

**BYLAWS**  
**GENESEE VALLEY REGION**  
**REGISTRY OF INTERPRETERS FOR THE DEAF, INC.**

Previously revised from 5/8/2010

**ARTICLE I**  
**NAME**

This organization shall be known as the GENESEE VALLEY REGION REGISTRY OF INTERPRETERS FOR THE DEAF, INC. (GVERRID).

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal office for the transaction of the business of the corporation is fixed and located in Rochester, Monroe County, New York State. The Board of Directors may at any time, or from time to time, change the location of the principal office from one location to another.

**ARTICLE III**  
**PURPOSE**

- A. This organization shall be a non-profit affiliated chapter of the Registry of Interpreters for the Deaf, Inc. (RID) to fulfill the functions of the RID, Inc. Its purposes shall be:
1. To act as a body to advance and maintain professional skills and ethical standards for interpreters.
  2. To exchange ideas, opinions, and experiences pertaining to professional interpreting through networking.
  3. To serve as a resource for Deaf, Hard of Hearing, Deaf-Blind and Hearing consumers for effective use and procurement of interpreting services.
  4. To maintain a current registry of members.
  5. To raise funds to support the purposes and activities of the corporation.

**ARTICLE IV**  
**MEMBERSHIP**

- A. Categories of Membership
1. *Certified* – A Certified member shall be any member actively practicing in the field of interpretation of American Sign Language and English and/or transliteration of English who holds valid certification accepted by the RID.
  2. *Associate* – An Associate member shall be any member actively practicing in the field of interpretation of American Sign Language and English and/or transliteration of English who does not hold a current certification from RID, Inc. and/or NAD.
  3. *Student* – A Student member shall be any member currently enrolled in a course of study in the field of interpretation of American Sign Language and English and/or transliteration of English.

5. *Supporting* – A Supporting member shall be any member with an interest in supporting the purposes and activities of the corporation and who is not actively practicing in the field of interpretation of American Sign Language and English and/or transliteration of English.
6. *Senior Citizen* – Any GVRRID member in good standing who is 55 years of age or older.
7. *Organizational* – An organization or business with an interest in supporting the purposes and activities of the corporation.

B. Eligibility of Membership

A member in good standing shall be defined as one whose dues are current and who is not under disciplinary action by any RID-related grievance committee.

C. Voting Rights

Each member, except Organizational, in good standing who is also a member in good standing of RID, Inc. shall be entitled to one vote in all meetings, referenda and elections. RID, Inc. membership shall be determined by the member presenting a current RID membership card or by confirmation from the home office.

## **ARTICLE V BOARD OF DIRECTORS**

A. Composition

The affairs of the Genesee Valley Region Registry of Interpreters for the Deaf, Inc. shall be governed by a Board of Directors consisting of the following members: President, Vice President, Secretary, Treasurer, a minimum of two Members-at-large, Deaf Member-at-Large, and Student Interpreter Representative. An additional Director may be added as deemed necessary to conduct the business of the corporation. The Board of Directors may appoint representatives of related associations and agencies to act as advisory members to the Board of Directors. In addition, the Immediate Past President may serve as a nonvoting ex-officio member of the Board of Directors for one year upon Board of Directors' approval.

B. Powers and Limitations

All corporate powers shall be exercised by or 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 corporation 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 makeup of the Board of Directors.

C. Term of Office

1. Terms of office for all Board members shall begin on July 1 following their election.
2. The President, Vice President, Secretary, Treasurer, and Deaf Member-at-Large shall be elected for a term of two years. No officer may serve for more than two consecutive terms in the same office.
3. A minimum of two Members-at-Large shall be elected to the Board of Directors. All Members-at-Large shall be elected for a three-year term. One new Member-at-Large shall be elected annually. No Member-at-Large may serve more than two consecutive terms as a Director.

4. The Student Interpreter Representative (SIR) shall be elected for a term of one year.

#### D. Qualifications

All candidates for the Board of Directors shall be voting members in good standing of GVERRID and RID, Inc.

