

CALIFORNIA ASSOCIATION OF THE DEAF, Inc.
(A Non-Profit Corporation)

ORGANIZATION BYLAWS
REVISED BYLAWS PROPOSAL
(WITH 2013-2015 PASSED MOTIONS AMENDED)

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CALIFORNIA ASSOCIATION OF THE DEAF, Inc.

ARTICLE I: NAME

Section 1.1 NAME

The name of the Association shall be the CALIFORNIA ASSOCIATION OF THE DEAF, INC. (CAD) hereby shall be known as the "Association".

Section 1.2 STATUS

The Association shall be a not-for-profit 501(c)3 organization, incorporated in the State of California.

ARTICLE II: PURPOSE

Section 2.1 PURPOSE

The mission and advocacy of California Association of the Deaf is the promotion, preservation and protection of the civil rights, social, cultural, health, educational and economic well-being of the Deaf. The acquisition and use of American Sign Language is an essential human right. The Association practices an environment that is free of audism, racism, sexism, linguicism and other forms of discrimination.

CAD has identified the following key areas* to accomplish this mission:

- a. Education
- b. Legislation
- c. Language and Cultural
- d. Employment
- e. Communication Access
 1. Interpreters
 2. phone/video relay services
 3. other technical services
- f. Advocacy
- g. Information and Referral
- h. Business Ventures

* Details of these key areas are provided within the Policy and Procedure Guidelines (PPG).

ARTICLE III: MEMBERSHIP

Section 3.1 MEMBERSHIP, DUES, AND TERMS

The Association is a membership organization with members having either voting or non-voting privileges and shall be open to all subgroups within the Deaf Community without discrimination as per Article II, Section 2.1 Purpose. Membership terms and dues shall be determined by the Board of Directors of the Association and outlined in the PPG.

Section 3.2 ELIGIBILITY AND PRIVILEGES

The ~~individual~~ **California resident** must be ~~a minimum of~~ **at least** 18 years of age to become a member. Individual members shall have voting privileges at the Board of Directors meetings and at the Biennial Conference. Individuals may serve in any appointed positions or on any committees.

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Section 3.3 HONORARY

Persons eminent for distinguished services to the Deaf may be made honorary members of the Association. They shall be entitled to all privileges of the Association.

a.——Honorary members shall be elected by a two-thirds (2/3) vote of the membership at the biennial Conference.

~~b. Nominating procedure for honorary membership shall be as follows: prior to new business, any member may submit a name for consideration, together with a written summary of the nominee's action to the membership for a vote.~~

ARTICLE IV: OFFICERS

Section 4.1 PRESIDENT

The duties of the President shall be as follows (as well as other duties as assigned or prescribed):

- a. Preside at all meetings of the Association
- b. Appoint the standing committees and all other committees not otherwise provided for in the Bylaws, with the exception of the nominating committee; and report annually to the Association members, showing the progress and financial condition of the Association
- c. Have general supervisory power over the Association
- d. Be the chief spokesperson for the Association
- e. Serve an ex-officio member of all committees; with the exception of the nominating committee
- f. Be the chair of the California Delegation in any National Association for the Deaf (NAD) business functions
- g. Oversee the flow of communication between the Board of Directors and the general membership and shall appoint individual(s) to fulfill such related duties throughout the duration of his/her term
- h. President may **cast any vote that is conducted by ballot.**

Section 4.2 VICE PRESIDENT

The duties of the Vice-President shall be as follows (as well as other duties as assigned or prescribed):

- a. Preside over all meetings at any time the President is unable to serve, or when the office of the President becomes vacant
- b. Serve as a liaison to all Chapters
- c. All committees must report directly to the Vice President to show their progress
- d. Oversee chapters who are hosting Biennial conferences and work closely with the Association's Treasurer to monitor income and expenses for biennial conferences.

Section 4.3 SECRETARY

The duties of the Secretary shall be as follows (as well as other duties as assigned or prescribed):

