

# **Kentucky Registry of Interpreters for the Deaf, Inc.**

## **ORGANIZATION BYLAWS AND CONSTITUTION**



## **Article I. Name**

This organization shall be known as the *Kentucky Registry of Interpreters for the Deaf* (KYRID).

## **Article II. Purpose and Objective**

The principle purpose of the organization is to initiate, sponsor, promote and execute policies and activities that will further the profession of interpretation of American Sign Language and English and the transliteration of English. Said organization is organized exclusively for charitable, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The principle objective of the organization shall be an affiliate chapter of the national **Registry of Interpreters for the Deaf, Inc.** (RID). This organization shall uphold the mission, vision and diversity statement of RID. And, this organization shall abide by the rules, policies and procedures established for affiliated chapters of RID.

## **Article III. Membership**

### Section 1. Categories

The organization shall be composed of the following categories of membership:

#### A. Voting Members:

1. Certified Member
2. Associate Member

#### B. Non-Voting Members:

1. Certified Member: Inactive
2. Certified Member: Retired
3. Student Member
4. Supporting Member
5. Organizational/Institutional Member

### Section 2: Eligibility

A member in good standing shall be defined as one whose membership fees are current with the organization and, who is not under any disciplinary action by a grievance committee serving any one of the following organizations, jurisdictions or affiliates thereof: RID, National Association of the Deaf (NAD), or the Kentucky Board of Interpreters for the Deaf and Hard of Hearing (KBI).

- A. **Certified Member** shall be any interpreter or transliterator holding valid certification recognized by RID.
- B. **Associate Member** shall be any interpreter or transliterator actively practicing in the field of interpretation of American Sign Language and English and/or transliteration of English but not yet holding a certification recognized by RID.
- C. **Certified Member: Inactive** shall be a Certified Member who experiences a life altering event which precludes them from working as an interpreter or transliterator.
- D. **Certified Member: Retired** shall be a Certified Member who upon reaching the retirement age of 55 elects to retire from the field of interpreting or transliterating.
- E. **Student Member** shall be any individual actively enrolled in an interpreter training program (ITP) with proof of at least part-time status.
- F. **Supporting Member** shall be any non-certified individual with an interest in supporting the objectives and activities of the organization.
- G. **Organizational/Institutional Member** shall be any organization or institution with an interest in supporting the objectives and activities of the organization.

### Section 3. Dues and Fees

- A. Membership fees for all categories shall be the amount recommended by the board of directors and approved by the membership.
- B. Fees payable upon acceptance of the application for membership and thereafter due on July 1 each year. Any member failing to pay annual fees by July 31 shall be in arrears with the organization. Ensuring payment of fees have been received shall be the sole responsibility of the individual member.
- C. First time members' fees shall be prorated in a manner consistent with RID guidelines.
- D. New members transferring membership to the organization from another RID State Affiliate Chapter shall maintain good standing status and voting privileges, provided they were in good standing with their previous chapter and, sufficient evidence is provided by the new member applicant.

### Section 4. Voting Rights and Requirements

- A. Each member, as defined in Article 3, in good standing with the organization, and who is also a member in good standing with RID, shall be entitled to one vote in all state meetings, referenda, and elections.
- B. Voting entitlement shall be verified (or confirmed) by the Secretary of the organization or their designee(s) prior to voting.
- C. Members are solely responsible for ensuring the secretary of the organization has current contact information, such as email and mailing address. (see Appendix A)
- D. Non-voting members may participate in discussions in meetings; however, they may not vote, make motions or second motions.

- E. The organization shall not recognize voting by proxy.
- F. Any decision of the board of directors may be vetoed by a two-thirds majority vote of all eligible voting members of the organization during a regular or special meeting of the membership, or through mail/email referendum.

#### Section 5. Termination and Reinstatement

Membership in KyRID can be terminated in accordance with RID's guidelines for termination. If allegations are made against a member by the organization, suspension of said membership, benefits and voting rights shall be at the discretions of the board. This may also lead to disciplinary actions up to membership termination, dependent on the findings. Resulting actions are at the discretion of the board of directors.

Reinstatement in KyRID will be determined by the board.

Appeals can be made in writing by submitting a request to the secretary via certified mail.

