

BYLAWS
of the
LEXINGTON PRIDE FESTIVAL

(A Committee of the Pride Community Services Organization)



AMENDED AND RESTATED BYLAWS OF THE

LEXINGTON PRIDE FESTIVAL

(As revised August 2, 2018)

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ARTICLE I. NAME

Section 1. The name of the committee is the Lexington Pride Festival (“Festival”).

Section 2. The mission of the Festival is to bring awareness and visibility through education and celebration of diversity to our community.

Section 3. The vision of the Festival is to create a welcoming and accepting community that exists to empower all LGBTQ+ individuals.

Section 4. The Lexington Pride Festival Committee (“Committee”) is accountable to the Pride Community Services Organization (“PCSO”) Board.

(A) The Committee is to strive to achieve the PCSO’s Mission.

(B) In order to meet this responsibility, the PCSO Board shall be involved in any actions or decisions concerning the following:

1) Legal issues including, but not limited to: contracts, official documents that require a signature, sponsorship letters, etc.

2) The image of the PCSO or the Festival, including, but not limited to, public safety concerns, issues with conflicts of interest, website content, etc.

3) Any issue involving the PCSO’s 501(c)(3) status.

(C) To ensure fiscal responsibility, the Festival Treasurer shall work with the PCSO’s Treasurer to provide a complete accounting of the Festival’s income and expenditures.

(D) The PCSO Board is ultimately responsible for the Festival and its outcome.

Section 5. The Festival will be held annually on the last Saturday in June.

ARTICLE II. EXECUTIVE COMMITTEE

Section 1. Festival Chair (“Chair”)

- (A) Qualifications: Eligibility for Chair is limited to individuals who have either previously served as a member of the Executive Committee or as a sub-committee chair, or have volunteered for a previous Festival and are sponsored by a current member of the PCSO Board, previous member of the Festival Executive Committee, or a previous Festival sub-committee chair. The Chair must be at least 21 years of age and pass a background check.
- 1) No paid employee of PCSO may henceforth serve as Chair of Lexington’s Pride Festival due to conflict of reporting interests.
 - 2) In the event that the Lexington Pride Festival Chair is unable to fulfill their duties as Pride Festival Chair, the PCSO Board shall appoint a successor to fill the vacancy.
 - 3) The PCSO Board shall solicit and interview applicants for Festival Chair and appoint the Festival Chair prior to the August elections meeting.
- (B) Job Description & Responsibilities: The Chair is responsible for running and facilitating the Committee meetings and ensuring that assigned tasks are being accomplished within approved budget(s) and timeline(s). The Chair serves as the face of the Festival. The Chair is a non-voting ex officio member of all sub-committees and must attend regularly scheduled monthly PCSO Board meetings to present progress reports. The Chair must be available for questions and help to resolve issues and emergencies quickly should a problem arise and need an immediate answer or resolution.

Section 2. Festival Vice-Chair (“Vice-Chair”)

- (A) Qualifications: Eligibility for Vice-Chair is limited to individuals who have either previously served as a member of the Executive Committee or as a sub-committee chair, or have volunteered for a previous Festival and are sponsored by a current member of the PCSO Board, previous member of the Festival Executive Committee, or a previous Festival sub-committee chair. The Vice-Chair must be at least 21 years of age and pass a background check.
- (B) Job Description & Responsibilities: The Vice-Chair conducts the duties of the Chair in their absence during all meetings, including reporting at PCSO Board meetings if the Chair is not able to attend. The Vice-Chair is a non-voting ex officio member of all sub-committees. This officer will perform all other duties as necessary and assigned.

Section 3. Festival Secretary (“Secretary”)

- (A) Qualifications: The Secretary must be proficient in word processing software. The Secretary must be at least 21 years of age and pass a background check.

(B) Job Description & Responsibilities: The Secretary is responsible for taking minutes at all meetings and emailing or electronically posting copies of those minutes to the committee within 72 hours from the conclusion of the last Committee meeting. The Secretary also works with the Chair to formulate agendas, call for agenda items to be submitted, and email or electronically post the agenda to the Committee no less than 48 hours before the next scheduled meeting. The Secretary is responsible for coordinating all Festival correspondences, maintaining copies of all Festival invoices and contracts, and keeping an up-to-date contact list of all Committee members.