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- a. Be responsible for the minutes of Executive Board of Directors and Board of Directors meetings and the State Conference, and official documents of the Association
- b. Record a brief synopsis of all bonds executed by the officers of the Association, conduct the general correspondence of the Association, and perform such other duties as the Board may direct.
- c. Notify each member of the Board of Directors and each Chapter secretary of the time, place, and tentative agenda of the next Board of Directors meeting at least thirty (30) days before the date of the meeting
- d. Submit within thirty (30) days after the conclusion of each Board of Directors meeting, send copies of said minutes to each Board Member and each Chapter secretary
- e. Report to the Board of Directors on the status of active Chapters for purposes of determining the eligibility of the Chapter Representatives and shall provide this report at the first Board meeting of the year
- f. Post complete copies of the most current Bylaws, as well as all other Association Documents, by September following the Biennial conference as well as all minutes from statewide meetings and Biennial conferences on the CAD web-site
- g. Shall ensure that the Association maintains communication with all members ~~by any means available to the Association including in any method deemed as~~ **appropriate, for instance, through** websites, postal mail, electronic mail, faxes, etc.; to ensure that members are obtaining information in a format that is easily and readily available and accessible to them. Such information shall address the affairs of the Association and shall be provided on a regular basis
- h. Keep track of all absences of Board of Directors in order to ensure that Section 7.3 is adhered to. Any Board members found to be in violation of Section 7.3, the Secretary shall notify the President of the Association for follow-up
- i. Be responsible for all valuable documents, which are to be kept in a designated place for the purpose of safekeeping as determined and agreed upon by the Board of Directors
- j. Ensure that the corporate seal of the Association be in such form and bear such inscription as may be adopted by resolution of the Board of Directors, or by usage of the officers on behalf of the corporation.

Section 4.4 TREASURER

The duties of the Treasurer shall be as follows (as well as other duties as assigned or prescribed):

- a. Be in charge of all vested funds of the Association
- b. Serve as a member of the Finance Committee and perform as a non-voting member of the audit committee
- c. Ensure that all treasurer's reports from all Board of Directors meetings as well as Biennial conferences are made available to the membership as well as posted on the Association's website
- d. Work closely with the ~~chapter-hosting~~ **conference committee for** the Biennial conference to monitor income and expenses to ensure that conferences close their accounts with a positive balance

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- e. Ensure that all disbursements in payment of authorized **expenses** ~~debts~~ of the Association shall be made by check, signed by the Treasurer and countersigned by either the President or the Secretary, within thirty (30) days of receipt of the bill or voucher
- f. Deposit all monies, within 30 days upon receipt, established and recognized financial institutions as the Board of Directors may determine
- g. Keep an account of all properties, investments, and funds of the Association and chapters, which shall at all times, be open for inspection.

Section 4.5 MEMBERSHIP DIRECTOR

The duties of the Membership Director shall be as follows (as well as other duties as assigned or prescribed):

- a. Record and keep a file showing names of members, their addresses, and dues/ renewal dates (if any)
- b. Provide the Treasurer, Secretary, and President with an up-to-date list of members in good standing at each Executive Board of Directors meeting, or whenever requested
- c. Work closely with the Vice President ~~and Chapter Membership Directors~~ in order to maintain accurate membership rosters
- d. Develop and carry out the recruitment and marketing programs, with assistance of the Chapters, to retain current membership and to maintain the growth of numbers of members in the Association
- e. Send out membership renewal notices and forward all dues collected to the Association Treasurer in a timely manner (if any)
- f. Make available to the Chapters the list of members residing in their respective geographic areas.

Section 4.6 DIRECTORS AT LARGE

The three Directors at Large serve as liaisons between the executive board and the three Chapters of CAD: North, South, and Central. The ~~two (2)~~ **three (3)** Directors-At-Large shall be assigned to special projects and committees as determined by the **Executive** Board of Directors and shall render reports to the Board of Directors on such projects or committees.

Section 4.7 OTHER DUTIES

For all the above officers, other duties may be assigned by the membership and/or as otherwise prescribed by the parliamentary authority adopted by the membership.

Section 4.8 TERM OF OFFICE

The ~~Executive~~ Board of Directors shall hold office for a term of two (2) years, or until ~~the~~ successors have been elected and installed. No officer shall be eligible for more than ~~two~~ **three** consecutive terms in the same office. Installation shall occur at the Biennial Conference. ~~Hence a two-year term shall be from Conference to Conference~~ **Two years shall elapse between conferences.**

Section 4.9 NOMINATIONS AND ELECTIONS

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The election of officers shall be on the last day of the Biennial Conference. Nominations for office shall be those who fit the criteria for Association Membership as stated in Article III. The nominees shall be a California resident and must have been an active Association member. Active membership status means a member who has participated in Association meetings, conferences, and related activities, and is a current member in good standing.

A nominating committee, responsible for nominations for Biennial elective officers shall be composed of five members appointed by the Board of Directors.

Nominations shall be conducted in the following manner:

- a. Nominations committee shall gather ~~names~~ **nominations and verify they have met the criteria outlined above and ensure there are no conflict of interests present;** and submit **the list of nominations** to the Association Secretary **(or a designee from the membership)** for posting during the Biennial Meeting.
- b. After reading the list of nominees, the Association President shall issue a final nomination call to the floor for any additional nominees.

Elections shall be conducted in the following manner:

- a. Officers of the Association shall be elected by ballot **or any other anonymous voting process (or through electronic voting process)** by a majority of the members present and voting at the State Conference.
- b. In the event there is only one candidate nominated for office, the Association Secretary may cast the vote on behalf of the assembly.

