

**Bylaws  
For the  
Southern California Registry of Interpreters for the Deaf, Inc. (SCRID)**

*Organized 1967  
Incorporated 1971  
Revised 1980  
Revised 1987  
Revised 1990  
Revised 1996  
New Bylaws adopted 2002  
Revised 2015*

**Article I: NAME**

The name of the corporation shall be the Southern California Registry of Interpreters for the Deaf, Inc., herein referred to as SCRID.

**Article II: Mission Statement**

It is the mission of Southern California Registry of Interpreters for the Deaf to provide local forums and an organizational structure for the continued growth and development of the professions of interpretation and transliteration of American Sign Language and English.

**Article III: OBJECTIVE**

Section 1: Objectives

The principal objective of this corporation is 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. The organization shall be an affiliate chapter of the National Registry of Interpreters for the Deaf, Inc. (RID), and shall uphold the purposes and abide by the policies and procedures established for affiliate chapters of RID.

The objectives of SCRID shall be to:

- Maintain, uphold, and promote the RID Code of Professional Conduct for interpreters and transliterators,
- Provide for the professional development of interpreters and transliterators;
- Provide the public with information and resources regarding interpreting and transliterating, and;
- Support the activities of organizations of and for deaf and hard-of-hearing persons, and of and for interpreters, transliterators, and translators, insofar as such activities are not in conflict with the purposes of this organization or those of RID.

**Article IV: MEMBERSHIP**

Section 1: Categories of Membership

This corporation shall have the following categories of non-transferable membership:

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- A. Voting Members:
  - 1. Certified Member
  - 2. Associate Member
  - 3. Honorary Member
  - 4. Organizational/Institutional Member (one vote per organization)
- B. Non-Voting Members
  - 1. Student Member
  - 2. Supporting Member

### Section 2: Eligibility

- A. *Certified Member*: Any interpreter or transliterator of American Sign Language and English who holds current and valid certification recognized by RID or holds a valid certified membership with RID.
- B. *Associate Member (Pre-Certified)*: Any individual who is actively engaged in the interpretation of American Sign Language and English and/or the transliteration of English, but who does not hold current valid certification issued by or recognized by RID.
- C. *Honorary Member*: Honorary members shall be persons who, having made outstanding contributions to the field of interpreting, have been nominated by the Board of Directors for such membership and are approved by the membership. There shall be no dues for Honorary members.
- D. *Student Member*: Any pre-certified individual currently enrolled in a course of study in interpretation or transliteration of American Sign Language and English.
- E. *Supporting Member*: Any non-certified individual with an interest in supporting the purposes and activities of the corporation who does not meet eligibility requirements for Sections 2.A, 2.B, or 2.C under **Article III**. Membership.
- F. *Organizational/Institutional Member*: Any organization/institution with an interest in supporting the purposes and activities of the corporation.

### Section 3: Voting Rights and Requirements

- A. In order to be voting member of SCRID, a person must be a member in good standing, belong to a voting category and be a member of RID.
- B. Each voting member of this corporation shall be entitled to one vote in meetings, referenda and elections.
- C. Any decision of the Board of Directors may be vetoed by a two-thirds vote of those eligible and voting during a regular or special meeting of the membership or through mail referendum.

### Section 4: Termination of Membership

- A. SCRID may, at any time, terminate the membership of a member for the misconduct determined by the Board of Directors to be damaging to the name

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or objectives of SCRID, and/or for cause. Such determination shall be decided by an Executive Session of The Board of Directors. The decision of the Board of Directors will be included in the minutes of the meeting of the Board of Directors immediately following the executive session, and the member in question notified within seven (7) days of the executive session. Private, sealed minutes of the Executive Session will be kept.

B. Non-payment of dues

C. Resignation

#### Section 5: Change of Membership Category

A member who has a change in membership category will immediately be entitled to the privilege thereof. The member must pay the difference for the new membership rate. In the beginning of the next fiscal year, all dues for that member shall be based on the new membership category.

#### Section 6: Liability

No member of SCRID shall be held personally or otherwise liable for any debts, liabilities, and/or obligations of SCRID.

### Article V: DIRECTORS

#### Section 1: Composition of Board of Directors

The Board of Directors shall be comprised of a president, vice-president, secretary, treasurer, and three members-at-large (Deaf, Deaf-Parented and Diversity). 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

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, engagement, pledge its credit, 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.

#### Section 3: Duties

A. General Duties:

1. Perform duties as prescribed by the voting membership as described in the Policies and Procedures Manual the Board of Directors or as required by law.
2. Approve the budget of the Corporation annually.
3. Provide a comprehensive Corporate report no later than ninety days after the end of each fiscal year.

