

BYLAWS
of the
NEW MEXICO REGISTRY OF INTERPRETERS FOR THE DEAF
(Approved April 22, 2002)

Article I
Name

The name of the organization shall be New Mexico Registry of Interpreters for the Deaf, Inc. (NMRID), a chapter of the Registry of Interpreters for the Deaf, Inc. (RID).

Article II
Principal Office

The principal office of NMRID shall be such office as the Board of Directors shall designate within the boundary of the state of New Mexico.

Article III
Purpose

Section 1. The Principal Purpose

The principal purpose of NMRID shall be to provide a statewide organization that initiates, sponsors, promotes, and executes policies and activities that further the profession of interpretation of American Sign Language and English and the transliteration of English. This organization shall be affiliated with the RID and shall uphold the purposes and abide by the rules and procedures established for all affiliated chapters of the RID.

Section 2. Objectives

The objectives of NMRID shall be:

- A. To maintain and promote a code of ethics for interpreters and transliterators;
- B. To provide for the professional development of interpreters and transliterators;
- C. To provide the public with information regarding interpreting and transliterating;
- D. To promote and maintain a registry of interpreters and transliterators in New Mexico;
- E. To promote public understanding, awareness, and acceptance of all means of communication used by the Deaf and Hard of Hearing;
- F. To support the activities of organizations of and for the Deaf and Hard of Hearing, and of and for interpreters/translitterators, insofar as such activities are not in conflict with the purposes of NMRID.

Article IV Membership

Section 1. Members in Good Standing

The members in good standing of NMRID are those persons who have paid all membership dues and fees, as determined by the Board of Directors. Members in good standing for thirty (30) days prior to elections shall be entitled to one (1) vote, and other privileges and rights as set forth in these Bylaws and as determined by the Board of Directors.

Section 2. Categories of Membership and Voting Rights

- A. Certified Members hold current RID certification and must provide proof of current RID membership. Each Certified Member, in good standing, of NMRID shall be entitled to vote in meetings, on referenda, and in elections.
- B. Associate Members (non-certified members) possess skill or desire to become skilled in interpreting. Each Associate Member, in good standing, of NMRID shall be entitled to vote in meetings, on referenda, and in elections with the exception of issues pertaining to evaluations, certifications and standards.
- C. Supporting Members are all other persons whose dues are current, interested in Deaf people, their language and welfare, and the goals of NMRID, but who do not wish to maintain Certified or Associate Membership. Supporting Members shall have no vote in NMRID.
- D. Student members are part-time or full-time students in an Interpreter Preparatory Program. They are encouraged to participate in NMRID Committees. Student members shall have no vote in NMRID.
- E. Organizational members are organizations with an interest in supporting the purposes and activities of NMRID. Organizational members shall have no vote in NMRID.
- F. Each Director of the NMRID Board shall have one vote in meetings, on referenda, and in elections regardless of their membership category.

Section 3. Transfer of Membership

Membership in NMRID is not transferable or assignable. All rights of membership cease at the member's death.

Section 4. Liabilities of Members

No individual who is now or who later becomes a member of this corporation shall be personally liable to its creditors for any indebtedness, or liability, and any and all creditors shall look only to the assets of this organization for payment.

Article V Membership Dues

Section 1. Payment of Dues

Membership dues recommended by the Board of Directors and approved by the membership must be paid within the time and on the conditions set by the Board of Directors.

Section 2. Amendment of Dues

The Board of Directors shall not alter membership dues without a majority vote of the membership ballots cast either at a general meeting or by mail referendum.

**Article VI
Board of Directors**

The affairs of NMRID shall be under the management and control of its Board of Directors (hereinafter referred to as the “Board”) and such officers, agents and committees as the Board may designate or employ.

Section 1. Composition

The Board shall consist of President, Vice-President, Secretary, Treasurer, New Mexico Association of the Deaf (NMAD) President or a designated representative, and three (3) Members-at-Large.

Section 2. Term of Office

Each Director shall serve a two-year term.