Section 4.10 ASSUMPTION OF DUTIES

Officers shall assume the duties of their respective office after being sworn in at the Biennial Conference. Outgoing officers shall have ~~thirty (30) days~~ **within 48 hours after election to determine the date** in which to turn over to their successors all official documents, property and correspondence belonging to the Association.

ARTICLE V: SPECIAL REPRESENTATIVES

Section ~~4.115.1~~ DELEGATES TO NATIONAL ASSOCIATION OF THE DEAF CONFERENCES

- a. Qualifications: (a) Must have been a CAD member prior to the last Biennial Conference. (b) Must have been actively involved in Association. (c) Must submit a report of involvement as a NAD delegate within 30 days of NAD Conference conclusion for posting on CAD website.
- b. Delegates nominated at Association Conference shall submit a statement or video of interest and intention to Board of Directors at a time decided by Board.
- c. Board of Directors shall determine how many delegates will be sent to the NAD Conference based on availability of funds. Once this is determined the first delegate shall be the President of the Association. If ~~he/she~~ **the President** is unable to attend then this delegation shall be offered to the other officers in order of rank until a delegate is identified. All other delegate seats shall be open to the membership.
- d. Board of Directors ~~shall~~ **may** narrow down the list to double the number of delegates allotted to Association to schedule interviews for final selections.

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- e. ~~Members~~ Any members of the Board of Directors nominated for the Delegate role shall ~~not abstain from~~ ~~vote~~-voting for themselves.

Section 5.2 TRUSTEES OF CAD FOUNDATION

CAD Foundation was formed to manage funds received from the sale of the California Home for the Aged Deaf (CHAD). Its main function is to maintain and monitor the foundation funds.

Together with CAD Foundation's investment consultant, CAD Foundation Trustees will track the performance of the investment portfolio and make adjustments of investments on an as-needed basis. In addition, the Trustees of the Foundation will review and approve budgetary requests from the Board of Directors of CAD on an annual basis in order to further CAD's mission "to preserve, protect, and promote linguistic, human, and civil rights for all Deaf Californians."

It is the view of both the Board of Directors of CAD Association and the Trustees of CAD Foundation that efforts should be made to manage the activities of CAD using solely the income generated by its investments in the CAD Foundation account(s) and no more. That means leaving the principal amount intact in order to generate income for years to come.

Both parties, however, recognize that there may be situations for which it might be appropriate for the Board of Directors to request funds in excess of the income generated or even during years when no income has been generated. In the case such requests are made, CAD Board of Directors and the Trustees of the CAD Foundation together will judge such requests judiciously. Such judgement should call for *determining* between the obligation to preserve capital versus the urgency to further the mission of CAD.

CAD Foundation Trustees:

The Board of Trustees of CAD Foundation shall be composed of three (3) trustees. Each trustee shall hold position for a term of six (6) years. These three (3) positions shall be staggered so that one trustee is elected at each Biennial Conference. The Head of Trustee will be determined by the trustee with the highest seniority in this position. At the conclusion of the Head of Trustee's term, the election and installation for one trustee shall occur at the Biennial Conference.

Disbursement of CAD Foundation Funds:

Checks for annual disbursement to CAD from the Foundation is to be signed by the Head Trustee and CAD Treasurer.

ARTICLE VI: MEETINGS

Section 56.1 EXECUTIVE BOARD OF DIRECTORS MEETINGS

The Executive Board of Directors shall meet a minimum of four (4) times per year or when called by the President with advanced notice of a minimum of five working days. All meetings shall be open to members except for properly convened closed sessions.

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Section 56.2 BOARD OF DIRECTORS MEETING

The Board of Directors shall meet quarterly, open to the public; unless previously indicated otherwise in a proper manner. At least two of these meetings shall be for the Board of Directors only; at least two of these meetings shall be for the Board of Directors along with one representative from each active chapter.

Section 56.3 QUORUM FOR BOARD OF DIRECTOR MEETINGS

A majority of the whole Board of Directors (majority plus 1) shall be necessary and sufficient at all meetings to constitute quorum for the transaction of business.

Section 56.4 QUORUM FOR GENERAL MEMBERSHIP MEETINGS AT BIENNIAL CONFERENCES

Thirty (30) members in good standing shall constitute a quorum of the Association at any Biennial Conference meeting.

Section 56.5 SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by the President, as deemed necessary, for the Association. Notice of all special meetings shall be given to each director at least three (3) days prior by electronic mail, letter, or videophone.

Section 56.6 REASONABLE ACCOMMODATION

All meetings and conferences of this Association are conducted in American Sign Language. Refer to the [PPG Standing Rules](#) for procedures on how to request reasonable accommodations. Requests for accommodations will be taken into consideration to ensure that complying with a given request will not impose a financial hardship on the Association and/or hosting chapter.

