

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



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** (Standing Rules will be referred to as SR in this document) shall be distributed to all members whenever appropriate. Up-to-date versions shall be maintained on the web site.
 - 1.4.1. **BYLAWS**
 - 1.4.2. **STANDING RULES [SEE 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)
 - 1.4.4.1. **COMPLIANCE GUIDE FOR 501(C)(3) PUBLIC CHARITIES (IRS PUBLICATION 4221-PC; <<https://www.irs.gov/pub/irs-pdf/p4221pc.pdf>> and <https://www.stayexempt.irs.gov/StayExempt/p5180_2015_AUG.pdf>** details our reporting responsibilities and legal requirements for maintaining our tax exempt status. A summary of the four major responsibilities includes: 1) Submission of annual IRS Form 990 which involves reporting of income and expenditures. 2) Maintenance of actual records (such as official minutes, program evaluation, preparing financial statements, identifying sources of receipts, etc.). We submit such records to our archives. 3) Prohibition of lobbying for or against local, state, or national legislation, or intervening in any political campaign. This does NOT include taking positions on public policy, or educating legislative bodies or candidates for office, or inviting such individuals as speakers as long as we do not formally endorse them or allow fundraising on their behalf. 4) Prohibition of private benefit and inurement for Board members, volunteers, or other constituencies, and having internal controls regarding conflict of interest and deriving personal benefit from conducting business or transactions. **[SEE ALSO SR 3.3.6.]** *[adopted May 14, 2016]*
 - 1.4.5. **DISTRIBUTION AND AVAILABILITY OF BYLAWS, STANDING RULES--**
 - 1.4.5.1. A copy of the Standing Rules and Bylaws will be available on-line for local chapters and members.
 - 1.4.5.2. 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.

- 2.1. All members shall subscribe to the Purpose of the NABWMT **[BYLAWS ARTICLE 2]**, submit an appropriate application, and pay dues specified below.
- 2.2. Types
 - 2.2.1. **LOCAL CHAPTER MEMBER [BYLAWS ARTICLE 3 SECTION 2: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.
 - 2.2.2. **NATIONAL INDIVIDUAL MEMBER [BYLAWS ARTICLE 3 SECTION 2: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

51 becoming a member, National Members may identify themselves as affiliated with a local chapter, or as a Member-
52 at-Large (a National Member not affiliated with a local chapter). Members of local chapters who are not National
53 Members are identified as Associate Members of the NABWMT. Associate Members are not entitled to the services
54 or communications offered by the NABWMT, but are viewed as supporting the NABWMT's Statement of Purpose.

55 2.2.3. **INDIVIDUAL LIFE MEMBER [BYLAWS ARTICLE 3 SECTION 2:C]**—Life membership shall be granted to any person who
56 contributes an amount specified in the **STANDING RULES** or more to the organization.

57 2.2.4. **AFFILIATE ORGANIZATIONAL MEMBER [BYLAWS Article 3 Section 2:D]**—Non-voting affiliation with the National Association
58 of Black and White Men Together shall be available to organizations at a rate per year specified in the **STANDING RULES**.

59 2.2.5. **HONORARY MEMBER [BYLAWS ARTICLE 3 SECTION 2:E]**—Honorary membership may be conferred upon an individual or
60 group by two-thirds vote of the Board of Directors. Honorary memberships shall have the same privileges as other
61 memberships, except the Honorary members shall neither vote, hold office, nor be required to pay dues. An
62 Honorary member who wishes to vote or hold office, may elect to join with a secondary membership as a National
63 Individual Member or Individual Life Member [SEE SR 2.2.2, 2.2.3].

64 2.2.6. **COMBINED DUAL MEMBERSHIP (NATIONAL WITH LOCAL CHAPTER) [BYLAWS ARTICLE 3 SECTION 2:F]**—Members in any chapter, if
65 they so chose, will be granted dual membership in the National and that local chapter when their completed
66 application and dues are received in the NABWMT office.

67 2.3. **"IN GOOD STANDING" DEFINED.** Members in good standing will have dues paid as per **SR 2.6** below. Unless otherwise stated,
68 the terminology "member(s)/membership" will imply "in good standing" in this document.

69 2.4. **PRIVILEGES & RESPONSIBILITIES OF MEMBERSHIP [BYLAWS ARTICLE 3 SECTIONS 3-6].**

70 2.4.1. All members in good standing shall have the right to vote during the Annual Meeting, as described in the Bylaws
71 Article 7, 8.

72 2.4.2. Only members so designated by the Co-Chairs may represent the organization.

73 2.4.3. All members shall receive the organization's internal and external publications.

74 2.4.4. Members shall keep their contact information up-to-date with the National office.

75 2.4.5. Members in good standing shall receive all other benefits of membership from the date of their accepted application
76 and membership dues.

77 2.5. **APPLICATION FOR MEMBERSHIP [BYLAWS ARTICLE 3]**

78 2.5.1. All applications for membership shall be distributed by, and returned to the Treasurer or his designated
79 representative with the necessary dues.

80 2.5.2. The Board of Directors reserves the right to refuse or reject a completed application for membership or renewal, for
81 cause by a 2/3 vote of the membership of the Board and officers.

82 2.5.3. Membership dues are not refundable unless the Board of Directors refuses or rejects an application for membership.

83 2.6. **DUES [BYLAWS ARTICLE 3 SECTIONS 2-6]**

84 2.6.1. The membership year shall be from October 1st to September 30th of the following year.

85 2.6.2. All members, except for life members, shall submit their completed application along with their dues, electronically,
86 by US mail, in person during the Annual Convention, or at other times agreed upon by the Treasurer, by September
87 30th, to the National office, the Treasurer or his designee.

88 2.6.3. Any member unable to pay their dues may request a hardship exclusion by letter to the Board annually.

