

**BY LAWS OF
ASIAN AND PACIFIC ISLANDER
QUEERS UNITED FOR ACTION
(AQUA)**

Article I. Mission and Vision

Asian and Pacific Islander Queers United for Action (AQUA) is a volunteer based organization that strives to promote the positive identity and general welfare of the gay, bisexual, transgendered and questioning members of the Asian and Pacific Islander (API) communities in the Washington, DC metropolitan area, through advocacy, coalition building, education, networking, outreach and support. To achieve this overall vision, AQUA works closely with other API queer organizations in the DC metropolitan area. AQUA's primary focus is to serve the gay, bisexual, transgendered and questioning API male community in the DC area.

Article II. Membership

- Section 1.
- a. Full Membership in AQUA shall be open to any dues-paying self-identified Asian or Pacific Islander gay, bisexual, transgendered or questioning male.
 - b. Full Membership dues will be \$20 a year. A Full Membership year shall start as of the date of a member's payment of the dues and shall expire exactly one year following that date.
 - c. The benefits of Full Membership shall be the following, plus any other membership benefits the Board of Directors may add: Voting in Elections and on Organizational Issues, Eligibility to Serve on the Board Of Directors and/or as an Officer, Full Member-Only Programming, Full Member-Only Listserv, Discounts at Events, and Newsletter and other Mailings.
- Section 2.
- a. Ally Membership in AQUA shall be open to any dues-paying individual who fully supports AQUA's mission.
 - b. Ally Membership dues will be \$15 a year. An Ally Membership year shall start as of the date of a member's payment of the dues and shall expire exactly one year following that date.
 - c. The benefits of Ally Membership shall be the following, plus any other membership benefits the Board of Directors may add: General AQUA Programming, General AQUA Listserv, Discounts at Events, and Newsletter and other Mailings.
 - d. Ally Members shall not be eligible to vote in elections or on organizational issues nor shall they be eligible to serve on the Board of Directors and/or as an officer.

- Section 3. a. Youth Membership shall be open to any person who is 24 years or younger.
- b. Youth Membership dues shall be \$10 a year. A Youth Membership year shall start as of the date of the member's payment of the dues and shall expire exactly one year following that date.
- c. An individual who is an AQUA member through a Youth Membership shall have the same benefits of membership as the individual is eligible for under either Full or Ally Membership. Whether such an individual holds Full or Ally Membership benefits shall be designated in AQUA records.
- Section 4. a. Family Membership shall be open to any person plus minor children who share a household with an AQUA Full member. A Family Membership may consist of any combination of Full or Ally Members.
- b. Family Memberships are honorary memberships given on special circumstances upon special requests and AQUA Board approvals.
- c. An individual who is an AQUA member through a Family Membership shall have the same benefits of membership as the individual is eligible for under either Full or Ally Membership. Whether such an individual holds Full or Ally Membership benefits shall be designated in AQUA records.
- Section 5. The Board of Directors shall convene an annual general membership meeting which shall coincide with annual elections. The Board also may call for a general membership meeting at any time.
- Section 6. The Board of Directors shall have to power to adjust membership dues on an annual basis, coinciding with annual elections. Dues adjustments must be reasonable and be passed by the Board with 4/5ths or more majority vote.

Article III. Organization

- Section 1. AQUA shall be governed by an elected Board of Directors which shall have final approval on financial, programming and other organizational decisions and actions affecting AQUA. Unless otherwise specified in these bylaws, such decisions shall be made by a majority vote.
- Section 2. The Board of Directors shall be composed of five members: two co-chairs, a treasurer, a secretary, and an at-large appointed member. No one person may hold more than one seat on the board. Quorum for Board action shall be four Board members.

