

CODA Midwest Bylaws

ARTICLE I: NAME

The name of this organization shall be CODA Midwest.

ARTICLE II: PURPOSE

The purpose of CODA Midwest is to address the bicultural identity of children of deaf adults, and to support the “Mission and Purposes” of CODA International.

ARTICLE III: MEMBERSHIP

Section 1- Composition. Membership is primarily, but not exclusively, composed of hearing children of deaf parents.

Section 2- Categories. CODA Midwest shall have two membership categories:

- A. *Voting Member.* A voting member must be eighteen (18) years of age, the hearing son or daughter of deaf parent(s); and a resident of Michigan, Indiana, Illinois, Wisconsin, Minnesota, Ohio, or Kentucky; and a dues paying member of CODA International.
- B. *Supporting Member.* A supporting member must be interested in furthering the purpose of CODA Midwest and is not entitled to vote on matters of organizational business.

Section 3 Dues: The amount of dues and any fees shall be determined by the Board of Directors.

ARTICLE IV: MEETINGS

Section 1- Annual Meetings. An annual meeting shall be held at a place, date, and time designated by the Board of Directors.

Section 2- Additional Meetings. From time to time additional meetings may be held at a place, date, and time designated by the Board of Directors.

Section 3- Notification. Notice of the place, date, and time of any meeting must be given to the members at least 30 days in advance.

Section 4- Quorum. A quorum for any meeting shall consist of at least ten (10) percent of the voting members.

Section 5- Voting. All voting during meetings must be cast in person, no proxy votes are allowed.

Section 6- Electronic Voting. Electronic voting shall be permitted insofar as the process allows for one (1) vote per member on any given item of consideration.

ARTICLE V: BOARD OF DIRECTORS

Section 1- Governance. Toward achieving the purpose of CODA Midwest, the management, governance, and operational affairs shall be vested in the Board of Directors.

Section 2- Composition. The directors of this organization shall be a President, Vice-President, a Secretary, a Treasurer, and a Member-at-Large.

Section 3- Qualifications. The directors must be voting members of CODA Midwest as defined in these bylaws.

Section 4- Term of Office. Each director shall hold office for a term of two (2) years from the date of election, and may serve up to three (3) consecutive terms.

Section 5- Interim Vacancies. The Board of Directors may fill interim vacancies as necessary.

Section 6- Nomination. Any person qualified to be a Director under these Bylaws may be nominated by the method of nomination authorized by the Board of Directors.

Section 7- Election. Each director shall be elected at the annual meeting, or by mail, or electronic means as proscribed by these Bylaws.

Section 8- Compensation. Directors shall not receive any salary or compensation for their services as CODA Midwest is a volunteer organization.

Section 9- Reimbursements. Expenses related to the business of the organization may be reimbursed upon approval of the President and Treasurer.

Section 10- Meetings. Meetings of the Board of Directors may be called by the President, the Vice-President, the Secretary, or any two (2) Directors.

Section 11- Quorum. A majority of the Board of Directors constitutes a quorum of the Board for the transaction of business.

ARTICLE VI: RECORDS AND REPORTS

Section 1- Records. The organization shall keep adequate and correct records of accounts and minutes of the proceedings of its Members, Board of Directors, and committees.

Section 2- Annual Report. The Board shall cause an annual report made to the Members no later than one hundred and twenty (120) days after the close of the organization's fiscal year.

Section 3- Inspection. Requests for inspection of books, records, and other reports should be directed to the President.

ARTICLE VII: TRANSACTIONS

Section 1- Fiscal Year. The financial year of CODA Midwest commences on January 1 and ends on December 31 of each year.

Section 2- Funds. This organization may derive its funds from annual dues, special events, and any other means determined by the Board.

Section 3- Negotiable Instruments. Checks, invoices, promissory notes and other negotiable instruments may be signed, accepted, drawn, made or endorsed on behalf of CODA Midwest in such a way and by such persons as the Board of Directors may determine, and not otherwise.

Section 4- Liability. Members shall not be assessed for the debts of the organization. A member shall not solely, because of membership, be personally liable for the debts or other obligations of the organization.

ARTICLE VII. PARLIMENTARY AUTHORITY

Section 1- Roberts Rule of Order. The rules contained in the current edition of Robert's Rule of Order Newly Revised shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order this organization may adopt.

ARTICLE VII: AMENDMENT OF BYLAWS

Section 1- Amendments. These bylaws may be amended at any meeting of the board by a two-thirds vote, provided the amendment has been submitted to the board at least 30 days in advance.