

# BYLAWS OF THE ALASKA CHAPTER OF THE REGISTRY OF INTERPRETERS FOR THE DEAF

## Article 1 NAME AND PRINCIPAL OFFICE

The name of this organization shall be the Alaska Chapter of the Registry of Interpreters for the Deaf hereinafter referred to as AKRID. This organization shall be affiliated with the national Registry of Interpreters for the Deaf, Inc. hereinafter referred to as RID, and shall uphold the purposes and abide by the rules and procedures established for affiliated chapters of RID. The principal office for the transaction of business shall be located in Anchorage, Alaska.

## Article 2 OBJECTIVE

The primary objectives of the organization shall be to provide professional development for interpreters; exchange ideas, opinions, and experiences concerning interpreting; act as a body to advance professional and ethical standards for interpreters; and advocate for professional recognition of interpreters.

## Article 3 MEMBERSHIP

### Section 3.1—Membership Categories and Eligibility

- 3.1.1 Individual members shall be persons with an interest in supporting the purposes and activities of AKRID. These members must submit a completed application form and pay annual membership dues.
- 3.1.2 Organizational members shall be organizations or businesses with an interest in supporting the purposes and activities of AKRID. These members must submit a completed application form and pay annual membership dues.
- 3.1.3 Honorary members shall be persons who have been granted lifetime membership in recognition of their outstanding contributions to AKRID and the field of interpreting. Honorary members must be nominated by the Board of Directors and approved by the membership. There shall be no dues for Honorary members.
- 3.1.4 Contributing members shall be organizations or individuals recognized and approved by the Board of Directors for their contributions to AKRID in support of its goals. There shall be no dues for Contributing members.
- 3.1.5 Membership is non-transferable.

### Section 3.2—Dues and Assessments

- 3.2.1 Annual dues must be paid each membership year. Membership year is defined as the period from July 1 to June 30. Dues shall be equal for all members of the same category, but different dues may be set for each category.
- 3.2.2 The Board of Directors shall not increase or decrease membership dues by more than twenty percent without a majority vote at a meeting of the membership or by mail referendum.
- 3.2.3 Assessments for unapproved usage of funds or for monies spent, borrowed or due, may be levied on a member by a two-thirds vote at any meeting of the membership, provided that the member has been given thirty days notice of such meeting.
- 3.2.4 A member who has met all financial obligations to AKRID including the payment of applicable dues for the current membership year shall be considered a member in good standing.

### Section 3.3—Voting Rights

- 3.3.1 Individual, Organizational, and Honorary members in good standing who are also members of RID (at other than the Trial membership level) shall be entitled to one vote in meetings, referenda, and elections. An Organizational member may designate one representative to vote on its behalf.
- 3.3.2 Individual, Organizational, and Honorary members who are not members of RID shall hold non-voting status.
- 3.3.3 Contributing members hold non-voting status.
- 3.3.4 Any decision of the Board of Directors may be vetoed by a two-thirds vote during a meeting of the membership or through mail referendum.

### Section 3.4—Meetings of Members

- 3.4.1 Regular meetings of the membership shall be held quarterly during the membership year. The time and place of meetings shall be designated by the Board of Directors with at least thirty days advance written notice to be provided to the membership.
- 3.4.2 Special meetings of the membership shall be called upon written request submitted to the Board of Directors from five voting members, or may be called at any time by the President or by the Board of Directors. Written notice of the time, place, and purpose of special meetings shall be mailed to the membership at least fourteen days prior to the meeting.
- 3.4.3 Meetings may be conducted by teleconferencing, videoconferencing, or other means of electronic conferencing so long as all participants can communicate with one another at the same time.
- 3.4.4 At least two Directors must be present at a membership meeting in order to conduct business. A quorum to conduct business shall consist of no less than five voting members, of which at least three are not Board members.

### Section 3.5—Termination of Membership

- 3.5.1 Any member whose membership is suspended or revoked for cause by RID shall automatically be suspended or expelled from AKRID until such time as membership can be reinstated.
- 3.5.2 A member may be suspended or expelled for misconduct determined to be damaging to the name or objectives of AKRID. Such determination shall be reviewed by the Board of Directors and presented to the membership for consideration and subsequent action. A vote to suspend or expel a member shall occur at a meeting of the membership and shall require thirty days notice and a two-thirds vote.
- 3.5.3 A member may be terminated for non-payment of dues.
- 3.5.4 A member may resign by providing written notice to the Board of Directors.