ARTICLE VII: ~~GOVERNMENT~~ GOVERNANCE

Section 67.1 ~~EXECUTIVE~~ BOARD OF DIRECTORS

The elected officers shall be President, Vice President, Secretary, Treasurer, Membership Director, three Directors-at-Large (North, Central, and South), and a Board of Directors' appointee. ~~The elected officers shall be known as the Executive Board of Directors.~~ Between Conferences and Board of Directors meetings, the ~~Executive~~ Board of Directors shall implement and ~~shall~~ continue to operate under the auspices of the Association's bylaws and by motions that have been carried over in a properly convened Association meeting.

Section 67.2 EXECUTIVE BOARD OF DIRECTORS

In between Biennial Conferences, the government of this Association shall be vested in a **the Executive** Board of Directors consisting of the ~~Executive Board of Directors, as well as one representative from each active Chapter, who are in good standing~~ **President, Vice President, Secretary, and Treasurer.**

Section 67.3 ABSENCES

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Any member of the Board of Directors with two consecutive unexcused absences from Executive Board of Directors and/or Board of Directors Meeting will be considered as having vacated the position.

Section 67.4 AUTHORITY

The ~~Executive~~ Board of Directors, through its consensus, shall have power to ~~appropriate from the Association general funds in such amounts as it may deem necessary to meet the ordinary expenses of the Association, and~~ **execute actions** to carry out the wishes of the membership as expressed at the State Conference and ~~Board of Directors~~ **all** meetings **held by the Association in accordance to the Association's mission.**

Section 67.5 LOANS

No loan shall be made by the Association to any member, board member, or any other organization.

Section 67.6 REMOVAL FROM OFFICE

Elected and appointed officers may be removed after a due process hearing for conflict of interest, failure to carry out their duties or for unethical incidents by a two-thirds (2/3) closed ballot vote (conducted during closed session) with a majority of **the** Board of Directors present.

Section 67.7 RESIGNATIONS OF ELECTED AND APPOINTED BOARD MEMBERS OR REPRESENTATIVES

Elected and appointed Board members ~~or Representative~~ may resign at any time by submitting a ~~written notice~~ **resignation letter** to the ~~Executive~~ Board of Directors. Upon receipt of resignation, the Executive Board of Directors shall appoint its replacement.

Section 67.8 VACANCIES

Vacancies in any office, whether caused by resignation, death, or otherwise, may be filled by **succession and/or** a majority vote of the remaining directors

Section 67.9 CONFLICT OF INTEREST

Board members shall disclose any and all potential conflicts of interest **at the earliest convenience** and shall recuse oneself from decision making action on issues that may be affected by the conflict. In connection with any actual or possible conflict of interest, an interested member must disclose the existence of the financial or personal interest and be given the opportunity to disclose all material facts to Board of Directors and members of committees with governing board delegated powers considering the proposed transaction of arrangement. After such disclosure the person with the potential conflict of interest will be asked to leave the room while the remaining directors discuss and vote upon whether an actual conflict of interest exists. Spouses, significant others, or co-habitants shall not both serve as officers on the same board.

Section 67.10 INDEMNIFICATION

The Association shall indemnify its directors and officers to the greatest extent permitted by law. This shall be secured by the attainment of Directors and Officers Insurance. This is to

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protect directors and officers against liability issues that may arise against the Association. The expense for such shall be included in the Association's Annual Budget.

ARTICLE VIII: COMMITTEES

Section 78.1 STANDING COMMITTEE

Standing Committees, **as outlined in the PPG**, are those which have a continuing existence and function and therefore represent the Association in that specific matter throughout the year.

Section 7.1.1: Creation and Appointment of Committees

The Board of Directors may create committees as needed; the Board President appoints all committee chairs. **Each committee may have five or more members unless specified otherwise.**

Section 78.1.21: Budget/Finance Committee.

The Treasurer of the Board of Directors is chair of the Finance Committee, which includes three other Board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, a fundraising plan, and annual budget with other Board members. The Board must approve the budget, and all expenditures must be within the budget. Any major change in the budget must be approved by the Board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the Board showing income, expenditures and pending income. The financial records of the organization are public information and shall be made available to the membership, Board members, and the public by the use of the Association's website and other means available.

