

BRANDON

PRIDE



**BRANDON PRIDE
BYLAWS**

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ByLaw 100 - Governance Documents

Unless otherwise stated in these ByLaws, the governance documents of the Brandon Pride Committee are ranked as follows in descending authority:

1. Any applicable Legislation;
2. The Constitution;
3. The ByLaws;
4. The Policies;

Constitution

1. Any requests to alter, amend, update, or otherwise change the Constitution shall only be passed by a 2/3 majority at a General Meeting.

ByLaws

2. All ByLaws shall be documented in the Bylaw Manual.
3. The ByLaws may only be amended during regular session with a 2/3 majority vote of the Board present during regular session.
 - 3.0. New or Amended ByLaws take effect immediately following their adoption unless otherwise stated in the motion to adopt.
 - 3.1. Amendments to the ByLaws Manual shall be distributed to all Board Members and posted publicly within forty-eight (48) hours after they are approved.
4. No motion to amend the ByLaws shall be considered without first allowing two (2) weeks' notice to Board Members.

Policies

5. All Policies shall be documented in the Policy Manual.
6. A Policy change shall take the form of a motion and shall be prefaced by a preamble which expresses the sentiment or principles on which the motion is based.
7. Policies will be amended by a 2/3 majority vote of the Board.
 - 7.0. New or Amended Policies take effect immediately upon adoption by the Board unless otherwise stated in the motion to adopt.

- 7.1. Amendments to the Policies shall be distributed to all Board Members and posted publicly within forty-eight (48) hours after they are approved.

ByLaw 200 – Board of Directors

Board of Directors

1. Board Members shall be:
 - 1.1. The Executive:
 - 1.1.1. Chairperson,
 - 1.1.2. Vice-Chair Finance
 - 1.1.3. Vice-Chair Communication
 - 1.1.4. Vice-Chair Operations
 - 1.1.5. Vice-Chair Events & Programming, and
 - 1.2. Six (6) Board Members
 - 1.2.1. Volunteer Coordinator
 - 1.2.2. Accessibility Coordinator
 - 1.2.3. Merchandise Coordinator
 - 1.2.4. Advocacy Coordinator
 - 1.2.5. Fundraising & Sponsorship Coordinator
 - 1.2.6. Social Media Coordinator
2. No Member of the Board shall hold more than one seat on the Board.
3. No Member of the Board shall be employed by Brandon Pride, except in the case that employment is part of being elected to a position on the Board.
4. From time to time, the following community partners may be confidentiality brought into Brandon Pride Meetings or be consulted on Brandon Pride business, at the discretion of the Executive team:
 - 4.1. SERC
 - 4.2. Smitten
 - 4.3. House of Hex Liaison
 - 4.4. PFLAG
 - 4.5. Trans Day of Visibility Committee
 - 4.6. Outgoing Chair, at the Executive Team's discretion
 - 4.7. Mayor of Brandon, or delegate
 - 4.8. Any other community partner that the Executive team deems appropriate.

Resignation

5. A Board Member may resign their office at any time by notifying the Chair of the Board in writing.
 - 5.1. In the case that the Chair of the Board wishes to resign, notice will be given to the Board.
6. If no specific date is given for the resignation to take effect, it shall take effect 14 days after the notice is given to the Chair of the Board.
7. If a Board Member resigns from their position, they are prohibited from running in the following AGM election, or any elections prior.

Quorum

8. Quorum at Board Meetings shall be no less than 50%+1 of the total number of voting Board Member positions filled, of which, two must be Executives.
 - 8.1. Those with voting ability are defined as those members who have been appointed as a Board Member, or hold an Executive position on the committee.
 - 8.2. Non-voting Members or Guests shall not count towards quorum at any Board Meeting;

Term of Office

9. A Board Member's term of office shall be from Annual General Meeting to the following Annual General Meeting.

Dismissal

10. Executives and Board Members may be dismissed for any of the following reasons:
 - 10.1. Violation of the Governance Documents
 - 10.2. Violation of their Oath of Office
 - 10.3. Failure to attend 3 meetings total, or
 - 10.4. if members of the Board have lost confidence in a member.
 - 10.5. A motion of non-confidence may only be brought up in the "New Business" section of the agenda by a Board Member. A meeting shall be set at a later date wherein there must be two-thirds majority vote in favour of removing the person.
 - 10.6. During a non-confidence vote, the Board Member in Question must be given the opportunity to refute the allegations brought against them.

- 10.7. All Board Members will have the ability to vote and all Executive Members must have a chance to exercise their ability to vote with the exclusion of the person in question.
- 10.8. This proposal may be called into effect if a member fails to maintain the responsibilities outlined in the governance documents or a serious conflict arises.