#### Section 6. Member Liability

No individual who was, is now or, will later become a member of this organization shall be personally liable to any of the organization's creditors for any indebtedness, or liability unless, it can be proven a member's action(s) was deliberate and criminal or without required approval from the board of directors. Otherwise, all creditors shall look to assets of this organization for payment.

### **Article IV. Directors**

#### *Definitions:*

#### Section 1. Governance

All organization powers shall be exercised by and 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 organization by any contract or engagement or to pledge its credit or to render it monetarily liable 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.

The affairs of the organization shall be governed by the board between general or special meetings with members of the organization. In the event the entire board is unable to convene, the Executive board shall be given full power and authority to take action on emergency issues. The Executive board shall be composed of the organization's President, Vice President, Secretary, Treasurer and Immediate Past President.

## Section 2. Composition

The board of directors shall be composed of a president, vice-president, secretary, treasurer, public relations coordinator, and three (3) members-at-large (when possible, at least (1) one Deaf member-at-large). In addition, the immediate past president, and representatives from the following, may serve as non-voting ex-officio members:

1. One (1) representative chosen by the Kentucky Association of the Deaf;
2. One (1) representative chosen by the Kentucky Commission on the Deaf and Hard of Hearing;
3. Two (2) full-time student representatives endorsed by their respective Interpreter Training Programs' institution within the Commonwealth of Kentucky and chosen by the board.

## Section 3. Duties

### A. General Duties:

1. Perform duties as prescribed by the voting membership, executive committee or as required by law.
2. Supervise the executive committee.
3. Approve the budget of the organization.
4. Provide a comprehensive organization report to the membership no later than ninety days after the end of each fiscal year, as required by law.
5. Attend majority of board of directors meetings and events of this organization.

### B. Officers:

There is no monetary compensation for service as a member of the board of directors. However, reimbursement of reasonable expenses incurred while performing duties on behalf of the organization may be approved by the board. Procedures for such reimbursement shall be established by the Treasurer and approved by the board of directors. Furthermore, all directors and committee members shall remain in good standing with the organization and RID for the duration of the term of office.

#### 1. **President**

The president shall:

- a. Preside at all meetings of the organization and board of directors.
- b. Appoint committees, approved by the board of directors. And serve as, or appoint a representative to serve as, an ex-officio (non-voting) member of committees.
- c. Represent the organization as a member of the RID Region III Presidents Council and liaison to RID.
- d. Represent, or appoint a representative, as a Commission member of the Kentucky Commission on the Deaf and Hard of Hearing as mandated in KRS 163.506 and shall perform all duties thereof.

- e. Work with the secretary to ensure good faith attempts are made to fill each board of directors' position.
- f. Provide semi-annual reports to the membership concerning business and board of directors' activities and financial status of the organization.
- g. Review all financial records, such as bank statements, on a monthly basis.

## 2. Vice-President

The vice-president shall:

- a. In the absence or inability of the president, the vice-president shall perform the duties of president. As such, shall have all the powers of, and be subject to, all the restrictions of the president.
- b. Serve as coordinator/chairperson for the Conference and Professional Development Committee.
- c. Assist with preparation of the organization's annual budget.
- d. Have the authority to co-sign monetary transactions with the treasurer, secretary or any other person designated through action of the board of directors.
- e. Carry out other duties as assigned by the board of directors.

## 3. Secretary

The secretary shall:

- a. Keep minutes of all meetings of the organization and of the board of directors.
- b. Maintain a list of the organization's membership so it is reasonably accurate and reliable. The list should include past members, for a period of three years, who elected not to renew.
- c. Maintain and have readily available a list of voting members in good standing.
- d. Send out notices of all meetings according to guidelines set forth in Article IV, Section 7 and Article V.
- e. Serve as custodian of the organization's records.
- f. Have the authority to co-sign monetary transactions with the treasurer, vice-president or any other person designated through action of the board of directors.
- g. Work with the president to ensure good faith attempts are made to fill each board of directors' position.
- h. Carry out other duties as assigned by the president and/or the board of directors.

## 4. Treasurer

The treasurer shall:

- a. Be responsible for collecting, recording and disbursing the monies of the organization as ordered by the board of directors.
- b. Oversee organization's finances.
- c. Assist with preparation of the organization's annual budget and presents to the board of

directors.