### Section 3.6—Reinstatement

- 3.6.1 Following suspension or expulsion as specified in 3.5.1 of this article, a former member may apply for reinstatement to AKRID upon notice of reinstatement of membership to RID.
- 3.6.2 Following suspension or expulsion as specified in 3.5.2 of this article, a former member may apply for reinstatement to AKRID after satisfying any applicable requirements specified in the suspension or termination. A vote to reinstate a member shall occur at a meeting of the membership and shall require thirty days notice and a two-thirds vote.
- 3.6.3 Following termination for non-payment of dues or resignation, a member may be reinstated by submitting a membership application and paying outstanding annual dues for the current year.

### Section 3.7—Code of Professional Conduct

- 3.7.1 Members of AKRID who are providing interpreting services are expected to follow the Code of Professional Conduct established and implemented by RID.

### Section 3.8—Liabilities of Members

- 3.8.1 No person who is now or who later becomes a member of this organization shall be personally liable to its creditors for an indebtedness or liability. Any and all creditors to this organization shall look only to the assets of the organization for payment.

## **Article 4            DIRECTORS**

### Section 4.1—Composition of Board of Directors

- 4.1.1 The Board of Directors shall be comprised of the following officers: president, vice president, secretary, treasurer, and membership liaison.

#### Section 4.2—Powers and Limitations

- 4.2.1 The Board of Directors shall have general supervision of the affairs of the organization, make recommendations to the organization, and perform other duties as are specified in these bylaws. The Board shall be subject to the orders of the organization, and none of its acts shall conflict with action taken by the organization.
- 4.2.2 The authority to expend organization funds up to \$500.00 is vested with the Board of Directors.
- 4.2.3 All charges, responsibilities and membership directives shall persist until fulfilled regardless of any changes to the makeup of the Board of Directors.
- 4.2.4 The Board of Directors shall receive no compensation for their services as Board members.
- 4.2.5 Directors shall not concurrently serve in an elected position on the national Board of Directors of RID.

#### Section 4.3—Duties

- 4.3.1 Board of Directors: The Board of Directors shall meet with newly elected Directors for the purpose of orienting them to their responsibilities and duties and implementing a smooth transition; submit required reports to RID; provide an annual report and financial statement to the membership; and discharge the specific duties of each respective office with all due diligence. In addition, Directors shall perform any and all duties or actions as directed by the voting membership, as required by RID, as prescribed by these bylaws and by the parliamentary authority adopted, or as required by law.
- 4.3.2 President: The President shall have general supervision and direction of the business and affairs of the organization; preside over all meetings of the members and/or Directors; have co-signature responsibility with the Treasurer on all checks and warrants for the withdrawal of organization funds; provide quarterly reports to the membership regarding actions of the Board, the financial status of the organization, activities of committees and other activities of the organization; act as a representative of the organization in dealings with other organizations, or designate an official representative; and perform other duties as prescribed.
- 4.3.3 Vice President: In the absence of the President, perform all duties of the President and in so acting shall have all the powers of the President. The Vice-President shall have the authority to co-sign checks and warrants for the withdrawal of organization funds; and perform other duties as prescribed.
- 4.3.4 Secretary: The Secretary shall keep full and accurate record of all proceedings of the Board of Directors and the general membership with motions numbered in sequence by calendar year; supervise and maintain all membership and organization records; and perform other duties as prescribed.
- 4.3.5 Treasurer: The Treasurer shall maintain full and accurate financial records of the organization; maintain the financial accounts; prepare financial reports; promptly pay authorized expenditures; promptly deposit all funds of the organization into designated accounts; have co-signature responsibility with the President on all checks and warrants for the withdrawal of organization funds; and perform other duties as prescribed.
- 4.3.6 Membership Liaison: The Membership Liaison shall serve as liaison between the membership and the Board of Directors; serve as a liaison to standing and special committees as directed by the Board; and perform other duties as prescribed.

#### Section 4.4—Qualifications

- 4.4.1 All candidates for the Board of Directors shall reside in the state of Alaska. Candidates shall have been members in good standing of AKRID for one year prior to serving. In addition, the President shall have been a member in good standing of RID and AKRID for at least two years prior to serving, and the Vice President shall have been a member in good standing of RID and AKRID for at least one year prior to serving.
- 4.4.2 Members who do not meet the minimum time qualifications in 4.4.1 may be nominated if approved by a majority vote at a meeting of the membership or through mail referendum.
- 4.4.3 Directors must be members in good standing of RID and AKRID during their entire term of office.

