

These bylaws of Dignity Northern Virginia (D/NoVA) were approved at the Annual Meeting on 30 October 2021 and became effective at 12:01 am on 1 November 2021. These new bylaws amend and supersede the bylaws approved at the 2007 General Membership Meeting held on 3 November 2007 which became effective at 12:01 AM on 4 November 2007.

#### ARTICLE I. NAME

Section 1. The name of the organization shall be Dignity Northern Virginia (D/NoVA).

#### ARTICLE II. PURPOSE

Section 1. The primary purpose of D/NoVA shall be to sponsor a weekly Mass in the Roman Catholic tradition for the local Lesbian, Gay, Bisexual, Transgender, Queer, and Questioning (LGBTQ+) community, their family and friends, and to support ancillary activities as further described in D/NoVA's statement of mission and goals below.

#### Section 2. Mission Statement:

D/NoVA is a welcoming community of LGBTQ+ Catholics, our families and friends, with a common mission to:

- a. establish a nurturing community of worship, celebration, ministry, spiritual development, education and fellowship;
- b. provide a healing outreach to LGBTQ+ Catholics by affirming that all people are children of God; and
- c. be a prophetic witness of Jesus's teachings and message to the Church, the LGBTQ+ community, and society through the unique and individual spiritual experiences of LGBTQ+ persons.

#### Section 3. Goals:

D/NoVA seeks to provide, facilitate, and /or sponsor religious, educational, community service and charitable activities to unite LGBTQ+ individuals as well as all Roman Catholics regardless of their sexual orientation, gender, gender identity, age, race, ethnic origin, disability, age, income, political affiliation, or any other classification, in a way that is consonant with Christ's teaching, to be an instrument of Christ, to develop leadership, to worship together in full communion, and to be recognized as a positive example of Christian community by the Church and by society.

D/NoVA seeks to openly express our Christian faith through the tenets of our Roman Catholic faith, to achieve Christian maturity, and to demonstrate our love of God through our actions, our interactions, and our example.

D/NoVA seeks to focus and demonstrate our faith by sponsoring a weekly Mass, the sacraments, scripture, personal prayer, and the love of neighbor, in a warm, welcoming environment for the LGBTQ+ community, their friends and relatives, and the greater society. D/NoVA aims to provide a place and time for religious services that include the sacraments, prayer, worship, and fellowship.

D/NoVA aims to provide Liturgical (including Worship and Music) and Social Ministries.

D/NoVA aims to provide the basis for performing charitable (religious) acts which may include but are not limited to AIDS Ministry, Hospital Ministry, Homebound Ministry, Homeless and Abandoned Ministries, and Ministries to LGBTQ+ people.

D/NoVA aims to educate members, friends, and the outside community in matters of faith as well as concerns of the LGBTQ+ communities so that sexuality and spirituality are integrated rather than exclusive of each other. This may include but not be limited to outreach ministries such as personal contact, seminars, speaker events, printed material, and networking.

D/NoVA aims to educate the Church and society on the importance of inclusivity in all matters through our own example and in such a way so that all people feel welcome and comfortable in the knowledge that anyone can achieve the goals they work toward without being excluded based on classification, real or imagined. To limit anyone by using excluding actions, statements, words or deeds, limits everyone from achieving their full potential.

D/NoVA aims through education and example to eliminate all forms of harassment, particularly sexual and gender-based harassment, from society. All harassment is degrading not only to the person on which it is perpetrated, but also to the society as a whole. Harassment of any form shall not be allowed at any D/NoVA function, event or activity whether the function, event or activity be public or private, religious or secular, social or personal.

#### Section 4. Positions:

a. D/NoVA supports the DignityUSA "Vision Statement," works to achieve the goals outlined in the "Statement of Position & Purpose" of DignityUSA, and herein below adopts those statements and any successor statements as part of the D/NoVA Bylaws.

b. The DignityUSA Vision Statement:

DignityUSA envisions and works for a time when Gay, Lesbian, Bisexual, and Transgender Catholics are affirmed and experience dignity through the integration of their spirituality with their sexuality, and as beloved persons of God participate fully in all aspects of life within the Church and Society.

c. The DignityUSA Statement of Position and Purpose:

We believe that gay, lesbian, bisexual, transgender, queer and intersex Catholics in our diversity are members of Christ's mystical body, numbered among the People of God. We have an inherent dignity because God created us, Christ died for us, and the Holy Spirit sanctified us in Baptism, making us temples of the Spirit, and channels through which God's love becomes visible. Because of this, it is our right, our privilege, and our duty to live the sacramental life of the Church, so that we might become more powerful instruments of God's love working among all people.