89 2.6.4. Chapter membership dues shall be payable in full to the Treasurer by October 1st each year, at which time Chapters
90 shall be notified by the Treasurer of their dues- paid status. A Chapter unable to pay its dues in full by October 1st may
91 make an appropriate arrangement with the Treasurer for payment in two or three installments, provided that such
92 arrangement is requested by the Chapter and approved by the Treasurer prior to October 1st and that the final
93 installment is payable no later than the following April 1st.

94 2.6.5. The Treasurer shall provide quarterly membership reports to the Board of Directors and annually to the membership
95 during the Annual Meeting.

96 2.6.6. Dues are not refundable.

97 2.6.7. Chapters are encouraged to produce one fundraiser per year on behalf of the NABWMT.

98 2.6.8. Dues for each membership category shall be reviewed periodically by the Board of Directors.

99 2.6.8.1. **CHAPTER MEMBER**— \$150/year. The membership dues for new chapters may be negotiated for a partial
100 reduction by written request to the Board of Directors.

101 2.6.8.2. **NATIONAL INDIVIDUAL MEMBER**— \$30/year.

102 2.6.8.3. **INDIVIDUAL LIFE MEMBER**— \$1000 in any one year, one time.

103 2.6.8.4. **AFFILIATE ORGANIZATIONAL MEMBER**— \$150/year.

104 2.6.8.5. **HONORARY MEMBER**— complimentary.

105 2.6.8.6. **COMBINED DUAL MEMBERSHIP (new National Individual Member with membership in new Local Chapter)**—
106 \$40/year, half of which will go to the Local Chapter for the first year of membership.

- 107 2.6.8.7. **COUPLES MEMBERSHIP** is available for any National Individual Members and any Combined Dual Membership, if
108 individuals reside at the same address. The rate will be twice the above amount, minus 20%.
- 109 2.6.9. All members in good standing will have their initial application submitted and dues paid in order to be eligible to
110 receive all benefits of membership. All renewal memberships must update their information annually.
- 111 2.6.10. The membership year is from October 1st through September 30th. Dues paid after July 1st will expire September
112 30th of the following year.

114 **3. BOARD OF DIRECTORS [SEE BYLAWS ARTICLE 6].**

- 115 3.1. **COMMITMENT TO THE PURPOSE.** All Board members shall publicly affirm their support for the Statement of Purpose of the
116 NABWMT to the best of their abilities at an official meeting of the Board.
- 117 3.2. **WORK OF THE BOARD.** The Co-Chairs shall assign the work of the organization among the Board as follows:
- 118 3.2.1. Financial Responsibilities-- In addition to the time and effort necessary for the faithful execution of their duties, each
119 Officer and Director is expected to make a commitment to increasing the revenue and prestige of the NABWMT.
120 Officers and Directors shall be encouraged to meet a financial commitment in the aggregate amount of \$500 per
121 year. This \$500 commitment may be fulfilled by:
- 122 3.2.1.1. Organizing/hosting a fundraiser or similar activity for the NABWMT;
- 123 3.2.1.2. Paying his or her own travel expenses to and from meetings of the Board;
- 124 3.2.1.3. Donating money;
- 125 3.2.1.4. Forgoing reimbursement of other legitimate NABWMT business expenses, provided such expenses are
126 approved in the normal course of business and documented by receipt.
- 127 3.2.1.5. Any other activity as approved by the Board.
- 128 3.2.2. Other Officers and Directors shall offer non-financial (technical) assistance to Officers and Directors to help each
129 person meet his or her financial commitment. To ensure that no Officer or Director is precluded from office solely
130 because of an inability to meet their financial commitment, these financial responsibilities may be waived by a
131 majority vote of the Board.
- 132 **3.3. RESPONSIBILITIES OF BOARD**
- 133 3.3.1. At least one Director shall be responsible for overseeing and guiding each of the Standing and Ad Hoc Committees
134 described in the **STANDING RULES 3.5.1, 4.10.**
- 135 3.3.2. The Co-Chairs may charge individual Directors with the coordination of other specific NABWMT projects which
136 conform to the focus, priorities and policies of the organization as formulated by the Board of Directors.
- 137 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
138 task(s) at hand, including formation of (a) committee(s) from among the Chapter, National, and Life membership, or
139 delegation of specific tasks to specific individuals. Accountability to the organization for the accomplishment of tasks
140 delegated to such Committee(s) or individual(s), however, remains with the assigned Director(s) and/or Officers. This
141 includes responsibility for rendering quarterly reports on activities and accomplishments, which shall be published in
142 a regular publication of the organization.
- 143 3.3.4. The Co-Chairs may also assign Directors to work with specific Chapters on issues of organization, membership
144 development, fundraising, consciousness-raising, education, political action, etc., and to maintain open
145 communication between those Chapters and the Board of Directors so that local concerns, problems, ideas and
146 proposals may continue to be heard and considered at the national level in the organization. The Co-Chairs may also
147 assign Directors to assist individuals or groups interested in forming new chapters. As these responsibilities shall
148 complement the activities of the Membership Committee, such Board members must communicate with that
149 committee to enhance the effectiveness of outreach.
- 150 3.3.5. Each Director and Officer shall file an expense report with the Treasurer on approved forms no less than once per
151 quarter. Expenses for which reimbursement is sought must be documented by receipt.
- 152 3.3.6. Consistent with IRS document **Compliance Guide for 501 (c)(3) Public Charities (Publication 4221-PC;**
153 <https://www.irs.gov/pub/irs-pdf/p4221pc.pdf>> and
154 https://www.stayexempt.irs.gov/StayExempt/p5180_2015_AUG.pdf>, individual members of the Board and other
155 volunteers may not derive private financial benefit or inurement from conducting business or transactions on behalf
156 of the organization. Additional internal controls regarding conflict of interest on the part of Board members or
157 volunteers must be in place. **[SEE ALSO SR 1.4.4.1] [adopted: 5/14/16]**
- 158 3.4. **OFFICERS OF THE BOARD**—The Officers shall be in regular communication and shall manage the day-to-day and mandated
159 business of the organization. Substantive new business shall, whenever practical, be submitted to the Board of Directors
160 for approval **[BYLAWS ARTICLE 5 SECTION 1]**. The Officers shall tender periodic progress reports to the Board which shall be
161 available on-line on the organization's website.

