DRAFT

BY-LAWS OF ENLACE

PREAMBLE

Whereas there is a need for a unified voice articulating the needs, aspirations and identity of Latino lesbians and gay men and;

Whereas such unified voice must be generally representative in its composition, and totally representative in its leadership of the community of Latino people who are lesbians and gay men;

We therefore organize as Latino lesbians and gay men--this coalition to promote our rights and proclaim our pride.

ARTICLE I

NAME AND PURPOSES OF THE ORGANIZATION

Section 1: This organization shall bee known as ENLACE, the District of Columbia Metropolitan Coalition of Latino Lesbians and Gays, Inc.

Section 2: ENLACE is organized for the following specific purposes:

a. for charitable, educational and social purposes and--more specifically--to establish an organization dedicated to effectively address the concerns of lesbian and gay Latinos;

b. to provide a forum for awareness, understanding and recognition of lesbian and gay Latino unity, pride, relationships, and identity;

c. to educate and sensitize ourselves and the community to actively work for change on those issues which are a source of friction and division among us, such as homophobia, sexism, racism, and other issues;

d. to nurture and promote positive attitudes between and among Latino lesbians and gays and the gay community in general;

e. to work to abolish unfair discrimination against members of the lesbian and gay community;

f. to nurture and promote positive attitudes between and among Latino lesbians and gays and the rest of the Latino community;

g. to improve the working and social relationships between and among Latino lesbians and gay men and other communities;

h. to raise the consciousness of Latino lesbians and gay men on major local, national, and international issues; and to work cooperatively

with other local, national and international organizations to support the struggles for human and civil rights for all peoples; and

i. to promote awareness of all health issues that affect the lesbian and gay community (i.e., AIDS, cancer, substance abuse, etc.).

ARTICLE II

MEMBERSHIP

Section 1: Membership in ENLACE is open to all persons eighteen years of age or older who are residents of the Washington, DC Metropolitan Area.

Section 2: ENLACE welcomes into membership all individuals who make an application for membership, indicate their endorsement and support of the purposes of the organization and complete all other requirements for membership established by the Board of Directors not inconsistent with these by-laws.

Section 3: Membership in ENLACE shall be granted to eligible persons regardless of race, color, ethnicity, or national origin, religion, gender, sexual orientation, family responsibilities, political affiliation, able-bodiness, class or occupation.

Section 4: A member shall maintain good standing by paying all dues as specified and attending at least one meeting or activity a year. The Board of Directors shall establish a fair policy to ensure that no one shall be denied

membership due to a lack of financial resources. Members are encouraged to participate in at least one committee.

Section 5: Membership in ENLACE confers the right to vote and participate at all meetings and Board of Directors elections; the right to hold elective or appointive office; the right to receive all organizational publications and reports; vote upon and approve the by-laws or amendments to the by-laws; participate in the organization's activities; and all other rights and privileges of membership as determined by the Board of Directors.

Section 6: Membership in ENLACE may be revoked for failure to pay all dues as established by the Board of Directors, or for good cause by a vote of two thirds majority of the Board of Directors.

a. Activities and behavior detrimental to the good name and reputation of the organization or failure to support its by-laws and lawful activities shall constitute good cause for dismissal under this section. Nothing in this section shall be construed as limiting a member's right to free speech and legitimate dissent.

b. Any individual whose membership is revoked shall have the right to request reconsideration of such determination to the Board of Directors within 10 days of the Board's determination. Following a hearing, the Board of Directors may reconsider its vote. The decision of the Board of Directors shall be final.

ARTICLE III

THE BOARD OF DIRECTORS

Section 1: ENLACE shall be governed by a Board of Directors consisting of nine (9) members. Without prejudice to the right of every ENLACE member to run for office regardless of age, gender or place of residence, the organization shall, to the extent possible, encourage a broad based representation on the Board. To that effect, it shall be the policy of ENLACE, to encourage the election of a Board under the following formula:

a. Two (2) members, one male and one female, from each of the three jurisdictions of the District of Columbia metropolitan area. The three jurisdictions are the city of Washington, suburban Maryland and northern Virginia.

b. One (1) youth representative, between the ages of 18 and 25 years, one (1) elder representative at least 55 years of age, and one (1) member at large. All three of these directors shall be designated members at large. This formula being a goal only, no member shall be denied the right to run for office and serve if elected, regardless of age, gender or place of residence, as noted above.

Section 2: In order to ensure staggered terms on the Board of Directors, for the first year five (5) members, including one Co-Chair, will serve a one year term. The remaining four (4) elected members will serve a two year term. Thereafter all terms for all Board members shall be two years. Board members may be re-elected any number of times.

Section 3: Candidates for election to the Board must be members in good standing for at least one year preceding the election, having paid all dues outstanding and attending at least three meetings or activities per year. Candidates must also be active members of one committee or have participated in a special project assigned by the Board of Directors.

Section 4: The Board of Directors, as representatives of the membership, is hereby invested with the power to conduct all the business of the organization that is in furtherance of the goals and purposes as set forth in Article I of these by-laws.

Section 5: The powers and duties of the Board include, but are not limited to, the following:

a. approve uniform rules for the admission of new members,

b. create, consolidate or abolish operating committees as necessary, define its jurisdiction, and delegate the appropriate authority to those committees to carry out their duties,

c. approve and administer the organization's budget,

d. coordinate and supervise the organization's activities,

e. conduct grievance hearings and consider revocation of membership,

f. conduct annual elections,

g. fill vacancies to the Board of Directors by appointment until the next election,

h. establish membership dues,

i. propose amendments to these by-laws for approval or rejection by the membership.

