



Article I

OUR MISSION

To serve, support, and empower the diverse LGBTQ+ communities of Second Life®.

OUR OBJECTIVES

- Hold an annual Second Pride Festival to bring together the diverse LGBT communities, clubs, businesses, and individuals in Second Life® for a celebration of Pride.
- Host LGBT social, educational, and advocacy events throughout the year and encourage our partners and members to host events that bring together our communities, support each other, and raise funds for the Festival and our Mission.
- Participate in creating, developing, and maintaining an LGBT Gateway in Second Life for both new and continuing LGBT residents as a safe haven and resource center showcasing the diversity of the LGBT communities in Second Life®
- Provide a directory of the various LGBT support groups and organizations inside and outside of Second Life® for those seeking support for legal, health, and social issues in their real lives.

OUR GOAL

To commemorate our heritage, celebrate our culture, and liberate our people.

Article II

Membership

Section 1

Eligibility for Membership

ALL LGBTQ+ residents, friends, family, and allies in Second Life®

Section 2

Definition of Membership

To be considered a member for the purposes of this document, an individual (avatar) must be a member of the “Second Pride” or “Second Pride Land Group” groups within Second Life®.

Note: Should the name of this group change, this document will be updated to reflect the change with notice given, but no vote required.

Section 3

Rights of Membership

Second Pride is a democratic organization. The most important thing is the right to be heard. This applies to the Annual Meeting of the Membership, regularly scheduled Public and or Board/Work meetings, and certain special meetings as determined by the Board. These meetings are always available for public discourse and the Membership is encouraged to attend.

Members also have the right to vote on any and all matters that require a vote of the Membership as set forth in these Bylaws.

Section 4

Termination of Membership

Any Member who knowingly and capriciously brings harm or disrepute to Second Pride may be removed as a member by a three-fourths vote of the Board. If a Member takes action that must be acted upon immediately, such as grieving or abuse of group chat, a representative of Second Pride may remove them from the group immediately, also invalidating their Membership. The Board retains the discretion to restore a Board Member by two-thirds vote during any meeting where formal actions are taken.

Article III

Meetings and Members

Section I

Annual Meeting

The Membership will have one Annual Meeting of the Membership. The purposes of this meeting will be as follows:

- For the Board and Committees to update the Membership on fundraising efforts.
- For the Treasurer to present to the Membership a general financial accounting starting from the previous Annual Meeting, including the amount in US Dollars to be donated to the current chosen organization(s).
- For the Membership to offer questions to the Board in an open, unrestricted, and unfettered forum.
- For the Board to present any additional business deemed necessary.

Section 2

Regular Meetings

Periodic public meetings will be held if there is Second Pride business to be conducted that requires input or voting from the membership. The schedule of any meetings will be placed on the Second Pride website for the Membership to view. All Members are encouraged to attend. Additional regular meetings may be called by simple majority of the Board at any time to conduct business that cannot or should not wait until the next scheduled meeting.

- **Public** meetings will be open to the Membership to actively participate in, and the Board will allow for a question-and-answer period at these meetings.
- **Board/Work** meetings are considered open sessions and the Membership is invited to sit in. The Board will allow a question-and-answer session from the Membership attending if time allows. These meetings will be determined by the Board and/or Departments and will be announced on the website and by group notice.

Section 3

Closed Meetings

A two-thirds majority of the sitting Board is required to call a closed meeting. Closed meetings may be necessary for reasons of confidentiality or urgency. The Membership may not attend a closed meeting and no advance notice will be sent.

Section 4

Informal Meetings

Any situation where multiple Board members gather and have conversation may be considered an **informal** meeting if Second Pride matters are discussed.

Section 5

Notice of Meetings

- All public meetings will be posted in advance using the website's most convenient way of displaying them. The time and location and tentative agenda of the meeting must be included in the posting. The location must be accessible to all members.
- Notices will be sent in-world to the "Second Pride" and "Second Pride Land Group" groups at random times starting two days prior to the meeting (when possible) and ending with notices one hour prior to the meeting and at the start of the meeting. Agendas should be linked or attached to the notice.
- All meetings are subject to change or cancellation. All methods of notification will be used to alert the Membership of the rescheduled meeting.
- The Secretary will, in addition to the above, notify the Membership of meetings by any additional means he sees fit to ensure the widest distribution.
- Agendas are tentative. Items may be added or removed by simple majority vote of the Board present at any time, including during the meeting.