Section 4. Festival Treasurer (“Treasurer”)

(A) Qualifications: The Treasurer must have financial background and experience, or otherwise demonstrate the ability to fill this position. The Treasurer must be at least 21 years or age and pass a background check.

(B) Job Description & Responsibilities: The Treasurer serves as the budgetary monitor of the Festival. The Treasurer provides reports of spending to the Committee and for each individual sub-committee, on a regular basis. The Treasurer processes payments and deposits for all expenses and proceeds of the Festival, and is responsible for scheduling cashiers, taking cash, and counting cash during all Festival events. The Treasurer shall work with the PCSO Treasurer and create forecasting reports on a quarterly basis to be reported to the Committee, and to the PCSO Board by the Chair. In the absence of the Secretary at a regularly scheduled meeting, the Treasurer is responsible for taking minutes and sending those out to the Committee within 72 hours from the conclusion of the last Committee meeting.

ARTICLE III. SUB-COMMITTEE CHAIRS AND AT-LARGE MEMBERS

Section 1. Accessibility Chair

- (A) **Qualifications:** The Accessibility Chair must be at least 21 years of age. The Accessibility Chair, if not knowledgeable, needs to be interested in self-education on the variables around inclusivity of all groups.
- (B) **Job Description & Responsibilities:** The Accessibility Chair is responsible for working with the Fundraising Chair, Vendor Liaison, Volunteers Chair, and the Logistics Chair at a minimum in order to ensure that all events regarding the Lexington Pride Festival are accessible and inviting to all people including but not limited to seniors, disabled persons, persons of color, all genders, and all orientations.
- (C) **Budgeting & Financial Accountability:** The Accessibility Chair, through their work on events with the other various chairs, shall determine additional costs in order to accommodate and be inviting to all people. The Accessibility Chair will give the chair in charge of an event that cost to add to the budget for the event.
- (D) **Accountability:** The Accessibility Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Accessibility Chair is also accountable to the PCSO Board, which may also remove the Accessibility Chair from their position.

Section 2. Activities Chair

- (E) **Qualifications:** The Activities Chair must be at least 16 years of age and pass a background check
- (F) **Job Description & Responsibilities:** The Activities Chair is responsible for the children's activity area: choosing age-appropriate games/events for families to partake in, working with the Logistics Chair to plan the children's area, and staffing and overseeing the children's activity area during the Festival.
- (G) **Budgeting & Financial Accountability:** The Activities Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Activities Committee's approved budget.
- (H) **Accountability:** The Activities Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Activities Chair is also accountable to the PCSO Board, which may also remove the Activities Chair from their position.

Section 3. Drag Coordinator

- (A) **Qualifications:** The Drag Coordinator must be at least 21 years of age. The Drag Coordinator must either be a member of the Lexington drag community and/or have strong connections with the Lexington drag community.
- (B) **Job Description & Responsibilities:** The Drag Coordinator is responsible for recruiting all drag and male performers for Festival fundraisers, and will work with the Fundraising Chair to make sure that all fundraisers that involve a drag show are run

smoothly. The Drag Coordinator shall plan and execute the annual Mr./Miss Lexington Pride Pageant. The Drag Coordinator shall create a policy for and carryout the selection of drag and male performers to perform during the drag section(s) of entertainment at the Festival and work with the Entertainment Chair to ensure that the lineup and music is provided to the Festival DJ in advance of the Festival.

- (C) Budgeting & Financial Accountability: The Drag Coordinator shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Drag Coordinator's approved budget.
- (D) Accountability: The Drag Coordinator is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Drag Coordinator is also accountable to the PCSO Board, which may also remove the Drag Coordinator from their position.

