

BYLAWS

of the

CALIFORNIA FEDERATION OF INTERPRETERS, INC.

A CALIFORNIA MUTUAL BENEFIT CORPORATION

Article I. Name and Location of Offices

The name of this association shall be California Federation of Interpreters, Inc. (The Association), an association of professional interpreters incorporated as a mutual benefit corporation pursuant to the laws of the State of California. The principal offices shall be located at 12215 Telegraph Road, Suite 210, Santa Fe Springs, CA 90670 AND 433 Natoma St, 3rd Floor, San Francisco, CA 94103, or at such other address within the State of California as may be designated by the Governing Board from time to time.

Article II. Purposes

The principal purposes of the California Federation of Interpreters, Inc. (CFI) are to:

- Advance, uphold and advocate for the profession of court interpreting and translating in California.
- Promote high standards of proficiency by developing and implementing continuing education activities, and work with other interpreter/translator organizations to achieve those goals.
- Promote professional ethics and compliance with all laws, including antitrust laws.
- Initiate, sponsor, promote and execute policies, activities and legislation that will further the interests of professional court interpreters and translators.
- Through the Court Interpreter Unit of the Newspaper Guild, Local 39521, represent the interests of the Court Interpreter Unit before any employer, including court and local and state agencies.
- Initiate and/or take stands on legislation and proposals for governmental regulations that affect language access, interpreting and translation.
- Raise awareness of the interpreting profession before professional, community and governmental groups, and with the general public.

Article III. Organizational Structure

The Association shall have two bodies: the Court Interpreter Unit of Local 39521 and the CFI Professional Division. The governing board of the Court Interpreter Unit shall be referred to hereafter as the Court Interpreter Unit Council, and shall consist of seven (7)

individuals: three (3) Titled Officers (Chair, Vice-Chair and Secretary) and four (4) Court Interpreter Unit Council Delegates. The governing board of the CFI Professional Division shall be referred to hereafter as the Professional Division Board of Directors, and shall consist of seven (7) individuals: the three (3) Titled Officers of the Court Interpreter Unit Council functioning as President, Northern Vice President and Southern Vice President of the Professional Division, two (2) Professional Division Directors, a Records Keeper and a Treasurer. The Joint Governing Board of the Association shall consist of the three (3) titled officers, the four (4) Court Interpreter Unit Council Delegates, the two (2) Professional Division Directors and the Records Keeper and Treasurer of the Professional Division. The membership shall be the supreme authority of the Association and its parts as specified in further articles of these bylaws.

Article IV. Court Interpreter Unit

The CFI Court Interpreter Unit of Local 39521 shall consist of all category 3 members as defined in Article VII, Section 3.3 of these bylaws. The category 3 membership shall be the supreme authority of the Court Interpreter Unit.

Section 1. The Court Interpreter Unit Council: The Court Interpreter Unit Council shall consist of the three (3) Unit Council Titled Officers and one (1) Court Interpreter Unit Council Delegate from each of the four regions of the state of California set forth in Article IV, Section 3 of these bylaws.

- a. Duties:** The duties of the Court Interpreter Unit Council are outlined in Articles VI, VII, VIII, IX and XIX of the TNG bylaws.

Section 2. Unit Council Titled Officers: The Unit Council Titled Officers shall consist of a Chair, Vice Chair and Secretary.

- a. Eligibility:** All candidates for Unit Council Titled Officers positions must be category 3 members in good standing for at least twelve (12) continuous months at the time of nominations and must be elected by category 3 members. The Chair may be from any Region. The Vice Chair shall be from either Region 1 or 4 and the Secretary shall be from either Region 2 or 3.
- b. Duties:** The duties of the Unit Council Titled Officers are outlined in Article IX of the TNG bylaws. Furthermore, the Vice-Chair and the Secretary shall assist each other in the execution of their respective duties.

Section 3. Assembly Delegates: There shall be one (1) Assembly Delegate per each fifty (50) category 3 members of each of the following four (4) regions:

Region 1: The counties of Los Angeles, San Luis Obispo, and Santa Barbara

Region 2: The counties of Alameda, Contra Costa, Del Norte, Humboldt, Lake, Marin, Mendocino, Monterey, Napa, San Benito, San Francisco, San Mateo, Santa Clara, Santa Cruz, Sonoma

Region 3: The counties of Alpine, Amador, Butte, Calaveras, Colusa, El Dorado, Fresno, Glenn, Kern, Kings, Lassen, Madera, Mariposa, Merced, Modoc, Mono, Nevada, Placer, Plumas, Sacramento, San Joaquin, Shasta, Sierra, Siskiyou, Stanislaus, Sutter, Tehama, Trinity, Tulare, Tuolumne, Yolo, Yuma

Region 4: The counties of Imperial, Inyo, Orange, Riverside, San Bernadino, San Diego

a. Eligibility: All candidates for any of the Assembly Delegate positions must be category 3 members in good standing for at least twelve (12) continuous months at the time of nominations and must be elected by the membership of their region in duly held elections.

b. Duties: The duties of the Assembly Delegates are outlined in the TNG bylaws.

Section 4. Bargaining Committees: There shall be four (4) Bargaining Committees, one from each of the four (4) aforementioned regions of the State of California. The number of members on the committees shall be determined by the Court Interpreter Unit Council.

a. Duties: The Bargaining Committees shall negotiate collective bargaining agreements as needed and carry out duties concomitant to the contract negotiation process.

b. Eligibility: All candidates of any of the Bargaining Committee positions must be category 3 members in good standing for at least twelve (12) continuous months at the time of nominations and must be elected by the membership of their region in duly held elections.

Article V. Professional Division

The CFI Professional Division shall consist of all members of the Association. The combined category 2 and category 3 membership, as described in Article VII, shall be the supreme authority of the Professional Division.

Section 1: Professional Division Board of Directors: The Professional Division Board of Directors shall consist of three (3) Titled Officers, two (2) Professional Division Directors, a Records Keeper and a Treasurer.

a. Duties: The duties of the Professional Division Board of Directors shall include, but not be limited to:

- i. perform any and all duties imposed on them collectively or individually by law and/or these bylaws;
- ii. enter into contracts on behalf of the Professional Division excluding collective bargaining agreements with employers;
- iii. receive, revise and approve the proposed annual budget of the Professional Division;
- iv. inform the Records Keeper of the Professional Division of their contact information. Notices of meetings sent using such information shall be valid notices thereof; attend all Association meetings, unless a valid reason is presented;
- v. Attend all CFI Professional Division, Joint Governing Board and General Membership meetings, unless a valid reason is presented.

Section 2: Titled Officers: The Titled Officers of the CFI Professional Division shall be President, Southern Vice President and Northern Vice President. These shall be the same individuals who hold the positions of Chair, Vice Chair and Secretary, respectively, of the Court Interpreter Unit Council.

a. Eligibility: As defined in Article IV Section 2. a. of these bylaws.

b. Duties of the President: The Duties of the President shall include, but not be limited to the following:

- i. supervise the affairs of the CFI Professional Division and the activities of all officers and directors;
- ii. preside at all meetings of the Professional Division Board of Directors and the Joint Governing Board and General Membership meetings;
- iii. appoint, with the approval of the majority of the Professional Division Board of Directors, the chairpersons of all Professional Division committees;
- iv. be an ex-officio non-voting member of all committees except the Nominations and the Tellers Committees;
- v. perform all duties of this office and such other duties as may be required by law, and these bylaws;
- vi. share with the Treasurer the right to sign checks and warrants for the withdrawal of CFI Professional Division funds.

c. Duties of the Vice Presidents: The duties of the Vice Presidents shall include, but not be limited to the following:

- i. assume the powers, duties and responsibilities of the President in his/her absence, resignation, or demise, pursuant to Article IX, Section 10. a. of these bylaws;
- ii. assist the President in all matters pertaining to the business of the Professional Division of the Association;
- iii. bring forward issues specific to their regions and serve as liaisons between the members of their regions and the CFI Professional Division Board of Directors.

Section 3. Records Keeper:

a. Eligibility: All candidates for Records Keeper must be category 2 or category 3 members in good standing for at least twelve (12) continuous months at the time of nominations.

b. Duties of the Records Keeper: The duties of the Records Keeper shall include, but to be limited to the following:

- i. record, distribute and revise the minutes of all the meetings of the CFI Professional Division;
- ii. be the custodian of all records of the CFI Professional Division;
- iii. keep a current file of copies of all correspondence originated by officers of the CFI Professional Division;
- iv. be the teller at all meetings of the CFI Professional Division;
- v. give notice of each CFI Professional Division Board of Directors meeting to the membership;
- vi. conduct the general correspondence of the CFI Professional Division;
- vii. serve as membership director of the CFI Professional Division.

Section 4. Treasurer:

a. Eligibility: All candidates for Treasurer must be category 3 members in good standing for at least twelve (12) continuous months at the time of nominations.

b. Duties of the Treasurer: The duties of the Treasurer shall include, but not be limited to the following:

- i. share with the President the right to sign checks and warrants for withdrawal of CFI Professional Division funds;
- ii. with the assistance of the past Treasurer, prepare or cause to be prepared and sign all tax returns and reports required by state and federal law;
- iii. have control and custody of, and be responsible for all funds and securities of the CFI Professional Division, and deposit all such funds in the name of

the CFI Professional Division in such banks, trust companies, or other depositories as shall be selected by the Professional Division Board of Directors;

- iv. maintain a record of all the CFI Professional Division income and expenditures, safeguarding any and all receipts for income and expenditures incurred by the CFI Professional Division;
- v. present quarterly Treasurer's reports to the CFI Professional Division Board of Directors;
- vi. present annual reports to the CFI Professional Division Board of Directors and the membership at the annual meeting;
- vii. be an ex-officio member of the Budget Committee and assist in the preparation of the annual budget;
- viii. pay all bills incurred in the ordinary and usual course of the business of the CFI Professional Division.

Section 5. Professional Division Directors: There shall be two (2) Professional Division Directors: the Northern Professional Division Director and the Southern Professional Division Director. The Northern Professional Division Director shall represent regions 2 and 3 as set forth in Article IV, Section 3 of these bylaws. The Southern Professional Division Director shall represent regions 1 and 4 as set forth in Article IV, Section 3 of these bylaws.

a. Eligibility: All candidates for either of the Professional Division Director positions must be category 2 or category 3 members in good standing for at least twelve (12) continuous months at the time of nominations and must be elected by the membership of their regions in duly held elections.

b. Duties: The duties of the Professional Division Directors shall include, but not be limited to the following:

- i. attend any and all meetings of the Professional Division Board of Directors and the Joint Governing Board, and General Membership meetings;
- ii. share with the titled officers the responsibilities incidental to running the affairs of the Professional Division of CFI;
- iii. perform duties assigned to them individually and/or collectively in the course of Board activities;
- iv. be standing members of the Continuing Education Committee;
- v. initiate programs to educate the public about interpreter professional issues.

Article VI. Joint Governing Board

The Joint Governing Board shall maintain and strengthen the Association by addressing all issues held in common between the two bodies of the Association. The Joint Governing Board shall preside over General Membership Meetings.

Article VII. Membership

Section 1. General Rights

Every good-faith member in CFI shall have the right to:

- a. attend and participate in all General meetings called by the Association;
- b. receive Association communications including, but not limited to, newsletters, bulletins, and e-mail broadcasts;
- c. present by written petition of ten (10) members any matter for consideration by the Joint Governing Board;
- d. inspect, upon written petition to the Joint Governing Board, a current copy of the membership list, bylaws, and other official documents of the association;
- e. attend all symposia, workshops, and seminars organized by the Association at special membership rates.

Section 2. Duties and Responsibilities

Every good-faith member in CFI shall have the following duties and responsibilities:

- a. notify the Association of any change of mailing address, email address and phone number;
- b. cooperate fully with the Association and/or, if applicable, union staff, in gathering necessary information in case of grievance or complaint;
- c. not commit slander against the Association, or willfully or neglectfully spread misinformation regarding Association activities, procedure or positions relevant to the membership;
- d. bring concerns regarding Association activities, procedure or positions relevant to the membership to the appropriate Association governing body;
- e. bring professional and labor issues of concern to the membership to the attention of the appropriate Association governing body;
- f. not carry out activities in direct conflict with the best interests of the Association membership;
- g. uphold mandated and commonly accepted ethics of our profession;
- h. participate fully, to the extent of his/her ability, and within his/her rights, in the maintenance and furtherance of the Association and its stated purposes.

Section 3. Voting Privileges: For the purposes of voting, there shall be three (3) categories of membership in this Association: **Category 1, Category 2 and Category 3**, as defined below.

3.1. Category 1 Members

- a. Definition:** A category 1 member shall be any person who is in good standing, and who shares the goals and interests of the organization.
- b. Voting Privileges:** Category 1 members do not have voting privileges.

3.2. Category 2 Members

- a. Definition:** A category 2 members shall be any person who is in good standing and who:
 - i. has been certified by the California Judicial Council as a Court Interpreter, or is a Certified Administrative Hearing Interpreter or Certified Medical Interpreter; or
 - ii. has been certified as a Federal Court Interpreter; or
 - iii. is a court qualified interpreter whose language has not been designated for certification by the California Judicial Council, and is registered with the California Judicial Council, or
 - iv. has retired from the profession, having previously met one of the conditions for category 2 membership set forth above.
- b. Voting Privileges:** Category 2 members may vote for the positions of Northern and Southern Professional Division Directors and for the position of Records Keeper of the Professional Division Board of Directors. Category 2 members may vote on all matters pertaining to the Professional Division of CFI, but may not vote for the three (3) titled officer positions or for the Treasurer position of the CFI Professional Division, and may not vote on matters pertaining to the Court Interpreters Unit of the Newspaper Guild, Local 39521. Category 2 members in good standing shall be entitled to one (1) vote on each matter submitted to them.

A person eligible for category 2 membership may not apply for category 1 membership.

3.3. Category 3 Members

- a. Definition:** A category 3 member shall be any person who is a dues-paying member of the Court Interpreter Unit of the Newspaper Guild, Local 39521.

- b. **Voting Privileges:** Category 3 members have full voting privileges. Category 3 members shall be entitled to one (1) vote on each matter submitted to them.

A person eligible for category 3 membership may not apply for category 2 or category 1 membership.

Section 4. Exceptions to Membership

The Professional Division Board of Directors reserves the right to deny membership in the Professional Association to any applicant, by means of a simple majority vote, based on such factors the Professional Division Board of Directors may deem to be in conflict with the best interests of the membership in whole or in part, the Association, or its purposes as set forth in these bylaws. The Court Interpreter Unit Council reserves the right to deny membership in the Court Interpreter Unit to any applicant for category 3 membership by means of a simple majority vote, without any explanation, based on such factors the Court Interpreter Unit Council may deem to be in conflict with the best interests of the membership in whole or in part, the Association, or its purposes as set forth in these bylaws.

Article VIII. Dues and Assessments

Section 1. Annual Dues

Category 1 and Category 2 Members:

- a. annual dues shall be set by the Professional Division Board of Directors and paid to the CFI Professional Division;
- b. dues shall be paid upon application for membership, or renewal of the same, and will cover the fiscal year of **January 1st** through **December 31st**;
- c. members who have not renewed by **March 31st** go into lapsed membership status;
- d. the dues and fees shall be the same for all members within each category, but different dues and fees may be set for each membership category.

Category 3 Members: Category 3 members shall pay dues to the Newspaper Guild (TNG) in accordance with the TNG bylaws, making them eligible for membership to the CFI Professional Division. Prior to a collective bargaining agreement, category 3 members shall pay annual dues as set by the Joint Governing Board.

Section 2. Members in Good Standing

Definition: A member in good standing is one who has paid, within the time and upon the conditions set forth in these bylaws, the annual membership dues and assessment levies, if any, or one who has been reinstated to membership.

Section 3. Assessments

Both the Professional Division Board of Directors and the Court Interpreter Unit Council shall have the authority to levy a reasonable assessment on their constituency, from time to time, as deemed essential for defraying necessary expenses. No assessment shall be levied more than once a year. The assessment shall be in the same amount for all members of each category, but different assessments may be levied for each membership category.

Article IX. Elections and Appointments

Section 1. Elections of Titled Officers

The three (3) titled officers of the Joint Governing Board shall be elected by category 3 membership in duly held elections conducted by mail-in ballot pursuant to the elections manual.

