



# CAL-ED

California Educators of the Deaf

# BYLAWS

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# CAL-ED Bylaws

## Article I: Name

The name of this organization shall be the California Educators of the Deaf (CAL-ED), referred to hereinafter as the “*Organization*.”

## Article II: Vision

CAL-ED envisions a world where Deaf Education is audism free. CAL-ED will build upon its long history of collaboration and advocacy to become the leading organization for educators, professionals and stakeholders in California’s Deaf Education system. CAL-ED strives to become a central hub of appropriate, accessible and affirming resources in Deaf Education.

*CAL-ED believes that for many individuals, identity can be fluid. Deaf- when the term Deaf is used, consider that it does not encompass all the lived experiences of multiple identities of Deaf individuals. These identities may change over time and place, some examples include; Deaf, Hard of Hearing, DeafBlind, Deaf Disabled, & Late-Deafened.*

## Article III: Mission

CAL-ED is a non-profit organization that supports quality education of students who are Deaf by fostering a collaborative network of resources, professional development, advocacy, and sharing of information on relevant topics for professionals, families, and stakeholders in the field of Deaf Education.

## Article IV: Membership

### Section 1. Status

Membership in the Organization shall be open to persons actively, directly engaged or interested in the education of students who are Deaf. Membership shall uphold the vision and mission of the Organization. Membership eligibility is not discriminatory on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, military status, in any of its activities, operations or any other basis prohibited by law.

### Section 2. Qualifications and Categories of Membership

Membership is composed of Professional, Associate, and Lifetime members. Membership shall be of four categories:

A. Professional Memberships are open to:

- i. Credentialed teachers and professors in Deaf Education
- ii. Educational administrators supervising programs of Deaf students
- iii. Credentialed related service providers in Deaf Education
- iv. Certified interpreters working with Deaf students

B. Associate Memberships are open to:

- i. Non-certified persons working in educational programs for Deaf students (such as instructional aides and paraprofessionals)

- ii. Families with Deaf children
- iii. Retired professionals and stakeholders
- iv. Students enrolled in programs to train teachers, service providers, and/or interpreters of Deaf students.

C. Lifetime Memberships are open to:

- i. Past Presidents, who have completed their term(s) in good standing, shall hold membership for life without the need to pay additional dues
- ii. Lifetime Achievement Award Recipients

### **Section 3: Dues**

The Membership dues of the Organization shall be determined by the Board as indicated in the Policies and Procedures.

### **Section 4: Voting Rights of Members**

- A. Professional Membership: Persons holding professional memberships shall each be entitled to one vote in all decisions made during general membership meetings.
- B. Associate Membership: Persons holding associate membership **do not** have voting rights and may not hold an elected or appointed office.
- C. Lifetime Membership: Persons holding lifetime memberships shall each be entitled to one vote in all decisions made during general membership meetings.

### **Section 5: Termination and Reinstatement of Membership**

- A. Any member may terminate their membership at any time for any reason upon delivery of a written notice of such termination to this Organization.
- B. The Board of this Organization may terminate or temporarily suspend an individual's membership for just cause, documented in writing, and after a thorough review that has shown serious infractions of the vision, mission, and/or the Bylaws of this Organization.
- C. A member who has been terminated or suspended may be reinstated by the Board of this Organization after a reasonable amount of time and/or amends as determined by the Board of this Organization.

### **Section 6: Waiver of Individual Liability**

No member of this Organization shall be personally or otherwise liable for any debts, liabilities, and/or obligations of this Organization.

### **Section 7: Membership Contact Information**

- A. All members of CAL-ED shall become part of the Organization's mailing list.
- B. The CAL-ED mailing list may NOT be sold or distributed to other organizations or persons without prior consent of its members.

## Article V: Officers

### Section 1. Officers

The officers of the Organization shall be President, President Elect/Past President, Vice President, Secretary, Treasurer, Conference Chair, Director of Family Involvement, Director of Youth, Director of Equity, Diversity & Inclusion, Director of Continuing Ed, Director of Public Relations, Director of Community Involvement, Director of Support Services & Shared Resources & Director of Legislative Impact. The Organization shall strive to have a diverse population of officers. These officers comprise the Board of the Organization and shall be referred to hereinafter as the “Board.”