- d. Prepare and report financial reporting to the United States Treasury and the Commonwealth of Kentucky Revenue Cabinet as required by law.
- e. Collect membership dues and deposit in a timely manner into an account approved by the board of directors.
- f. Balance and review financial statements: such as, bank statements with another board member appointed by the president and, make the same available to the president for review.
- g. Ensure all monetary transactions are signed by two (2) approved board members-one can be the treasurer. Furthermore, all monetary transactions should be substantiated by a statement, itemizing expenses and amounts, as with all other expenditures.
- h. Prepare and report financial reports for each board of directors meeting, not to exceed once a month.
- i. Prepare an annual report audited by two (2) individuals, not members of the board of directors, appointed by the president, and present to the board of directors and to the membership, following board approval.
- j. Consult with committees on budgets for activities or events which may impact the overall finances of the organization.
- k. Expenses for postage and office supplies do not need prior approval of the board, not to exceed one-hundred dollars (\$100.00) per month.
- l. Be bonded at the expense of the board and by an entity approved by the board.

## **5. Members-at-Large**

The member-at-large shall work with the board of directors, assisting with the coordination of activities and communications in and among the organization; and, may work on special projects or oversee committees as requested by the president.

## **6. Public Relations Coordinator**

The public relations coordinator shall serve as chairperson for the Public Relations Committee

## **7. Representatives**

Representatives shall:

- a. Provide updates about activities within their respective areas, organization and/or committees.
- b. Provide reports, at least annually, to the board regarding special issues and/or concerns expressed within their respective areas, organizations and/or committees.

- c. Serve as a resource person and liaison between their respective areas, organization and/or committees and the board of directors.
- d. Submit reports for the organization's Policy and Procedure at least twice a year.
- e. Serve as one of the commonwealth's conference committee core group members when the conference is in their region of the commonwealth.

#### 8. **Immediate Past President**

The immediate past president shall 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; may assume special assignments as determined by the president; and may attend board meetings.

#### 9. **Executive Board**

Composed of the organization's president, vice-president, secretary, treasurer and Immediate past president. In the event the entire board is unable to convene, the Executive Committee shall be given full power and authority to take action on emergency issues.

#### Section 4. Qualifications:

All candidates for the board of directors, except the president, shall have been a member in good standing for at least one year immediately prior to candidacy. A candidate for the president shall have been a member in good standing for at least two years and also be a certified member. The member-at-large shall have been a certified, or associate, member in good standing for at least two consecutive years immediately prior to candidacy. All candidates seeking to become representatives shall have been members of their respective areas, organizations and/or committees for at least one full year immediately prior to candidacy. And, all appointed representatives should be a member in good standing for at least one year prior to appointment.

#### Section 5. Terms of Office

Election to any office shall be determined by a majority vote of the present quorum. In the case of a tie, a run-off election must be conducted between the two (2) nominees with the highest number of votes.

- A. **Officers:** shall be elected during the spring conference as follows-president, vice-president, secretary, treasurer, member-at-large, shall be elected for a two-year term beginning July 1 of the year elected and ending June 30 of the following election year as follows: the president, the secretary, public relations coordinator and one (1) member-at-large-elected in the even years; the vice-president, treasurer and two (2) members-at-large, elected in the odd years. No officer shall hold the same office for more than two consecutive terms.



- B. **Representatives:** appointment shall be a two-year term. No representative shall hold the same position for more than three consecutive terms.

### Section 6. 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.

Furthermore, resignations of directors shall be submitted in writing to the board of directors at least ten (10) days prior to the resignation date. Resignations become effective upon receipt by the board of directors.

- A. **Appointment to Fill a Vacancy:** the board of directors shall fill any vacancies between elections, excluding a vacancy of the president. In the event the president office became vacant, the vice-president shall automatically assume the president office for the duration of the term.
- B. **Removal of any Director:** the board of directors may declare vacant any office if it has been determined the individual has not acted in good faith in the fulfillment of the duties inherent to the office. Further, the board of directors may declare vacant the office of any director who has been determined to be of unsound mind by court order or who has been convicted of a felony. A two-thirds (2/3) vote of the board of directors is required for a resolution for removal. After resolution, the individual and the membership shall be notified of action.