Section 3. Qualifications

All Directors must be voting members in good standing of NMRID for one (1) year immediately preceding his/her election.

Section 4. Vacancies

- A. Vacancies of the Board shall exist upon the death, resignation, or removal of a Director, and whenever the number of Directors is increased by amendment to these Bylaws.
- B. Any Director may resign upon giving written notice to the President and the Secretary.
- C. The removal of a Director shall be done for any of the following reasons:
 - 1) A Director moves out of New Mexico.
 - 2) A Director is found guilty of any felony.
 - 3) A Director does not maintain membership in the organization or the RID, Inc.
 - 4) A formal grievance against the Director has been substantiated.
- D. Vacancies in the Board shall be filled for the remainder of the term by a majority vote of the Board.

Section 5. Directors and their Duties

- A. Directors
 - 1) The Board shall perform any and all duties mandated and by the direction of the voting membership of the organization.
 - 2) The Board shall meet with the incoming new Board for the purpose of orienting the new Board regarding their responsibilities and duties.
 - 3) Directors shall be entitled to receive such fees, cost, and compensation as are fixed by the Board.
- B. President
 - 1) The President shall have general supervision and direction of the business and affairs of NMRID and shall have such other powers and duties as may be prescribed, from time to time, by the Board or the members.
 - 2) The President shall call for and preside at all meetings of the members and/or Directors.

- 3) The President shall appoint with the approval of the Board, the Chairpersons of each and every committee of NMRID. The President shall be an ex-officio member of each and every committee of NMRID.
- 4) The President shall share with the Secretary and Treasurer the right to sign checks from NMRID's bank account(s).

C. Vice-President

- 1) The Vice-President shall, in the absence or disability of the President, perform all duties of the President and in so acting shall have all the powers of the President.
- 2) The Vice-President shall have other powers and perform other duties as prescribed by the Board of Directors.

D. Secretary

- 1) The Secretary shall keep a full and accurate record of all proceedings of the Board and of the membership in appropriate books. The Secretary shall attend to all correspondence and shall present to the Board at its meetings all communications received.
- 2) The Secretary shall also keep such other books and perform such other duties as are incident to the office, or as are assigned to the Secretary by the President or by the Board.
- 3) The Secretary shall share with the President and Treasurer the right to sign checks from NMRID's bank account(s).
- 4) The Secretary shall maintain a Post Office Box for NMRID.

E. Treasurer

- 1) The Treasurer shall keep full and accurate records of receipts and disbursements of NMRID, in books belonging to NMRID. The Treasurer shall deposit all monies and other valuables in the name of NMRID in such accounts and depositories as may be designated by the Board.
- 2) The Treasurer shall perform all duties incident to that office, perform all duties as may from time to time be assigned to the office by the President or by the Board.
- 3) The Treasurer shall share with the President and the Secretary the right to sign checks from NMRID's bank account(s).
- 4) The Treasurer shall forward to the national office of RID and to the President of NMRID within ninety (90) days after the expiration of each fiscal year a certified copy of NMRID's financial statement. The financial statements shall include a description of the source of all receipts and a description of all disbursements.
- 5) The Treasurer shall forward to the RID Regional Representative and to the national office of RID by November 15 of each year the 501 C-3 tax-exempt reporting form (Form 990, Return of Organizations Exempt from Income Tax).

F. Members-at-Large

- 1) The Members-at-Large shall act as liaisons to the Board from the membership, working directly with the membership assisting with the coordination of activities and communication within the organization.
- 2) The Members-at-Large shall serve as resource persons to the membership.
- 3) The Members-at-Large shall perform other duties of the office as prescribed by the Board of Directors.

G. NMAD President

The NMAD President or a designated representative may act as a liaison to the NMRID Board from the NMAD membership.

H. Other Directors

- 1) Such other directors as may be created by the Board shall perform such duties and have such powers as may be delegated to them by the Board, or by the President.
- 2) Additional Vice-Presidents, Assistant Secretaries, and Assistant Treasurers, in general, shall perform such duties as shall be assigned to them by the Vice-President, Secretary, or Treasurer respectively, or by the President, or by the Board.

