PURPOSE
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To define the manner in which Regions are established, operate, and may dissolve, as well as the manner in which Global Advisory Council (GAC) Representatives are selected and operate. The primary purpose of the Council shall be to equally represent in the engagement and activities to promote Lesbian, Gay, Bisexual, and Transgender Pride on an international level; to increase networking and communication among Pride Organizations; and to encourage diverse communities to hold and attend Pride events and to act as a source of education.
SECTION 1
REGIONS

ESTABLISHMENT OF REGIONS

1. The Regions defined by the Governing documents of this Organization will remain in effect until amended by the GAC and approved by the Board.
2. The Regions of the Organization may be amended or replaced by resolution presented by and approved by two-thirds (2/3) of the GAC Representatives present and voting at any meeting of the Council.
3. A GAC Representative shall be registered in writing with the Secretary and Governance Committee of the Organization upon their election or appointment.

REGION’S ESTABLISHMENT

1. The Regions of the Organization, through the action of at least three (3) of their Full Member organizations, shall define how the Region’s business shall be conducted and the Region is organized. Policies to this effect shall be registered by the GAC Representative with the Secretary of the Organization for reference.
2. The Board shall, from time to time, establish guidelines for the minimum standards to which these Regional policies must adhere.
3. The Board shall have the authority to appoint a GAC Representative, from a Region's Membership or a qualified individual, in cases where a vacancy exists, with the approval of the GAC. The appointed individual would finish the term of their predecessor if applicable.
GLOBAL ADVISORY REPRESENTATIVE

NUMBER

1. Each Region may elect or appoint two (2) Representatives from its Member Organizations.
2. No more than one (1) GAC Representative shall come from any one Member Organization.
3. For Regions with more than 50 member organizations, the Region may elect or appoint a third representative on the Council.

TERM

1. Each GAC Representative shall be elected up to a four (4)-year term.
2. A confidential vote of affirmation by the Representative’s regional pride platform or region they represent will take place half-way into their four (4) year terms.

TERM LIMITS

1. No GAC Representative shall serve more than eight (8) years as a GAC Representative.

ELECTIONS, RESIGNATION, REMOVAL, AND REPLACEMENT BY REGION

1. A Region shall elect, remove, or replace their GAC Representative at any official meeting of the regional Membership.
2. A GAC Representative may be removed on any duly called meeting of the Global Advisory Council, by a two-thirds (2/3) vote of the present and voting Council members.
3. Grounds for removal include, but are not limited to:
   a. Conflicts of interest;
   b. Criminal conduct;
   c. Repeated unexcused absences from the Council Meetings;
   d. Violation of InterPride’s Board Member Agreement;
   e. When found to be acting contrary to the best interest of the Council.
4. The GAC retains the right to remove a GAC Representative in accordance with the Governing documents of the Organization.
5. The Board retains the right to remove a GAC Representative in accordance with the Governing documents of the Organization.
6. A GAC Representative may resign from their service by submitting a letter of resignation to any of the other Representatives, which is then presented to the Council at an Official Meeting, and then reported to the Secretary, Co-Presidents, and Governance Committee of the Organization for record keeping.
7. A vacancy shall exist if a GAC Representative:
   a. Is not elected during a Region’s meeting of its Membership;
b. Resigns;
c. Is removed by their Region’s Membership;
d. Is removed by the Global Advisory Council;
e. Has automatically resigned by missing more than three (3) consecutive unexcused absences from GAC official meetings;
f. Is removed by the Board.

