STANDARDS & PROCEDURES:

Supplier Diversity Initiative & National Certification Committee
# Table of Contents

I. Purpose ................................................................................................................................. 3  
II. Applicability .......................................................................................................................... 3  
III. Marital Status ....................................................................................................................... 3  
IV. Disclosure and Confidentiality ............................................................................................. 3  
V. Responsibilities ....................................................................................................................... 3  
VI. Abbreviated Application ........................................................................................................ 4  
VII. Definitions .......................................................................................................................... 4  
VIII. LGBTBE Eligibility Standards ........................................................................................... 5  
   A. Ownership ............................................................................................................................. 6  
   B. Control ................................................................................................................................ 7  
      1. Operation and Management ............................................................................................... 7  
      2. Independence ..................................................................................................................... 8  
   C. Status Qualifiers .................................................................................................................. 9  
   D. Citizenship, Residency, & Principal Place of Business ....................................................... 9  
IX. Certifying Franchises ........................................................................................................... 9  
X. National Certification Committee .......................................................................................... 10  
   A. Composition .......................................................................................................................... 10  
      1. Appointment ...................................................................................................................... 11  
      2. Length of Term .................................................................................................................. 10  
      3. Training ............................................................................................................................. 10  
   B. Meetings ............................................................................................................................... 10  
   C. Responsibilities ................................................................................................................... 10  
      1. Scope of Work .................................................................................................................... 10  
      2. Function ............................................................................................................................ 11  
   D. No Lobbying of Committee Members .................................................................................. 11  
   E. Anonymity of Business Affiliation ....................................................................................... 11  
   F. Conflicts of Interest ............................................................................................................. 11  
XI. Certification Procedures ...................................................................................................... 11  
XII. Challenge Procedures ......................................................................................................... 13  
XIII. Revocation of Certification ................................................................................................. 13  
XIV. Appeal Process .................................................................................................................. 14  
   A. APPEALS ............................................................................................................................. 14  
      1. Appeals Committee .......................................................................................................... 14  
      2. National Appeals Process ............................................................................................... 14  
XV. Non-Eligible Businesses ...................................................................................................... 15
I. Purpose

The National LGBT Chamber of Commerce (NGLCC) is the only national not-for-profit advocacy organization specifically dedicated to expanding the economic opportunities of the LGBT business community. The NGLCC seeks to provide benefits to LGBT-owned businesses and to major corporations who are invested in creating an LGBT-inclusive supply chain. Through the NGLCC Supplier Diversity Initiative, the NGLCC offers the LGBT business community a nationwide certification standard for designating businesses as LGBT Business Enterprises (LGBTBEs). The NGLCC also offers its corporate members a national LGBT Business Enterprise database—MyNGLCC. The NGLCC further works to increase LGBT procurement opportunities by providing training on its Supplier Diversity Initiative and best practices within the procurement field, and by hosting matchmaking events for LGBTBEs and corporate procurement representatives.

The NGLCC Supplier Diversity Initiative & National Certification Committee Standards and Procedures describe the criteria for certification as a Certified LGBTBE® and the application review process for all businesses seeking certification. A rigorous certification process ensures that the certification is a mark of distinction for the LGBTBEs and is held in the highest regard by corporate procurement representatives. Any changes to this process must be approved by the NGLCC Procurement Council.

The NGLCC and its staff are responsible, among other things, for the coordination of the NGLCC National Certification Committee (hereafter referred to as the National Certification Committee), and the NGLCC Appeals Committee (hereafter referred to as the Appeals Committee). The NGLCC is additionally responsible for overseeing and guaranteeing the implementation of the Standards and Procedures detailed in this document through periodic reviews of its certification process.

Business enterprises should note that if they are denied certification as a Certified LGBTBE® by the National Certification Committee, the business is not precluded from directly participating in any procurement program or contract opportunity offered by NGLCC corporate members. The certification eligibility standards established herein are adapted from 49 Code of Federal Regulations (CFR) Part 23 and Part 26.

Please refer to Section VII. Definitions for the meanings of capitalized terms used in this document.

II. Applicability

These standards and procedures govern the operation of the National Certification Committee(s) and apply to any business seeking certification as a Certified LGBTBE®. Certification as an LGBTBE is based on the information provided by the applicant in the affidavit, including the LGBT Status Qualifiers provided by the principal(s) of the applicant, and is awarded without regard to gender, race, ethnicity, religious affiliation, age, disability, national origin, or veteran status.

Potential applicants interested and eligible for certification as an LGBTBE should apply for certification without waiting for a conditional contractual commitment from a customer.

III. Marital Status

The National Certification Committees’ decisions regarding certification as an LGBTBE are made without regard to community property laws and/or civil union or marital status.

IV. Disclosure and Confidentiality

All materials and information submitted with the certification application and affidavit become the property of the NGLCC. Information that the applicant marks as proprietary or confidential or that reasonably may be regarded as such will be treated accordingly. Information about an applicant and/or a certified business is released in circumstances, which may lead to increased opportunities for the business and will not be released without the prior approval of the business. The certification affidavit that is part of the application for certification includes an indemnity clause.

V. Responsibilities

The National Certification Committee is ultimately responsible for the implementation and enforcement of the certification policies described in this document.

The National Certification Committee Chairs have the requisite authority for overall execution, oversight, and reporting of the NGLCC’s certification process, and are accountable to the President of the NGLCC.

The NGLCC Supplier Diversity staff is responsible for the administrative coordination of the National Certification Committee.
VI. Expedited Application

The NGLCC, through a Memorandum of Understanding with partnered certifying bodies (such as WBENC), offers an abbreviated process (as defined below) to businesses already certified by one of our MOU partners. Eligible applicants should submit a copy of their WBENC/ USBLN application and accompanying certificate, completed MyNGLCC business profile, and LGBT Status Qualifiers. NGLCC does not require an additional site visit as long as one has been completed by one of our MOU partners. Applications will be reviewed and a decision will be made by the NGLCC Certification Committee.

