

Washington State Association Of the Deaf

2007 Bylaws

Adopted by Members of WSAD
At the June 9, 2007 WSAD Biennial Conference in Blaine, WA

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ARTICLE I. Name

The name of the Corporation shall be the Washington State Association of the Deaf. The Washington State Association of the Deaf shall be known in the alternative as WSAD or as the Association.

ARTICLE II. Membership

Section 1. Active membership

Any person living in the State of Washington may become an active member of this Association after an annual payment of Association dues.

Section 2. Associate membership

Any person from out of state who wishes to join and pay membership dues may do so and have all privileges of an active membership with the exception of holding office, the position of the National Association of the Deaf ("NAD") Delegate(s), members at large or trustee.

Section 3. Affiliate membership

Any association, organization, or club serving the deaf or hard of hearing in the state of Washington shall be eligible to become an Affiliate by paying membership dues. They shall have all privileges of an affiliate member with the exceptions of holding office, holding the positions of the National Association of the Deaf ("NAD") Delegate(s), members at large, trustee, or voting in any board meeting matters involving financial matters or WSAD funds.

Section 4. Dues

Annual membership dues run from January 1 through December 31 of each year. Annual membership dues in the amount designated by the active members in conference shall be paid to the Association Treasurer and shall become due and payable in January. Persons 60 years or older may pay reduced membership dues.

ARTICLE III. Governance

Section 1.

The officers of this Association shall be the President, the Vice President of Internal Affairs, Vice President of External Affairs, the Secretary, and the Treasurer. The President, the Vice Presidents, the Secretary and the Treasurer shall constitute the Executive Committee.

Section 2.

The Association shall be governed by a Board of Directors, consisting of the Executive Committee, Members at Large, Custodian-Trustee or his designated Trustee, and NAD Delegate(s). This shall be known as the Board.

Section 3.

The Board shall have the general management of the financial and other affairs of the Association. It shall hold at least four board meetings between conferences. The Board shall have the power to use the General Fund of the Association for purposes intended to promote the interest of the Association and its membership.

Section 4. During the President's absence from any meeting temporarily due to illness or conflict of schedules, the Vice-President who is the closest person geographically to the scheduled Board meeting site, shall serve as President pro-tem. In case of the President's inability to perform his duties by reason of resignation, by living out of state for three months, or by any unforeseen circumstances, both Vice-Presidents shall be evaluated and one elected by the Board of Directors to serve out the remainder of the President's term.

Section 5.

The Board shall have the power to fill any vacancy occurring on the Board and the Board of Trustees of the Endowment Fund until the next regular conference. Such vacancy shall occur by resignation, by living out of state for three months, or by any unforeseen circumstances. Any eligible person to be appointed to fill a vacancy position shall be an active member of this Association for the two (2) preceding calendar years of the vacancy and is a resident of Washington.

Section 6.

Any Officer, Member-at-Large, Custodian of Endowment Fund or NAD Delegate who has been absent from three consecutive Board meetings shall be determined by the Board as to whether his or her position has officially become vacant.

Section 7.

The Board or at least ten (10) non-board members of the Association shall have the power to call a special conference of all the members of the Association, including Board members. The Board also shall have the power to postpone or cancel a biennial conference whenever, in its judgment, circumstances call for such action.

Section 8.

A simple majority of the Board members shall constitute a quorum for the transaction of business.

Section 9.

In case the Board is unable to hold a meeting, a vote by an appropriate rapid-communication method including but not limited to, postal mail, email, TTY or website communications where a record is made of the communications and a record is made of the voting upon questions presented shall be allowed in the following manner: the President shall submit the

question to all members of the Board, and the question shall be seconded and each member shall notify the Secretary whether he/she votes for or against such question. A copy of all communications and voting records made shall be kept by the Secretary. The Secretary shall give the information to the President. The Secretary shall ensure that the results are reported at the next board meeting and entered into the Board minutes.

Section 10.

The Board may create and authorize a temporary or Ad Hoc committee as it deems necessary.

Section 11. (New)

The Board shall carry out duties as outlined in the WSAD Administrative Code Notebook as well as in the bylaws.

