

RAINBOW HILLIARD BYLAWS

ARTICLE I: Name & Location

The name of this organization is the Rainbow Hilliard located at 4677 Prestige Lane, Hilliard, Franklin County, Ohio.

ARTICLE II: Purpose

Rainbow Hilliard is organized exclusively for the charitable, scientific, literary, and/or educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

1) Promote a better understanding of LGBTQIA+ orientations to achieve mutual respect and understanding and to eliminate prejudice and discrimination through outreach programs.

2) Provide information and referral services to the LGBTQIA+ community and the general public.

3) Provide educational services and programs to the LGBTQIA+ community, the public, other organizations and the media.

4) Provide resources on issues of interest and importance to the LGBTQIA+ community, for use by any member and public. Develop and provide peer support services.

5) Provide a forum for the expression of positions regarding issues of importance to the LGBTQIA+ community.

6) Expose and fight all forms of bigotry and discriminatory practices that tend to deprive persons of their human and/or civil rights.

7) Cooperate with and assist, by moral, monetary or other means, other organizations or groups of organizations having objectives which are consistent with those of Rainbow Hilliard, or which are of a nature beneficial to Rainbow Hilliard and its members, directly or indirectly.

ARTICLE III: Basic Policies

Section 1: The name of Rainbow Hilliard or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the purpose of the organization.

Section 2: No part of the net earnings of Rainbow Hilliard shall inure to the personal benefit of, or be distributed to members, officers or other private persons except that Rainbow Hilliard shall be authorized and empowered to pay reasonable compensation upon motion or Executive Board decision for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article II hereof.

Section 3: Notwithstanding any other provision of these articles, the association shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of Internal Revenue Code or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

Section 4: Upon the dissolution of Rainbow Hilliard, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to one or more non-profit funds, foundations or organizations which have established their tax exempt status within the meaning of Section 501(c)(3) of the Internal Revenue Code or corresponding section of any future tax code, for one or more exempt purposes, or shall be distributed to the federal government, or to a state or local government for a public purpose. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV: Affiliation

Section 1: Rainbow Hilliard is not affiliated with any other organization and is completely independent in every respect.

Section 2: Rainbow Hilliard may join with other organizations for the purposes of advancing its objectives as outlined in ARTICLE II, as long as joining does not conflict with or endangers Rainbow Hilliard's not-for-profit, or tax-exempt status.

Section 3: No affiliation with any other organization shall dictate the policies of Rainbow Hilliard.

ARTICLE V: Membership

Section 1: Eligibility

Membership in Rainbow Hilliard shall be open to all persons, 18 years of age and above, interested in promoting the purposes of the organization as set forth in ARTICLE II.

Section 2: Application

Applications for membership shall be made to the Secretary and shall be accompanied by the appropriate dues.

Section 3: Good Standing

All members must support the purposes of Rainbow Hilliard as described in ARTICLE II. A member shall be considered in good standing if, at the time of consideration, their annual dues are paid.

Section 4: Privileges

All members in good standing shall be eligible to vote in all general membership affairs, shall have the right to run or and hold elective and appointive office and be eligible for any special membership privileges as deemed appropriate and as authorized by these Bylaws, or approved Rainbow Hilliard policy. Voting rights for new members take effect immediately after membership approval.

Section 5: Confidentiality

All information pertaining to membership shall be kept strictly confidential. This shall pertain to names, addresses and telephone numbers. Under no circumstances shall any information regarding a person's membership or lack thereof be given out to anyone outside Rainbow Hilliard for any reason whatsoever, without the express consent of the person involved. Membership in Rainbow Hilliard shall be verified within Rainbow Hilliard only at such times as it may be necessary, such as to run or vote in elections or to participate in a membership activity or benefit. This shall not be construed as to limit Rainbow Hilliard's ability to comply with lawful requests from appropriate agencies for statistical or demographic information of a non-personal nature.

Section 6: Revoking Membership

A. Reasons

A member may be dismissed from membership in Rainbow Hilliard for engaging in prohibited activity or conduct that compromise, discredit, or diminish the integrity of Rainbow Hilliard including, but not limited to:

- 1) Violent or disorderly behavior
- 2) Harassing other members
- 3) Violating the confidentiality of others
- 4) Misappropriating Rainbow Hilliard resources
- 5) Violating the Rainbow Hilliard Bylaws
- 6) Violating Rainbow Hilliard's Policies
- 7) Violating any Federal, State or local law, regulation, ordinance, statute, or code

8) Discriminatory behavior prohibited under Federal, State and local laws, which are currently enacted or which may be enacted in the future or which may be amended in the future

9) Retaliatory behavior prohibited under Federal, State and local laws, which are currently enacted or which may be enacted in the future or which may be amended in the future

10) Other conduct not in accordance with the purposes of Rainbow Hilliard

B. Complaint Procedure:

1) A complaint of prohibited activity or conduct that compromise, discredit, or diminish the integrity of Rainbow Hilliard pertaining to officers and members of Rainbow Hilliard shall be submitted to the Chairperson of Rainbow Hilliard, unless the complaint pertains to the Chairperson then such complaint shall be submitted to the Vice Chairperson.