Section 4. Entertainment Chair

- (A) Qualifications: The Entertainment Chair must be at least 21 years of age.
- (B) Job Description & Responsibilities: The Entertainment Chair works within an allotted budget to provide entertainment from the stage during the day of the Festival. The Entertainment Chair works with national and local talent on contract negotiations. The PCSO Board, however, has all power to approve and sign entertainment related contracts, and the Entertainment Chair must receive the PCSO Board's approval before making final confirmations with entertainers. The Entertainment Chair is responsible for taking care of the entertainers during the day of the Festival and is in charge of assigning hospitality directors for the entertainers. The Entertainment Chair is the point of contact for entertainers during the day of the Festival, and fulfills all obligations from the contract and rider. The Entertainment Chair will be responsible for coordinating the set-up and break-down of the entertainment stage, including lighting, sound, and construction, working with the city electrician(s), and Logistics Chair.
- (C) Budgeting & Financial Accountability: The Entertainment Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Entertainment Committee's approved budget.
- (D) Accountability: The Entertainment Chair must receive prior approval from the Committee and the PCSO Board for confirmation and contract approval of all entertainers. The Entertainment Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Entertainment Chair is also accountable to the PCSO Board, which may also remove the Entertainment Chair from their position.

Section 5. Food & Beverage Chair

- (A) Qualifications: The Food & Beverage Chair must be at least 21 years of age and pass a background check to include no history of alcohol-related charges or incidents.
- (B) Job Description & Responsibilities: The Food & Beverage Chair shall be responsible for securing all food vendors and managing all aspects of the Festival's alcoholic

beverage service. The Food & Beverage Chair shall work closely with the Vendor Liaison and shall manage the solicitation and acceptance of all Festival food vendors. The Food & Beverage Chair will work closely with the Logistics and Sponsorship Chairs and shall secure liquor license(s) at least one-month prior to the Festival, purchase and take delivery of all alcohol, mixers, and other bar-related needs, secure volunteers to sell drink tickets and pour and serve beverages the day of the Festival, and oversee the setup, breakdown, and all sales and service of alcoholic beverages during the Festival in accordance with all relevant Kentucky and LFUCG ABC laws, ordinances, and regulations.

- (C) Budgeting & Financial Accountability: The Food & Beverage Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Food & Beverage Chair's approved budget.
- (D) Accountability: The Food & Beverage Chair will maintain Festival liquor license(s) in their name, and will therefore be directly accountable for abiding by the requirements of such license(s). The Food & Beverage Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Food & Beverage Chair is also accountable to the PCSO Board, which may also remove the Food & Beverage Chair from their position.

Section 6. Fundraising Chair

- (A) Qualifications: The Fundraising Chair must be at least 21 years of age and pass a background check.
- (B) Job Description & Responsibilities: The Fundraising Chair will work with the current Mr. & Miss Lexington Pride title holders in coordinating the fundraisers that the Committee holds in order to raise funds for the Festival, such as (but not limited to: the Mr. & Miss Lexington Pride Pageant, T-shirt Release Party, A Very Fairy Christmas, Bachelor/Bachelorette Auction & Dine To Donates). The Fundraising committee may see the need for the Lexington Pride Pageant to have a sub-committee with a Pageant Coordinator that reports directly to the Fundraising Chair. The Fundraising Chair also coordinates with the Volunteer Chair in order to recruit volunteers and participants for these events.
- (C) Budgeting & Financial Accountability: The Fundraising Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Fundraising Committee's approved budget. The Fundraising Chair shall ensure that a PCSO Board member is present to collect and count cash at all fundraisers in which cash is to be collected.
- (D) Accountability: The Fundraising Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Fundraising Chair is also accountable to the PCSO Board, which may also remove the Fundraising Chair from their position.