- Section 3. The at-large appointed member shall be appointed by a majority vote of the officers no later than 30 days after officers are elected.
- Section 4. The Board of Directors shall meet monthly or at such time when three board members agree to call a special meeting.
- Section 5.
- a. Any Board member or Full Member may present a motion for the removal of any Board Member. Such motion must be in writing stating the reasons for the motion.
 - b. A Board member who is the subject of a motion for removal may not vote in any actions concerning the removal.
 - c. The Board must vote by a simple majority to even consider a motion for removal. If the Board votes to consider the motion, then the Board must vote, at its next regular meeting or at a called special meeting, on whether to remove the Board member.
 - d. To remove a Board member, a 3/4 majority of quorum of board members eligible to vote must be reached.
- Section 6. The Board shall develop written guidelines for operation of AQUA for items not specifically covered in the bylaws including, but not limited to, position descriptions for officers, financial operations, process for elections and conduct for listservs.

Article IV. Officers

- Section 1. The officers of AQUA shall be: two co-chairs, a treasurer and a secretary. No one person may hold more than one officer position.
- Section 2. The officers shall be elected by a democratic vote as outlined in the article on Elections of AQUA Full Members to a term of one year.
- Section 3. The duties of co-chairs shall be to provide overall leadership and direction to AQUA, facilitate Board and General Membership meetings, represent AQUA during internal and external events and other duties as the co-chairs deem necessary for the proper functioning of the organization.
- Section 4. The duties of the treasurer shall be to collect membership dues, maintain and update financial records including membership dues, maintain AQUA's bank accounts, provide an annual report on AQUA's finances during the annual general membership meeting, report to the Board on AQUA's finances and other duties as deemed necessary by the Board of Directors.

- Section 5. The duties of the secretary shall be to keep the minutes of AQUA Board and General Membership meetings, maintain a database of AQUA members, maintain AQUA archives and other duties as deemed necessary by the Board of Directors.
- Section 6. The At-Large Board Member shall be an officer whose duties are as assigned by the Board.
- Section 7. a. In the event that a Board Member is removed or resigns, if there are more than 90 days remaining in the term of that Board Member, the Board immediately shall solicit nominations from the membership to replace the Board Member.
- b. Within 14 days of the call for nominations, the Board shall call a special meeting of the Board to appoint a Full Member to serve the remainder of the removed or resigned Board Member's term.
- c. If there are less than 90 days remaining in the term of that Board Member, the remaining Board Members shall equitably redistribute the duties of the Board Member until the next regularly scheduled election.

Article V. Standing Committees

- Section 1. Three Standing Committees shall be formed by the bylaws: Membership Committee; Communications Committee; and Program Committee.
- Section 2. The Chair of each Standing Committee shall be appointed by the Board to a term concurrent with the term of the Board. Standing Committee Chairs must be Full Members of AQUA. Board members may also serve as Standing Committee Chairs.
- Section 3. The Membership Committee shall be responsible for maintaining records on AQUA membership as well as developing and implementing outreach and recruitment strategies for potential members. The Membership Committee also will perform such duties as assigned by the Board.
- Section 4. The Communications Committee shall be responsible for developing and maintaining communications tools for AQUA membership. These tools may include: listservs, newsletters, websites and electronic calendars. The Communications Committee also will perform such duties as assigned by the Board.
- Section 5. The Program Committee shall be responsible for developing and implementing programs to further AQUA's goals. Programming may include: speaker series, rap sessions, potlucks, Pride and APA Heritage Month activities, and other cultural, social or political events. The Program Committee also will perform such duties as assigned by the Board.

Section 6. In the event that a Standing Committee Chair is removed or resigns, the Board shall have discretion as to if and how to fill the position.

Section 7. Any AQUA member shall be eligible to serve as a member of any Standing Committee.

Article VI. AQUA Advisory, Elections and Other Committees

Section 1. a. The AQUA Advisory Committee shall consist of the founding members of AQUA and any person who has held a position on the AQUA Interim Board of Directors or the AQUA Board of Directors.

b. The duties of the Advisory Committee shall be to provide any advice and assistance to the current AQUA Board of Directors as the Board may solicit from the Advisory Committee.