Section 6. Checks and Notes

Except as otherwise determined by resolution of the Board or as otherwise required by law, checks, drafts, orders for payment of money, and other evidence of indebtedness by NMRID shall be signed by at least two of the following Directors: the President, the Secretary or the Treasurer.

Section 7. Gifts, etc.

The Board may accept on behalf of NMRID any contribution, gift, bequest, or device for public use by NMRID.

**Article VII
Meetings**

Section 1. Board Meetings

- A. The Board of Directors shall meet at least quarterly to conduct business. The dates shall be set by the Board.
- B. Special meetings of the Board may be called by the President at any time, or as the Board may from time to time determine.
- C. At any meeting of the Board, the presence of the majority of the Board (5) shall be necessary to constitute a quorum for the transaction of business.
- D. At all meetings of the Board, each Director shall have one (1) vote. The vote of the presiding officer shall break any tie vote.
- E. Any action required by law to be taken at a meeting of the Board may be taken without a meeting if a consent in writing is signed by all the Directors.

Section 2. Annual Meetings

- A. A meeting of the entire organization shall be held at least once every thirteen (13) months. The date of this Annual Meeting, as well as the business to be transacted, shall be determined by the Board.
- B. Notice of the annual meeting shall be given by mail or e-mail to each member at the address which appears upon the records of NMRID at least ten (10) days prior to the meeting.
- C. The place of each meeting shall be determined by the Board.
- D. Meetings shall be conducted in accordance with *Robert's Rules of Order (Revised)*, unless otherwise decided by the membership. All questions and motions properly presented at any meeting of NMRID shall be resolved and decided by a majority of votes cast in person. Written, signed votes by proxy for election of Directors and Board members are allowed.

Section 3. Special Meetings

Special meetings may be called at any time by a majority of the Board or the request of at least ten percent (10%) of the members in good standing of NMRID. Notice shall be given to each member of record in the same manner as notice of the Annual Meeting.

Article VIII Elections and Voting

Section 1. General

- A. Voting may occur during membership meetings or by mail referendum. Proxy votes are permitted for voting during membership meetings.
- B. Elections for the Board of Directors shall be held two months prior to the end of the membership year.
- C. To constitute a valid election, ballots must be cast by twenty (20) percent of the eligible voting membership.
- D. Elections and balloting shall not be required for positions in which there is only one candidate for that position. Any uncontested candidate shall be considered elected without the required mailing of ballots.
- E. A simple majority of the ballots cast shall be sufficient to elect each position.
- F. In the event of a tie, a run-off election shall be held during the election/voting meeting.

Section 2. Nominations for Board of Directors

- A. A call for nominations for each office shall begin a minimum of four (4) months prior to the ending of the term.
- B. A list of the nominees, their backgrounds and qualifications shall be mailed to each voting member at least 45 days prior to the election/voting date. A sequentially numbered ballot shall accompany this mailing.
- C. Ballots shall be either 1) mailed to the Nominations Committee chairperson with a postmark at least ten (10) days prior to the election/voting date, or 2) deposited in the ballot box during the election/voting membership meeting.
- D. At least two members of the Nominations Committee, or designee, shall count the ballots. No person who is a candidate shall count ballots.
- E. Election results shall be confirmed and announced during the meeting and published for mailing to the membership within 45 days.

Section 3. Mail Referendum

- A. Mail referenda may be drafted and submitted by the Board of Directors or by written petition of not less than ten (10) percent of the voting members of the organization (written petition to be submitted to the Board of Directors).

- B. 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 (60) days prior to the referendum deadline.
- C. Results of mail referenda shall be determined as is done with election results.
- D. Results of mail referenda shall be disseminated to the membership within forty-five (45) days after the referenda deadline.

