



Bylaws

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MINNESOTA REGISTRY OF INTERPRETERS FOR THE DEAF

BYLAWS

ARTICLE I - NAME and PURPOSE

The name of this corporation shall be the Minnesota Registry of Interpreters for the Deaf (MRID). The purpose of the MRID is to promote the interpreting profession and professionalism in interpreting for people who are Deaf, Deaf-Blind, Hard of Hearing, and Hearing. The MRID strives to be fully accessible in all aspects to its diverse membership as well as the communities it serves; therefore, the official language for all MRID events, meetings, workshops, etc. will be American Sign Language.

ARTICLE II - MEMBERSHIP

SEC. 1: Categories of Membership

This corporation shall have the following categories of membership:

- A. Certified Member
- B. Associate Member
- C. Student Member
- D. Supporting Member
- E. Organizational Member

SEC. 2: Eligibility/Definitions of Categories

- A. **Certified Member:** Any interpreter or transliterator of American Sign Language and/or English currently holding a valid certification accepted by the (Registry of Interpreters for the Deaf) RID.
- B. **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 is not currently a certified member of the RID.
- C. **Student Member:** Any individual currently enrolled in an accredited post secondary institution of study in interpretation of American Sign Language and English and the transliteration of English or American Sign Language/Deaf studies program.
- D. **Supporting Member:** Any individual with an interest in supporting the purposes and activities of the Minnesota Registry of Interpreters for the Deaf (MRID), who does not meet eligibility requirements for Sections 2.A, 2.B, or 2.C, under Article II, Membership.
- E. **Organization Member:** Any organization/institution with an interest in supporting the purposes and activities of the MRID.

SEC. 3: Voting Rights

Each member category A-D of this corporation shall be entitled to one vote in meetings, referenda and elections provided they are also a member in good standing with the RID, Inc.

SEC. 4: Membership Fees

The membership fee for all categories shall be the amount recommended by the MRID Board and approved by the membership at the annual business meeting. The only exemptions from annual dues will be those members who are Golden 100 Members or Lifetime Members. Golden 100 Members will remain exempt until the year 2087. Lifetime Members will forever remain exempt.

ARTICLE III - MEETINGS

SEC. 1: There shall be an annual business meeting of the organization during the month of October.

SEC. 2: All members will receive notice in writing of the date, time and location of the annual business meeting at least thirty days in advance.

SEC 3: The official language of all MRID board or annual meetings will be American Sign Language.

SEC. 4: Special meetings may be called for by the Board as required, with at least thirty days advance written notice to members.

SEC. 5: A special meeting shall be called when a written petition has been signed by twenty-five percent of active voting members and said petition is received by the Board of Directors sixty days prior to the meeting.

SEC. 6: Fifty percent of the voting membership credentialed for the annual business meeting or special meetings must be present to constitute a quorum.

ARTICLE IV - BOARD OF DIRECTORS

SEC. 1: The MRID Board of Directors be made up of seven (7) positions, effective January 1, 2019.

SEC 2: Positions listed below will consist of a one (1) year transition period for the 2019 year. Elections for all positions will be held in 2019.

SEC 3: All nominees for any board position shall be members in good standing in both the RID and the MRID within 30 days of being elected. Candidates receiving the highest number of votes for each seat will be awarded that seat. Each voting member will have 1 vote for each seat of election.

SEC. 4: Terms of Office

- A. All officers will begin their term on January 1st of the next year.
- B. No person shall be elected for more than 2 consecutive terms to the same Board position.

SEC. 5: Powers of the Board of Directors

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

- (a) To select and remove all officers, agents, and employees of the corporation: prescribe such powers and duties for them as may not be inconsistent with law, Articles of Incorporation, or the Bylaws; fix their compensation; and require from them security for faithful service.
- (b) To conduct, manage and control the affairs and business of the corporation, and to make rules and regulations not inconsistent with law, the Articles of Incorporation, the MRID Bylaws or the RID Bylaws.
- (c) To borrow money and incur indebtedness for the purpose of the corporation, and for that purpose to cause to be executed and delivered, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecation's, or evidence of debts and securities.