2) Emergency Action: The Chairperson and the Vice Chairperson are authorized to immediately prohibit any member from all Rainbow Hilliard functions if the Chairperson or the Executive Director reasonably believes the member's activity or conduct places the member or other Rainbow Hilliard members in danger, or the member's activity or conduct is reasonably likely to compromise, discredit, or diminish the integrity of Rainbow Hilliard.

3) The Executive Board is authorized to develop and publish a Complaint Adjudication Policy to give effect to this Section.

Section 7: Honorary Membership

As a means of recognizing individuals whose work has benefited the LGBTQIA+ community, the Board may approve honorary membership in Rainbow Hilliard. Honorary members shall be exempt from paying dues and shall be entitled to all the privileges of regular members, except the right to vote or hold office.

ARTICLE VI: Dues

Section 1: Categories

Categories of membership shall be determined by the Board. The amount of dues for each membership category shall be determined by a vote of the Board.

Section 2: Payment and Terms

Applications for membership shall be submitted to the Secretary and must be accompanied by the appropriate dues. Dues are non-refundable. The Chairperson is authorized to waive dues, in whole or part, based on financial hardship. Such a waiver shall be made on a case-by-case basis and every effort made to protect the privacy of prospective members.

Section 3: Renewal

The Secretary shall email renewal reminders annually.

ARTICLE VII: Officers

Section 1: Positions

The Officers of Rainbow Hilliard shall be:

- A. Chairperson
- **B.** Vice Chairperson
- C. Treasurer
- **D.** Secretary

E. Director of Membership

Section 2: Executive Board

The Officers shall constitute the Executive Board.

Section 3: Term of Office

- A. The term of office for each Officer shall be for two years.
- **B.** Officers shall be elected in September and are to serve from the period of October 1, through September 30, of the Second year.
- C. No Officer may serve more than two consecutive terms in a particular position.
- **D.** Should the position of any Officer become vacant, it shall be filled promptly by a majority vote of the Board for the unexpired term of the office. The resignation of any Officer must be in writing to the Chairperson.

Section 4: Qualifications

Officers must, when nominated, be members of Rainbow Hilliard in good standing and be 18 years of age or older.

Section 5: Duties of Officers

- A. Chairperson The Chairperson shall be responsible for overall supervision and control of all functions of Rainbow Hilliard. The Chairperson shall preside at all Board meetings and annual general membership meetings, including special meetings of the membership as deemed necessary, unless the Chairperson, in the absence of the Vice Chairperson, shall designate another person to preside. The Chairperson shall prepare the agenda of Board and annual meetings, and shall in general supervise and control all business of Rainbow Hilliard, as prescribed by the Board, and shall serve as ex-officio member of all standing committees except the nominating committee. The Chairperson shall keep the officers and Board fully apprised of matters concerning Rainbow Hilliard, and perform all duties prescribed by the Board or specified in these bylaws.
- **B.** Vice Chairperson The Vice Chairperson shall act as the assistant to the Chairperson and shall, in the absence of the Chairperson, be the presiding officer at Board meetings and membership meetings. In the event of a vacancy in the office of Chairperson, the Vice Chairperson shall succeed to the office for the unexpired term. In the event of the temporary incapacity of the Chairperson to act, as determined by a two-thirds vote of the Board, the Vice Chairperson shall fill the office of Chairperson until the Chairperson is able to resume office. When the Vice Chairperson has succeeded to or is filling the office of Chairperson under this section, and is so acting, the Vice Chairperson shall have all the powers and be subject to all the restrictions upon the Chairperson. The Vice Chairperson shall perform such other duties as may be assigned by the Chairperson or the Board.
- **C.** Treasurer The Treasurer shall be responsible for assuring that the financial records of Rainbow Hilliard are properly maintained. The Treasurer shall keep an accurate record of accounts,

receipts and disbursements, and all monies, securities and property owned by Rainbow Hilliard. The Treasurer, in consultation with the Chairperson, shall prepare and monitor Rainbow Hilliard's annual budget. The Treasurer shall oversee bookkeeping and accounting activities, the completion of tax forms and other financial documents, prepare written and oral reports for the Board and the annual membership meeting, and facilitate long-term financial planning.