#### Section 4.5—Term of Office

- 4.5.1 Directors shall serve a two-year term or until their successors are elected. A term of office shall begin on the first day of the membership year following an election.

- 4.5.2 No Director shall serve more than two consecutive terms in the same office. In addition, no Director shall serve more than four consecutive terms on the Board of Directors.
- 4.5.3 A Director who fills a vacancy shall begin their term of office immediately upon election or appointment unless the time to be served in that office is less than one year, in which case they shall serve the remaining term of their predecessor's office.
- 4.5.4 A director may be nominated to serve a third or fourth consecutive term in the same office if approved by a majority vote at a meeting of the membership or through mail referendum,

#### Section 4.6—Nominations & Elections

- 4.6.1 Elections for the Board of Directors shall be by ballot and held by mail prior to the expiration of the term of office.
- 4.6.2 A call for nominations shall be mailed at least sixty days prior to the distribution of ballots. Nominations will only be accepted from voting members.
- 4.6.3 In the event of one nominee for an office, a ballot is not required. For contested offices, a list of candidates for each office, including their background and qualifications, shall be mailed to each voting member at least thirty days prior to mail-in ballot due date. A sequentially numbered ballot shall accompany this mailing. The numbering shall serve only as a device to prevent fraudulent voting not to identify members.
- 4.6.4 A plurality vote, whether or not it constitutes a majority, shall be sufficient to elect each Director.
- 4.6.5 At least two members of the Nominations Committee and an appointee from the general membership shall count the ballots. No candidate shall participate in the counting. In the event of a tie, a run-off election shall be held.
- 4.6.6 In the case of a special election to fill a vacancy, the time permitted shall be at least twenty-one days, respectively, for both the nomination and balloting periods.

#### Section 4.7—Vacancies

- 4.7.1 A vacancy is created upon the death, resignation, disqualification, or removal of a Director, or if the number of directors is increased by amendment of these Bylaws.
- 4.7.2 Any Director may resign from office upon providing written notice to the Board of Directors.
- 4.7.3 A Director shall be disqualified for office if the director fails to remain a member in good standing of AKRID and RID, or if the Director moves out of state.
- 4.7.4 The removal of a Director shall occur automatically if, while serving, the Director is found guilty of a felony or if a formal grievance against the Director has been substantiated by RID. In addition, a Director may be removed from office for cause or misconduct with 30 days notice and a two-thirds vote at any meeting of the membership. Removal for cause or misconduct shall be defined as a director who fails to meet their position responsibilities or who does not act in the best interest of the organization.
- 4.7.5 A vacancy occurring with less than one year remaining in the term may be filled by a majority vote of the remaining Board of Directors. If the unexpired term is more than one year, a special election shall be held and the vacancy filled within three months.

#### Section 4.8—Meetings of Directors

- 4.8.1 The Board of Directors shall hold regular meetings a minimum of six times per year at such time and place as designated by the Board. Notice of regular meetings shall be provided to the membership at least fourteen days prior to such meetings. The agenda of regular meetings shall be distributed to the Board of Directors, and be made available upon request to the membership, at least seven days prior to the meeting.
- 4.8.2 Special meetings of the Board of Directors may be called with a majority vote of approval by the Board of Directors and notification to the entire Board at least seven days prior to such meetings. Notice and purpose of such special meetings shall be provided to the membership at least five days prior to the meeting.
- 4.8.3 A majority of the Board of Directors is required to be present in order to constitute a quorum at any meeting of the Board. Should less than a majority of Directors attend a Board meeting, the meeting shall be adjourned and rescheduled.

- 4.8.4 Meetings of the Board shall be open to the membership, except for those portions of a meeting held in executive session. The Board may move to executive session following the procedures outlined in the rules of parliamentary authority for the limited purpose of discussing matters that necessitate secret proceedings.
- 4.8.5 Board meetings may be conducted by teleconferencing, videoconferencing, or other means of electronic conferencing so long as all participants can communicate with one another at the same time.
- 4.8.6 In the event of the Secretary's absence, another person shall be designated to record the minutes for the meeting of the Board.
- 4.8.7 The Board of Directors may act without a meeting if all Members of the Board individually or collectively consent in writing to the action. Such written consent shall be filed with the minutes of proceedings of the Board.
- 4.8.8 The Board of Directors shall inform the membership of any actions that occur as a result of a special meeting or by consent as specified above within seven days of the decision to take action.