We believe that gay, lesbian, bisexual, transgender persons, queer and intersex persons can express their sexuality and gender identities in a manner that is consonant with Christ's teaching. We believe that we can express our sexuality physically, in a unitive manner that is loving, life-giving, and life-affirming. We believe that all sexuality should be exercised in an ethically responsible and unselfish way. We believe that our transgender and queer communities can express their core identities in a sincere, affirming, and authentic manner.

DignityUSA is organized to unite gay, lesbian, bisexual, transgender, queer and intersex Catholics, as well as our families, friends and loved ones in order to develop leadership, and be an instrument through which we may be heard by and promote reform in the Church.

To be such an organization, we accept our responsibilities to the Church, to our Catholic heritage, to society, and to individual gay, lesbian, bisexual, transgender, queer and intersex Catholics.

- i. To the Church: We work for the development of sexual and gender theology leading to the reform of its teachings and practices regarding human sexuality, gender identities, and gender expressions, and for the acceptance of gay, lesbian, bisexual, transgender, queer and intersex peoples as full and equal members of the one Christ.
- ii. To society: We work for justice and equality through education and by supporting social and legal reforms.
- iii. To individual gay, lesbian, bisexual, transgender, queer and intersex Catholics: We reinforce their sense of self-acceptance and dignity and encourage full participation in the life of the Church and society.

As members of Dignity, we promote causes of interest to gay, lesbian, bisexual, transgender, queer and intersex Catholics. We have five primary areas of concern and commitment:

- i. Spiritual development: We strive to achieve Christian maturity through the sacraments, Scripture, prayer, an active love of neighbor as ourselves, and liturgical celebrations, especially the Mass.
- ii. Education: We inform ourselves in all matters of faith and of interest to our communities, so that we may grow in maturity and may nurture fulfilling lives in which our sexuality, gender identities, gender expressions and spirituality are integrated.
- iii. Social justice: As Catholics and members of society, we involve ourselves in those actions that bring the love of Christ to others and provide the basis of social reform in the Church and society. We are actively involved with:
  - a) Individuals: We lead a life of service to ourselves and others, rendering visible the love of Christ and assisting in the creation of love centered communities.
  - b) Gay, Lesbian, Bisexual, Transgender, Queer, and Intersex Groups: We work with a variety of other groups to seek justice for all persons and to promote a sense of solidarity within the communities.
  - c) Religious and Secular Groups: We work with many groups and organizations so that their members might better understand gay, lesbian, bisexual, transgender, queer and intersex persons and thus recognize and eliminate present injustices.
  - d) Health Care: We work to promote equal access and justice in all areas of health care and healing.
  - e) Women's Justice Issues: We strive to eradicate sexism and patriarchy in all areas of Church and secular life so that women, both cisgender and transgender, are wholly included, accepted and welcome.
- iv. Equality issues: We dedicate ourselves to develop the potential of all persons to become more fully human. To do this, we work toward the eradication of all constraints on our personhood based on the ascribed social roles of women and men, transgender

and queer persons, and to promote inclusivity in all areas of liturgical and community life.

v. Social events: We provide activities of a social and recreational nature in an atmosphere where friendships can develop and mature, and where our sense of self-acceptance and dignity is affirmed.

### ARTICLE III. MEMBERSHIP

Section 1. Generally, all liturgies, activities and Board of Directors (BoD) meetings shall be open to all interested individuals regardless of whether or not they are members of D/NoVA. However, membership in D/NoVA is highly encouraged and open to all those interested individuals who attend events sponsored by D/NoVA and to persons who support the purpose, mission and goals of D/NoVA.