- 162 3.4.1. **CO-CHAIRS [BYLAWS ARTICLES 5:2, 7.5]**. Responsibilities include but are not limited to:
- 163 3.4.1.1. Serve as the spokespersons for the organization, or shall designate such representation.
- 164 3.4.1.2. Preside at all meetings of the Board of Directors and the General Membership.
- 165 3.4.1.3. Co-sign with the Corresponding or Recording Secretary all contracts for the organization.
- 166 3.4.1.4. Assign Board Members to Standing and Ad Hoc Committees, and make interim appointments as needed.
- 167 3.4.1.5. Work with committees to develop annual goals, objectives, measurable outcomes (GOMAs), and coordinates
- 168 activities of committees as they Interact with one another
- 169 3.4.1.6. Call special meetings of the Board of Directors when necessary.
- 170 3.4.1.7. Receive reports from the Committees.
- 171 3.4.1.8. Serve as ex-officio for all Standing and Ad Hoc Committees, except the Elections Committee [Bylaws Article 5,
- 172 Section 2:E]. May elect to chair one or more of these committees in consultation with the Executive
- 173 Committee.
- 174 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
- 175 Treasurer.
- 176 3.4.1.10. Provide to all National and Life Members, and to each local chapter, a preliminary agenda for the annual
- 177 General membership Meeting at least one month in advance of that meeting. A report detailing "The State of
- 178 the NABWMT" will be delivered during the Annual Meeting, and made available at the start of the Annual
- 179 Convention by the Co-Chairs.
- 180 3.4.1.11. A preliminary meeting agenda of the Board of Directors shall be available to interested members a
- 181 minimum of 14 days prior to scheduled meetings of the Board. This agenda may be made available by posting
- 182 on the National's website or e-mailed to members and chapters in good standing.
- 183 3.4.1.12. Serve on and coordinate the Executive Committee with other elected officers
- 184 3.4.1.13. Perform all other functions normally associated with this office or as mandated by the Board of Directors
- 185 and/or the General Membership, and in keeping with the organization's Statement of Purpose.
- 186 3.4.2. **CORRESPONDING SECRETARY [BYLAWS ARTICLE 5:3]**. Responsibilities include but are not limited to:
- 187 3.4.2.1. Assume responsibility for recording and disseminating of the minutes of all proceedings of the annual General
- 188 Membership meeting and act as secretary to the General Membership. After approval, submitting minutes to
- 189 the NA's archivist. Allow all approved minutes (except for executive sessions) to be published on the website
- 190 for members to view.
- 191 3.4.2.2. Assume responsibility for taking and distributing the minutes of the meetings of the Board of Directors, if the
- 192 Recording Secretary is unable to perform their duties.
- 193 3.4.2.3. Assist the Recording Secretary at meetings of the Board of Directors or the General Membership as needed, by
- 194 maintaining and recording the final wording and final vote tallies for all proposals, resolutions, and
- 195 amendments presented or voted upon at a Board Meeting.
- 196 3.4.2.4. Notify any Board Member who misses a meeting of any tasks or requests that were assigned at the meeting.
- 197 3.4.2.5. Compile, maintain, and distribute Board Member roster (with contact address, phone, e-mail and other contact
- 198 information, committees serving on, etc.).
- 199 3.4.2.6. Compile and maintain lists of all officers from local chapters
- 200 3.4.2.7. Type, reproduce, and distribute external organization materials and correspondence, as requested by the Co-
- 201 Chair(s).
- 202 3.4.2.8. Serve on Executive Committee with other elected officers
- 203 3.4.2.9. Perform all other functions normally associated with this office, and/or as mandated by the Board of Directors
- 204 and/or Co-Chairs, and in keeping with the organization's stated purpose.
- 205 3.4.3. **RECORDING SECRETARY [BYLAWS, ARTICLE 5:4]**. Responsibilities include but are not limited to:
- 206 3.4.3.1. Assume responsibility for recording, preparing, submitting for approval, and disseminating the approved
- 207 minutes of all official meetings of the Board of Directors. After approval, submitting minutes to the NA's
- 208 archivist. Allow all approved minutes (except for executive sessions) to be published on the website for
- 209 members to view.
- 210 3.4.3.2. Facilitate internal communication of organization business at the direction of the Co-Chairs.
- 211 3.4.3.3. Maintain with the Treasurer an accurate list of Chapter contacts, including local officers and/or Chapter
- 212 representatives, and National and Life Members. This list shall be available to requesting members in good
- 213 standing only with the approval of a Co-Chair, and at the start of the Annual Meeting.
- 214 3.4.3.4. Maintain and make available upon request within the organization a membership directory including current
- 215 Chapters, Officers and Directors.
- 216 3.4.3.5. Solicit member input for the Co-Chairs from the Chapter Representatives and National and Life Members
- 217 regarding agenda items for the annual General Membership meeting at least 90 days in advance of the
- 218 meeting.

