

DISTRICT OF COLUMBIA
ASSOCIATION OF THE DEAF (DCAD)

BYLAWS

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ARTICLE I. NAME OF ORGANIZATION

The name of the organization is the District of Columbia Association of the Deaf, hereinafter referred to as DCAD or the Organization.

ARTICLE II. ORGANIZATIONAL PURPOSE

Section 1. Nonprofit Purpose

This Organization is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the United States Internal Revenue Code, or the corresponding section of any future federal tax code.

Section 2. Specific Purpose

The mission of DCAD is to preserve, protect and promote the civil, human and linguistic rights of Deaf individuals in the Metropolitan Washington, DC area. Our mission is aligned with the mission of the National Association of the Deaf (NAD) organization that recognizes the Organization as a state affiliate in its governing bylaws.

Further, DCAD's mission is aligned with the mission of the World Federation of the Deaf (WFD), an international human rights organization that works for the realization of Deaf people's human rights in partnership with the United Nations and its agencies, national organizations of Deaf people and relevant stakeholders.

Section 3. Our Values

3.1 Use of "D" eaf.

The capitalized "D" eaf shall be used in an all-inclusive manner to represent and include all people who may identify as Deaf, DeafBlind, deaf, deafblind, hard-of-hearing, late-deafened, hearing-impaired people and other community subsets in recognition of our community's human right to learn and use American Sign Language.¹

3.2. Respect.

¹ The intent is not to be exclusive or alienate subsets of the diverse American Deaf community. The intent is to realize unity and have our community be recognized as a protected class with the inherent right to American Sign Language.

We respect our Members, donors and all stakeholders and encourage the collaborative sharing of perspectives and ideas. DCAD shall also strive to be a “safe space” enabling all to feel confident that they will not be exposed to discrimination, criticism, harassment or any other emotional or physical harm.

3.3 Equality.

DCAD shall be inclusive and welcome community participation regardless of hearing status, assistive or hearing technology usage, communication modality, age, color, national origin, citizenship status, physical or mental disability, race, religion, creed, gender, sex, sexual orientation, gender identity and/or expression, genetic information, marital status, status with regard to public assistance, veteran status or any other characteristic protected by federal, state or local law. In addition, to the extent possible, DCAD shall strive to provide accessible electronic materials and reasonable accommodations upon request.

Section 4. Our Guiding Principles

4.1 Human Rights Based Approach.

In accordance with the Principles and Objectives of the United Nations (UN) Charter, the Universal Declaration of Human Rights including the Convention on the Rights of Persons with Disabilities and other general Acts and Recommendations of the UN and its specialized agencies, DCAD shall develop its activities toward the goal of equalization of opportunities and full participation in society for Deaf individuals.

Further, DCAD shall develop its activities towards ending the nationwide epidemic of language deprivation by promoting bilingual access to American Sign Language and written English as a basic human right for all Deaf babies. ²

4.2 Leadership of Deaf People

DCAD shall promote the principle embraced by WFD: “Nothing about us without us”. DCAD believes that the establishment, strengthening and collaboration of Deaf people and organizations will contribute to the autonomy and determination of the Deaf community as well as increase its understanding of the importance of cooperation and collaboration with various stakeholders.

² More than 90 percent of Deaf and hard-of-hearing children born to hearing parents are not exposed to a signed language and as a result, lack incidental learning opportunities.

4.3 Trust, Cooperation and Partnership

DCAD shall closely cooperate or collaborate with stakeholders such as WFD, NAD, the Registry of Interpreters for the Deaf, other Deaf organizations, the DC and Federal governments, higher education, the sign language interpreting community and donors.

ARTICLE III. MEMBERSHIP

Section 1. Eligibility for Regular Individual Membership

Application for regular individual membership shall be open to any current Deaf resident, student, property owner, sole proprietor, or employee of the Washington, DC metropolitan area that supports the purpose statement and principles outlined in Article II. All applicants must be eighteen (18) years old or older. Membership is granted after completion and receipt of a valid membership application and submission of annual dues. All regular individual members shall have voting privileges.

Section 2. Eligibility for Supporting Membership

Application for supporting membership shall be open to any individual supporting the purpose statement and principles outlined in Article II. All applicants must be eighteen (18) years old or older. Membership is granted after completion and receipt of a valid membership application and submission of annual dues. All supporting members shall not have voting privileges.

