

Official Bylaws of  
Ohio Chapter of the Registry of Interpreters for the Deaf

### **Article I Name and Affiliation**

The name of this corporation shall be the Ohio Chapter of the Registry of Interpreters for the Deaf (OCRID). This corporation shall be an affiliate of the Registry of Interpreters for the Deaf, Inc. (RID) and abide by all policies and procedures established by RID. As such, the corporation shall be entitled to all protections and privileges thereof.

### **Article II Mission Statement**

The mission of the Ohio Chapter of the Registry of Interpreters for the Deaf is to foster relationships, which further the profession by providing opportunities for growth through development and support.

### **Article III Membership and eligibility**

#### Section 1 Categories of Membership

##### A. Individual members

1. *Certified*: An OCRID member who is a Certified member in good standing of RID.
2. *Associate*: An OCRID member who is an Associate member in good standing of RID.
3. *Student*: An OCRID member who is currently enrolled in an interpreting degree program at a college or university AND who is also a student member in good standing of RID.
4. *Supporting*: An OCRID member who is not a member of RID.

##### B. Organizational members

1. Organizational: An organization or business that supports the mission of OCRID.

#### Section 2 Voting Rights and Requirements

A. Certified members in good standing with this corporation and RID shall have one vote on all matters open to membership.

B. Associate members in good standing with this corporation and RID shall have one vote on matters open to membership vote except those pertaining to evaluation and certification.

C. Student members in good standing with this corporation and RID shall have one vote on all matters open to membership vote that specifically deal with OCRID interests only and do not pertain to RID or evaluation and certification.

D. Organizational and Supporting members hold a non-voting status.

E. OCRID does not issue or honor proxies.

F. Any decision of the Board of Directors may be vetoed by a two-thirds majority vote of those eligible and voting during a regular or special meeting of the membership or through mail or electronic referendum.

### Section 3 Termination of Membership

A. Membership in OCRID can be terminated for the following reasons:

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

### Section 4 Reinstatement

A. Application for reinstatement: A former member who satisfies the requirements as outlined in the PPM may apply to be reinstated.

B. Appeals: Membership suspension or expulsion may be appealed by following guidelines set forth in the PPM.

### Section 5 Transfer of Membership

Affiliate Chapter membership is non-transferable.

### Section 6 Change of Membership Category

A member who has a change of membership category shall 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 category.

### Section 7 Liabilities of Members

No previous, current, or past member of this corporation shall be personally liable to its creditors for any indebtedness, or liability, and any and all creditors shall look only to the assets of this corporation for payment.

## **Article IV Board of Directors**

### Section 1 Composition of Board of Directors

The Board of Directors shall be comprised of President, Vice President, Secretary, Treasurer, Member-at-Large, and three State Representatives. In addition, the Immediate Past President shall serve as a member of the Board of Directors for one year.

### Section 2 Powers and Limitation

A. Powers:

1. To prescribe officers powers and duties consistent with the law, the Articles of Incorporation, RID and these Bylaws.
2. To conduct, manage and control the affairs and business of the affiliate chapter and to make rules and regulations consistent with the law, the Articles of Incorporation, RID, these Bylaws, and OCRID's PPM.
3. To borrow money or incur indebtedness for the purposes of the corporation and for that purpose to cause to be executed and delivered, in the corporate name, bonds, debentures, deeds of trust, mortgages, pledges or other evidence of debts.
4. To establish/abolish liaisons with other organizations.

B. Limitations: Directors shall not concurrently serve as an elected officer on the National Board of Directors of RID and the Affiliate Chapter Board.

### Section 3 Qualifications

- A. Each officer serving on the Board of Directors of the corporation must be a member in good standing of this affiliate chapter and a member in good standing of RID for at least one year prior to serving.
- B. In addition, the President shall have been a member of the corporation and a member in good standing of RID, Inc. for at least two years prior to serving.
- C. Each officer serving on the Board of Directors should have access to e-mail and computer skills as outlined in the PPM.

### Section 4 Terms of Office

- A. Terms of office for the President, Vice President, Treasurer, Secretary and Member-at-Large shall be two years. Terms shall commence on July 1 of even numbered years.
- B. Terms of office for State Representatives shall be two years. Terms shall commence on July 1<sup>st</sup> of odd numbered years.

### Section 5 Duties

#### A. General Duties

1. To perform any and all duties imposed on them by law, the Articles of Incorporation, RID, these Bylaws, and the OCRID PPM or as directed by the membership.
2. To adopt, make and use a corporate logo, and to prescribe the form of membership cards.
3. To approve an annual budget for the maintenance and operation of this corporation.
4. To remove Board members for cause as outlined in the PPM.
5. To fill vacancies on the Board according to the PPM.