ARTICLE IV. Duties of Executive Committee

Section 1.

The Executive Committee has the power to convene in order to make plans and goals, to draft any proposal to the Board for action and to act on any non-monetary emergency crisis.

Section 2.

The Executive Committee shall have the authority to review recommendations from finance, bylaws, communications, development, outreach, advocacy/watchdog, conference, and building committees before submitting their recommendations to the full Board prior to the Association members at the conference for approval.

ARTICLE V. Duties of Officers

Section 1. President

It shall be the duty of the President to preside at all conferences of the Association, and at all meetings of the Board of Directors and Executive Committee to decide questions in dispute, subject to an appeal to the Association by a two-thirds (2/3) vote; to appoint all committees not otherwise provided for; and to perform all of the usual duties within the scope of his/her office. The President is empowered to call emergency Board meetings without notice. The President automatically becomes one of the Delegates to attend the NAD and Regional IV Conferences. The President shall serve as nonvoting member of all committees of the Association except the Awards Committee and Trustee. The President is also empowered to manage any contracts that the Association may have with other entities outside of WSAD. The President shall also have the responsibility to manage the Awards and Nomination committees as outlined in the WSAD Administrative Code Notebook.

Section 2. Vice President of Internal Affairs (VPI)

The Vice President of Internal Affairs shall be the chairperson of the Finance and Bylaws Committee. THE VPI shall select auditors for the General Fund and the Endowment Fund with the approval from the President. The VPI shall manage the following committees based on the function of each committee as stated in the WSAD Administrative Code Book: Communication Committee and Development/Fundraising Committee.

Section 3. Vice President of External Affairs (VPE)

The Vice President of External Affairs shall be the chairperson of the Outreach Committee and manage the following committees based on the function of each committee as stated in the WSAD Administrative Code Book: Advocacy/Watchdog Committee, Building Committee, and Conference Committee.

Section 4. Secretary

It shall be the duty of the Secretary to keep a correct record of the proceedings of the Executive Committee, Board and Conference meetings of the Association. The Secretary shall have control of all the records of the Association, all books and papers pertaining to the Association, excepting those in the immediate charge of other officers essential to their respective offices. He/she shall inform all Board members about forthcoming non-emergency Board meetings 30 days in advance. The Secretary shall coordinate with the Treasurer to maintain the Association incorporation status with the State of Washington in conjunction with the Corporation Registered Agent. The Secretary shall prepare and give the highlights of every board meeting to the WSAD newsletter editor within 30 days after the end of each such board meeting. The secretary shall maintain the WSAD Administrative Code Notebook containing the Association Articles of Incorporation, bylaws, administrative policies and standing rules. The Secretary shall also ensure that copies of this notebook are updated and maintained by each officer of WSAD. The Secretary shall manage record keeping and archives as stated in the WSAD Administrative Code Notebook.

Section 5. Treasurer

A. The Treasurer shall maintain the General Fund and any other funds not maintained by the Trustees of this Association and shall keep an accurate account of all proceeds, revenues and expenses of these funds. This shall be known as the financial report.

B. The financial report format shall contain income and expense category columns.

C.

1. The Treasurer shall complete a semi-annual General Fund report ending December 31 and an annual report ending May 31 within one (1) week after these dates. Each semi-annual and annual reports shall be audited by three auditors selected by the VPI no later than January 15th and June 15th respectively except in case of

conference in which case the annual report shall be completely audited no later than two days preceding the start of the conference. Each of these formal reports shall be readily available for the board, conference and Communications Committee. The Treasurer shall also be prepared to informally give any latest monthly statement of this Fund at any executive committee or board meetings. The Treasurer shall carry out other duties as outlined in the WSAD Administrative Code Notebook.

2. The audited reports shall be submitted to the communication committee for distribution through the newsletter and website.

D. The Treasurer shall honor only such orders for the payments of monies as have been approved in writing by the President, Executive Committee, General Board or allowed by the previously approved budget. The Treasurer shall work cooperatively with the VPI.

