formerly “The Quarterly”). The Committee’s chief responsibility will be to compile articles and publish a regular newsletter, no less than 4 times per year. Such publication may be electronic and/or published as a paper copy. Such publication shall be made available on the NA’s web page, to all members, friends, and local chapters. Works with the Web Page Committee.
- 4.10.6. Public Relations & News Releases and Political, Educational, Cultural Affairs Committee-- Serves as the organization’s media watchdog, responding to issues addressed in our statement of purpose as appropriate; prepares press releases concerning significant events in the organization. Informs the membership of developments in these areas, which would be significant for them; works to establish partnerships/collaborations with organizations/institutions in these areas that would benefit and support the NA. Works with the Web Page Committee.
- 4.10.7. Web Page Committee—Shall serve as a liaison with the web master and oversee the development and maintenance of the web page. Works with the Publications Committee, and the Public Relations & News Releases,

and Political, Educational, Cultural Affairs Committee. All local chapters in good standing may be listed on the webpage, and share the domain name with the National.

- 4.10.8. Bylaws and Standing Rules Committee—shall periodically review both documents, and make recommendations for changes as needed. Assures that any amendments to these are disseminated. Members of the committee may assist the appointed parliamentarian during formal meetings.
- 4.10.9. Health and HIV Committee—Informs and educates membership of new developments in the area of gay health and HIV/AIDS. Also seeks and fosters supportive collaborations between the NA and other like-minded local and national gay health organizations.
- 4.10.10. Membership and Chapter Development Committee—Maintains an updated database of the membership; oversees and devises initiatives to increase membership in the NA; works to provide membership benefits. Works to promote the formation of new NABWMT chapters; provides support to existing chapters; acts as a liaison between the Board and local chapters.
- 4.10.11. Scholarship Grants Committee—Oversees the administration of the Michael John Smith Scholarship Fund and the Wendell Roberson Fund.
 - 4.10.11.1. Michael John Smith Scholarship is for HIV positive persons who wish to attend the National Convention
 - 4.10.11.2. Wendell Roberson Fund is for persons unaffected by HIV, wishing to attend the National Convention.
 - 4.10.11.3. Student Scholarship Grant is for students attending approved programs in college or university. An application and essay are required. Awardee(s) will be granted a complementary registration for the Annual Convention, and given an award.
- 4.10.12. Awards Committee—Solicits nominations for NABWMT Awards and makes recommendations to the Board for these awards during the Annual Convention. (See also Standing Rules 3.8.)
 - 4.10.12.1. The Awards Committee shall be made up of six to eight members including the two Co-Chairs of the NA and two Board members appointed by the Co-Chairs. The other two to four members shall be from the General Membership.
 - 4.10.12.2. All members must review all nominations, vote, and send their recommendations to the Board members chairing the Awards Committee by the required date.
 - 4.10.12.3. The design of the awards shall be reviewed by the Awards Committee. When the designs have been approved, they shall not be changed without committee approval. The final design shall always contain the NA logo.
 - 4.10.12.4. All awards shall be given at the annual Convention and shall be given throughout the convention, with the Lifetime Achievement Award(s) given at the annual banquet.

- 4.10.12.5. Convention Host City Organization Recognition Committee—Oversees the possible selection of a worthy organization in the host city of the National Convention for recognition during the National Convention, in coordination with the CPC and Awards Committee.
- 4.10.13. Fundraising Committee—Works with the Treasurer and the Membership and Chapter Development Committee to devise methods and procedures for raising funds for the organization.
- 4.10.14. Finance/Budget Committee—The Finance/Budget Committee shall develop, organize, and initiate a budget process and to prepare an annual budget and monitor its implementation. The Committee shall consist of the members of the Executive Committee and the members of the Finance Committee. The National Treasurer shall be the Chair of the Budget Committee.
- 4.11. Foster Transparent and Open Communications with its Local Chapters and Membership
- 4.12. Insure Smooth Transition Among Leadership After Elections
- 4.13. Conduct Business in Support of Organizational Mission
- 4.14. Hiring and Oversight of Outside Independent Contractor as “Office Manager” if needed
- 4.15. Other Activities as Directed by Membership, Co-Chairs, or Agreed Upon by Committee Members
- 4.16. Attempt to Maintain an Interracial visibility at gay community events around the country.

5. PARLIAMENTARY AUTHORITY [BYLAWS ARTICLE 9].

- 5.1. The rules contained in the 10th Edition of Robert’s Rules of Order Newly Revised shall govern the NABWMT in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special Standing Rules that may be adopted.
- 5.2. The Presiding Co-Chairs will select a parliamentarian prior to each Board meeting and Annual Meeting, who shall maintain a copy of the Parliamentary Authority, and serve as an impartial resource if and when called upon.

6. AMENDMENTS OF STANDING RULES.

- 6.1. The Standing Rules may be amended by a two-thirds (2/3) vote of an official meeting of the Board of Directors, or a majority vote of the General Membership during the Annual Meeting.
- 6.2. Proposed changes must be submitted to the Board of Directors and/or the General Membership at least one (1) day prior to the taking of a vote.
- 6.3. Amendments to Bylaws That Affect Standing Rules—Any Amendments to the Bylaws that affect these Standing Rules will automatically change these Standing Rules, including their renumbering, without further action by the Board or Membership

7. INDEMNIFICATION

Each current and former member of the Board of Directors including its officers, official committee members, and other approved agents of the organization, shall be indemnified by the NABWMT against liability while acting properly for the Corporation on its behalf. If the Board of Directors approves by appropriate resolution, such indemnification may include reasonable attorney's fees and expenses actually and necessarily incurred in defense of an action, suit, or proceeding. Such indemnification may be achieved through liability insurance.

[These Standing Rules are available from the NABWMT Office, under computer file name STANDING RULES ADOPTED APRIL 2006]