Section 3. Eligibility for Organizational Membership

Application for organizational membership shall be open to any organization supporting the purpose statement in Article II. Membership is granted after completion and receipt of a valid membership application and annual dues. All organizational members shall not have voting privileges.

Section 4. Annual Dues

Appropriate amounts shall be determined by a majority vote of the Board of Directors.

ARTICLE IV. BOARD OF DIRECTORS

Section 1. General Powers

The affairs of the DCAD shall be managed by its Board of Directors. The Board of Directors shall have control of and be responsible for the management of the affairs and property of the Organization.

Section 2. Number, Tenure, Requirements, and Qualifications

The number of Directors shall be fixed from time-to-time by the Directors but shall consist of no less than three (3) nor more than six (6) including the following officers: the President, the Vice President, the Secretary, and the Treasurer.

The Board of Directors may select up to two (2) Appointed board members for special expertise.³

All elected members of the Board of Directors must be a Regular Individual Member of the Organization in good standing.

All members of the Board of Directors shall be determined by majority vote, immediately enter upon the performance of their duties, and shall continue in office until their successors are duly elected and qualified.

Each Officer of the Board of Directors shall be eligible to serve for no more than three (3) consecutive two-year terms. Each Appointed Board of Directors shall be eligible to serve for no more than three (3) consecutive two-year terms.

Each member of the Board of Directors shall be expected to contribute time and to the extent possible, funds to the organization annually, all or part of which may come from the tax-deductible value paid for or solicited by the Board member, and received by the Organization. No contribution credit shall be given for in-kind donations.

Each member of the Board of Directors shall possess the acumen, knowledge and experience to make a significant contribution and bring a range of skills, diverse perspectives and backgrounds to Board deliberations. Importantly, the members of the Board must have the highest ethical standards, a strong sense of professionalism and a dedication to serving the interests of the Deaf community and all stakeholders.

Section 3. Compensation

Members of the Board of Directors shall not receive any compensation for their services as Directors.

Section 4. Officers

The officers of this Board shall be the President, Vice-President, Secretary and Treasurer.

³ Consideration shall be given to ensure a diverse, intersectional and geographical balance of the Board as a whole. Appointment of a Gallaudet University student shall also be a best practice but not be required.

4.1. President

The President shall be the chief spokesperson for the Organization and shall chair all Member and Board of Director meetings. The President, with approval of the NAD Board, shall appoint the chair of each committee and shall be an ex officio member of all committees.

4.2. Vice-President

The Vice President shall serve at any time the President is unable to serve, or when the office of the President becomes vacant.

4.3. Secretary

The Secretary shall be responsible for the minutes of all Member and Board of Director meetings.

4.4. Treasurer

The Treasurer shall have charge of vested funds of the Organization.

4.5 Appointed Board Members

Appointed Board Members shall provide support to and work with the Board of Directors as a whole.

Section 5. Election of Board of Directors

Prior to the annual meeting, a nominating committee of five (5) members shall be formed by the Board of Directors to nominate candidates for the election at the annual meeting. Additional nominations shall be permitted from the floor at the annual meeting.

The elections shall be conducted in such a way that all Members may vote for one (1) candidate for each open position.

During the election of the Board of Directors, Members who would have the right to cast a vote in person shall have the right to cast their vote by mail or any established electronic means, as long as every effort has been exhausted to ensure a fair election and confidentiality of the election.

If a run-off election is required, only the Members of the Organization present at the Annual meeting shall cast their vote.

Voting by proxy is not permitted.

All members of the Board of Directors must be approved by a majority vote of the members present and voting. No vote on new members of the Board of Directors shall be held unless a quorum of the Board of Directors is present as provided in Article V.

Section 6. Removal

Any member of the Board of Directors may be removed, at any time, by majority vote of the Board of Directors.

Each member of the Board of Directors must receive written notice of the proposed removal at least seven (7) days in advance. The removed member of the Board of Directors shall automatically be removed from office. The Board of Directors may elect a successor for the unexpired term.

Section 7. Vacancies

In the case of a vacancy of a Board position, the unexpired term may be filled by a simple majority vote of the Board of Directors. Any member of the Board of Directors thus appointed in this manner shall hold office for the remainder of the vacant position's term.

ARTICLE V. MEETINGS OF MEMBERS AND BOARD OF DIRECTORS

Section 1. Annual Meeting of Members

An annual meeting of the Members shall be held at a time of day in the month of September of each calendar year and at a location designated by the Board of Directors. Notice of this meeting shall be sent to all Members no less than thirty (30) days prior to the meeting date.

