

# ASSOCIATION BYLAWS

*Registry of Interpreters for the Deaf, Inc.*

education ■ standards ■ excellence

The logo consists of the letters 'R', 'J', and 'D' in a large, bold, serif font. The 'J' is positioned between the 'R' and the 'D', and its vertical stem is significantly taller than the other letters, extending above the top of the 'R' and 'D'.

Registry of Interpreters for the Deaf, Inc.

*Approved June 2007*

# ASSOCIATION BYLAWS

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## **Article I.** *NAME*

The name of this corporation shall be the Registry of Interpreters for the Deaf, Inc. (RID)

## **Article II.** *OBJECTIVE*

The principal objective of this corporation is to initiate, sponsor, promote and execute policies and activities that will further the profession of the interpretation of American Sign Language and English and the transliteration of English.

## **Article III.** *MEMBERSHIP*

### Section 1. — Categories of Membership:

This corporation shall have the following categories of non-transferable membership:

- A. Voting Members
  - 1. Certified Member
  - 2. Associate Member
- B. Non-voting Members
  - 3. Certified Member: Inactive
  - 4. Certified Member: Retired
  - 5. Student Member
  - 6. Supporting Member
  - 7. Organizational/Institutional Member

### Section 2. — Eligibility:

- A. Certified Member: Any interpreter or transliterator of American Sign Language and/or English who holds valid certification accepted by the RID.
- B. Certified Member: Senior Citizen - Any interpreter or transliterator of American Sign Language and/or English who holds valid certification accepted by the RID and is 55 years of age or older.
- C. Associate Member (pre-certified): Any individual who is actively engaged in the interpretation of American Sign Language and English and/or the transliteration of English, but who does not hold valid certification accepted by the RID.

- D. Certified Member: Inactive - A certified member who experiences, voluntarily or involuntarily, a life altering event or activity which precludes them from working as an interpreter or transliterator.
- E. Certified Member: Retired - A Certified member who upon reaching the age of 55 or older elects to retire from working as an interpreter or transliterator.
- F. Student Member: Any pre-certified individual currently enrolled in a course of study in interpretation of American Sign Language and English and/or the transliteration of English.
- G. Supporting Member: Any non-certified individual with an interest in supporting the purposes and activities of the corporation who does not meet eligibility requirements for Sections 2.A, 2.B, or 2.C under Article III, Membership.
- H. Organizational/Institutional Member: Any organization/institution with an interest in supporting the purposes and activities of the corporation.

### Section 3. — Voting Rights and Requirements:

- A. In order to be a voting member of the RID, a person must be a member in good standing, belong to a voting category and be a member of an affiliate chapter.
- B. Each voting member of this corporation shall be entitled to one vote in meetings, referenda and elections. Meetings, referenda and elections pertaining to evaluations, certifications and standards/ethics may only be voted upon by active certified members.
- C. In order to be guaranteed eligibility to vote at a National Convention, a member's dues must be received in the national office by July 1st of the fiscal year in which the convention occurs. Any member renewing their membership after July 1st would only be permitted to vote at the National Convention if their renewal can be verified prior to Convention.
- D. Any decision of the Board of Directors may be vetoed by a two-thirds majority vote of

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those eligible and voting during a regular or special meeting of the membership or through mail referendum.

### Section 4. — Termination of Membership and/or Certification:

A. Membership: An individual's membership in the RID can be terminated for the following reasons:

1. Suspension or expulsion for cause as outlined in the *Policies and Procedures Manual*.
2. Non-payment of dues as outlined in the *Policies and Procedures Manual*.
3. Resignation.

B. Certification: An individual's certification in the RID can be terminated for the following reasons:

1. Suspension or revocation for cause as defined in the *Policies and Procedures Manual*. An individual whose certification is suspended or revoked for cause can maintain membership in the corporation by payment of the non-certified membership fee as defined in the *Policies and Procedures Manual*.

2. Non-payment of dues as outlined in the *Policies and Procedures Manual*.

### Section 5. — Reinstatement:

A. Application for Reinstatement: A former member who satisfies the requirements as outlined in the *Policies and Procedures Manual* may apply to be reinstated.

B. Appeals: Membership and/or certification suspension or revocation may be appealed by following the guidelines set forth in the *Policies and Procedures Manual*.

### Section 6. — Change of Membership Category:

A member who has a change in membership category will immediately be entitled to the privileges thereof. Beginning with the next fiscal year, all dues, fees, and assessments for that member shall be based on the new membership category.