#### B. Officers

##### 1. President

The President shall:

- a. Have general supervision and direction of the affairs of the corporation, and other duties as may be prescribed by the Board.
- b. Appoint or abolish any committees and/or chairs, including standing, special and/or ad hoc, composed of voting members in good standing.
- c. Remove committee chairs and/or members on the basis of inactivity or inappropriate activity and appoint a replacement.
- d. Have co-signature responsibility with the Treasurer on all checks and for the withdrawal of corporate funds.
- e. Set the agenda and conduct all Board meetings, and annual business meeting(s), and any special meetings of the membership.
- f. Act as a representative of the corporation in dealings with other organizations, or designate an official representative.
- g. Ensure that communication is produced and distributed to the membership.
- h. Be accountable to RID for the activities and reporting of OCRID.

## 2. Vice President

The Vice President shall:

- a. In the absence of the President, perform all duties of the President and in so acting shall have all the powers of the President.
- b. Have responsibility for the planning of the annual meeting and/or professional development offerings at the state level.
- c. Establish/abolish committees as needed for professional development.
- d. Ensure the fulfillment of CMP duties and compliance with RID.
- e. Have other powers and duties as prescribed by the Board and/or the membership.

## 3. Secretary

The Secretary shall:

- a. Keep a full and accurate record of the proceedings of the Board and annual and/or special business meetings of the membership.
- b. Maintain the current records of the corporation.
- c. Ensure the safe handling of OCRID historical archives.
- d. Provide quarterly reports to the Member-at-Large for distribution to the membership..
- e. Handle all official correspondence of the corporation as instructed by the Board.
- f. Have other powers and duties as prescribed by the Board and/or the membership.

## 4. Treasurer

The Treasurer shall:

- a. Supervise the receipt and safekeeping of all funds of the corporation and deposit them in the bank or banks that are designated by the Board.
- b. Have co-signature responsibility with the President for signing checks and for the withdrawal of corporate funds.
- c. Create a yearly budget for the corporation and submit it to the Board for approval.

- d. File appropriate paperwork to maintain non-profit status as outlined in the PPM.
- e. File appropriate tax-related documents as outlined in the PPM.
- f. Provide quarterly reports to the membership concerning the financial status of the corporation.
- g. Have other powers and duties as prescribed by the Board and/or the membership.

#### 5. Member-at-Large

The Member-at-Large shall:

- a. Be responsible for keeping the membership database current and handling membership related duties as described in the PPM.
- b. Assure that all necessary notices are sent to the membership according to appropriate timelines.
- c. Act as a resource to the membership for all business related to the Affiliate Chapter.
- d. Have other powers and duties as prescribed by the Board and/or the membership.

#### 6. Immediate Past President

The Immediate Past President shall:

- a. Serve as a non-voting member of the Board of Directors for one year.
- b. Provide counsel and guidance to the current President.
- c. Have other powers and duties as prescribed by the Board and/or the membership.

#### 7. State Representative

The State Representative shall:

- a. Assist the Vice President with professional development.
- b. Represent the corporation in the community to further promote the mission of OCRID.
- c. Provide quarterly reports to the Board on their activities.
- d. Have other powers and duties as prescribed by the Board and/or the membership.

#### Section 6 Nominations and Elections

A. A call for nominations shall be made to the membership no less than 30 days prior to the election.

B. Members seeking election must meet the qualifications of the sought position.

C. Members seeking election must be nominated by members in good standing.

D. Officers shall be elected by voting members of the affiliate chapter during the business meeting preceding the expiration of the term of office whose position the members seek to fill. Their terms of office shall commence on July 1 following said election.

#### Section 7 Vacancies and appointments

A. The Board of Directors shall declare vacant any position left unfilled as a result of resignation, removal, or death of an Officer, or when the number of Board positions is increased by amendments to these Bylaws or the Charter of the corporation.

B. The Board of Directors shall fill any declared vacancy according to the PPM.

#### Section 8 Meeting of the Directors

A. The Board of Directors shall meet at least four times annually on dates and at locations selected by the Board and shared with the membership.

B. The agenda of Board meetings shall be prepared by the President and distributed to the Board members at least one week prior to the meeting.

C. Meetings of the Board shall be presided over by the President or, in absence of the President, by the Vice President. In the event that neither the President nor Vice President are present and, providing that a quorum is present, a Chairperson may be chosen by those officers.