B. Officers:

1. President

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- a) Represents the corporation in all appropriate activities
  - b) Presides at meetings of the members and/or directors
  - c) Appoints committees
  - d) Has the authority to sign checks up to monies determined by the board
  - e) Shall forward to RID an annual affiliate chapter report, supervise and sign a certified copy of SCRID's financial statement, before October 1st of every year
  - f) Provide at least quarterly reports to the membership concerning business and Board of Directors activities and financial status of the corporation
  - g) Shall submit a (President's letter) for every issue of the SCRID newsletter
  - h) Shall attend at least 75% of the meetings
2. Vice-President
- a) In the absence or disability of the President, the Vice-President shall assume all duties of the President
  - b) Shall attend at least 75% of the meeting
  - c) Has the authority to sign checks up to monies determined by the board
3. Secretary
- a) Keeps complete and accurate record of the proceedings of the Board of Directors
  - b) Supervises the keeping of all corporation records
  - c) Forward approved minutes of Annual Membership meetings to SCRID Publication Chairperson, Region V Representative and RID Membership Services staff within fifteen (15) days of meeting
  - d) Forward approved minutes of Board of Directors meetings to SCRID Publication Chairperson, Region V Representative and RID Membership Services staff within fifteen (15) days of meeting
  - e) Shall attend at least 75% of the meetings
4. Treasurer
- a) Supervises the receipt and safekeeping of all book keeping of corporate funds
  - b) Shall in the beginning of February make a State and Federal report, and in April SCRID's fiscal year report.
  - c) Shall forward to RID an annual affiliate chapter report, certified copy of SCRID's financial statement, and a description of all disbursements, before October 1st of every year
  - d) Has authority to sign SCRID checks, up to monies determined by the Board
  - e) Shall attend at least 75% of the meetings
5. Member-At-Large – Deaf
- a) This position shall be filled by an individual who is Deaf or Hard-of-Hearing
  - b) Shall attend at least 75% of the meetings

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6. Member-At-Large – Diversity Representative
  - a) This position shall be filled by an individual who is a self-declared member of a recognized cultural minority (Deaf Parented Interpreter, LGBT, ethnic minority, etc.)
  - b) Shall attend at least 75% of the meetings
7. Member-At-Large – Interpreter Deaf Parented
  - a) This position shall be filled by an individual who is a self-declared member of a recognized cultural minority (Deaf Parented Interpreter, LGBT, ethnic minority, etc.)
  - b) Shall attend at least 75% of the meetings
8. Immediate Past President – May serve as a Non -Voting Ex-Officio member of the Board of Directors for one term

### Section 4: Qualifications

All candidates for Board of Directors shall be Certified or Associate members in good standing with the National RID and SCRID for at least one year immediately prior to candidacy. The president must be a Certified member of the National RID and SCRID for at least one year prior to the nomination period for the intended election.

### Section 5: Term of Office

Officers: (President, Vice-President, Secretary, Treasurer, Members-at-Large, Member-at-Large: IDP, and Member-at-Large: Diversity) shall serve two-year terms, or until a successor is elected or appointed. They shall be elected by electronic ballot prior to the annual membership meeting during the Spring of odd number years. Terms shall commence on July 1 of the following fiscal year.

### Section 6: Nominations & Elections

The election of the officers shall take place in the spring of every odd number year. Elections shall be held by electronic ballot following the procedures of Call for Nominations in the organization's Policies and Procedures Manual. If there are no nominations for a particular office, then appointment will occur as outlined in the Policies and Procedures Manual.

- A. Officers: (*President, Vice-President, Secretary, Treasurer, and Member-at-Large, Member-at-Large: IDP, and Member-at-Large: Diversity*) The election committee must receive nominations from a voting member in good standing
- B. Procedures governing nominations, acceptance of nominations, and elections are contained in the Policies and Procedures Manual

### Section 7: Vacancies

Vacancies of the Board of Directors will be created upon the death, resignation, removal due to legal action or for cause against any director. Additionally a vacancy will be created when a Director moves outside of SCRID's jurisdiction to another more than six months prior to completion of their term. This situation would require the Director's immediate resignation.

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- A. Removal of a Director: The Board of Directors may declare vacant any office for which the Director has been removed due to legal action or for cause as detailed in the Robert's Rules of Order Newly Revised.
- B. Appointment to Fill a Vacancy: 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 Directors. A director appointed to fill a vacancy shall be appointed for the remaining term of their predecessor's office. If the remaining term is more than one year, a special election must be held within six months of the vacancy.

### Section 8: Meetings of Directors

- A. Annual Meetings: Annual meetings of the Board of Directors shall be held immediately before or after, and at the same place as, the annual meeting of members. Procedures for conducting Annual Meetings are contained in the Policies and Procedures Manual.
- B. Regular Meetings: Regular meetings of the Board of Directors shall be held at least on a quarterly basis, at such time and place as fixed by the Board of Directors. The Board of Directors shall hold meetings as necessary. These meetings shall convene at times and places established by the President or a majority of the Board of Directors, and may take place in person, via phone or video conference, or by the use of other technology agreed upon by the Board of Directors. Announcement shall be provided to membership at least thirty days prior to such meetings. Procedures for conducting Regular Meetings are contained in the Policies and Procedures Manual.
- C. Special Meetings: These may be called by the President or by any two Directors, with a majority vote of approval by the Board of Directors and may take place in person, via phone or video conference, or by the use of other technology agreed upon by the Board of Directors. Notification shall be given to the entire Board of Directors at least seven days prior to such a meeting. Procedures for conducting Special Meetings are contained in the Policies and Procedures Manual.