Scheduling Board Meetings

11. The Executive Committee shall present to the Board a schedule of all Board Meetings at the beginning of each year.
 - 11.1. Unless varied by the Board, there shall be a Board Meeting every month during the year.

Rights of Participation

12. Any Board Meeting or part thereof may be held in closed or in-camera sessions on motion of the Board
 - 12.1. no motions may be passed while in camera.
13. Members may request, in advance of the meeting, an opportunity to appear before the Board for the purpose of:
 - 13.1. Speaking and/or presenting to the Board on matters related to the responsibilities of Brandon Pride in the community;
14. Board Members have, subject to any other provisions in the ByLaws, full rights to:
 - 14.1. Attend Board meetings;
 - 14.2. Speak, make, and second motions;
 - 14.3. Vote in Board Meetings;
 - 14.4. Serve on and vote in Standing and Ad-Hoc Committees, where appointed or elected; and
 - 14.5. Have any other rights granted to a member of an assembly under Robert's Rules of Order.
15. Guests have, subject to any other provisions in the ByLaws, rights to:
 - 15.1. Attend Board meetings at the discretion of the Executive, excluding closed session and in-camera portions of any meeting;

Minutes and Record of Motions

Open Session

16. The Board shall take accurate minutes of the proceedings of all Board Meetings in Open Session.

Closed Session

17. The Board shall take accurate minutes of the proceedings of all Board Meetings in Closed Session.

In-Camera Session

18. No Minutes or Recordings shall be taken during an in-camera session.

Voting

19. Voting at Board Meetings shall be by show of hands except where the ByLaws require a secret ballot vote
20. As an elected/appointed member the Board, Board Members have a responsibility to vote on all motions for the benefit of Members.
 - 20.1. Abstentions shall only be acceptable in the event that the Board Member has a legitimate reason for abstaining, such as a conflict of interest.
 - 20.1.1. Any abstention will be recorded in the meeting minutes to ensure an accurate record of Board Member participation.
 - 20.1.2. Abstentions will not be considered when deciding if a motion has passed or been defeated.
21. Any voting Board Member may request a roll call vote, except where the ByLaws require a secret ballot vote.
 - 21.1. Such a request is subject neither to debate nor to a vote.

Impartiality Clause

22. Whereas Brandon Pride recognizes equal opportunity and fairness in all levels of the decision-making process, hereby implements the practice of impartial decision-making.
23. Uncontested hearsay evidence, as well as any information irrelevant to voting and decision-making, shall not bear significance when rendering decisions, and shall remain moot.

24. Implementation of impartial practices shall be exercised by all Executive and Board Members of Brandon Pride.

ByLaw 300 - Executive Responsibilities

All Executives shall:

1. Attend all Brandon Pride meetings, and any meetings of Committees they are appointed to.
2. Read, understand, and comply with the Brandon Pride Constitution, Bylaws, and Policies.
3. Plan and participate in the annual Brandon Pride Week.
4. Make regular reports to the Brandon Pride Board of Directors.
5. Executive Members, while at all times keeping in mind the best interests of Brandon Pride and all of its Members, shall perform their duties faithfully, and to the best of their abilities.

Chairperson

The Brandon Pride Chairperson shall:

1. Plan meetings in accordance with other Executive Members.
2. Chair all Brandon Pride Board meetings, including the Annual General Meeting.
3. Ensure that all rules and regulations are followed by all members of the Board.
4. Serve as a signing authority for Brandon Pride.
5. Act as the main spokesperson for the Board and do any interviews with the media. In the event that the Chair is unable to fulfil their duties, they may delegate to other Executive or Board Members.
 - 5.1. Whenever possible, all statements, social media posts, publications, etc. must be approved by a simple majority of the Executive Committee.
 - 5.2. When it is not possible to get pre-approval for an interview, the Executive committee must be made aware of the interview and its content as soon as possible, and must be within 12 hours.
6. Advocate Pride's interests at the Municipal and Provincial government levels.
7. Serve as a liaison between Brandon Pride and other Pride organisations, and attending the meetings of such Pride organisations at their request as far as practicable;
8. Ensure that any programs of the Board and Brandon Pride are implemented in accordance with;
 - 8.1. Motions of the Board;
 - 8.2. the Act; and

- 8.3. the Governance Documents;
9. Further and maintain good working relationships with;
 - 9.1. Members of Brandon Pride;
 - 9.2. Government Bodies;
 - 9.3. The Private Sector;
 - 9.4. The Not-for-Profit Sector;
 - 9.5. The General Public, and;
 - 9.6. Other Pride organisations;

Vice-Chair Finance

The Vice-Chair Finance of Brandon Pride shall:

1. Oversee the preparation of budgets for Pride-related events and activities.
2. Prepare an annual budget for the Organisation
3. Present financial statements at committee meetings.
4. Serve as a signing officer for Brandon Pride.
5. Remain financially responsible for the organisation throughout their terms of office.
6. Keep and maintain digital copies of all financial material used throughout the year.

