



## **Proud Lebanon**

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(+961) 76 - 608205

# **Bylaws for Executive Board and Advisory Board**

## **1. Executive Board**

### **1.1 Composition**

- a. The Executive Board shall be composed of a minimum of four (4) members and maximum of eight (8) members.
- b. The Executive Board shall include representatives from all communities served by Proud Lebanon, including but not limited to transgender individuals, people living with HIV, and women.
- c. Prospective members shall be invited to join the Executive Board for a term not exceeding two (2) years, with the possibility of reappointment for consecutive terms.
- d. Current members of the Executive Board shall assess applications and select new members based on their potential contributions and the fulfillment of quota requirements.
- e. Executive Board members shall serve in a voluntary capacity and shall not receive any form of compensation for their services.

### **1.2 Responsibilities**

- a. The Executive Board shall establish the overall strategic direction and objectives of Proud Lebanon, ensuring alignment with the organization's mission and values.
- b. The Executive Board shall develop, approve, and oversee the implementation of long-term plans and policies.
- c. The Executive Board shall identify and manage potential risks to the organization, establishing appropriate policies and procedures to mitigate such risks.
- d. Executive Board members shall serve as ambassadors for Proud Lebanon, promoting its mission and values, fostering stakeholder relationships, and ensuring transparency and accountability.



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- e. Executive Board members shall comply with all policies of Proud Lebanon, including but not limited to conflict of interest and code of conduct guidelines.
- f. Executive Board members shall attend regular Advisory Board meetings and maintain confidentiality regarding sensitive information shared by Proud Lebanon.
- g. Executive Board members shall comply with all policies of Proud Lebanon, including but not limited to code of conduct guidelines.

### **1.3 Meetings**

- a. The Executive Board shall convene at least once every two (2) months, with additional meetings scheduled as necessary.
- b. Meetings may be conducted in person, by telephone, or through electronic means.
- c. Decisions shall be made by a majority vote of the Executive Board members present at a meeting.
- d. Executive Board members shall undertake a self-evaluation on a quarterly basis, upon which they shall decide to continue or terminate their service.
- e. The Executive Board shall appoint a secretary who shall be responsible for recording meeting minutes and sharing reports with all Executive Board members.

## **2. Advisory Board**

### **2.1 Composition**

- a. The Advisory Board shall consist of up to five (5) members, appointed by the Executive Board based on their expertise, experience, and commitment to Proud Lebanon's mission.
- b. Advisory Board members shall serve a term not exceeding two (2) years, with the possibility of reappointment for consecutive terms.
- c. Advisory Board members shall serve in a voluntary capacity and shall not receive any form of compensation for their services.



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## **2.2 Responsibilities**

- a. The Advisory Board shall provide strategic advice and insights to the Executive Board and management on matters related to the mission, programs, and services of Proud Lebanon.
- b. The Advisory Board shall offer recommendations on long-term planning, policy development, and program design.
- c. The Advisory Board shall provide an external perspective to assist Proud Lebanon in navigating challenges and opportunities.
- d. Advisory Board members shall assist in identifying and cultivating relationships with potential partners, donors, and supporters, leveraging their personal and professional networks.
- e. The Advisory Board shall offer guidance and assistance in developing fundraising strategies and participate in fundraising events and campaigns as appropriate.
- f. Advisory Board members shall contribute their expertise and insights to help enhance the programs and services of Proud Lebanon, suggesting innovative approaches and best practices.
- g. Advisory Board members shall serve as advocates and ambassadors for the mission and values of Proud Lebanon.
- h. Advisory Board members shall attend regular Advisory Board meetings and maintain confidentiality regarding sensitive information shared by Proud Lebanon.
- i. Advisory Board members shall comply with all policies of Proud Lebanon, including but not limited to code of conduct guidelines.

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### **2.3 Meetings**

- a. The Advisory Board shall convene at least six (6) times per year, with additional meetings scheduled as necessary.
- b. Meetings may be conducted in person, by telephone, or through electronic means.
- c. The Advisory Board shall appoint a secretary who shall be responsible for recording meeting minutes and sharing reports with Advisory Board members and Executive Board members.

### **3. Relationship between Executive Board and Advisory Board**

- Advisory Board members and Executive Board members shall convene jointly once per quarter.
- The Executive Board shall keep the Advisory Board informed of the strategic direction, significant decisions, and key challenges and opportunities of Proud Lebanon.
- The Advisory Board shall provide regular updates and recommendations to the Executive Board based on its meetings and discussions.

These bylaws were duly approved by the Executive Board and Advisory of Proud Lebanon on

**16/09/2024**



**PROUD**  
Lebanon