### Section 2. Voting Eligibility

All officers, with the exception of the President, of the Organization shall have full voting rights as members of the Board. In an event of tie, the President may cast a tie-breaking vote. Each member = 1 vote. As a special member of the Board, the conference chair(s) are allowed one vote.

### Section 3: Terms of Office

All new officers shall assume their duties at the conclusion of the conference.

#### *Section 3a. President*

The President shall serve a two-year term of office commencing at the conclusion of the annual general membership meeting. The current President, after completing a two-year term, shall then occupy the position of Past President for an additional one-year term as a member of the Board in an effort to support the President.

Term: **2 years**

#### *Section 3b. President-Elect*

The President Elect shall serve a one-year term during the second year of the President’s term. At the conclusion of said one-year term, the President Elect shall occupy the position of President.

Term: **1 year**

#### *Section 3c. Past President*

The Past President shall serve a one-year term during the first year of the President’s term. In the event that the President is unable to complete their two-year term, the Past President shall acquire the responsibilities of the remaining term, until a new President is elected at the annual conference.

Term: **1 year**

#### *Section 3d. Conference Chair(s)*

The conference chair(s) shall commence at the conclusion of the annual general membership meeting and conclude approximately one year thereafter with submission of final post conference reports.

Term: **1 year**

#### *Section 3e. All Other Offices*

The Vice President, Secretary, Treasurer, Conference Chair(s), Director of Family

Involvement, Director of Youth, Director of Equity, Diversity & Inclusion, Director of Professional Development, Director of Public Relations, Director of Community Involvement, Director of Support Services & Shared Resources & Director of Legislative Impact. shall serve a two-year term commencing at the conclusion of the annual general membership meeting and concluding two years thereafter. Upon completion of their term, positions are opened up for the general membership for elections.

Term: ***2 years***

### ***Section 3f. Non-Elected Board Positions***

Such positions (i.e: California Department of Education Liaison, California Teachers Association Ambassador, California Association of the Deaf Ambassador, Past President Advisor) that may be appointed by the Board are to be served for a period of one year. However, such terms may be extended for additional year by a 2/3 vote of the Board.

## **Section 4: Powers and Limitations of the Board**

A. General Powers – The Board of this Organization shall manage the business of CAL-ED subject to restrictions imposed by law, Articles of Incorporation, and these Bylaws.

B. Specific Powers – Without prejudice to such general powers, the Board shall have the following specific powers:

- a. To make and change policies not inconsistent with these Bylaws for the management of the business and affairs of this Organization.
- b. To appoint and approve all agents of the Organization, except for the elected officers; prescribe their duties, and transfer power and duties as deemed necessary and appropriate.
- c. To appoint and/or remove and/or suspend such subordinate members of the Organization, determine their duties or modifications thereof, as well as possible change in status of membership.
- d. To select and designate a bank or trust company as the Board deems advisable as the official depository of the funds of the Organization and to prescribe and order the manner in which such deposits/withdrawals shall be conducted.
- e. To designate the location of its meetings or to authorize the President to do so.
- f. To take action without a meeting if a majority of the responding Board members shall individually or collectively consent in writing, electronically, or in hard copy, to the issue(s) up for consideration. Such written consensus shall be noted in the minutes of the proceedings of the next Board Meeting.

## Section 5: Individual Officers and Duties

### *Section 5a. The President shall:*

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and the Policies and Procedures of the Organization.
- C. Prepare, maintain, and evaluate with revisions, as needed, a quarterly budget with assistance from the Treasurer. This budget is to be approved by the Board.
- D. Prepare the agenda for each Board meeting.
- E. Preside over and maintain order at Board meetings, the annual General membership meeting and Conference with support from other Board members.
- F. Provide ongoing communication between officers, committee chairs, and the members as needed to further the mission of the Organization.
- G. Remain informed regarding legislation and regulations, and guide the Organization in taking positions and actions.
- H. Act as contact and spokesperson for the Organization.
- I. Have the option of delegating a Board member to the task of representing the Organization at hearings.
- J. Facilitate elections and supervise the counting of all electronic ballots for officers of the Organization.
- K. At any Board meetings nominate candidates for any vacant positions.
- L. Present or delegate the presentation of the Past President and other outgoing officer recognition.
- M. Select scholarship/grant recipients with the Board; the selected students are to be full-time students in credential programs in the region of the state in which the conference is held who are planning to teach Deaf children.
- N. Solicit nominations for awards; plan the awards program with the Conference Chair (s); and purchase awards for each award recipient.

