APPROVED BYLAWS OF THE MASSACHUSETTS COMMISSION ON LESBIAN, GAY, BISEXUAL AND TRANSGENDER YOUTH (APPROVED 10/11/2012)

Article 1 – Name

The name of this organization shall be the **Massachusetts Commission on Lesbian, Gay, Bisexual & Transgender Youth (MCLGBTY)**, hereinafter referred to as the Commission.

Article 2 – Authority and Powers

The Commission is an independent agency of the Commonwealth and shall not be subject to the control of any other department or agency, as established by the Great and General Court of the Commonwealth of Massachusetts in an Act of Jul. 1, 2006, ch. 139, §4, codified in Mass. Gen. Laws ch. 3, §67 (2006).

The powers of the commission shall include, but not be limited to, the following:

(1) to recommend policies and make recommendations to agencies and officers of the Commonwealth and local subdivisions of government to effectuate its mission and goals, outlined below in Article 3;

(2)to use voluntary and uncompensated services of private individuals, agencies and organizations that may from time to time be offered and needed;

(3) to acquire adequate staff to perform its duties, subject to appropriation;

(4) to establish and maintain offices that it considers necessary, subject to appropriation;

(5) to enact by-laws for its own governance;

(6) to appoint members to regional chapters of the commission; and

(7) to hold regular, public meetings and to hold fact-finding hearings and other public forums as it may consider necessary.

The Commission may request from all state agencies such information and assistance as the Commission may require.

The Commission may accept and solicit funds, including any gifts, donations, grants or bequests or any federal funds, for any of its purposes outlined in Article 3 below. These funds shall be deposited in a separate account with the State Treasurer, be received by the Treasurer on behalf of the Commonwealth, and be expended by the Commission in accordance with law.

{In the event of a conflict between these by-laws and the terms and revisions of the authorizing legislation, applicable Massachusetts General Laws shall supersede these by-laws.}

Article 3 - Mission and Goals

The Commission's mission is to investigate the use of resources from both the public and private sectors to enhance and improve the ability of state agencies to provide services to lesbian, gay, bisexual, and transgender youth. In furtherance of that responsibility, the Commission's goals are to:

(1) work in partnership with state agencies and the state legislature to create school-based and community-based programs focusing on suicide prevention, violence intervention, and the promotion of effective policies regarding harassment, bullying and discrimination against lesbian, gay, bisexual, and transgender youth; and

(2) make recommendations about policies and programs supporting lesbian, gay, bisexual, and transgender youth on an ongoing basis to the department of education, the department of public health, the executive office of health and human services, and other Massachusetts entities.

Article 4 – Annual Policy Recommendations

The Commission shall annually, on or before October 15th, report the results of its findings of the preceding year and make recommendations relating to the concerns of lesbian, gay, bisexual, and transgender youth to the Governor and to the clerks of the Massachusetts Senate and House of Representatives. These Annual Policy Recommendations must be ratified by the full Commission prior to dissemination.

Article 5 – Nomination, Appointment, and Responsibilities of Members

Section 5.1 Number

The Commission shall consist of at least twenty-seven (27) persons, and no more than fifty (50) persons.

Section 5.2 Rights & Responsibilities

All Commission members share the same rights and responsibilities. All Commissioners are expected to participate in meetings in a cordial manner.

Section 5.3 Composition

The membership of the Commission shall include at least one (1) parent of a lesbian, gay, bisexual or transgender person; two (2) high school students; two (2) college students; one (1) out-of-school youth; one (1) representative from an educational institution; and one (1) representative of the mental health professions.

Members of the Commission shall be drawn from diverse racial, ethnic, religious, age, sexual-orientation, gender identity and socio-economic backgrounds from throughout the Commonwealth. The Commission will strive to include in its composition at least 20% of Commissioners who identify as youth.