GLOBAL ADVISORY COUNCIL REPRESENTATIVES ON THE BOARD

1. The Global Advisory Council will appoint four Representatives to serve on the Board.
   a. Representatives can serve on the Board for a maximum of two consecutive terms.
   b. A confidential vote of affirmation by the Global Advisory Council Representatives will take place half-way into their four (4) year terms.
2. The Council will make every effort to have an appointed Representative from each hemisphere. The emphasis would be on geographic, gender diversity, and sexual orientation.
3. Representatives would be voted upon by the majority of the GAC.
DUTIES & RESPONSIBILITIES

1. The GAC Representative on the Board will act as the leaders of the Council.
2. In addition to those duties and responsibilities that may, from time to time, be assigned to them by their Region, GAC Representative shall have the following duties and responsibilities:
   a. Advancing the mission and goals of the Organization;
   b. Conducting outreach to Pride organizations in their Region and representing those organizations’ views to the Board;
   c. Disseminating information to and from the Board and Member organizations within the Region;
   d. Maintaining good relations with current members;
   e. Seeking out and recruiting new Member organizations;
   f. Assisting the Treasurer in the collection of membership dues from member organizations in their Region;
   g. Providing the Secretary with contact and other information on all Pride organizations within their Region for entry into the member database;
   h. Attending or otherwise participating in meetings of the Board;
   i. Approve regional boundaries;
   j. Gather information, produce reports, and present recommendations to the Board;
   k. Recommend to the Board individuals for vacant positions on the Board;
   l. Actively participating in at least one (1) committee of the Organization;
   m. Creating and editing Rules and Regulations for the Council to be approved by a majority (50% +1) of Quorum (50% + 1 of elected Representatives) at any duly called meeting of the Council; and
   n. Exercising and performing such other duties and responsibilities as may, from time to time, be assigned by the Board, the Bylaws, and any other governing documents of the Organization.
CONFLICTS OF INTEREST AND CONFIDENTIALITY

DEFINITION OF CONFLICT OF INTEREST

A conflict of interest arises when the interests of a GAC Member or Representative have the potential to be at odds with the best interests of the Organization. The Member's interests may be personal or professional.

1. A conflict of interest exists when there is the potential for interests to be at odds.
2. A conflict of interest exists regardless of the outcome of a situation. Because the process of how the decision is made is of importance, a conflict may exist even when the Corporation benefits.

DISCLOSURE & CONFLICT OF INTEREST

GAC Members must disclose activities or conduct which could be perceived to be potential conflicts of interest to the Board of Directors. This includes:

1. Using the position with the Corporation or confidential knowledge gained as a Board Member, Committee Chair, or Committee Member, GAC Member, or Volunteer for personal or professional benefit. The Corporation's interest will be the priority within the role of the Organization.
2. Attesting to the fact that they were not:
   a. A participant, directly or indirectly, in any arrangement, agreement, investment, or other activity with any vendor, supplier, or other party doing business with the Corporation which has resulted or could result in personal benefit to them, or;
   b. A recipient, directly or indirectly, of any salary payments or loans or gifts of any kind or any free service or discounts or other fees from or on behalf of any person or organization engaged in any transaction with the Corporation.
3. After disclosure of a potential conflict of interest a Director or Officer may not:
   a. Make motions or recommendations that would create a conflict of interest.
   b. Participate in any vote that would create a conflict of interest.
   c. Participate in discussion that would sway the vote.
4. An undisclosed or improperly handled conflict of interest may be grounds for discipline up to and including removal in accordance with the policies outlined in the documents governing the Organization.
CONFIDENTIALITY

Must maintain confidencialties established by the Organization and those of common sense such as, but not limited to:

a. Personnel matters,
b. Organizational matters,
c. Creative or other intellectual, and
d. Personal information

Will not share any confidential information with any non-Organization persons, nor with other Board members, GAC Members, Committee Chairs, or Committee Members for which that information is not intended. Disclosing confidential information is subject to disciplinary action.

Will not disclose through any means or methods the names of financial contributors, unless authorized by the Board of Directors or the information is already public. Must exercise good judgment in discussing the Organization and its activities.

Because information is created for the Organization, it is valuable to the Organization; as such, sharing this information outside would be wrongful and could cause harm to the Organization.

Both during and after the period of involvement with the Organization, information must be kept confidential.

After the period of involvement, any physical or digital confidential information and property shall be returned to the Organization. Any electronic material must be destroyed or returned as instructed.