Section 2. Election of Assembly Delegates

The Assembly Delegates shall be elected by the category 3 members of their respective regions in duly held elections conducted by mail-in ballot pursuant to the elections manual.

Section 3. Appointment of the Court Interpreter Unit Council Assembly Delegates

One (1) Assembly Delegate shall be appointed by a simple majority vote of the elected Assembly Delegates of that region to serve on the Court Interpreter Unit Council.

Section 4. Election of the Bargaining Committees

The Bargaining Committees shall be elected by category 3 members of their respective regions in duly held elections conducted by mail-in ballot pursuant to the elections manual.

Section 5. Election of the Professional Division Records Keeper

The Professional Division Records Keeper shall be elected by category 2 and category 3 members in duly held elections conducted by mail-in ballot pursuant to the elections manual.

Section 6. Election of Professional Division Treasurer

The Professional Division Treasurer shall be elected by category 3 members in duly held elections conducted by mail-in ballot pursuant to the elections manual.

Section 7. Election of the Professional Division Directors

The Professional Division Directors shall be elected by category 2 and category 3 members of the regions each director represents in duly held elections conducted by mail-in ballot pursuant to the elections manual. The Northern Director shall be elected by category 2 and category 3 members from regions 2 and 3. The Southern Director shall be elected by category 2 and category 3 members from regions 1 and 4.

Section 8. Election Procedures

- a. The members of the Governing Boards of this association shall serve staggered terms. There shall be a transitional period for full compliance.
- b. The Titled Officers and the Northern and Southern Professional Division Directors shall be elected to begin serving their terms on even years.
- c. The Court Interpreter Unit Council Delegates and the Professional Division Records Keeper and Treasurer shall be elected to begin serving their terms on odd years.
- d. Election of members of the Governing Boards shall be held before the beginning of the fiscal year in which they will serve.
- e. The nominations process will be carried out in a manner that affords membership a reasonable opportunity to submit nominations. Notice of nominations period and procedure shall be posted on the CFI website and mailed to all appropriate categories of membership no less than five (5) days prior to the nomination period.
- f. If at the closing of nominations not more than one person is nominated for any of the vacant seats, the Nominations Committee may, without further action, declare that the person nominated is qualified and has been elected.
- g. If more than one person is nominated for a position, elections shall take place in a manner that allows all candidates a reasonable opportunity to solicit votes and qualified members a reasonable opportunity to choose among candidates.
- h. All elections of officers shall be carried out by secret mail-in ballot sent to all appropriate category members no less than twenty-one (21) days prior to the ballot-return date.

Section 9. Terms of Office

- a. Each term of office for the Titled Officers, Division Directors, Records Keeper and Treasurer shall be two (2) years to commence on January 1st.

- b. Each term of office for all Assembly Delegates shall be two (2) years to commence January 1st.
- c. The appointment of Assembly Delegates to the Court Interpreter Unit Council shall be for a term of one (1) year to commence on January 1st.

Section 10. Vacancies

- a. **Chair:** Whenever the position of Chair is vacated due to death, resignation, incapacity or other, either the Vice Chair or the Secretary of the Court Interpreter Unit Council, having been decided by a majority vote of the members of the Court Interpreter Unit Council, shall fill the vacancy. If there is a tie vote, the Vice Chair shall fill the vacancy.
- b. **Vice Chair and Secretary:** Whenever a vacancy occurs among the positions of Vice Chair or Secretary of the Court Interpreter Unit Council due to death, resignation, incapacity or other, the vacancy shall be filled without undue delay by a majority vote of the remaining members of the Joint Governing Board. The appointee shall be an eligible member and shall have been a member in good standing of the association for at least twelve (12) continuous months at the time of the appointment and shall hold office until the next elections.
- c. **Records Keeper and Treasurer of Professional Division and Professional Division Directors:** Whenever a vacancy occurs among the Professional Division Directors, Records Keeper or Treasurer positions due to death, resignation, incapacity or other, the vacancy shall be filled without undue delay by a majority vote of the remaining members of the Professional Division Board of Directors. The appointee shall be an eligible member and shall have been a member in good standing of the association for at least twelve (12) continuous months at the time of the appointment and shall hold office until the next elections.
- d. **Court Interpreter Unit Council Delegates:** Whenever a vacancy occurs among the Delegate positions on the Court Interpreter Unit Council due to death, resignation, incapacity or other, the vacancy shall be filled for the remainder of the year without undue delay by appointment by and from the remaining Assembly Delegates of the corresponding region.