## **Article 5 COMMITTEES**

### Section 5.1— Standing Committees

- 5.1.1 The Bylaws committee shall recommend bylaws revisions and amendments, assure that the adopted bylaws are followed, and provide upon request a parliamentarian to meetings of the membership.
- 5.1.2 The Professional Development committee shall plan, organize and conduct activities to encourage interpreter skill development and enhancement.
- 5.1.3 The Nominations committee shall identify members who are interested in serving as elected officers, nominate qualified candidates, and conduct elections.
- 5.1.4 The Communications committee shall ensure effective communication between the organization and its membership by publishing the organization's newsletter, and establishing and maintaining electronic communication methods to include the website.
- 5.1.5 Other standing committees may be established by the Board of Directors or by direction of the membership when deemed necessary to carry out the objectives and activities of the organization .

### Section 5.2— Composition of Standing Committees

- 5.2.1 Standing committees shall be comprised of a minimum of three voting members of the organization. The chairpersons of standing committees shall be appointed by the President upon approval of the Board of Directors. The Board may authorize chairpersons to select additional members of their respective committees.
- 5.2.2 Standing committee chairpersons and members shall serve a term that corresponds with that of the Board of Directors or until their successors are chosen. Chairpersons and members may serve unlimited consecutive terms.
- 5.2.3 For each standing committee, the Board of Directors shall designate a Director to serve as the liaison between the Board and the committee. This liaison shall have the right to attend committee meetings, but shall not have a vote unless specifically appointed to serve as a member on the committee.

### Section 5.3— Special Committees

- 5.3.1 Special Committees may be established by the Board of Directors or by the membership. Such committees shall have a specific, short-term task which is defined at the time of its formation.
- 5.3.2 If not otherwise specified in the creation of a Special Committee, such committee chairpersons shall be appointed by the President upon approval of the Board of Directors, and the Board may authorize chairpersons to select members of their committee.
- 5.3.3 The Board of Directors may designate a Director to serve as the liaison between the Board and a special committee. This liaison shall have the right to attend committee meetings, but shall not have a vote unless specifically appointed to serve as a member on the committee.

**Article 6            MAIL REFERENDUM**

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 sent to the Board of Directors by at least five voting members. Notice of referenda motions, procedures and deadlines for voting, shall be mailed to all members at least thirty days prior to the deadline. Results of 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 the parliamentary authority adopted by the organization. Results shall be disseminated to the membership within thirty days after the referenda deadline.

**Article 7            FISCAL YEAR**

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

**Article 8            PARLIAMENTARY AUTHORITY**

The current edition of *Roberts Rules of Order Newly Revised* shall govern the conduct of business of this organization not otherwise specified in these bylaws.

**Article 9            NON-DISCRIMINATION POLICY**

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

**Article 10           INSPECTION RIGHTS AND ORGANIZATION LOGO**

A copy of this organization's bylaws as amended to date shall be open to inspection by the members. Inspection can be made of the records or minutes of proceedings upon written request to the Board of Directors with a fourteen-day notice. Purpose of inspection shall be reasonably related to such person's interests as a member. The organizational logo and letterhead shall be used by the organization for official and/or approved purposes only.

**Article 11           AMENDMENT OF BYLAWS**

Amendment of these bylaws requires a two-thirds vote. These bylaws may be amended at any regular meeting provided that the amendments were submitted in writing at the previous regular meeting or mailed to all members at least thirty days prior to the vote. These bylaws may be amended at a special meeting or by mail referendum provided that the amendments were mailed to all members at least thirty days prior to the voting deadline. 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. Amendments required to comply with RID policies or requirements for affiliate chapters shall not require a vote but shall be automatically incorporated into these bylaws. The membership shall be notified in writing of such revisions within thirty days. A copy of all amendments to these bylaws shall be forwarded to RID.

**Article 12           DISSOLUTION OF THE ORGANIZATION**

The organization may be dissolved by a vote of two-thirds of the membership. Upon dissolution, all assets remaining after disposition of liabilities shall be forwarded to RID.

Adopted June 2007; Amended May 2009