Vice-Chair Communication

The Brandon Pride Vice-Chair Communication shall:

1. Respond to all Brandon Pride emails and include the appropriate Executive Member(s) in the response.
2. Monitor and oversee all Brandon Pride Social Media.
3. Write all letters and media releases for Brandon Pride and Pride Week as necessary.
4. Write and distribute thank you cards to all sponsors following events.
5. Serve as a signing authority for Brandon Pride.

Vice-Chair Events & Programing

The Brandon Pride Vice-Chair Communication shall:

1. Chair the Event subcommittee
2. Preparing budgets for all events outside of Pride Week
3. Plan and execute Brandon Pride events throughout the year
4. liaise with community organisations to find opportunities for event partnerships
5. Shall make the calendar of events for the year
6. Oversee the volunteer orientation and appreciation events
7. Act as a liaison between Brandon Pride and Collectives

Vice-Chair Operations

The Vice-Chair Operations of Brandon Pride shall:

1. Prepare and distribute agendas for Board meetings and Annual General Meetings
2. Ensure that meeting minutes are properly kept and distributed.
3. Maintain cloud-based digital copies of all written material used throughout the year.
4. Maintain and update a contact list of Brandon Pride members, supporters, sponsors, etc.
5. Make the appropriate changes to the Governance Documents after amendments are passed by the Board.
6. Ensure quality snacks are available at every Board Meeting
7. Serve as a signing officer for Brandon Pride.

ByLaw 400 – Board Member Responsibilities

All Board Members shall

1. Be encouraged to share ideas with the Board during any open discussion topics on the meeting agenda.
2. Be encouraged to volunteer their services at events.
3. Be invited to and will have voting rights at all meetings with the exception of Executive Committee meetings.

ByLaw 500 – Pride Collectives

1. Brandon Pride recognizes that the population of Brandon is diverse and advocates for providing equal opportunities for all people in the community; this includes supporting the Collectives, whose goal is to advocate and represent a stigmatised group in Brandon
2. Funding requests must include a cover letter, a budget outlining any income, including fundraising, any expected expenses, and proposed fund usage.
3. Brandon Pride will advertise and run the election for the chair of the collective at their AGM
4. Brandon Pride Collectives are:
 - 4.1. QTBIPOC Brandon

Bylaw 600 – Board Member Accountability

1. Notwithstanding any section of these Bylaws, all Board Members shall attempt to resolve any accountability or conduct issue informally before escalating the issue as per these Bylaws.
2. All issues related to the conduct and accountability of Brandon Pride Board Members, or the subsequent disciplinary actions taken to address these issues, shall be brought forth to the Discipline, Conduct, and Accountability Review Committee. This includes, but is not limited to:
 - 2.1. Poor performance, or insubordination;
 - 2.2. Actions or inactions that disregard, violate, or otherwise grossly misrepresent the intent of Brandon Prides Bylaws, Policies, and resolutions;
 - 2.3. Chronic absenteeism or neglect of duties as required of each Board Member; and
 - 2.4. Harassment or violence towards others.
3. A report of issues related to the conduct and accountability shall be made to the Discipline, Conduct, and Accountability Review Committee.
4. Once a complaint is received by the Chair of the Discipline, Conduct, and Accountability Review Committee, they shall make all reasonable efforts to ensure the validity and severeness of the complaint.
5. If, in the view of the Chair of the Discipline, Conduct, and Accountability Review Committee, the alleged issue is serious enough to potentially cause harm to the Board Member or others if not addressed immediately, the Chair shall have the authority to immediately suspend said Board Member from their office until such time that a full investigation can be conducted by the Discipline, Conduct, and Accountability Review Committee and a recommendation be made to the Board.
6. If, after an investigation, the Discipline, Conduct, and Accountability Review Committee recommends that disciplinary action is necessary, the following options are available to the Committee:
 - 6.1. A verbal warning outlining a summary of the issue requiring disciplinary action, and any recommended corrective actions;
 - 6.2. A written reprimand outlining a summary of the issue requiring a disciplinary action where a verbal warning does not suffice, and any recommended corrective actions; and
 - 6.3. A suspension from their Position for a disciplinary issue where a written warning does not suffice, for a minimum of 1 week, to a maximum of the remainder of the term/removal from their position.