Section 6

Quorum

A quorum is considered met when more than half the filled positions of the Board are present. If only two Board positions are filled at the time of the meeting, a quorum is not considered met. Article IV, Section 5, paragraph 3 comes into effect, and business other than filling vacant seats is tabled.

- No meeting (other than informal) may proceed without a quorum present.

Section 7

Voting

For the purposes of Public, Board/Work, and Special meetings, a proposal, resolution, or motion will be considered carried or approved by a majority vote of the Board members present unless specific requirements are stated elsewhere in this document, such as in the case of Amendments to the Bylaws (Article VI).

The Board, at its discretion, may see reason to poll the Membership on a particular issue. This poll or vote may be conducted by any reasonable and secure in-world method the Board deems fit, including but not limited to, voting kiosks.

Proxies

Prior to any meeting, any Board Member may notify the others that they authorize another specific Board Member to vote on their behalf in any matter voted on at that meeting. A proxy is treated as a present member, for the purposes of quorum and voting. It is understood that a Board Member cannot grant a "blanket" proxy or a proxy for an as-yet unscheduled meeting. Notification of a proxy may be given in the Board Discord channel or by notecard to each Member. A sample proxy might read as follows: "I hereby grant proxy of my votes on any matter at the meeting to be held on xx/xx/xx to [Member Name]." This should be entered into the minutes of the meeting in the section showing members present.

Section 8

Department Meetings

Any committees formed by an individual Board Member are less formal in nature, but should retain reasonable records of their meetings. These committees are for the purposes of conducting the business of that Board Member's Department(s).

Article IV

Board of Directors

Section 1

Role of the Board

Second Pride is administered and facilitated by a Board of Directors consisting of elected officers voted on by the Membership.

- The Board's directive is to carry out the Mission of Second Pride.
- Only members of The Board or a representative of Virtual Hope should act as representatives of Second Pride to the physical world.
- The Board should encourage participation from the Membership at all Public, Board/Work, and Special meetings, and will avail itself of the Membership as often as is practical.

Section 2

Board Seats

The seats on the Board are as follows:

- Chair
- Secretary / Treasurer
- Outreach Director
- Infrastructure Director
- Technology Director

Section 3

Terms

- A Board Member will serve in their elected or appointed position until they leave the position either of their own volition or by removal (Article IV, Section 7). There are no term limits.

Section 4

Vacancies

It should be the goal of the Board to fill all seats and committee positions expeditiously as they become vacant.

- At any time, a vacant seat on the Board may be filled by appointment. Appointments shall be voted on at a Special meeting as determined by the Board. Appointees may include former Board members. Available seats should be continuously displayed on the Second Pride website, and periodically announced by group notice in-world. Appointment suggestions are welcomed from the Membership.
- In the event that the Chair position becomes vacant for any reason, including lack of candidates or appointees during the election, another Board member will assume the role of Acting Chair for the purpose of convening meetings and advancing the business of Second Pride until a new Chair is elected or appointed. The position of Acting Chair will be offered to other members in this order:

- Outreach Director
- Infrastructure Director
- Technology Director
- Secretary / Treasurer
- If the Secretary / Treasurer becomes Acting Chair, the duties of Secretary / Treasurer must be temporarily passed to the head of the Finance Committee or other trusted individual.
- When any of the seats on the Board is vacant, the duties of that seat shall be passed to one of the other Board members or divided among them as seen fit by the Board. All feasible means should be used to ensure that all seats are filled.
- *In the event that only two Board seats are filled at any time, all Second Pride business, except for events thirty (30) days or less from starting, must be put on hold until at least one additional seat is filled. If no candidate can be found within 60 days, all operations of Second Pride should be considered suspended, including receipt of donations, and at 90 days, terminated permanently. Donations will not be accepted from the sixty (60) day mark on. Permanent termination would include returning the Second Pride region to Linden Lab and terminating the Second Pride Avatar account, after donating all remaining funds to the last charity that received a donation from Second Pride. If, at any point during the ninety-day window, there are insufficient funds to retain the Second Pride region, business will be carried out from a location to be announced until the ninety days is complete and operations end.*

Section 5

Officers and Duties

Board Members are expected to form committees and seek volunteers, delegating duties where feasible. It is not expected that any single Board Member is required to fulfill *all* the duties of their departments personally, but to act as a coordinator, a central point of contact, and a leader.