Section 2. Special Meetings of Members

Special meetings of the Members may be called by the Board of Directors, or a simple majority of the Board of Directors. Notice of special meetings shall be sent to all Members no less than fourteen (14) days prior to the meeting date.

Section 3. Quorum for Member Meetings

A quorum for any meeting of the Members shall consist of at least ten percent (10)% of the active membership at the annual meeting, or a majority of the Board present at any meeting.

Section 4. Voting

All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

Section 5. Annual Meeting of the Board of Directors

An annual meeting of the Board of Directors shall be held at a time and day in the month of September of each calendar year and at a location designated by the Board of Directors. Notice of these meetings shall be sent to all members of the Board of Directors no less than seven (7) days prior to the meeting date.

Regular meetings of the Board of Directors shall take place at least four (4) times a year at a date and location determined by the President. The Board of Directors may conduct meetings electronically through videoconference or other reasonable method in which all Board members are able to participate. Notice of these meetings shall be sent to all members of the Board of Directors no less than seven (7) days prior to the meeting date.

Section 6. Special Meetings of the Board of Directors

Special meetings of the Board of Directors may be called by or at the request of the President or any two (2) members of the Board of Directors. The person or persons authorized to call special meetings of the Board of Directors may fix any location, as the place for holding any special meeting of the Board called by them. Notice of any special meeting of the Board of Directors shall be given at least two (2) days in advance of the meeting by telephone, facsimile or electronic methods or by written notice.

Section 7. Quorum for Board of Director Meetings

The presence, in person, of a majority of current members of the Board of Directors shall be necessary at any meeting to constitute a quorum to transact business.

ARTICLE VI. COMMITTEES

The Board of Directors may create committees as needed. The President, with approval from the Board of Directors, shall appoint all committee chairs.

ARTICLE VII. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Organization may adopt.

ARTICLE VIII. - CONFLICT OF INTEREST

No member with a personal or financial interest of a material nature in the affairs of the organization shall be eligible to serve on the Board of Directors of the Organization.

ARTICLE IX. INDEMNIFICATION

To the full extent authorized under the laws of the District of Columbia, DCAD shall indemnify any elected or appointed board member against expenses actually incurred by such person in connection with the defense of any civil action, suit or proceeding in which such officer or Board member is made a party by reason of having or having been an officer or Board member, in which such person is found to not be liable. Such indemnification shall not be deemed exclusive of any other rights to which such officer or Board member may be entitled under any bylaw, agreement, vote of the Board of Directors, or otherwise.

The Organization may purchase and maintain insurance on behalf of any person who is or was a member, director, officer, employee, or agent against any liability asserted against such person and incurred by such person in any such capacity or arising out of such person's status as such, whether or not the corporation would have the power or obligation to indemnify such person against such liability under this Article.

ARTICLE X. BOOKS AND RECORDS

The Organization shall keep complete books and records of account and minutes of the proceedings of the Board of Directors.

ARTICLE XI. AMENDMENTS

Section 1. Articles of Incorporation

The Articles may be amended in any manner at any regular or special meeting of the Board of Directors, provided that specific written notice of the proposed amendment of the Articles setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each director at least three days in advance of such a meeting if delivered personally, by facsimile, or by e-mail or at least five days if delivered by mail. As required by the Articles, any amendment to Article III or Article VI of the Articles shall require the affirmative vote of all directors then in office. All other amendments of the Articles shall require the affirmative vote of an absolute majority of directors then in office.

Section 2. Bylaws

The Board of Directors may amend these Bylaws by majority vote at any regular or special meeting of Members. Written notice setting forth the proposed amendment or summary of the changes to be effected thereby shall be given to each Board director and membership within 45 days.

ARTICLE XII. DISSOLUTION OF ASSETS

Upon the dissolution of this Organization, all of its assets remaining after payment of all expenses of such dissolution shall be distributed to the National Association of the Deaf (NAD) organization or affiliated organizations of the Deaf within the District of Columbia. Affiliated organizations shall be qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code, or incorporated in the District of Columbia as a charitable organization. The Board of Directors or members of the Organization shall not receive any assets for any purpose.

AMENDMENT OF BYLAWS

We, the officers of this Organization, consent to, and hereby do, adopt the foregoing Bylaws, consisting of the eleven (11) preceding pages, as the Bylaws of this Organization.

AMENDED AND APPROVED by the Board of Directors on this 5th day of June 2017.