E. The Treasurer shall select a Membership Coordinator with the approval of the Executive Committee. The Membership Coordinator shall manage the membership duties such as an up-to-date membership roll with addresses, notify all members on or before November 1 when their membership dues become due on the following January 1, receive all monies belonging to the Association and give to the Treasurer. The Coordinator shall maintain a list of 25, 50, and 60-plus year members of this association which shall be readily shared with the President, Treasurer and Awards committee. The Coordinator shall manage Necrology matters as outlined in the WSAD Administrative Code Notebook.

ARTICLE VI. Members at Large

Section 1.

Members at Large for each of the following committees shall be elected by the active general membership of the association during the biennial conference elections: Conference Committee, Youth Committee, Outreach Committee, Fundraising Committee, Advocacy/Watchdog Committee, and Mentoring Committee.

Section 2.

The Members at Large shall serve as voting members on the board for a term of two (2) years.

Section 3.

The Member at Large shall also carry out other specific duties as outlined in the WSAD Administrative Code Notebook or as assigned either by the Committee Chair, President or the Board.

ARTICLE VII. Duties of Trustees

Section 1.

The Trustees, whose responsibility is to manage the Endowment Fund, shall be five (5) active members, one of whom shall be the Association President or his/her designated representative. One Trustee shall be elected at each conference held during the odd year biennially. Each Trustee shall serve for a term of eight (8) years.

Section 2.

The Trustees shall elect from among themselves a Custodian and Assistant Custodian. It shall be the duty of the Custodian to call each meeting of the Trustees and to preside at such meetings. The Assistant Custodian shall keep an official record of the proceedings. A full quorum shall be necessary for the election of the Custodian and Assistant Custodian, and an eighty (80%) percent quorum shall be required for the transaction of all business of the Trustees.

Section 3.

The Trustees' meetings shall be held on an on-call basis between biennial conferences by the Custodian. The Trustees shall have charge of the investment of monies belonging to the Endowment Fund and shall have power to direct the Custodian to purchase, manage, or sell properties, invest in securities, or switch from one security to another as they see fit.

Section 4.

The Custodian shall complete a semi-annual Endowment report ending December 31 and an annual report ending May 31 within one (1) week after these dates. Each semi-annual and annual reports shall be audited by three (3) members no later after January 15th and June 15th respectively except in case of conference in which case the annual report shall be completely audited no later than two days preceding the start of the conference. Each of these formal reports shall be readily available for the board, conference and Communications Committee. The Custodian shall also be prepared to informally give any latest monthly brokerage statement of this Fund at any executive committee or board meetings.

Section 5.

The Trustees of the Endowment Fund shall have power to vote by an appropriate rapid-communication method including but not limited to, postal mail, email, TTY or website communications where a record is made of the communications and a record is made of the voting on any matter pertaining to investments when it is not feasible for the trustees to have meetings for the transaction of business. A copy of all communications and voting records made shall be given to the Secretary and entered into the Board minutes.

ARTICLE VIII. Duties of NAD Delegates

Section 1.

Other than the President holding a delegate's position, the other delegate(s) and alternate(s) shall be selected by the incoming Board members at the first board meeting after each biennial conference with the advice from the resigning executive committee.

Section 2.

The NAD Delegate(s) shall serve as voting member(s) on the board for a term of two (2) years.

Section 3.

The NAD Delegate(s) and/or alternate(s) shall represent the best interests of the State Association and carry out the instructions of the Board and Association at NAD and NAD Region IV Conferences. The delegate(s) shall submit written reports to the Board no later than thirty (30) days after both conferences who in turn shall submit the same to the Communication Committee.

Section 4.

No more than two (2) NAD Delegates and two (2) NAD Delegate alternates may be selected when there are less than three hundred (300) active Association members.

Section 5.

The NAD Delegate Alternate(s) is/are to represent the Association only when the Delegate(s) is/are unable to attend, or will be absent from Board, NAD conference, or NAD Region IV meetings.

ARTICLE IX. Duties of Affiliate Representatives

Section 1. Qualifications

To qualify for an affiliate membership, any prospective affiliate shall send a letter of interest to the WSAD President for the Board's consideration and approval. The Affiliate shall:

- a. Provide copies of current registration of their Articles of Incorporation and their current By-Laws, which may be waived by the Board of Directors;
- b. Be a non-profit organization, association or club.