Section 7. IT/Website Chair

- (A) Qualifications:** The IT/Website Chair must have at least three years of IT/website experience. The IT/Website Chair must be at least 21 years of age and pass a background check.
- (B) Job Description & Responsibilities:** The IT/Website Chair is responsible for updating and gathering all the content to go on the Festival website. The IT/Website Chair is also responsible for any electronic accounts, software, mobile applications, financial applications, marketing applications, sponsorship applications, and any other tools to be used on the Festival website. This person is also responsible for internet providers, gateway and service at the day of the event. The IT/Website Chair shall work with the PCSO's IT/Website Manager to coordinate their needs and responsibilities.
- (C) Budgeting & Financial Accountability:** The IT/Website Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the the IT/Website Committee's approved budget.
- (D) Accountability:** The IT/Website Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The IT/Website Chair is also accountable to the PCSO Board, which may also remove the IT/Website Chair from their position.

Section 8. Logistics Chair

- (A) Qualifications:** The Logistics Chair must be at least 21 years of age and pass a background check.
- (B) Job Description & Responsibilities:** The Logistics Chair works with the city to secure a location for the Festival, lays out the design of the Festival (booth spaces, stage placement, etc.), and coordinates with the Vendor Liaison Chair. The Logistics Chair will work with the city electricians, division of police, and parks & recreation departments. The Logistics Chair is also responsible for dealing with city contracts, insurance, and all legalities, including the ice vendor, porta-potty company, and sound and lighting technicians for the stage. The Logistics Chair must work well with all other sub-committees to ensure that their logistical needs are met during the day of the Festival.
- (C) Budgeting & Financial Accountability:** The Logistics Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Logistics Committee's approved budget.
- (D) Accountability:** The Logistics Chair must receive prior approval from the Committee and the PCSO Board for all contract approval. The Logistics Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Logistics Chair is also accountable to the PCSO Board, which may also remove the Logistics Chair from their position.

Section 9. Marketing/Advertising Chair

- (A) Qualifications:** The Marketing/Advertising Chair must have at least three years of graphic design experience. The Marketing/Advertising Chair must be at least 21 years of age.
- (B) Job Description & Responsibilities:** The Marketing/Advertising Chair will be in charge of handling advertising and publicizing the Festival and all Pre and Post Festival related fundraisers/events. The Marketing/Advertising Chair is in charge of promoting the Festival (and Festival related events) through multiple media sources, including, but not limited to, hanging posters, working with the Social Media Chair, setting up news interviews (TV, radio, print, articles) for the months prior to and the week of the Festival, etc. The Marketing/Advertising Chair is also in charge of designing the Festival logo, designing and printing the Pride Guide, communicating with the Sponsorship Chair for Pride Guide ads, communicating with sponsors about their ad space, and providing ad designs for those who may need it, communicating with the Entertainment Chair about the entertainment schedule and information/photos/graphics for each entertainer, working with the Merchandising Chair and designing the Festival T-Shirts, and providing graphics/logos for any promotional items (banners, other pride merchandise, etc.). The Marketing/Advertising Chair must be able to meet very strict deadlines, be an effective communicator with other chairs as well as sponsors, be willing to negotiate sponsorships with media outlets to bring in additional dollars and keep costs low, and must be comfortable and willing to do TV, radio, and print interviews. The Marketing/Advertising Chair must work especially close with the Sponsorship Chair to ensure all Sponsors are included with their desired logos/branding in all appropriate Festival advertising. The Marketing/Advertising Chair will also work closely with the Festival Merchandising Committee and IT/Website Committee.
- (C) Budgeting & Financial Accountability:** The Marketing/Advertising Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Marketing/Advertising Committee's approved budget.
- (D) Accountability:** The Marketing/Advertising Chair must receive prior approval from the Committee and the PCSO Board for all promotional logos and print advertising. The Marketing/Advertising Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Marketing/Advertising Chair is also accountable to the PCSO Board, which may also remove the Marketing/Advertising Chair from their position.

Section 10. Merchandising Chair

- (A) Qualifications:** The Merchandising Chair must be at least 21 years of age and pass a background check.
- (B) Job Description & Responsibilities:** The Merchandising Chair chooses and brainstorms items to sell during the Festival, sets prices for items to be sold, and coordinates and

manages the merchandise booths during the day of the T-Shirt Release Party and Festival. The Merchandising Chair must work closely with the Marketing/Advertising Committee in order to coordinate proper logo placement on Merchandise. The Merchandising Chair is responsible for ordering and receiving all Festival merchandise, and keeping an inventory of all past and current merchandise in stock.

