

UPPER MIDWEST TRANSLATORS AND INTERPRETERS ASSOCIATION

BYLAWS

ARTICLE I - Name and General Structure

The name of this not-for-profit membership corporation, organized as a Chapter of the American Translations Association and existing under the laws of the State of Minnesota, shall be Upper Midwest Translators and Interpreters Association (“Association”) (UMTIA).

ARTICLE II - Objectives

Section 1: Objectives and means

- a) The Association shall be organized as a not-for-profit entity with the following objectives:
- 1) To serve as a forum to communicate, network and partner for translators and interpreters and the local language communities in the Upper Midwest area;
 - 2) To provide information and services needed by users and providers of translation and interpreting in the Upper Midwest area;
 - 3) To serve as a means of communication between the ATA and local members;
 - 4) To support and promote the policies and objectives of ATA including the accreditation program;
 - 5) To promote high standards of professional ethics and business practices for the translation and interpreting industry;
 - 6) To promote the recognition, prestige and advancement of the translating and interpreting

professions in the Upper Midwest area;

- 7) To seek to influence public policy as it applies to protecting the rights and interest of the professions of translation and interpretation;
- 8) To inform the general public, government agencies, clients, and allies in other fields about UMITA and the professions of translation and interpretation.

b) UMITIA shall strive to meet those objectives by means such as the following:

- 1) By hosting an online message board, publishing a newsletter and organizing meetings to further cooperation and information exchange among members and the local language community;
- 2) Distributing meeting minutes, newsletters, email notices and information related to ATA'S policies, objectives and accreditation program;
- 3) Supporting programs of accreditation and certification for local translators and interpreters, including programs that address the languages in demand locally;
- 4) Working actively with educational institutions, foundations, government agencies and other organizations in such matters as the training and continuing education of local translators and interpreters;
- 5) Conducting any and all other activities designed to further UMITIA's objectives and promote the general welfare of the chapter and its members.

ARTICLE III - Membership

Section 1: Classes

The membership of UMITIA shall consist of the following four (4) classes: individual, corporate, institutional, and student.

Section 2: Eligibility

- a) Individual: Any person at least eighteen years of age who (1) is professionally engaged in translation and interpreting or closely related work, or (2) desires to further the objectives of the chapter.
- b) Student: Any person who is an enrolled student in translation or interpreting related curricula at an accredited institution of higher education in the Upper Midwest area shall be eligible for student membership. A person may not retain student membership status for more than a two-year period.
- c) Institutional: Institutional membership is open to any nonprofit educational institution or any other nonprofit institution in the Upper Midwest area with an interest in the translation or interpreting professions. Membership shall be in the name of the institution, not in the name of the individual. Individuals associated with an institutional member may qualify as members in other classes in their own right.
- d) Corporate: Corporate membership is open to any business firm in the Upper Midwest area with an interest in the translation or interpreting professions. Membership shall be in the name of the firm, not in the name of an individual. Individuals associated with a corporate member may qualify as members in other classes in their own right.

Section 3: Rights and Privileges

- a) Individual, institutional and corporate members have the right to: attend any of UMTIA membership meetings; receive UMTIA's regular publications; serve on all committees of the Association; attend association-sponsored events at a reduced fee; and have access to any other member services that the UMTIA Executive Committee puts into effect.
- b) Student members pay reduced dues and have all the rights and privileges of individual members except the right to serve on the UMTIA Executive Committee or other UMTIA Committees.

ARTICLE IV - Dues

The annual dues for all classes of memberships shall be established by the UMTIA Executive Committee. Dues are payable annually in advance by December 31 of the preceding year. Membership is considered lapsed when dues are two months in arrears, and all rights and privileges are forfeited during the period of the lapse. Upon payment of the full annual dues, a lapsed membership shall be reinstated with all pertinent rights and privileges. Individuals or organizations whose membership has been terminated because of nonpayment of dues must file a new application in order to reinstate their membership.

ARTICLE V - Executive Committee

Section 1: The Executive Committee Role, Size, Compensation.

The Executive Committee is responsible for overall policy and direction of the Association and delegates responsibility for day-to-day operations to the President and committees. The Executive Committee shall

- a) have up to ten and not fewer than five officers;
- b) shall receive no compensation other than reimbursement for reasonable expenses incurred while carrying out UMTIA goals;
- c) have duties that shall be those normally assumed for these offices, as defined in Article V below.

Section 2: Meetings.

The Executive Committee shall meet at least quarterly, at an agreed upon time and place.

Section 3: Quorum.

A quorum must be attended by at least 60 percent of the Executive Committee members before business can be transacted or motions made or passed.

Section 4 : Officers and Duties.