The National Certification Committee determines certification decisions recognized by the NGLCC. All Certified LGBTBEs® will be listed in MyNGLCC.

VII. Definitions

<table>
<thead>
<tr>
<th>Term</th>
<th>Definition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Application or Certification Application</td>
<td>An application for LGBTBE certification submitted.</td>
</tr>
<tr>
<td>Agent</td>
<td>A person authorized to act on behalf of the principal in transactions involving a third party. Agents have three basic characteristics: 1. Act on behalf of and are subject to the control of the principal; 2. They do not have title to the principal’s property; and 3. They own the duty of obedience to the principal’s orders. Agents by their nature are not certifiable.</td>
</tr>
<tr>
<td>Appeal</td>
<td>A written request by an applicant to reconsider a determination of denial of certification.</td>
</tr>
<tr>
<td>Applicant</td>
<td>A business that requests certification as an LGBT-owned Business Enterprise through submission of a certification affidavit.</td>
</tr>
<tr>
<td>Broker</td>
<td>The person who acts as an intermediary between a buyer and seller, usually charging a commission for value added. A business that adds no material value or does not perform a commercially useful function to the products or services being supplied to a procuring activity or takes no ownership, financial responsibility, legal liability, possession of or handle the item being procured with its own equipment or facilities will not be certifiable, unless it is the standard in the industry.</td>
</tr>
<tr>
<td>Business Affiliate</td>
<td>A person effectively controlled by another person, or under common control by a third person. A branch, division, or subsidiary. Under the Investment Company Act (15USCA Section 8a-2), a company in which there is ownership (direct or indirect) of 5% or more of the voting stock.</td>
</tr>
<tr>
<td>Certification</td>
<td>The process by which an applicant’s eligibility as an LGBT Business Enterprise is determined.</td>
</tr>
<tr>
<td>Certified LGBT Business Enterprise® or Certified LGBTBE®</td>
<td>An NGLCC Certified business... 1. That is at least fifty-one percent (51%) owned and controlled by one or more LGBT persons who are U.S. citizens or lawful permanent residents, or in the case of any publicly-owned business, at least fifty-one percent (51%) of the equity of which is owned and controlled by one or more LGBT persons who are U.S. citizens or lawful permanent residents; and 2. Whose management and daily operation is controlled by one or more of the LGBT owners.</td>
</tr>
<tr>
<td>Certified Supplier List</td>
<td>A listing containing the names of currently certified LGBT Business Enterprises maintained by the NGLCC.</td>
</tr>
<tr>
<td>Challenge</td>
<td>A formal filing by a third party questioning the eligibility of a certified LGBT Business Enterprise.</td>
</tr>
<tr>
<td>Consultant</td>
<td>One that gives expert or professional advice for fee or commission.</td>
</tr>
<tr>
<td>Control</td>
<td>The power to direct the operation and management of a business.</td>
</tr>
<tr>
<td>Corporation</td>
<td>A specific type of legal entity that is in compliance with the applicable requirements of the law of its state of incorporation.</td>
</tr>
<tr>
<td>Dealership</td>
<td>Authorization to sell specified items in a certain area with or without exclusivity.</td>
</tr>
<tr>
<td>Denial</td>
<td>The action of denying LGBT Business Enterprise certification to a business that does not meet the certification eligibility criteria as outlined in these Standards and Procedures.</td>
</tr>
<tr>
<td>Distributor</td>
<td>One that markets or sells merchandise, e.g., a wholesaler.</td>
</tr>
<tr>
<td>Document Review</td>
<td>The NGLCC Certification Committee’s review of the affidavit and accompanying documentation submitted by an applicant.</td>
</tr>
<tr>
<td>Eligibility Review</td>
<td>The entire review process conducted on an applicant, consisting of documentation review and site inspection.</td>
</tr>
<tr>
<td>Expedited Application</td>
<td>Applicants already certified by our MOU partners submit only respective applications and their current certificate, along with LGBT Status Qualifiers.</td>
</tr>
<tr>
<td>Expiration</td>
<td>The specified end of the certification period.</td>
</tr>
<tr>
<td>Financial Institution</td>
<td>A bank, trust company or other financial institution authorized by law to carry on a trust business.</td>
</tr>
<tr>
<td>Franchise</td>
<td>A contractual arrangement characterized by authorization granted to someone to sell or distribute a company’s goods or services in a certain area; a business or group of businesses established or operated under such authorization.</td>
</tr>
<tr>
<td>Industry Standard or Standard in the Industry</td>
<td>The usual and customary practices in the delivery of products or services within a particular business sector, i.e., mortgage brokers, insurance brokers, securities brokers.</td>
</tr>
<tr>
<td>Term</td>
<td>Definition</td>
</tr>
<tr>
<td>-----------------------------------------</td>
<td>-----------------------------------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Limited Liability Company (LLC)</td>
<td>A specific type of legal entity that is in compliance with the applicable laws of its state of formation.</td>
</tr>
<tr>
<td>Manufacturer Representative</td>
<td>A person that represents another for or to others, i.e., manufacturer's group. Typically, Manufacturer Representatives are not certifiable.</td>
</tr>
<tr>
<td>Members</td>
<td>NGLCC members include Corporate and Governmental Entity members, grassroots members, and local affiliate chamber/business organization members.</td>
</tr>
<tr>
<td>National Certification Committee Chairs</td>
<td>The National Certification Committee Chairs are designated senior members who oversee the committee meetings and offer guidance to committee members. At least one National Certification Committee Chair must be present at each meeting.</td>
</tr>
<tr>
<td>NGLCC</td>
<td>The National LGBT Chamber of Commerce.</td>
</tr>
<tr>
<td>NGLCC Local Affiliate</td>
<td>A local 501(c)(3) or 501(c)(6) organization recognized by the NGLCC as an affiliate LGBT chamber or business organization.</td>
</tr>
<tr>
<td>Non-Profit Organization</td>
<td>A non-profit is an organization that uses its surplus revenues to further achieve its ultimate objective, rather than distributing its income to the organization's shareholders, leaders, or members. Non-profits are not eligible for certification as an LGBT Business Enterprise.</td>
</tr>
<tr>
<td>National Certification Committee</td>
<td>The National Certification Committee is comprised of at least two (2) chairs and volunteers (corporate, government, and business owner representatives) who render recommendations and final decisions on certification or denial. The NGLCC Certification Committee is responsible for the development and maintenance of the standards and procedures that govern the certification process.</td>
</tr>
<tr>
<td>Ownership</td>
<td>A determination based on title to and beneficial ownership of stock, membership, interests or other equity in a business.</td>
</tr>
<tr>
<td>Partnership</td>
<td>An association of two or more persons to carry on, as co-owners, a business for profit.</td>
</tr>
<tr>
<td>Person</td>
<td>Any individual, partnership, joint venture, firm, corporation, limited liability company, trust or other enterprise.</td>
</tr>
<tr>
<td>Principal Place of Business</td>
<td>The business location where individuals who manage the business’s day-to-day operations spend most working hours and where top management business records are kept. Must be U.S. based to be eligible for certification.</td>
</tr>
<tr>
<td>Program Review</td>
<td>A review by the NGLCC of the National Certification Committee’s determinations and procedures.</td>
</tr>
<tr>
<td>Re-certification</td>
<td>The process by which an LGBT Business Enterprise renews certification status prior to expiration. Eligible for renewal every two years.</td>
</tr>
<tr>
<td>Regular Dealer</td>
<td>A business that owns, operates, or maintains a store, warehouse, or other establishment in which the materials or supplies are bought, kept in stock, and regularly sold to the public in the usual course of business.</td>
</tr>
<tr>
<td>Resale/Reseller</td>
<td>The act of selling a second time or distributing goods in commerce. The act of selling used or new products for profit. A business entity that resells.</td>
</tr>
<tr>
<td>Retailer</td>
<td>The seller of goods or commodities directly to consumers at a retail price.</td>
</tr>
<tr>
<td>Site Visit</td>
<td>A visit to the applicant’s physical place(s) of business for the verification of information submitted in the application and accompanying documentation. Virtual Site Visits may be conducted for recertifying applicants whose majority ownership and principal place of business, has remained unchanged since most recent visit.</td>
</tr>
<tr>
<td>Sole Proprietorship</td>
<td>A business whose assets are wholly owned by a single individual.</td>
</tr>
<tr>
<td>Strategic Alliance</td>
<td>An association, not a legal entity, of two or more separate businesses that come together to pursue business opportunities.</td>
</tr>
<tr>
<td>Subsidiary</td>
<td>An entity in which another entity (i.e., the parent) owns at least a majority of the shares, and thus has control. For example, a corporation more than fifty percent (50%) of whose voting stock is owned by another.</td>
</tr>
<tr>
<td>Value Added</td>
<td>Something that is added to a product or service by a marketer or distributor that warrants a markup in the retail price.</td>
</tr>
<tr>
<td>Wholesaler</td>
<td>Intermediary or distributor who sells mainly to retailers, other merchants and industrial, commercial and institutional users as distinguished from consumers.</td>
</tr>
</tbody>
</table>
VIII. LGBTBE Eligibility Standards

The National Certification Committee will use these standards and procedures in determining whether a business is owned and controlled by LGBT person(s) who are U.S. citizens or lawful permanent residents, and therefore eligible to be certified as an LGBT Business Enterprise. Legal entities must be formed in and have their principal place of business in the United States or one of its territories.

In determining eligibility, the National Certification Committee must consider all the facts in the record, viewed as a whole, as they appear at the time of the application. An eligible applicant will not be refused certification based solely on historical information indicating a lack of ownership or control of the applicant by LGBT person(s) at some time in the past, if the applicant currently meets the ownership and control standards. An eligible applicant will not be refused certification solely on the basis that it is a newly formed business.

A. Ownership

1. The ownership by LGBT person(s) must be real, substantial and continuing going beyond the pro-forma ownership of the business as reflected in its ownership documents

2. The applicant must share in all risk and profits commensurate with their ownership interest as demonstrated by a detailed examination of the substance of their business arrangements with others

3. All securities that constitute ownership of a business shall be held directly by LGBT person(s), or held in a trust that is one of the types of trusts described in Section VIII.A.5.e. “Trusts”

4. Contribution of Capital or Expertise
   a. Contribution of capital and/or expertise by LGBT owners to acquire their ownership interest shall be real and substantial and be in proportion to the interest(s) acquired
   b. Insufficient contributions shall include, but shall not be limited to, promises to contribute capital or expertise in the future, a note payable to the business or its owners who are not LGBT persons, or the mere participation as an employee

5. Business Structures and Ownership Vehicles. Legal entities must be formed in and have their principal place of business in the United States or one of its territories
   a. Sole Proprietorship
      i. In a sole proprietorship, the LGBT person must own one hundred percent (100%) of the company assets
   b. Corporation
      i. In a corporate form of organization, LGBT principal(s) must own at least fifty-one (51%) of each class of voting stock outstanding and fifty-one percent (51%) of the aggregate of all stock outstanding
      ii. Any voting agreements among the shareholders must not dilute the beneficial ownership, the rights, or the influence of the LGBT owners of the stock or classes of stock of the corporation
      iii. LGBT owners shall possess the right to all customary incidents of ownership (e.g., ability to transfer stock, title possession, enter binding agreements, etc.)
      iv. Nonprofit corporations do not meet this requirement and are therefore not eligible for certification
   c. Partnerships
      i. General Partnership. In a general partnership, LGBT owners must own at least fifty-one percent (51%) of the partnership interests and exert at least fifty-one percent (51%) of the control among general partners
      ii. Limited Partnership
         (1) In a limited partnership, the LGBT general partners must own at least fifty-one percent (51%) of the general partnership interest and exert at least fifty-one percent (51%) of the control among general partners. The LGBT general partners must receive at least fifty-one percent (51%) of the profits and benefits, including tax credits, deductions and postponements distributable or allocable to the general partners
(2) In addition, the LGBT limited partners must own at least fifty-one percent (51%) of the limited partnership interests and receive at least fifty-one percent (51%) of the profits and benefits, including tax credits, deductions and postponements distributed or allocable to the limited partners.

