

**COLORADO GAY, LESBIAN, BISEXUAL, AND TRANSGENDER BAR  
ASSOCIATION**

**BYLAWS**

**ARTICLE 1**

**Name & Address**

1. **Name.** The name of this organization shall be Colorado Gay, Lesbian, Bisexual, and Transgender Bar Association. (hereinafter “the Association”)
2. **Address.** The address of this organization shall be determined by the Board of Directors.

**ARTICLE 2**

**Membership**

1. **Membership Classification/Voting.** There shall be two classes of membership:
  - (a) Regular membership shall consist of all persons paying dues who have graduated from a school of law or who have been admitted to any state bar. This classification of members shall have the right to vote.
  - (b) Associate membership shall consist of all persons paying dues who are law students, practicing paralegals and/or paralegal students. This classification of members shall have the right to vote.

**ARTICLE 3**

**Board of Directors**

1. **General.** The board of Directors shall supervise, control and direct the affairs of the organization, shall determine its policies within the limits of these bylaws, shall actively pursue its purposes and shall have discretion in the disbursement of its funds.
2. **Size.** The board of Directors shall be comprised of 6-12 members.
3. **Term.** The term for a director shall be one (1) year.
4. **Election.** Directors shall be elected by a majority of the members eligible to vote at the annual meeting.

5. **Meetings.** The Board of Directors shall have meetings at a time and place called by the President or a majority vote of the Board of Directors. Any Director may participate in a meeting of the Board of Directors by means of telephone conference or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting.
6. **Resignation.** A Director may resign at any time by giving written notice to the President. Such resignation shall be effective immediately or on a date specified in the notice of resignation.
7. **Removal.** A Director may be removed by a majority vote of the Board of Directors at any regular Board meeting. A Director may be removed by a vote of the Board of Directors for failure to attend more than two (2) Board of Director's meetings in a row, or failure to attend at least one-half of the meetings held in any twelve month period.
8. **Vacancies.** Any midterm vacancies may be filled by a majority vote of the Board of Directors.

#### **ARTICLE 4**

##### **Dues**

1. **Amount.** Dues shall be determined by the board of Directors.
2. **Failure to Pay Dues.** Members who fail to pay their dues within receiving ninety (90) days notice may be deleted from the membership roles, thereby forfeiting all rights and privileges of membership.

#### **ARTICLE 5**

##### **Meetings**

1. **Annual Meeting.** There will be an annual meeting of the members in a month to be determined by the Board. At the annual meeting, or by electronic or mail submission at or around the time of the annual meeting, the members shall elect directors and receive reports from the Board of Directors.
2. **Business Meetings.** Business meetings will be conducted at least monthly at a time and place announced by the Board of Directors.
3. **Quorum.** A quorum is not required to conduct any business meetings.

## **ARTICLE 6**

### **Officers**

1. **General.** The organization shall have as officers a President, Vice President, a Secretary and a Treasurer. They shall be elected annually by the Board of Directors at the First Board meeting after the annual meeting. The organization may have additional officers as defined by the Board of Directors.
2. **President.** The President shall be the principal officer of the organization, shall preside at meetings, shall have authority to sign and endorse checks on the behalf of the organization and shall be ex-officio member of any committees.
3. **Vice President.** The Vice President shall serve as President in the event the President is unable to fulfill his or her duties. The Vice President shall also have other duties as defined by the Board of Directors.
4. **Secretary.** The Secretary shall give notice of all meetings, record attendance, keep a record of all proceedings, handle all correspondence for the organization and perform any other tasks assigned to her.
5. **Treasurer.** The Treasurer shall keep an account of all monies received and expended by the organization, shall have authority to sign or endorse checks on behalf of the organization and make disbursements as authorized by the Board of Directors. All sums of the organization shall be deposited in a federally insured financial institution approved by the Board of Directors. The Treasurer shall make a report at the annual meeting, at each meeting of the Board of Directors and when called upon by the President.

## **ARTICLE 7**

### **Committees**

1. **General.** Committees may be established upon resolution of the Board of Directors. Members will be appointed to the committees by the president.
2. **Advisory Board.** As necessary, the President may appoint members to an Advisory Board, who have previously served on the Board to assist current board members with the fulfillment of their official duties, including duties of the committee chairs.

**ARTICLE 8**  
**Amendments**

These bylaws may be amended, repealed or altered by a majority vote of the Board of Directors. Members may cast their votes by ballot, electronically or written, if such votes are received by the deadline stated for each vote. Notice of the proposed amendments shall be distributed to the members no less than thirty (30) days before the voting deadline.

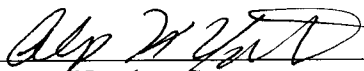
**ARTICLE 9**  
**Dissolution**

This organization may be dissolved by a majority vote of the members. Upon dissolution, any funds remaining shall be distributed, pro rata, to the members in good standing.

**ARTICLE 10**  
**Indemnification**

The organization shall indemnify, to the fullest extent permitted by applicable law in effect from time to time, any person, and the estate and personal representative of any such person, against all liability and expense (including attorney's fees) incurred by reason of the fact that he or she is a director or officer of the organization.

Adopted by the Board of Directors this 11 day of April<sup>1</sup>, 2007.

  
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Alyssa Yatsko, Secretary