



Kansas Association of the Deaf, Inc.

Bylaws

ARTICLE I - MEMBERSHIP

Section 1.1 **Members**

There shall be two (2) classes of memberships in the Corporation: Individual and Associate.

Section 1.1.1 **Individual Membership**

- A. Any Deaf person age 18 or older that is a resident of the state of Kansas shall have the right to participate and is eligible for all voting privileges at the State Association Meetings.
- B. Any Deaf person between the ages of 14 and 17 that is a resident of the state of Kansas is entitled to participate in discussions on motions, however, they shall not have the privileges to initiate motions, second motions, or possess voting rights at the State Association Meetings.

Section 1.1.2 **Associate Membership**

Any Deaf person who is a non-resident of the state of Kansas and any non-Deaf person who is a resident of the state of Kansas is eligible for Associate Membership. Associate Members are entitled to participate in discussions on motions, however, they shall not have the privileges to initiate motions, second motions, or possess voting rights at State Association Meetings.

Section 1.2. **Organization Members**

There shall be one class of organization membership: Affiliate.

Section 1.2.1 **Affiliate Membership**

Any local chapters, clubs and/or nonprofit organizations that serve Deaf Kansans and are in alignment with the Corporation's mission are eligible for Affiliate Membership after payment of dues. Affiliate Members are entitled to participate in discussions on motions, however, they shall not have the privileges to initiate motions, second motions, or possess voting rights at State Association Meetings.

ARTICLE II - DUES AND FEES

Section 2.1. Dues & Fees

- A.** Members shall pay an annual membership fee with membership validity extending for one year from the date of registration, expiring on the day before their registration anniversary in the following year.
- B.** The Board of Directors shall have the power to set the membership and affiliate fee and to levy dues and assessments as may from time to time be deemed necessary.

ARTICLE III - BOARD OF DIRECTORS

Section 3.1 Board of Directors

The elected officers of the Kansas Association of the Deaf Board of Directors shall be President, Vice-President, Secretary, Treasurer, DEAF UP Board member and three (3) Appointed Board members appointed by the board as voting members. They are referred to and hereby known as the Board of Directors or Board of Trustees.

Section 3.2 Election of Officers

- A.** Elections will be held in the summer of every odd-numbered year at a State Association Meeting of the Members. The President, Vice-President, Secretary, Treasurer, and DEAF UP Board Member shall be elected by a separate ballot for each position from among the members present during the election meeting of the odd-numbered year State Association Meeting. Immediately after the adjournment of the odd-numbered year State Association Meeting, officers elected shall assume their respective duties for a term of two (2) years.
- B.** The Board of Directors may select three (3) Appointed Board Members for special expertise. Appointed Board members shall assume their respective duties immediately upon accepting appointment by the Board of Directors within 60 days after the odd-numbered year State Association Meeting and serve their term until the next odd-numbered year State Association Meeting. Consideration shall be given to ensuring diversity balance for the Board as a whole.

Section 3.3

Qualifications

- A.** All officers of the Board of Directors must have a Deaf Gain, be a member of the Association, be at least 18 years old, and be legal residents of Kansas. Officers must exhibit a strong understanding of the Association's mission, vision, and objective. Fluency in American Sign Language is required of all officers. Additionally, all officers must demonstrate an ongoing commitment to recognizing, addressing, and challenging audism, while fostering an environment of diversity, equity, and inclusion in all levels of the Association.
- B.** Nominee(s) for the President must have served on the Board of Directors for at least 2 years.
- C.** If there is a declaration of national, state, or local emergency, and where the use of technology becomes unavailable and holding the virtual or in-person State Association Meeting cannot be held prior to the end of odd year, the officers of the Board of Directors shall continue to serve an additional two years.

Section 3.4

Resignations & Vacancies

- A.** All resignations from the Board of Directors must be communicated in writing to the President or the Secretary via paper copy, text, email, or other.
- B.** Should the President wish to resign, they must submit their resignation in the same manner to the Vice-President or the Secretary. Upon such resignation or unable to fulfill their duties, the Vice-President shall assume the role of acting president for the remainder of the term, regardless of prior board experience requirements for the presidency. This temporary assumption of duties does not constitute an election to the office of the president.
- C.** All other vacancies in office caused by resignation, death, or otherwise shall be filled by the President with the affirmative vote of a majority of the remaining Board of Directors until the next odd-numbered year State Association Meeting.