d. Limited Liability Companies
i. In a Limited Liability Company, LGBT principal(s) must own at least fifty-one percent (51%) of membership interests, and at least fifty-one percent (51%) of the management and control among the members.

ii. The LGBT principals must also participate in all risks and profits of the organization at a rate commensurate with their membership interests.

e. Trusts
i. In order to be treated as owned by LGBT persons, securities held in a trust must meet the following requirements, as applicable:

1. Irrevocable trusts. Securities held in an irrevocable trust will be treated as owned by LGBT persons if the transferor is an LGBT person, all trustees are LGBT persons, and all Grantors of the irrevocable trust are LGBT persons.

2. Revocable trusts. Securities held in a revocable trust will be treated as owned by LGBT persons if the transferor is an LGBT person, all trustees are LGBT persons, and all Grantors of the revocable trust are LGBT persons.

3. ESOPs. Securities owned by LGBT persons who are participants in an employee stock ownership plan qualified under Section 401 of the Internal Revenue Code of 1986, as amended, and held in a trust where all of the trustees are LGBT persons and all the Grantors of the trust are LGBT persons will be treated as owned by LGBT persons.

4. Other requirements. Businesses whose securities are owned in whole or part in a trust are not thereby exempt from the other requirements of this Section VIII.

B. Control

The applicant must show evidence that the LGBT person(s) have control of the business. “Control” means the primary power to direct the management of a business enterprise as evidenced through the governance documents and actual day-to-day operation. The following factors will be examined in determining who controls an applicant.

1. Governance
   a. The organizational and governing documents of an applicant (e.g., Limited Liability Company Operating Agreements, Partnership Agreements, or Articles of Incorporation and By-laws) must not contain any provision which restricts the ability of the LGBT owner(s) from exercising Managerial Control and Operational Authority of the business.

   b. In reviewing governance documents and issues, special attention shall be given to:
      i. The composition of the business’s governing body (e.g., board of directors or management committee);
      ii. The functioning of the governing body; and
      iii. The content of shareholder’s agreements, bylaws, or state incorporation statutes, and the extent to which such agreements, bylaw(s), or statutes affect the ability of the LGBT owner(s) to direct the management and policy of the business.

2. Operation and Management
   a. The LGBT owner(s) must possess the power to direct or cause the direction of the management and policies of the business and to make the day-to-day as well as major decisions on matters of management, policy and operations. The business must not be
subject to any formal or informal restrictions that limit the customary discretion of the LGBT owner(s)

b. A previous and/or continuing employer-employee relationship between or among present owners are carefully reviewed to ensure that the LGBT employee-owner has management responsibilities and capabilities

c. In the event that the actual management of the business is contracted or carried out by individuals other than the LGBT owner(s), those persons who have the ultimate power and expertise to hire and fire the managers can, for this purpose, be considered as controlling the business

d. An LGBT owner, or another such LGBT person, must hold the highest officer position in the company (e.g., President or Chief Executive Officer by whatever title)
e. The applicants must show evidence that the LGBT person(s) have operational authority and managerial control of the business. In evaluating this evidence, the following factors will be considered:

i. Operational Authority. “Operational Authority” means the extent to which the LGBT person(s) actually operate the day-to-day business. Assessments of operational control will rest upon the peculiarities of the industry of which the business is a part. In order to ascertain the level of operational control of the LGBT owner(s), the following will be considered:

(1) Experience: The LGBT owner(s) shall have education, demonstrable working knowledge and/or experience in the area of specialty or industry claimed in the certification application

(2) Responsibility for Decision-Making: The LGBT owner(s) shall be able to demonstrate their role in making basic decisions pertaining to the daily operation of the business

(3) Technical Competence: The LGBT owner(s) shall have technical competence in the industry or specialty of the applicant business and/or a working knowledge of the technical requirements of the business sufficient enough to critically evaluate the work of subordinates

ii. Managerial Control. “Managerial Control” is the demonstrated ability to make independent and unilateral business decisions necessary to guide the future and destiny of the business. Managerial control may be demonstrated in a number of ways. For an LGBT owner(s) to demonstrate the extent of their managerial control, the NGLCC Certification Committee will consider the following (not intended to be all inclusive) areas of routine business activity:

(1) The LGBT owner(s) must produce documents that clearly indicate their control of basic business functions, e.g., authority to sign payroll checks and letters of credit, signature responsibility for insurance and/or bonds, authority to negotiate contracts and financial services daily operation of the business

(2) Technical Competence: The LGBT owner(s) shall have technical competence in the industry or specialty of the applicant business and/or a working knowledge of the technical requirements of the business sufficient enough to critically evaluate the work of subordinates

(3) Agreements for support services that do not impair the LGBT person’s control of the company are permitted as long as the owner’s power to manage the company is not restricted or impaired as determined by the NGLCC Certification Committee in its sole administrative discretion

