

# National Deaf Interpreters Bylaws

## PREAMBLE

To justify the need for fellowship, networking, and collaboration within a Deaf space, Deaf interpreters do form ourselves into an organization to be known as “National Deaf Interpreters”, adopting the sociocracy guidance, do hereby adopt the following bylaws.

## ARTICLE 1 - NAME AND DESCRIPTION

The name of the organization shall be the National Deaf Interpreters (“NDI”), hereafter referred to as “the Organization,” or “NDI.” Established by, of, and for Deaf interpreters, the Organization’s aim is to advance the cause of Deaf interpreters and their service to Deaf people.

This organization includes and serves the following populations: Deaf interpreters, translators, service providers, educators, researchers, collaborators and innovators.

This organization aims to:

- build an effective professional Deaf interpreting platform,
- optimize association with high standards and performance,
- uphold effective and optimal communication access,
- resources to deliver sustainable benefits and networking opportunities, and
- serve as the representation for the industry by promoting the value of language to the greater business community and global as a whole.

The Organization is a nonprofit organization incorporated under the laws of the State of Arizona exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including making distributions to similar organizations for the same purposes.

## ARTICLE 2 - VISION

Be an inspiration to every Deaf interpreter.

## ARTICLE 3 - MISSION

NDI is the clearinghouse for the provision of services of Deaf interpreters, by creating communities, championing standards, and sharing knowledge.

## **ARTICLE 4 - VALUES**

NDI identifies the following characteristics as the foundation of our organizational values:

- Of/By/For Deaf Interpreters
- Deaf Ecosystem
- Deaf Space
- Ownership
- Transparency
- Innovation
- Organic
- Solidarity
- Respect

## **ARTICLE 5 - MEMBERSHIP**

Membership are divided into two categories.

### **Category 1: Voting Membership**

Any Deaf individual, whether they be active Certified Deaf Interpreters, pre-certified Deaf Interpreters, or have an interest in becoming a Deaf Interpreter, who have already attended one or more Deaf Interpreter Conference is categorized as a Voting Member.

### **Category 2: Non-Voting Membership**

Any Deaf individual, whether they be active Certified Deaf Interpreters, pre-certified Deaf Interpreters, or have an interest in becoming a Deaf Interpreter, who have not attended any of the Deaf Interpreter Conferences is categorized as a Non-Voting Member.

Allyships are non-voting entities that are divided into two categories:

### **Category 1: Individual Ally**

Any deaf or hearing individuals who may or may not have personal interest in becoming a Deaf Interpreter, but hold the desire to demonstrate or express interest in supporting the Organization is categorized as an Individual Ally.

### **Category 2: Organization/Company Ally**

Any deaf-owned or hearing owned organizations or companies who may or may not have direct operations with/for Deaf Interpreters, but hold the desire to demonstrate or express interest in supporting the Organization is categorized as an Organization Ally or a Company Ally.

Membership and allyship dues are paid on an annual basis. The dues schedule is outlined in the organizational Policy and Procedure Manual.

## ARTICLE 6- SOCIOCRATIC GUIDANCE

NDI follows sociocratic guidance based on the following principles:

- 1. The Principle of Consent:** Consent guide policy decision-making. Except as required by law and as otherwise stated in these bylaws, policy decisions shall be made with the consent of those they directly affect. Consent shall be defined as having “no reasoned objections”.
- 2. The Principle of Circles:** NDI shall guidance itself through a circular hierarchy of semi-autonomous, self-organizing circles that are responsible for policy decisions within their domain.
- 3. The Principle of Double-Links:** In the hierarchical structure of circles, a Meta Circle shall be double-linked to the Core Circle by the designated Facilitator and one or more representatives of the Meta Circle.
- 4. The Principle of Consent Elections** Except as required by law, circle members shall elect people to functions and tasks by consent.

The guidance of the Organization shall be structured as a circular hierarchy formed by double linked, semi-autonomous circles that reflect the operations of the organization. A circular hierarchy shall be defined as one in which each circle by means of representative participation in the Core Circle must consent to the decisions that affect its domain.

A selected Facilitator from the Core Circle, by consent by the Core Circle, shall manage the day-to-day operations of the Meta Circle’s domain. A selected Representative from the Meta Circle, by consent by the Meta Circle, shall participate in the Core Circle.

If after all options have been exhausted, a circle, other than the Core Circle, cannot achieve consent on a proposed action, the decision shall be referred to the Core Circle. If after all options have been exhausted, the Core Circle cannot achieve consent on a proposed action, the decision shall abide by the Roberts’ Rule of Order (RRO).