Section 6: The Board of Directors, in the exercise of its discretion, may delegate any of its powers to such person or persons as it may deem proper, or to its committees, when such delegation is considered necessary to advance the organization's goals and purposes.

Section 7: Each member of the Board shall have one vote. All decisions, unless otherwise specified by these by-laws, shall be made by a majority vote of all directors present and voting.

Section 8: The Board of Directors shall meet on a regular basis in open session on a date and at a time and place designated by the Board to conduct the business of the organization. The Board shall establish its own rules and procedures for the orderly conduct of all of its business. Special meetings shall be called by the Co-Chairs whenever both shall deem necessary or at the request of at least 4 of the members of the Board.

Section 9: Five (5) members of the Board shall constitute a quorum. No votes shall be taken by the Board without a quorum being present.

Section 10: Any member of the Board having unexcused absences for three consecutive regularly scheduled meetings of the Board may be removed from office and a vacancy created upon initiation by a director and by a simple majority vote of the directors present. The director in question would not be allowed to vote on his or her expulsion. A director may also be removed for good cause under the same procedure.

ARTICLE IV

THE EXECUTIVE COMMITTEE

Section 1: The Executive Committee shall consist of two (2) Co-Chairs; one (1) male and one (1) female; a Secretary and a Treasurer, who act as officers of the organization.

Section 2: The Executive Committee shall come from the membership of the Board of Directors. The two Co-Chairs shall be elected by the general membership among those elected to the Board of Directors. The Secretary and the Treasurer shall be elected by a majority vote of the Board of Directors at its first regularly scheduled meeting following the annual meeting. Each officer shall serve one year terms and may be reelected any number of times.

Section 3: The Co-Chairs shall act as chief executive officers of the corporation. The Co-Chairs shall preside at all meetings of the Board of Directors; they shall see that all orders and resolutions of the Board of Directors are carried out. They shall have general superintendence and direction over all other officers of the organization and see that their duties are properly performed. The Co-Chairs are ex-officio members of all committees and appoint the chairs of all committees with the consent of the Board of Directors. The Co-chairs shall submit a report to the Board of Directors for submission to the membership at the annual meeting on the operations and financial state of the organization.

Section 4: The Secretary shall act as the recording clerk and records keeper of the organization. The Secretary shall ensure that the minutes of all meetings are properly recorded; maintain membership rolls and certify membership standing. The Secretary shall serve as the custodian of the books and records of the organization and provide for their proper disposition, organization and access.

Section 5: The Treasurer shall act as the financial officer of the organization. The Treasurer, under the direction of the Board of Directors, shall have charge of funds of the organization and shall deposit or designate someone to deposit these funds in the name of the organization in depositories designated by the Board; he or she shall authorize the payment of all vouchers or orders properly authorized by the Board; she or he shall provide all information as necessary to the Co-Chairs for the preparation of the annual operations report, and also report to the Board of Directors the financial status of the organization at each Board meeting.

Section 6: The Executive committee, as officers of the organization, shall act collectively as agents for the Board of directors when the Board is not in session. The Executive Committee shall be authorized to transact any business which cannot be delayed for action by the Board of Directors. Any action of the Executive Committee shall be reported to the Board of Directors at the next regularly scheduled meeting for its ratification or modification.

ARTICLE V

MEMBERSHIP MEETINGS

A. Annual Meetings

Section 1: The Board of Directors shall hold an annual membership meeting on a date and pursuant to procedures determined by the Board. The purposes of the annual meeting shall be to receive reports on the financial condition and operations of the organization; to reassess goals, objectives and direction of the organization; elect members to the Board of Directors and the Co-Chairs, and to consider and act upon amendments to these by-laws proposed by the Board. All amendments to the by-laws shall be ratified by a simple majority vote of all eligible voting members in good standing present.

Section 2: At the annual meeting, the Board of Directors shall:

a. report on the financial condition of the organization. The Statement of current financial condition will be prepared, printed and mailed to the general membership prior to the meeting.

b. report on the operations of the organization. This report shall contain a relation of all the organization's activities during the preceding year and report on pending plans an projects to advance the goals and purposes of the organization.

c. conduct such other and further business as the Board may deem necessary and appropriate.

Section 3: At all general membership meetings every voting member has the right to speak and be heard and bring to and before the assembly any appropriate matter or problem.

Section 4: A quorum at an annual meeting shall consist of 10% of the membership in good standing as certified by the Secretary. In the event of a lack of quorum the Board, at its discretion, may place any amendment to the by-laws or motion before the eligible voting membership by mail for a vote.

Section 5: Other than annual meetings, the Board of Directors may call a special general membership meeting for any purpose it deems appropriate and necessary, or may place any matter before the eligible voting membership by mail for a vote..

B. General Meetings

Section 6: General membership meetings will be scheduled to meet on a regular basis, to consider business before the organization, or organizational projects or other matters as determined by the Board of Directors. As a general rule, the Board shall hold general meetings once a month and with a minimum notice of one week.

Section 7: No quorum is required at a general meeting, at which a simple majority of the members present shall be required to pass a motion.

ARTICLE VI

ADOPTION OF THE BY-LAWS

Section 1: These by-laws shall be deemed adopted when approved by a simple majority of the eligible voting members in good standing present at an annual meeting or special general membership meeting, and shall become effective immediately.

ADOPTED ON: