

# **Missoula Council of the Deaf, Inc.**

## **Bylaws**

### **Article I - Membership**

#### Section 1:

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

##### 1. Individual Membership:

Any Deaf person that is a resident of Montana, within a seventy-five (75) mile radius of the Missoula County Courthouse building, who is at least eighteen (18) years old, is eligible for all voting privileges at general meetings after payment of dues.

##### 2. Associate Membership:

Any person who resides outside the seventy-five (75) mile radius of the Missoula County Courthouse building, or any non-signing Deaf or non-Deaf person regardless of residency, who is at least eighteen (18) years old, 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.

Deaf-Same refers to the shared experiences, cultural values, and linguistic identity that unite members of the Deaf community. This concept emphasizes the commonalities and bonds among Deaf individuals, regardless of their diverse backgrounds. It recognizes the unique perspective and way of being that comes from navigating the world as a Deaf person, fostering a sense of belonging and mutual understanding within the community. Deaf-Same acknowledges that all Deaf individuals encounter culturo-linguistic barriers and unites them in their collective efforts to overcome these challenges, promoting accessibility and equality.

### **Article II – Dues and Fees**

#### Section 1:

Members shall pay an annual membership fee of five dollars (\$5), with membership validity extending for one year from the date of registration, expiring on the day before their registration anniversary in the following year.

### **Article III – Officers**

#### Section 1:

The elected officers of MCD shall be President, Vice-President, Secretary, and Treasurer. They are referred to as the Executive Board.

#### Section 2:

Members of the Executive Board are limited to serving four (4) years per term, with the possibility of serving two (2) consecutive terms, not exceeding eight (8) years in any single position.

Section 3:

All officers of the Executive Board must live within a seventy-five (75) mile radius of the Missoula County Courthouse building. Additionally, officers must be Deaf to be eligible to serve.

Section 4:

Elections will be held on the second Saturday of September of every fourth (4th) odd-numbered year at the annual membership meeting. Officers shall be elected by ballot. Each Individual Member present at these meetings is eligible to vote, ensuring confidentiality and independence in the election process.

All officers elected will serve a term of four (4) years, maintaining the governance structure and continuity as prescribed in Section 2 of this Article.

Section 5:

All resignations from the Executive Board must be communicated in writing to the President via paper copy, text, or email. Should the President wish to resign, they must submit their resignation in the same manner to the Vice-President. Upon such resignation, the Vice-President shall assume the presidency for the remainder of the term until the next scheduled election.

Should an officer of MCD 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 Executive Board. Upon a two-thirds ( $\frac{2}{3}$ ) majority vote of the Executive Board acknowledging the necessity of action, this decision shall be passed to the Membership. A special meeting shall then be convened with no less than seven (7) days' advance notice to discuss the removal of the said officer from their position. For the removal to be effected, it requires a two-thirds ( $\frac{2}{3}$ ) majority vote of the Individual Members present at the scheduled special meeting.

Section 6:

The President serves as the principal representative of MCD and may appoint other officers for specific spokesperson duties. The President shall oversee all MCD and Executive Board meetings and promote adherence to MCD's bylaws and parliamentary procedures. The President shall authorize expenditures by co-signing financial directives with the Treasurer. The President is responsible for planning and arranging all social events.

Section 7:

The Vice-President is charged with stepping into the President's role and responsibilities during any period of absence or when the President is otherwise unable to fulfill their duties. This includes leading all MCD and Executive Board meetings in the President's stead, ensuring continuity and leadership within MCD.

Section 8:

The Secretary shall document all MCD and Executive Board meeting proceedings and distribute meeting minutes to the Executive Board one week prior to each upcoming meeting. The Secretary shall make all meeting minutes available online for full transparency and shall provide comprehensive annual reports to the membership. The Secretary shall manage MCD's social media platforms and announce the locations of the annual membership meeting, Executive Board meetings, and social events to ensure all members are informed of upcoming gatherings.

Section 9:

The Treasurer shall oversee all MCD funds and is responsible for safeguarding financial assets through adherence to legal and fiscal regulations as dictated by the Internal Revenue Service and other relevant authorities. It is the duty of the Treasurer to provide a comprehensive financial report prior to each board meeting and a detailed annual financial report to the membership, detailing MCD's current financial status to ensure transparency and accountability. In collaboration with the President, the Treasurer shall co-sign all financial transactions, thereby ensuring the responsible allocation of MCD's funds. Additionally, the Treasurer shall maintain and update the membership database with complete names and electronic contact details to promote effective member communication.

Section 10:

Vacancies in the offices of Vice-President, Secretary, or Treasurer may be filled by Presidential appointment subject to approval by majority vote of the remaining Executive Board members. Officers appointed to fill vacancies shall serve until the next scheduled election.

If vacancies reduce the Executive Board below three (3) members, the remaining members must fill such vacancies within sixty (60) days or call a special membership meeting to elect replacements."

## **Article IV – Executive Board**

Section 1:

The Board shall meet quarterly (March, June, September, and December) to review organizational operations, approve outstanding board meeting minutes, conduct administrative business, and ensure effective oversight of MCD's activities. The quarterly meeting schedule (March, June, September, December) shall commence with the December 2025 board meeting, allowing the newly elected board adequate time for transition and orientation following the September membership meeting and the seven-day transfer period specified in Section 3. The President is authorized to convene additional special meetings 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 fourteen (14) days' notice provided by email. All Board meetings may be conducted electronically via video communication platforms, provided that all Board members can see and communicate with each other simultaneously.

Section 2:

The Board shall assume responsibility for managing the affairs of MCD no later than one (1) week after the conclusion of the board election. They are authorized to utilize any available funds of MCD with the objective of advancing the purposes that benefit MCD and the Missoula Deaf community.

**Article V - Committees**

Section 1:

MCD may establish various committees as deemed necessary to advance MCD's interests and facilitate its business efficiently. Each committee will focus on specific purposes, enhancing targeted areas of MCD's operations. The President is authorized to appoint a chairperson for each committee from any member of MCD.

**Article VI - Membership Meetings**

Section 1:

An annual membership meeting shall be held on the second Saturday of September each year. If the scheduled meeting day falls on a holiday or coincides with a major Deaf community event, the Executive Board may alter the date, time, and location of the meeting. Any changes must be decided upon and announced to the membership at least one month in advance of the scheduled meeting.

The annual membership meeting may be conducted electronically via video communication platforms, provided that all members can see and communicate with each other simultaneously.

Special meetings can be called by the President, at least two (2) board members, or at least five (5) Individual Members. Notice of a special meeting must be given at least seven days in advance and must include a specific agenda for the meeting. No business other than that specified in the agenda may be transacted at such a special meeting.

Section 2:

A quorum shall be constituted by the presence of three (3) Individual Members at the beginning of any membership meeting. However, the following actions shall require the presence of at least five (5) Individual Members:

- Amendment of these bylaws
- Amendment of the Articles of Incorporation
- Dissolution of the organization
- Removal of officers from the Executive Board
- Expenditures exceeding \$500 in a single transaction

The presence of the appropriate quorum is required for the transaction of business.

**Article VII - Order of Business**

Section 1:

The official order of business at the annual membership meeting of MCD shall be:

1. Call to Order  
The presiding officer calls the meeting to order.
2. Roll Call  
The Secretary records attendance.
3. Approval of Minutes  
The Secretary reads the minutes of the last annual meeting, and the membership approves them.
4. Annual Reports of Officers
  - a. President's Annual Report on organizational activities and achievements
  - b. Vice-President's Report on special projects and initiatives
  - c. Secretary's Annual Report on communications and membership
  - d. Treasurer's Annual Financial Report and budget presentation
5. Reports of Committees  
Committee chairs report on their group's annual progress and activities.
6. Unfinished Business  
Discussion and action on items tabled from previous meetings.
7. New Business  
Introduction and discussion of new issues and opportunities for the coming year.
8. Nominations and Elections  
Conducting elections or nominations as required (every fourth year).
9. General Announcements  
Updates or announcements of interest to the membership.
10. Adjournment  
The presiding officer adjourns the meeting.

## Section 2:

The official order of business at quarterly board meetings of MCD shall be:

1. Call to Order  
The board chair calls the meeting to order.
2. Roll Call  
The Secretary records the attendance of board members.
3. Approval of Minutes  
The Secretary presents the minutes from the last meeting, and members approve them.
4. Quarterly Reports of Officers  
Officers present updates relevant to their roles for the quarter.
5. Reports of Committees  
Committee chairs report on their group's quarterly progress and activities.
6. Financial Review  
Treasurer presents quarterly financial status and budget updates.
7. Unfinished Business  
Discussion and action on business items that were not concluded in previous meetings.
8. New Business  
Introduction and discussion of new issues, opportunities, and proposals for action.

9. Executive Session

The board may enter into a closed session to discuss confidential or sensitive matters.

10. Planning for Annual Meeting

Preparation and coordination for the annual membership meeting (September meeting).

11. General Announcements

Communication of items of interest to the board members.

12. Adjournment

The board chair officially closes the meeting.

### **Article VIII - Parliamentary Authority**

The rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern the proceedings of MCD in all cases to which they are applicable and in which they are not inconsistent with the bylaws and any special rules of order MCD may adopt.

### **Article IX - Amendments**

Amendments to the Articles of Incorporation may only be proposed during the annual membership meeting held every fourth (4th) odd-numbered year in September, coinciding with the election of officers. Proposed amendments to the Articles of Incorporation or to these Bylaws must be submitted in writing to the Executive Board at least thirty (30) days before the scheduled annual membership meeting.

The Executive Board is required to provide notice of the proposed amendment(s) to all registered members at least twenty-one (21) days prior to the scheduled annual membership meeting at which the amendment is to be considered. The notice shall include the full text of the proposed amendment along with the time and place of the meeting.

Amendments to the Bylaws may only be proposed at the annual membership meeting held every fourth (4th) odd-numbered year in September (election years), provided that the same notice requirements as above are met.

Alteration, amendment, or repeal of the Articles of Incorporation or Bylaws requires a two-thirds ( $\frac{2}{3}$ ) vote of all registered Individual Members present at the annual membership meeting.