

ASSOCIATION BYLAWS

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.

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.

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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 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.