- 219 3.4.3.6. Serve on Executive Committee with other elected officers.
- 220 3.4.3.7. Perform all other functions normally associated with this office, and/or as mandated by the Board of Directors
- 221 and/or Co-Chairs, and in keeping with the organization's stated purpose.
- 222 3.4.3.8. Maintain an accurate up-to-date NABWMT Memorial List in Microsoft Word format.
- 223 3.4.4. **TREASURER [BYLAWS ARTICLE 5:5].** Responsibilities include but are not limited to:
- 224 3.4.4.1. Certify the dues-paid status of members when appropriate, and at the start of the Annual Meeting.
- 225 3.4.4.2. Prepare quarterly financial reports to the membership.
- 226 3.4.4.3. Co-sign official checks for the organization with either Co-Chair.
- 227 3.4.4.4. Maintain an up-to-date membership directory with the Recording Secretary.
- 228 3.4.4.5. Prepare an annual budget and submit it to the Board of Directors for approval, and revise the budget where
- 229 appropriate, under the direction of the Co-Chairs.
- 230 3.4.4.6. Devise and implement mechanisms for all the organization's financial operations.
- 231 3.4.4.7. Monitor all financial activities of the organization, including activities of the Convention Committee, and
- 232 provide guidance where requested or when required.
- 233 3.4.4.8. Draft and submit proposals for fundraising for the organization through the activities of the Fundraising
- 234 Committee.
- 235 3.4.4.9. Arrange for an annual audit by a professional public accountant or a committee of three qualified individuals
- 236 appointed from among the Chapter membership and/or the National and Life membership.
- 237 3.4.4.10. Reimburse Officers and Directors for legitimate NABWMT business expenses incurred by them in the
- 238 course of budgeted or otherwise authorized activities on behalf of the organization, provided requests for such
- 239 reimbursement are documented by receipt and are submitted to the Treasurer within 90 days after the date
- 240 the expense was incurred.
- 241 3.4.4.11. Chair the Finance/Fundraising & Resource Development Committee. [SEE SR 4.10.2]
- 242 3.4.4.12. Serve on Executive Committee with other elected officers.
- 243 3.4.4.13. Perform all other functions normally associated with this office, and/or as mandated by the Board of
- 244 Directors and/or Co-Chairs, and in keeping with the organization's stated purpose.
- 245 **3.5. RESPONSIBILITIES OF INDIVIDUAL NON-OFFICER DIRECTOR BOARD MEMBERS [BYLAWS, ARTICLE 6:6]**
- 246 3.5.1. Serve on and contribute to the work of one or more committees of the Board
- 247 3.5.2. Attend and participate in Board Meetings and teleconferences.
- 248 3.5.3. Submit financial & expense records to the Treasurer in a timely manner for prompt reimbursement and
- 249 recordkeeping.
- 250 3.5.4. Perform all other functions normally associated with this office, and/or as mandated by the Board of Directors and/or
- 251 Co-Chairs, and in keeping with the organization's stated purpose.
- 252 **3.6. MEETINGS OF THE BOARD**
- 253 3.6.1. Executive Sessions of the Board— An executive session of the Board of Directors may be convened upon a majority
- 254 vote of the total membership of the Board at an open meeting, after identifying the general area or areas of the
- 255 subject or subjects to be considered. Only the subjects listed below may be cause to convene an executive session:
- 256 a. The proposed acquisition, sale, or lease of real property, but only when the
- 257 publicity would substantially affect the value of the property;
- 258 b. The medical, financial, credit, or employment history of any person or corporation,
- 259 or matters leading to the appointment, employment, promotion, discipline, suspension,
- 260 dismissal, or removal of any person or corporation;
- 261 c. Collective negotiations pursuant to state and federal law.
- 262 d. Discussion regarding proposed, pending or current litigation;
- 263 e. Information relating to current or future investigation or prosecution of a criminal
- 264 offense which could imperil effective law enforcement if disclosed;
- 265 f. Any matter which might reveal the identity of a law enforcement agent;
- 266 g. Matters that imperil public safety if disclosed.
- 267 3.6.2. Detailed proceedings of an executive session cannot be shared with the general membership. As a result, the minutes
- 268 of an executive session can be read only in another executive session. However, the actions and outcomes of an
- 269 executive session must be publicly released if it effects the functioning of the organization or its local chapters.
- 270 3.6.3. Board members are honor-bound to not divulge the discussions of an executive session. Board members violating the
- 271 secrecy of an executive session are subjected to disciplinary procedures that may result in removal from the Board.
- 272 **3.7. AWARDS [SEE ALSO SR, 4.10.3.1]**
- 273 3.7.1. All awards shall be given during the Annual Convention, with the Lifetime Achievement Award given at the annual
- 274 banquet.

275 3.7.2. All awards shall contain the design of the NABWMT Logo, the name of the award, the recipient, the date, and the
276 corporate name.

277 3.8. ELECTIONS [BYLAWS, ARTICLE 8]

278 3.8.1. Authority of Elections Committee to Oversee Election Process-- Election of Officers and Directors shall be conducted
279 annually by an Election Committee appointed by the Co-Chairs no later than 120 days prior to the last day of the
280 Convention.

281 3.8.2. Declaration of Candidacy-- Persons may declare their candidacy for office beginning 120 days prior to the last day of
282 the annual Convention, and not later than two (2) hours before the scheduled start of the Candidates' Forum. A
283 Declaration of Candidacy for Office shall be filed in writing with the chairperson(s) of the Election Committee or their
284 designee. The Declaration shall contain the candidate's name, primary affiliation with the organization, race/ethnic
285 background, and the office(s) the candidate is seeking. The Election Committee shall verify this information.
286 Candidates may publicize their candidacy in any manner consistent with the Statement of Purpose and good will of
287 the organization. All other members participating in the campaign shall behave similarly.

288 3.8.3. Candidate Forum During Annual Meeting-- During the Convention, there shall be a Candidates' Forum, chaired by two
289 members of different races/ethnic backgrounds of the Election Committee. The forum shall consist of a program in
290 which each candidate may address the audience uninterrupted and may then be questioned by other members. The
291 Election Committee shall establish and regulate time limits and format to be used, and announce their rules prior to
292 the meeting. This program shall be scheduled no later than the third to last day of the Convention. There shall be no
293 other activities scheduled at the same time as the Candidates' Forum.

