

# Pennsylvania Registry of Interpreters for the Deaf Bylaws

Approved May 2009

## ARTICLE I. Name

The name of this organization shall be the Pennsylvania Registry of Interpreters for the Deaf (PARID).

## ARTICLE II. Philosophy, Mission, and Goal Statements

The philosophy of PARID is that excellence in the delivery of interpretation services among people who are Deaf/Hard of Hearing and people who are hearing will ensure effective communication. As an affiliate chapter of the professional association for interpreters and transliterators, PARID serves as an essential arena for its members in the pursuit of excellence.

It is the mission of PARID to provide state and local forums and an organizational structure for the continued growth and development of the profession of interpretation and transliteration of American Sign Language and English.

It is the goal of PARID to promote the profession of interpreting and transliterating American Sign Language and English.

## ARTICLE III. Membership

### Section I. Categories of Membership:

This organization shall have the following categories of non-transferable membership:

1. Voting Member
  - A. Certified Member
  - B. Associate Member (non-certified interpreter)
2. Non-voting Member
  - A. Student Member
  - B. Supporting Member
  - C. Organizational/Institutional Member

### Section II. Eligibility:

1. Certified Member: Any interpreter or transliterator of American Sign Language and/or English who holds valid certification accepted by the Registry of Interpreters for the Deaf, Inc. (RID).
2. Associate Member: Any individual who is actively engaged in the interpretation of American Sign Language and English and/or the transliteration of English, but who does not hold valid certification accepted by the RID.
3. Student Member: Any individual currently enrolled in a course of study in interpretation of American Sign Language and English and/or the transliteration of English, who does not meet eligibility requirements under Sections II-1 or II-2 under Article III, Membership.
4. Supporting Member: Any individual with an interest in supporting the purposes and activities of the organization, who does not meet eligibility requirements for Sections II-1, II-2, or II-3, under Article III, Membership.
5. Organizational/Institutional Member: Any organization/institution with an interest in supporting the purposes and activities of PARID.

Section III. Membership Application:

Membership may be obtained upon application to the PARID Board of Directors.

Section IV. Good Standing:

A member organization or individual in good standing is one whose dues are not delinquent. Member organizations or individuals whose dues are not paid by August first (1<sup>st</sup>) shall be dropped from the membership roll.

Section V. 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 VI. Termination of Membership:

An individual's membership in the PARID can be terminated for non-payment of dues as outlined in the *Policy and Procedure Manual* or resignation.

Section VII. Voting Rights and Requirements:

1. In order to be a voting member of the PARID, a person must be a member in good standing, belong to a voting category and be a member in good standing of the RID.
2. Each voting member of this organization shall be entitled to one vote in meetings, referenda, and elections.
3. In order to be guaranteed eligibility to vote at a meeting or by mail referendum, the member must satisfy the requirements as outlined in the *Policy and Procedure Manual*.
4. Any decision of the Board of Directors may be vetoed by a two-thirds (2/3) vote of those eligible and voting through a mail referendum if at least ten percent (10%) of the voting membership petition the Board of Directors in writing for a vote.

**ARTICLE IV. Meetings of Members**

Section I. Annual Meeting:

General membership meetings shall be held annually with a written notice of time and place of meeting to be given at least four (4) months prior to the meeting.

Section II. Special Meetings:

Special membership meetings may be called at any time by the Board of Directors or by written petition of not less than ten percent (10%) of the voting members of the organization, sent to the Board of Directors. Written notice of the time and place of special meetings shall be given at least one (1) month prior to the meeting.

Section III. Place of Meeting:

Meetings of the PARID will be held at a place designated by the Board of Directors.

Section IV. Conduct of Meetings:

Unless otherwise provided for by the membership, all meetings shall be conducted according to the current edition of Robert's Rules of Order.

Section V. Quorum:

A quorum is fifty-one percent (51%) of the voting members who have registered for a meeting by picking up their voting cards at the Credentials Table.

**ARTICLE V. Directors**

Section I. Composition of the Board of Directors:

The Board of Directors shall be comprised of a President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, and one Representative from each district. In addition, the Immediate Past President may serve as a non-voting ex-officio member of the Board of Directors for one term.

Section II. Powers and Limitations:

All organizational powers shall be exercised by or under the authority of the Board of Directors. Unless so authorized by the Board of Directors, no director, 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 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 make up of the Board of Directors. Specific powers and limitations are defined in the *Policy and Procedure Manual*.

Section III. Duties:

1. General Duties

- A. Perform duties as prescribed by the voting membership, the Board of Directors, or as required by law.
- B. Approve the budget of the organization annually.
- C. Provide an annual report to the membership on the activities of the Board of Directors and committees.
- D. Comply with all RID Affiliate Chapter Requirements.

