

ASSOCIATION BYLAWS

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

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

1. Suspension or revocation for cause 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 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*.

ASSOCIATION BYLAWS

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 of 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 designated person through action of the board of directors.
- 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.

6. Region Representative

- a) Provide reports regarding the activities of the RID Board of Directors,

ASSOCIATION BYLAWS

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 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

ASSOCIATION BYLAWS

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.

Section 9. — Quorum:

A majority of the board of directors members are required to attend in order to constitute a quorum.