

Bylaws
Central California Registry of Interpreters for the Deaf
Revised April 2009
(Previously revised Sept. 2007)

Article One: Name

The name of this corporation shall be the Central California Registry of Interpreters for the Deaf (CCRID), hereinafter referred to as the “corporation.”

Article Two: Affiliation

The corporation is an Affiliate Chapter of Registry of Interpreters for the Deaf, Inc (RID). The corporation shall be affiliated with the national Registry of Interpreters for the Deaf, Inc. and shall be bound by the rules and regulations required by RID affiliation.

Article Three: Principal Location

The principal location for the transaction of business for the corporation is fixed in Fresno County. The Executive Board may, at a regular or special Executive Board meeting by a majority vote of members present and voting, change the location of the principal office to any of the counties within its designated region: Stanislaus, Tuolumne, Inyo, Mono, Merced, Mariposa, Madera, Fresno, Tulare, Kings, Monterey, San Benito, and San Luis Obispo.

Article Four: Principal Purpose

The principal purpose of the corporation is to support the goals and objectives of the Registry of Interpreters for the Deaf, Inc. and to implement its policies within this corporation’s designated region.

Article Five: Membership

Section One: Membership in the corporation is open to all persons who support the principal purpose of the organization as stated in Article Four, and who have paid the annual dues and assessments set forth in Article Eight. Membership eligibility is not discriminatory on the basis of disability, sex, race, religion, national origin, age, marital status, sexual preference, or any other basis prohibited by law.

Section Two: Categories of Membership and Eligibility

- A. Certified Member - Any interpreter or transliterator of American Sign Language and/or English who holds valid certification accepted by RID.
- B. Associate Member - (pre-certified): Any individual who is actively engaged in the interpretation or transliteration of American Sign Language and/or English, but who does not currently hold an RID-recognized certification.
- C. Student Member - Any individual who is currently enrolled in a course of study in interpretation or transliteration of American Sign Language and/or English.
- D. Organizational Member: Any organization with an interest in supporting the purposes and activities of the corporation.

Section Four: Voting Rights - Each member in good standing of this corporation who is also a member in good standing of RID shall be entitled to one (1) vote in meetings and elections. Non-certified members of this corporation shall refrain from voting on issues pertaining to evaluations, certification and standards/ethics. Any decision of the CCRID Executive Board

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may be vetoed by a two-thirds majority vote of those eligible and voting during a regular or special meeting of the membership.

Section Five: Termination and Reinstatement of Membership

- A. Any member may terminate his/her membership at any time for any reason upon delivery of a written notice of such termination to the Membership Chair of this corporation.
- B. The Executive Board of this corporation may terminate or temporarily suspend an individual's membership for just cause, documented in writing, and after a thorough review by the CCRID Executive Board has shown serious infraction of the RID Code of Professional Conduct and/or the Bylaws of this corporation.
- C. All suspensions, terminations, or removals may be appealed to the National Ethical Practices Committee, whose judgment shall be final.
- D. The Executive Board of this corporation may reinstate a member who has been terminated or suspended after a reasonable amount of time and/or amends as determined by the Executive Board of this corporation.

Section Six: No member of this corporation shall be personally or otherwise liable for any debts, liabilities, and/or obligations of this corporation.

Article Six: Administration

Section One: Composition of the Executive Board

An Executive Board of Directors consisting of no more than four (4) members shall administer the affairs of this corporation. The four (4) members shall consist of: President, Vice-President, Secretary, and Treasurer.

Section Two: Powers and Limitations of Executive Board

- A. General Powers - The Executive Board of this corporation shall manage the business of the corporation subject to restrictions imposed by law, by the Articles of Incorporation, or by these Bylaws.
- B. Specific Powers - Without prejudice to such general powers, the Executive Board shall have the following specific powers:
 1. To make and change policies not inconsistent with these Bylaws for the management of the business and affairs of this corporation.
 2. To appoint and approve all agents of the corporation, except for the elected officers; prescribe their duties, fix compensation, and at their discretion, from time to time, transfer the powers and duties of any officer or agent upon any other person.
 3. To appoint and remove or suspend such subordinate agents of the corporation, determine their duties, and fix or change their salaries or remunerations.
 4. To purchase any property, equipment, and supplies necessary for the operation of the organization. Disbursements of \$250 or less shall be made by checks signed by the Treasurer without a countersignature. Disbursements of funds greater than \$250 shall be made by checks co-signed by the President and Treasurer or any other officer so designated by the Executive Board for that specific purpose.

