

# Missouri Association of the Deaf, Inc.

## CONSTITUTION

*Revised August 1, 2009*

### ARTICLE 1: NAME

- 1.1 The name of the Association shall be the Missouri Association of the Deaf, Incorporated (MoAD).

### ARTICLE 2: INCORPORATION

- 2.1 The Association shall be incorporated under and in compliance with the laws of the State of Missouri, and is organized as the NON-PROFIT organization and shall carry the objects and purposes as specified in the Constitution and the Bylaws.
- 2.2 The Association shall be organized exclusively for charitable, educational, advocacy, and social purposes within the means of Section 501(c)(3) of the United States Internal Revenue Code.
- 2.3 No part of the net income of the Association shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private persons except that the Association shall be authorized and empowered to pay reasonable compensation for the services rendered.
- 2.4 No substantial part of the activities of the Association shall be carrying on any kind of propaganda or otherwise attempting to influence legislation, and the Association shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
- 2.5 Notwithstanding any other provisions of these Articles, the Association shall not carry on any other activities not permitted to be carried on:
  - a. by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the United States Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or
  - b. by a corporation, contributions to which are deductible under Section 170(c)(2) of the United States Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

### ARTICLE 3: OBJECTIVES

- 3.1 The purpose of the Association shall be to promote the advancement of the general welfare of the Deaf in the State of Missouri.

- 3.2 The objective of the Association shall be to promote the education of the Deaf to the public.
- 3.3 The objective of the Association shall be to promote and uphold the legal enforcement of the existing regulations of the State of Missouri and the National Association of the Deaf, Inc.

#### **ARTICLE 4: NATIONAL AFFILIATION**

- 4.1 The Association shall meet its obligations as an affiliate member of the National Association of the Deaf, Inc. (NAD), and shall abide by and honor the regulations of NAD that may govern the Association and the affiliate members (chapters).
- 4.2 The Association shall cooperate with and support the matters pertaining to the welfare of the Deaf on the national level, and it may enlist the assistance of the federation on a state level as per the Association’s Constitution (Article 3: Objectives) and Bylaws (Article 2: Objectives).

#### **ARTICLE 5: MEMBERSHIP**

- 5.1 Any Deaf\* resident of Missouri may become an active member of the Association upon payment of the prescribed membership dues, and statute of the membership shall be governed by the Bylaws.

#### **ARTICLE 6: OFFICERS**

- 6.1 The officers of the Association shall be President, First Vice-President, Second Vice-President, Secretary, and Treasurer.
- 6.2 They shall be elected by secret ballot and by a majority vote of the voting members present at the conference for a term of two (2) years, and shall have such duties and powers as provided for by the Bylaws.

#### **ARTICLE 7: THE EXECUTIVE BOARD**

- 7.1 The Executive Board shall be consisted of the officers as prescribed in the Constitution (Article 6), and shall have the duties and powers as provided for by the Bylaws.

#### **ARTICLE 8: THE BOARD OF DIRECTORS**

- 8.1 The Board of Directors shall be consisted of the officers as prescribed in the Constitution (Article 6) with the President as the chair of the Board, and one representative from each chapter, Missouri Chapter of Junior NAD and cooperating member, and shall have the duties and powers as provided for by the Bylaws.

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\*Note: The term “Deaf” includes all with hearing loss that are D/deaf, Hard of Hearing, Late Deafened, Deaf-Blind, Cochlear Implant, or Hearing Disabled.

## **ARTICLE 9: CHAPTERS**

- 9.1** A chapter may be organized anywhere in the State of Missouri as an affiliate organization of the Association and the national association, and shall abide by and honor the regulations of these respective associations that may govern the chapters as the affiliate members.

## **ARTICLE 10: CONFERENCES**

- 10.1** The Association shall meet in a conference anywhere in the State of Missouri once every odd-numbered year (every two [2] years).
- 10.2** The Board of Directors shall have the power to postpone or extend a conference in an emergency measure beyond their control.
- 10.3** Twenty-five (25) voting members shall constitute a quorum for the business transaction at the Association's conference.

## **ARTICLE 11: DISSOLUTION**

- 11.1** In the event of dissolution of the Association, the action shall not be executed if there are twenty-five (25) dissenting voting members.
- 11.2** In the event of dissolution, the assets, after clearing the outstanding debts shall not be distributed among the members, officers, or any private persons, except that the Association shall be authorized and empowered to pay reasonable compensation that is being owed.
- 11.3** After all tangible assets are being disposed of, all assets shall be turned over to the National Association of the Deaf, Inc. to be held in a trust for a period of five (5) years.
- 11.4** After the five (5)-year period, the trust shall be transferred to the NAD, providing that it is eligible as the tax-exempt organization as described in Section 501(c)(3) of the United States Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).
- 11.5** In the event of a revival of the Association, after being in existence of two (2) years, it shall be eligible to retrieve the trust fund from the NAD. Any income accrued from said trust shall be retained by the NAD.
- 11.6** In the event of dissolution by a chapter, all assets and records belonging to said chapter shall be turned over to the Association to be held in a trust for two (2) years.
- 11.7** In the event of a revival of a chapter, after being in existence of two (2) years, the assets held in a trust shall be returned to the said chapter. Any income accrued from said trust shall be retained by the Association.

- 11.8** In the event of dissolution of a chapter, after a two (2)-year period, all assets shall be distributed as per said chapter's Constitution or Bylaws, directing that the assets of said chapter be distributed to, providing that it met the requirement of the Section 501(c)(3) of the United States Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). If such requirement is not met, the Association shall assume all of said chapter's assets. A copy of the bylaws of said chapter must be filed with the Association's President and Secretary prior to the dissolution of said chapter, and the Association shall govern the distribution of its assets.

## **ARTICLE 12: AMENDMENTS**

- 12.1** An amendment to the Constitution of the Association shall be made in writing and be seconded by a voting member of the Association, and such amendment shall be submitted to the Law Committee Chair not less than thirty (30) days prior to the conference. The amendment(s) shall be constituted by a two-third (2/3) majority vote of the voting members present at the conference.
- 12.2** Any provision in the Constitution may, in unforeseen and urgent circumstances, be suspended for a specific purpose by a three-fourth (3/4) majority vote of the members present at the conference duly called.