The Commission shall consist of at least twenty-seven (27) members nominated by organizations, including, but not limited to, the following:

- Three (3) persons appointed by the Massachusetts chapter of the *National Association of Social Workers (NASW)*;
- Three (3) persons appointed by the *Massachusetts Coalition for Suicide Prevention*;
- Two (2) persons appointed by the *Fenway Community Health Center*;
- Four (4) persons appointed by the *Greater Boston Parents, Families and Friends of Lesbians and Gays (Greater Boston PFLAG)*;
- Two (2) persons appointed by the *Massachusetts Gay and Lesbian Political Caucus (MGLPC)*;
- One (1) person appointed by *MassEquality*;
- One (1) person appointed by the *Massachusetts Teachers Association (MTA)*;
- One (1) persons appointed by *American Federation of Teachers (AFT), Massachusetts*;
- Three (3) persons appointed by the Massachusetts Chapter of the *American Academy of Pediatrics*
- Two (2) persons appointed by the *Gay, Lesbian and Straight Education Network (GLSEN)* of Boston;
- Two (2) persons appointed by the *Massachusetts Public Health Association (MPHA)*; and,
- Three (3) persons appointed by the *Massachusetts Association of School Superintendents.*
- *23 Regional Commissioners*

Section 5. 4 Appointing Additional Members

The Commission may solicit nominations in addition to those from the organizations listed in Section 5.3. The Commission may appoint additional members to the Commission, within the number range prescribed in Section 5.1.

Section 5. 5 Terms

Members shall serve terms of two (2) years and may continue until they forfeit, are removed or their successors are appointed. Terms of the Commissioners shall commence on January 1st immediately following their approval by the full Commission.

Section 5. 6 Compensation

The members of the Commission shall receive no compensation for their services, but shall be reimbursed for any usual and customary expenses incurred in the performance of their duties, subject to the availability of funds for reimbursements.

Section 5.7 Voting

Each Commissioner appointed pursuant to Section 5.3 and 5.4 shall be entitled to one (1) vote on each matter submitted to the Commission for a vote. There shall be no voting by proxy or secret ballots.

Section 5.8 Conflict of Interest

Members shall be considered special state employees for purposes of Chapter 268A of the *Massachusetts General Laws*.

Commissioners must certify in writing to the Commission staff that they have attended one (1) State Ethics Commission seminar or completed the equivalent State Ethics Commission online seminar, during each term.

Section 5.9 Committee Participation

Much of the work of the Commission takes place in the committees and task forces of the Commission. As a condition of appointment, each Commission member will serve on at least one of the Commission's committees.

Section 5.10 Resolving Conflict of Interest

Commissioners and Commission officers should be free of conflict of interest or the perception of conflict of interest, between their Commission duties as an officer and their employment or other significant affiliations. Any member of the Commission may raise a potential conflict of interest with regard to a Commissioner, by requesting the Executive Committee to consider the matter, through an Executive Committee member or the State Ethics Commission.

Section 5.11 Resignation

Any member of the Commission may resign at any time by written notice delivered in person or sent by mail/fax/e-mail to the Chair, or by a telephone call to the Chair. Any such resignation shall take effect at the time specified in the notice/telephone call, or if not so specified, then immediately upon receipt by the Chair of the Commission. The Chair will promptly notify the Chair of the Nominating Committee of the receipt of any notice of resignation; and, if the Commissioner was appointed by an organization identified in Section 5.1.3, the Chair shall contemporaneously notify the appointing organization.

Section 5.12 Removal

Commissioners may be removed for cause by a two-thirds vote of the full Commission. Removal for cause will take place in Executive Session under applicable law.

Section 5.13 Forfeiture

Commissioners with more than 2 unexcused absences from mandatory regularly scheduled full commission and/or committee meetings, or those who have more than five (5) total excused or unexcused absences from regularly scheduled full commission and/or committee meetings during a term shall forfeit their position and create a vacancy on the Commission after receiving written notice from the Executive Committee. Reasonable accommodations shall be extended to those members who require them because of an illness or disability. Remote participation at meetings (e.g. via conference call) is permitted and does not count as an absence.

Section 5 14 Leave of Absence

Commissioners may request a leave of absence of up to three months from Commission, subject to prior approval of the Chair. All such requests must be submitted in writing to the chair, specifying beginning and end dates of the leave of absence. An approved leave of absence suspends one's participation and responsibilities to the Commission but does not extend the Commissioner's term.

