

# Official Bylaws of the Potomac Chapter of the Registry of Interpreters for the Deaf

## **Article I Name**

The name of this corporation shall be the Potomac Chapter of the Registry of Interpreters for the Deaf (PCRID).

## **Article II Objective**

The principal objective shall be to initiate, sponsor, promote and execute policies and activities that will further the profession of the interpretation of American Sign Language and English and the transliteration of English.

## **Article III Membership**

### Section 1. Categories of Membership

#### A. Voting Members

1. Certified: A PCRID member who is a Certified member in good standing of RID.
2. Associate: A PCRID member who is an Associate member in good standing of RID.
3. Student: A PCRID 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.

#### B. Non-Voting Members

1. Organizational: An organization or business.
2. Supporting: A PCRID member who is not a Certified, Associate, or Student member of RID.

### Section 2. Eligibility

#### A. Application for Membership

Those interested in membership must submit to the Membership Coordinator a completed official application form and correct dues for the appropriate membership category. Upon receipt, the Membership Coordinator shall mail the applicant a membership card showing their name and date of expiration. New members will also receive access to an online membership directory and archived eNews. In the event the applicant has paid too much, the Membership Coordinator shall notify the applicant and arrange for a refund check to be sent for the amount overpaid. Should the payment be insufficient, the Membership Coordinator shall notify the applicant and request the remainder due be paid within thirty days of notification. If the amount due is not paid within thirty days, the applicant's original check shall be returned to them and the application shall be denied.

- B. **Annual Dues**  
The Board of Directors has the authority to fix and/or amend the amount of annual dues as they deem appropriate. Notification of any changes in the dues structure will be given to the membership at least 60 days prior to implementation.
- C. A member who has paid the established annual dues for the current membership year shall be considered a member in good standing.
- D. Membership Year is defined as the period from July 1 – June 30.
- E. **Renewal of Membership**  
The Membership Coordinator shall, sixty (60) days prior to the end of the membership year, send all current members a renewal reminder for the upcoming membership year. Annual dues shall be paid by each member, directly to the corporation. Members whose dues are received and paid by July 31st for that membership year shall not be considered delinquent. First time members who join after January 31st of a membership year will have their dues prorated to 50% of the annual fee for that first membership year.

Section 3. Voting Rights and Requirements

- A. Certified members in good standing with this corporation and with RID shall have one vote on all matters open to vote.
- B. Associate members in good standing with this corporation and with RID shall have one vote on all matters open to membership except those pertaining to evaluation and certification.
- C. Student members in good standing with this corporation and with RID shall have one vote on all matters open to membership vote that specifically deal with PCRID interests only and do not pertain to evaluation and certification.
- D. Organizational and Supporting members hold a non-voting status.
- E. PCRID does not issue or honor proxies.

Section 4. Termination of Membership

- A. *Suspension or expulsion for cause:* Any member whose membership is suspended or revoked for cause by the Board of Directors, the Ethical Practices System and/or the Certification Council of RID will automatically be suspended or expelled from the Chapter until such time as membership can be reinstated.
- B. *Non-payment of dues:* Failure to pay annual dues by July 31st of that

membership year shall result in termination of membership.

- C. *Resignation:* Any member may resign before the expiration of membership by surrendering their membership card to the Membership Coordinator. Resignation invalidates all rights and privileges of Chapter membership. Membership dues are non-refundable and the resigning member will remain culpable for any and all accrued dues or charges unpaid.
- D. *Appeals:* Suspension or revocation of membership may be appealed to the Board of Directors of this Chapter.

Section 5. Reinstatement

- A. *Reinstatement following Suspension or Expulsion for Cause:* Upon notice of reinstatement of membership from the Board of Directors, a former member may apply for reinstatement.
- B. *Reinstatement Following Termination for Non-Payment of Dues or Resignation:* Upon re-application for membership and payment of annual dues for the current year, a member shall be reinstated.
- C. *Application for Reinstatement:* A former member who satisfies the requirements of reinstatement may apply by submitting an application form to the Board of Directors with the appropriate fees. Upon receipt of the application form and fees, membership shall be reinstated and all rights and privileges shall resume.