### Section 7. — Membership Sections:

This corporation may establish membership sections which shall be open to all members of the corporation. Membership sections must follow the guidelines set forth in the *Policies and Procedures Manual*.

### Section 8. — NAD-RID Code of Professional Conduct Compliance

Individual members of RID, while interpreting, shall follow the NAD-RID Code of Professional Conduct established and implemented by the association and shall be subject to the Ethical Practices System.

## **Article IV.** DIRECTORS

### Section 1. — Composition of Board of Directors:

The Board of Directors shall be comprised of a president, vice-president, secretary, treasurer, member-at-large, and one representative from each region. In addition, the immediate past president may serve as a non-voting ex-officio member of the Board of Directors for one term.

### Section 2. — Powers and Limitations:

All corporate powers shall be exercised by or under the authority of the Board of Directors. Unless so authorized by the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount. All charges, responsibilities and membership directives shall persist until fulfilled

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regardless of any changes to the makeup of the Board of Directors. Specific powers and limitations are defined in the *Policies and Procedures Manual* and are in accordance with the RID's *Articles of Incorporation*.

### Section 3. — Duties:

#### A. General Duties:

1. Perform duties as prescribed by the voting membership, the Board of Directors or as required by law.
2. Supervise the chief executive officer of the Corporation
3. Approve the budget of the Corporation annually
4. Provide a comprehensive Corporate report no later than ninety days after the end each fiscal year.

#### B. Officers:

##### 1. President

- a) Represents the corporation in all appropriate activities
- b) Presides at meetings of the members and/or directors
- c) Appoints committees
- d) Has the authority to co-sign checks with the treasurer or any other person
- e) Provides at least quarterly reports to the membership concerning business and Board of Directors activities and financial status of the corporation

##### 2. Vice-President

- a) In the absence or disability of the president, the vice-president shall assume all duties of the president.
- b) Assist in the training of incoming board members and committee chairs.

##### 3. Secretary

- a) Keeps complete and accurate record of the proceedings of the Board of Directors

- b) Supervises the keeping of all corporation records
- c) Has the authority to co-sign checks with the president or any other person designated through action of the Board of Directors.
- d) Track meetings of RID committees. Track deafness/interpreting related events.

##### 4. Treasurer

- a) Oversee RID's overall financial position.
- b) Assist with preparing the association's annual budget and presenting it to the board.
- c) Monitor income and expenditures by comparing the actual and budgeted figures.
- d) Review financial statements (usually quarterly) with the director of finance and present them to the board.
- e) Help monitor the association's long-term investments.
- f) Stay abreast of association activities and be prepared to offer practical and philosophical suggestions and advice.
- g) Consult with national office leadership on programs and services (new and old) which impact on the budget; including monthly telephone conversations with the executive director and director of finance and administration.
- h) Chair the Finance Committee.
- i) Meet with auditor to review, annual reports and management letters.
- j) Meet with the director of finance and administration to review the annual federal 990 form.
- k) Meet regularly with the president and other board members.

##### 5. Member-at-Large

Works with the region representatives, assisting with the coordination of activities and communication in and among regions.

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### 6. Region Representative

a) Provide reports regarding the activities of the RID Board of Directors, national committees and the national office to each affiliate chapter within his/her region. This can be done via e-mail, mail, or conference calls. Conference calls are generally held every two to three months.

b) Provides reports at least quarterly to the board and the national office during meetings. Reports should reflect the special issues and/or concerns expressed within his/her region.

c) Convenes and presides at any regional meetings/conference and teleconference calls and facilitates development of regional activities.

d) Attend workshops and conferences in the region, when able and funds are available, using region budget and funds from hosting affiliate chapter as available.

e) Serve as a resource person to affiliate chapter presidents and members within his/her region.

f) Submit regular reports to the association newsletter.

g) Assist affiliate chapters within his/her region in their ability to meet affiliation requirements.

h) Assist any chapter not in compliance with RID's affiliation requirements in moving toward compliance or dissolution. In the event of dissolution or no further recognition of a chapter, s/he will insure the collection and forwarding of all required information to the national office.

i) Serve as one of the national conference committee core group members and participate in the recruiting the conference chair(s) when the national conference is being hosted in his or her region.

j) Assist in the annual reviews of the chief executive officer.

### 7. Immediate Past President

Serve in an ex-officio non-voting capacity for one term, assist the president during the transition into office, serve as an advisor to the president and may assume special assignments as determined by the president and may attend board meetings.