294 3.8.4. Voting Procedure

295 3.8.4.1. Secret Balloting-- Voting shall be conducted by secret ballot. The ballot shall contain the following only: an
296 alphabetical list of candidates separated according to office, and each candidate's affiliation. A member in good
297 standing may cast their vote for a candidate in each office, and for as many positions as are available for the
298 general Board election. The Election Committee will decide if a separate ballot is required for the officer
299 elections and the general Board elections, or if they may be combined. The Treasurer and the Corresponding
300 and Recording Secretaries will verify the eligibility of members in good standing who may vote on any issue
301 including elections, by the start of the Annual Meeting. Balloting shall be preferential; that is, for each office, a
302 voter places a "1" beside the voter's first choice candidate, a "2" beside the second choice, etc. A voter shall
303 submit the completed ballot in a sealed envelope, and on the exterior of the envelope, authenticate the ballot
304 as instructed by the Election Committee. The Committee shall include on the ballot the method and times at
305 which they will accept completed ballots, and the place and time of the public counting of the ballots. Once
306 submitted, a ballot may neither be withdrawn nor changed.

307 3.8.4.2. Public Counting of Ballots-- A public counting of the ballots shall be held no longer than 24 hours following the
308 closing of all balloting. At that time, the Election Committee shall open, "code," and separate each ballot and
309 envelope, and tabulate the results publicly. Ballots marked in such a way that the intent of the voter is
310 obscured shall not count in that specific circumstance. Details of ballots shall be made public except where the
311 identity of a particular voter would be revealed, in which case those details shall remain exclusively with the
312 Election Committee.

313 3.8.4.3. Tabulation and Public Disclosure of Results of Election-- The votes shall be counted in the following way:

314 3.8.4.3.1. Assign a point value to each preferential vote, corresponding to a reverse scale of the number of
315 candidates running (for example, if there are 6 candidates, a first choice vote ("1") is worth 6 points, a
316 second choice ("2") is worth 5, etc., and a sixth choice ("6") is worth one (1) point); b) multiply the point
317 value of each candidate's preferential vote on each ballot by the voting weight of that ballot, and credit
318 that candidate with the resulting number of vote-points. The candidate with the most vote points shall
319 be the first Co-Chair. Of the remaining candidates, only the candidates who are of a different race from
320 the first Co-Chair will be considered; the one with the highest votes is the second Co-Chair. If the second
321 Co-Chair does not accept the position (of working with the first Co-Chair, the second Co-Chair position
322 goes to the next highest vote-point getter among the candidates who are a different race from the first
323 Co-Chair). This process proceeds until one of the candidates accepts the second Co-Chair position. In the
324 case of any ties in the above process, straws shall be drawn to eliminate the tie.

325 3.8.4.3.2. In the election of the Treasurer, Recording Secretary and the Corresponding Secretary, for each office,
326 the Election Committee shall determine that the winner shall be the person with simply the most #1
327 votes – the vote-point process is not necessary.

328 3.8.4.3.3. In the election of Directors, the Election Committee shall: a) assign a point value to each preferential
329 vote, corresponding to a reverse scale of the number of candidates running (for example, if there are 22
330 candidates, a first choice vote ("1") is worth 22 points, a second choice ("2") is worth 21, etc., and a

331 twenty-second choice (“22”) is worth one (1) point); b) multiply the point value of each candidate’s
332 preferential vote on each ballot by the voting weight of that ballot, and credit that candidate with the
333 resulting number of vote-points; c) rank the candidates in descending order of total vote points received;
334 d) start from the top of the vote-point ranking and declare each remaining candidate elected or, if the
335 race restrictions set out in the **BYLAWS** so require, pass that candidate, continuing down the list until the
336 full complement of Directors have been declared elected. In the case of any ties in the above process,
337 straws shall be drawn to eliminate the tie.

338 3.8.4.3.4. Write In Votes. In an election in which the number of declared candidates is insufficient to fill all available
339 positions, a write-in candidate may be elected to an otherwise unfilled position only if his/her name is
340 written-in and receives votes on at least 15% of all ballots cast in that election.

341 3.8.4.4. Election disputes. In the event that there is a formal written dispute about the process or outcome of an
342 election, an ad hoc Arbitration Commission to be comprised of one member of the Elections Committee who
343 also serves on the Board, and two other NABWMT members who are not currently serving on the Board, shall
344 be appointed by the NABWMT Co-Chairs to serve as arbitrators of the dispute. The names of these three
345 individuals will be announced during the General Membership meeting, prior to the Candidates Forum and the
346 casting of ballots. The decision of the Commission shall be announced within 24 hours of the announcement of
347 election outcomes. Only a candidate for the Board or an office may submit a formal written dispute and
348 request such arbitration.

349 3.9. **TRANSITION TO TAKING OFFICE FOR NEW OFFICERS AND BOARD MEMBERS.** Outgoing Board members shall develop a time line for
350 educating incoming officers and Board members from the time of the election to the time of taking office to ease the
351 transition in leadership and minimize disruption in organizational services and projects.

352 3.10. **BOARD MENTORSHIP PROGRAM**— New members of the Board will be assigned to existing members of the Board for
353 their first year of office, so that they can learn to navigate through the committee work, relationships, work assignments,
354 **BYLAWS** and **STANDING RULES** with the help of a tenured member of the Board serving as a “mentor.”
355

356 **4. ACTIVITIES OF THE NA.**

357 4.1. **CONDUCT ANNUAL MEETING OF THE MEMBERSHIP**

358 4.2. **CO-SPONSORSHIP OF ANNUAL CONVENTION**

359 4.2.1. **FREQUENCY AND SITE [BYLAWS, ARTICLE 7: 2]** There shall be an annual Convention of the organization’s members. The
360 Convention shall be held in the city of a member Chapter, or at some other appropriate site approved by the Board of
361 Directors.

362 4.2.2. **CONVENTION PLANNING COMMITTEES**-- The NABWMT Co-Chairs and the Board of Directors assume responsibility
363 for the successful implementation of the Annual Convention, which is planned in its entirety by the Convention
364 Planning Committee (hereafter “CPC”). The CPC will be differentiated by their respective years. The CPC shall consist
365 of two co-chairs (of different races/ethnic backgrounds), a treasurer, a secretary, and other members as shall be
366 appointed by the National Co-Chairs. At minimum, the National Co-Chairs and National Treasurer shall serve as ex-
367 officio members of the CPC. The NABWMT officers as specified in the Bylaws shall enter into contractual agreements
368 on behalf of the NABWMT. The Board of Directors will monitor and approve the CPC’s goals, objectives, and
369 measurable outcomes, which will include the Convention site/location, and preliminary budget by no later than
370 January, approximately a year and a half before the Convention in question. Any NABWMT member in good
371 standing, or a member of a local chapter in good standing, may request to be members of the CPC or it’s
372 subcommittees by applying directly to the National Co-Chairs. The CPC shall be the decision-making body regarding
373 the planning and implementation of all Convention activities.