- (C) Budgeting & Financial Accountability: The Merchandising Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Merchandising Committee's approved budget.
- (D) Accountability: The Merchandising Chair must receive prior approval from the Committee and the PCSO Board for all merchandise to be ordered and sold at the Festival. The Merchandising Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Merchandising Chair is also accountable to the PCSO Board, which may also remove the Merchandising Chair from their position.

Section 11. Social Media Chair

- (A) Qualifications: The Social Media Chair must be at least 21 years of age.
- (B) Job Description & Responsibilities: The Social Media Chair will work with all the sub-committees to ensure that updates, information, and pictures are posted to all of the Festival's social media sites to get the word out quickly to people about upcoming events. The Social Media Chair must work especially close with the Marketing/Advertising Chair to promote the Festival and other Festival related events on social media. The Social Media Chair shall manage all Festival Facebook, Twitter and Instagram accounts, and other social media platforms as they may choose, with a team of individuals in a focused effort to promote the Festival and Festival related events, and keep the public informed about what is happening. The Social Media Chair will also coordinate with the IT/Website Chair to make sure that they are not duplicating announcements that are generated from the Festival website. The Social Media Chair shall be assigned the usernames and passwords for all of the Festival's social media accounts, and must relinquish this information to the PCSO President at the end of their term.
- (C) Budgeting & Financial Accountability: The Social Media Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Social Media Committee's approved budget.
- (D) Accountability: The Social Media Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Social Media Chair is also accountable to the PCSO Board, which may also remove the Social Media Chair from their position.

Section 12. Sponsorship Chair

- (A) Qualifications: The Sponsorship Chair must be at least 21 years of age and pass a background check.

- (B) Job Description & Responsibilities:** The Sponsorship Chair will work to seek and obtain corporate and local sponsorships for the Festival. The Sponsorship Chair must engage in constant communication with owners and sponsor contacts as it is vital to keep them in the loop of everything going on with their involvement with the Festival, as its investors. This is a very pressing role in the Festival, as the Sponsorship Chair must be able to speak professionally to obtain corporate sponsorships. The Sponsorship Chair is also in charge of preparing the sponsorship levels for the PCSO Board approval immediately after their election in order to get the sponsorship packets out before companies turn in their budgeting for the next year. This job requires keeping a contact log for each day of conversations and updating the master list of sponsorships that the Festival keeps available year-to-year. The Sponsorship Chair is the main point of contact for all Sponsors, and shall work closely with the Logistics Chair and Vendor Liaison to make sure they are happy with their booth placement (if any) and happy during the day of the Festival. Since the Sponsorship Chair's responsibilities are front-loaded, after they have wrapped up securing sponsors for the current year, they shall prepare sponsorship materials for the following year so that their successor can start soliciting sponsors as early as possible following the next year's elections.
- (C) Budgeting & Financial Accountability:** The Sponsorship Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Sponsorship Committee's approved budget.
- (D) Accountability:** The Sponsorship Chair must receive both Committee and PCSO Board approval prior to sending sponsorship packets out and agreeing to any in-kind sponsorship. The Sponsorship Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Sponsorship Chair is also accountable to the PCSO Board, which may also remove the Sponsorship Chair from their position.

Section 13. Vendor Liaison

- (A) Qualifications:** The Vendor Liaison must be at least 18 years of age.
- (B) Job Description & Responsibilities:** The Vendor Liaison works extremely close with the Logistics Chair, and is in charge of preparing and sending out the vendor applications. The Vendor Liaison is also in charge of making sure vendor applications are filled out and completed correctly, and that all payments for vendors are received in full. The Vendor Liaison is the primary contact for all vendors, especially during the day of the Festival. Vendors should report any problems and issues to the Vendor Liaison and make sure that vendors are set up correctly and abiding by everything they signed to in their contract.
- (C) Budgeting & Financial Accountability:** The Vendor Liaison shall work with the Logistics Chair in proposing a budget to the Committee for approval, and work with the Treasurer to keep within the Vendor Liaison Committee's approved budget.
- (D) Accountability:** The Vendor Liaison is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Vendor

Liaison is also accountable to the PCSO Board, which may also remove the Vendor Liaison from their position.