Section 3.5

Removal from Office

Should an officer of the Association fail to perform their duties as outlined in these bylaws or engage in actions that constitute a serious and material violation of these bylaws, or any applicable state or federal law, such matters shall be subject to review by the Board of Directors and by the Association's policies. For the

removal of the said officer from their position to be effected, it requires a two-thirds ($\frac{2}{3}$) vote by the Board of Directors present and voting, minus the officer to be removed.

Section 3.6 Conflict of Interest

All persons either elected or appointed to an office, prior to the acceptance and during the tenure of that position, shall consider each item of business, where they have a vote or decision authority, to determine if a real or perceived conflict exists with the interests of the Association. A conflict of interest is defined as any situation in which a member's decisions or votes could substantially and directly affect the member's professional, personal, financial or business interests. In the event that a person nominated for or holding an office finds themselves in such a position, they shall promptly disclose the conflict of interest to the Board of Directors and recuse themselves at any Board or committee meeting from any deliberations or vote on the matter giving rise to the conflict of interest. Each elected or appointed person will read and sign the Conflict Of Interest Policy at the time of acceptance of their position.

Section 3.7 Compensation

Members of the Board of Directors shall serve without receiving compensation except for standard expense reimbursement for costs incurred in the performance of their duties on behalf of the Association.

Section 3.8 Duties of Board of Directors

- A.** The **President** acts as the principal representative of KAD, with the option to appoint other officers for specific spokesperson duties as situations warrant. This officer shall chair the State Association Meeting and the Board of Directors Meetings, stepping aside only when circumstances prevent their participation. In addition to promoting adherence to KAD's bylaws and maintaining procedural integrity aligned with established parliamentary guidelines, the President also holds responsibility for authorizing expenditures. The President is required to be bonded alongside the Treasurer.
- B.** The **Vice-President** shall serve at any time the President is unable to serve, or when the office of the President becomes vacant. The Vice-President also is the chairperson of the Law committee.

- C. The Secretary shall:**
- a.** Be responsible for the minutes of the State Association Meeting and of the Board of Directors meetings;
 - b.** Be charged with the management of all KAD's communication platforms, ensuring active and effective communication across various channels;
 - c.** Maintain and keep current
 - i.** Articles of Incorporation and Bylaws with all amendments
 - ii.** Current membership records
 - iii.** Minutes of all meetings
 - iv.** Official meeting notices and communications
 - d.** Make records available for inspection by members according to organizational policies.
- D. The Treasurer shall have charge of all funds of the Association and is responsible for safeguarding the Association's non-profit status, financial interests, and assets through adherence to legal and fiscal regulations as dictated by the Internal Revenue Service and other relevant authorities. The Treasurer is required to be bonded alongside with the President. Additionally, the Treasurer shall maintain the membership database and is the chairperson of the Finance Committee.**
- E. The DEAF UP Board Member shall be in charge of the DEAF UP Scholarship fund. Additionally, the DEAF UP Board member shall be responsible for any programs that create and support new, emerging, and experienced leaders to meet the Association's mission.**
- F. The Appointed Board Members shall serve in a capacity or in capacities as dictated by the Board of Directors.**

ARTICLE IV - BOARD MEETINGS

Section 4.1

Regular Meetings

Board meetings shall be conducted at least five times per biennium. The location, dates, times, and means by which these meetings are conducted can be flexible, including but not limited to methods such as in-person gatherings (on-site) or virtual video (online) communication platforms.

Section 4.2**Special Meetings**

The President is authorized to convene a special meeting of the Board at their discretion and must also convene a special meeting of the Board upon the request of at least two Board members, excluding the President, with a minimum of 24 hour notice. Notice shall state the purpose of the meeting and no business other than that stated shall be conducted.

Section 4.3**General & Fiduciary Responsibilities**

The Board of Directors shall assume general control of the affairs of the Association between odd-numbered year State Association Meetings. The Board of Directors is hereby recognized as the Board of Trustees having full fiduciary authority: to use any available funds of the Association, to undertake actions to draft up and amend the budget as may be deemed necessary, and to ensure that the Association's finances are in compliance with the overall financial health and growth of the Association with the objective of advancing the mission of the Association.

Section 4.4**Quorum**

- A. A majority of the Board of Directors present in-person or virtually shall constitute a quorum.
- B. For email purposes, a majority of the Board of Directors responding within a declared time frame shall constitute a quorum.

