

DHHA By-Laws

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SECTION 1: STRUCTURE

1.01 Goals and Objectives

The structure of the Dear and Hard of Hearing Alliance (DHHA) formerly the Council of Organizational Representatives (COR) shall be that of a coalition of organizations which focuses on public policy and other issues related to improving the quality of life for people who are deaf or hard of hearing, and all people with hearing loss. DHHA's major objective is to provide a forum whereby relevant information can be shared, plans made and actions taken for collaborative and mutually supportive efforts. DHHA implements actions approved by its membership.

1.02 Membership

Membership is open to not-for-profit national consumer and professional entities of or for people who are deaf or hard of hearing, which represent same, or which deal with deafness, hearing loss, and related issues, and who support DHHA's goals and objectives. Such entities need to document that they are able to actively engage in national public policy initiatives and activities,

A member organization will be represented by its chief executive officer or his or her designee. Efforts should be made to ensure the continuity of representation at DHHA meetings and the effective reporting of DHHA actions to chief executive officers by designees.

1.03 Membership: Eligibility and Applications

To be considered for membership, applicants must submit such information as the Executive Committee finds necessary to determine the purpose, activities and relevant public policy positions of the organization. The Executive Committee will present this information to member organizations for discussion and vote. No organization shall become a member of DHHA until the initial dues, or portion thereof as set by the Executive Committee, are paid.

1.04 Member Suspension

All members must be in good standing, as determined by the Executive Committee. A member may be suspended by the Executive Committee if the organization/corporation fails to fulfill the duties and responsibilities of membership, including but not limited to, failure to pay any portion of dues on a timely basis, such as within three months of an initial billing.

1.05 Member Resignation

A member may resign at any time by giving written notice to the Executive Committee of DHHA. Dues shall not be refunded in part or whole.

SECTION 2: GOVERNANCE

2.01 Officers

The officers of DHHA shall be two Co-chairs. The voting members of DHHA may create such other offices as shall become necessary to the operation of DHHA.

2.02 Officers: Authority and Duties

The Co-chairs shall have the responsibility of ensuring the major activities of DHHA are conducted in an effective and efficient manner, including but not limited to: timely announcements of meetings and solicitation of items for agenda, taking of minutes and timely distribution of same, clear communication of actions taken and decisions made by DHHA, making arrangements for each meeting including the securing of the interpreters and assistive listening devices requested, general coordination of activities, and all financial matters, including dues collection, bill payments and financial reporting.

2.03 Executive Committee

The Co-chairs shall form DHHA's Executive Committee with authorities and duties as conferred upon by this operating document and by the voting members of COR. The Committee shall convene for transaction of business at the call of either Co-chair.

2.04 Legal and Fiduciary Responsibilities

Although the Co-chairs or Executive Committee shall on occasion act on behalf of the members of DHHA, no legal or fiduciary commitments may be made without the prior agreement of the voting members of DHHA.

2.05 Election and Replacement of Officers

Election of officers shall occur annually. Any member may make nominations at a meeting or by mail. Election shall be by simple majority vote of those voting members present, with each organization having one vote. The elected officers shall take office the following January 1. Since membership in DHHA is organizational, if an elected officer leaves the organization s/he represented at the time of election to office, a vacancy in that office shall exist. If a vacancy arises for this or any other reason, the remaining officer shall ensure that the vacant office is filled in the next applicable month in the manner set forth herein. Any officer of DHHA may be removed from office by the affirmative vote of four-fifths (4/5) of the voting members whenever, in their judgment, the best interests of DHHA shall be served thereby.

2.06 Term of Office

The Co-chairs shall be elected to staggered two-year terms.

2.07 Special Election

Should the need arise, a special election of officers shall occur wherein two Co-chairs shall be elected, one to a one-year term and the other to the normal two-year term. Subsequent elections shall occur as herein described.

2.08 Notification of Meetings

Normally, the date of the next meeting will be announced by the adjournment of the most current meeting. Written announcement and an agenda will be provided to all members at least two weeks before the meeting.

2.09 Quorum

A quorum shall be defined as those voting members present, provided, however, that more than one-half (1/2) of voting members are in attendance, one of which must be a member of the Executive Committee; that the meeting time and place have been properly

announced; and that inclement weather is not a factor. The announcement of a quorum or lack thereof shall be the decision of the member or members of the Executive Committee chairing the meeting.

2.10 Rules of Order, Decision-Making and Conduct of Meeting

Meetings shall be chaired by either or both Co-chairs. The Chairs shall be guided by principles herein described as to which organizations are eligible to vote and as to which organizations may make motions, second same, or speak to issues. Disagreements with any decision by the Executive Committee at any meeting shall be resolved by a simple majority of voting members present, except as otherwise described herein. Generally, meetings are limited to all members and invited guests, with guests present only during relevant portions of the agenda.

