THE BYLAWS

OF THE

NORTHERN VIRGINIA ASSOCIATION

OF THE DEAF, INC.

A CHAPTER OF THE

VIRGINIA ASSOCIATION
OF THE DEAF, INC.

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ARTICLE 1 – NAME

1. Name.
The name of this organization shall be the Northern Virginia Association of the Deaf (NVAD), affiliated with the Virginia Association of the Deaf, Inc. (VAD).

ARTICLE 2 – PURPOSE

2. Purpose.
The purposes of the organization shall be to work in harmony with VAD to promote any worthwhile cause of Deaf and Hard of Hearing people, and especially to work for the betterment of conditions affecting the Deaf and Hard of Hearing people of Northern Virginia. Northern Virginia is defined as an area made up of the cities of Alexandria, Fairfax, and Falls Church and the counties of Arlington, Fairfax, Loudoun, and Prince William.

ARTICLE 3 – MEMBERSHIP

3.1 Eligibility for Membership.

3.1.a Active Member.
Any citizen residing in Northern Virginia may be admitted to active membership. Active members are entitled to participate in any NVAD activities.

3.1.b Associate Member.
Any person who does not qualify for active membership may become an associate member with all privileges given to active members except that of serving on the Board.

3.1.c Organizational Member.
Any organization which exists to serve Deaf and Hard of Hearing people or has an interest in the welfare of Deaf and Hard of Hearing people may become an organizational member and have a representative in general meetings with only a voice privilege.

3.2 Dues.

3.2.a Annual membership dues shall be determined by majority vote at a General Meeting.

3.2.b All members shall keep their membership dues current to remain in good standing.

ARTICLE 4 – BOARD OF DIRECTORS

4.1 The Directors.
The Board of Directors, known as the Board, shall consist of the Officers and three Members-At-Large.

4.2 Qualifications.
Each Director shall have been an active member of the organization for at least a year. Each Director shall be a member of VAD.

4.3 Powers and Duties.
The Board shall (a) monitor the activities of the organization; (b) ensure that the Bylaws are complied with; and (c) have the authority to manage the business affairs of this organization. The Board also may take any urgent action if consent is obtained from the majority of the Board.

4.4 Power Limitation.
The Board shall not have any power to amend the Bylaws.

4.5 Term.
The term is one year, from January to December of the same year.

4.6 Election.
The election shall be held at the fourth quarter general meeting. If the election can not be held at such meeting, such election shall he held as soon as possible thereafter.

4.7 Oath of Office.
The following Oath of Office shall be administered to the incoming Officers and Members-At-Large by the Chairperson of the Nominating Committee:

> "I pledge to perform to the best of my ability the duties of
> the office to which I have been elected, so help me God."

4.8 Removal.
Any Director who has not performed his/her duties in the best interest of this organization may be removed by a 2/3 vote of the Board.

4.9 Vacancy.
A vacancy on the Board may be filled by the President with the approval of the Board, or by the Board, for the unexpired portion of the term.

4.10 Official Materials.
All Directors leaving the Board shall turn over all books, papers, and property of the organization to the Board no later than thirty (30) days after his/her term expires or is terminated.

ARTICLE 5 – OFFICERS

5.1 Officers.
The officers of the organization shall be: President; Vice President; Secretary; and Treasurer. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors.

5.2 President.
The President shall: (a) be the principal executive officer of the organization; (b) be the Ex-Officio Chairperson of the Board; (c) preside at all General and Board Meetings; (d) sign, with the Secretary, Treasurer, or any other proper Committee chairperson, deeds, mortgages, bonds, contracts, or other instruments which the Board has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board or by these Bylaws to some other officers; (e) be the delegate to the VAD Convention; (f) appoint members to represent the organization with the approval of the Board; (g) appoint Chairpersons on all committees with the approval of the Board; and (h) perform other duties as prescribed by the Board from time to time.

5.3 Vice President.
The Vice President, in the absence of the President, or at the request of the President, shall have the powers of, and be subject to all the restrictions upon, the President. The Vice President shall (a) perform such other duties. from time to time as assigned by the President or the Board; and (b) be the ex-officio member of each organization committee.

5.4 Secretary
The Secretary shall (a) record the minutes of the General and Board Meetings; (b) pass out copies of the minutes of the previous general and board meetings; (c) help the President with the correspondence of the organization; (d) be responsible for the membership attendance roll at all general and board meetings; and (e) perform other duties from time to time as assigned by the President or the Board.

5.5 Treasurer
The Treasurer shall (a) be in charge of the Treasury of the organization; (b) receive and give receipts for monies due and payable to the organization; (c) handle financial transactions of the organization; (d) deposit monies in bank(s) or other depositories in the name of the organization; (e) keep an accurate record of all income and expenditures of the organization; (f) keep financial statements up to date; (g) submit financial reports at each General and Board meeting; (h) send out membership renewal notices; (i) make available to the Auditing Committee all books, receipts, records, arid the like, for auditing purposes; 0) submit an audited annual financial report to the Board within 60 days after the end of the fiscal year; and (k) perform other duties assigned by the President or the Board.

ARTICLE 6 – MEETINGS

6.1 General Meetings.
General Meetings shall be held at least four times per calendar year. The Board shall designate any place in the Northern Virginia area for the general meetings. The President or the Secretary shall have the responsibility to see that a written notice stating the location, date, and time of the general meeting is delivered to each member at his/her address as it appears on the membership list of the organization, not less than ten days before the date of the meeting.

6.1.a Quorum.
The quorum of any general meeting shall be ten percent (10%) of the membership.

6.1.b Special Meeting.
A special meeting for any purpose may be called by the President or the Board at the request of not less than ten percent (10%) of all members of the organization.

6.2 Board Meetings.
Board meetings may be called by the President or the majority of the Board when the need arises. Board meetings shall be open to members and invited guests.

6.2.a Quorum.
The quorum of any board meeting shall be the majority of the Board.

6.2.b Action of the Board.
The action of the majority of the Board present at the meeting shall be the action of the Board.

6.2.c Special Action.
The Board may take any special action without holding a meeting if consent is obtained from the majority of the Board.

6.3 Parliamentary Authority.
In all meetings, Robert's Rules of Order, current edition, shall be the authority in parliamentary procedures, unless specified otherwise by the Bylaws.

ARTICLE 7 – COMMITTEES

7.1 Standing Committees.
The Standing Committees shall be: Auditing Committee; Awards Committee; By-laws Committee; Nominating Committee; Social Committee; and Ways and Means Committee.

ARTICLE 8 – PUBLICATIONS

8.1 The NVADers.
The NVADers shall be the official publication of this organization. It shall be published at least four times a year and mailed to all members at their addresses as they appear on the membership list of this organization.

ARTICLE 9 – AMENDMENTS

The Bylaws may be amended only by approval of two-thirds of the active members attending in any general meeting. Proposed amendments shall be submitted in writing to the Bylaws Committee and announced at a general meeting. The proposed amendments shall be voted on in the next general meeting.

ARTICLE 10 – DISSOLUTION

In the event the Association is dissolved, after payment of all debts and liabilities, remaining assets shall be distributed to 501(c)(3) organizations dedicated to the well being of Deaf and Hard of Hearing people at the discretion of the Board.