Section 2. Affiliation Representation on the Board

Following every electoral biennial regular conference, each Affiliate shall elect their own affiliate representative to fully participate and to have the privileges of a WSAD Board member except for the privileges to elect officers and to authorize committee selections. The Affiliate shall notify and update the WSAD Secretary the name of the Affiliate's

representative. The Affiliate shall allow and grant membership to WSAD and allow one or more WSAD representatives to join and participate on the Affiliate's board. The Board shall approve only those Affiliates whose philosophy and purposes reflect those of WSAD.

Section 3. Alternate Affiliation Representation on the Board

Each Affiliate shall appoint one (1) Alternate Representative to attend the WSAD Board meetings in case of the absence of the Affiliate's Representative. The Affiliate shall notify and update the WSAD secretary the name of the alternate affiliate's representative.

Section 4. Affiliation Autonomy

The State Association assumes no financial responsibility or liability for any of its affiliates or affiliate representatives. Affiliate members shall not be considered affiliate members of the National Association of the Deaf.

Section 5.

The responsibilities of the Affiliate's representative(s) shall:

- a. Represent WSAD at Affiliate meetings;
- b. Convey information from the Affiliate to the WSAD board and from the WSAD board to the respective Affiliate members;
- c. Work in collaboration with the Vice-President of External Affairs and
- d. Provide the WSAD Newsletter editor with articles and news from the Affiliate

Section 6.

Representatives from the Community Service Centers for the Deaf shall serve as non-voting delegates.

ARTICLE X. Funds

Section 1.

The Association shall have two separate funds, the General Fund and the Endowment Fund. The Association may receive donations, grants or bequests which may be kept in a separate fund or funds for the purpose intended.

Section 2.

June 1 to May 31 shall be the fiscal year for the General and Endowment Funds.

Section 3.

The General Fund shall be primarily used for general expenditures within the approved budget authorized by the general membership of the Association at a conference. The Treasurer may draw upon and expend up to one thousand dollars (\$1,000.00) for any purpose not in the approved budget but subject to the Executive Committee's approval. All annual membership dues, affiliation fees and net proceeds from any conference or other Association activities shall be deposited in the General Fund.

Section 4.

The Endowment Fund is held in trust and shall be managed by the Trustees for the purpose of accumulating sufficient funds for:

1. Expenses related to the establishment of a residential facility for elderly deaf persons;
2. Any expenditure that are to safeguard the rights and interests of deaf citizens in the State of Washington;
3. All monies withdrawn or transferred from the Endowment Fund shall be used to benefit and further the Association.

The Endowment Fund shall not be used for any loan purpose.

Section 5.

All donations and bequests not specified by the general membership at a conference shall be deposited into the Endowment Fund. Unless otherwise decided by the general membership at a conference, all dividends and interest earned from investments, capital gains, and net proceeds from sales of securities shall be automatically reinvested into the Endowment fund.

Section 6.

No withdrawals or transfers of monies shall be made from the principal funds of the Endowment Fund without a two-thirds (2/3) affirmative vote by the general membership of the Association at a conference or by a four-fifths (4/5) affirmative vote by each the Board of Directors and the Trustees. Withdrawals or transfers made from the current fiscal year's accumulation of the Endowment Fund interest and dividend income shall not be allowed.

The custodian or the assistant custodian shall carry out the approved withdrawal or transfer of the endowment fund with the knowledge of and the direction from the board.

The President may assume the duty of either the Custodian or the Assistant Custodian but not both when either the Custodian or the Assistant Custodian is not available to perform his/her authorization to withdraw or transfer the Endowment Fund monies.

Section 7.

Up to thirty percent (30%) of the total amount of interest, cash dividends

and capital gain distributions accumulated in the Endowment Fund during the preceding fiscal year may be transferred to the General Fund upon authorization by a vote of the entire Executive Committee.

ARTICLE XI. Travel Expenses

Section 1.

Members of the Board, executive committee, trustees, and members of standing committees shall be reimbursed for the cost of their vehicle fuel only when attending no more than four meetings per year. Trips to conferences shall not be reimbursed. All meetings (committees, board and otherwise) at the conference site are not reimbursed.