Chair

- Lead the Second Pride Board of Directors.
- Act as the corporate liaison between Second Pride and Second Life/Linden Lab/Tilia.
- Facilitate the well-being and continued growth of the organization.
- Report to the Second Pride Membership.

Secretary / Treasurer

- Maintain the minutes of all meetings where required.
- Caretaker of the Second Pride avatar
- Maintain complete transaction history of the Second Pride avatar.
- Maintain an archive of Second Pride correspondence, both internal and external.
- Provide information to the Auditing Committee as needed.
- Coordinate fundraising efforts from residents throughout Second Life® and other sources.
- Collect and disburse Second Pride funds as directed by the Board.
- Maintain accurate records of Second Pride finances.
- Arrange for audit of records and reports of Second Pride finances through the Auditing Committee.
- Coordinate with the Infrastructure and Technology departments on the design and maintenance of the Second Pride donation and information kiosks.
- Change Second Pride avatar password when a new Board is elected, and as required to maintain security, providing the new password to the new Board or other members of the Board.

Outreach Director

- Create and oversee committee(s) to assist in the execution of the duties of the office.
- Act as liaison with all groups of the LGBTQ+ communities in Second Life®.
- Act as liaison to the media, both in Second Life® and the real world.
- Oversee scheduling of Second Pride events from beginning to end.
- Seek out artists, collaborators, partners, vendors, and sponsors for inclusion in Second Pride events focusing on the LGBTQ+ community, but welcoming all who are in agreement with the Second Pride Mission and Objectives, and maintain a database of them, capturing all information deemed pertinent.
- Seek out sponsors to host Second Pride fundraiser events at their venues.
- Create a cohesive advertising campaign for the year, to encourage membership and support Second Pride throughout the year, establishing the theme for the Second Pride Festival early in the year.
- Make advertising materials available in Second Life® and first life via in world delivery and the Second Pride website.
- Coordinate with the Technology department on new ways of promoting Second Pride through any possible media, including social networks.
- Together with the Technology Director, conduct votes and polls.

Infrastructure Director

- Create and oversee committee(s) to assist in the execution of the duties of the office.
- Establish relationships with creative individuals to fulfill all build requirements.
- Facilitate security at off-region events for the benefit of Second Pride if the venue requests it.
- Create and maintain a security plan and security enforcement teams.
- Inspect and approve all non-Group created objects which contain scripts.
- Report individuals who violate Linden Lab Terms of Service.
- Be responsible for ensuring that all Second Pride Board policies and guidelines regarding behavior, conduct, and access are enforced.
- Ensure that visitors are presented with our requirements for behavior.
- Maintain and monitor the Second Pride Membership rolls (the “Second Pride” and “Second Pride Land Group” groups).

Technology Director

- Create and oversee committee(s) to assist in the execution of the duties of the office.
- Maintain all licenses, domain registrations, etc. and records of payments for same.
- Maintain Second Pride website and ensure the security thereof.
- Coordinate, maintain, and facilitate all technical matters concerning voting and polling in coordination with the Outreach Director (as needed).
- Keep Board members apprised of the Web site features and capabilities so that they might use the capabilities effectively.
- Be available to the membership for troubleshooting and answer their questions to help them with access issues.

The duties of Treasurer and Chair may not be performed by the same Board Member. All Board and committee members should provide copies of pertinent correspondence to the Secretary / Treasurer for archival.

Section 6

Resignations / Terminations / Absences

A Board member may be terminated for any of the following.

- Failure to perform their duties as described in Article IV, Section 5.
- Knowingly and capriciously bringing harm or disrepute to Second Pride.

Termination for these offenses would require a majority vote of the other sitting Board members. In the event that there is only one member to vote, then a two-thirds vote of the Membership **present** at a Special meeting would be required.

- A Board member is assumed to have resigned if they fail to attend three consecutive meetings without prior notification.
- Resignations should be addressed to the Chair and Secretary by notecard. The Board should act to fill the vacancy as soon as possible according to the procedures in Article IV, Section 4.

Article V

Committees

Section 1

Department Committees

- Each Board Member shall create their own committees to assist in carrying out the duties of their department(s).
- Each Board Member shall provide the membership of their committees to the Secretary/Treasurer for the records and to be listed on the Second Pride website.