- D. Secretary The Secretary shall be the recording officer of Rainbow Hilliard and custodian of those records not specifically assigned to other officers. The Secretary or another person designated by the Chairperson in the absence of the Secretary, shall maintain the minutes of Rainbow Hilliard Board, annual and monthly meetings, and publish an agenda for all membership and Board meetings, and perform all duties prescribed by the Board or specified in these bylaws.
- **E.** Director of Membership The Director of Membership will be responsible for advocating and attracting new members to Rainbow Hilliard. The Director of Membership will work closely with the Secretary and Treasurer in maintaining the membership list.

ARTICLE VIII: Meetings

Section 1: Annual Meeting

In September of each year (date to be determined by the Board), a general membership meeting shall be held and will be attended by all Board members. The Chairperson will report to the members on the state of the organization and the Treasurer will report on the organization's finances. At the discretion of the Chairperson, reports of all standing and special committees shall either be reported individually or summarized in the Chairperson's report. Annual elections are to be held at this meeting.

Section 2: Regular Meetings

General membership meetings shall be held each month at a time, date and place determined by a majority vote of the Board.

Section 2: Additional Meetings

Additional membership meetings may be called by the Chairperson or a two-thirds vote of the Board.

Section 3: Membership Petition

The membership may call a membership meeting by submitting a valid petition to the Secretary with the signatures of at least 10 percent of the total general membership. The petition must specify a meeting date not less than 7 days or more than 21 days from the petition date.

- **A.** A petition will be determined valid by the Secretary who will verify the number of signatures needed to meet the 10 percent threshold and that only the signatures of members in good standing may be counted towards that number.
- **B.** The Secretary must notify the petitioners within five business days from receipt of the petition of a meeting date. Upon failure to do so, petitioners may proceed with the meeting on the date prescribed on the petition.

Section 4: Notice

Members shall be provided 7-days notice of all membership meetings.

Section 5: Emergency Meeting

An emergency membership meeting may be called by the Chairperson, based on a vote of the Board, which provides less than the required 7-days notice. The Chairperson, in consultation with the Board, shall determine what constitutes an emergency. The business of such an emergency meeting shall be limited to the emergency item only.

Section 6: Presiding Officer

The Chairperson will preside over all membership meetings.

Section 7: Quorum

In order for any motion to be approved, there must be an affirmative vote of a simple majority (one-half plus one) of those present and eligible to vote. A tie vote is deemed to go against its maker and fails.

Section 8: Proxies

Proxy votes will not be allowed.

ARTICLE IX: Conflict of Interest Policy

Section 1: Purpose

The purpose of the conflict of interest policy is to protect this tax exempt organization's (Organization) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2: Definitions

A. Interested Person: Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

B. Financial Interest: A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

1) An ownership or investment with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or

2) A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or

3) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under ARTICLE VIII, Section 2(C)(2), a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

C. Procedures

- Duty to Disclose: In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- 2) Determining Whether a Conflict of Interest Exists: After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of the conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.
- 3) Procedures for Addressing the Conflict of Interest

a) The Chairperson shall serve as the Conflict of Interest Officer for the Organization, unless and until such time as the Chairperson shall become an interested person with a potential conflict of interest or if the Chairperson is unavailable to serve as the Conflict of Interest Officer, then the Vice Chairperson shall serve as the Conflict of Interest Officer for the Organization.

b) An interested person may make a presentation to the Conflict of Interest Officer providing a detailed summary of the transaction or arrangement involving the possible conflict of interest. The Conflict of Interest Officer shall make a report regarding the potential conflict of interest and shall indicate on the report if a potential conflict of interest does in fact exist. In the event the Conflict of Interest Officer believes no potential conflict of interest exists, the Conflict of Interest Officer shall complete the report and present it at the next meeting of the Board of Directors for entry into the minutes of the meeting.

c) In the event the Conflict of Interest Officer believes a potential conflict of interests does exist he/she shall present the report that he/she created pertaining to the potential conflict of interest at the governing board or committee meeting,

but after the presentation, the individual having the potential conflict of interest shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

d) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

e) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

f) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether or not it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

D. Violations of the Conflicts of Interest Policy

1) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

2) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

E. Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

1) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

2) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

F. Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms that he/she has read, understands, and agrees to comply with the conflict of interest policies outlined in this ARTICLE VIII.

