

BYLAWS OF NATIONAL ASSOCIATION FOR STATE RELAY ADMINISTRATION

ARTICLE I – NAME

Section 1. The legal name of the organization is the National Association for State Relay Administration, which has adopted NASRA as an assumed business name. NASRA is a non-profit organization incorporated under the laws of the state of Minnesota.

ARTICLE II – PURPOSE

Section 1. The mission of NASRA is to function as a clearinghouse for state Telecommunications Relay Services (TRS) administrator topics, issues, standards and policy statements.

Section 2. The purposes of NASRA shall be to:

- a. Educate members about regulatory standards and to advocate for regulatory changes that promote improved quality and efficiency of TRS.
- b. Share information and develop ideal standards for TRS administration, share cost-effective ideas and techniques, constrain or reduce the cost of TRS, and promote ideas about community outreach.
- c. Provide representation to other professional, technical and consumer organizations desiring input.
- d. Actively examine and advance discussion about issues pertaining to TRS and, as determined by NASRA members, prepare items for membership review and submit advisory opinions about those issues.
- e. Perform other functions as may be deemed appropriate by NASRA members.

ARTICLE III – MEMBERSHIP

Section 1. Applications for state membership into NASRA shall be executed on forms prepared and distributed by NASRA.

Section 2. State memberships must be current, including the payment of dues, in order for individuals of that state to be individual members.

- Section 3.** State membership dues shall be set annually by the officers of NASRA.
- a. Dues shall be assessed and paid on a per state basis and shall accompany the completed application for membership.
 - b. A dues year shall be defined as July 1-June 30.
 - c. Dues shall be paid by July 31st each year.
 - d. Failure to pay State membership dues will result in suspension or termination of State membership.

- Section 4.** Individual members of a state membership shall be limited to:
- a. Individuals who have direct responsibility for the administration of TRS and/or TRS support staff for their respective states.
 - b. State relay advisory council members.
 - c. State officials responsible for the oversight of the TRS administrative unit (e.g., Public Service Commission, Commissioners, supervisors and elected/appointed state officials).
 - d. Individuals shall not be denied membership on the basis of race, color, creed, national origin, sex, age, numerical limitation or disability.

Section 5. The whole of all individual members from a single state shall constitute a state membership.

Section 6. If a determination is necessary about qualifications for state membership or of individual members, officers of NASRA shall be responsible for performing the necessary background investigation and resulting determination.

ARTICLE IV – OFFICERS

- Section 1.** Officers of NASRA, also known as the Executive Committee, herein known as officers; shall consist of a Chair, Vice-Chair, Treasurer and Secretary, who are elected biennially, with staggered terms, and the Conference Committee Chair who is appointed by the other officers.
- a. Terms of office begin January 1st.

- b. Individual members may hold only one officer position at a time during any term of election with the exception that any one of the officers may also serve as conference chair.
- c. In the event an officer vacates a position, or becomes ineligible prior to the expiration of his/her term, the remaining officers may appoint a replacement officer who shall serve until the next election.
- d. Officers shall not be represented by more than one individual member from a state membership.
- e. The terms of officers shall be staggered. Initial officers shall serve staggered terms of one and two years. Thereafter, officers shall serve two-year terms with approximately half of the officers elected at each annual meeting. Each officer shall hold office until the annual meeting when his/her term expires and until his/her successor has been elected and qualified. The Chair and Secretary shall be on the same term cycle and the Vice-Chair and Treasurer shall be on the same term cycle. Elections will be held annually, alternately electing the Chair and Secretary one year and the Vice-Chair and Treasurer the next.

Section 2. The Chair shall be the presiding officer and shall have general supervision and direction of NASRA business meetings. The Chair shall appoint committees as needed, and perform other duties as are necessary. The Chair will have authority to file comments on behalf of NASRA when the Chair has received a simple majority vote of member states in support of the proposed comments after distribution to individual members in the Secretary's list serve database and the members are given a minimum of a one week review period.