Administrative and operational matters as well as public policy issues, actions, or positions may be acted upon by consensus or mutual agreement unless a voting member calls for a formal vote, wherein members shall cast one vote per organization with the issue decided by simple majority vote of those present.

With regard to public policy issues, only those organizations in support of the issue shall be so listed (with no references made of those organizations which failed to indicate their position or which may not be in support). Items which fail to receive support from a simple majority of full members will not be approved.

Except as otherwise addressed in this document, parliamentary issues shall be determined by the most recent edition of Roberts Rules of Order, or such other practice consistent with majority rule and fair expression and debate of ideas.

2.11 Minutes

Minutes of the most recent meeting shall be distributed to members no later than the next scheduled meeting. Decisions and actions shall be clearly indicated.

2.12 Other Committees

The Executive Committee shall recommend from time-to-time the creation of such committees, either standing or ad hoc, which it determines are in the best interests of DHHA. Standing committees must be approved by the voting members of DHHA, and this document amended to include the Committee's name, charge and responsibilities. Ad hoc Committees require no formal approval, but the relevant minutes of the meeting at which the committee is created must include the committee's name, tenure, membership,

charge and responsibilities. Committee chairs may incur no debt on behalf of DHHA unless approved by the Co-chairs as herein described.

SECTION 3: FISCAL MANAGEMENT

3.01 Fiscal Year

The fiscal year of DHHA shall be the calendar year.

3.02 Budget Planning, Adoption, and Management

The Executive Committee shall prepare a budget report for the fiscal year just completed and a proposed budget for the fiscal year just beginning for consideration by the members no later than two months after the start of a new fiscal year. Such proposed budget must be based on anticipated revenues from dues and such other sources as shall be agreed upon by the voting members. The budget shall be balanced, with no deficit amounts. Cash reserves may be used to balance the budget. In the event of an unanticipated deficit, actual revenues must be applied first to the elimination of the deficit prior to any new expenditures. The proposed budget should be approved by the voting members no later than four months after the start of the new fiscal year. If the members fail to approve the budget as presented or amended, the Co-chairs shall not make any expenditures until such approval is given with the exception of deficit reduction.

3.03 Membership Dues and Other Revenues

Dues shall be set annually by October 1 for the next calendar year. Amount of dues shall vary based on organization size with at least three levels of dues established.

Payments of dues may be made on a semi-annual basis, with equal amounts due January 1 and July 1. Any request for an exception to this schedule must be submitted to the Executive Committee and approved by same.

The Executive Committee shall annually review and recommend dues for each organization size as part of the budget process.

Additional sources of revenue, including sponsorship, must be approved by the voting members of DHHA.

3.04 New Members After Start of the Fiscal Year

Applications for membership which are received after the start of the fiscal year shall pay dues pro-rated to the number of quarters remaining in the fiscal year, rounded to the nearest whole number.

3.05 Debt Limitations

Any debt incurred by DHHA must not be in excess of \$2,500. If the debt exceeds this amount, no additional expenditures may be made until the debt is reduced to \$2,500 or less.

3.06 Financial Reports and Statements

The Co-chairs shall ensure that regular reports on DHHA finances are provided to the membership.

3.07 Payments and Expense Reimbursements

The Co-chairs shall authorize payment and reimbursement of expenses, provided that such items are within the approved budget. Otherwise, such items are to be reviewed with the voting members at a meeting.

SECTION 4: PUBLIC POLICY POSITIONS AND ACTIONS

4.01 Development of an Action Agenda

The goal of the January meeting of DHHA will be to develop unanimous consent among the voting members on issues to be pursued for the year. The meeting shall be devoted to a detailed examination and comparison of all members' abilities to influence and move forward the public policy and other objectives. Thereafter, each member should accept an active role, consistent with its strengths and normal method of operation.

4.02 Management of the Action Agenda

The Executive Committee is responsible for the drafting of a document which summarizes the action agenda to be pursued, the action steps to be taken, and the role and responsibilities of the respective member organizations. It is the responsibility of the Executive Committee to monitor progress, coordinate activities when appropriate and necessary, and to make regular status reports to the membership.

4.03 Addition to the Action Agenda

Certain issues may arise within the year after the action agenda is established. Those issues shall be dealt with in a fashion unanimously agreed upon by the voting members.

SECTION 5: MISCELLANEOUS

5.01 Sponsorship

DHHA invites entities that desire to support DHHA to become sponsors. Sponsorship provides an opportunity to support financially the mission, goals, and activities of DHHA. Sponsors are not eligible to vote.

5.02 Amendments to the Operating Document

This document may be amended at any time by a two-thirds (2/3) vote of those voting members present. The proposed amendment must be distributed in written form to the members and placed on the agenda of a regular meeting no sooner than thirty (30) days from the date of the written notice.