3. Independence

a. Performance

i. The LGBT owner(s) shall have the ability to perform in their area of specialty/expertise without substantial reliance upon finances and resources
(e.g., equipment, automobiles, facilities, etc.) of non-LGBT business enterprises

b. Test of Independence. Recognition of the applicant as a separate and distinct entity by governmental taxing authorities shall not be a sole determinant of any applicant’s assertions of independence. Test criteria include, but are not be limited to the following:

i. Applicant’s relationship with a non-LGBT company that involves any long-term contract or lease agreements

ii. Applicant’s status as a party to any contract or lease agreement on terms at variance with industry standards or prudent business practices

iii. Interlocking stock ownership of the applicant and non-LGBT business enterprise in the same industry

iv. Common directors/officers between the applicant and a non-LGBT business enterprise

v. Applicant’s use of employees, equipment, expertise, facilities, etc., shared with or obtained from a non-LGBT business enterprise

vi. The receipt by the non-LGBT business enterprise of financial benefits (i.e., profits, wages, etc.) shall be commensurate with the duties performed

vii. An applicant’s business that cannot operate without licenses, permits and/or insurance held by another business is not independent. The business must possess all legal requirements necessary to legally conduct business

viii. A Broker, Dealer, or Manufacturer’s Representative, unless it is the standard for the industry, generally does not qualify for certification

C. Status Qualifiers

The applicant must show that the person is a member of the LGBT community by providing the status qualifiers requirements listed in Appendix A.

D. Citizenship, Residency, & Principal Place of Business

1. The applicant must prove legal residence in the United States. The applicant must be a U.S. Citizen or Legal Resident Alien, and therefore reside permanently in the United States

   a. Permissible documents may include:

      i. U.S. Birth Certificate

      ii. U.S. Passport

      iii. U.S. Naturalization documents

      iv. Legal Resident Alien card (“green card”)

          (1) Also referred to as a “Lawful Permanent Resident”

2. The applicant’s legal entities must be formed in and have their principal place of business in the United States or one of its territories

IX. Certifying Franchises

A business operating under a franchise or license agreement may be certified if it meets the standards in Section VIII. LGBTBE Eligibility Standards and:

A. The franchise agreement between the franchisor and the franchisee seeking NGLCC certification must not contain any provision which unreasonably restricts the ability of the LGBT owner(s) from exercising Managerial Control and Operational Authority of the business.

In reviewing the franchise agreement, special attention shall be given to circumstances which, for certification purposes, shall be considered as restricting control and authority of the LGBT owner(s). These include, but are not limited to:

1. Termination of the franchise agreement by the franchisor without cause;
2. Lack of ownership of receivables by the franchisee;
3. Exclusive ownership of account receivables and/or contracts by the franchisor;
4. Restrictions on the sale of the business below market value;
5. Terms and conditions not related to the brand or systems can be altered without franchisee’s notification and/or approval;
6. Contracts are prepared and approved by the franchisor;
7. Management decisions cannot be made independently by the franchisee;
8. No financial risk is borne by the franchisee;
9. Hiring and firing decisions cannot be made independently by the franchisee; and
10. Equity interest in the franchise is owned by the franchisor.

Where there are inconsistencies between the standards and procedures in this Section and other Sections of the Standards & Procedures as it relates to franchises, the procedures in this Section will prevail.

X. National Certification Committee

The National Certification Committee works to protect the integrity of the certification of LGBTBEs through ensuring that the best practices, policies, and procedures described in this document are implemented and enforced.

The National Certification Committee is comprised of at least two (2) chairs and volunteers responsible for rendering recommendation and final decision on certification or denial to the NGLCC.

A. Composition

The National Certification Committee is comprised of at least one (1) corporate representative and one (1) LGBTBE. The National Certification Committee also shall include to the extent possible at least one (1) attorney and one (1) Certified Public Accountant (CPA). The remainder of the committee will be comprised of additional corporate or LGBT business representation. The monthly Certification meeting shall consist of an odd number, but no less than five (5) members.

All National Certification Committee members will sign the NGLCC Certification Committee Confidentiality Agreement at the beginning of every term that they volunteer to serve. All committee members and staff must sign this confidentiality agreement before reviewing files, a copy of which must be maintained in the NGLCC main office in accordance with NGLCC Retention and Destruction Guidelines.

1. NGLCC National Certification Committee Membership

   The National Certification Committee Chairs will appoint committee members annually and as needed. Members serve at the pleasure of the NGLCC National Certification Committee Chairs and may be dismissed at any time with or without cause.

2. Length of Term

   Committee members will serve a term(s) of no less than two (2) years from the date of appointment, and will be renewed bi-annually thereafter with no limit.

3. Training

   Committee members will be initially trained within the first six (6) months of identification and procedures will be reviewed, at a minimum, every term renewal thereafter.

B. Meetings

1. The National Certification Committee will meet on a monthly basis.

2. A quorum for each meeting is five (5) members of the committee, including at least one (1) chair. A quorum may be reached by either physical or virtual attendance by committee members.

C. Responsibilities

1. Scope of Work

   a. Documentation and Site Visit Review - A National Certification Committee member will review the completed applications of businesses seeking certification in order to make
a determination of eligibility for certification based on the criteria detailed in Section VIII. LGBTBE Eligibility Standards

b. Recommendation to the National Certification Committee Chair - After completing Documentation and Site Visit Review, the Reviewer will make a recommendation to its chair to certify or deny an applicant business entity for a final certification or denial decision

c. If the Reviewer is one (1) of the National Certification Committee Chairs, the recommendation must be given to the other National Certification Committee Chair for a final decision

2. Function
   a. Staff: information collection and dissemination only
   b. Certification Committee: discussion and recommendations
   c. Chairs: Certification

D. No Lobbying of Committee Members
   Committee members are prohibited from (1) having contacts, outside of the site inspection review visits with, and (2) accepting any thing or service of value from, applicants whose applications are pending certification.

E. Anonymity of Business Affiliation
   The business affiliation of site visitors shall not be disclosed or otherwise discussed during site inspection review visits.