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5. To borrow money and to make and issue notes, bonds, and/or other negotiable and transferable instruments and to do every act and thing necessary to effectuate same.
6. To select and designate such bank or trust company as the Board deems advisable, as the official depository of the funds of the corporation and to prescribe and order the manner in which such deposits/withdrawals shall be conducted.
7. To designate the location of its meetings or to authorize the President to do so.
8. To take action without a meeting if a majority of the responding members of the Executive Board shall individually or collectively consent in writing, electronically or in hard copy, to the issue(s) up for consideration. Such written consensus shall be noted in the minutes of the proceedings of the subsequent Executive Board meeting.

Section Three: Duties

- A. The President shall preside over all meetings of the membership as well as those of the Executive Board. The President shall have general supervision, direction, and control of the business and affairs of the corporation. The President shall participate regularly in Region V Affiliate Chapter President meetings. He/she has automatic ex-officio status in all committees and councils. The President has the authority to appoint such committees as deemed necessary with the consensus of the Board. The President shall not cast a vote in any matter unless such a vote is needed to break a tie.
- B. If the President is absent, or if the President so appoints, the Vice-President shall perform all duties of the presidency. By so doing, the Vice President shall have the full range of powers, which attend that office. He/she shall have as well any other powers and perform such other duties as assigned by the President or the Executive Board.
- C. The Secretary shall be responsible for keeping full and complete records of the proceedings of the Executive Board and general membership, and for serving all notices required by law or the bylaws of this corporation.
- D. The Treasurer shall be responsible for keeping written records of all financial transactions and corporation accounts, with all receipts of disbursements, amount on hand, money owed by the corporation, and/or owing to it, receiving and keeping all funds of this corporation and depositing said funds in the bank designated by the Executive Board.
- E. Decisions shall be determined by consensus or by a majority vote of the Executive Board members who are present and voting, unless otherwise stated in the Bylaws.

Section Four: Qualifications and Compensation

- A. All members of the Executive Board of the corporation must have been members in good standing of both CCRID and RID for at least one (1) year prior to candidacy for service in the Executive Board.
- B. The President and Vice-President must hold RID-recognized certifications prior to candidacy for office. The Secretary and Treasurer must hold or be able to show evidence of striving toward RID-recognized certifications prior to candidacy for office.
- C. Compensation: Directors shall not receive any stated salary for their services as directors, but by resolution of the Board, a fixed fee and expenses of attendance may be allowed for attendance at each regular meeting and at each special meeting of the Executive Board or for other leadership activities as deemed appropriate by the Executive Board.

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Section Five: Terms of Office

Each officer shall serve a two (2) year term and may serve no more than three (3) consecutive terms in one office. Committee chairpersons shall serve a two (2) year term and may serve no more than three (3) consecutive terms in one office.

Section Six: Nominations and Elections

- A. The Executive Board of the corporation shall be elected biennially by the regular voting membership of this corporation (those CCRID members who are also members of RID as outlined in Article Five, Section Four).
- B. Nominations for officers shall be opened by the Executive Board of this corporation at the regular Executive Board meeting at least one month prior to an annual business meeting of the corporation, which is called for the purpose of holding elections (hereafter called the election meeting). Nominations shall be written by any member who is eligible to vote and shall be given to the Secretary of the corporation. Nominations will be closed at the commencement of the election meeting and elections shall proceed.
- C. Election to any office shall be by a majority vote (51%) of the eligible members who are present and voting at the election meeting.
- D. Nominations for committee chairpersons shall be opened by the Executive Board of this corporation at the election meeting. Nominations shall be written by any member who is eligible to vote and shall be given to the Secretary of the corporation. Nominations will be closed at the commencement of the Executive Board meeting following the election meeting.
- E. Election of the committee chairpersons shall be by majority vote (51%) of the members of the Executive Board who are present and voting during the Executive Board meeting following the election meeting. A tie vote will be decided by drawing of names of those nominees who are tied.
- F. Elections may be conducted by secret ballot, or by roll call vote as outlined in Robert's Rules of Order, Newly Revised, 10th Edition.