Section 2. Membership is required to vote in D/NoVA elections and to hold office in D/NoVA.

Section 3. There are no D/NoVA membership dues, but to be a member, an individual must: 1) submit personal identifying information including at a minimum his or her name and either telephone number or email address so that he or she might be contacted during the election cycle, and 2) express a desire to become a member of D/NoVA.

Section 4. Membership is automatically renewed annually, subject to the right of an individual to opt out of membership at any time. Membership duration is by calendar year, extending from April 1 to March 31, of the following year. An individual must be a member of D/NoVA by March 31 when the membership roll closes, to run for office or the BoD in the next election in that year. See Article IX, Section 7.

An individual who is not a member on March 31 may become a member after March 31. If that individual becomes a member after March 31, but before September 30, that person may vote in the election, but may not run for office. If a member does not opt out of being a member by March 31, the member continues to be a member for the following year and may run or office.

Section 5. Membership is a privilege, not a right. Membership shall not be denied to any person based on classification factors which include but are not limited to age, gender, gender identity, sexual orientation, race, ethnic origin, disability, political affiliation, or income. Membership may be denied or canceled by a simple majority vote of the BoD meeting in a closed-door session to any person who violates the Bylaws of D/NoVA, breaks any laws which can affect D/NoVA, abuses or violates the rights of another member, jeopardizes D/NoVA, renders harm to D/NoVA by actions, deeds, or statements, or harasses another member or guest at any D/NoVA sponsored function.

Section 6. Any Officer or Director of D/NoVA may expel any individual from any D/NoVA sponsored event upon report of any incident of abuse, harassment, disruptive behavior or harm to another individual at the event. D/NoVA makes every effort to provide and maintain a safe environment for its activities, but D/NoVA is not responsible for any criminal or other illegal activity by those attending the event.

### ARTICLE IV. ORGANIZATION

Section 1. D/NoVA shall be incorporated under the laws of the Commonwealth of Virginia (Commonwealth).

Section 2. D/NoVA shall operate as public charity for purposes exclusively religious, educational and charitable within the meaning of Section 501(c)(3) of the US Internal Revenue Code of 1954 (IRC), as amended, and no substantial part of D/NoVA's activities shall be used for attempting to influence legislation, nor shall it participate or intervene (including the publishing or distributing of statements) in any political campaign on behalf of any candidate for public office.

Section 3. D/NoVA does not contemplate pecuniary gain or profit, incidental or otherwise. Notwithstanding any other provision of these Articles, D/NoVA shall not carry on any activities not permitted to be carried on under the codes and statutes of the Federal or Commonwealth governments, and in particular to be carried on (1) by an organization exempt from Federal income tax under Section 501(c)(3) of the IRC (or the corresponding provision of any future US IRC or Law), or (2) by an organization, contributions to which are deductible under Section 170(c)(2) of the IRC (or the corresponding provision of any future US IRC or Law).

Section 4. D/NoVA may undertake any other activities that do not contradict the described purpose or mission, or which do not conflict with the Internal Revenue Service's definitions of allowable activities under Section 501(c)(3), described above.

Section 5. D/NoVA is a chapter in the national organization DignityUSA and supports the DignityUSA's vision statement; but D/NoVA is a completely separate organization independently incorporated under the laws of the Commonwealth and retains the option to surrender in writing its DignityUSA chapter charter at any time and for any reason without any effect on the D/NoVA organization or these Bylaws.

#### ARTICLE V. GOVERNANCE and ADMINISTRATION

Section 1. D/NoVA shall be governed and administered by the BoD. The BoD shall be comprised of four elected Officers, two elected Directors at-large, plus one Director appointed by the President (if the President so chooses). The elected Officers shall be identified as (1) President, (2) Vice President, (3) Secretary, and (4) Treasurer. They together shall comprise the Executive Committee of D/NoVA responsible for the day-to-day administration of the organization under the guidance of the policies set forth by the BoD. The four elected Officers, plus the two elected Directors at-large, plus one Director appointed by the President (if the President so chooses) shall comprise the voting members of the BoD. At least one members of the BoD shall be a resident of the Commonwealth and a citizen of the United States of America.