F. Conflicts of Interest
   1. Any conflict of interest must be disclosed to the reviewing committee, and the disclosing party must then voluntarily abstain from all discussion and vote. The following situations are not intended to be an exhaustive list of all conflicts of interest that may occur
   a. Any corporate or public entity committee member with a vested interest in the outcome of an eligibility review will disclose that interest and voluntarily abstain from all discussion and vote
   b. Any Certification Committee member with a competitive and/or business interest will disclose that interest and voluntarily abstain from all discussion and vote
   c. NGLCC staff is ineligible to vote

XI. Certification Procedures
The following details the certification process for all applicants seeking certification as an LGBT Business Enterprise by the NGLCC. Information will be reviewed and analyzed as it exists on the date the application is submitted. Organizational changes subsequent to that date will not be considered during the eligibility review process. The NGLCC staff will request any and all documentation deemed necessary to establish a business’ ownership and control by LGBT person(s). The decision to certify or deny an application will be based on the NGLCC guidelines in effect at the time the application is evaluated.

A. If an applicant fails to complete the documentation within the review and analysis period, the applicant will be notified that its application will not be reviewed further and the certification application will be filed as non-responsive. A new application will not normally be accepted for a period of six (6) months from the time initially submitted or at the National Certification Committee Chair’s discretion.

B. Once an applicant submits a completed application and appropriate supporting documentation, the following procedures will apply:
   1. The submitted application will be collected and dated by NGLCC staff for processing
   2. NGLCC staff will evaluate the documentation for completeness and accuracy. The applicant’s business references will be checked and other information certified by a third party as appropriate
   3. All supporting documents must be submitted in their entirety prior to certification committee review and will be maintained as part of the permanent file in accordance with the NGLCC Supplier Diversity Initiative Document Retention and Destruction Policy
4. As provided in Section VIII. LGBTBE Eligibility Standards, the National Certification Committee will conduct a documentation review and a site inspection review

a. Documentation Review
   i. National Certification Committee members bear the responsibility of recommendations for certification or denial based on an evaluation of all submitted documentation and document to file all findings in support of the recommendation
   ii. At any time during the review process, committee members may request additional documents in existence at the time of application, but not requested or provided at the time of application, necessary to substantiate eligibility

b. Site Visit Review
   i. A site visit review at the principal place of business will be conducted on one hundred percent (100%) of applicants to ensure that the findings of the Documentation Review are substantiated in the actual operation of the business. Generally, NGLCC conducts site inspection reviews after staff determines that the application is complete
   ii. If the Site Review corroborates the Documentation Review, a final recommendation is made. If there is any conflicting information or observation uncovered during the course of the Site Review, the information will be thoroughly documented and resubmitted for a second review at the next National Certification Committee meeting

C. If certification is awarded, the LGBT Business Enterprise is notified in writing within fifteen (15) days of the Committee Meeting. A certificate showing the name of certified business, expiration date, and certification number. The LGBTBE is published on MyNGLCC for the duration of the certification period.

D. If certification is denied, the applicant will be notified in writing using a standard form letter approved by the National Certification Committee. Any business that disagrees with the denial may file an appeal directly with the NGLCC as outlined in Section XIV. Appeal Process.

E. The NGLCC certification is valid for a period of two (2) years. Prior to the current certification expiration date, LGBT Business Enterprises are required to complete a Recertification application.
   1. The NGLCC staff will inform the need to submit an upcoming NGLCC Recertification application to the LGBT Business Enterprise approximately two (2) months prior to the certification expiration date. However, it is the LGBT Business Enterprise’s responsibility to maintain current certification. The completed Recertification application will be reviewed in order of receipt
   2. If there has been any change in ownership and/or control, documentation of the change will be required for renewal of certification. The applicant is responsible for notifying the NGLCC of such changes and submitting all applicable documentation
   3. Site visits will be required at a minimum of every four (4) years and may be conducted at any time before expiration
   4. An LGBT Business Enterprise that fails to submit all appropriate information/documentation for renewal within a reasonable period will have its status adjusted from “Certified” to “Expired” and its name will be removed from the NGLCC’s Certified Supplier List. The LGBT Business Enterprise will be notified of its expired status. If an LGBT Business Enterprise cannot meet the renewal deadline due to special circumstances, an extension of time may be granted at the discretion of the NGLCC staff
   5. If by reason of a change to NGLCC Standards and Procedures a currently certified company is no longer certifiable, the NGLCC Certification Committee may grant the company a sixty (60) day grace period from the date of the committee’s review to come into compliance with the changed standard and procedure

F. Applicants are required to notify NGLCC Supplier Diversity within thirty (30) days of any substantive change in ownership or control of their business under the penalties provided by applicable law. This change may impact their certification status.

G. Upon written request, an applicant may withdraw an application and supporting documentation without cause or prejudice prior to a determination of eligibility.
XII. Challenge Procedures

Any third party may challenge the LGBT Business Enterprise status of any LGBT Business Enterprise. Confidentiality of the challenging party’s identity will be protected. The challenge must be made in writing to the Chair of the Appeals Committee. Within its letter, the challenging party must include evidence challenging the eligibility of an LGBT Business Enterprise. The letter should be addressed to:

NGLCC Appeals Committee
c/o NGLCC Supplier Diversity
National Gay & Lesbian Chamber of Commerce
1331 F St NW, Suite 900
Washington, DC 20004

Within fifteen (15) business days, the Chair of the Appeals Committee will determine, on the basis of the information provided by the challenging party, whether there is reason to evaluate the challenge.

A. If the Chair of the Appeals Committee determines that the challenge is not credible, the challenging party will be so informed in writing and the investigation of the LGBT Business Enterprise will be closed. If the challenging party believes the determination is in error, it may appeal the decision to a National Certification Committee Chair in accordance with Section XIV. Appeal Process.