G. Additional Guidelines & Policies

The Executive Board of Rainbow Hilliard is authorized to issue additional guidelines and policies to implement this ARTICLE.

ARTICLE X: Election of Officers

Section 1: Nominations

In July, a Nominating Committee shall be created. The Committee shall submit its report on recommended candidates at a membership meeting in August. Members in good standing are eligible to nominate other members in good standing to serve as Officers. The Nominating Committee will then ask those nominated to provide background information in the effort to prepare a ballot for Rainbow Hilliard's membership.

Section 2: Call for Elections

Each August, the Chairperson shall announce to the membership that elections are to be held at the annual September meeting, at a specific date and time. The Chairperson shall also announce at the same time, the list of offices to be filled and the qualifications.

Section 3: Ballots

The Chairperson, in conjunction with the Secretary (or a designee) and the Nominating Committee, shall, at the conclusion of the August membership meeting, cause to be printed a paper ballot listing all consenting candidates running for all offices together with a brief biographical sketch of each candidate and shall cause same to be distributed to all qualified members prior to the annual meeting. The Nominating Committee shall have the authority to determine the criteria for biographical information to be included on the ballot.

Section 4: Uncontested Elections

Should there be no contested positions on the final slate of any given year; the individuals on the slate will be automatically accepted as board members beginning October first of that year, without a ballot being mailed to each member.

Section 5: Contested Elections

If there are any contested positions, the Chairperson shall appoint an Elections Committee, consisting of a minimum of three members, none of whom is a candidate for any office, to conduct the election at the

September membership meeting. That will include counting all ballots and reporting to the membership on the results. The candidate for a position that receives the most votes wins that election.

Section 6: Absentee Ballots

Absentee ballots will not be permitted both for elected positions and for any business that is voted on at the membership meeting.

Section 7: Proxy Ballots See ARTICLE VIII, Section 8.

ARTICLE X: Removal of Officers From Office

Section 1: An Officer may be permanently removed from office only by the voting membership at a special meeting called for the purpose of removal. Written notice of the place, day, and hour of such special meetings shall be distributed to the membership at least 14 days in advance. The meeting notice must state that the purpose or one of the purposes of the meeting is removal of the officer. A quorum of voting members must be present and the vote to remove must constitute two-thirds of the voting members present and voting.

Section 2: Charges may be brought by any member against an Officer and must be submitted in writing to the Chairperson. If the charge is against the Chairperson, the charges shall be filed with the Vice Chairperson.

Section 3: The Executive Board is authorized to develop and publish a Complaint Adjudication Policy to give effect to this Section.

ARTICLE XI: Committees

Section 1: Special Committees

The Board is authorized from time to time to create special committees, and the Chairperson shall appoint Committee chairpersons and members of all special Committees. Examples of committees that might be appointed include fundraising, finance, and board recruitment.

Section 2: Audit Committee

In the absence of having a professional auditor, an audit committee may be appointed.

- **A.** If an Auditing Committee is established, it's purpose is to maintain the financial integrity of Rainbow Hilliard. It will assure that proper controls are established and appropriate checks and balances are in place.
- **B.** Members of this Committee shall not be authorized to write or sign checks for Rainbow Hilliard.

- **C.** Members of this Committee shall have full access to all Rainbow Hilliard documents and records. If an Officer or Committee Chair or any member fails to produce records requested by the Committee within a reasonable period of time, the Committee shall, by two-thirds vote, censure that individual until the records are produced. While under a censure, the official Rainbow Hilliard duties of this individual are suspended and membership in Rainbow Hilliard will be considered to be not in good standing. The Committee must lift the censure once the request has been complied with.
- **D.** The Committee must submit to the Board, no more than 60 days after the end of Rainbow Hilliard's fiscal period, a report summarizing its review of Rainbow Hilliard's financial records. The report must contain a statement by the Committee as to whether the financial records of Rainbow Hilliard meet acceptable standards.

Section 3: Reporting

Committee Chairpersons shall report monthly as directed by the Chairperson.

ARTICLE XII: Finances

Section 1: Bank Accounts

The Treasurer shall see that all funds of Rainbow Hilliard are deposited into an account designated by the Board for that purpose.

Section 2: Signatures

All bills shall be paid by checks or all electronic forms of payment with approval of the two Officers designated as signatories of the Board if immediate payment is required or if the amount is budgeted and recurring. Such designations shall be made at least annually and shall be recorded in the official minutes.

Section 3: Approval of Expenditures

Any bills over \$250, with the exception of those categories of bills that follow, must be approved by the Board before payment can be made. Those exceptions are: rent, taxes, bills for expenses authorized by a line item budget which has been approved by the Board.