Section 14. Volunteers Chair

- (A) Qualifications:** The Volunteers Chair must have a very outgoing personality in order to have the initiative to approach people for volunteering. The Volunteers Chair must be at least 18 years of age
- (B) Job Description & Responsibilities:** The Volunteers Chair coordinates with, recruits, and sends updates to volunteers, and schedules volunteers to work during the Festival and Festival related events. The Volunteers Chair coordinates with each sub-committee to assess their needs during the Festival, and ensure adequate coverage. The Volunteers Chair provides a volunteer orientation for those wanting to help, and attends all Festival related and other events in order to solicit for volunteers. The Volunteers Chair shall work closely with the Fundraising Chair in order to provide volunteers for fundraisers.
- (C) Budgeting & Financial Accountability:** The Volunteers Chair shall propose a budget to the Committee for approval, and work with the Treasurer to keep within the Volunteers Committee's approved budget.
- (D) Accountability:** The Volunteers Chair is accountable to the Committee as a whole, and may be removed from their position by a majority vote of the Committee. The Volunteers Chair is also accountable to the PCSO Board, which may also remove the Volunteers Chair from their position.

Section 15. At-Large Members

- (A)** The Committee can appoint At-Large Committee Members by a majority vote.
- (B)** At-Large Members have the same voting right as all other Committee members, and count in establishing a quorum.
- (C)** Upon appointing At-Large Members, the Committee can specify their role and/or responsibility.

ARTICLE IV. ELECTIONS

Section 1. Elections for the Executive and Sub-Committee members (with the exception of the PCSO Board appointed Festival Chair) shall be held yearly on the fourth Thursday night of August. The elections shall be conducted by the PCSO President, unless they are either unavailable or ineligible to run the election because they are running for a position themselves. In that case, any other PCSO non-running Board Member may run the election process.

Section 2. Any community member present at the election meeting can vote, so long as they have accrued at least a total of 5 hours of volunteering for the PCSO over the preceding Committee year (July-August). Volunteering can include attending prior Committee meetings (minimum of 2 hours each), volunteering for any PCSO or Festival related activity, or any other activity within the last Committee year that the PCSO Board Member running the election deems applicable. All paid-in-full participants in the PCSO membership program can vote; a person shall be deemed a paid-in-full participant in the membership program if they have completed payment for their specific membership level for the prior fiscal year or if they have fully paid for their specific membership level for the current year on any date prior to the day of the election.

Section 3. Voting Procedures

- (A) Nominations for all Executive Committee and sub-committee Positions can be received either as self-nominations or nominations by any other individual who is eligible to vote at the meeting. Nominations can be received either electronically or in person.
- (B) In the case that more than one person is nominated for a single position, voting will be held by secret-ballot and counted by non-voting and non-running PCSO Board Members.
- (C) In order to win the election, a nominee must receive a majority of those voting (50+%). In the case that no nominee receives a majority of votes, a run-off shall be held between the two nominees who received the highest number of votes. All tie votes will be taken to the PCSO Board for final voting and approval.

Section 4. Approval for Elected Positions

- (A) The Festival Chair will report the election results at the next available PCSO Board meeting for approval and discussion if needed.
- (B) The PCSO Board may disapprove of any or all elected persons. In that case, it is the PCSO Board's responsibility to appoint and fill those position(s).
- (C) Positions will be announced to the public only after they are approved by the PCSO Board.

ARTICLE V. MEETINGS

Section 1. Executive Committee Meetings

- (A) Executive Committee meetings are held only when deemed necessary and when called by any Executive Committee member, PCSO Board, or the PCSO Board President.