### Section 7. Meeting of the Directors

- A. **Annual Meetings:** An annual meeting of the board of directors shall be held immediately before and/or after, and at the same place as, the annual meeting of the membership.
- B. **Other Regular Meetings:** Other regular meetings of the board of directors shall be held at least semi-annually at such time and place as fixed by the board of directors. If the meeting is scheduled at a physical location (as opposed to on-line), announcement shall be provided to the directors thirty (30) calendar days prior to such meeting; if, however, it is a meeting scheduled with an on-line meeting room, announcement shall be provided to the directors seven (7) calendar days prior to such meeting.

### Section 8. Quorum

A quorum for meeting of the board of directors shall be a majority of voting members.

### **Article V. Meetings of Members**

Notification of meetings shall be delivered to the email address listed on members' application; and, if no email address is on file, a notice shall be mailed to the mailing address on members' application.

### Section 1. General Meetings

An annual meeting of the general membership shall be held in the spring of each year. Additional meetings may be held at other appropriate venues, such as but not limited to, conferences and workshops, as determined by the board of directors. The board of directors shall set the date, and notify its membership, thereof at least thirty (30) calendar days in advance.

### Section 2. Special Meetings

The organization's members may request a special meeting if it deems necessary for the membership to address a single issue. In order to receive due diligence, all requests for a special meeting must be received by the secretary at least 14 calendar days prior to the desired meeting date and, should include at minimum, the date, time and location of the meeting requested; the single issue which warrants the request; and, any proposed motions or resolutions sought. Requests for special meetings shall be acknowledged and membership notified no later than two (2) calendar days from receipt of the request.

Furthermore, if the request is submitted by mail (on paper), it requires at least ten (10) members' signatures; and, if the request is submitted electronically (by email), it requires an email from at least ten (10) members, with the same Subject Line, from the email address on members' application.

### Section 3. Quorum

A quorum for all regular and special meetings shall be one-fourth of the organization's membership who are eligible to vote and must be present.

### **Article VI. Mail and Email Referendums**

Motions may be voted on by the membership by mail or email referendum. Any and all notifications shall be delivered to the email address listed on members' application; and, if no email address is on file, a notice shall be mailed to the mailing address on members' application.

1. 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 (5%) of the voting members of the organization and submitted to the board of directors.
2. Written notice of the referendum, stating and describing all motions, procedures and deadlines for voting, shall be provided to all voting members at least thirty (30) days prior to the referendum deadline. Furthermore, an electronic version shall be made available on the organization's webpage.
3. Electronic voting may be conducted by a system approved by the board of directors. An approved system must ensure voters anonymity.
4. Results of all mail or email referendum shall be determined by 2/3 of the valid ballots returned.

## **Article VII. Standing Committees**

The board of directors, by a two-thirds (2/3) vote, shall have the right to establish any standing committee deemed necessary to carry out the objective of the organization as set forth in these bylaws and/or maintained by the voting membership. Standing committees shall be composed of members in good standing, appointed by the president, and will have a board member assigned for the purpose of oversight. A majority of the entire committee shall constitute a quorum.

### Section 1. Awards and Scholarship Committee

Committee members shall market, solicit, and collect applicants for awards and scholarships:

1. Carrie Mosley Award - Recipient is an outstanding KyRID member in good standing who has made a major contribution to the organization and the profession of interpreting.
2. Norma Lewis Scholarship - Recipient receives financial support for professional development, activities, or materials for the purpose of improving oneself in interpreting or the interpreting profession.
3. Timothy 'Timo' Owens CDI Scholarship – Recipient receives financial support for continuing education in the field of ASL and interpreting. Qualifying applicants must be Deaf/Hard of Hearing.

### Section 2. Bylaw Committee

Committee members shall solicit and collect concerns, issues and suggested amendments for consideration and propose updates to the organization's bylaws as governed by the wishes of the membership and approved by the board of directors.

### Section 3. Certification Maintenance Program Committee

Committee members shall assist, market and educate the organization's members on procedures for acquiring continued educational units and update its members on any changes to the certification maintenance program developed by RID. A chairperson may be elected to serve as the sponsoring authority for continued education units as defined by RID.

### Section 4. Fundraising Committee

Committee members shall solicit, collect and implement suggestions for generating financial support for the organizations activities.

### Section 5. Public Relations Committee

Committee members shall solicit and collect issues of interest to share with the organization. The public

relations coordinator will serve as chairperson and act as liaison between the committee and the board of directors.