Section 2. The BoD shall be responsible to govern all organizational aspects of D/NoVA, to include all financial decisions, all organizational decisions, and all "official business" as required under Federal and Commonwealth law. The BoD shall approve or disapprove the operations, methods and/or implementations of all D/NoVA activities. The BoD shall be responsible but not personally liable for the viability of the organization financially and legally, and no effort shall be made to subvert the legal authority or responsibilities of the elected or appointed Officers and Directors of the BoD.

Section 3. Duties of the Elected Officers and Directors of D/NoVA.

- a. Duties of the President. The President of D/NoVA by virtue of his or her office shall be the Chairperson of the BoD and of the Executive Committee of D/NoVA and shall perform all the duties of the President which shall include but not be limited to the following:

- i. prepare and distribute copies of the agenda to the BoD and chair meetings of the BoD and all general membership meetings;
  - ii. set and revise goals and objectives for D/NoVA;
  - iii. submit an annual budget to the BoD for approval;
  - iv. have the option to appoint a seventh member of the BoD;
  - v. designate BoD member areas of responsibility;
  - vi. approve all final committee chair appointments and create any additional committees to support the mission and carry out the functions of D/NoVA;
  - vii. designate a specific Board member to work with and represent each of the D/NoVA committees at the BoD meetings;
  - viii. solicit and designate BoD members or other members of D/NoVA to represent D/NoVA at official functions of other organizations;
  - ix. appoint new Officers and Directors in the event of a resignation or incapacitation subject to a confirmation by a simple majority of the BoD;
  - x. Have signature authority on D/NoVA's bank account(s) and investments;
  - xi. ensure that all books, reports and certificates required by law are properly kept or filed;
  - xii. regularly report to the BoD and general membership.
- b. Duties of the Vice President. The duties of the Vice President of D/NoVA shall include but not be limited to the following:
- i. assist the President in performance of his/her duties and fill in for the President when the President is absent or cannot fulfill the duties of office for any reason;
  - ii. in the event of a prolonged absence (defined as more than three months) or inability of the President to exercise the duties of office, become Acting President of D/NoVA with all the rights, privileges and powers as if duly elected president.
- c. Duties of the Secretary. The duties of the Secretary of D/NoVA shall include but not be limited to the following:
- i. record the minutes of the BoD meetings;
  - ii. prepare and distribute copies of the minutes to each Board member;
  - iii. maintain the official membership list;
  - iv. supervise the conduct of elections;
  - v. work with the Treasurer to submit D/NoVA's required annual report and any other legally required reports to maintain D/NoVA's incorporation in the Commonwealth;
  - vi. ensure that all official D/NoVA historical records are maintained.
- d. Duties of the Treasurer. The duties of the Treasurer of D/NoVA shall include but not be limited to the following:
- i. maintain D/NoVA bank accounts and investments;
  - ii. have signature authority on D/NoVA's bank account(s) and investments;
  - iii. pay legitimate bills for service rendered;
  - iv. maintain accurate accounting records;
  - v. assist in the preparation of a budget;
  - vi. work with the Secretary to submit D/NoVA's required annual report and any other legally required reports to maintain D/NoVA's incorporation in the Commonwealth;
  - vii. report to the BoD and general membership on a regular basis as to the financial status of D/NoVA.
- e. Duties of At-Large Members. The duties of the two elected At-Large members of the BoD and the appointed member shall include but not be limited to

- i. performing assignments and responsibilities as directed by the President and
- ii. taking an active role in the over-all functioning of D/NoVA.

Section 4. A member of the BoD receives no compensation except for reimbursement for extraordinary expenses as approved by a majority of the BoD in connection with official duties, e.g., attending and representing D/NoVA at conferences or meetings at the direction of the BoD.

Section 5. All Board members shall serve a term of two years and are eligible for re-election.

Section 6. When a vacancy on the BoD exists, the President shall submit a nomination for a new member to the incumbent BoD members for confirmation. The vacancy will be filled only to the end of the vacant Board member's term. The nominee shall be confirmed with a vote of a simple majority of the BoD.