Section 5.15 Nominating Committee Appointment, Responsibilities & Timeframe

The Chair shall appoint a Chair of the Nominating Committee and that chair will solicit volunteers for participation on the committee. The Nominating Committee will (a) receive applications for membership on the Commission, (b) guide the selection and appointment process, (c) recommend potential Commissioners to the organizations identified in Section 5.3 and (d) solicit additional nominations for Commission membership. The Executive Committee can designate desired criteria for new members. The Nominating Committee shall actively recruit and recommend applicants so that the Commission membership conforms to the provisions of Section 5.3.

The Commission shall adopt such further written procedures for the Nominating Procedure to ensure its efficient, fair and transparent operation and fulfillment of its responsibilities as it deems appropriate.

The Nominating Committee shall solicit nominations to the Commission between August 1st and November 1st of each year through an open application process using a uniform application that has

been approved by the Executive Committee, the notice of which nominating process is widely circulated throughout the state, including but not limited to giving written notice on or before August 1st to the organizations identified in Section 5. 3 of the commencement of the nominating process together with copies of the Commission's procedures for application and of the approved application form. The application process shall be accessible to a diversity of applicants, specifically those referred to in Section 5.3. The slate of new candidates must be circulated to the Commission in advance of the full Commission vote on the slate.

Section 5.16 Appointment Procedures in the Event of a Vacancy

Following the receipt of notice of the resignation of a Commissioner pursuant to Section 5.11, the removal of a Commissioner by the Commission pursuant to Section 5.12, or the forfeiture of Commission membership pursuant to Section 5.13, the Executive Committee shall determine if the resigned or removed Commissioner was nominated by an organization specified by statute or otherwise appointed to the Commission. In the former instance, the Nominating Committee shall contact the appointing organization to inform them of the vacancy and request a replacement appointee by the following November 1st. The Nominating Committee may also suggest former and/or prospective applicants to the appointing organization. In the latter instance, the Nominating Committee may be requested by the Chair and/or Executive Committee to solicit additional nominations for consideration in the next nomination period, but the removal, resignation, or forfeiture itself does not create a vacancy.

Section 5.17 Grievance Procedure

In case of a grievance with the Commission or the Commissioner, the Executive Committee will appoint a 3 member grievance committee. Members shall serve year long terms and their role shall be to address any grievance brought to them regarding another member of the Commission or a non-Commissioner. The Grievance Committee will then meet individually with each member involved with the issue and shall then make a recommendation to the Executive Committee about how to address the grievance.

Article 6 – Officers

Section 6.1 List of Officers

The officers of the Commission shall be a Chair and Vice Chair(s).

Section 6.2 Election/Appointment

The Commission shall elect annually from among its members a Chair and two (2) Vice Chairs. The Chair of the Commission shall annually appoint pro tempore chairs of all the committees of the Commission. Each committee shall then annually elect from among its members a chair. Retiring officers shall serve until the end of meeting where the newly elected officers are elected. New officers assume their responsibilities upon appointment.

Section 6.3 Duties

The Chair and Vice Chairs shall be voting members of the Commission. The Chair shall preside at all meetings of the Commission and while presiding, votes only to break a tie. In the absence of the Chair, a designated Vice Chair shall preside and while presiding, shall vote only to break a tie.

Only the Chair of the Commission, or their specific designee, will act as official spokesperson of the Commission, particularly when communicating with government, press, media and other external entities. A designated spokesperson may have parameters placed on their speaking on behalf on the Commission, including, but not limited to: message/talking points; date/time; location or function; name and/or type of government personnel; name and/or type of media outlet(s).

Section 6.4 Terms and Term Limits

The Chair and Vice Chairs are elected at the December meeting and each serves a one-year term.

No one shall hold the office of Chair for more than three (3) consecutive one-year, terms.

Section 6.5 Vacancies

Any vacancy occurring in the office of Chair shall be filled by election by the membership of the Commission. Any vacancies in Vice Chair(s) or committee chair(s) shall be filled by appointment of the Executive Committee.

Section 6.6 Resignation

Any officer may resign at any time by written notice delivered in person, by mail/fax/e-mail to the Chair of the Commission. In the event of the resignation of the Chair and all the Vice Chair(s), the resignation shall be directed to all members of the Commission.