#### E. Vacancies

1. Removal of Board Members: The Board of Directors may declare vacant any office for which the board member has been removed due to legal action or for cause as detailed in Roberts Rules of Order Newly Revised.
2. Any vacancy occurring in the Board of Directors with less than one year remaining in the term may be filled by the affirmative vote of a majority of the remaining members of the Board. An individual meeting the qualifications appointed to fill a vacancy shall be appointed for the unexpired term of their predecessor's office. If the unexpired term is more than one year, a special election must be held within six (6) months of the vacancy.

#### F. Duties of Officers

##### 1. General Duties

- a. Perform duties as prescribed by the voting membership, the Board of Directors or as required by law.
- b. Supervise the chief executive officer of the corporation.
- c. Approve the budget of the corporation annually.
- d. Provide a comprehensive corporation report to the President no later than ninety days after the end of each fiscal year.

##### 2. 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 of Directors, the membership, and the RID.
- b. Appoints the chairperson of all committees with the approval of the Board of Directors, including standing, special and/or ad hoc, composed of voting members in good standing.
- c. Set the agenda and conduct all board and general meetings and any special meetings of the membership.
- d. Submit with Board of Directors' support, an annual report to RID, Inc. to include a financial report of the corporation.
- e. Provides at least quarterly reports to the membership concerning business and Board of Directors' activities and financial status of the corporation.

##### 3. 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 other powers and duties as prescribed by the Board of Directors and/or the membership.

4. Secretary

The Secretary shall:

- a. Keep a full and accurate record of the proceedings of the Board of Directors and business meetings of the membership. In the absence of the Secretary, the presiding officer shall appoint another person to act as a Secretary of the meeting.
- b. Make service of such notices as may be necessary or proper.
- c. Make reports of the activities of the corporation and the Board of Directors available to the membership.
- d. Handle all official correspondence of the corporation.
- e. Have other powers and duties as prescribed by the Board of Directors and/or the membership.

5. 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 may be designated by the Board of Directors.
- b. Assist with preparing the corporation's annual budget and presenting it to the Board of Directors.
- c. Make disbursements as ordered by the Board of Directors.
- d. Collect chapter dues annually and function as the liaison person between GVRRID and the RID, Inc. for financial matters.
- e. Oversee budget and financial reports of each committee.
- f. Make financial reports for each Board and General meeting.
- g. Have other powers and duties as prescribed by the Board of Directors and/or the membership.

6. Member-at-Large

The Member-at-Large shall:

- a. Represent the issues and concerns of the community of sign language interpreters to the Board of Directors and the membership.
- b. Serve as a board liaison to one or more standing and/or other committees appointed by the Board of the Directors.
- c. Have other powers and duties as prescribed by the Board of Directors and/or the membership.

7. Deaf Member-at-Large

The Deaf Member-at-Large shall:

- a. Represent the issues and concerns of Deaf organizations and members of the Deaf community to the Board of Directors and the membership.
- b. Have other powers and duties as prescribed by the Board of Directors and/or the membership.

8. Student Interpreter Representative

The Student Interpreter Representative shall:

- a. Represent the issues and concerns of interpreting students to the Board of Directors and the membership.
- b. Have other powers and duties as prescribed by the Board of Directors and/or the membership.

9. Immediate Past President

The Immediate Past President shall:

- a. Serve in an ex-officio non-voting capacity for one year.
- b. Assist the President during the transition into office.
- c. Serve as an advisor to the President and may assume special assignments as determined by the President.
- d. May attend board meetings.

10. Executive Committee

The Executive Committee shall:

- a. Comprised of the President, Vice President, Secretary, Treasurer and Deaf Member-at-large.
- b. In the event that the entire Board of Directors is unable to convene, the Executive Committee shall be given full power and authority to take action on emergency issues.
- c. Handle appraisals for personnel.