Section 6. Transfer of Membership  
Chapter membership is non-transferable.

Section 7. Change of Membership Category  
Members may change their membership status by contacting the Membership Coordinator and paying any and all fees at time of request.

**Article IV Directors**

Section 1. Composition of the board of Directors  
The Board of Directors shall be comprised of a President, First Vice President, Second Vice President, Secretary, Treasurer, Member at Large – Maryland, and Member at Large – District of Columbia. The Executive Committee of the Board of Directors shall consist of the President, First Vice President, Second Vice President, Secretary, and Treasurer. In addition, the Immediate Past President may serve as a non-voting ex-officio member of the Board of Directors for one term.

Section 2. Powers and Limitations

A. Powers:

1. To prescribe officers powers and duties consistent with law, the Articles of Incorporation, and these Bylaws; and fix their compensation.
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 and these Bylaws.
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 debt.
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.

Section 3. Duties

A. General Duties

1. To perform any and all duties imposed on them by law, the Articles of Incorporation, these Bylaws, or as directed by the membership.
2. To adopt, make and use a corporate seal, corporate logo, and to prescribe the form of membership cards.
3. To approve an annual budget for the maintenance and operation of this corporation.

B. Officers

1. President

The President shall:

- a. Have general supervision and direction of the affairs of the corporation and other duties as prescribed by the Board or the membership.
- b. Appoint any committees, including standing, special and/or ad hoc, composed of voting members in good standing.
- c. Have co-signature responsibility with the Treasurer on all checks and warrants for the withdrawal of corporate funds.
- d. Set the agenda and conduct all Board meetings, the annual conference business meeting(s), and any special meetings of the membership.

2. First Vice President

The First 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 for the President.

- b. Supervise the activities of the Membership Coordinator.
- c. Oversee membership services, such as recruitment, retention, and membership records.
- d. Oversee all manner of communication to the membership.
- e. Provide periodic reports on membership services to the Board of Directors.
- f. Have other powers and duties as prescribed by the Board and/or the membership.

3. Second Vice President

The Second Vice President shall:

- a. In the absence of the President and the First Vice President, perform all duties of the President and in so acting, shall have all the powers for the President.
- b. Oversee the following professional development programs:
  - 1) Certification Maintenance Program (CMP)
  - 2) Professional Development Committee (PDC)
  - 3) Annual Conference Committee (ACC).
- c. Provide periodic reports on professional development programs to the Board of Directors.
- d. Have other powers and duties as prescribed by the Board and/or the membership.

4. 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. Keep the seal of the corporation and affix it to such papers and instruments as may be required in the regular course of business.
- c. Make service of such notices as may be necessary or proper.
- d. Maintain the records of the corporation.
- e. Provide periodic reports to the membership on the actions of the Board.
- f. Handle all official correspondence of the corporation.
- g. Have other powers and duties as prescribed by the Board 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.
- b. Have co-signature responsibility with the President for signing checks and warrants for the withdrawal of corporate funds.
- c. Have other powers and duties as prescribed by the Board and/or the membership.

6. Member at Large – Maryland

The Member at Large – Maryland shall:

- a. Represent members living in the state of Maryland.
- b. Serve to support the Executive Board and the corporation with the performance of their duties.
- c. Have other powers and duties as prescribed by the Executive Board and/or the membership.

7. Member at Large – District of Columbia

The Member at Large – District of Columbia shall:

- a. Represent members living in the District of Columbia.
- b. Serve to support the Executive Board and the corporation with the performance of their duties.
- c. Have other powers and duties as prescribed by the Executive Board and/or the membership.

Section 4. Qualifications

Each officer serving on the Board of Directors of the corporation must be a member of this affiliate chapter as well as a member of RID, Inc. In addition, the President shall have been a member of the corporation and a member of RID for at least two years prior to serving.

- A. Terms of office for the President, Second Vice President, Secretary, and Member at Large – District of Columbia shall be two years. Terms shall commence on January 1<sup>st</sup> of odd numbered years.
- B. Terms of office for the First Vice President, Treasurer, and Member at Large – Maryland shall be two years. Terms shall commence on January 1<sup>st</sup> of even numbered years.