Article IX Committees

Section 1. Standing Committees

- A. The Board shall have the right to establish any standing committee deemed necessary to carry out the objectives of NMRID as set forth in these Bylaws and/or mandated by the voting membership.
- B. Standing committees shall be comprised of members in good standing as outlined in Article IV, Section 1 of these Bylaws.
- C. Each standing committee chairperson shall be appointed by the President with the approval of the Board.
- D. The chairperson of each committee shall appoint and select from the organization a reasonable and workable number of members in good standing to serve on each standing committee.
- E. The standing committees of this organization may include, but not be limited to, the following:
 - 1) Bylaws Committee
 - 2) Fund Raising and Finance Committee
 - 3) Workshop Committee (Professional Development Committee)
 - 4) Grievance Committee
 - 5) Public Information and Education Committee
 - 6) Proaction Committee (Legislative Committee)
 - 7) Library Committee
 - 8) Certification Maintenance Program (CMP) Committee, whose chairperson shall be the Administrator of the CMP.

Section 2. Special or Other Committees

The President, upon approval of the Board of Directors, shall appoint any special and/or ad hoc committee as may be deemed necessary to carry out the objectives, and activities of NMRID as set forth in these Bylaws or as mandated by the voting membership of the organization.

Article X Fiscal Year

The fiscal year of NMRID shall begin on the first (1st) day of **July** and end on the thirtieth (30th) day of **June**.

Article XI Records and Reports

Section 1. Maintenance of Records

The following records shall be kept:

- A. Minutes of all Board and membership meetings as recorded by the Secretary. Minutes will include the time and place of such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof.
- B. Adequate and correct books and records of accounts, including accounts of NMRID's properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses to satisfy the requirements of non-profit status.
- C. A record of NMRID's members, indicating their names and addresses, the category of membership held by each member, qualifying criteria for membership, the termination date of any membership, and type of certification and related information.
- D. A copy of NMRID's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the members of NMRID at reasonable times upon request.

Section 2. Annual Report

An Annual Report will be furnished by the designated Directors not later than ninety (90) days after the close of NMRID's fiscal year to the Board and its members. Such report shall contain the following information in appropriate detail:

- A. The assets and liabilities, including any trust funds, of NMRID at the close of the fiscal year;
- B. The principal changes in assets and liabilities, including any trust funds, during the fiscal year;
- C. The revenue or receipts of NMRID, both restricted and unrestricted to particular purposes, for the fiscal year;
- D. The expenses or disbursements of NMRID, both for the general and restricted purposes, during the fiscal year. The annual report shall be accompanied by any report by independent accountants, or, if there is no such accountant report, a statement by the Treasurer of NMRID that the annual report was prepared without audit from the books and records of NMRID.

Article XII Amendment of Bylaws

Bylaws will be amended according to the following procedure:

- A. New Bylaws or amendments to these Bylaws must be reviewed by the Board of Directors prior to being addressed by the membership. This is to assure that the amendments would not adversely affect the goals and objectives of the organization or of RID.
- B. Written notice of proposed Bylaws or amendments to these Bylaws shall be distributed to each voting member not less than two (2) weeks prior to the date of the vote.
- C. New Bylaws may be adopted or these Bylaws may be amended or repealed by approval of two-thirds (2/3) majority of the voting members of the organization who are eligible for voting during a regular or special meeting of the membership or through mail referendum.

- D. Any amendment which would materially and adversely affect the rights of any category of members as to voting or transfer differently than such action affects another category, must be approved by a two-thirds (2/3) majority of the members of the affected category. Voting shall take place during a regular or special meeting of the membership or through mail referendum.
- E. Bylaw revisions or amendments required to comply with RID policies and procedures shall not require a vote but shall be automatically incorporated with 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: Dissolution of NMRID

Section 1. Possible Reasons for Dissolution

- A. A two-thirds (2/3) majority vote during a membership meeting.
- B. Non-recognition of affiliated status by RID for failure to comply with provisions required of affiliate chapters set forth in the RID Bylaws.

Section 2. Procedure for Dissolution

Upon the dissolution of this organization, the President shall forward all assets and records to the Registry of Interpreters for the Deaf, Inc. (national office).