Section 7.1.3: Audit Committee

~~The role of the Audit Committee encompasses interviewing auditors, reviewing bids, recommending selection of an independent certified auditor to the board, receiving the auditor's report, meeting with the auditor, and responding to the auditor's recommendations. For many organizations, the annual audit is the only time the organization's financial systems are reviewed by an independent outsider, and as a result the auditor's report is an important mechanism for the board to obtain independent information about the organization's activities. On smaller boards, the functions of the Audit Committee are managed by the Finance Committee.~~

Section 7.1.4: The Nominating Committee:

- ~~a. Consist of five individuals as follows: 1) Four Members of the Association in good standing for the past two years; and 2) the Vice-President of the Association who shall serve as Chair of the Nominating Committee.~~
- ~~b. (b) This committee shall make nominations for elected officeholders as specified in Article IV, Section 4.9, and make suggestions to the Board of Directors for appointed positions as requested.~~

~~Section 7.1.5: The Biennial Conference Committee:~~

- ~~a. Consist of five Members of the Association as follows: 1) Liaison from the Executive Committee; and, 2) Local Chapter Members of the Association appointed by the Executive Committee of the Board for two-year terms~~
- ~~b. Engage in long-range planning for Biennial Association meetings; explore possibilities for other events (e.g., regional meetings, workshops, professional development) of interest and benefit to Association Members; and, serve as liaison between the Executive Committee of the Board, Association, and Biennial Conference Committees.~~

~~Section 7.1.6: Special Committees~~

~~Special Committees may be constituted as needed at the initiative of the Executive Board. Five or more Members may also petition the Executive Board for constitution of a new Committee, said petition to specify the matters to be considered. Committee will normally be dissolved after one year, unless otherwise specified by the Executive Board. These committees may request continuation on the basis of justifications contained in their report. Each Special Committee shall submit a written annual report to the Board of Directors and the Website Administrator (for posting on the website), including identification of all Committee members as well as those members responsible for the report.~~

~~Section 7.1.72: Public Policy/Legislative Committee~~

~~Public Policy Committee consists of five Members of the Association's Chapter Presidents appointed by the Association's President with a member of the Executive Committee to serve as Chair.~~ **The** Public Policy Committee stays informed on relevant matters, legislative issues pertaining to any and all critical advocacy issues impacting the way of life of Deaf individuals. This committee shall also present to the Board of Directions any issues for which a position may need to be taken and/or to implement an organizational activity.

~~Section 7.1.8: Fundraising Committee~~

~~Fundraising Committee consists of five Members of the Association's Chapter Presidents appointed by the Association's President with a member of the Executive Committee to serve as Chair. This Committee is responsible for overseeing the organization's overall fundraising and, in particular, the fundraising done by the Board of Directors. To accomplish this, its responsibilities are:~~

- ~~a. To work with CAD Board of Directors to establish a fundraising plan that incorporates a series of appropriate vehicles, such as special events, direct mail, product sales, and other agreed upon venues that may arise~~
- ~~b. To work with all Chapters in their efforts to raise money~~
- ~~c. To take the lead in certain types of outreach efforts, such as chairing a dinner/dance committee or hosting fundraising events and the like~~
- ~~d. To be responsible for involvement of all board members in fundraising, such as having board members make telephone calls to ask for support, and submit letters for donations and other miscellaneous tasks that may arise in the process of planning for an event~~

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- ~~e. To monitor and report to the CAD Board of Directors fundraising efforts to be sure that ethical practices are in place, that donors are acknowledged appropriately, and that fundraising efforts are cost effective.~~
- ~~f. To work in collaboration with Membership and other committees to support the Association's overall financial goals~~

Section ~~78.1.93~~: Membership Committee

The Membership Committee shall be chaired by the Board's Membership Director and shall consist of ~~5 members of the Association Chapters Presidents~~ **one member from each chapter**. ~~The purpose of this committee is to develop strategies and goals to align with the fundraising committee's efforts to bring in new members and raise funds to support the Association.~~

Section ~~78.1.104~~: Communications/PR Committee

The Communications/PR Committee shall support Association purposes with informational activities and increase public awareness of Deaf issues; inform members, as well as the general public, of developments in legislation and administration programs; promote communication and coordination between other organizations affecting Deaf issues; and work with Public Policy Committee on any announcements pertaining to advocacy issues. Shall also work to ensure that Deaf individuals living throughout California who may not know about the Association become familiar with who we are and what we do so that they may consider becoming a member and participating in the various activities that are offered.

Section ~~78.1.115~~: History Preservation Committee

The History Preservation Committee ~~shall consist of 5 members of the Association Chapters Presidents or designee, with a member of the Executive Committee serving as Chair. The committee~~ shall devise ways to archive historical documents, products, videos, and other items to be stored in the CAD Archives. This committee shall also maintain the Association's Articles of Incorporation.