### *Section 5b. The President-Elect shall:*

- A. Attend all Board meetings.
- B. In the absence of the President, preside over meetings and perform other

duties of the President.

- C. Acquire a working knowledge of parliamentary procedures and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- D. Provide support to other officers, committee chairpersons, and the membership as needed to further the mission of the Organization.
- E. Remain informed regarding legislation and regulations, and guide the Organization in taking positions and actions.
- F. Solicit nominations for awards; plan awards program with the Conference Chair(s) and the President; and purchase awards for each award recipient.
- G. Prepare and disseminate electronic ballots to voting members as necessary, and collect and count said ballots under the supervision of the President.

***Section 5c. The Past President shall:***

- A. Attend Board meetings and provide support as necessary .
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Be the Organization's historian and supervise the archives.

***Section 5d. The Conference Chair(s) shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Plan the next annual Conference in their region of the state; this includes selection of date, site, theme, logo, speakers, and other needed details, with Board approval.
- D. Prepare a conference budget with assistance from the Vice President and Treasurer, with Board approval.
- E. Report conference planning to the Board monthly.
- F. In the absence of a Conference Chair(s) for any conference year, the Board will appoint a replacement or assume all responsibilities of planning the conference, securing conference site and fiscal responsibility. This responsibility will be assumed at the current Board's discretion.

***Section 5e: The Vice President shall:***



- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedures and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Maintain a current membership database including an annual report of demographics; and assure members are receiving benefits of membership.
- D. Coordinate and be responsible for all aspects of Membership and Annual Conference Registration with the assistance of the Treasurer.
- E. Report activities and membership numbers at each Board and general membership meeting.
- F. Prepare and disseminate electronic ballots to voting members as necessary, and collect and count said ballots under the supervision of the President.
- G. Collaborate with and support the Director of Legislative Impact with grant writing.

*Section 5f: The Secretary shall:*

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Take minutes of all Board and general membership meetings. Submit to the Board within 72 hours for approval and make revisions as necessary.
- D. Provide each Board member with meeting minutes in a timely manner. Maintain a file of past minutes, to be accessible by all Board members.
- E. Ensure that Bylaws are available to all members; provide a list of changes and update in a timely manner following each Board or general membership meeting as necessary.
- F. Compile and maintain a current Board roster, to be distributed to Board members as changes occur. Submit to the Director of Public Relations updates of any changes regarding the electronic posting of Board details/photos and any announcements.
- G. Maintain files which include but are not limited to current Bylaws, Policies and Procedures, meeting minutes, Board roster, E-News issues, CAL-ED correspondences and activities.
- H. Act as the Co-Editor with the Director of Public Relations of e-News, responsible for the layout, compilation of current information, dissemination of e-News to members. Obtain Board approval of E-News prior to dissemination. Be enabled to appoint a

committee to assist with publications.

- I. Consult with the Vice President concerning the membership database.
- J. Provide new Board members a handbook of relevant documents pertaining to the Organization.

*Section 5g: The Treasurer shall:*

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and the Policies and Procedures of the Organization.
- C. Shall be responsible for all financial matters related to the Organization.
- D. Collect and deposit all monies for the Organization.
- E. All original receipts for reimbursement must be submitted to the Treasurer within two months from the date of purchase. Approved reimbursements shall be made within 30 days.
- F. Maintain communication with the Vice President concerning monies received from members.
- G. Pay all bills for the Organization with checks/debit card and/or transactions approved and/or co-signed in the name of CAL-ED by such officers of the Board.
- H. Use accepted accounting practices for record keeping and financial reporting.
- I. Provide monthly financial reports to the Board.
- J. Collaborate with the President in the preparation and implementation of the annual budget, which includes the budgets for all Board positions and activities.
- K. Provide an annual financial report at the annual membership meeting.
- L. Assist with the operation of the registration area at the annual conference.
- M. Lead in fundraising efforts including, but not limited to, sponsorships, annual giving, and donations.
- N. Maintain and share the database of contributors with the Board to recognize on the public forum. Send out acknowledgements and tax donation forms to supporters.
- O. Work with the Director of Public Relations to ensure that the website domain is secured annually.