Section 4: Budget

Prior to the beginning of each fiscal year, the Treasurer must submit for Board approval a budget of estimated income and expenditures for the new fiscal year. Once approved, the budget will stand as spending limits for each line item unless otherwise ordered by action of the Board. Such action shall be recorded in the minutes.

Section 5: Remuneration

No Officer or member of Rainbow Hilliard shall receive any remuneration for his or her services to the organization in any manner. Members and Officers may be reimbursed for out-of-pocket expenses they may be required to make for the organization, providing appropriate documentation is submitted.

Section 6: Indemnification of Officers

Rainbow Hilliard shall, to the extent permissible by law, indemnify all Officers of Rainbow Hilliard against all costs, expenses, judgments and liabilities, including attorney fees reasonably incurred or imposed upon them in connection with, or resulting from, any action, suit or proceeding, civil or criminal, in which they are or may be made a party by reason of an action alleged to have been taken or omitted by them as such Officer, whether or not they are an Officer at the time of incurring such costs, expenses judgments or liabilities. This shall not apply in matters as to which they are finally adjudged, without right of further appeal, of misconduct in the performance of their duties as such Officer. Such indemnification shall be made with respect to adjudications other than on the merits and shall extend to settlements and compromises. The forgoing rights of indemnification shall not be exclusive of other rights to which such Officers may be entitled.

The Board shall purchase and maintain, to the extent available, a policy of Directors and Officers Liability Insurance as will reimburse the corporation for such indemnification.

Section 7: Audit

At the end of each fiscal year, the Board shall cause an audit of Rainbow Hilliard's financial records to be performed by an independent Certified Public Accountant or Audit Committee as provided for in ARTICLE XI, Section 2.

Section 8: Fiscal Period

The fiscal period of Rainbow Hilliard shall be October 1 through September 30.

ARTICLE XIII: Location of Records

All required legal, financial and other records of this corporation shall be kept and maintained by the appropriate Officers charged with their responsibility, but shall be available and produced within a reasonable period of time of any valid request to produce the same. All such information shall be available to the general membership at any time, and all information except membership lists and mailing lists shall be available to appropriate outside agencies.

ARTICLE XIV: Policy Manual

Section 1: All policies of Rainbow Hilliard, as adopted by the Board or the membership, shall be maintained by the Secretary in a binder entitled, Policy Manual, a copy of which shall be distributed to each Officer and maintained within the designated electronic archive. Each policy contained within the manual shall include the date of its adoption so it can be cross-referenced to the minutes.

Section 2: The Policy Manual shall be continuously updated with the latest policy additions, deletions and revisions and shall be made available at all times to the Board and the Membership, upon request.

ARTICLE XV: Bylaws

Section 1: Governing Authority

These Bylaws shall be deemed the governing articles of the organization.

Section 2: Amending

This Constitution and Bylaws may be amended at any regular or special membership meeting by a two-thirds affirmative vote of the members casting ballots, providing that notice of the proposed change or changes shall have been given to the membership at least 30 days prior to such meeting.

Section 3: Separability

Should any ARTICLE or Section of these Bylaws be declared invalid by reason of law or a vote of the membership, the remainder of the Bylaws not inconsistent with the change shall remain in full force and effect.

Section 4: Implementation

These Bylaws shall be in full force and effect upon ratification of the membership. Dates of amendment shall be indicated on the final page indicating "As amended ."

ARTICLE XVI: Seals, Emblems, Logos

Section 1: Approval

This Board may approve various pictorial representations of Rainbow Hilliard as part of its name, or in conjunction therewith for a variety of legal, public relations or other reasons. Any official or unofficial emblems, logos or designs used to represent Rainbow Hilliard shall be approved by the membership or the Board of Directors.

ARTICLE XVII: Political Activity

Rainbow Hilliard shall be non-political and non-sectarian in every respect and will not endorse candidates for public office.

ARTICLE XVII: Non-Discrimination

Rainbow Hilliard shall not discriminate in membership, usage, or in any other way on the basis of sex, gender, gender expression, sexual orientation, race, religion, age, disability, national origin, alienage, marital status, veterans' status, or citizenship.

ARTICLE XVIII: Parliamentary Procedure

Section 1: Robert's Rules

Whenever an issue arises that is not covered by these Bylaws or Policies adopted by the Board, the latest revised edition of Robert's Rules of Order shall govern.

Section 2: Parliamentarian

The Chairperson may appoint a Parliamentarian whose function it will be to advise the Presiding Officer.

Adopted: April 6, 2022