Section 3. The Vice-Chair shall perform the duties of the Chair when the Chair is unavailable and shall succeed the Chair in the event the position of Chair is vacated between elections. The Vice-Chair shall be responsible for other duties as assigned by the Chair.

Section 4. The Secretary shall be responsible for correspondence and communications concerning NASRA business and records of business meetings. The Secretary shall be responsible for other duties as assigned by the Chair.

Section 5. The Treasurer shall maintain fiscal records of NASRA and shall have authority to write checks up to \$500 without approval of the officers. Expenditures over \$500 require the approval of at least two other officers. The outgoing Treasurer will be responsible for completing all taxes and other fiscal matters and forms that transpired during his/her tenure. The Treasurer shall be responsible for other duties as assigned by the Chair.

Section 6. The Conference Committee Chair shall be responsible for overseeing the planning and organization of the annual conference and business meeting as directed by the Chair.

ARTICLE V – COMMITTEES

Section 1. A nominating committee shall consist of current officers and two (2) other members appointed by the officers. Prior to the next scheduled election, the nominating committee shall make recommendations of candidates to be elected to hold office.

Section 2. Special committees may be appointed by the Chair, as necessary, and will serve concurrently with the term of the Chair. Committee functions shall be designated by the Chair.

Section 3. All individual members are eligible to serve on committees.

ARTICLE VI – MEETINGS

Section 1. Business Meetings:

- a. Only individual members from state memberships may attend business meetings.
- b. All meetings are considered business meetings except for open conference sessions or other meetings so designated by the officers.
- c. NASRA shall strive to hold an annual business meeting in conjunction with an annual conference which place and time shall have been determined at preceding conferences. The purpose of this meeting shall be the transaction of business as defined in Article II – Purpose.
- d. Other business meetings may be scheduled, as deemed necessary, by the officers.
- e. The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern business meetings in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order NASRA may adopt. The presiding officer shall decide all questions of order.
- f. Presenters will use some type of device to project or display presentations, motions and/or proposed amendments.

- g. Reasonable accommodations shall be provided upon request. Accommodations other than interpreters, CART providers and ramps must be requested a minimum of one (1) month prior to the business meetings and the annual conference.
- h. NASRA will contract with a team of interpreters and CART providers to provide interpreting and captioning services at the annual business meeting and conference. The officers may obtain these services from anywhere in the United States.
- i. All individual members, regardless of how many individual members a state membership may have in attendance, shall have the right to a voice and may participate freely during deliberations at all business meetings.
- j. Transacting business:
 - 1. A quorum must be present to transact business at a business meeting. A quorum is defined as a majority of the member states present at the time of the business meeting.
 - 2. Only one vote per state membership represented shall be allowed during the course of any decision item or election. It shall be cast by the individual member designated to cast a vote for that state membership.
- k. Approval for actions taken shall be by a majority vote of those individual members in attendance at the business meeting that are designated to cast a vote for that state membership.
- l. Election of officers shall occur biennially at alternating annual business meetings.

Section 2. Officer Meetings:
Officer meetings may be scheduled, as deemed necessary, by the officers.

Section 3. Committee Meetings:
Committee meetings may be scheduled, as deemed necessary, by the officers and/or committee members.

ARTICLE VII – ANNUAL CONFERENCE

Section 1. NASRA shall strive to hold an annual conference in conjunction with an annual business meeting. The purpose of this conference shall be to educate members, share information and advance discussions on TRS issues.

Section 2. Attendance at the annual conference shall be limited to:

a. Individual members

1. There shall be no limit on the number of individual members who attend from a state membership.
2. NASRA may charge a fee for individual members to attend the annual conference. The officers will determine the fee amount sufficient to cover incurred costs by NASRA to hold the annual conference.

b. Speakers

1. NASRA invited speakers may attend all conference functions, regardless of when his/her actual presentation is scheduled, except business meetings or other closed sessions as determined by the officers. In the event of a dispute, the decision of the officers is final.
2. NASRA may reimburse speakers for reasonable costs incurred.

c. Sponsors

1. Sponsors are defined as companies or individuals providing relay services or related products and/or services who financially contribute to cost of the conference by way of a sponsorship fee.
2. Sponsors may send up to three (3) representatives to the annual conference per sponsorship fee and may not have more than two (2) sponsorships.
3. Sponsors may attend all conference functions, except business meetings or other closed sessions as determined by the officers. In the event of a dispute, the decision of the officers is final.
4. The Conference Committee shall establish sponsorship fees and they may change from year-to-year.