374 4.2.3. **Memo of Understanding Between the NA, the CPC, and Host Chapter**—The purpose of signing a Memo of
375 Understanding, is to clarify the Annual Convention responsibilities of the Host Chapter, the Convention Planning
376 Committee (CPC) and the NA. This Memo shall include, but not be limited to the following:

377 4.2.3.1.1. Responsibilities of the NABWMT shall include:

378 4.2.3.1.1.1. Selecting the Convention site and location

379 4.2.3.1.1.2. Processing all Convention registrations

380 4.2.3.1.1.3. Approval of all Convention contracts. All contracts related to the Convention will be in the name of
381 NABWMT and reviewed, approved and signed by appropriate NABWMT officers.

382 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
383 organization, and providing appropriate documentation to the CPC’s Convention Treasurer.

384 4.2.3.1.1.5. The establishment and oversight of all Convention banking accounts

385 4.2.3.1.1.6. Approval of the Convention budget

386 4.2.3.1.1.7. Approval of the Convention theme and program, submitted by the CPC

- 387 4.2.3.1.1.8. Securing routine Convention financial reports for the Board of Directors
388 4.2.3.1.1.9. Assisting the CPC in the arrangement of National Convention advertising
389 4.2.3.1.1.10. Securing a Board liaison for the host city/organization
390 4.2.3.1.1.11. Assuming any financial Convention losses
391 4.2.3.1.1.12. Sharing any Convention profits with hosting local chapter – 2/3 to National, and 1/3 to local; in
392 the event there is no local host chapter, than all profits will be directed to the National.
393 4.2.3.1.2. Responsibilities of the Local Host Chapter and/or the CPC shall include:
394 4.2.3.1.2.1. Developing a Convention theme and program using the guidelines in the NABWMT Convention
395 Planning Manual and NABWMT guidance
396 4.2.3.1.2.2. Developing a budget for the Convention with NABWMT guidance, and providing the first
397 preliminary budget by the first National Board Meeting one year prior to the anticipated event.
398 The final budget must be submitted for approval by the first National Board Meeting following the
399 conclusion of the National Conference.
400 4.2.3.1.2.3. Arranging and securing local and national advertising and fundraising for the Annual Convention
401 4.2.3.1.2.4. Transferring all fundraising monies raised locally for Convention to the National office within 60
402 days of fundraising event(s) or no later than 30 days after the Convention, whichever comes first,
403 along with appropriate documentation as to their sources, so that proper receipts and IRS tax
404 documentation may be recorded .
405 4.2.3.1.2.5. Executing and staffing the Convention and associated events
406 4.2.3.1.2.6. Locating and securing speakers with NABWMT guidance
407 4.2.3.1.2.7. Coordinating and securing vendors/locations for all related activities including location and sound
408 equipment required for the Talent/No-Talent Show, Regional Reception, Bar Nights, etc.
409 4.2.3.1.2.8. Providing the NABWMT webmaster with updated information and photographs so that the
410 NABWMT web site will be able to publish the information in a timely manner.
411 4.2.3.1.3. Responsibilities of the Convention Treasurer include the following items:
412 4.2.3.1.3.1. If there is no designated host chapter, than the Board Treasurer will serve in the capacity of
413 Convention Treasurer
414 4.2.3.1.3.2. Receive and maintain State sales tax exemption documentation provided by the NA.
415 4.2.3.1.3.3. Send all invoices to be paid by check to the National office for processing
416 4.2.3.1.3.4. Receive and maintain VISA debit card from the NA, for the appropriate Convention bank account in
417 order to pay routine convention expenses under \$500.00. Copies of all receipts documenting
418 Convention expenses will be immediately sent to the National office.
419 4.2.3.1.3.5. All electronic and other credit card acceptance mechanisms must be approved by the NABWMT
420 Board of Directors prior to their implementation.
421 4.2.3.1.3.6. The convention treasurer will have a read-only user account in the NABWMT Quick-Books
422 accounting system and will be responsible for logging into the system to obtain financial
423 information pertinent to the convention
424 4.2.3.1.3.7. The Convention Treasurer will be bonded through the NABWMT
425 4.2.3.2. **A DETAILED FINANCIAL STATEMENT OF ALL CONVENTION FUNDS** received and disbursed shall be submitted to the Board
426 of Directors by the Convention Treasurer and/or the Convention Planning Committee no later than 30 days
427 after the Convention. This statement shall be published in the organization’s newsletter.
428 4.2.3.3. **SELF-SUPPORTING**-- The Convention shall be self-supporting with at least one public social function held in
429 connection with it for the purpose of raising additional funds.
430 4.2.3.4. **CONVENTION PLANNING MANUAL**-- Each outgoing CPC shall update the existing Convention Planning Manual
431 that is made available to the new CPC members. This manual will be available on-line, as a hard copy, or on CD-
432 ROM.
433 4.3. **SPONSORSHIP OF WEBSITE** That Local Chapters In Good Standing May Use
434 4.4. **HOST ANTI-RACISM EDUCATIONAL ACTIVITIES THROUGH THE BUSH MALLON INSTITUTE** and elsewhere
435 4.5. **PUBLICATION(S)**—The NABWMT will publish an electronic publication at least quarterly that shall contain news of the
436 organization, regular reports from the Officers, Directors, and Committee Chairs at least annually, as well as other times of
437 interest to members and the general public. The electronic publication will be available on line the NA’s website.
438 Provisions will be made for paper copies of the publication to those members so requesting. [SEE SR 4.10.4]
439 4.6. **ATTEND TO THE AFFAIRS OF THE CORPORATION**
440 4.7. **MAINTAIN MEMBERSHIP AND FINANCIAL DATABASES**
441 4.8. **OVERSEES GROWTH OF NEW AND EXISTING LOCAL CHAPTERS**

442 4.9. FINANCIAL ACCOUNTABILITY TO MEMBERSHIP

443 4.10. **OVERSIGHT OF THE STANDING AND AD HOC COMMITTEES.** Any member in good standing of the NABWMT may apply to
444 the National Co-Chairs to serve on any standing or ad hoc committee, except where prohibited by these **STANDING RULES**.
445 The National Co-Chairs will approve any such appointment in consultation with the committees.