ARTICLE V - BOARD OF DIRECTORS

SEC. 1: The Officers shall be members of good standing of both the RID, Inc. and the MRID, Inc. throughout the duration of their term.

SEC. 2: The Officers shall be elected according to Article IV

SEC. 3: The specific terms and duties of office shall be:

MRID Director

Oversees the overall health of the MRID, working closely with all directors to stay up to date on all things related to the organization.

Adopted 4/71 Revised 9/76, 4/80, 10/82, 9/87, 10/92, 10/94, 10/97, 10/2003, 10/2008, 10/2015, 10/2018

- Have 5 years of interpreting experience
- Hold national certification (RID certification)
- RID & Region III liaison.
- have general active management of the business of the corporation;
- when present, preside at meetings of the board and of the members;
- see that orders and resolutions of the board are carried into effect;
- sign and deliver in the name of the corporation deeds, mortgages, bonds, contracts, or other instruments pertaining to the business of the corporation, except in cases in which the authority to sign and deliver is required by law to be exercised by another person or is expressly delegated by the articles or bylaws or by the board to another officer or agent of the corporation;
- maintain records of and, when necessary, certify proceedings of the board and the members; and
- perform other duties prescribed by the board.

Operations Director

Ensures the MRID runs smoothly and efficiently. In the MRID Director's absence, the Operations Director shall perform all their outlined duties.

- record the minutes of all meetings of the MRID and the Board of Directors.
- S/he shall be responsible for keeping the corporate records current and shall keep an up-to-date list of members including their addresses.

Membership Director

Responsible to represent the interests of the MRID members, cultivating/maintaining relationships with all regions of the state.

- Seek a committee of representation from each region of Minnesota (Southern, Central, Metro, Northern)

Finance Director

Responsible for fiscal management and longevity of the MRID.

- keep accurate financial records for the corporation;
- deposit money, drafts, and checks in the name of and to the credit of the corporation in the banks and depositories designated by the board;
- endorse for deposit notes, checks, and drafts received by the corporation as ordered by the board, making proper vouchers for the deposit;
- disburse corporate funds and issue checks and drafts in the name of the corporation, as ordered by the board;
- upon request, provide the MRID Director and the board an account of transactions by the Finance Director and of the financial condition of the corporation; and
- perform other duties prescribed by the board or by the MRID Director.

Community Relations Director

Develops partnerships within the community at large, building strength and camaraderie. Attends meetings of community organizations to keep abreast of the happenings and

report back to the board (and membership) with relevant information, themes, collaboration opportunities, etc.

- Seek a committee of representation from each region of Minnesota (Southern, Central, Metro, Northern)

Programs Director

Oversees all programs, workshops, and events hosted by the MRID and provides all pertinent program information to Communications Director for public release.

- Seek a committee of representation from each region of Minnesota (Southern, Central, Metro, Northern)

Communications Director

Responsible for all outgoing external communication, including but not limited to: Board of Director meeting minutes, official memos, event announcements, responses to community inquiries, emails, social media posts, newsletters, vlogs, website.

SEC. 4: The Board of Directors will meet as necessary between Annual Business Meetings and at least 6 times per year.

- A. The venue for each meeting shall be decided at the discretion of the MRID Director. 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.
- B. All board meetings will be held in American Sign Language.
- C. Notice of regular meetings shall be given at the previous meeting and written in the minutes of that meeting.
- D. A special meeting of the Board of Directors may be called by the MRID Director or 5 members of the Board.
- E. Notice of special meetings may be by mail, e-mail, fax, phone or in person.
- F. Board action can be taken in written fashion without meeting.

SEC. 5: Any Director may be removed from office by a 2/3 vote of the Board of Directors with or without cause.

SEC. 6: Resignation of members of the Board of Directors shall be submitted in writing to the Board of Directors and shall become part of the official minutes of the organization. Resignation is effective when written notice is received by the MRID Director or his/her designee.

SEC. 7: Vacancies shall be filled by a majority vote of the remaining members of the Board of Directors. The person appointed shall fill the vacancy until a successor is elected.

Adopted 4/71 Revised 9/76, 4/80, 10/82, 9/87, 10/92, 10/94, 10/97, 10/2003, 10/2008, 10/2015, 10/2018

SEC. 8: A majority of the Board of Directors must be present to have a quorum.