7. It is also up to the Discipline, Conduct, and Accountability Review Committee to make a recommendation on whether a Board Member is still considered in good standing.
8. For verbal warnings and written reprimands recommended by the Discipline, Conduct, and Accountability Review Committee, the Chair of the Discipline, Conduct, and Accountability Review Committee shall have the authority to issue these disciplinary actions. A record of the decision and findings shall be kept on file for a minimum of 2 years by the organisation.
9. For suspensions recommended by the Discipline, Conduct, and Accountability Review Committee, the recommendation shall be issued to the Chair, who shall include the recommendation on the next available Board Meeting.
 - 9.1. A two-thirds (2/3) vote of the Board Members present at the Board meeting shall be required to approve a suspension.
10. All appeals to accountability decisions made by the Discipline, Conduct, and Accountability Review Committee shall be made to the Board;
 - 10.1. Appeals must be filed within thirty (30) days of the day the Discipline, Conduct, and Accountability Review Committee decision is made.
11. The Board, after hearing the appeal, has the following options:
 - 11.1. Order a new proceeding before the DCAR Committee; and
 - 11.2. dismiss the appeal;

ByLaw 700 - Disciplinary Action

1. Any alleged violation(s) of the Governance Documents will be heard and investigated by the Executive Committee.
2. Any violation(s) allegedly committed by an Executive Member shall be heard by the remaining Executive Members and a Representative appointed by the Board.
3. Any finding(s) and recommendation(s) shall be brought to a closed session of the Board for consideration;
4. Any disciplinary measures imposed by the Board are to be proportionate to the severity of the violation(s) and may result in, but not be limited to, dismissal from any and all associated office(s) of the Board;

5. Any final decision(s) on violation(s) of the Governance Documents shall be made by the Board as a whole, by majority vote, and are binding with no option to appeal;

ByLaw 800 – Elections

Elections

1. All Executive and Board positions shall be elected by the membership at the Annual General Meeting (AGM).
 - 1.1. The AGM shall take place within three months following Pride Week, and shall be held no later than September.
 - 1.2. All candidates are required to attend the Annual General Meeting.
 - 1.3. All candidates must be age 18 or older.
2. Election votes shall be by secret ballot
 - 2.1. Ballots shall be lit on fire at the end of the AGM, and burned until fully destroyed.
3. No Board Member shall hold more than one position unless it is an interim position.

Voting

4. Only Brandon Pride Members, in good standing, are eligible to vote in Brandon Pride elections.
5. Election and voting results shall be published on the Brandon Pride website within 72 hours of the end of the AGM.
6. Candidates may not pressure, influence, or coerce Brandon Pride Members to vote for them.
7. In the event of a tie, there will be a recount of ballots. If the count is correct and it is still a tie, the vote for the position in question will be recast.
8. For secret ballot votes, it is the responsibility of two current Board Members to count the ballots.
 - 8.1. for elections, the Executive Committee will appoint a returning officer to preside over the election.

Nominee Speeches

9. Speeches shall only take place at the Annual General Meeting.

10. Candidates are expected to communicate their intentions honestly and are prohibited from engaging in negative campaign strategies (e.g. smear campaigns), acting dishonestly, or making outlandish campaign promises.
11. Candidates have up to two (2) minutes to speak to the membership regarding their qualifications
12. Only candidates are permitted to speak regarding their nomination.
13. Candidates must notify the Chair prior to quitting an election.
14. Candidates who fail to comply with the above rules may be subject to disqualification at the discretion of the Executive.

ByLaw 900 - Branding

1. All branding changes (e.g. change of name, logo, social media handles, etc.) shall first be brought forward to an Executive Committee meeting.
2. The Executive Committee shall take branding changes to the Board for approval.

ByLaw 1000 - Finance

1. Brandon Pride shall maintain a banking account at a financial institution of their choosing and requires three signing officers for all banking matters.
 - 1.1. The signing officers for Brandon Pride shall be the Chair, Vice-Chair Finance and the Vice-Chair Communication.
2. In order for funds to be eligible for reimbursement, all purchases must be pre-approved by motion of the Executive Committee or a general Board Meeting.
3. Any profits made will not be used to increase the wealth of any individual members of the organisation, but be used to further extend our services to the community and goals laid out in the Brandon Pride mission statement.
4. In the case of abused finances, the Executives may see fit to call a meeting immediately and strip the authority or membership of the abuser.

ByLaw 1100 - Bylaw Amendments

1. Amendments to the Constitution of Brandon Pride may be initiated through the following means:

- 1.1. a motion by the Board of Directors
- 1.2. a motion by a Annual General Meeting
- 1.3. a petition signed by twenty-five (25) members of Brandon Pride and submitted to the Board of Directors