Section 5. Nominations and Elections

- A. A call for nominations shall be made to the membership no less that 30 days prior to an election.
- B. Members seeking election must be members in good standing of the affiliate chapter and RID; and be nominated and seconded by members in good standing of the affiliate chapter.
- C. Officers and Members at Large shall be elected by voting members of the affiliate chapter during the annual business meeting preceding the

expiration of the term of office whose position the members seek to fill. Their terms of office shall commence on January 1<sup>st</sup> of the year immediately following said election.

Section 6. Vacancies

Vacancies on the Board of Directors shall occur upon resignation, removal, or death of any Officer on when the number of Board positions is increased by amendments to these Bylaws of the Charter of the corporation.

- A. *Resignation:* Any Officer or Member at Large may resign upon giving at least two-week prior written notice to the President or Secretary.
- B. *Appointment to fill a vacancy:* Any vacancy occurring on the Board may be filled by affirmative vote of a majority of the remaining directors.
- C. Individuals appointed to fill a vacancy shall be appointed for the remainder of the term of their predecessor.

Section 7. Meeting of Directors

- A. The Board of Directors shall meet at least four times annually on dates and at locations selected by the Board.
- B. The agenda of Board meetings will be prepared by the President and distributes 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 First Vice President. In the event that neither the President nor the First Vice President are present, the Second Vice President shall preside.
- 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 as acting for the meeting.
- E. All Board meetings will be open to the membership and/or visitors, unless designated as such by the Officers of the affiliate chapter.
- F. *Interpreters:* Board meetings will be interpreted upon request. Requests for interpreters must be placed at least two weeks prior to the meeting date. Requests placed less than two weeks before the meeting will be honored if possible, but not guaranteed.
- G. Any meeting, regular or special, with a majority of the Board present may be held by conference call or similar communication equipment.

- H. The President may, at their discretion, call a special session of just the Executive Board, to act on behalf of the entire Board, when necessary to deal with issues deemed to be unduly critical or are extraordinarily time sensitive.

Section 8. Quorum  
A majority of the Board shall constitute a quorum for the transaction of business at any meeting of the Board. Should fewer than a majority of Directors attend a Board meeting, the meeting will be adjourned and rescheduled.

Section 9. Compensation

- A. The members of the Board of Directors of the affiliate chapter shall have no compensation for their services as Directors.
- B. The Directors 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 expenses made for the purpose of doing affiliate chapter business.

#### **Article V Committees**

Upon the Board of Director's 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 will 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 by a majority decision of the Board.
- B. *Special/Ad Hoc:* Shall be appointed by the President when deemed necessary to carry out the work of the affiliate chapter. Committees will serve until the assigned task(s) is completed, or when deemed no longer necessary by a majority decision of the Board.
- 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 Members**

Section 1. Annual Conference  
An annual conference shall be held for the purpose of providing an opportunity for professional development of the members, to conduct necessary business of the affiliate chapter, and/or provide a forum for the exchange of information among the members and the general public

on/about the profession of interpreting. Notice of the meeting shall be given to the members no less than 60 days prior to the date scheduled. A committee shall be appointed by the President to plan the event, and chaired by an individual chosen by a majority vote of the Board.

- A. Conduct of Meetings: Unless otherwise directed by the members, all meetings shall be conducted in accordance with Robert's Rules of Order, Newly Revised.
- B. Quorum: Ten percent (10%) of the voting members determined by the membership roll of the affiliate chapter thirty (30) days prior to the meeting.

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 Maryland or the District of Columbia as the place of meeting for any annual or special meeting.

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

In order to remain in good standing, a member must pay annual dues in amounts to be fixed by the Board of Directors.

**Article VIII 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.

**Article IX Amendment of Bylaws**

The Bylaws may be amended or repealed by approval of two-thirds of the eligible voting members in attendance and voting during a regular, annual, or special meeting of the membership, or by Mail Referendum, with 90 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 X Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern this Chapter in all cases to which they are applicable and consistent with these Bylaws and any special rules of order the Registry of Interpreters for the Deaf (RID) corporation may adopt.

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