# Virginia Registry of Interpreters for the Deaf Bylaws

*Amended as of*

# Article I Name

The name of this organization shall be the Virginia Registry of Interpreters for the Deaf (VRID).

# Article II Objective

The principle objective shall be to initiate, sponsor, promote, and execute policies and activities that promote the profession of interpreting and professionalism in interpreting for people who are Deaf, DeafBlind, Hard of Hearing, and Hearing.

# Article III Membership

Section 1. Categories of Membership

1. *Voting Members* are members in good standing of both VRID and RID and are voting members of RID who may vote in all matters open to membership vote.
2. *Non-voting Members* are members in good standing of VRID who are not members of RID.
3. *Community Members* are non-voting members who are not associated with the field of interpreting but support the goals and objectives of VRID.
4. *Organizational Members* are non-voting, non-person entities that support the goals and objectives of VRID.
5. *Student Member:* Member currently enrolled at a College or University. Student members must provide proof of enrollment every year. This proof can be a current copy of a class schedule or a letter from a coordinator/instructor on school letterhead. Student membership does not include eligibility to vote.

Section 2. Dues

1. Annual dues shall be established by the Board of Directors upon completion of the operating budget.
2. A member who has paid the established annual dues for the membership year shall be considered a member in good standing.
3. A membership year is the period from July 1 to June 30.

Section 3. Voting Rights

1. Voting Members in good standing shall have one vote in all matters open to membership vote.
2. Non-voting, Student, Community, and Organizational Members shall not be permitted to vote on any matters.
3. VRID does not issue or honor proxies.

# Article IV Directors

# Section 1. Composition of the Board of Directors

The Board of Directors shall be comprised of a president, operations director, communications director, finance director, program director, membership director, and community relations director. In addition, a representative from the Virginia Department for the Deaf and Hard of Hearing, one representative from a Virginia Deaf or DeafBlind organization, and the immediate past president may serve as advisors to the Board.

# Section 2. Powers of the Board of Directors

Subject to the limitations of the Articles of Incorporation and other sections of the Bylaws, all powers of the corporation shall be exercised by or under the authority of the Board of Directors to control the business and affairs of the organization. The Board shall have the following powers:

1. To prescribe officers powers and duties consistent with the Policy and Procedures Manual, law, and Bylaws.
2. To conduct, manage, and control the affairs and business of the association organization and to make rules and regulations consistent with the Articles of Incorporation, policies and procedures, law, and Bylaws between meetings of the membership.
3. To control the financial assets of the association, including the ability to incur debt for the organization.
4. To establish/abolish liaisons with other organizations.

# Section 3. Duties of the Board of Directors

1. General Duties
	1. To perform any duties imposed on them by law, the policies and procedures of VRID, and these Bylaws or as directed by the membership.
	2. To perform powers and duties as prescribed by the Board and/or membership and may designate a representative to act in their stead.

1. Directors
	1. President

Has general supervision and direction of the organization and other duties prescribed by the Board, the membership, and the national RID.

* + 1. Oversees the overall health of VRID, working closely with all directors to stay up to date on all things related to the organization.
		2. Appoint committees, including standing, special, and/or ad hoc.
		3. Has co-signature responsibility with the operations and finance directors for any use or transfer of funds.
		4. Presides at all board meetings, the annual business meeting, and special membership meetings.
	1. Operations Director

Ensures the organization runs smoothly and efficiently.

* + 1. In the absence of the president, performs all duties of the president and, in so acting, shall have all the powers of the president.
		2. Sets the agenda and record the minutes of all meetings of the organization and the Board.
		3. Responsible for keeping the organization’s records current.
		4. Has co-signature responsibility with the president and finance director for any use or transfer of funds.
	1. Communications Director

Responsible for official communications to the membership and the broader community.

* + 1. In the event the Operations Director is either vacant or has assumed the responsibilities of the President, the Communications Director shall assume all of the duties of record keeping for the organization
		2. Oversees the dissemination of information to the broader community through social media, newsletter, and website.
		3. Handles all official correspondence of the association.
		4. Oversees website management.
	1. Finance Director

Responsible for fiscal management and longevity of the organization.

* + 1. Oversees the receipt and safekeeping of all the association's funds and deposit them in the organization's financial accounts.
		2. Keeps accurate financial records for the organization and oversee the preparation of financial reports as necessary for the Board and membership.
		3. Has co-signature responsibility with the President and Operations Director for any use or transfer of funds.
		4. Responsible for the completion and submission of all financial forms required by the federal and state governments and national RID.
	1. Membership Director

Responsible for representing the interests of the organization’s members and overseeing membership services.

* + 1. Serves as a member contact and liaison between the organization and individual members.
		2. Works with the Community Relations Director to seek representatives from each district in Virginia for outreach efforts.
		3. Oversees membership services, such as recruitment, retention, and membership records.
	1. Community Relations Director

Directs partnership development within the community at large by building rapport with community organizations and keeping the Board abreast of happenings and current events in the ASL and broader community.

* + 1. Works with the President to serve as community contact and liaison between the organization and community organizations.
		2. Works with the Membership Director to seek representatives from each district.
	1. Programs Director

Ensures that all of the organization’s activities are in line with the purpose of the organization: to promote the profession of interpreting and professionalism in interpreting.