Section 7. Resignation from the Board shall be in writing and received by the President and Secretary. In the event of a resignation by the President, the resignation shall be in writing to the Vice President and Secretary. In the event of a resignation by the Secretary, the resignation shall be in writing to the President and Vice President.

Section 8. A Board member shall be removed by a simple majority vote of the other Board members if he or she has two unexcused absences from Board meetings in a year. A Board member may be removed for any other reason by a simple majority vote of the remaining Board members. In the event of resignation by three or more members of the BoD at one time, the resignations shall be made in writing to the general membership. Board members shall give advance notice of their unavailability to attend a Board meeting to the President or Vice President, when practicable.

Section 9. The BoD by majority vote shall hire, fire, and affix the compensation of all employees who are determined to be necessary for the conduct of the business of the organization.

#### ARTICLE VI. MINISTRIES AND COMMITTEES

Section 1. The following committees may be established by the President and/or the BoD to perform the functions of D/NoVA:

- a. Liturgy Committee. Shall be responsible for all liturgies sponsored by D/NoVA to include scheduling presiders, lectors, music, readers, and others; preparing readings for special liturgies such as Holy Days; setting-up before and cleaning-up after liturgies; and other functions as needed. The Liturgy Committee shall be responsible for maintaining the liturgical style and tone of D/NoVA services and help to establish changes as needed.
- b. Social Committee. Shall be responsible for all social gatherings including scheduling, set-up, clean-up, publicity, and other functions.
- c. Outreach Committee. Shall be responsible for all activities involving outreach to other Dignity Chapters, outside organizations, groups or individuals, and other functions.
- d. Membership Committee. Shall be responsible for maintaining the active membership rolls, securing membership renewals, welcoming members and guests to liturgies and other functions.
- e. Financial Operations Committee. Shall be responsible for implementing key aspects of D/NoVA's annual financial plan, fund-raising, taking collections at liturgies, and other functions.
- f. Election Committee. Shall be appointed by the President and established in August of each year for the limited purpose of assisting the Secretary in conducting D/NoVA elections.

g. Executive Committee. Shall consist of the President, the Vice President, the Secretary, and the Treasurer, and shall be responsible for the day-to-day administration of the organization under the guidance of the policies set forth by the BoD.

h. Other Committees. The responsibilities of other committees, when established, shall be detailed by the President in a memo to the committee.

## ARTICLE VII. BOARD OF DIRECTORS MEETINGS

Section 1. Meetings of the BoD shall generally be open to all interested individuals, except that meetings or parts of meetings dealing with confidential or personal information, when prudence prevails in discussion of individuals, or when required or allowed by law, may be restricted by the President to BoD members only.

Section 2. The President of D/NoVA shall preside at and conduct all meetings. When the President is unavailable to preside, the succession rule shall be, in order, Vice President, Secretary, and Treasurer.

Section 3. A quorum consisting of a simple majority of the Board members must be achieved before official business can be transacted, i.e., there must be four of the six or seven members of the BoD present before an official meeting can be held.

Section 4. The BoD shall meet not less than four (4) times per year, at an agreed upon and publicized time and place, and subject to the call or waiver of the President. The President can cancel a regularly scheduled meeting, but such meeting can be rescheduled by any member of the BoD. Any member of the BoD can call for a special meeting of the membership or of the BoD at any time for reasonable cause, as determined by the remaining Board members.

Section 5. Anyone in attendance at a meeting may be given the opportunity to speak, and members of D/NoVA shall be given the right to speak, as long as the speaker respects the rights of others in the meeting, adheres to acceptable practice as set forth in Robert's Rules of Order Newly Revised, 12th edition (2020) which shall govern the conduct of meetings, does not engage in profanity or verbal abuse, and is not excessively long for the topic being discussed as judged by the President. The order of speaking shall be in the order in which the President recognizes the individual. When consensus cannot be reached, the President may limit further discussion of an issue or table it for a later date.

Section 6. At all meetings, except a meeting to elect Officers and members of the BoD if secret paper ballots are used, all votes shall be by voice or a show of hands of members of the Board, and the results shall be announced by the President and recorded by the Secretary. A recorded vote will be taken only upon request of a person attending the meeting. Each member of the BoD shall have one vote and such voting may not be done by proxy, unless the Board approves a vote by proxy for a specific matter.