446 4.10.1. **EXECUTIVE COMMITTEE**—The elected Officers of the Board shall constitute an Executive committee that shall have
447 authority to conduct the day-to-day business of the National Association between meetings of the Board of Directors.
448 **[SR 3.4.1.12, 3.4.2.8, 3.4.3.6, 3.4.4.12]** The Executive Committee also shall help guide the Board’s Strategic Planning
449 as well as maintain the Bylaws and examine and update the Standing Rules as needed. Additional Board members will
450 be involved in these other essential functions. Responds to issues addressed in our Statement of Purpose as
451 appropriate; prepares press releases in conjunction with the Media and Communications Committee concerning
452 significant events in the organization. Informs the membership of developments in these areas, which would be
453 significant for them; works to establish partnerships/collaborations with organizations/institutions in these areas that
454 would benefit and support the NA. *[adopted, 02/2016]*

455 4.10.1.1. **STRATEGIC PLANNING** is charged with Board planning and development with long range goals and priorities
456 for the NA and devising strategies to help meet those goals. Strategic Planning is future-focused and strives to
457 keep the organization financially healthy and growing in membership, and is responsive to the ideas of the
458 general membership as well as other Board committees *[approved 01/09/16]*

459 4.10.1.2. **BYLAWS AND STANDING RULES** shall periodically be reviewed, and recommendations for changes made as
460 needed. Assures that any amendments to these are disseminated. Recommendations may be made to appoint
461 a parliamentarian during formal meetings *[approved 01/09/16]*

462 4.10.1.3. **NEWS RELEASES**-- Responds to issues addressed in our Statement of Purpose as appropriate; prepares press
463 releases concerning significant events in the organization. Informs the membership of developments in these
464 areas, which would be significant for them; works to establish partnerships/collaborations with
465 organizations/institutions in these areas that would benefit and support the NA *[approved 01/09/16]*

466 4.10.2. **FINANCE/FUNDRAISING COMMITTEE** shall develop, organize, and initiate a budget process and prepare an annual
467 budget and monitor its implementation as well as guide organizational resource development, including fundraising
468 and grant writing. The Committee shall be chaired by the Board Treasurer **[SEE SR 3.4.4.11]** *[approved 01/09/16]*

469 4.10.2.1. **FUNDRAISING** works with all Board Committees to devise methods and procedures for raising funds for all
470 program support of the organization *[approved 01/09/16]*

471 4.10.3. **CHAPTER DEVELOPMENT AND MEMBERSHIP COMMITTEE**— Works to promote the formation of new NABWMT chapters;
472 provides support to existing chapters; acts as a liaison between the Board and local chapters. Maintains an updated
473 database of the membership; oversees and devises initiatives to increase membership in the NA; works to provide
474 membership benefits, including recognition of members for their service to their local chapters, the NA, and the
475 community. *[adopted 01/09/16]*

476 4.10.3.1.1. **AWARDS HELP RECOGNIZE** important contributions of members and like minded organizations in convention
477 host cities. Nominations are advertised, solicited, and reviewed with recommendations for award
478 recipients to the Board. Awards are formally announced during the Annual Convention. **[STANDING RULES**
479 **3.7.]** *[adopted, 03/12/2016]*

480 4.10.3.1.2. All members must review all nominations, vote, and send their recommendations to the Board
481 members chairing the Awards Committee by the required date. The required date is decided by the
482 Committee. *[adopted, 03/12/2016]*

483 4.10.3.1.3. The design of the awards shall be reviewed, and will always contain the NABWMT logo. *[adopted,*
484 *03/12/2016]*

485 4.10.3.1.4. All awards shall be given at the annual Convention and shall be given throughout the convention, with
486 the Lifetime Achievement Award(s) given at the annual banquet, unless extenuating circumstances
487 intervene. *[adopted, 03/12/2016]*

488 4.10.3.1.5. **AN ORGANIZATION IN THE CONVENTION HOST CITY MAY BE RECOGNIZED EACH YEAR.** Oversees the possible
489 selection of a worthy organization in the host city of the National Convention for recognition during the
490 National Convention, in coordination with the Convention Planning Committee. *[adopted, 03/12/2016]*

491 4.10.4. **MEDIA & COMMUNICATIONS COMMITTEE**—Supervises all external and internal communications among the multiple
492 constituencies of the NA. This includes writing, publication and distribution of all in-house publications, including but
493 not limited to Q Visions (formerly “The Quarterly”), the NABWMT Webpage, Facebook page(s), Wikipedia, and the
494 Archives. *[approved 01/09/16]*

495 4.10.4.1. **Q-VISIONS QUARTERLY NEWSLETTER**— The Committee’s chief responsibility will be to compile articles and
496 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. [SEE ALSO SR 4.5] [approved 01/09/16]