Section Seven: Resignation or Removal of Executive Board Members

- A. Any Executive Board Member may resign for personal or other reasons by submitting a letter of resignation to an officer of the Executive Board.
- B. Any director may be suspended or removed for cause by majority vote of the directors who are present and voting at a properly convened meeting due to 1) violations of the bylaws, policies or rules of the corporation or, 2) for attitudes or conduct that are detrimental to the corporation, its operations, its services, or its reputation. These inappropriate actions shall be evidenced by a detailed written complaint to the President or Vice-President of the corporation. The member in question will be allowed due process before a decision is finalized.
- C. All suspensions, terminations, or removals may be appealed to the National Ethical Practices Committee, whose judgment shall be final.
- D. An Executive Board member who has been removed or suspended may only serve in office again by being nominated and elected for a regular term at an election meeting.

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Section Eight: Vacancies

Vacancies in any office or chair because of disqualification, removal, resignation, death or otherwise, shall be filled by the Executive Board by the appointment of a qualified member until the next election meeting, when the vacancy will be filled by a majority vote of the eligible members who are present and voting.

Section Nine: Meetings

- A. At least one (1) general business meeting of the corporation shall be held annually in the last three months of the fiscal year at a central location for the purpose of sharing information and conducting elections (biennially) or other business.
- B. The Executive Board of the corporation shall hold a minimum of eight (8) meetings per year other than the general business meeting to share committee reports and conduct ongoing business, which requires immediate action or frequent attention. Special meetings may be called by an executive officer of the corporation for unforeseen business or other circumstances needing attention or action.
- C. Notice of any regular or special meeting of the Executive Board of the corporation shall be given to Executive Board members at least five (5) days prior thereto. Notice of annual business meetings shall be given to the general membership at least twenty (20) days prior thereto. Notice shall be delivered to each member at the address/phone number listed in the records of the corporation 1) in written format (electronically or by post) or, 2) by telephone call; provided, however, notice shall not be deemed to have been given merely by leaving a voice message for Deaf and Hard of Hearing (D/HOH) people, and telephone procedures for D/HOH people shall be followed for D/HOH members.
- D. Regular attendance at Executive Board meetings is obligatory of all Executive Board members. No more than three (3) unexcused absences will be permitted during any one fiscal year. Should an Executive Board member find that he/she must miss a duly called Executive Board meeting, notification thereof in writing (electronically or hard copy) or by phone to the President or Vice-President of the corporation is warranted for the purpose of determining a quorum. Absences without notification to a designated officer are considered unexcused.
- E. More than three (3) unexcused absences by any Executive Board member may result in removal from Executive Board standing by majority vote from the members of the Board who are present and voting at a properly convened meeting. Such a vacancy shall be filled per Article Six, Section Eight.
- F. All meetings shall be conducted following Robert's Rules of Order, Newly Revised, 10th Edition, unless otherwise specified in these Bylaws or in the corporation's Standing Orders of Operation.

Section Ten: Quorum

At Executive Board meetings, for business to be conducted in a legal manner, at least fifty-one percent (51%) of the Executive Board members must be present. Forty percent (40%) of the regular, eligible to vote membership of this corporation (Those who are eligible to vote must be members of both CCRID and RID as outlined in Article V, Section 4.) shall constitute a quorum for the transaction of business at any meeting of the general membership. In the event less than forty percent (40%) of the general membership is present, business may be conducted by at least fifty-one percent (51%) of the members of the Executive Board.

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Section Eleven: Transition between Administrators

When one administration is retired from office and a new one is duly elected to replace it, in order to affect a smooth and educated transition, newly-elected officers shall attend meetings each month after being elected and then shall be installed and assume their respective offices at the beginning of the new fiscal year July 1st.