Section 3. At the request of any individual member designated to cast a vote for that state membership, an exception to this Article may be approved by majority vote of the officers.

Section 4. NASRA may wish to coordinate the annual conference and business meeting location and time with other associations or organizations, but has the right to hold the annual conference and business meeting at the location and time that its members select.

- a. At an annual business meeting, individual members may nominate a location and time to hold an upcoming conference and business meeting.

- b. After discussion, a vote will be taken following the bylaws.
- c. In the event a selected location is unable, unwilling or proves to be incapable of hosting the annual conference and business meeting at its designated time, the officers may choose an alternate location and time or may request that a new location and time be selected at an upcoming annual business meeting.

ARTICLE VIII – AMENDMENTS

- Section 1.** NASRA bylaws may be amended in accordance with the procedure below and only upon an affirmative vote by two-thirds (2/3) of those individual members designated to cast a vote for that state membership at the annual business meeting.
- Section 2.** Proposal(s) to amend NASRA bylaws shall be accepted from any individual member.
- Section 3.** Proposals to amend NASRA bylaws shall be submitted in writing to the Chair no less than forty (40) days prior to the annual business meeting and include the following information:
- a. The name of the individual member submitting a proposal to amend.
 - b. A statement of the intent of the proposal to amend.
 - c. The date of the annual business meeting at which consideration of the proposal to amend is requested.
 - d. The specific article number and section proposed to be amended.
 - e. The proposed amending language.
- Section 4.** Proposals to amend NASRA bylaws shall be distributed by the Secretary to individual members in the Secretary’s list serve database for consideration no less than thirty (30) days prior to the annual business meeting.
- Section 5.** A majority of those individual members designated to cast a vote for that state membership in attendance at the annual business meeting may make amendments to the proposals to amend NASRA bylaws by means of a majority vote on each amending proposal.
- Section 6.** Proposals to amend NASRA bylaws and the associated amendments to the proposals that are passed and adopted by NASRA shall take effect upon the adjournment of the annual business meeting at which the amendment was

considered and adopted; provided an exception to this effect is not otherwise contained in the language of the adopted proposal to amend.

ARTICLE IX – GRANTS AND CONTRIBUTIONS

Section 1. The Chair, or any member designated by the Chair, may make application to philanthropic organizations, corporations, agencies, groups or persons for grants or contributions of funds or property for carrying out general or specific purposes of NASRA.

Section 2. No application shall be made to, or contribution received from, any person or entity until determined by the officers that a grant or contribution to NASRA is motivated by the desire to further purposes of NASRA and not to derive personal benefit or privilege for the donor.

ARTICLE X – RETENTION OF PROPERTY INTEREST

Section 1. All right, title and interest, both legal and equitable, in and to property of NASRA, shall remain in NASRA.

Section 2. Any property of NASRA in possession of trust by a member or employee shall be returned immediately to NASRA in the event of his/her death, resignation, suspension, expulsion or departure.

ARTICLE XI - DISSOLUTION

Section 1. Upon the dissolution of this Association, the Officers of the Association shall, after paying or making provisions for the payment of all the liabilities of the Association, distribute all of the assets of the Association exclusively for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or corresponding section of any further federal tax code. Any assets not so distributed shall be distributed to the federal government, or to a state or local government, for a public purpose.

Section 2. Any such assets, not so disposed of, shall be disposed of by the Court of Common Pleas, or similarly named office, of the county in which the principal office of NASRA is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.