

(GAIN) BY-LAWS (approved 4/10/2008)

GREATER ANNAPOLIS INTERFAITH NETWORK, INC. (GAIN) BY-LAWS (approved 4.10.2008)

Article 1 – NameThe name of this organization shall be the Greater Annapolis Interfaith Network (GAIN), Inc.

Article 2 – Purpose and MissionThe purpose of GAIN is to foster community and justice in our local area through raising awareness of issues, supporting our member faith groups, and sharing our talents to achieve this goal. This includes empowering all people to realize their full potential and to build solidarity and community for collaborative action.

Mission Statement: Greater Annapolis Interfaith Network (GAIN), Inc. is an inclusive coalition of faith representatives who collaborate to raise awareness and change systemic injustices in the Greater Annapolis Area. Through our strengthened and broadened relationships, we share our talents and gifts to advocate for just opportunities for all.

Article 3 – Membership

Section 1 – The full members of GAIN shall be those faith based communities in the Greater Annapolis Area who express an interest in the mission and purpose of GAIN. No person or faith community shall be excluded from membership because of age, color, disability, familial status, genetic information, sexual orientation, marital status, national origin, race, religion/creed, or sex.

Section 2 – Affiliate members shall be those organizations and individuals who wish to cooperate with and communicate with GAIN.

Section 3 – Membership inclusion shall be by completion of Membership Form, which includes demographic information, and listing of contact liaison (and alternative) representative responsible for attendance at meetings. Membership requires approval by the Board.

Section 4 – Membership may be terminated by written notice (i) for failure to meet commitments, including attendance at the Board of Directors meetings, or for failure to appoint representative, (ii) for failure to participate in the work of GAIN, or (iii) for misuse of Gain membership by activities contrary to GAIN's purpose and principles.

Article 4 – Organization and Procedures:

Section 1 – Structure:a. There shall be a Board of Directors comprised of a designated representative from each faith community member of GAIN. This body shall be the ultimate decision making arm of GAIN.

b. There shall be an Executive Committee composed of the GAIN officers and at least three selected members of the Board of Directors, elected by a plurality of Board members. The Executive Committee shall meet monthly (except July and August), shall develop agendas for the Board of Directors, hear appropriate reports, and generate financial support. This Committee shall serve as the guiding force of GAIN. The Executive Committee also has the authority to appoint or approve committees for specific events and programs.

c. A Board of Directors Nomination Committee shall have five members, each representing diverse elements of the Board. The Nomination Committee shall be responsible for presenting prospective Board members and Officers of the Board to the Board of Directors.

Section 2 – Responsibility:In addition to the general corporate powers and responsibilities granted GAIN, the Board of Directors shall assume responsibility for determining policies and goals, which guide the purposes, governing principles, functions, activities, and courses of action. The Board of Directors shall determine the membership of GAIN and elect officers of GAIN. Each Board Member not holding an elected office shall participate in GAIN projects/programs. The Executive Committee shall develop agendas for GAIN, hear appropriate reports, and generate, as applicable, financial support. Such policies, goals, and activities shall be consistent with the general direction provided by the Board of Directors.

Section 3 – Meetings:

Board Meetings:The Board shall meet on the second Thursday of the first month of each quarter of the year to review directions, programs, requests for programs, and consider alliances in working with organizations and faith communities to achieve the Mission of GAIN. A written notice of each meeting of the Board together with a proposed agenda shall be mailed or emailed to the appropriate members not less than seven days prior to the meeting. In addition to the regular meetings, special meetings shall be held on the call of the President or of five members of the Board. A quorum for meetings shall consist of nine of the eligible members of the Board.

Executive Committee Meetings:

a. The Executive Committee shall meet monthly on the second Thursday of each month, other than those on which the Board meets; and, additionally, as determined by the Executive Committee, as necessary to carry out its responsibilities.

Full Membership and Public Meetings:

a. Additional GAIN-wide meetings open to the public will be held as appropriately determined by members of subcommittees on different areas.

Section 4 – Removal from BoardAny board member who fails to attend three consecutive regularly scheduled Board meetings, and does not appoint a designated alternative for attendance at these meetings, shall vacate the office unless these are excused absences. That Board Member's Faith Community Leader shall be notified within two weeks prior to the removal of the board member, requesting information whether the Faith Community wishes to continue as a sponsoring member of GAIN, and to appoint a new representative to the Board.

Section 5 – Officers: A Chair, Vice-Chair, Secretary, and Treasurer shall be elected from amongst its Board members by the Board at the third quarterly meeting of the appropriate year, along with three other Executive Committee members. These terms shall be staggered, with the Chair and Secretary elected on even years, and the Vice-Chair and Treasurer on odd numbered years. All officers shall be installed as part of the next quarterly meeting. Officers shall perform those duties usual to their offices, shall serve for two years from the date of their election, and may be re-elected to successive terms. Vacancies shall be filled by the Board of Directors and such officers shall serve until the next bi-annual election.

Section 6 – Other Procedures:Appropriate procedures for meetings, following Robert's Rules of Order, shall be followed. Announcements addressed to the public sector shall be issued only after consultation with the Board of Directors and upon majority vote of the Board of Directors. Each faith community shall have the right to

disagree and/or withdraw support regarding the announcement and that would be indicated, if desired, in the announcement. Only those faith communities affirming such statements shall be identified as part of that statement issued to the public sector. Article 5: Finances:Funds for special programs may be solicited from appropriate sources. The fiscal year shall be the calendar year. Article 6: Amendments:Amendments to these by-laws may be made at any meeting of the Board of Directors by a two-thirds vote of members present and voting, and including absentee votes submitted prior to the meeting, provided that written notice of the text and proposed amendment(s) shall have been mailed to each member at least seven days in advance of the meeting at which the matter is to be considered and an opportunity for absentee ballots has been provided. No amendment shall become effective until the GAIN membership has been informed.