

ASSOCIATION BYLAWS

directors participating in the meeting can communicate with one another.

Section 9. — Quorum:

A majority of the board of directors members 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. A presidents council for each region consisting of the affiliate chapter presidents within the region may be formed.

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 RID. Elected officials, officers and board members of any affiliate chapter of 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.

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