

NEW ENGLAND TRANSLATORS ASSOCIATION

BYLAWS

ARTICLE ONE - NAME AND GENERAL STRUCTURE

The name of this corporation shall be the New England Translators Association (hereinafter NETA). This corporation is organized pursuant to the General Nonprofit Corporation Law of the Commonwealth of Massachusetts.

ARTICLE TWO - OBJECTIVES

NETA is established by and for translators and interpreters in the New England area. The objectives of NETA are:

- 1) to promote the recognition of translating and interpreting as a profession;
- 2) to advocate for the rights and interests of professional translators and interpreters;
- 3) to promote professional and social relations among its members;
- 4) to organize and support the training of translators and interpreters through lectures and courses; and
- 5) to provide a medium for collaboration with persons in allied professions;

ARTICLE THREE - ACTIVITIES

To accomplish these objectives, NETA will do the following:

- 1) hold monthly meetings from September through May, where feasible;
- 2) publish a quarterly newsletter, which will include the minutes of the preceding meeting, notices of events of interest to translators and interpreters, articles, answers to questions sent in by members, and other items of interest;
- 3) organize an annual exhibition and conference for the New England area to act as a networking event for translators and interpreters, as well as companies and organizations involved in the field of translation and interpreting, and as a means of disseminating knowledge about translation and interpreting to the broader business community;

- 4) organize and support the training of translators and interpreters through lectures, workshops, sponsoring American Translators Association (hereinafter ATA) exams, and other program activities;
- 5) conduct any and all other activities designed to effect and further its objectives and promote the general welfare of NETA.

ARTICLE FOUR - MEMBERSHIP

Paragraph I - Eligibility and qualifications:

- a) *Eligibility:* Individuals who are practicing translators, interpreters, translation editors, or teachers, and who agree to abide by the Bylaws of NETA and any Code of Professional Ethics adopted by it, shall be eligible for membership. In the context of these bylaws, "practicing" means that an individual earns at least 20% of his or her "translation-related income" through his or her own translation, interpreting, editing, or teaching. Individuals who are currently studying translation and/or interpreting shall also be eligible for membership. NETA membership is not open to institutions or corporations, or to individuals within such organizations, unless those individuals are also practicing translators, interpreters, translation editors, or teachers as defined above. There are no geographical restrictions on membership.
- b) *Application:* Application for membership, accompanied by the annual dues, shall be filed with the Membership Coordinator of NETA. Applications not in conformity with the conditions of Paragraph Ia) may be refused by the Board.
- c) *Termination:* Membership shall be terminated when a member fails to renew his or her membership within 60 days of the due date.

Paragraph II - Rights and Privileges:

- a) All members shall have the right to attend any general meetings of NETA and meetings of the board of directors if they are invited to present a position or proposal on a particular topic. These members will remain only for discussion of that topic. NETA committee members and officers may remain for the entire meeting but may not vote on any decisions. NETA members may receive all NETA publications, including the newsletter, free. All members in good standing shall also have the right to nominate and to vote for candidates for the Board of Directors, to vote on any issues presented to the membership by the Board of Directors for a vote, and to hold office in NETA. Because there are no institutional or corporate memberships in NETA, each member shall have one vote.
- b) All members in good standing may have a listing on the NETA Web site.
- c) All members in good standing may join the distribution e-mail list for the purpose of engaging in discussion and receiving job opportunities.

ARTICLE FIVE - BOARD OF DIRECTORS

Paragraph I - *Number and Term*: The property, affairs, business, and concerns of NETA shall be vested in a Board of Directors, consisting of seven members elected by the membership. The term of office for all Board members shall be for two years, beginning on September 1, and ending on August 31 of the following year. Elections of three and four Board members, alternatively, shall take place in May of each year.

Paragraph II - *Duties*: The Board of Directors shall have the power and authority to manage NETA's property and to regulate and govern its affairs; to determine policies and changes therein within the limits of the Bylaws of NETA; and to specify and review the work of the officers and committee chairpersons. By a simple majority vote, the Board may delegate decisions to a vote of all voting members of NETA. The Board shall set the dues each year.

Paragraph III - *Meetings and Quorum*: The Board of Directors shall meet at least four times each year to transact the business of NETA. A quorum at Board meetings shall consist of a minimum of 3/4 of all NETA Board members.

Paragraph IV - *Vacancies*: The Board of Directors shall fill any vacancy that occurs. The appointee shall hold office until the next election.