***Section 5h: The Director of Public Relations shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Oversee and maintain all updates as needed and/or required on the CAL-ED website.
- D. Work with the treasurer to ensure that the website domain is secured annually.
- E. Shall work with the members of the Board to ensure that relevant information applying to membership, conference, and/or other board activities are posted on the website and social media channels in a timely and appropriate manner.
- F. Shall use creative means to make sure the website is user friendly and applicable to the membership. Ensure accessibility on all channels.
- G. May establish a social media committee to manage, refer and/or defer responsibilities assigned to this position.
- H. Oversee, maintain all updates, and moderate all discussions and posts on all social media channels.
- I. Develop original content promoting the mission of the Organization on social media.
- J. Act as the Co-Editor, with the Secretary, of e-News, responsible for the layout, compilation of current information, dissemination of e-News to members. Obtain Board approval of E-News prior to dissemination. Be enabled to appoint a committee to assist with publications.

***Section 5i: The Director of Professional Development shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Coordinate and be responsible for all aspects of CEUs.
- D. Organize and coordinate Workshops and SIG groups at the Annual Conference with the Conference Chair(s)
- E. Coordinate ongoing workshops year-round.

***Section 5j: The Director of Community Involvement shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Collaborate with the Director of Family Involvement and Director of Support Services and Shared Resources.
- D. Create a directory of all community resources pertinent to Deaf Education. Share support within the community.
- E. Host community events, workshops, round table discussions, etc.

***Section 5k: The Director of Equity & Inclusion shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Leads discussions on equity, diversity, and inclusion (EDI).
- D. Coordinates accessibility efforts' reports on progress and identifies gaps.
- E. Develops opportunities for future areas of focus with the organization and its members.
- F. Develop and deliver learning experiences for members and serve as a coach and mentor to board members
- G. Assist in the development of content for internal and external CAL-ED campaigns.

***Section 5l: The Director of Family Involvement shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Collaborate with the Director of Community Involvement and Director of Support Services and Shared Resources.
- D. Create and maintain a shared directory of resources, contributors, and support for families.
- E. Connect and collaborate with parent/family organizations.

- F. Host family engagement events, workshops, round table discussions, etc.
- G. Act as liaison between Deaf Education programs/schools and Deaf community agencies.

***Section 5m: The Director of Legislative Impact shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Collaborate with the California Department of Education, California Teacher Association, California Association of the Deaf, National Deaf Education Conference, National Association of the Deaf and other relevant stakeholders.
- D. Investigate and propose legislation changes impacting Deaf Education.
- E. Collaborate with and support the Vice President with grant writing.

***Section 5n: The Director of Support Services & Shared Resources shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Collaborate with the Director of Family Involvement and Director of Community Involvement.
- D. Develop and coordinate a central hub of resources and organizations related to Deaf Education.

***Section 5o: The Director of Deaf Youth shall:***

- A. Attend all Board meetings.
- B. Acquire a working knowledge of parliamentary procedure and a thorough understanding of the Bylaws and Policies and Procedures of the Organization.
- C. Lead initiatives such as Deaf Young Scholars, Deaf Youth literacy, Deaf Youth Scholarships and Leadership, and Deaf Youth Mentorship.
- D. Create and maintain a shared directory of resources, contributors, and support for Deaf Youth.
- E. Host Deaf Youth engagement events, workshops, round table discussions, etc.

## **Article VI: Meetings of the Organization**

The operational year begins with the first board meeting during or after the conference, following the general annual membership meeting.

### **Section 1. Annual Membership Meeting**

An annual membership meeting of the Organization shall be held each year, during the conference. Notice of the time, place, purpose, and agenda of the meeting shall be given to each member of the Organization (in the manner set forth in Section 5511 of the California Nonprofit Benefit Corporation Law, as amended from time to time).

#### ***Section 1a. Quorum (Annual Members Meeting)***

Twenty-five voting members shall constitute a quorum for the purpose of conducting the Organization's business at any properly announced meeting (pursuant to the terms of Section 5512 of the California Nonprofit Public Benefit Corporation Law, as amended from time to time). In the event that Quorum is not attained by the general membership, Quorum may be established by 51% of the Board members being present. If such is the case, business may be conducted since Board members are duly elected by the membership to serve in the best interest of those being represented by the organization.

## **Article VII: Board**

### **Section 1. The Board**

The officers of the Organization shall constitute the Board. Deaf Professionals must constitute a minimum of 51% majority of the Board.

