

STATUTES OF THE LITHUANIAN GAY LEAGUE

I. GENERAL PROVISIONS

1. Lithuanian Gay League (LGL) is an independent, national public-service, nongovernmental organization dedicated to protecting lesbian, gay, bisexual, transgender and intersex (LGBTI) rights.
2. LGL is a public legal entity of limited civil liability, its' legal form is Association.
3. LGL has its own symbolism: the Board approved the logo and flag--a six-color rectangle, with a horizontal to vertical aspect ratio of 2:1; the vertical edge is divided into bands of equal width the following colors from top to bottom: red, orange, yellow, green, blue, purple.
4. LGL may hold checking accounts and other accounts in both Lithuanian and foreign banks and credit institutions, its' main (round) stamp and other stamps with it's' name and logo.
5. The LGL office must be in the Republic of Lithuania. The location of the headquarters is established and changed by the Board, unless the legislation of the Republic of Lithuania specifies other legal guidelines for the residence of such legal bodies.
6. LGL's period of activity is unlimited.
7. In its activities, LGL obeys the Constitution of the Republic of Lithuania, the Civil Code of the Republic of Lithuania, the Law on Associations of the Republic of Lithuania, and any other related national legislation.
8. The official full name of LGL in English is Association Lithuanian Gay League. Other official names--"Association LGL" and the "national LGBT* rights organization LGL"--may also be used when referring to the organization's work.

II. LGL's GOALS AND OBJECTIVES

9. The main goals of LGL are:
 - 9.1 the promotion of human rights, equal opportunities, and gender equality;
 - 9.2 the promotion of equality in employment and labor relations;
 - 9.3 the promotion of non-discrimination, social inclusion and integration;
 - 9.4 the promotion of family rights, the recognition of the diversity of family and familial relations, and equality;
 - 9.5 the improvement of members' skills, the coordination of their activities and the protection of their interests, the participation and volunteerism of LGBT* persons in the organization's activities and in other public interest initiatives;
10. In order to achieve LGL's goals, the organization's primary objectives are to:
 - 10.1 Promote the implementation of policies that strengthen human rights, equal opportunities and gender equality in the Republic of Lithuania, conduct related monitoring, and provide reporting, information and suggestions for interested parties and stakeholders in order to carry out campaigns for the development of human rights, equal opportunities, and gender equality at the national level;
 - 10.2 Promote measures to prevent homophobic, biphobic and transphobic hate crimes and domestic violence;
 - 10.3 Help victims of discrimination to take advantage of their right to a defense, represent victims of discrimination in all trials, pre-trials and authorities;

10.4 Implement programs and measures aiming to inform the LGBT* community and use them to promote legally guaranteed rights in the Republic of Lithuania, the European Union, the Council of Europe and the United Nations;

10.5 Collaborate with other non-governmental organizations, professional associations and employment organizations in the fields of non-discrimination and equal opportunities, promote the sharing of best practices, and participate in the policy-making of non-governmental organizations;

10.6 Monitor the activities of state and municipal institutions, and encourage them to implement policies to promote non-discrimination and equal opportunities in the fields of employment, labor relations, social inclusion and integration;

10.7 Implement programs and measures aimed at strengthening the health of LGBT* persons and ensuring that national public health programs and measures account for the needs of individuals in the lesbian, gay, bisexual, transgender and intersex community;

10.8 Promote the social integration of local, foreign, immigrant and asylum-seeking LGBT* people, and represent their interests;

10.9 Promote family diversity, including single-sex families, through the policies of the European Union, Council of Europe, and United Nations, and seek to gain the legal recognition of the family status of same-sex couples in the legislation of the Republic of Lithuania;

LGL's 10.10 Promote the openness and participation of LGBT* persons and their families in activities;

10.11 Comprehensively promote the improvement of skills of LGL's members and volunteers, and promote the activities and development of LBT women, transgender people, LGBT* seniors, youth, families, sports enthusiasts and other LGL groups;

10.12 Implement initiatives for youth education, employment, and leisure and culture, implement programs for the prevention of bullying and violence among young people, and aim to ensure that national youth policy programs address the needs of young LGBT* people;

10.13 Organize different types of meetings (rallies, pickets, marches, demonstrations), as well as cultural, athletic and educational events, and promote and support the LGBT* community's cultural initiatives;

10.14 Carry out activities related to publishing, the print media, media representation, web portals, public relations and communications, the arts, entertainment and recreation, sound recording and music releases, the creation of films, video and television programs, cultural and other education, souvenirs, works of art and religious articles in specialized retail, sale via mail order houses or via Internet and other economic and commercial activities that are not prohibited by the laws of the Republic of Lithuania that do not contradict these statutes and activity purposes and is necessary to achieve them.