Section ~~78.1.126~~: Bylaws Committee

The Bylaws Committee shall consist of individuals who have expressed an interest in working on the bylaws at each Biennial Conference. Upon review of this list the Association President shall appoint one individual to serve as chair of this committee. One person from the Executive Committee shall also be appointed by the Association President for the purpose of serving in the role of liaison between the Bylaws committee and the Board of Directors. Any regulatory motions that are made throughout the year shall be referred to the Bylaws Committee to ensure there are no conflicts with the current bylaws and/or to make amendments to the bylaws as needed.

Section 8.1.7 CAD Media Committee

The objective of the CAD Media committee is to serve as liaison between the Entertainment industry and the Deaf community. The committee is to advocate for awareness of issues relating to Deaf people and the industry such as the visibility

and authenticity of Deaf people and Sign Language in Film, Stage, Screen and Print media.

Section 8.2 SPECIAL COMMITTEE

Special Committees may be constituted as needed at the initiative of the Executive Board. Five or more Members may also petition the Executive Board for constitution of a new Committee, said petition to specify the matters to be considered. Committee will normally be dissolved after one year, unless otherwise specified by the Executive Board. These committees may request continuation on the basis of justifications contained in their report. Each Special Committee shall submit a written annual report to the Board of Directors and the Website Administrator (for posting on the website), including identification of all Committee members as well as those members responsible for the report. Each committee may have five or more members unless specified otherwise and the chair for each may be appointed by the Association President.

Section 8.2.1: Biennial Conference Committee

The Conference Committee shall engage in long-range planning for Biennial Association meetings; explore possibilities for other events (e.g., regional meetings, workshops, professional development) of interest and benefit to Association Members.

Section 8.2.2: Nominating Committee

The Nominating Committee consist of Members of the Association in good standing for the past two years and the Vice-President of the Association who shall serve as Chair of the Nominating Committee. This committee shall make nominations for elected officeholders as specified in Article IV, Section 4.9, and make suggestions to the Board of Directors for appointed positions as requested.

Section 8.2.3: Audit Committee

The role of the Audit Committee encompasses interviewing auditors, reviewing bids, recommending selection of an independent certified auditor to the board, receiving the auditor's report, meeting with the auditor, and responding to the auditor's recommendations. For many organizations, the annual audit is the only time the organization's financial systems are reviewed by an independent outsider, and as a result the auditor's report is an important mechanism for the board to obtain independent information about the organization's activities. On smaller boards, the functions of the Audit Committee are managed by the Finance Committee.

Section 8.2.4: Fundraising Committee

The Fundraising Committee is responsible for overseeing the organization's overall fundraising by working with the CAD Board of Directors to establish a fundraising plan.

Section ~~7.28.3~~ AD HOC COMMITTEE

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Ad Hoc Committees are those which are created for a specific purpose and go out of existence when the purpose is complete. All Ad Hoc Committees, upon establishment, shall be named and assigned a specific purpose in the ~~Policy and Procedure Guidelines~~ PG.

Section 7.38.4 APPOINTMENT OF COMMITTEE CHAIRS

The Executive Board of Directors shall meet no later than 60 days after the close of the Biennial conference for purpose of organization and delegation of committee and officer responsibilities. The President shall have the final authority to make all appointments. The results of any and all new appointees shall be available for the public to see.

~~ARTICLE VIII: PARLIAMENTARY AUTHORITY~~

~~Section 8.1 PARLIAMENTARY AUTHORITY~~

~~The rules contained in the most recent edition of "Roberts Rules of Order Newly Revised" shall govern the Association in all cases in which they are not inconsistent with the Bylaws or Standing Rules of the Association.~~

ARTICLE IX: AMENDMENTS

Section 9.1 The Articles of Incorporation and the Bylaws of this Association may be amended by a two-thirds (2/3) vote of the membership in Conference.

Section 9.2 Bylaws Committee shall announce (via Web and/or other convenient means) its readiness to entertain amendments to Bylaws 90 days prior to upcoming Conference. Bylaws Committee shall provide an updated draft of proposed Bylaws to membership (via web or otherwise at least 60 days prior to Conference.

Section 9.3 Proposed amendments shall be offered to the Association secretary in writing. The Secretary shall cause copies of the proposed amendments to send the individual members of the Bylaws Committee.

Section 9.4 A final draft of proposed Bylaws amendments must be reported to the membership with a recommendation from the Bylaws Committee 30 days prior to Conference.

Section 9.5 The Bylaws Committee may offer amended or substitute proposals in lieu of those offered by members.

Section 9.6 The amendments to these Bylaws adopted by a legal and properly voted on motion at biennial conference meetings of the Association shall become effective at the conclusion of the conference.

Section 9.7 Any provision in the Bylaws except for all portions of this Article pertaining to the amendments may in unforeseen and urgent circumstances be suspended temporarily at any time during the business session of the Conference for a specific purpose by a three-fourths vote of members present.