### 8. Executive Committee

a) Comprised of the president, vice-president, secretary, treasurer and member-at-large.

b) In the event that the entire Board is unable to convene, the Executive Committee shall be given full power and authority to take action on emergency issues.

c) Conducts appraisals of the performance of the chief executive officer as requested by the Board of Directors.

### Section 4. - Qualifications:

All candidates for the Board of Directors, except the member-at-large, shall have been certified members in good standing for at least four consecutive years immediately prior to candidacy. The member-at-large must have been a certified and/or associate member in good standing for at least four consecutive years immediately prior to candidacy. Furthermore, all candidates for region representative shall have been residents of their respective regions for at least two consecutive years immediately prior to candidacy.

### Section 5. — Term of Office:

A. Officers: (president, vice-president, secretary, treasurer and member-at-large) shall serve two year terms. No officer shall hold the same office for more than two consecutive terms. They shall be elected by ballot during biennial meeting years and their term shall commence at the conclusion of the biennial meeting, but no later than September 1st of that election year, providing they are

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not already serving an unfinished term of office.

- B. Region representatives: shall serve two years terms. No region representative shall hold the same office for more than three consecutive terms. Region representatives shall be elected by ballot during non-biennial meeting years, and their term of office shall commence thirty days after elections during that year, but no later than September 1st, providing they are not already serving an unfinished term of office.

### Section 6. — Nominations and Elections:

- A. Officers: (president, vice-president, secretary, treasurer and member-at-large) Candidates must receive nominating signatures of at least twenty-five voting members in good standing representative of all regions.
- B. Region Representative: Candidate must receive nominating signatures of at least twenty-five voting members in good standing from within the candidate's respective region.
- C. Procedures governing nominations, acceptance of nominations, and elections are contained in the *Policies and Procedures Manual*.

### Section 7. — Vacancies:

Vacancies of the Board of Directors are created upon the death, resignation, or removal due to legal action or for cause against any director. Additionally a vacancy will be created when a region representative moves from one region to another more than six months prior to completion of their term. This situation would require the representative's immediate resignation.

- A. Removal of Directors: The Board of Directors may declare vacant any office for which the Director has been removed due to legal

action or for cause as detailed in *Robert's Rules of Order Newly Revised*. A decision for removal of a region representative must be approved by two-thirds of the members from that representative's region, eligible and voting.

- B. Appointment to Fill a Vacancy: Any vacancy occurring in the Board of Directors with less than one year remaining in the term may be filled by the affirmative vote of a majority of the remaining directors. A director appointed to fill a vacancy shall be appointed for the unexpired term of their predecessor's office. If the unexpired term is more than one year, a special election must be held within six months of the vacancy.

### Section 8. — Meetings of Directors:

- A. Biennial Meetings: Biennial meetings of the Board of Directors shall be held immediately before and/or after, and at the same place as, the biennial meeting of members.
- B. Other Regular Meetings: Other regular meetings of the Board of Directors shall be held at least on a quarterly basis at such time and place as fixed by the Board of Directors. Announcement shall be provided to membership at least sixty days prior to such meeting.
- C. Special Meetings: These may be called by the president or by any two Directors, with a majority vote of approval by the Board of Directors. Notification shall be given to the entire Board of Directors at least seven days prior to such a meeting.
- D. Meetings by Electronic Conference: Any meeting, regular or special, may be held by electronic conference or similar communication equipment, so long as all directors participating in the meeting can communicate with one another.

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### Section 9. — Quorum:

A majority of the Board of Directors are required to attend in order to constitute a quorum.

### **Article V.** *COMMITTEES*

Upon the Board of Directors' approval, the president shall appoint any committees, including standing, special and/or ad hoc committees, composed of at least three voting members in good standing to serve for a specified term. Any vacancies in the membership of any committee that are filled will follow the same procedure. Furthermore, for each committee the president shall designate a member of the Board of Directors to serve as a non-voting member. A majority of the entire committee shall constitute a quorum.

### **Article VI.** *MEETINGS OF MEMBERS*

Time and place of general membership biennial meetings will be designated by the Board of Directors with a written notice of such to be given to the membership at least nine months prior to the meeting. Special membership meetings may be called at any time by the Board of Directors or by written petition sent to the Board of Directors from a minimum of ten percent of the voting members of the corporation. Written notice of the time and place of special meetings shall be given at least two months prior to the meeting. A quorum to conduct business at biennial and special meetings shall consist of no less than 200 voting members.