III. MEMBERSHIP, MEMBER RIGHTS AND RESPONSIBILITIES

11. Individuals who are of at least 14 (fourteen) years of age may be members of LGL.

12. Minors between fourteen and eighteen years old may acquire rights and duties in the organization by following the procedure outlined in the Civil Code of the Republic of Lithuania.

13. Individuals who wish to become members of LGL must submit the following information to the Board:

- 13.1 a completed and signed application form established by the Board;
- 13.2 recommendations signed by two members of LGL (recommendations can only be provided by members of LGL who pay their membership fee in a timely manner).
- 14. The Board of LGL makes the decision regarding the acceptance of new members. An individual may be accepted as a member only if more than 2/3 of the Board votes in favor of their membership and if they pay their membership fee within 14 days of being accepted. If the membership fee is not submitted within that time, the person will not be accepted as a member.
- 15. LGL membership expires if:
 - 15.1 a written request to withdraw membership is submitted to the Chairman of the Board;
 - 15.2 a member fails to pay the membership fees by the date set by the Board;
 - 15.3 2/3 of the Board votes to withdraw membership;
 - 15.4 LGL ceases its activities or undergoes liquidation.
- 16. Members of LGL have the right to:
 - 16.1 Be elected and elect members of the LGL body, except for the restrictions put forth in its' Articles of Association;
 - 16.2 To participate and vote in the general body meeting as stated in LGL's Articles of Association;
 - 16.3 have access to LGL documents and receive all available information about the activities of LGL, provided that such information does not violate the rights or legitimate interests of other LGL members, LGL's contractual obligations and legal requirement to protect personal information;
 - 16.4 Participate in LGL activities and use its services;
 - 16.5 Offer proposals for LGL's activities, support LGL in property and organizational measures.
 - 16.6 Withdraw from LGL at any time. In such an event, membership fees, or funds or property otherwise transferred to LGL will not be returned;
 - 16.7 Re-join LGL at any time, except in the case of expulsion.
- 17. Members of LGL must:
 - 17.1 Observe these statutes and the decisions made by the Board and in general body meetings;
 - 17.2 Pay the membership fee by the date determined by the Board;
 - 17.3 Contribute to the realization of LGL's goals as actively as possible;
 - 17.4 Refrain from any actions that could harm LGL's public / international reputation or image, or that could discredit LGL or its members and Board;
- 18. Members who fail to uphold the responsibilities put forth in point 17 of this statute may have their membership revoked without notice (2/3 of the Board must vote in favor of such an expulsion).

IV. LGL's STRUCTURE AND MANAGEMENT

- 19. The bodies of LGL are:
 - 19.1 the supreme body of LGL—the general members meeting.
 - 19.2 the collegial management body of LGL—the Board of directors, including the Chairman of the Board and the vice-chairman;
 - 19.3 the sole governing body of LGL—the Executive Director.

19.4 other bodies—Inspector.

V. GENERAL MEMBER MEETING

20. The rules established in the Law on Associations of the Republic of Lithuania are applied in general member meetings. General member meetings are in accordance with all of the rights granted in this Statute.

21. The general member meeting has the ability to:

21.1 Appoint and elect members of the Board;

21.2 Appoint and elect the auditor from the candidates nominated by the Board;

21.3 Change LGL's statutes and location of headquarters;

21.4 Approve LGL's annual financial statements;

21.5 Approve the agenda for the general member meeting;

21.6 Make decisions regarding the restructuring or termination of LGL (reorganization or liquidation);

21.7 Approve LGL's activity report and the auditor's report;

21.8 Make other decisions regarding other matters detailed in the Law on Associations and these statutes for the general member meeting, if it does not concern other entity's functions.

22. The Board must convene the general member meeting at least once a year, within 6 months of the end of the fiscal year. The annual auditor's report and the accounts of the Board and management are approved during the annual general member meeting.

23. Irregular member meetings may be convened by the Board, if approved by 2/3 of Board members. Irregular general member meetings must be initiated by at least 1/3 of the Board's members. The initiators of such a meeting must submit an application to the Board, stating their reasons and objectives, proposals for the agenda, and suggestions for the meeting's location and date.