SEC. 9: Directors shall accept no monetary compensation for their services as members of the Board of Directors.

SEC. 10: Directors may establish reimbursement policies for actual expenses related to the organization incurred by Directors.

SEC. 11: Board members cannot vote by proxy at Board meetings.

SEC. 12: All meetings of the Board of Directors shall be open meetings unless otherwise determined by the MRID Director or Board of Directors to be closed. Any portion of said meeting may be closed and reopened at the discretion of the MRID Director and/or the Board of Directors.

ARTICLE VI - COMMITTEES

SEC. 1: The MRID Director shall appoint any committees, including standing, special and/or ad hoc committees.

SEC. 2: Members of all committees, standing or other, who volunteer or are appointed by the MRID Director, shall be members in good standing of the MRID and the RID within 30 days of volunteering or by being appointed.

SEC. 3: Standing committee members shall serve from January 1st to December 31st. Each standing committee shall have a chair or co-chairs.

SEC 4: Resignation of committee chairs or co-chairs shall be submitted in writing to the Board of Directors and shall become part of the official minutes of the organization. Resignation is effective when received by the MRID Director or his/her designee.

SEC 5: Each committee shall meet as necessary.

- A. Notice of regular meetings shall be posted on the MRID website calendar of events.
- B. Each committee shall submit a written report directly to the Board of Directors after each meeting.

SEC 6: Each committee shall report directly to the Board of Directors.

SEC 7: Standing committees are: Conference, Membership, Bylaws, Fundraising, Professional Development, and Scholarships.

SEC 8: Ad hoc committees: Any committee deemed necessary by the board of directors.

ARTICLE VII - SEALS, BOOKS AND RECORDS, AUDIT FISCAL YEAR

SEC. 1: This Corporation shall have no seal.

SEC. 2: The Board of Directors of the corporation shall cause to be kept:

- 1) Correct and complete books of the financial accounts
- 2) Minutes of proceedings of meetings of members, the Board of Directors, and any committees having any authority of the Board of Directors.

SEC. 3: The Board of Directors will have the records and books of account of the corporation audited annually and at such times as it may deem necessary or appropriate.

SEC. 4: The annual accounting period of the Corporation shall be from July 1 to June 30.

SEC. 5: Every member or Director of the Corporation shall have a right to examine, in person or by agent or attorney, at any reasonable time or times, for any proper purpose, at the place or places where usually kept, all records of the Corporation and to make extracts there from.

ARTICLE VIII - AMENDMENTS

SEC. 1: These Bylaws may be amended at the annual or special meeting by a two-thirds vote of those present and voting, and shall become effective immediately or as specified by the amendment. Such proposed amendments shall be submitted in writing to the presiding officer at least 30 days before the meeting and shall be sent to members with notification of time, date, and location of meeting.

ARTICLE IX - DISSOLUTION OF CORPORATION

SEC. 1: The Corporation does not and will not afford pecuniary gain, incidentally or otherwise, to any of its members. No part of the property or the income of the Corporation or any other pecuniary gain or profit shall inure to any member of the Corporation, except that reasonable compensation may be paid to a member of the Corporation for services rendered to or for the Corporation. In the event of dissolution of the Corporation, such dissolution shall be conducted under Court supervision if required under the Statutes of the State of Minnesota, or deemed desirable by the Corporation, in such manner as in the judgment of the Court will accomplish the general purposes for which the Corporation was organized. If a dissolution under Court Supervision is not so required or deemed desirable by the Corporation, the assets of the Corporation shall be distributed to or for the benefit of organizations, causes or projects, for and to which gifts are deductible from income of a donor under the Internal Revenue Code and under the Statutes of the States of Minnesota, as hereafter amended, do not provide for such a

deduction, then the distribution shall be made to one or more state or local governments, for a public purpose. In the event of dissolution, none of the assets shall be transferred to or in any respect whatsoever inure to or for the benefit of any member of the Corporation.

ARTICLE X – NON-DISCRIMINATION POLICY

SEC. 1: The MRID is open to all individuals and organizations without regard to age, color, creed, disability, gender, hearing status, marital status, national or ethnic origin, political belief, race, religion, sexual orientation, or veteran status.