- 4.10.4.2. **WEBSITE** will be maintained and continuously updated with contributions by members. The webmaster will oversee the development and maintenance of the web page for effective dissemination of information. All local chapters in good standing may be listed on the webpage, and share the domain name with the National. [SEE ALSO SR 4.5] [approved 01/09/16]
- 4.10.4.3. **FACEBOOK PAGES** managed by the NA will operate with specific guidelines, and will be managed by designated Facebook administrators, who will collectively be responsible for accepting or rejecting Facebook Members, and approving posts. [approved 01/09/16]
- 4.10.4.4. **WIKIPEDIA** will serve as an alternate site for retaining essential information and some details about the organization. https://en.wikipedia.org/wiki/National_Association_of_Black_and_White_Men_Together [approved 01/09/16]
- 4.10.4.5. **ARCHIVES WILL INCLUDE ALL ESSENTIAL DOCUMENTS**, including but not limited to Board minutes and reports, Q-Vision Newsletters, Convention Programs, 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"). Secondary locations for the archives at One Institute in Los Angeles and elsewhere may be considered. [approved 01/09/16]
- 4.10.5. **PROGRAMMING AND LOGISTICS COMMITTEE** is designed to manage some of the details and logistics of programs especially associated with the National Convention. This includes, but is not limited to such activities as convention based programming, elections including the candidate forum and voting, the silent auction, Talent/No Talent Show, introduction of speakers and lunch programs, and all scholarship programs. [approved 01/09/16]
- 4.10.5.1. **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. [adopted 03/12/16]
- 4.10.5.2. **CONVENTION POLICY/PLANNING MANUAL** is a detailed guide for the planning, implementation, and operations of an effective annual convention. It may be updated regularly by the Board and the Programming & Logistics Committee with input from the regional convention planning committee (if one exists). This manual will be available on-line in an electronic format, and may be reprinted as a hard copy. [adopted 03/12/16]
- 4.10.5.3. **MEMO OF UNDERSTANDING** between the NABWMT Board of Directors, and the CPC of the Host Chapter is designed to clarify the Annual Convention responsibilities of the Host Chapter, the Convention Planning Committee (CPC) and the NA. This Memo shall include specific items that are outlined in the Convention Policy/Procedure Manual. [adopted 3/12/16]
- 4.10.5.4. **ELECTIONS COMMITTEE [SEE ALSO SR, 3.8]**—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. [approved 01/09/16]
- 4.10.5.5. **SCHOLARSHIP GRANTS COMMITTEE**—Oversees the administration of the Michael John Smith Scholarship Fund and the Wendell Roberson Fund, and B Chambers Scholarship Fund. [adopted 03/19/16]
- 4.10.5.6. **MICHAEL JOHN SMITH SCHOLARSHIP** is for applicants who wish to attend the NABWMT National Convention. Consideration may be given to applicants residing in the metropolitan area and/or state of the convention; applicants under 40 years of age; and applicants who exhibit promising leadership potential either within NABWMT, their local chapter, or their community. Awardee(s) will be granted a complementary registration for the Annual Convention. [adopted, 04/09/16]
- 4.10.5.7. **WENDELL ROBERSON FUND** is for HIV positive NABWMT and/or chapter members wishing to attend the National Convention. Names of applicants and awardees will be maintained in confidence. [adopted 03/19/16]
- 4.10.5.8. **THE B CHAMBERS SCHOLARSHIP FUND** is for students attending an accredited academic program in a college, trade school, or university. An application and essay are required. Awardee(s) will be granted a complementary registration for the Annual Convention, and given an award. [adopted 03/19/16]
- 4.10.6. **EDUCATION COMMITTEE** helps promote the educational mission of the NABWMT's Statement of Purpose. The Bush Mallon Institute for Social Justice and the Health and HIV provide convention workshops and articles in the Q-Visions. [approved 01/09/16]
- 4.10.6.1. **BUSH MALLON INSTITUTE FOR SOCIAL JUSTICE (BMISJ); JOHN BUSH GERALD MALLON INSTITUTE**-- Serves to meet an educational mission of NABWMT's Statement of Purpose. This committee develops and promotes materials

and resources, and conducts interactive "enlightenment sessions" (workshops and discussion groups) that explore the dynamics of racism, diversity, homophobia, multiculturalism, and disparities involving HIV/AIDS within LGBT communities. *[approved 01/09/16]*

4.10.6.2. **HEALTH AND HIV SUB-COMMITTEE** helps to inform and educate the membership of new developments in the area of gay health and HIV/AIDS. Also seeks and fosters supportive collaborations between the NABWMT and other like-minded local and national gay health organizations. *[approved 01/09/16]*

4.10.6.3. **AFRICAN HOMOPHOBIA & GLOBAL CONCERNS.** Although the NA's primary focus is on American racism, homophobia, and HIV/AIDS prejudice and discrimination, many countries around the world-- in Africa and elsewhere-- have demonstrated terrible injustices based on race, sexual orientation/gender identity, gender, and HIV/AIDS discrimination. Much of these injustices are funded and supported in part by American interests. The NABWMT may help educate its multiple constituencies about this. *[approved 01/09/16]*

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 EFFECT 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.

ADDENDUM: NABWMT Organizational Chart (with 2016 Committee Structure)

- Yellow Shaded boxes are governing documents
- Blue Shaded boxes are New Committees as of 2016
- Pink Shaded box is an advisory constituent committee not formally part of our organizational structure

Articles of Incorporation and IRS 501(c)(3) documents are static governing documents ↓					
Members ↓	← Independent Chapters: NY, Philadelphia, Atlanta, Southern Florida, Detroit, Milwaukee, Phoenix, Southern California, Seattle; In Formation: Denver, San Diego, ... ↙				
Bylaws ↓					
BOD ↓	← Standing Rules ↙ ↓ ↘				
1) Executive ↓	2) Finance/Fundraising & Resource Development	3) Chapter Development & Membership	4) Media & Communications ↓	5) Programming & Logistics ↓	6) Education ↓
Strategic Planning			Q Visions	Convention Attendance	Health & HIV
Bylaws & Standing Rules			Web Page	CPC	African Homophobia
			Face Book	Nominations & Elections	BMISJ
			Archives	Scholarship (Roberson & Smith)	
			Wikipedia	B Chambers	← [Advisory Group Independent of NA]