Vouchers for fuel reimbursements shall be submitted to the Treasurer, the Custodian or committee chairs within thirty (30) days of such meetings.

Vouchers for fuel reimbursements for round trips shall be reimbursed for mileage minus one hundred (100) miles and shall be one-third (1/3) of the standard state mileage rate rounded to the nearest cent. Documentation shall be a printed copy of the mileage from any Internet-based map sites using the member's home address as the starting point.

Section 2.

The Association shall provide state conference lodging for the Association President.

ARTICLE XII. Standing Committees

Section 1.

All names of the committee members shall be made available to the general membership upon request and published on the Association's website. The President shall announce the names and post them on the website.

Section 2.

The Vice President of Internal Affairs and Vice President of External Affairs shall appoint committee chairperson(s) and assistant chairperson(s), with the President's approval to chair the remainder of the committees. The chairs that are selected should be members of this Association, with special considerations to the geographical areas. The President shall announce the names of the committees and their membership to the Board. The Board shall approve by majority vote of all committee appointments. The terms of all standing committee(s) shall expire at the end of the Association regular conference. Each committee shall put forth activities as stated below and in the WSAD Administrative Code Notebook.

Section 3.

The President and the Board shall appoint a member of this Association to fill any committee vacancy. The Board shall approve by majority vote any and all appointments to fill committee vacancies.

Section 4.

Each committee chairperson or his/her designee shall submit a written report to the Secretary at least 30 days prior to each conference. Reports shall contain information of any expenditures of more than \$200 of the allocated funds.

Section 5.

The standing committees are as follows:

1. The Finance Committee:

Voting members of this committee shall have experience in financial management and budget development. The members of this committee shall be as follows: Treasurer, Endowment Fund Custodian, Senior Auditor for the General Fund, Senior Auditor for the Endowment Fund, and the Vice President of Internal Affairs. This committee shall develop and prepare the biennial budget for the next two year term and submit a final proposal to the members at the forthcoming conference for approval.

2. The Bylaws Committee:

Five (5) members of this committee shall have experience in bylaws. The members on this committee shall be: President, Vice President of Internal Affairs (as the committee chairperson and four other WSAD members selected by the VPI. The responsibilities of this committee are to review all motions and revise the Articles of Incorporation or the By-Laws. The committee is responsible to submit proposed changes to the board for input, ensure that board approved proposed changes are posted and mailed out to members 60 days in advance of the conference. The committee shall forward the member approved bylaws to the Communication Committee to post on the website and to mail out to the members who do not have a computer after the conference.

3. The Communications Committee:

At least five (5) members or more shall have experience in communication technology. The members of this committee are selected by the Communications Committee Chairperson and the VPI. The members on this committee should include a Webmaster, Newsletter Editor, an E-Notifier and the Membership Coordinator. The committee may bring in other individuals to assist when they perceive there is a need. The responsibilities of this committee are to pursue improved communication among the Deaf community, Legislators, Professionals and the Public within the State of Washington. This committee has the responsibility to administer the WSAD website, WSAD E-Mail Notification, and the Newsletter.

4. Development/Fundraising Committee:

The VPI and Chairperson of this committee (with fundraising experience) shall identify up to five members for this committee

to work on fundraising ideas, and conduct fundraising events. This committee shall also develop and pursue a list of potential donors, fundraising experts and grant writers to contract with.

5. Conference Committee

At least five members or more shall be on this committee to assist the chairperson who is selected by the VPE plan the upcoming biennial conference. The VPE shall provide guidance when they work on various details related to the activities and duties at the conference. The committee chairperson shall receive the conference notebook and use it as guidance to planning the conference. The committee shall develop a tentative program and a budget for the conference and submit it to the President for the Board's approval at least 6 months prior to the conference. The committee is responsible to update the conference notebook with several copies and pass it back to the President and Secretary. The committee shall work with the President and Treasurer related to depositing and withdrawing funds for conference purposes. The WSAD President and Treasurer shall have authority to deposit or withdraw funds.