B. If the Chair of the Appeals Committee or the National Certification Committee Chairs determine that there is reason to believe that the LGBT Business Enterprise is not a bona fide LGBT Business Enterprise, the following steps will be taken:

1. The LGBT Business Enterprise will be notified in writing that its NGLCC certification has been challenged. This notice will identify and summarize the grounds for the challenge. This notice will require the LGBT Business Enterprise to provide the NGLCC with information/documentation to refute the challenge within a time frame specified by the NGLCC.

2. Once the requested information is received, the Chair of the Appeals Committee or a National Certification Committee Chair (depending on which party deemed the challenge credible) will evaluate the information/documentation available and make a preliminary determination. The LGBT Business Enterprise and the challenging party will be notified of the preliminary determination in writing, setting forth the reasons for the decision. The party which deemed the challenge credible may also provide an opportunity to the parties for a hearing to respond to the determination in person within a set period of time.

3. Within ten (10) business days of the receipt of the requested information or hearing, whichever is later, the party which deemed the challenge credible will make a final determination and inform the parties in writing of the reason for the determination:
   a. If the determination is to revoke the business’ certification, the adversely affected party may reapply for certification one (1) year after notice of revocation is given.
   b. While a challenge is pending, the LGBT Business Enterprise certification will remain in effect.

XIII. Revocation of Certification

A. An LGBT Business Enterprises may have its certification revoked by the National Certification Committee and suspended from eligibility in any of the participating entities’ NGLCC programs for any of the following reasons:

1. If the business entity’s ownership and/or control by LGBT person(s) has changed to the extent that the business is no longer a bona fide LGBT Business Enterprise in a member of the National Certification Committee’s reasonable judgment;

2. If due to a challenge or some other reason, including a Program Review, a business entity’s current certification eligibility is re-examined and the business is found not to be a bona fide LGBT Business Enterprise; or

3. If a business is found to be engaging in business practices on any of the member’s projects that circumvent the intent of the NGLCC’s programs

4. Any official from the National Certification Committee or any of its members or any other interested party that discovers irregularities relative to the LGBT status of any of the NGLCC certified suppliers may provide a written statement to the Appeals Committee Chair citing
noted irregularities. Person(s) specifically challenging a business’ LGBT Business Enterprise status will be advised of the NGLCC’s Challenge Procedure. (See Section XII. Challenge Procedures)

5. LGBT Business Enterprises that are no longer active business entities, as well as suppliers that do not respond to requests for updated or new certification information/documentation, will be removed from the NGLCC’s Certified Supplier List after sixty (60) days of non-responsiveness. Reinstatement will require complete re-application for NGLCC certification.

B. Within fifteen (15) business days of the revocation determination, a National Certification Committee Chair will notify the LGBT Business Enterprise of the decision and summarize the reasons for the decision.

C. Any business that believes that its LGBT Business Enterprise certification has been wrongly revoked may appeal as prescribed in Section XIV. Appeal Process, unless revocation was the result of a challenge deemed credible by the National Certification Committee Chairs.

XIV. Appeal Process

An applicant denied certification may appeal that decision to the Appeals Committee. The decision of the Appeals Committee is final and the applicant and the National Certification Committee agree to abide thereby.

An applicant denied certification as a small business (separate and apart from NGLCC certification) must appeal to the Small Business Administration.

A. APPEALS

1. Appeals Committee

a. The Appeals Committee will be comprised of a minimum of three (3) and no more than five (5) National Certification Committee members appointed by the NGLCC Certification Committee Chairs. The Committee will always consist of an odd number of members and may include a Committee Chair.

b. The Appeals Committee will be established on an ad hoc basis as needed, by a Certification Committee chair.

c. The committee will use only NGLCC Standards and Procedures in support of their decisions.

d. Before reviewing files, all committee members must have a signed Certification Committee Confidentiality Agreement statement on file and must be maintained in the NGLCC office in accordance with NGLCC Retention and Destruction Guidelines.

2. National Appeals Process

a. Businesses denied certification by the National Certification Committee may request a physical, virtual, or tele-meeting to discuss the specific reasons for such denial. Said meetings are solely for informational purposes and are not intended, nor are they to be construed, as a hearing or appeal of the NGLCC’s certification determination.

b. An applicant may appeal the National Certification Committee Chair’s decision by making a request in writing to the Appeals Committee no later than thirty (30) days from the date of the denial letter. The appeal should be addressed to:

NGLCC Appeals Committee

c/o NGLCC Supplier Diversity Coordinator
National Gay & Lesbian Chamber of Commerce
1331 F St NW, Suite 900
Washington, DC 20004

c. NGLCC staff will contact the applicant to inform the applicant of the review date for the appeal. During the appeal, the Appeals Committee will consider all information as presented during the initial certification application process as well as any relevant and/or requested additional information. Changes in the business’ ownership and control subsequent to the applicant’s request for certification shall not be considered as evidence during the appeal process.

© NGLCC 2020
d. Meetings of the Appeals Committee can be called at the discretion of the National Certification Committee Chairs. The Appeals Committee will convene, review the file and make a recommendation to the NGLCC Appeals Committee Chair

   Note: The National Certification Committee’s original certification determination remains in effect pending any appeal.

e. The applicant will be informed of the decision in writing within fifteen (15) business days. The decision by the National Certification Committee shall be upheld unless overturned by the Appeals Committee

f. If the decision of the Appeals Committee results in a denial, then the applicant may re-apply for certification one (1) year from the date of the NGLCC’s original denial letter

XV. Non-Eligible Businesses

   Agents, brokers, non-profit organizations, manufacturer’s representatives, strategic alliances, as defined in Section VII. Definitions are not certifiable unless standard in the industry.
Appendix A: LGBTBE Status Qualifiers

**LGBT Status Qualifiers for Business Owners**

The National LGBT Chamber of Commerce’s supplier diversity corporate partners have made a commitment to buying back from the LGBT community.