Section 6.7 Removal of the Chair for Cause

With at least ten (10) days prior notice, the Chair may be removed for cause by a two-thirds vote at any regularly scheduled meeting of the Commission. A two-thirds (2/3) vote of the quorum present shall be required. Removal for cause will take place in Executive Session under applicable law. The Executive Committee may make a recommendation to the full Commission about removing the Chair for cause. Any other Commission member may also make a recommendation about removing the Chair for cause at a full Commission meeting after going through the grievance process with the grievance committee. Removal from the office of Chair does not remove a member from the Commission.

Article 7 – Meetings

Section 7.1 General Meetings

The Commission shall meet a minimum of six times each calendar year at such times and places as it may determine, or as may be specified in the notice of the meeting. The meetings of the Commission shall be open to the public and shall be held only after adequate notice to the public.

Section 7.2 Special and Emergency Meetings

Special and Emergency meetings of the Commission may be called by the Chair of the Commission. The Chair of the Commission will call a special meeting of the Commission when requested by a minimum of 25% of the standing membership.

Section 7.3 Notice of Meetings

All meetings of the Commission are open to the public and shall be given public notice including the date, time and place of the meeting. Notice of all meetings of the Commission shall be sent by mail, e-mail or fax to each Commission member at her or his last known address as carried on the records of the organization not less than five (5) business days prior to the date of the meeting. Notice of the meetings shall also be posted on the Commission website.

Section 7.4 Quorum

A quorum for the purpose of convening a meeting shall equal one-third (1/3) of the number of members. A quorum for the purpose of voting shall equal fifty percent plus one (50% +1) of the number of members.

Section 7.5 Manner of Acting

A quorum present, the act of the majority of the members present shall constitute the action of the entire Commission, except as otherwise provided in these by-laws.

Section 7.6 Meeting Procedure

Meetings of the Commission shall be conducted informally, governed by commonly accepted rules of courtesy, except that all decisions of the Commission shall be made by Motion and that the Chair shall have the authority to invoke *Robert's Rules of Order, Newly Revised* (1991 edition) when she or he deems it necessary to continue the Commission's deliberations.

Section 7.6.1 Minutes

The Commission will maintain accurate minutes of all meetings in accordance with the Public Records law that must include, but are not limited to, date, time, place of the meeting, identity of members present, and actions taken.

Section 7.6.2 Executive Session

The Commission may enter into Executive Session as permitted by law. Roll call votes are required to enter into and during an Executive Session.

Article 8 – Committees

Section 8.1 General

The Executive Committee may establish standing committees and task forces to assist the Commission in its work. Each committee and task force shall maintain minutes of its proceedings and shall report to the Commission as required by the Commission.

Section 8.2 Executive Committee

The Executive Committee is composed of the Chair, Vice-Chairs, and each committee chair. The Executive Committee may choose to appoint other members at large. The Chair, or her/his designee, serves as chair of the Executive Committee. The Executive Committee shall strive to be comprised of at least 20% youth members.

The Executive Committee sets the Commission's policy framework, priorities and work plan. It addresses administrative matters, including planning meetings, setting meeting agendas, authorizing expenditures, and coordinating implementation of Commission decisions. The Executive Committee shall:

A) Be responsible with the Commission staff for ensuring the orderly and integrated progression of work of the Commission and its Committees;
B) Oversee the operations of the Commission and recommend amendments to the by-laws as appropriate; and
C) Foster the active and meaningful participation of all Commission members, create a supportive environment where input is valued, and ensure that Commission work and decisions are representative and effective of the full Commission.
D) The Executive Committee may also assign tasks to other committees, as needed.

Between Commission meetings, the Executive Committee may be convened to make a decision or act on behalf of the Commission on any matters that require action before the next full Commission meeting.

Section 8.3 Committee Membership

The Chairs of the Committees shall recruit committee members from the membership of the Commission. If any committee requires more members, the Executive Committee may appoint said members from the Commission if an insufficient number of members volunteer.

Article 9 – Records

There shall be minutes maintained of all proceedings of the Commission, its committees, its task forces, and such other records as may be required by the public records law for the proper conduct of its business and affairs. These minutes and related information shall be available for public inspection and copying at the entity which provides support to the Commission.

Article 10 – Amendments

The Commission shall have the power to alter, amend, or repeal the by-laws at any meeting at which a quorum is present, provided that written notice of the proposed change is sent to all members at least ten (10) business days prior to such meeting. A two-thirds (2/3) vote of the quorum present shall be required to amend the by-laws.