### Section 9: Quorum

A majority of the Board of Directors are required to attend in order to constitute a quorum.

## **Article VI: COMMITTEES**

Upon the Board of Directors' approval, the President shall appoint any committees and chairpersons, including standing, special and/or ad hoc committees.

## **Article VII: ORGANIZATION GEOGRAPHIC DISTRICTS**

Section 1: SCRID Districts are established by five (5) or more Voting SCRID Members who petition for recognition as a SCRID District, submit their letter of intent, describe the area which the district will represent, and name of Regional

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Representative for approval by the SCRID Board of Directors. Upon confirmation, that SCRID District will be recognized.

Section 2: Recognized SCRID Districts, in cooperation with SCRID Committees and with approval by the Board of Directors, may host events and professional development opportunities. Funds generated by SCRID Districts are to be managed by the Treasurer and become part of SCRID's general fund.

Section 3: District Representatives

SCRID District Representatives shall attend at least 75% of SCRID meetings.

Section 4: SCRID Districts

SCRID Districts may be dissolved at the discretion of the President and approved by the Board of Directors. District Representatives may be approved by the Board of Directors and removed or replaced at the discretion of the President.

**Article VIII: MEETING OF MEMBERS**

Section 1: Annual Membership Meetings

Time and place of the annual membership spring meeting will be designated by the Board of Directors with written public notice via email, website and/or other social media of such to be given to the membership at least 30 days prior to the meeting in accordance with the Policies and Procedures Manual.

Section 2: Special Membership Meetings

Special membership meetings may be called at any time by the Board of Directors. Written public notice via email, website and/or other social media, of the time and place of special meetings shall be given at least 30 days prior to the meeting. A quorum to conduct business at annual and special meetings shall consist of no less than 6% of the voting members. Instructions for conducting special membership meetings are contained in the Policies and Procedures Manual.

**Article IX: MAIL REFERENDUM**

Motions may be voted on by the membership by mail referendum in the following manner:

- A. Mail referenda will be carried out in electronic format, in a manner in accordance with the Policies and Procedures Manual.
- B. Mail referenda may be drafted and submitted by the Board of Directors, by a committee at the request of the Board of Directors, or by written petition of at least five percent of the voting members of the corporation, sent to the Board of Directors. The format for referenda submissions must be in accordance with instructions outlined in the Policies and Procedures Manual.
- C. Written notice of the referendum, stating and describing all motions, procedures and deadlines for voting, shall be provided to all voting members at least sixty days prior to the referendum deadline as outlined in the Policies and Procedures Manual

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D. Results of all mail referenda shall be determined by a majority of the valid ballots Returned, except when a higher percentage is required by these Bylaws or by Robert's Rules of Order Newly Revised.

E. Results of mail referenda shall be disseminated to the membership within forty-five (45) days after the referenda deadline.

### **Article X: INSPECTION RIGHTS AND CORPORATE SEAL**

A copy of the corporation's Articles of Incorporation and Bylaws as amended to date shall be open to inspection by the members of the corporation by request. The Corporate logo shall be used by the corporation and its' affiliated chapters for official and/or approved purposes only.

### **Article XI: 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 XII: FEES, DUES AND ASSESSMENTS**

In order to remain in good standing, a member must pay annual dues in advance of the first day of July of each fiscal year, in amounts to be fixed from time to time by the Board of Directors. The Board of Directors shall not increase or decrease membership dues by more than 25 percent without a majority vote of the membership at the annual meeting or by mail referendum. Notification of any changes in dues must be published in the newsletter at least ninety days prior to the anticipated implementation.

### **Article XIII: AMENDMENT OF BYLAWS**

The Bylaws may be amended or repealed by a two-thirds vote of eligible voting members in attendance, a quorum being present or by mail referendum. This vote will take place during a regular or special meeting of the membership, with ninety days prior notice, or by following the guidelines under **Article IX**, Mail Referendum. Any amendment, however, which would materially and adversely affect the rights of a specific category must be approved by a two-thirds majority of the members voting from that affected category.

### **Article XIV: NON-DISCRIMINATION POLICY**

SCRID does not and shall not discriminate on the basis of hearing status, race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation or military status in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers or vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our staff, volunteers, subcontractors, vendors and clients.



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**Article XV: DISSOLUTION OF CORPORATION**

Dissolution of the Corporation will follow the procedures as specified in the Articles of Incorporation.

**Article XVI: PARLIAMENTARY AUTHORITY**

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

Draft of Revised Bylaws to be approved by the membership, May 2015