G. Board Meetings

1. The Board of Directors shall meet at least every two months. Meetings will be called by the President. Meetings may also be called by at least two members of the Board of Directors or at the written request of at least 10 members of the general membership.
2. All Board meetings shall be open to the general membership except when the Board of Directors determines that Executive Session is required. Members may address the Board of Directors at any regular meeting by submitting their agenda item(s) to the Secretary at least 7 days in advance of the meeting.
3. Meetings by Electronic Conference: Any meeting, regular or special, may be held by electronic conference or similar communication equipment, so long as all directors participating in the meeting can communicate with one another.
4. A quorum for all meetings of the Board of Directors shall be a simple majority of the elected members of the Board of Directors.

## **ARTICLE VI NOMINATIONS AND ELECTIONS**

A. Nominations

1. Nominations for Board of Director positions shall be made by a Nominations/ Elections Committee appointed by the Board of Directors. This Committee shall be comprised of at least 3 members.
2. Nominations/Elections Committee members shall not be eligible to run for Board of Director positions while they are serving on the committee.

3. The Nominations/Elections Committee shall begin their duties at least one month prior to the general meeting at which nominees are presented or nominated.
4. All nominees must be members in good standing of both GVRRID and RID. Acceptance shall be required of all nominees prior to the election.
5. The GVRRID Board of Directors shall schedule a general meeting of the membership, prior to the elections, at which time the Nominations/Elections Committee can introduce a slate of candidates, additional nominations can be made from the floor (including self-nominations), and all candidates running for office can address the membership in attendance.
6. The list of nominees shall be presented at the time of election.

B. Elections

1. The election period shall last seven days and shall be held some time during the first three weeks of March.
2. Elections shall be completed by mail ballot or a secure web voting site. Members may vote by mail ballot upon request.
3. The winner shall be determined by a plurality of votes cast. In the case of unopposed elections, the Secretary shall cast one vote for the unopposed candidate.
4. Election results shall be announced by April 1<sup>st</sup> following Certification of election results.

## **ARTICLE VII**

### **COMMITTEES & OPERATIONAL SUPPORT SERVICES**

- A. The Board of Directors by a two-thirds (2/3) majority vote, shall have the right to establish or abolish any standing, special or ad-hoc committee deemed necessary to carry out the purposes of the corporation as set forth in these Bylaws and/or mandated by the voting membership.

B. Committee Structure

1. Committees shall be comprised of members chosen from members in good standing of the corporation and approved by the Board of Directors.
2. The chairperson of each committee shall be a member in good standing of the corporation appointed by the Board of Directors and who shall serve at the pleasure of the Board of Directors.
3. Each committee shall have a Board member as a liaison except for the Nominations/Elections Committee.
4. Each committee may be called upon to report on its plans and activities at all general meetings. A written synopsis of this report will be made available to the newsletter editor by the next announced deadline.

C. Standing Committees may include but not be limited to:

1. Professional Development Committee shall plan, coordinate, and implement workshops for interpreters, consumers, and/or agencies.
2. Nominations/Elections Committee shall be responsible for the recruitment of candidates for the Board of Directors prior to elections and for the oversight of the election process.

3. Consumer Relations Committee shall be responsible for maintaining and improving relationships with consumers and consumer organizations.
4. Legislative Committee shall be responsible for keeping the membership informed as to changes in laws and regulations that affect the profession.
5. Bylaws Committee shall be responsible for maintaining the bylaws to ensure they are in keeping with any RID changes; for accepting and processing suggested bylaws changes from the membership; for making recommendations for changes to the bylaws.
6. Finance Committee shall be responsible for overseeing the fiscal health of GVRRID, Inc. and make recommendations to the Board of Directors regarding activities to accomplish such.

D. Operational Support Services

Certain essential services are rendered to GVRRID by individual members or groups of members. These members are recruited and delegated authority over these matters by the President and the Board of Directors. These services may include but are not limited to:

1. Newsletter editing, reporting, layout, and distribution.
2. Telephone chain organization, calling, and email list maintenance.
3. Membership coordinator who shall issue and maintain a local registry of GVRRID members, send updated membership to the GVR Newsletter liaison.
4. Coordinating social events.
5. RID Certification Maintenance Program Continuing Education Administrator.