Section 7. The Order of Business at all meetings except for the election of Officers and Directors shall be as follows:

- a. Opening Prayer.
- b. Roll Call.
- c. Reading and approval of the Minutes of the preceding meeting.
- d. Reports of Officers.
- e. Reports of Committees.
- f. Old and Unfinished Business.



- g. New Business.
- h. Adjournment.

Section 8. BoD meetings shall be conducted in such a way as to build consensus. Although any interested individual may attend and speak at a BoD meeting, an individual must be a member of D/NoVA at the time of the meeting to make or second a motion. Any such motion or second by a D/NoVA member who is not serving on the BoD may be ruled as "Out of Order" if such motion or second circumvents the responsibilities of the Executive Committee or of the BoD as determined solely by the President.

Section 9. All motions shall be voted upon solely by members of the BoD, except the President has sole authority to extend voting privileges to all members of D/NoVA who are in attendance at the BoD meeting with respect to a specific matter or specific matters under consideration at the meeting.

Section 10. If a motion is made and seconded, a simple majority of 51% (fifty-one percent) of the persons eligible to vote must be achieved for a motion to pass. If a motion passes without a majority of the BoD present voting in the affirmative, upon request of any Board member made within two weeks of the meeting, implementation of the motion may be suspended for up to 90 days from the date of the meeting to permit a subsequent BoD meeting or general membership meeting to further discuss, consider and vote on the issue.

Section 11. Except as otherwise herein specified, all meetings shall be conducted in accordance with Robert's Rules of Order Newly Revised, 12th edition (2020).

#### ARTICLE VIII. ANNUAL MEETING

Section 1. The President shall preside over and conduct an annual meeting.

Section 2. The D/NoVA annual meeting shall take place at a date and time determined by the Board.

Section 3. The Secretary shall provide notice to all the members of the date of the annual meeting at least two weeks before the scheduled date of the meeting.

Section 4. The meeting shall be opened to members and all interested individuals; and a quorum shall consist of all those present at the annual meeting.

Section 5. Unless otherwise specified, the sole purpose of the annual meeting shall be to report on the status of the D/NoVA chapter and provide the President and Officers of D/NoVA with an opportunity to inform the members of current issues relating to D/NoVA and to provide the members and other interested individuals with an opportunity to question the leadership on any issues of interest. At the Board's discretion, the annual meeting may be used to conduct the annual election of Officers and members of the BoD.

Section 6. The annual meeting is not a BoD meeting, per se. Any motions, etc. may be ruled as "Out of Order" by the President. The Order of Business and conduct of the annual meeting shall be as determined by the President, and Robert's Rules shall not apply except as determined by the President.

Section 7. The Board, in the exercise of its discretion and absent the specific request for an annual meeting as set forth in this Article by any member of D/NoVA, may fulfill the requirements for an annual meeting at any time and at any place and in any manner.

Section 8. With appropriate advance notice to all members, the President may call for a special meeting of the general membership at any time for the purpose of conducting any and all official business following the procedure described in Article VII, above.

#### ARTICLE IX. ELECTIONS AND TERMS OF OFFICE

Section 1. Board members shall be elected for a term of two years. The terms will run from 1 January of the year following election through 31 December of the following year consistent with the D/NoVA Fiscal Year which will run annually from 1 January through 31 December.

Section 2. Elections shall take place in October of each year or as close thereto as possible. Elections shall be by either:

- a. secret paper ballot at a meeting of the general membership; or
- b. ballot processed through the US Postal Service; or
- c. ballot by electronic device such as e-mail; or
- d. in the event there is only one or no candidate for each available position, the election may be conducted by voice vote at a meeting of the general membership.

Section 3. No “write-in” candidates will be permitted when the election is conducted using ballots, and no new nominations will be in order when the election is held at a meeting. In counting the votes, any “write in” ballots for a specific office will be rejected as if they had never been cast.

Section 4. When the election is conducted at a meeting for the purpose of electing Officers and Directors, all those members who attend the meeting will constitute a quorum for the express purpose of conducting the election by ballot or voice vote. The candidate who receives a simple majority of the ballots or voice votes cast for the specific office shall be declared the winner.