2. President

- A. Has general supervision and direction of the business and affairs of the organization.
- B. Presides at all meetings of the members and/or directors.
- C. Appoints committees.
- D. Shares with the Treasurer the right to sign checks except those expressly prohibited by law, or by the bylaws.
- E. Represents the organization in all activities except those expressly prohibited by law, or by the bylaws.

3. Vice President

In the absence or disability of the President, the Vice President shall perform all duties of the President and in so acting shall have all the powers of the President.

4. Recording Secretary

- A. Keeps an accurate record of all meetings of the organization and the Board of Directors.
- B. Supervises the archiving of all organizational records.

5. Corresponding Secretary
  - A. Is responsible for all the correspondence of the organization.
  - B. Reports all communications to the Board of Directors and to the organization when so ordered.
  - C. Receives all applications for membership.
  
6. Treasurer
  - A. Supervises the receipt and safekeeping of all funds of the organization.
  - B. Has authority to co-sign checks with the president or any other person designated through action of the Board of Directors.
  
7. District Representative
  - A. Has general supervision and direction of the PARID activities in his/her district.
  - B. Presides at meetings of PARID members who reside in his/her district.
  - C. Facilitates the development of PARID activities in his/her district.
  - D. Provides reports, at least quarterly, to his/her district and the PARID Board of Directors about district activities and concerns of members who reside in his/her district.
  - E. Holds a minimum of two (2) meetings per year for PARID members who reside in his/her district.
  - F. Provides professional development opportunities in his/her district as outlined in the *Policy and Procedure Manual*.
  - G. Follows the requirements listed in the *Policy and Procedure Manual* to spend funds in the district's line item.
  - H. Maintains detailed records of transactions of the district's line item.
  
8. Immediate Past President
  - A. Serves in an ex-officio non-voting capacity for one (1) term.
  - B. Assists the President during transition into office.
  - C. Serves as an advisor to the President.
  - D. May assume special assignments as determined by the President.
  - E. May attend board meetings.

Section IV. Qualifications:

1. A candidate eligible for nomination as a director of PARID must have been a member of PARID for at least one (1) year.
2. A candidate eligible for nomination as a director must be a certified member of PARID in good standing. In the event that there is no certified member nominated for a specific office, the candidate must be a voting member of PARID in good standing.
3. A director must be a member of the RID at the time of PARID election/appointment and throughout his/her term of office.

Section V. Term of Office:

1. All directors shall serve for a term of two (2) years and until their successors shall be duly elected and qualified.
2. The term of office shall begin on August first (1<sup>st</sup>) of the election year.
3. For elected office, there shall be a limit of two consecutive terms per office. After at least a one term break from a specific office, an individual may run for election for that previously held office.

Section VI. Nominations and Elections:

1. Elections for President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer shall be held during even numbered years.
2. Elections for District Representatives shall be held during odd numbered years.
3. Procedures governing nominations, acceptance of nominations and elections are contained in the *Policy and Procedure Manual*.

Section VII. Vacancies:

1. Vacancies on the Board of Directors are created upon the death, resignation, or removal due to legal action or for cause against any director.
2. 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 District Representative must be approved by two-thirds (2/3) of the PARID members who reside in the Representative's district and are eligible to vote.
3. Any vacancy occurring on the Board of Directors may be filled by appointment of the Board of Directors.

Section VIII. Board Liaisons:

The Board of Directors may ask related organizations to send liaisons to attend board meetings as non-voting members.

Section IX. Meetings:

1. Regular meetings of the Board of Directors shall occur at least three (3) times a year. Dates and locations of the regular board meetings will be made available to the membership at least thirty (30) days prior to the meetings.
2. Special meetings of the Board of Directors may be called at the request of the president or at least two (2) directors with at least seven (7) days notice to the entire Board of Directors.
3. Meetings of the Board of Directors may be held by electronic means (such as e-mail or other internet communication systems, telephone conferences, video conferences, facsimile) so long as the technology used shall allow all directors full access to and full participation in all transactions either continuously or intermittently. Procedural rules related to the conduct of electronic meetings shall be established by the Board of Directors and outlined in the *Policy and Procedure Manual*.
4. A quorum shall consist of at least two (2) District Representatives and at least three (3) of the following: President, Vice President, Recording Secretary, Corresponding Secretary, or Treasurer.

## **ARTICLE VI. District Organization**

The composition and number of districts must be approved by the Board of Directors and will be kept in the *Policy and Procedure Manual*. Changes in district composition will occur when deemed necessary by the Board of Directors and/or the membership.