## ARTICLE 7 - THE CORE CIRCLE

Following the principles of sociocracy, the positions within the Core Circle will be decided upon by its members accordingly to the current and near-future needs of the organization. Facilitators shall relinquish their position assignment after each election. The same process is applied to the process of filling vacant positions, if any arises prior to the regularly scheduled election.

This organization is required to have four ongoing positions: one or two Organization Facilitators who shares responsibilities in supporting the activities of the Core Circle, Finance Facilitator who manages the organization’s accounting, and Communication facilitator, who records and disseminates the activities of the organization, and Humanity Facilitator who is in charge of ensuring that equity exists in all aspects of this organization.

The core group members will decide position assignments based on a team assessment of each individual member’s strengths, potential contributions, and resources. The Core Circle will then announce position assignments to the membership immediately following the initial meeting after the election.

For the quorum of the Core Circle, a one-third ( $\frac{1}{3}$ ) of all Core Circle Facilitators must be present in order for business to be conducted or actions taken. In no case, however, shall business be conducted, or actions taken with less than three facilitators participating.

Resignations must be in writing and received by the Core Circle. A Facilitator may be removed on the decisions of the circle without his or her consent.

Whenever possible, the Core Circle shall ensure compliance with the practice of sociocratic organizations to make records of all decisions and transactions transparent and available to the members and other interested parties.

Three core group members shall be designated as president, secretary, and treasurer for legal paperwork.

### **ARTICLE 8 - ELECTIONS**

The Core Circle shall be composed of a minimum of four (4) members who shall be called facilitators. Only voting members are eligible to be elected as facilitators. Facilitators are elected in staggered election cycles (elections are held every two years for  $\frac{1}{2}$  of the Core Circle) for a two-year term. Facilitators can serve no more than two terms.

The core group members are elected by the membership on a biannual basis in November using an online voting platform. In August, the nomination process will commence. In October, the nominations committee shall finalize the ballot that will be made available for a grace period of 30 days for the election. Elected facilitators shall be announced by the nominations committee by November. Refer to the organizational Policy and Procedure Manual for additional specific election procedures.

The term for each position will commence January 2nd of each year. The months of November and December will serve as a transitional period between the former facilitators and their replacements.

Should there be a vacant position that has more than one year remaining, the Core Circle Facilitators may elect a member to be a facilitator. Any facilitators elected to complete the term of a facilitator who has left the Core Circle shall be elected to serve the remainder of that term only.

### **ARTICLE 9 - FINANCIAL PRACTICES**

The financial practices of the Organization shall follow the highest standards of accountability and transparency. The Organization funds shall only be used for activities related to the Organization's mission.

The fiscal year shall begin on the first day of January and end on the last day of December unless otherwise determined by the Core Circle.

### **ARTICLE 10 - ANNUAL REPORT**

The Organization shall publish, in any media, an annual report that shall include, but not be limited to, a summary of the Organization's activities and a financial report for the previous year. The annual report shall be available to the public by April.

## **ARTICLE 11 - INDEMNIFICATION**

Except as otherwise limited by law and these bylaws, each Facilitator of the Organization shall be indemnified by the Organization and shall not be held liable for damages or the costs of their defense for any acts or omissions as a result of providing services or performing duties on behalf of the Organization.

Indemnification Rights shall not include:

1. Any act or omission that is not reasonably included in the services or duties as requested or approved by the Organization
2. The willful misconduct of the Facilitator
3. A crime, unless the Facilitator had reasonable cause to believe that the act was lawful
4. A transaction that resulted in an improper personal benefit of money, property, or service to the Facilitator
5. Any act or omission that is not in good faith and is beyond the scope of authority of the Organization

## **ARTICLE 12 - AMENDMENTS**

These Bylaws may be altered or repealed, and new bylaws adopted by the Core Circle with a minimum of thirty (30) days' notice to all Organization members of intent to amend, including the wording of such amendment. The purpose of such notice shall be to allow the membership to call special meetings, if they consider it necessary, to deliberate on such amendment and to select a representative(s) to participate in the deliberations with the Core Circle.

No amendment shall be made that would adversely affect the Organization's qualification under Section 501(c)(3) of the Internal Revenue Code of 1986, or any successor provision.

## **ARTICLE 13 - DISSOLUTION**

If deemed necessary by the Core Circle to proceed with dissolution of the organization, members will be notified at least thirty days after the decision along with rationale allowing the members to identify representative(s) to participate in deliberations with the Core Circle for a period of six months. After the six-month period, the Core Circle will make the final decision whether to proceed with the dissolution.

If dissolution is the final decision then any remaining assets shall be distributed to one or more Deaf-related charitable, educational, scientific, or philanthropic organizations qualified for a tax exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Such organization will be recommended and chosen by a two-thirds ( $\frac{2}{3}$ ) by members of the Organization.

ADOPTED [October 30, 2019]