* + 1. Oversees all programs, workshops, and events hosted by the organization.
		2. Works with the Membership Director and Community Relations Director to create opportunities and resources to increase members ‘understanding and knowledge of the field.
		3. Keeps abreast of current issues in the field and adapts organizational programs as needed.
		4. Oversees and provides support to the organization's Certification Maintenance Process.

# Section 4. Qualifications

Each officer serving on the board of directors of VRID must be a member of this affiliate chapter and a member of RID, Inc. for the duration of their term. In addition, the President and Operations Director shall have at least five years of interpreting experience and have been a member of VRID and a member of RID for at least two years before serving.

# Section 5. Terms of Office

1. Terms of office for each Board member shall be two years. Terms shall commence on July 1.
2. The President, Membership Director, and Programs Manager positions will be elected in even-numbered years. The Operations Director, Finance Director, Communications Director, and Community Relations Director positions will be elected in odd-numbered years.
3. The President members shall not succeed themselves in the same office more than twice, limiting them to three (3) consecutive terms of two (2) years each.

# Section 6. Nominations and Elections

1. Members seeking election must be members in good standing of VRID and RID
2. Each voting member will have one vote for each seat in the election.
3. The candidates receiving the most votes for each seat will be awarded that seat.

# Section 7. Vacancies

Vacancies of the Board of Directors shall occur upon resignation, removal, or death of any officer or when amendments increase the number of Board positions to these Bylaws.

1. The resignations of officers shall be submitted in writing or ASL video to the Board of Directors and shall become official minutes of the organization. Resignations are effective when the President or their designee receives notice.
2. The Board of Directors may appoint members to fill vacancies in office between elections other than the office of the President. Individuals appointed to fill a vacancy will assume that office for the unexpired term.
3. The Board of Directors may remove any director from office by a 2/3 vote of the Board, with or without cause.

# Section 8. Meeting of the Directors

1. The Board of Directors shall meet at least four times annually on dates and locations selected by the Board.
2. The agenda for board meetings will be prepared by the Operations Director and distributed to the Board members at least one week prior to the meeting.
3. The venue for each meeting shall be decided at the discretion of the President. All meetings must be accessible to the general membership in accordance with the Americans with Disabilities Act. All requests for reasonable accommodation as defined by the ADA must be made two weeks prior to the meeting.
4. All Board meetings will be conducted in American Sign Language.
5. A special meeting of the Board may be called by the President or four members of the Board. Notice may be via email, mail, text, phone, or in person.
6. Board actions can be taken in written form, such as by email, without a meeting.
7. A majority of the Board must be present to have a quorum.
8. All board meetings will be open to the membership and visitors unless designated as closed in part or whole by the President or Board for reasons outlined in the Policy and Procedures Manual.

# Section 9. Compensation

1. The members of the board of directors of VRID shall have no compensation for their services as directors.
2. VRID may reimburse the directors for reasonable expenses incurred in doing the association's business.

# Article V Committees

1. The President shall appoint and charge any committees, including standing, special, and/or ad hoc, composed of members in good standing within 30 days of volunteering or being appointed.
2. A majority of a committee shall constitute a quorum.
3. Resignation of committee chair or co-chairs shall be submitted to the Board in writing or an ASL file and shall become part of the official minutes of the organization. Resignation is effective when received by the President or their designee.
4. Each committee shall meet as necessary.
	1. Notice of regular meetings shall be posted on the VRID website calendar of events.
	2. Each committee shall submit a written report directly to the Board of Directors after each meeting.
5. Standing: The number of standing committees will vary depending on the needs of VRID. They shall be appointed by the President when deemed necessary or be discontinued when deemed no longer necessary. Members shall serve from January 1 to December 31 and may renew committee membership. Each standing committee will have a chair or co-chairs.
6. Special/Ad Hoc: Shall be appointed by the president when deemed necessary to carry on the work of VRID. Committees will serve until the assigned task(s) is completed or deemed no longer necessary.

# Article VI Meetings of Members

Section 1. **Annual Meeting**

An annual meeting shall be held to conduct necessary business of VRID, and to provide a forum for exchanging information among the members and the general public about the association and the profession of interpreting.

1. Notice of the meeting shall be given to the members no less than sixty (60) days prior to the date scheduled.
2. Unless otherwise directed by the members, all meetings shall be conducted in accordance with the most recent edition of *Robert’s Rules of Order* for small boards.
3. Quorum: Ten percent (10%) of the voting members determined by the membership roll of VRID 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 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 thirty (30) days prior to the meeting.

# Article VII District Organization

The Board must approve the composition and/or number of the districts. Changes in district composition will occur when deemed necessary by the Board of Directors and/or the membership.

# Article VIII Fiscal Year of the Association

The fiscal year of VRID 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 membership meeting or by mail referendum or electronic vote, with ninety (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 Dissolution of Organization

No part of the property, the income of the organization, or any other financial gain or profit shall be incurred by any member of the organization except that reasonable compensation may be paid to a member of the organization for services rendered to or for the organization. In the event of dissolution of the organization, such dissolution shall be conducted under the supervision of the Board of Directors. The organization's assets shall be distributed to or for the benefit of organizations, causes, or projects for which gifts are deductible from a donor's income under the Internal Revenue Code. In the event of dissolution, none of the assets shall be transferred to or in any respect whatsoever incurred to or for the benefit of any member of the organization.

# Article XI NON-DISCRIMINATION POLICY

1. VRID is open to all individuals and organizations regardless of age, color, creed, disability, gender, hearing status, marital status, national or ethnic origin, political belief, race, religion, sexual orientation, or veteran status.