### **Section 2. Powers**

The Board shall oversee the affairs of the Organization between its business meetings, determine the hour and place of meetings, make recommendations to the Organization, and shall perform such other duties as are specified in these Bylaws. The Board shall be subject to the suggestions of the general membership, and none of its acts shall conflict with the action taken by the general membership.

### **Section 3. Policies and Procedures**

The Board shall establish the Policies and Procedures for the operations of the Organization. The Policies and Procedures shall be in accordance with the current Bylaws. At the Board's discretion, revisions to the Policies and Procedures may be made to further the mission of the Organization.

### **Section 4. Quorum (Board Meetings)**

Quorum is the minimum number of Board members that must be present at its meetings to make the proceedings of that meeting valid. Quorum may be established by 51% of the Board members being present. Every act or decision done or made by a majority of the Board present at a meeting duly held at which a quorum is present is an act of the Board.

### **Section 5. Board Votes**

After quorum has been established, the Board may vote upon motions as needed. A motion shall pass with a majority vote from Board members in attendance. Abstentions shall not contribute to the total vote count.

### **Section 6. Meetings**

The President shall call regular monthly meetings of the Board.

### **Section 7. Special Meetings**

Any Board member may request a special meeting, to be held by the President or Vice President/President Elect/Past President, and be held after giving at least 48 hours advance notification.

### **Section 8. Resignation or Removal of Board Members**

A. Any Board member may resign for personal or other reasons by submitting a letter of resignation to the President or Vice President/President-Elect/Past President of the Organization.

B. Any officer may be suspended or removed for cause by a 2/3 vote of the officers who are present and voting at a properly convened meeting due to 1) violations of the bylaws, policies, or rules of the Organization or, 2) for attitudes or conduct that are detrimental to the Organization, its mission, operations, services, or reputation. These inappropriate actions shall be evidenced by a detailed written complaint to the President or Vice President/President-Elect/Past President of the Organization. The officer in question will be allowed due process before a decision is finalized.

### **Section 9. Vacancies**

In the event of vacancies in any office because of disqualification, removal, resignation, death or otherwise, the President shall appoint, with consent of the Board, a qualified member until the next election may be held.

## **Article VIII: Committees**

### **Section 1. Standing Committees**

A. Standing committees may be established and appointed by a majority of the Board as needed.

## **Article IX: Election Procedure**

### **Section 1. Nominations**

A. The Board shall act as a nominations committee as a whole to seek candidates and make nominations for offices in the Organization. The duties of Board members shall be detailed in the Policies and Procedures.

B. Board vacancies shall be advertised.

### **Section 2. Duties of the Candidates**

A. Each incumbent Board member who desires to run for re-election shall submit a nomination to

the president prior to the election.

B. Nominations for general members who are interested in elections shall be received no later than one day prior to the election.

C. Nominees for officers of the Organization must be a current voting member residing within the state of California.

### **Section 3. New Officers**

A. Newly elected officers shall be announced at the conclusion of the elections by the President.

## **Article X: Dissolution of the Organization**

In the case we as the unincorporated organization were to dissolve, we'd need to establish a resolution such as "Resolved, that the Organization be dissolved as of date ..." This resolution may be preceded by a preamble setting forth the reasons for the dissolution. It is in effect a motion to rescind the Bylaws, and therefore required for its adoption the same notice and vote as to amend them. The required notice shall be sent to all members of record. Such a resolution shall include distribution of our assets to an organization with similar objectives, as required by state and federal tax laws.

## **Article XI: Parliamentary Authority**

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Board and the business of the Organization, when applicable.

## **Article XII: Amendments of the Bylaws**

The Bylaws may be amended by a majority vote of the Board. All amendments, after Board approval, will be submitted to the General Membership for consent. Once consent is given the bylaws, as revised, shall automatically become approved with all changes included.

Opportunities for amendments to be made to the Bylaws may be given to the membership after a disclosure/announcement has been made at a regularly scheduled General Meeting for the Membership. Membership will be given a time period of 30 days before the General Meeting by which to make recommendations for changes. Such recommendations for amendments must be submitted in writing and given to the Organization's recording Secretary.

Recommendations will be presented to all active voting members during the general meeting for review, discussion, and/or consent. Upon approval shall immediately be submitted for inclusion into the Bylaws.