Section 2

Audit Committee

The Audit Committee will consist of two (2) volunteers from the Membership, with preference for Past Treasurer or Past Presiding Chair. The committee's function will be:

- To review records of all financial transactions of Second Pride for accuracy
- To certify a quarterly financial report to the Board and the Membership
- To maintain accuracy, transparency and accountability for the organization.
- At least one member of the Committee will have access to the Second Pride avatar for auditing purposes.

The Audit Committee may request any financial information regarding Second Pride from any Board Member or any Committee Member at any time to fulfill their function. Refusal, *but not inability*, to provide requested information will be regarded as a resignation of the individual from all of their positions with Second Pride.

The Audit Committee has the power to call a meeting of the Membership, if necessary, to address any critical issues that fall within their scope.

In the event that there are no volunteers for the Audit Committee, Second Pride business will be limited to essential spending, such as land tier, and receipt of donations only. Full operations may resume when at least one seat is filled on the Committee.

Section 3

Charitable Donations Committee

A permanent Second Pride Charitable Donations Committee will consist of the Treasurer and the Outreach Director. The committee's function will be:

- To recommend organizations that comply with the mission and objectives of Second Pride, meet applicable laws regarding charitable donations, and would be worthy recipients of Member donated funds.
- To engage membership to the extent possible, so that awards of member funds reflect the diverse interests of our LGBTQ+ Community. The committee may choose any method of soliciting community input engagement and participation subject to Board approval.
- Coordinate with the charitable organization, Virtual Hope, and with Linden Lab / Tilia to ensure prompt and proper transfer of funds from the Second Pride avatar to the organization's avatar, or coordinate other payment method approved and sanctioned by Linden Lab / Tilia.

Article VI

Amendments

Section 1

General Amendments

Amendments to the bylaws may be introduced by the Board at any meeting attended by members and then must be posted on the Second Pride website for discussion for a minimum period of ten (10) days. After this time, there must be a two-thirds vote of the sitting Board for the amendments to be passed and the revised bylaws adopted. If, during the discussion phase, the Board feels a change needs to be made, they may do so, but an additional day of discussion must be added.

Section 2

Amendments to Article I or Article VI

- Article I and Article VI may **ONLY** be amended by a vote of the Membership.
- Article I and Article VI amendments may be proposed by two-thirds vote of the Board OR by ten (10) Members present and personally petitioning the Board during any Public, Board/Work, or Special meeting.
- The proposed amendment would then be placed on the ballot and a special vote scheduled and held according to voting procedures set forth in this document.
- The amendment will be considered passed if two-thirds or more of the members **voting** vote in favor.

Typographical and Other Errors

This document may be updated to correct typographical errors or for clarification at any time, with notice given to the Membership, but no vote required, as long as the meaning of the affected sections is not altered.

Document History

This text was approved in an open vote by the membership who have registered to vote according to the communicated and repeated deadlines to do so. It became effective on July 4th 2010.

Amendments to part of the document were made on October 18th 2010 and on December 13th 2010.

Amendments accepted during the Annual Meeting in Second Pride Board year 2014.

Significant document revisions were proposed in the meeting of July 14th, 2018.

Revised Bylaws posted to Second Pride website and presented to the Membership for a discussion phase to run from August 26th, 2018 through September 4th, 2018.

Previous version of the Bylaws was adopted by a unanimous vote of the seated Board of Directors in a meeting held on September 5th, 2018 at 6:30 pm SLT.

This version of the Bylaws reflects a one-line change to the Objectives section of Article I, the removal of "Maintain an archive of real life and Second Life® LGBTQ+ history". This change was ratified by a vote of the Membership finalized on Sunday, July 21st, 2019. The vote results were 17-Yes to 15-No. The change was previously voted in favor of removal by the Board, but required ratification by the Membership because the change is in Article I. This version also reflects the removal of the Addendum added in August of 2018 per the documented fulfillment of said Addendum.

This version of the Bylaws reflects changes including but not limited to; the removal of term limits for Board members, the removal of elections and mention of same, the ability for a Board member to proxy their votes, the ability for the Board to vote in a non-public meeting. These changes were voted on and accepted by the Board on September 16th, 2020.

Additional changes have been made on September 17th, 2020 that include correction of typographical errors, removal of redundant items, simplification of the list of duties for each Board member, and basic clarity.

Changes to Second Pride's group names have been updated in this document as of February 26th, 2023.

Virtual Hope's role has been added to this document as of February 26th, 2023.

All instances of "LGBT" have been changed to "LGBTQ+" as of February 26th, 2023.