24. The Board is responsible for organizing the general member meeting and must send an invitation to members no later than 14 calendar days before the meeting. If the general member meeting is held repeatedly, members must be notified at least 7 days in advance. The invitation must include the meeting's date and agenda.

25. Each member is entitled to one vote at the general member meeting per agenda topic requiring a democratic result. Those participating in the meeting must register themselves by signing the list of participants. In accordance with the Law on Associations of the Republic of Lithuania, if any member of LGL is unable to attend the meeting in person, they have the right to be represented by another member.

26. The general member meeting is valid if more than half of LGL's members participate. If the quorum is not met, after 14 (fourteen) calendar days a repeat general member meeting must take place, and has the right to adopt resolutions according to the agenda of the meeting that did not occur, regardless of how many members of LGL are present at the meeting.

27. General member meetings will be conducted by the Chairman of the Board, and in the case of his absence, another member of the Board elected by the majority of the meeting's participants will lead.

28. Decisions are accepted in the general member meeting if over half of the members participating vote in favour. Decisions on the amendment of the Statutes, the restructuring, reorganization or cessation of activities will be accepted if at least 2/3 of LGL members participating in the general member meeting vote in favour.

VI. MANAGEMENT / THE BOARD

29. The Board is a collegial governing body. The Board consists of five members. Board members are elected for a three-year term during the general member meeting. Voting procedures are established by the general member meeting.
30. The powers of Board members are revoked when:
 - 31.1 Their LGL membership ends (point 15 of the statute);
 - 31.2 They resign voluntarily by submitting an application to the Chairman of the Board;
 - 31.3 They are dismissed by a majority vote during the general member meeting.
31. When a Board member loses his/her powers, a new Board member must be elected no later than in the next general member meeting. The newly elected member of the Board will hold office until the end of term of a Board Member's who resigns or is being called-off.
32. The Chairman and Vice-Chairman of the Board are elected by the Board to serve a three-year term. If the Chairman of the Board is absent, the Vice-Chairman acts in his place, and if the vice-chairman is absent, the eldest member of the Board shall take his place. The Board makes decisions during meetings, which are convened by the Chairman at least six times each year. Upon more than a half of Board Members' request the meeting could be called within a week after the written request is submitted to the Board Chair.
33. The Board meeting is valid if over half of the members of the Board are present. All members of the Board have equal voting rights, and decisions are accepted by a majority vote. In the event of a split vote, the Chairman of the Board's vote determines the outcome. Decisions are made openly, or if requested by more than a half of Board Members attending the meeting in secret ballot. The decisions and protocols of the meeting are signed by the Chairman of the Board, and in his absence, by the Vice-Chairman of the Board, or the Board member who chaired the meeting.
34. The Executive Director and/or other persons invited by the Board may attend all meetings of the Board without the right to vote.
35. The Board has the capacity to:
 - 36.1 Appoint and dismiss the Chairman of the Board of LGL, and determine his/her salary, employment contract, and duties, in line with national laws;
 - 36.2 Develop and approve strategic plans and, according to the Law on the Associations of the Republic of Lithuania, present LGL's annual activity report at the general member meeting;
 - 36.3 Consider internal disputes between members of LGL, violations of member responsibilities by LGL members, and all other violations of the LGL's code of ethics;
 - 36.4 According to the Law on the Associations of the Republic of Lithuania, analyse the questions delegated by the general Board meeting and other important questions
 - 36.5 Make decisions regarding the branches and representative offices, as well as the termination of their activities;
 - 36.6 Convene regular and irregular general member meetings;
 - 36.7 Consider other issues that are not included in the official capacity of the general member meeting, as well as those posed by the Chairman and members of the Board;
 - 36.8 Review the manual of annual financial statements prepared by LGL's Chairman of the Board;

- 36.9 Consider requests for admission to and withdrawal from LGL, statements regarding the withdrawal from LGL, and the suspension and renewal of membership;
- 36.10 Make decisions regarding other legal entities or the consolidation of other legal entities.
- 36. The Chairman of the Board has the capacity to:
 - 37.1 Convene and preside over Board meetings;
 - 37.2 Preside over general member meetings.
- 37. The Vice-Chairman of the Board has the capacity to:
 - 38.1 Preside over Board meetings in the absence of the Chairman of the Board;
 - 38.2 Preside over general member meetings in the absence of the Chairman of the Board.