D. The Secretary shall act as recording secretary at all meetings of the Board. In the Secretary's absence, the Presiding Officer shall appoint a person to act as Secretary for the meeting.

E. All Board meetings shall be open and accessible to the membership and/or visitors, except for those portions of a meeting held in executive session for the limited purpose of discussing matters that necessitate confidential proceedings.

F. Any meeting, regular or special, with a majority of the Board present may be held by conference call or similar communication equipment.

#### Section 9 Quorum

A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board. Should less than a majority of Officers attend a Board meeting, the meeting shall be adjourned and rescheduled.

#### Section 10 Compensation

A. The officers of the Board of Directors of this affiliate chapter shall have no compensation for their services as Directors.

B. Officers may be reimbursed by the affiliate chapter for reasonable expenses incurred for the purpose of attending any regular, annual or special meetings of the Board, and for reasonable affiliate chapter business expenses as outlined in the annual budget.

### **Article V Committees**

Upon the Board of Directors' approval, the President shall appoint and charge any committees, including standing, special and/or ad hoc, composed of voting members in good standing. A majority of the entire committee shall constitute a quorum.

A. *Standing*: The number of standing committees shall vary depending on the needs of the Chapter. They shall be appointed by the President when deemed necessary, or be discontinued when deemed no longer necessary.

B. *Special/Ad Hoc*: Shall be appointed by the President when deemed necessary to carry on the work of the affiliate chapter. Committees shall serve until the assigned task(s) is completed.

C. *Vacancies*: Upon the Board of Directors' approval, the President shall appoint individuals who are voting members in good standing to fill committee vacancies.

## **Article VI Meetings of the Members**

### **Section 1 Annual Meeting**

An annual meeting shall be held for the purpose of conducting necessary business of the affiliate chapter. An opportunity for professional development of the members may also be provided.

A. Notice of the meeting shall be given to the members no less than 60 days prior to the date scheduled.

B. A committee shall be appointed and chaired by the Vice President.

C. *Conduct of Meetings*: Unless otherwise directed by the members, all meetings shall be conducted in accordance with the most current edition of Robert's Rules of Order.

D. *Quorum*: Twenty-five percent (25%) of the members registered for the annual meeting shall be considered a quorum.

### **Section 2 Special Meetings**

Special meetings of the members may be called at any time by the Board, or by a written petition of not less than ten percent (10%) of the voting members. Written notice of the time and place of special meetings shall be given at least 30 days prior to the meeting.

### **Section 3 Place of Meetings**

The Board may designate any place within the state of Ohio as the place of meeting for any annual or special meeting.

## **Article VII Fees, Dues and Assessments**

### **Section 1 Annual Dues**

A. The Board of Directors shall not increase or decrease membership dues by more than 10% without a majority vote of the membership either at the annual meeting or by mail or electronic referendum.

B. The Board of Directors has the authority to fix and/or demand the amount of late fees for membership renewal.

C. The Board of Directors has the authority to fix and/or demand the amount of reinstatement fees.

#### Section 2 Membership Year and Status

A. *Membership Year* is defined as the period from July 1 - June 30.

B. A member who has paid the established annual dues for the current membership year shall be considered a member in good standing with OCRID.

#### **Article IX Fiscal Year of the Corporation**

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

#### **Article X Non-Discrimination**

This corporation shall not discriminate in any matter on the basis of age, color, creed, disability, ethnicity, hearing status, national origin, race, religion, sex, or sexual orientation.

#### **Article XI Amendment of Bylaws**

The Bylaws may be amended or repealed by approval of two-thirds (2/3) of the eligible voting members in attendance and voting during a regular, annual, or special meeting of the membership, or by mail or electronic referendum, with thirty (30) days prior notice. Amendments must be reviewed and approved by the Bylaws Committee prior to voting, or in the absence of a Bylaws Committee, by the Board of Directors.

#### **Article XII Parliamentary Authority**

The rules contained in *Robert's Rules of Order, Newly revised* shall govern this Affiliate Chapter in all cases where applicable and consistent with these Bylaws and any special rules of order the Registry of Interpreters for the Deaf (RID) corporation may adopt.

#### **Article XIII Dissolution**

The organization may be dissolved by a vote of two-thirds (2/3) of the eligible voting members in attendance and voting during a regular, annual, or special meeting of the membership, or by mail or electronic referendum.

A. Upon dissolution, all assets remaining after disposition of liabilities shall be donated to the Registry of Interpreters for the Deaf.