Section 5. Since its founding, DNoVA has had a long standing commitment to diversity in its leadership, such that the President and Vice President could not be of the same gender, except in exceptional circumstances. This diversity policy has worked well over the years, promoting gender diversity. However, the DNoVA community needs to change in response to changes in our own and the wider communities in which we live and adapt to the needs of a wider and more diverse membership.

In keeping with our commitment to encourage expanded Board Leadership participation at the President and Vice President levels, including by all individuals in the LGBTQ+ community, and in recognition of the principle of selecting the most qualified candidate without regard to certain personal characteristics, such as race, national origin, sexual orientation, gender, gender identity, age, disability, income or political affiliation, the Secretary shall declare as the winner of the office of President that person who receives the largest number of votes in an election, irrespective of the individual’s gender; the Secretary shall declare as the winner of the office of Vice President that person who receives the largest number of votes in an election, irrespective of the individual’s gender.

Section 6. The Secretary will have responsibility for determining the appropriate type of election to conduct and for supervising the election and certifying the results. All decisions by the Secretary in conducting elections shall be final and binding.

Section 7. Any member of Dignity NoVA is eligible to hold office in the organization. For the purposes of running for and holding office, membership rolls will be closed as of 31 March of each year, and only individuals who are members by 31 March may run for and hold office during the ensuing election cycle. If there are no such qualified individuals, this may be waived by the Secretary.

Section 8. For elections conducted by ballots or voice votes of the general membership at a meeting conducted in October or as close thereto as possible, the following procedures shall apply:

- a. The Election Committee shall announce a call for nominations no later than the last Saturday in August. No third-party nominations may be made without the consent of the potential candidate. All candidates for office must submit a written statement to a member of the Election Committee, to any incumbent member of the BoD, or to the Secretary by 30 September. The written statement must include the candidate's name and address and an indication of the office sought; the written statement may also include a brief statement of qualifications and reasons for seeking office. Such statements can also be submitted by mail to the Dignity NoVA Election Committee at P. O. Box 100566, Arlington, Virginia 22210-3566, or to the current mailing address. These mailed statements must be received by the Election Committee by 30 September. In the event that there is not at least one candidate for each Officer and/or Director position, the Secretary may extend the deadline for nominations up to the date of the election.
- b. The Secretary will certify that all candidates are members and eligible to hold office in D/NoVA by 1 October, or later if the deadline for nominations has been extended. When appropriate in the exercise of his or her discretion, the Secretary shall chair a "meet the candidates" meeting before the deadline for voting.
- c. The Secretary or Election Committee will announce the election and candidates' names and statements, if any; and date of the meeting being held to conduct the election by electronic communications, and/or by other effective means. The Secretary or Election Committee will also prepare the ballots for use by all eligible members of D/NoVA in time for the meeting when there is a contested election. The ballots will include the statements, if any, that the candidates submitted with their statement of availability for office. No personally identifiable information such as date of birth, Social Security number, etc. shall be included on the ballots. For the purposes of voting in the elections, membership rolls will be closed as of 30 September of each year, and any individual who is a member by 30 September will be eligible to vote during the ensuing election cycle.
- d. The Secretary (or designee) will serve as the meeting chair and as the Election Official who shall oversee the voting process. Contested elections may be conducted using paper ballots. Non-contested elections will be conducted by a voice vote.
- e. The Secretary will certify and announce the election results privately to the various candidates and publicly to the general membership after the election or as close thereto as possible, and publish the results in an email to the membership.
- f. Elected candidates will take office as of the following 1 January.