VII. EXECUTIVE DIRECTOR

- 38. LGL is managed by the Executive Director. The Executive Director is a single-member governing body. The Executive Director is appointed and dismissed by a resolution of the Board. The Executive Director signs his/her employment contract with the Chairman of the Board or an authorized Board member.
- 39. The Executive Director has the capacity to:
 - 45.1 Preside over LGL personnel;
 - 45.2 Sign the employment contracts of LGL staff;
 - 45.3 Make transactions on behalf of LGL;
 - 45.4 Represent LGL in court, other governmental and non-governmental organizations, enterprises, institutions, associations and in relations with other third parties;
 - 45.5 Implement the decisions adopted in general member meetings and Board meetings;
 - 45.6 Implement the measures and action plans prepared and approved by the Board;
 - 45.7 Prepare LGL's annual financial statements and submit it to the Board for consideration.
 - 45.8 Manage LGL and carry out all of the necessary actions, except those that are exclusively assigned to the general member meeting or the Board.

VIII. LGL FUNDS, USE OF INCOME, AND PROCEDURES FOR CONTROLLING ACTIONS

- 40. LGL has the right to own buildings, equipment, vehicles and other property that is necessary for the objectives and tasks established in the statutes. Assets may be acquired for funds belonging to LGL, as well as through donations, inheritances, support and other lawful matters.
- 41. LGL's financing streams include:
 - 41.1 Members' contributions;
 - 41.2 Gratuitous funds and assets of natural and legal persons;
 - 41.3 Lithuanian and foreign targeted funds.
 - 41.4 Inherited property;
 - 41.5 Credit institutions' interest on funds protected by LGL.
 - 41.6 Other legally acquired funds.
- 42. LGL assets and funds may only be used for the realization of the goals and objectives specified in the statutes, and cannot be distributed to members of LGL in any way.
- 43. At the end of LGL activity the remaining assets and funds, the claims of all creditors in liquidation of LGL, settlement with persons employed on contracts of employment and payment

of benefits to members of LGL, exceeding the size of their contributions paid, are to be transferred to another or to other public entities, which are determined by the General Meeting of Members or the court when it is decided to liquidate the LGL.

44. An auditor chosen in the general member meeting shall audit LGL's financial activities, and has the right to:

50.1 Check LGL's financial statements, as well as other documents and records pertaining to finance and accounting.

50.2 Upon the request of the general meeting or Board to carry out instructions on LGL's financial-accounting inspections and report at the next meeting of the Board about the findings of the inspection.

50.3 LGL's financial reports must be available during the general member meeting.

45. The Executive Director must submit the required financial accounting documents to the auditor.

46. According to the established legislation, the auditor shall be liable for any deficiencies in LGL's financial activities or for the failure to disclose any infringements.

IX. LGL NOTICES AND ANNOUNCEMENTS

47. LGL notices and announcements are available on LGL's website <http://www.lgl.lt/en/>.

48. Announcements are sent to members of LGL and other individuals through the mail, registered mail, e-mail, or in person, unless the national law or these Articles of Association state otherwise.

X. BRANCHES OF LGL AND REPRESENTATIVES OF THE ESTABLISHMENT, AND THE TERMINATION OF THEIR ACTIVITIES

49. Branches of LGL and its representatives are determined by the Board, in accordance with the Civil Code of the Republic of Lithuania, the Law on Associations, other legislation, and these Articles of Association.

50. Upon the decision of the Board on establishing a branch or a representative office: 1) appoint a management of a branch or a representative office; 2) identify their appointment and resignation, approve the regulations of a branch or a representative office.

XI. PROTOCOL FOR LGL AMMENDMENTS

51. Amendments and supplements to LGL's statutes must take the proposals made by members of LGL into account, are organized by the Board, and shall be submitted for consideration during the general member meeting.

52. The statutes may be supplemented and amended by the decision made in the general member meeting, if no less than 2/3 of members with the right to vote who are present at the general member meeting vote in favor of the proposal. Accepted amendments and supplements to the statutes shall be adopted once they are registered in the Register of Legal Entities.

XII. RESTRUCTURING AND DISSOLUTION OF LGL

53. LGL may be liquidated, reorganized or restructured according to the rules established in the legislation of the Republic of Lithuania.

XIII. FINAL PROVISIONS

54. If any relations are not regulated by these Articles of Association, they are subject to regulation by the corresponding legislation of the Republic of Lithuania.

55. These statutes shall take effect from the date they are registered in the Register of Legal Entities.

56. The Lithuanian version of this Statute shall take precedence and supremacy in all matters.

Date signed:

Authorized person:

Note: _____