Section 11. Assumption of Office

The newly elected Professional Division Board of Directors and Court Interpreter Unit Council shall take office on January 1st following the elections.

Section 12. Removal for Cause of a Board Member

- a. **Titled Officers:** A Titled Officer may be removed by the Joint Governing Board only after the Joint Governing Board has established that he or she has not been acting in good faith in fulfilling the duties of his/her office. A unanimous vote of the remaining members of the Joint Governing Board is required for removal by board resolution during a meeting. Reasonable notice of the intended action shall be given to the interested party.
- b. **Records Keeper and Treasurer of the Professional Division and Professional Division Directors:** A Professional Division Director, the Professional Division Records Keeper or the Treasurer may be removed from the Professional Division Board of Directors only after the Professional Division Board of Directors has established that he or she has not been acting in good faith in fulfilling the duties of his/her office. A unanimous vote of the remaining members of the Professional Division Board of Directors is required for removal by board resolution during a meeting. Reasonable notice of the intended action shall be given to the interested party.
- c. **Court Interpreter Unit Council Delegates:** An A Court Interpreter Unit Council Delegate may be removed by the Court Interpreter Unit Council only after the Council has established that he or she has not been acting in good faith in fulfilling the duties of his/her office. A unanimous vote of the remaining members of the Court Interpreter Unit Council is required for removal by council resolution during a meeting. Reasonable notice of the intended action shall be given to the interested party.

Article X. Meetings Quorum, Conduct at Meetings

Section 1. General Membership Meetings

- a. Notice of meeting dates, times, locations and proposed agendas (subject to amendment) shall be posted on the CFI website no less than five (5) days prior to meeting date.
- b. **General meetings:** At least two (2) general membership meetings shall be scheduled during the fiscal year for general business and any other matters placed on the agenda. General membership meetings shall alternate between the Northern region and the Southern region. The year's final general membership meeting shall be held in the last quarter of the fiscal year to report on the year's business and discuss any other matters that may be on the agenda. A written notice of the meeting shall be mailed to all members twenty-one (21) days prior to the meeting.
- c. **Special Meetings:** A special meeting may be called by the Joint Governing Board or by written request of not fewer than ten percent (10%) of the membership. A written notice of the meeting must be mailed to all members ten

(10) days prior to the meeting. When an urgent situation arises, the Joint Governing Board may, by unanimous vote, approve notification by telephone.

Section 2. Quorum for Membership Meetings

- a. **Quorum for membership meetings:** Five percent (5%) of voting members shall constitute a quorum for any general or special meeting of the Association.
- b. **Conduct of general meetings without quorum:** Any membership meeting called by the Joint Governing Board for which there is no quorum shall become informational in nature. No action shall be taken on any item placed on the agenda that requires membership approval unless there is a quorum.

Section 3. Meetings of the Governing Boards and Assemblies

- a. All general, regularly scheduled meetings are open to the corresponding membership. Notice of date, time and location of all such meetings shall be posted on the CFI website no less than five (5) days prior to the meeting. Minutes of all such meetings shall be made available to the appropriate category or categories of membership upon request.
- b. **Professional Division Board of Directors meetings:** The CFI Professional Division Board of Directors must convene at least four (4) times a year.
- c. **Court Interpreter Unit Council meetings:** The Court Interpreter Unit Council must convene at least four (4) times a year.
- d. **Statewide Assembly Convention:** All Regional Assembly Representatives shall convene annually.
- e. **Joint Governing Board meetings:** The Joint Governing Board shall convene at least two (2) times a year.
- f. **Quorum for Professional Division Board of Directors meetings:** Five (5) members total, at least two (2) of who must be titled officers, shall constitute a quorum for any meeting of the Professional Division Board of Directors.
- g. **Quorum for Court Interpreter Unit Council meetings:** Five (5) members total, at least two (2) of who must be titled officers, shall constitute a quorum for Court Interpreter Unit Council meetings.
- h. **Quorum for Joint Governing Board meetings:** Seven (7) members total, at least two (2) of whom shall be titled officers, at least one (1) of whom shall be from the Professional Division and not a Titled Officer, and at least one (1) of whom shall be an Assembly Delegate, constitute a quorum for Joint Governing Board meetings.
- i. **Telephonic meetings:** Any special meeting of the CFI Professional Division Board of Directors or of the Court Interpreter Unit Council may be held by conference call or similar telecommunication equipment as long as all members participating in the meeting can communicate with one another. All participating members shall be deemed to be present in person at such meeting.