The NGLCC National Certification Committee, in accordance with the LGBT Business Enterprise™ (LGBTBE) certification’s Standards & Procedures, asks for status qualifiers to establish LGBT identity in order to demonstrate to all stakeholders that the NGLCC is working on behalf of LGBT business owners.

Therefore, the Committee reserves the right to ask for several LGBT status qualifiers in order to authenticate the affidavit and corroborate each LGBT status qualifier document with the other. This, in concert with the other certification requirements, prevents ineligible applicants from dishonestly obtaining LGBTBE certification.

Unless otherwise noted, the following documents are acceptable forms of LGBT status. The more an applicant can provide, the more unequivocally it can be determined that the owner(s) is LGBT.

*Please note:* if the sum of all the documents does not specify explicitly that said owner identifies as Lesbian, Gay, Bisexual, or Transgender, it is very unlikely that it will suffice for the National Certification Committee.

If you have any questions or concerns, please do not hesitate to contact supplierdiversity@nglcc.org.

*Please also note:* The NGLCC provides a list of LGBT status qualifiers for all members of the LGBT community—both those in a relationship and for those who are single. Please read through all of the options below before deciding which qualifiers you would like to submit.

---

You may submit *either*:

One (1) document from **List A**  
OR  
Two (2) documents from **List B**
ONE OF THE FOLLOWING DOCUMENTS MAY SUFFICE FOR THE NATIONAL CERTIFICATION COMMITTEE DEPENDING ON THE EXPLICITNESS OF “LGBT” STATUS:

- Letter from three personal references attesting to LGBT status of business owner(s)
  - Letters must be accompanied by signed affidavit\(^1\) and must be sent directly from the reference person(s) to NGLCC
  - Letters may not be sent from employees of applying business
- Letter from NGLCC affiliate chamber executive director or certification chair (if there is no executive director or certification chair, the president may issue a letter.)
  - NGLCC affiliate chamber leader must have known the applicant for at least one year.
  - Letter must be sent directly from the reference person to NGLCC
- Certified copy of domestic partnership registration, civil union certification, or marriage certification*
- Divorce documents*
- Death Certificate*
- Current IRS Form 1040 filed jointly by the business owner(s) and spouse(s)
- Proof of domestic partnership health insurance utilization*
- Evidence of completed or attempted parenting and family building efforts made by LGBT applicant and same sex partner:
  - Second parent* adoption: Petition for second parent adoption, adoption records, and/or state-required documents for adoption
  - In-vitro fertilization procedure: Proof of procedure from medical facility, letter from doctor that performed procedure, and/or medical records/insurance records citing the procedure
  - Surrogate mother arrangements: Proof of surrogacy in the form of a surrogacy contract, proof of payment, medical records, and/or letter from surrogate mother and doctor
- Documentation of petition for hospital visitation rights*
- Department of Defense Form DD-214 “Certificate of Release or Discharge from Active Duty”
- Physician/therapist carry letter or letter confirming transgender status
- Bills and/or forms for gender affirmation surgery
- Notarized physician letter used to change gender marker on legal documents
- Copy of birth certificate gender marker amendment
- Court-ordered name change with transgender status cited as reason for change
- Photocopies of current and former legal documents (i.e. birth certificates, driver’s licenses, passports, etc.) that demonstrate legal gender marker change

---

\(^{1}\) The affidavit is a written statement voluntarily made by the author of the letter stating the contents of the letter are true. The LGBT status qualifier affidavit does not need to be notarized or witnessed but must be signed and submitted with the letter directly to NGLCC.
LIST B

TWO OF THE FOLLOWING DOCUMENTS MAY SUFFICE FOR THE NATIONAL CERTIFICATION COMMITTEE DEPENDING ON THE EXPLICITNESS OF “LGBT” STATUS:

- Apartment lease, automobile title, financing agreement, or utility bills with name of applicant and partner* listed
- Proof of joint property ownership*
- Major loans or lines of credit with name of applicant and partner* listed
- Records of philanthropic contributions by applicant and partner* (tax donation with name of applicant and partner listed)
- Insurance, including renter’s, homeowner’s, or life, with name of applicant and partner* listed
- Retirement plan documentation listing applicant’s partner* as a beneficiary
- Documentation showing investment holdings that are joint-owned by applicant and partner*
- Proof of joint will for applicant and partner* (reference to partner must be made in the will)
- Prescription bills or orders for hormone replacement therapy (HRT)
- Copy of USCIS Permanent Resident Card amendment application (I-90) citing gender marker change and amended card
- Letter from recognized LGBT organization attesting to LGBT status signed by organization leader or board member
  - Letters must be accompanied by signed affidavits²
- National or local media articles denoting the LGBT status of business owners
- Advertising/promotional materials that note the business is LGBT owned and operated
- Certificates/Awards/Recognitions of the business and/or owner(s) as a member of the LGBT community
- Physician, advanced practice providers (including but not limited to physician assistances & advanced practice registered nurses) or attorney letter on official letterhead attesting to the LGBT status of the applicant
  - Letters must be accompanied by signed affidavits³

*The word partner is taken to mean a significant other/spouse/romantic/domestic partner of the same-sex as the business owner/applicant and to every extent of the conventional definitions ascribed to the term LGBT. The appearance of the partner’s name alone does not automatically demonstrate LGBT-status unless “same-sex/domestic partner/spouse” or “husband-husband”/“wife-wife” is explicitly expressed.

² The affidavit is a written statement voluntarily made by the author of the letter stating the contents of the letter are true. The LGBT status qualifier affidavit does not need to be notarized or witnessed but must be signed and submitted with the letter directly to NGLCC.

³ The affidavit is a written statement voluntarily made by the author of the letter stating the contents of the letter are true. The LGBT status qualifier affidavit does not need to be notarized or witnessed but must be signed and submitted with the letter directly to NGLCC.