## **ARTICLE VII. Committees**

The committees are listed and described in the *Policy and Procedure Manual*.

### **Section I. Appointments:**

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. Furthermore, for each committee the President shall designate a member of the Board of Directors to serve as a non-voting member.

### **Section II. Vacancies:**

Any vacancies in the membership of any committee that are filled will follow the same procedure as used to appoint committee members.

### **Section III. Quorum:**

A majority of the entire committee shall constitute a quorum.

## **ARTICLE VIII. Fiscal Year**

The fiscal year of the organization shall begin on July first (1<sup>st</sup>) and end on June thirtieth (30<sup>th</sup>) of each year.

## **ARTICLE IX. Execution of Funds**

Execution of funds shall be in accordance with the goals of the organization.

### **Section I. Execution of Instruments:**

The directors may by resolution authorize any director or agent of the organization to enter into any contract or execute and deliver any instrument in the name of the organization. Such authority may be general or confined to specific instances. Unless so authorized, no director, agent or employer shall have any power or authority to bind the organization by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any account.

### **Section II. Promissory Notes:**

In order to authorize the signing of any promissory note, the directors must cast a two-thirds (2/3) vote for approval.

### **Section III. Checks and Notes:**

Except as otherwise specifically determined by resolution of the directors, or as otherwise required by law, checks, drafts, and orders for payment of money, shall be signed by the Treasurer and counter-signed by the President.

### **Section IV. Deposits:**

All funds of the organization shall be deposited in such banks, trust companies, or other depositories as the directors may designate, to the credit of the organization.

Section V. Gifts:

The Board of Directors may accept on behalf of the organization, any contribution, gift, bequest or device for the non-profit or public purpose of the organization.

Section VI. Annual Report:

1. The directors shall cause an Annual Report to be furnished by the designated person(s) no later than ninety (90) days after the close of the fiscal year to all the directors and members. Such report shall contain the following information in appropriate detail:
  - A. The assets and liabilities, including trust funds, of the organization as of the close of the fiscal year.
  - B. The principal changes in assets and liabilities, including trust funds, during the fiscal year.
  - C. The revenue or receipts of the organization both unrestricted and restricted to particular purposes, for the fiscal year.
  - D. The expenses or disbursements of the organization, both for general and restricted purposes, during the fiscal year.
2. The Annual Report shall be accompanied by any report thereon by independent accountants or, if there is no such report, the certificate of an authorized director of the organization that such statement(s) were prepared without audit from the books and records of the organization.

**ARTICLE X. Dues, Fees and Assessments**

Section I. Dues:

1. Payment of dues shall be in advance of the first (1<sup>st</sup>) day of July of each fiscal year.
2. The Board of Directors shall set the membership dues.

Section II. Late Fee:

The Board of Directors may determine and assign the payment of a reasonable late fee. This late fee is described in the *Policy and Procedure Manual*.

**ARTICLE XI. Amendment of Bylaws**

Amendments to these bylaws may be passed by a majority vote at any annual or special meeting or by mail referendum providing such amendments have been submitted to the RID Bylaws Committee for their review at least ninety (90) days in advance of the vote. The membership will be notified of the amendment at least sixty (60) days in advance of the vote.

**ARTICLE XII. Non-Discrimination Policy**

The PARID shall not discriminate in matters of membership on the basis of age, color, creed, disability, ethnicity, hearing status, national origin, race, religion, sex, or sexual orientation.

**ARTICLE XIII. Mail Referendum**

Motions may be voted on by the membership by mail referendum in the following manner:

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 5 percent (5%) of the voting members of the organization, sent 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 sixty (60) days prior to the referendum deadline.
3. 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*.
4. Results of mail referenda shall be disseminated to the membership within forty-five (45) days after the referenda deadline.

**ARTICLE XIV. Dissolution of the Organization**

In the event of dissolution of this organization, all remaining assets, real or personal property of whatever nature, shall be transferred to the Registry of Interpreters for the Deaf, Inc.

**DOCUMENT HISTORY**

Established	Unknown
Revised	10/2002
	10/2004
	05/2006
	02/2009
	05/2009

**Provisos Relating to Transition**

Article V Directors, Section VI Nominations and Elections

1. The current President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer will continue until August 1, 2010. Any positions that are currently vacant or become vacant will be filled by appointment of the Board of Directors.
2. Nominations for District Representatives will be accepted until May 30, 2009. An election will be held through mail referendum to elect the District Representatives. This election will be completed by August 15, 2009 and the newly elected District Representatives will take office by September 1, 2009.