- j. **Action without quorum:** Any action required or permitted to be taken by the Professional Division Board of Directors or by the Court Interpreter Unit Council under any provision of the law may be taken without a meeting if all members of the board or council individually or collectively consent in writing or electronically to such action.

Article XI. Committees of the Association

The Standing and Special Committees shall consist of at least two (2) members in good standing. The Chair/President, with approval of the Joint Governing Board, shall appoint the chairperson of each committee and the chairperson of said committee may, with the approval of the Joint Governing Board, nominate the rest of the committee. The Association's Standing Committees are:

- a. **Nominations Committee.** The Nominations Committee shall be responsible for processing nominations ballots, determining if nominees for office qualify, preparing and mailing official ballots and candidate statements, and shall otherwise conduct the election procedures pursuant to the elections manual. Members of the Nominations Committee shall not be candidates for office during the elections under their supervision.
- b. **Tellers Committee.** The Tellers Committee shall be responsible for tallying the votes received during the elections period pursuant to the elections manual. The chairperson of this committee shall report the election results to the membership. Members of the Tellers Committee shall not be candidates for office during the elections under their supervision.
- c. **Membership Committee.** The Membership Committee shall recruit members and promote and manage CFI membership.
- d. **Continuing Education Committee.** The Continuing Education Committee shall establish and implement continuing education programs and seek approval for credit by the California Judicial Council.
- e. **Budget Committee.** The Budget Committee, with the assistance of the Treasurer, shall prepare and submit for approval the proposed annual budget to the Joint Governing Board.
- f. **Communications Committee.** The Communications Committee shall publish and distribute communications to the membership, including but not limited to, the association newsletter, e-mail groups, and written and electronic bulletins. The Communications Committee shall be responsible for the maintenance and timely updating of the Association's web page. The Committee will encourage communication within CFI and between CFI and other interpreter and translator organizations.
- g. **Political Action Committee.** The Political Action Committee shall further the interests of the interpreting profession.

- h. **Advisory Committee.** The Advisory Committee shall serve as a liaison between the Joint Governing Board and the Association members to ensure adequate representation of all languages.
- i. **Fundraising Committee.** The Fundraising Committee will establish and maintain programs for the continued and adequate funding of the organization.

Any special committee may be formed at the request of any member of the Joint Governing Board with approval of the majority of the Joint Governing Board.

Article XII. Amendments

These bylaws can be amended by an affirmative membership vote of a two-thirds (2/3) majority of the ballots received by mail after a proposed amendment is presented and revised by the Joint Governing Board.

Article XIII. Fiscal Year

The fiscal year for the Association shall be **January 1st to December 31st.**

Article XIV. Distribution of Assets

The Association shall use its funds to accomplish the purposes specified in these bylaws, and no part of such funds shall insure or be distributed to the Joint Governing Board or Association members. On dissolution of the Association, any funds remaining shall be distributed to one or more recognized charitable or philanthropic organizations to be selected by the Joint Governing Board.

Article XV. Referenda

Any matter to be decided by the Association or any policy within the any of the governing boards' jurisdiction may be submitted by the appropriate governing board to a referendum or may be referred to the appropriate voting membership in one of two ways:

- a. a voice vote of the appropriate voting members present at a general or properly called meeting provided there is a quorum:

or

- b. a petition signed by ten percent (10%) of the appropriate voting membership.

All referenda shall be conducted by a secret mail-in ballot sent to the appropriate voting membership no less than twenty-one (21) days prior to ballot-return date.

A simple majority of the votes cast shall determine the referendum, unless otherwise provided in these bylaws.

Article XVI. Parliamentary Authority

Any Parliamentary procedure not covered in these bylaws or in any provisions of law shall be referred to the latest edition of Robert's Rules of Order, Newly Revised.