Section 2. Main Committee Meetings

- (A) Main Committee Meetings shall be held on the fourth Thursday night of every month at 6:30 p.m., or can be changed by the Committee due to Holidays or other events.
- (B) Meetings shall be held on the second and fourth Thursday nights during the month of May at 6:30 p.m., and weekly on every Thursday night during the month of June at 6:30 p.m.
- (C) Agenda items shall be submitted to the Chair and Secretary two days in advance of each scheduled meeting.
- (D) All Committee members are expected to be at every meeting to present their report. If they are unable to attend, they shall choose to be present either electrically or to provide a report either by sending a representative from their sub-committee or electronically to both the Festival Chair and Secretary before the meeting.
- (E) The meeting minutes are to be either e-mailed to the Committee members or posted electronically within 72 hours after the conclusion of the meeting by the Festival Secretary and approved by the Committee at the next scheduled meeting.

Section 3. Sub-Committee Meetings

- (A) Monthly sub-committee meetings are encouraged to be held by sub-committee chairs to brainstorm ideas and create a plan of action for those ideas to be submitted at the Main Committee Meetings.

Section 4. Specially Called Meetings

- (A) Specially Called Meetings can be held in the account of an emergency or pressing issue needing to be address before the next scheduled meeting. These meetings can be called by any member of the Executive Committee, the PCSO Board, or the PCSO President.

ARTICLE VI. VOTING

Section 1. Quorum

- (A) Voting at meetings can only be accomplished when a quorum is present.
- (B) A quorum shall be established by a majority (50+%) of Committee members present.
- (C) In the case where a sub-committee is chaired by more than one person (co-chairs), any of those members present (either one or more) shall count as 1 person for purposes of establishing a quorum.

Section 2. Voting

- (A) Items that need to be voted on at Committee meetings include, but are not limited to: contracts, budgeting expenses, applications, and any other significant decisions.
- (B) All votes must first be motioned and then seconded by Committee members.
- (C) All votes must be passed by a majority (50+%) vote of all Committee members present.
- (D) In the case where a sub-committee is chaired by more than one person (co-chairs), any of those members present (either one or more) shall submit a single vote for themselves individually.

Section 3. The listed items above, or any other major decisions made by the Committee must be taken by the Chair to the PCSO Board for approval before they can be acted upon.

ARTICLE VII. PCSO BOARD AUTHORITY AND AMENDMENTS

Section 1. Funding

- (A) The PCSO makes a yearly minimum commitment of seed money for the Festival.
- (B) If additional seed money is needed, the Committee must make this request to the PCSO Board and include an explanation of the need.
- (C) The PCSO Board will vote on the request at their next board meeting, or if the need is time sensitive, the PCSO Board may call a special meeting or vote electronically.
- (D) The Committee is encouraged to make recommendations to the PCSO Board regarding seed money for subsequent years and other issues that pertain to the Festival.
- (E) All Committee members shall understand that, as a fundraiser for the PCSO, the Festival also furthers the PCSO's vision by providing funds for the organization's many on-going services. The continuation of that funding source will allow the PCSO to move forward in its efforts to improve and expand the services that will move the PCSO closer to a welcoming and accepting community for everyone.

Section 2. The PCSO Board has the absolute right to remove any Committee member for any reason at any time.

Section 3. The PCSO Board has the absolute right to review and change any decision made by the Festival Committee at any time.

ARTICLE VIII. CODE OF ETHICS AND POLICIES

Section 1. General Guidelines

- (A) Any duly elected or appointed member of the Committee is a representative of the entire Committee and Festival and has a fiduciary and ethical responsibility to maintain the highest possible standards of behavior and commitment.
- (B) As such, the following principles and policies are in place to outline the responsibilities of all Committee members and assure the highest possible standards of conduct by them.
- (C) All Committee members are to be familiar with the following principles and policies, and their failure to abide by them shall be reason for removal from the Committee.