ARTICLE X: DISSOLUTION

Section 10.1 DISSOLUTION

~~In the event the Association is dissolved by a proper motion and vote by the membership and after payment of all debts and liabilities, remaining assets shall be distributed to the 501(c)3 Deaf community-based organizations: charitable, educational or scientific organizations dedicated to the betterment of Deaf People. Any and all activities done in this regard must be in compliance with state and federal regulations.~~

ARTICLE XI: ADDITIONAL MISCELLANEOUS ASSOCIATION ACTIVITIES

Section 1110.1 FISCAL MANAGEMENT

It shall be the duty of the Treasurer to receive all monies belonging to the Association, to submit a financial report to the Association at each Board of Directors meeting, and at the Biennial Conference. The Treasurer shall honor only such orders as have been duly assigned by the President or by instruction of the Board of Directors. The Treasurer shall be bonded in a minimum of five thousand dollars (\$5,000), premium to be paid by the Association.

The Treasurer shall deposit all funds in his or her care for safekeeping in a bank depository insured by the FDIC and approved by the Board of Directors. A checking account shall be maintained with a minimum balance of five hundred dollars (\$500.00) and all other funds shall be deposited into an interest bearing account. All accounts are to be in the name of the California Association of the Deaf, Inc. and all funds promptly deposited therein. All **checks accounts** shall have two (2) **signatures holders**: one shall be the Treasurer of the Association and the other shall be designated by the Executive Board of Directors (refer to PPG for limits on this provision).

Section 1110.1.1: Scope of Financial Activity

This Association may in any legal manner acquire, hold, own, sell, lease, encumber, and otherwise legally dispose of all kinds of property, real and personal. This Association corporation may solicit, receive, and hold money and property by gift, contribution, bequest, and such other ways and means as shall be devised, and such property may be sold and converted to cash for the operation and maintenance of said Association. This Association may invest funds received, as well as the income from other property, for the operation and maintenance of said corporation.

Section 1110.1.2: Contracts

No contract that obligates the Association in any way shall be valid without the knowledge and approval of the Board of Directors and signature of the President. Exclusive contracts lasting longer than 6 months shall require approval at Biennial Conferences. Board of Directors shall not approve exclusive contracts for longer than 6 months' duration unless approved by Conference membership.

Section 1110.2 BOND

The Treasurer shall be bonded in a minimum of five thousand dollars (\$5,000), premium to be paid by the Association. The State Conference Chairperson and the Conference

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Treasurer shall be bonded in an amount to be determined by the Board of Directors, premium to be paid by the Association.

Section 1110.3 COMPENSATION

No honorarium, fees, compensations, commissions, or recompenses shall be paid by the Treasurer to anyone without the knowledge and approval of two-thirds (2/3) of the Executive Board of Directors' present and voting.

- a. The Association shall pay direct expenses (reimbursement) for lodging, meals, and per diem for the Executive Board of Directors during all board meetings, special meetings, and the State Conference, if funding is available.
- b. All chapters shall be responsible for all of the expenses of their representatives to all board meetings, special meetings and the Biennial Conference.
- c. The Association shall pay up to two (2) delegates* from the rank of the Board of Directors for the registration and travel expenses to the National Association of the Deaf Conference or any NAD business functions under the travel discretion of the Board of Directors.

*See Section 4.115.1 for more details on appointment of delegates.

Section 1110.4 FISCAL YEAR

The Fiscal Year of the Association shall be from July 1st to June 30th.

Section 1110.5 FUNDS

The Association funds, General and Special, shall be combined in one account when it is financially advantageous to the Association. The Association funds, General and Special, shall be kept separated in the books of the Association; with accrued interest ~~allotted~~ **allocated** proportionally to the proper funds. The General Fund will be drawn upon for current expenses of the Association. All monies accruing to the Association shall be deposited in the General Fund unless otherwise specified by the donor or the action of the Board of Directors or by action of the Association.

Section 1110.6 HOME OFFICE PATRON FUND

Members of this Association may become a Home Office Patron (HOP) upon payment of a specified contribution.

- a. The HOP members' contribution shall be either a one-time payment or periodic payments within the two years' time period between Association Conferences.
- ~~b. The Patron members shall meet during the Conference and determine the amount of proposed HOP contribution for the next two-year cycle. The proposal shall be brought to the Biennial Conference for a vote.~~
- e.b. All monies collected from HOP contributions shall go directly into the HOP Fund.
- e.c. The objective and usage of the HOP Fund shall be for the operation and maintenance of the Association Home Office as well as for advocacy-related purposes.
- e.d. By their contribution, the HOP members, in addition to all privileges granted to regular members, are entitled to two years of Association membership, and special consideration during the next Association Conference. Specific entitlements shall be

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spelled out by the Board of Directors at the first Board meeting following every Association Conference and posted on the Association's website.