**ARTICLE VIII  
GENERAL MEETINGS**

- A. General meetings of the membership shall be held at least once a year and as needed thereafter. The Board of Directors shall set the date at least 21 days in advance of said meetings. Such meetings may be called by the President or at the written request of at least 10 members. Notice of the general meetings of the Chapter shall be made at least 21 days in advance.
- B. For a vote at a special meeting, the membership must be informed at least 14 days in advance of any matter being presented.
- C. To conduct business during a general meeting, a quorum must exist.  
A quorum shall consist:
  1. At least 51 percent (51%) of the Board of Directors members.
  2. A simple majority of the voting members present at the general meeting.

**ARTICLE IX  
INSPECTION RIGHTS AND CORPORATE LOGO**

A copy of the corporations Articles of Incorporation and Bylaws as amended to date shall be open to inspection by the members of the corporation by pre-arranged appointment. Inspection can also be made of the books, membership records, or minutes of proceedings of the members or of the Board of Directors or committees of the corporation, upon written request to the corporation by the member, and with a ten business days notice for a purpose reasonably related to such person's interests as a member. Any inspection may be made in person or by agent or attorney and the right to inspection includes the right to receive copies and/or extracts

at reasonable cost. The Corporate logo shall be used by the corporation for official and/or approved purposes only. The corporate logo may not be used by an individual member for their personal use.

## **ARTICLE X FISCAL YEAR OF THE CORPORATION**

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

## **ARTICLE XI DUES AND ASSESSMENTS**

### **A. Membership Dues**

In order to remain in good standing, a member must pay annual dues on anniversary of the date on which that member joined GVERRID.

1. Dues recommended by the Board of Directors must be paid within the time and on the conditions set by the Board of Directors.
2. Membership dues may be changed by a 2/3 vote of the entire Board of Directors. Dues may NOT be increased more than 10% in a single membership cycle.
3. Membership dues shall be equal for all members of each category. Different dues may be set for each category.
4. Notification of any changes in dues structure, fees or assessments must be published at least thirty days prior to the anticipated implementation.

## **ARTICLE XII AMENDMENTS**

- A. New Bylaws or amendments to these bylaws must be reviewed by the Bylaws Committee and the Board of Directors prior to being addressed by the membership. This is to assure that the amendments not adversely affect the goals and objectives of the corporation or the RID, Inc.
- B. Written notice of proposed Bylaws or amendments to these Bylaws shall be mailed to each voting member not less than fourteen (14) days prior to the date of the vote.
- C. These Bylaws may be altered, amended, or repealed by a two-thirds (2/3) majority vote of the eligible voting members at any general meeting.
- D. Any amendment that would materially and adversely affect the rights of any other category of members differently than such actions affect another category, must be approved by a two-thirds (2/3) majority of the members of the affected category.
- E. Bylaws revisions or amendments required to comply with RID policies and procedures shall not require a vote but shall be automatically incorporated within these Bylaws. The membership shall be notified in writing of such revisions within thirty (30) days.
- F. A copy of all amendments to these Bylaws shall be forwarded to the RID Regional Representative who will forward them to the national office or other designated place.

**ARTICLE XIII  
NON-DISCRIMINATION POLICY**

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

**ARTICLE XIV  
MAIL REFERENDA**

- A. There shall be no votes by mail except for in the case of the election of officers.

**ARTICLE XV  
DISSOLUTION PROCEDURES**

- A. Dissolution may occur for any of the following reasons:
1. Upon a two-thirds (2/3) majority vote during a general or special meeting.
  2. Non-recognition of affiliated status by RID, Inc. for failure to comply with provisions required of affiliated chapters set forth in the RID Bylaws.
- B. In the event of the dissolution of this corporation, all remaining assets, real and personal property of whatever nature, shall be transferred to the headquarters of the Registry of Interpreters for the Deaf, Inc., 333 Commerce Street, Alexandria, VA 22314

**ARTICLE XVI  
PARLIAMENTARY AUTHORITY**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the corporation in all cases to which they are applicable and consistent with these Bylaws and any special rules of order the corporation may adopt.