6. The Advocacy/Watchdog Committee:

Up to five (5) members shall be on this committee to monitor and pursue legislation on issues affecting deaf and hard of hearing citizens. The VPE and President shall work with the chairperson to ensure the committee conducts surveys, hold town hall meetings and other avenues to gather statistics when needed as well as keeping the board informed of legislative actions on all bills related to the deaf, encouraging people to vote. This committee shall also collaborate with deaf, hard of hearing, deaf-blind and other disability groups to set up legislative receptions, advocate position papers on bills and meet with legislatures, conducting statewide legislative training to the deaf. The committee shall work closely with the Communication Committee to ensure that people are kept informed about upcoming bills and status of those bills before legislature.

7. The Buildings/Development Committee:

Up to five (5) active members shall oversee the proper management of the properties belonging to the Association: plan and develop suitable leases, rental agreements, contracts and the like for the purpose of leasing, renting and/or developing, remodeling, restoring existing buildings or dwellings of the Association; negotiate possible land sales, leases or rental of land; select and appoint agents for necessary property management. The powers and authority of this committee are limited and all final decisions shall be approved by the WSAD Board. This committee shall be under the direction of a chair who may also be the representative agent selected by the VPE. This agent shall

function under guideline policies established by the WSAD Board to ensure proper and efficient management of the properties of the Association.

8. Outreach Committee:

The chairperson of this committee who shall select up to five members (with special consideration to geographical areas). This committee shall handle efforts to increase membership and recruitment through the development of recruitment strategies, brochures, membership applications and membership packets, maintain contacts with Affiliate Associations and ensuring that sensitivity is maintained at all times. This committee shall manage three subcommittees and with the assistance of the VPE select chairpersons of these committees which shall be:

A. Leadership Training: This committee shall identify and recruit potential participants after developing training packets and timelines.

B. Mentoring: The Outreach committee shall be responsible to ensure that mentoring occurs for the new participants with former mentees and follow up with them to measure success.

C. Youth: This committee shall have the responsibility to work with various school districts to identify potential sponsors or students to establish and collaborate on Jr. NAD activities. The committee shall also identify potential sponsors to plan for yearly participation in various youth activities across the state such as a summer camp.

The Outreach committee works with the Communication Committee to ensure that newsworthy articles are submitted, a list of newspapers, TV stations and radios are developed for advertising events and the like.

Article XIII. Biennial Elections

Section 1.

To be elected for any office, eligible Deaf members must be active members of this Association for the two (2) preceding calendar years of the election and be a resident of Washington.

Section 2.

A list or a slate of candidates for two (2) or more elected Association officer positions shall not be allowed to be presented nor elected.

Section 3.

The election of officers shall be held the day preceding adjournment of the biennial conference unless otherwise decided. Each trustee shall be elected for an eight-year term. All officers and members at large shall be elected separately by ballot and by a majority of the active members

present and serve for a two (2) year term.

Section 4.

Trustees shall be elected separately by ballot and by a majority of the active members present and serve for an eight (8) year term. The Trustees shall be responsible for submitting a recommendation of prospective trustees to the nomination committee at least fifteen (15) days before the biennial election.

Section 5.

The retiring officers shall be expected to bring all the business transactions, books and materials to the conference to pass on to the new officer. If there is some unfinished business that needs to be done after the conference, then the retiring officer shall have up to a maximum of thirty (30) days to complete all their business transactions, movies, and books pertaining to the Association.

ARTICLE XIV. Conferences

Section 1.

The Association shall convene biennially at such place and on such date as may be determined by the Association in conference assembled with six (6) months advance notice, provided, however, that the Board of Directors shall have power to alter such date and place for sufficient reasons. Such change in place and time, whenever made, must be announced to the membership not less than three (3) months in advance.

Section 2.

A regular conference shall be held during the odd year for the purpose of conducting Association business and the election of officers.

Section 3.

All bids to host conferences must be made no less than one year in advance in order to give the host committee time to make reservations of sites, meeting places and such as required; each bid must be accompanied by a deposit and a letter of intent from the President of the Organization. Each bid must be presented to the Board for approval.

Section 4.

The host organization shall then form a committee to be responsible for an entertainment and arrangements of the conference.