~~A HOP Fund Sub-Committee shall be established. This sub-committee shall meet at least two (2) times a year to review the financial status and transition of the Fund.~~

~~a. The Chairperson shall present the HOP Fund Report to the Board of Directors at least two times a year and at the Biennial Conference.~~

~~b. This Fund shall be audited on an annual basis prior to the next State Conference by members appointed by the President. Members of the Board of Directors and the HOP Fund Sub-Committee are prohibited from participating in the audit process.~~

Disbursement of HOP Fund

HOP Fund is for the operation and maintenance of the Association Home Office (including CAD website as a virtual office) and storage space for the Association's history and archives as well as for advocacy-related purposes.

Section 11.7 DONATIONS AND BEQUESTS

The Association may receive donations and bequests. Such monies shall be kept in a separate fund or funds for the purpose intended.

Section 11.8 BIENNIAL CONFERENCES

~~The Conference order of business may include host sites promoting their locations. The final selection for the Conference site shall be determined by a vote of the Board of Directors no later than two years prior to that Conference date. The Board of Directors shall make their selection based on the criteria from the CAD Conference Guidelines.~~ **Biennial Conferences take place during every odd-numbered year. The Board of Directors shall determine the conference location and appoint a conference chairperson a year prior to the conference.** Notice of place and dates of the next Conference of the Association shall be announced through any and all mediums available to the CAD membership and affiliates. Announcements shall include details of Conference arrangements and should be up-dated as the ~~local~~ Conference ~~C~~committee proceeds in its planning. All expenses incurred with ~~local~~ arrangements for any Conference shall be paid out of the local Conference Fund. The maximum of \$2,000.00 may be borrowed from the Association to start its Conference Fund by the ~~local~~ **Conference committee** **Committee**. The Association shall be responsible for any deficit. However, to ensure that a deficit does not occur the Association's Treasurer and Vice President shall work closely with the ~~Biennial~~ Conference ~~Hosting Chapter~~ **Committee** to ensure that expected revenues and expenses will result in either breaking even or a profit. ~~Any balance remaining in the local Conference Fund, after payment of all expenses, shall be divided equally between the Chapter sponsoring the Conference and the Association. The local host chapter shall close the books, turn in financial report and funds to Association Treasurer within 60 days after the close of the Conference.~~

~~Section 11.9 CHAPTERS~~

~~Members of the Association may petition the Vice-President of the Association to organize and conduct a Chapter in the city, town, or district in which the petitioners live. A petition~~

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~~shall take the form of a letter addressed to the Association's Vice President requesting the establishment of a new chapter along with a list of at least 10 individuals who fit the membership criteria as stated in Article III. The letter shall also propose a name for the chapter pursuant to Section 11.9.2.~~

~~Section 11.9.1: Establishment of New Chapters~~

~~Upon receiving and approving the petition (as stated in Section 11.9), the Chapter may be installed and the following officers elected: President, Vice President, Secretary, Treasurer, Chapter Representative to the Board of Directors, and three Trustees. The President, Vice President, Treasurer, and Secretary shall be referred to as Chapter Officers. The candidates must be current members of the Association (hereafter referred to as members in good standing).~~

~~Section 11.9.2: Objective of Chapter~~

~~The objective of the Chapters shall be primarily to assist the Association in its statewide projects. Secondly, each Chapter President is a voting member of the Board of Directors. In the event of an absence for the Chapter President an alternate designee shall be selected and shall have the same voting privilege as the Chapter President. Thirdly, chapters shall focus on local issues, expand membership, and further local projects.~~

~~Section 11.9.3: Eligibility for Chapters~~

~~A newly organized Chapter shall have at least ten (10) members of the Association in good standing at the time of its founding; thereafter a minimum of five (5) members in good standing shall be necessary to continue its existence. Chapters shall be named after cities, towns, or districts in which they are located.~~

~~Section 11.9.4: Dissolution of Chapters~~

~~In the event of dissolution of a Chapter, all assets shall devolve to the Association within 180 days. The Secretary shall send a letter to the Chapter to request the assets.~~

ARTICLE XI: PARLIAMENTARY AUTHORITY

The rules contained in the most recent edition of "Roberts Rules of Order Newly Revised" shall govern the Association in all cases in which they are not inconsistent with the Bylaws or Standing Rules of the Association.

ARTICLE XII: DISSOLUTION

In the event the Association is dissolved by a proper motion and vote by the membership and after payment of all debts and liabilities, the remaining assets shall be distributed to the 501(c)3 Deaf community-based organizations: charitable, educational or scientific organizations dedicated to the betterment of Deaf People.

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Any and all activities done in this regard must be in compliance with state and federal regulations.

PREVIOUS EDITIONS OF BYLAWS

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