Section 2. The board shall appoint a minimum two-member Elections Committee to supervise, oversee and count votes in AQUA elections. The committee shall be appointed annually and must consist entirely of Full Members who are not running for any AQUA office. It is the responsibility of all board members to recruit potential leaders, including officers, for the organization.

Section 3. a. The Board may, at its discretion, form any committee to perform duties as the Board decides consistent with AQUA's mission.

b. At the time of formation of a committee, the Board shall set out in writing the duties of the committee, the duration of its existence and other details necessary for the committee to successfully function.

c. Unless otherwise specified in the bylaws, any AQUA member shall be eligible to serve as a member of any committee formed at the board's discretion under this section. The Board shall have discretion to appoint the chair of a committee.

Article VIII. Elections

Section 1. The procedures outlined in this chapter of the bylaws will govern elections of all officers or board members unless otherwise stated in the bylaws.

Section 2. An election will be held annually to elect members to serve in the leadership roles described in other parts of these bylaws. Elections shall coincide with the Annual General Membership Meeting which shall take place yearly in December.

Section 3. Only Full Members who have paid their dues in full 30 days prior to the election date will be eligible to vote.

- Section 4. a. A candidate for office must express an interest in running or accept a nomination by notifying the Election Committee prior to the November meeting/potluck that precedes the Annual General Membership Meeting/Elections in December.
- b. During the November meeting/potluck, each candidate for office will have the opportunity to address the membership.
- Section 5. a. Each Full Member may cast one ballot per vote during Elections. The ballots shall be secret.
- b. Ballots may be cast by mail or in person. Procedures for mail-in ballots must be outlined in the guidelines for operation of AQUA outlined in Article III, Section 6.
- b. The winning candidate for an elected position is the candidate who receive the most votes by plurality of the ballots cast.
- c. In the event of a tie vote among two or more candidates, a run-off will take place among those candidates who tied. The winner shall be determined by a plurality vote.
- d. A candidate may run for a position unopposed.
- e. Ballots will be counted by at least two non-running Advisory Committee members or Board Members. Election results will be announced during the Annual General Membership Meeting.
- Section 6. Unless otherwise specified, a term of office is one year from the date of election until the election the following year.
- Section 7. For purposes of AQUA's first official election on April 21, 2001, officers and all subsequent appointed leaders will serve until regular elections in December 2001.

Article IX. Ratification and Amendments

- Section 1. These bylaws shall become ratified and effective upon a 2/3 majority vote of AQUA Full Members attending the April 21, 2001, elections/general meeting.
- Section 2. a. Amendments to the bylaws may only be presented and voted on at the Annual General Membership Meeting/Elections.
- b. A proposed amendment to the bylaws must be presented in writing to the Board at least 60 days prior to the Annual General Membership Meeting/Elections. Any AQUA member may propose an amendment to the bylaws.

c. The Board by a majority vote must decide whether to present the proposed amendment to the general membership for consideration. If the Board votes to do so, the proposed amendment must be presented in writing to the general membership at the meeting 30 days prior to the Annual General Membership Meeting/Elections.

d. To become effective, a proposed amendment to the bylaws must be ratified by a 2/3 majority vote of AQUA Full Members at the Annual General Membership Meeting/Elections. Unless otherwise noted in writing, a proposed amendment becomes effective immediately upon ratification.

**Approved Unanimously by the
Interim Board of AQUA
Date: April 19, 2001**

Ben Deguzman, co-chair
Hector Vargas, co-chair
Kevin Lee, treasurer (not present)
Allan Pacheco, secretary
Alex Benjamin
Denys Lau
Charmaine Manansala
Ann Surapruik (not present)
Chen Wen

**Ratified by the
Members of AQUA
Date: April 21, 2001**

**Amended by the Members of AQUA
Date: January 17, 2004**

**Membership dues amended
by AQUA Board
Date: April 1st, 2007**
Linh Hoang
Wee Lee Sim
Danny Leung