There shall be five officers of the Executive Committee consisting of a President, VicePresident, Membership Director, Secretary, and Treasurer. Only individual members residing in Iowa, Minnesota, North Dakota, South Dakota, or Wisconsin shall be eligible to serve on the Executive Committee. Their duties are as follows:

- a) The President shall: supervise all of the affairs of the Association, preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice-President, Membership Director, Secretary and Treasurer; share with the Treasurer the right to sign checks, execute all documents, obligations, contracts, and qualify facilitators/presenters.
- b) The Vice-President shall: serve as member ex officio of all committees; establish, and maintain contact with external allied groups; maintain online communication media and email groups; and fulfill other duties as assigned by the Executive Committee
- c) The Membership Director shall: serve as the central contact point for membership; process membership forms; maintain a current roster of members; and fulfill other duties assigned by the Executive Committee
- d) The Secretary shall: record minutes at all UMTIA meetings; communicate information to Executive Committee; send out meeting announcements; distribute copies of minutes and the agenda to the Executive Committee; maintain all UMTIA documents, records, forms, and supplies; maintain and manage the production and distribution of the UMTIA newsletter; and fulfill other duties as assigned by the Executive Committee.
- e) The Treasurer shall: make a report at each Executive Committee meeting; share with the President the duty to sign checks; maintain the financial records and keep records of

membership dues; prepare a budget annually and submit financial reports to ATA headquarters; arrange for annual audit (if necessary); make financial information available to Executive Committee members and the public; and fulfill other duties as assigned by the Executive Committee.

Section 5: Modifications of Executive Committee.

Each of the above offices, with its attendant duties, may be shared by two persons, as long as both persons meet the eligibility requirements for the given office. Likewise, one person may hold up to two offices with the exception that the President may not also serve as Vice-President or Secretary at one and the same time, as long as s/he meets the eligibility requirements for both offices. The above modifications may be made if a motion is carried by a two-thirds majority of voting members (see below, under Election Procedures, Article IX, Par. 4).

ARTICLE VI - Term of Office

The term of office shall be for two years beginning January 1 and ending December 31 of the following year. In order to assure continuity, the officers' terms shall overlap to the extent possible.

ARTICLE VII - Appointment of Officers

The members shall elect the UMTIA Executive Committee among its members each Spring. In case of a resignation or other unexpected vacancy, the Executive Committee shall appoint a person to hold that office for the remainder of the term.

ARTICLE VIII - Nominating Committee

The Executive Committee shall appoint a Nominating Committee in the spring of each year to propose candidates to the membership for the officers of the Executive Committee posts to be filled

for the coming year. The committee shall include one

Executive Committee member and two members at large, one of whom shall serve as chair. In selecting candidates, the committee shall endeavor to develop an Executive Committee with wide-ranging language origin, gender, abilities and strengths to serve UMTIA and its members.

ARTICLE IX - Elections

- a) Elections Moderator: The Executive Committee shall appoint among UMTIA
- b) members an Elections Moderator who will be responsible for proper conduct of the annual election and any other elections or votes by the membership, such as amendments to the bylaws.
- c) Methods of Voting: The Elections Moderator shall ensure that the necessary information for the election is provided to the membership at least ten business days in advance of the election. The membership shall have the opportunity to vote by mail, provided ballots are received by the Elections Moderator prior to the meeting at which the election is to be held, or in person at the meeting.
- d) Quorum: A quorum for meetings of the membership shall consist of 25% of the total membership or a minimum of 12 persons, whichever is smaller.
- e) The Election. The Elections Moderator shall conduct the election, with the assistance of as many members as deemed necessary. The affirmative votes of a majority of those voting in the election shall serve to elect a candidate.

ARTICLE X - Committees

- a) The Executive Committee shall create committees as needed, such as chapter bylaws committee, workshop committee and exam committee and any other committee that may be necessary to accomplish UMTIA goals. The Executive Committee appoints all committee

chairs. The committees shall consist of volunteer members of UMTIA.

- b) Resignation, Termination and Absences. Resignation from the Executive Committee must be in writing and must be received by the Secretary. An Executive Committee member shall be dropped for excess absences from the Executive Committee if s/she has three unexcused absences from Executive Committee meetings a year. An Executive Committee member may be removed for other reasons by a 60% vote of the remaining officers.

ARTICLE XI - Amendments

Amendments to these bylaws may be proposed by the Executive Committee or by petition of no fewer than 25% of UMTIA members. Proposals originating by petition shall be submitted in writing to the Executive Committee on whose recommendation they shall be presented to the membership. Notification of proposed amendments must reach individual members no fewer than 15 business days prior to the date of the meeting at which the vote is to be taken. Adoption of an amendment requires 25% majority of those members who vote.

ARTICLE XII - Parliamentary Authority

Unless otherwise covered by these Bylaws of UMTIA, Robert's Rules of Order, Revised, Modern Edition, shall apply at all the meetings.

ARTICLE XIII -- Dissolution

UMTIA may be dissolved only by a vote of 25% of the members present at a special meeting called for that purpose. On the dissolution of UMTIA, all the assets remaining after satisfaction of the Association's obligations shall be distributed, at the discretion of the Board of Directors, among foundations or entities that are organized and operated exclusively for scientific, literary or educational purposes; that allow no part of their net earnings to ensure the benefit of any private member or

individual; and that do not promote propaganda or participate or intervene in any political campaign.

ARTICLE XIV- Fiscal Year

The fiscal year of the Association shall be determined by the Executive Committee in accordance with the appropriate local laws.

These Bylaws were approved by _____ on _____, 2002.