Section 5.

The Board of Directors shall be responsible for the business agenda.

Section 6.

The Association President shall serve as a nonvoting member of the local conference committee.

Section 7.

In case the Association receives no bid for the next conference place and date, the Board of Directors shall then make such a decision and announce the same no less than six (6) months in advance.

Section 8.

The Association and the Host shall split 50-50 on the conferences proceeds or deficits. If there is a branch of the bank in that town which WSAD uses, the Treasurer shall give the Conference Committee Chairperson some deposit slips to deposit registration and other funds into the account. In the case there is no branch in that town, then the WSAD president and two or more host conference managers shall establish a joint bank account of any conference monies and have authority to make deposits and withdrawals.

Section 9.

The order of business at all biennial regular conferences of the Association shall be as follows:

1. Announcements
2. Introduction of Guests
3. Memoriam
4. Reading and approval of minutes of previous conferences
5. Officer Reports
6. Committee Reports
7. Bylaws
8. Budget
9. Election of officers, Trustees, and Members at Large
10. New Business
11. Resolutions
12. Adjournment Sine Die.

Section 10.

All new business motions presented, voted upon and passed by the membership at the Conference shall be recorded by the Secretary and become effective thirty (30) days after the last day of the Conference. All conference financial reports shall be printed in the first WSAD newsletter following the conference.

Section 11.

Immediately following adjournment of all regular conferences, the newly elected and or reelected Officers, NAD delegate(s), and Trustees elected during that conference, with the exception of the representatives who shall make this pledge at the first board meeting following the regular conference, shall make the following pledge:

"I HEREBY SOLEMNLY PROMISE TO OBSERVE THE ARTICLES OF INCORPORATION AND BY-LAWS OF THIS ASSOCIATION AND PERFORM THE DUTIES PERTAINING TO

MY OFFICE TO THE BEST OF MY KNOWLEDGE AND ABILITY."

ARTICLE XV. Conference Quorums

Section 1.

A quorum shall consist of a minimum of twenty (20) active members registered for the conference for the transaction of business.

Section 2.

A member who had paid his or her annual dues before the beginning of the conference, shall be counted in determining the basis for a conference quorum.

Section 3.

A conference quorum shall be necessary for the election of officers, amending the By-Laws, or Articles of Incorporation, and authorizing the expenditure of money. Other business may be transacted without a quorum.

ARTICLE XVI. Amendments

Section 1.

The Articles of Incorporation, by a three-fourths (3/4) vote, and the By-laws, by a two-thirds (2/3) vote, can be amended at regular conference by the active members present, provided that the amendment is submitted in writing to the Chairperson of the By-Law Committee at least sixty (60) days before the first day of the next conference. The Law Committee will then send members the proposed amendments thirty (30) days before the conference.

Section 2.

Amendments may also be presented in any regular conference without previous notices, but such amendments must receive a four-fifths (4/5) vote for adoption.

Section 3.

Unless otherwise specified, the Articles of Incorporation and the By-Laws, as a whole, including the amendments adopted at a regular conference shall immediately be in effect. The chair of the bylaws committee shall distribute a copy to each member by utilizing the most effective mass-communication method, including but not limited to, postal mail, email, or website, within sixty (60) days following the conference and also to new members who join at a later date.

ARTICLE XVII. Parliamentary Authority

Section 1.

Robert's Rules of Order, Revised, shall be the Parliamentary Authority in all matters not answered in these By-Laws of this Association.

ARTICLE XVIII. Dissolution

Section 1.

In the event this Association is dissolved by formal action of a quorum of active members of the Association, the remaining Association assets shall be used to pay for or to provide for the debts and obligations of the Association and the remainder shall be set over and assigned to the National Association of the Deaf.

Section 2.

If the National Association of the Deaf is not in existence or does not qualify as a distributee of the Association assets, or is not willing or is not able to accept the distribution of the assets, the assets of the Association shall be distributed into a fund, foundation, corporation, organization or association which is organized and operated exclusively for the purposes as set out in the Section 501(c)(3) of the Internal Revenue Code of 1986 and had established its tax exempt status under the said Section.