- A. The Media Committee shall meet at least annually.
- B. The duties of the Media Committee are as such:
  1. Maintain a professional and user-friendly webpage, registering username(s), passwords and any other relevant information with the secretary of this organization;
  2. Maintain a Facebook page, registering username(s), passwords and any other relevant information with the secretary of this organization.
  3. Ensure President's Reports and Meeting Minutes are accessible for review by the members of the organization.

#### Section 6. Nominations Committee

Committee members shall market, solicit and generate a list of names of members who are willing and interested in serving on the various committees and other elected capacities within the organization. A chairperson shall be elected to serve as a representative and liaison between the committee and the board of directors.

- A. The Nominations Committee shall meet at minimum, three months prior to any general meeting conducting elections.
- B. The duties of the Nominations Committee are as such:
  1. Strategize and execute a plan of actions for pre-election activities, including the following:
    - Draft a proposed slate of nominees,
    - Verify eligibility of nominees,
    - Obtain a brief biographical sketch from each nominee,
    - And, make available the draft slate and biographical sketches to the secretary for submission to the general membership, along with the official notice of general membership meeting, at least thirty (30) days in advance of any general meetings conducting elections;
  2. Strategize and execute a plan of actions for election activities, including the following:
    - Confirm a quorum is present,
    - Set provisions for last minute nominees, i.e. prepare ballots with slate and biography
    - Count votes by ballot or show of hands,
    - And, verify results;
  3. The chair of the Nominations Committee shall announce election results.

#### Section 7. Conference and Professional Development Committee

Committee members shall solicit and implement planning of statewide conferences and bid to host regional and national conferences. Additionally, committee members shall develop and plan workshops and other professional development activities. The organization's vice-president shall serve as chairperson for the Conference and Professional Development Committee.

### **Article VIII. Amendments**

Amendments to the bylaws and constitution of this organization shall be approved by two-thirds (2/3) majority of voting members present during a regular or special meeting or, as stated in Article VI. Only such amendments consistent with the provisions of the laws of the Commonwealth of Kentucky, and which are in the furtherance of the purposes specified in Section 501 (c) (3) of the Internal Revenue Code, shall be amended and enacted by the organization.

Notification of the proposed amendments shall be sent by the secretary, at the direction of the board of directors, to all the members at least thirty (30) days prior to the meeting. Furthermore, notification shall be delivered to the email address listed on memberships' application; and, if no email address is on file, a notice shall be mailed to the mailing address on memberships' application.

### **Article IX. Parliamentary Procedure**

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern this chapter in all cases to which they are applicable and consistent with these bylaws and any special rules of order the Registry of Interpreters for the Deaf (RID) organization may adopt.

### **Article X. Prohibited Activity**

Regardless of any other provision of these bylaws, no member, director, officer, employee, or agent of the organization shall take any action or carry on any activity by or on behalf of the organization not permitted to be taken or carried on by an organization described in Section 501 (c) (3) of the Internal Revenue Code, as amended, or any successor provision or provisions hereto.

### **Article XI. Dissolution**

In the event of the dissolution of this organization, all outstanding debts and liabilities of the organization shall be paid, or provisions shall be made to pay, from the organizations finances. Any and all remaining assets, real and personal of nature, shall be disbursed to Registry of Interpreters for the Deaf, Inc., an organization qualified as a 501 (c) (3) organization according to the Internal Revenue Code. If Registry of Interpreters for the Deaf, Inc. does not qualify for such exemptions or, does not want to accept these funds, then all assets, real and personal, shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated exclusively for educational purposes similar to this organization's purpose which has established its tax-exempt status under Section 501 (c) (3) of the Internal Revenue Code.

APPENDIX A



## Change of Address and/or Contact Form

_____ Name		_____ Effective Date	
_____ Current E-mail Address		_____ New E-mail Address	
_____ Current Phone (home/cell)	_____ Current Work Phone	_____ New Home Phone (home/cell)	_____ New Work Phone
_____ Current Address		_____ New Address	
_____ Current City, ST ZIP Code		_____ New City, ST ZIP Code	

I give permission for my information to be used by the KyRID organization as deemed necessary in order to conduct regular business or for any purpose relating to the KyRID activities, unless otherwise stated below. I release KyRID from liability in case of breach of restricted information as long as KyRID can show due diligence in maintaining my personal information confidentiality as indicated below. I understand I can change this at any time by submitting my wishes in writing to the members of the board by way of verifiable means via the President and the Secretary.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date