### **Article VII.** *REGIONAL ORGANIZATION*

The composition and/or number of the regions must be approved by the Board of Directors. Changes in regional composition will occur when deemed necessary by the Board of Directors and/or the membership.

### **Article VIII.** *AFFILIATE CHAPTERS*

Any group of at least twenty individuals, each of whom qualifies for membership in the corporation as a voting member may make application for affiliation following the procedures and requirements as outlined in the *Policies and Procedures Manual*. Any affiliate chapter may remain affiliated with RID so long as it complies with the provisions of these Bylaws and the *Policies and Procedures Manual*. In order to be a voting member of an affiliate chapter, a person must also be a member in good standing of the RID. Elected officials, officers and board members of any affiliate chapter of the RID must be members in good standing of this corporation.

### **Article IX.** *MAIL REFERENDUM*

Motions may be voted on by the membership by mail referendum in the following manner:

- A. Mail referenda may be drafted and submitted by the Board of Directors, by a committee at the request of the Board of Directors, or by written petition of at least five percent of the voting members of the corporation, sent to the Board of Directors.
- B. Written notice of the referendum, stating and describing all motions, procedures and deadlines for voting, shall be provided to all voting members at least sixty days prior to the referendum deadline.
- C. Results of all mail referenda shall be determined by a majority of the valid ballots returned except when a higher percentage is required by these Bylaws or by *Robert's Rules of Order Newly Revised*.
- D. Results of mail referenda shall be disseminated to the membership within forty-five days after the referenda deadline.

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### **Article X.** *INSPECTION RIGHTS AND CORPORATE SEAL*

A copy of the corporation's Articles of Incorporation and Bylaws as amended to date shall be open to inspection by the members of the corporation during business hours. Inspection can also be made of the books, membership records, or minutes of proceedings of the members or of the Board or committees of the Board, upon written request to the corporation by the member, and with a ten business days notice for a purpose reasonably related to such person's interests as a member. Any inspection may be made in person or by agent or attorney and the right to inspection includes the right to receive copies and/or extracts at reasonable cost. The Corporate logo shall be used by the corporation and its affiliated chapters for official and/or approved purposes only. The corporate logo may not be used by an individual member for their personal use.

### **Article XI.** *FISCAL YEAR OF THE CORPORATION*

The fiscal year of the corporation shall begin on the first day of July and end on the thirtieth day of June of each year.

### **Article XII.** *FEES, DUES AND ASSESSMENTS*

In order to remain in good standing, a member must pay annual dues in advance of the first day of July of each fiscal year, in amounts to be fixed from time to time by the Board of Directors. (Gold and Silver Members of the Corporation are exempt from annual dues.) Dues are in arrears as of August first of each fiscal year. The Board of Directors shall not increase or decrease membership dues by more than ten percent without a majority vote of the membership either at the biennial meeting or by mail referendum. The dues shall be equal for all members of each category, but different dues may be set for each category. Notification of any changes in dues structure, fees, or assessments must be published in the association newsletter at least ninety days prior to the anticipated implementation. Furthermore the Board of Directors may

determine and assign the payment of a reasonable late fee and reinstatement fee.

### **Article XIII.** *AMENDMENT OF BYLAWS*

The Bylaws may be amended or repealed by approval of two-thirds majority of the voting members of the Corporation, eligible and voting during a regular or special meeting of the membership, with ninety days prior notice, or by following the guidelines under **Article IX. MAIL REFERENDUM**. However, any amendment which would materially and adversely affect the rights of a specific category must be approved by a two-thirds majority of the members voting from that affected category.

### **Article XIV.** *NON-DISCRIMINATION POLICY*

The RID shall not discriminate in matters of certification, testing or membership on the basis of age, color, creed, disability, ethnicity, hearing status, national origin, race, religion, sex, or sexual orientation.

### **Article XV.** *AMENDMENT OF THE ARTICLES OF INCORPORATION*

Amendments to the Articles of Incorporation may be adopted by a recommendation of the Board of Directors and the approval of two-thirds of the voting members eligible and voting during a regular or special meeting of the membership or through mail referendum.

### **Article XVI.** *DISSOLUTION OF THE CORPORATION*

Dissolution of the Corporation will follow the procedure as specified in the *Articles of Incorporation*.

### **Article XVII.** *PARLIAMENTARY AUTHORITY*

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the corporation in all cases to which they are applicable and consistent with these Bylaws

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and any special rules of order the corporation may adopt.

As revised by mail referendum June 2007. □