Paragraph V - *Removal*: Any member of the Board who fails to attend two consecutive Board meetings without reasonable cause, who does not fulfill his or her responsibilities as a Board member, or who abuses his or her office, may be removed from the Board by a majority vote of the Board.

ARTICLE SIX - OFFICERS

The officers of NETA shall be a President, a Vice President, a Secretary, and a Treasurer.

Paragraph I - *President*: The President shall publicly represent NETA and shall be a member ex officio of all committees. The President shall share with the Treasurer, the Vice President, and the Secretary, the right to sign checks and warrants for withdrawal of the funds of NETA.

Paragraph II - *Vice President*: The Vice President shall assist the President as required by the latter, and shall furthermore perform the duties of the President in the event of the latter's absence or incapacity, resignation, removal from office, or other vacancy in such office. He or she shall also be a member ex officio of all committees. The Vice President shall share with the Treasurer, the President, and the Secretary the right to sign checks and warrants for withdrawal of the funds of NETA.

Paragraph III - *Treasurer*: The Treasurer shall receive and collect all moneys and give official receipts therefore; record all moneys received and expended; deposit all the funds of NETA in a bank or depository designated by the Board of Directors; and shall share

with the President, the Vice President, and the Secretary the right to sign all checks and warrants for withdrawal of the funds of NETA. Disbursement of NETA funds shall be by check only. The Treasurer shall also submit a financial statement and make report of the financial condition of NETA as needed to the Board of Directors. The books and records maintained by the Treasurer shall remain a property of NETA and shall be available for inspection at any time by the Board of Directors or an auditor appointed by the Board.

Paragraph IV - *Secretary*: The Secretary shall take the minutes of all Board meetings and all general meetings and keep them on file, and shall preside over the membership committee.

Paragraph V - *Right to disburse funds*: Only duly elected officers of the Board of Directors shall have the right to disburse, sign, or in any other manner encumber or dispose of NETA funds, either by check or electronically, unless otherwise authorized from time to time by the Board of Directors.

Paragraph VI - *Terms of office*: Officers shall be appointed by the Board of Directors and shall serve at the Board's discretion.

ARTICLE SEVEN - PUBLICATIONS

NETA shall publish and distribute to its members, friends, and partners a newsletter and any additional material the Board of Directors may authorize. NETA shall also maintain a website with pertinent information on the association and membership.

ARTICLE EIGHT - FISCAL YEAR

The fiscal year of NETA shall begin on the first day of September and end on the last day of August.

ARTICLE NINE - MEETINGS

Paragraph I - *Annual General Meeting*: The Annual General Meeting shall be held in September at a time and place determined by the Board. The program shall include the installation of new Board members, and presentation of the annual report.

Paragraph II - *Monthly meetings*: Monthly meetings shall be held on the second Monday of each month, or on another day designated by the Board of Directors, from September through May of each year.

Paragraph III - *Notice of meetings*: Written notice shall be sent by mail or electronically to every member.

ARTICLE TEN - VOTING AND ELECTIONS

Paragraph I - *Elections*: Board members shall be elected by mail-in ballot in May of each year.

Paragraph II - *Who may run for office*: Any member in good standing may run for elective office.

Paragraph III - *Nomination of candidates*: Candidates for election may be nominated in one of two ways:

(1) Any member in good standing may nominate a person for elective office, having first obtained the consent of the candidate, by sending the candidate's name to the Board in writing; or

(2) Further nomination for any position may be made by the Board of Directors by petition in writing, endorsed by a majority of the Board, at least thirty (30) days before the date of election and with the consent of the candidate.

Paragraph IV - *Notice of election*: The Election notice, including ballots, shall be sent to the membership by mail 30 days prior to the election. Candidates for contested positions may submit a campaign statement for publication in the election notice.

Paragraph V - *Voting*: Each member in good standing shall be entitled to one vote to be cast by mail. Proxies shall not be recognized in any voting.

ARTICLE ELEVEN - AMENDMENT OF BYLAWS

Amendments to these bylaws may be proposed by the Board of Directors or by petition of no fewer than 10 voting members of NETA. Proposals originating by petition shall be submitted in writing to the Board, who shall present it to the membership for a vote. 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 shall require a 2/3 majority of votes received from the voting members of NETA, voting at the meeting or by mail received prior to the meeting.

Adopted by the New England Translators Association on,