Section 2. Ethical Principles

- (A) Communication – Providing the Committee regular updates as to the actions of each sub-committee’s part of the Festival. Communication should not only occur monthly at the meetings, but on an on-going basis. This is part of being a team. The Committee must also be conscience of communicating to the community by letting them know the plans and progress being made by the Committee in planning the Festival, either via the website or social media.
- (B) Honesty/Integrity: Includes not misleading or misrepresenting any facts to the Committee or to the public, and not claiming that you speak on behalf of the Festival, especially on legal or policy matters, without prior authorization from the Committee or PCSO Board, or as part of your responsibilities as detailed in these bylaws. Integrity requires that the Committee and its members be trustworthy, and hold those who are not honest accountable. Integrity requires honesty and accurate recording and reporting of all Committee activities.
- (C) Neutrality and Inclusiveness: Not “playing favorites,” including and reaching out to all members of the community promoting their participation in the Festival and embracing all GLBTQIA... individuals (including allies) regardless of age, race, creed, color, sex, national origin, religion, sexual orientation, gender identity, disability, marital status, socioeconomic status, or political ideology or identity.
- (D) Privacy- Includes neither “outing” anybody nor revealing their participation with the Festival to the public without their prior consent.
- (E) Refrain From Rumors: Includes not participating in the proliferation of malicious gossip or rumor-making about individuals involved or associated with the Festival or the PCSO, either past or present. This also includes not supporting those engaged in gossip.
- (F) Respect – Although Committee members may not always agree with each other, it is vital that they respect differing viewpoints. Respect also applies to what the community should expect and see in us, by being open and receptive to their ideas

about the Festival. Listening to and entertaining ideas from community members shows them respect and builds the community's respect of the Committee.

- (G) Teamwork/Cooperation: Includes the entire Committee working as a group toward one goal. Also includes not being in competition with other groups striving for similar goals/tenets as embodied in the Festival Mission and Vision statements.

Section 3. Specific Policies

- (A) Commitments and Attendance: All Committee members must commit sufficient time and effort to support the entire Committee's activities. It is understood that there are numerous tasks and duties involved with organizing the Festival and Festival related events, as such, it is imperative that all Committee members commit to and participate fully in their capacity as a member of the Committee.
- (B) Conflicts of Interest: From time to time, a Committee member may find themselves in a personal or business related "conflict of interest," this being defined as: "a personal or business relationship with any individual or business in which the Committee is conducting business and soliciting funds or donations." A Committee member who finds themselves in a "conflict of interest" must declare the conflict to the Committee immediately and may be requested to refrain from discussions at meetings regarding the issue/contract etc. This does not necessarily mean that activities/meetings will be held with the exclusion of the Committee member, but the Committee may deem that they will not be permitted to speak to, vote upon, or bring new information to the Committee at during the decision-making process.
- (C) Financial and Fiduciary Responsibilities: All Committee members must adhere to the financial systems put in place by both the Festival Treasurer and PCSO Treasurer for allocation of funds. The Board as a whole must approve any and all contracts and either the Board President or Chair must sign all contracts. Any breach of policy may result in the cancellation of the contract. All fundraising activities or sponsorship packages/contracts must be first approved by the Committees, and submitted for approval to the PCSO Board.
- (D) Financial Remuneration: Committee members shall not be entitled to financial remuneration or in-kind donations without the express, written approval of the PCSO Board. Such remunerations shall only be permitted for "special services" rendered outside the role and responsibilities of a Committee member. Such activities, where a Committee member would request remuneration, must be approved prior to implementation and any payment will be remitted only after the "special service" has been completed. Any solicitation of funds or in-kind donations by any Committee member from suppliers, vendors, sponsors, or individuals on behalf of the Committee, and not immediately remitted to the Committee or Treasurer will result in disciplinary action up to and including immediate removal from the Committee. Additional action may also be taken to retrieve such funds or goods.

(E) Media Relations: All Committee members are to refrain from making public statements to the media or any outside agency without the express approval of the Committee. The Chair or a member of the Marketing/Advertising Committee will issue all public or media statements by Press Release or verbally. If members of the press, other media, or outside agencies contact individual members of the Committee, all inquiries are to be referred to the Chair for comment.

ARTICLE IX. AMENDMENTS

Section 1. The PCSO Board has the absolute right to amend these by-laws at any time.