Section 9. For elections conducted by mail or by electronic ballot, the following procedures shall apply:

- a. The Secretary or Election Committee shall announce, as appropriate, a call for nominations no later than the last Saturday in August. No third-party nominations may be made without the

consent of the potential candidate. All candidates for office must submit a written statement to a member of the Election Committee, to any incumbent member of the BoD, or to the Secretary by 30 September. The written statement must include the candidate's name and address and an indication of the office sought; the written statement may also include a brief statement of qualifications and reasons for seeking office. Such statements can also be submitted by mail to the Dignity NoVA Election Committee at P. O. Box 100566, Arlington, Virginia 22210-3566, or to the current mailing address. These mailed statements must be received by the Election Committee by 30 September. In the event that there is not at least one candidate for each Officer and/or Director position, the Secretary may extend the deadline for nominations up to and through the date of the election.

b. The Secretary will certify that all candidates are members and eligible to hold office in D/NoVA by 1 October, or later if the deadline for nominations has been extended. When appropriate in the exercise of his or her discretion, the Secretary shall chair a "meet the candidates" meeting before the deadline for voting.

c. The Secretary or Election Committee will advertise the election and candidates' names and statements, if any, and the voting procedures to be adopted to conduct the election by electronic communications and/or by other effective means. The Secretary or Election Committee will also prepare the ballots for use by all eligible members of D/NoVA. The ballots will include the statements that the candidates submitted with their statement of availability for office, if any. No personally identifiable information such as date of birth, Social Security number, etc. shall be included on the ballots. For the purposes of voting in the elections, membership rolls will be closed as of 30 September of each year, and any individual who is a member by 30 September will be eligible to vote during the ensuing election cycle.

d. The Secretary (or designee) will serve as the Election Official who shall oversee the voting process. Contested elections may be conducted using paper ballots or electronic voting. By 7 October or by the date determined by the Secretary if the date for nominations has been extended, the Election Committee will mail ballots to all eligible voters via the U S Postal Service or via e-mail. Only those ballots returned and received by the Election Committee by 31 October will be eligible to be counted, unless the date is extended by the Secretary or Election Committee.

e. The Secretary will certify and announce the election results privately to the various candidates and publicly to the general membership after Mass on the first Saturday after the election or as close thereto as possible, and publish the results in an email to the membership.

f. Elected candidates will take office as of the following 1 January.

## ARTICLE X. DISSOLUTION OF D/NoVA

Section 1. When there is insufficient funds, attendance, membership, or otherwise a lack of interest in the continuance of the volunteer operations, functions and organization of D/NoVA as determined by the D/NoVA BoD following a general membership meeting, D/NoVA shall be dissolved by a simple majority vote of the BoD.

Section 2. The D/NoVA charter may be returned to DignityUSA with a statement of the reasons for dissolution.

Section 3. Upon dissolution, the Treasurer shall first pay any and all debts from any funds available.

Section 4. If there are any funds or assets remaining after payment of all legal debts and obligations, the BoD shall by majority vote select one or more religious, educational, or charitable organizations then holding exempt status within the meaning of Section 501(c)(3) of the IRC or the corresponding provision of any future US Internal Revenue Code or Law, to receive the balance of D/NOVA's funds or assets.

ARTICLE XI. AMENDMENTS

Section 1. These Bylaws may be altered, amended, repealed, replaced, rescinded or added to by an affirmative vote of a majority vote of the membership at the annual meeting or at a special meeting of the BoD called by the President for such purpose with notice of the date, time and place of such meeting being provided by means as determined by the Secretary to all members at least two weeks in advance.

CERTIFICATION

In accordance with the existing Bylaws approved and adopted on 3 November 2007, these new Bylaws replace in its entirety those existing Bylaws. As provided for in those existing Bylaws, these new Bylaws were approved and adopted by a unanimous vote of the membership present at the regularly scheduled meeting of the general membership on 30 October 2021, and are effective as of 12:01 AM, 1 November 2021. As witness thereto, we here unto affix our signatures:

\_\_\_\_\_ (date) \_\_\_\_\_ Member, Board of Directors  
\_\_\_\_\_ (date) \_\_\_\_\_ Member, Board of Directors  
\_\_\_\_\_ (date) \_\_\_\_\_ Member, Board of Directors  
\_\_\_\_\_ (date) \_\_\_\_\_ Member, Board of Directors  
\_\_\_\_\_ (date) \_\_\_\_\_ Member, Board of Directors  
\_\_\_\_\_ (date) \_\_\_\_\_ Member, Board of Directors  
\_\_\_\_\_ (date) \_\_\_\_\_ Member, Board of Directors