Article Seven: Committees

Section One: Standing Committees

- A. Standing committees shall be appointed by the Executive Board and shall be, but not limited to, the following:
1. Membership: to develop procedures for recruiting new members and informing them of CCRID's benefits and policies, to maintain and update membership records and directory, and to oversee registration of workshops and special events.
 2. Professional Development: to plan and facilitate workshops, activities, programs, and other opportunities as a resource for members to develop performance skills and professional standards.
 3. Publications: to design publicity fliers, brochures, pamphlets, etc., for distribution; and to prepare the newsletter for publication and distribution.
 4. Hospitality: to plan and conduct public relations and social segments of workshops and gatherings, such as food, entertainment, and decorations. To implement greetings, thank you notes, condolences or other communiques to members or visitors as deemed necessary by the Executive Board.
 5. Fundraising: to develop plans for raising funds for the corporation and implement or delegate such plans at various workshops and gatherings as needed.
 6. Website: to update and modify the website so as to contain accurate and current information.
 7. Outreach: to assist with the recruiting of new members in areas outside Fresno County but within the designated CCRID region and to act as a liaison between CCRID members in said designated region and the Executive Board.

Section Two: Appointments of Committees

The incumbent Executive Board shall, at the regular meeting following the election meeting, elect chairpersons for the standing committees specified by this article. (For more on elections of committees, see Article 6, Section 6.) The President shall have ex officio status on each committee. The members of such committees shall be appointed by joint consensus of the incumbent Executive Board and new chairpersons at the regular meeting following the one in which chairpersons are elected.

Section Three: Terms of Service

The committee chairpersons and members shall serve a two (2) year term, up to three (3) consecutive terms, or until their resignation or removal.

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Section Four: Meetings and Duties

- A. Committee Chairpersons shall hold separate meetings with the committees that they lead and shall report back to the Executive Board at regular meetings. Committee Chairpersons are responsible for overseeing and facilitating tasks set forth for committees to complete.
- B. Any standing or ad hoc committee may decide, by consent or by majority vote of its members who are present and voting, to make policy and/or action recommendations to the full Executive Board. Each committee shall develop written reports of its proceedings and present same to the Board. In lieu of written report a sign language/verbal report may be presented for documentation in the minutes of regular meetings.

Section Five: Resignation or Removal and Vacancies

The procedure for resignation, removal and filling vacancies of Committee Chairpersons shall follow the same guidelines for the Executive Board as stated in Article Six, Sections Seven and Eight.

Section Six: Miscellaneous

- A. Any committee designated and appointed by the Executive Board will be reimbursed for any expenses for the necessary and reasonable costs, subject to prior approval and authorization by the Executive Board.
- B. The Executive Board of the corporation shall create and dissolve ad hoc committees as necessary. The Executive Board shall appoint the chairperson(s) and members of ad hoc committees.

Article Eight: Dues and Assessments

Section One: Annual Dues

Annual dues shall accompany each application of new and renewing memberships.

Section Two: Good Standing

Good standing of each member of CCRID shall be contingent upon payment of membership dues no later than June 30th of each calendar year.

Section Three: Reinstatement:

Individuals, who were members during the previous fiscal year, not paying their dues by the June 30th deadline, shall only be entitled to full reinstatement of membership status in good standing upon payment of the full annual fee.

Article Nine: Donations

The corporation may accept and give, by majority consent of the Executive Board, gifts, legacies, donations, and/or contributions in any amounts or form to warranted parties and/or individuals when the need or opportunity presents itself.

Article Ten: Fiscal Year

The Fiscal Year of this corporation shall commence July 1st of each calendar year, concluding with the 30th of June following.

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Article Eleven: Amendment of Bylaws

Section One: These Bylaws may be amended, revised, updated, or repealed by new Bylaws adopted by a majority vote of the Executive Board members who are present and voting at any Board meeting prior to the presentation of any such amendment, revision, update, or repeal to the regular general membership of this corporation.

Section Two: Proposed Bylaws, after prior approval by the Executive Board, shall be presented at any regular or special meeting of the members of this corporation. Members shall be given at least 30 days prior notice that there shall be changes presented to the Bylaws. These approved changes must be adopted by a majority vote of the general, eligible-to-vote membership present and voting at a general meeting.

Section Three: Bylaws amended so as to be in compliance with RID policies and procedure shall not require a vote but shall instead become automatically incorporated within these Bylaws. All Bylaws incorporated in such a manner shall be reported to the membership.

Article Twelve: Dissolution Procedure

In the event of dissolution of this corporation, this affiliate chapter may never be reestablished under RID. In the event of dissolution of this corporation, its assets remaining after payment of all debts and liabilities shall be transferred to its parent organization, the Registry of Interpreters for the Deaf, Inc.