Section 4.5**Voting**

- A. Votes may be cast through emails, in-person and virtual meetings.
- B. A majority of votes cast shall be required to adopt a motion or to elect to office.

ARTICLE V - STATE ASSOCIATION MEETINGS

Section 5.1**State Association Meetings of the Members**

In compliance with Kansas State Laws, the Association shall have a State Association Meeting (SAM) of the Members at such time and place as may be determined upon by the Board of Directors.

Section 5.2**Call to Annual State Association Meeting**

The President shall issue an official call to the SAM at least ninety (90) days in advance.

Section 5.3**Special State Association Meeting**

The President, with approval of the Board of Directors, shall have the authority to call for a special SAM at any time and notify members at least fourteen (14) days and no more than thirty five (35) days prior to the date of the special SAM.

Section 5.4**Format of State Association Meeting**

The format, agenda, and duration of the SAM shall be determined by the Board of Directors.

Section 5.5**Quorum**

A majority of members who have registered for the SAM shall constitute a quorum. Registration for the SAM shall open ninety (90) days prior to the meeting date and remain open until the start of the meeting.

Section 5.6**Virtual State Association Meeting during Declared Emergency**

If there is a declaration of national, state, or local emergency, the SAM, through the use of technology available, may be held virtually. Virtual SAM(s) during declared emergency will be recorded and published on any communications platforms in a readily accessible manner.

ARTICLE VI - PARLIAMENTARY AUTHORITY

Section 6.1**Law Compliance**

The parliamentary law of the Association shall first and foremost be in compliance with its state's laws. Robert's Rules of Order Newly Revised (latest edition) shall be the secondary authority on all questions pertaining to parliamentary law not covered in this Articles of Incorporation and Bylaws or to correct a current law in this Articles of Incorporation and Bylaws that are in contradiction that renders parliamentary procedures inefficient.

ARTICLE VII - AMENDMENTS

Section 7.1

Proposal Timing

Amendments to the Articles of Incorporation and/or to the Bylaws may only be proposed during a State Association Meeting of the members.

Section 7.2

Submission Requirements

Proposed amendments to the Articles of Incorporation and/or to these Bylaws must be submitted in writing to the Board of Directors at least sixty (60) days before the scheduled State Association Meeting. The Association's Law committee shall have the authority to accept or reject a proposed amendment after reviewing said proposal.

Section 7.3

Notice Requirements

The Board of Directors is required to provide notice of the proposed amendment(s) to all registered members at least thirty (30) days prior to the scheduled State Association Meeting at which the amendment(s) is to be considered. The notice shall include the full text of the proposed amendment(s) along with the time and place of the State Association Meeting.

Section 7.4

Voting Requirements

Alteration, amendment, or repeal of the Articles of Incorporation or Bylaws requires a two-thirds ($\frac{2}{3}$) vote of all registered members present at the State Association Meeting.

Section 7.5

Suspension

These Bylaws or sections of these Bylaws may be suspended for a specific purpose by four fifths ($\frac{4}{5}$) vote of all registered members present and voting at the State Association Meeting.

ARTICLE VIII - AFFILIATIONS AND REPRESENTATIONS

Section 8.1

Member of the National Association of the Deaf

The Association with a statewide representation shall be known as a cooperation member of the National Association of the Deaf (NAD). It shall cooperate and remit a fee to be determined at the

National Conferences. The affiliation and representation are determined according to the National Association of the Deaf ByLaws.

Section 8.2

Representation

KAD delegates, alternates, or representatives to the NAD Conference, National Leadership Training Conference (NLTC), National Black Deaf Advocates (NBDA) Conference and any other NAD, NBDA or Multicultural related conference/workshops shall be two (2) or more from the Board of Directors of the Association with the President first in order, Vice President second in order, and Secretary third in order followed by other member of the Board of Directors.

ARTICLE IX - COMMITTEES

Section 9.1

Establishing Committees

The Board of Directors may establish various committees as deemed necessary to advance the Association's mission and facilitate its business efficiently. Each committee will focus on specific purposes, enhancing targeted areas of the Association's operations. The President is authorized to appoint a chairperson for each committee, ensuring that the chosen individual is an Individual Member of the Association, with the approval of the Board. All committees shall submit progress reports to the President and Board of Directors.