

**5709 South 1500 West, Salt Lake City, Utah 84123-5217
801-288-2159**

April 21, 2009

Dear UAD Members,

The Utah Association for the Deaf will convene its biennial conference at the Sanderson Community Center for the Deaf and Hard of Hearing in Taylorsville.

The business sessions will be held on the following dates:

Friday, May 8	12:30 pm to 3:30 pm
Saturday, May 9	8:30 am to 12:00 noon

The law committee met on April 18, 2009. Duane Kinner, as vice president, is the chair; Ron Nelson as assistant law committee chair and Valerie Kinney, member, with Rob Kerr, ex officio. The law committee has several proposals, along with the rationales, which are included in this mailing. The proposals will be explained on Friday, May 8 and brought up for discussion and voting on either Friday, May 8, depending on time limitations, or on Saturday, May 9.

These proposals are also online. Go to www.uad.org and look at the right side – click on “click here” on the “UAD 100th Anniversary click here “ line. You are encouraged to review the proposals and bring them with you to the business meetings.

You may print the UAD Articles of Incorporation and Bylaws from the UAD website. Go to www.uad.org and look at the top line. Click on “About UAD” and scroll down to find and click on either Articles of Incorporation or Bylaws.

The 2007 UAD Conference minutes are also available on the UAD website. Go to www.uad.org and look at the top line. Click on “About UAD” and go to the bottom screen and click on “2007 Conference.”

If you do not have access to a computer, you may request a hard copy of the the document you desire, from Valerie Kinney. She can be contacted at 866-730-9580 VP or by email, vkinney@comcast.net. The deadline to request a copy is April 30.

We look forward to seeing you on May 8. By the way, the conference begins on Thursday, May 7 with a kick off party at 6:45 pm at the Sanderson Center. Registration begins at 4:30 pm that day. We look forward to having you with us!

Proposal #1

Submitted by Justin Anderson on October 12, 2008

Article V: Duties of the Officers

Section 5: Duties of the Treasurer

A. It shall be the duty of the Treasurer to collect all dues; to keep an accounts of all disbursements and receipts; to take care of monies belonging to the Association; to provide a quarterly financial statement to the Board of Directors and a biennial report to the conference; to deposit all funds in a bank in the name of the Association and under the countersignature of the President and/or other officers authorized by the Board of Directors; and expend money only by vouchers to satisfy obligations approved by the Board of Directors.

E. The treasurer shall oversee the committee(s) banking account. The committee(s) may have its own banking account and control its own funds, provided that regular quarterly trustee-audited financial accounts (including bank statements) are sent to the Association's Treasurer. The funds will require the Association's Treasurer and one member of the Board of Directors to be authorized signers of that committee's separate banking account.

The Law Committee does not support proposal #1

Rationale:

1. The UAD is responsible for all monies. If each UAD committee opened its own bank account, the UAD would be liable for any misuse of funds, in the eyes of IRS and the state of Utah (Department of Commerce).
2. This will make the UAD CPA's work more complicated and cost UAD a higher CPA fee
3. The proposal is too broad (not specific enough)
4. This will increase the UAD Treasurer's duties quite a bit.
5. The UAD does not have Trustees any more.

Proposal #2

Submitted by Valerie Kinney on April 15, 2009

Article X: Amendments

Section 2: Proposals of Changes

B: A copy of the proposals shall be sent to the Active and Life members of this Association fourteen (14) days prior to any conference, general meeting or special meeting of this Association. **Proposals shall be posted on the UAD website for members to review, and an email announcement will be posted on UAD Announce. A hard copy shall be mailed to members not having internet access.**

The Law Committee supports proposal #2

Rationale:

1. The UAD should keep up with technology and use it for the benefit of its members.
2. UAD will save money on copying and postage which have increased considerably.

Proposal #3

Submitted by Ron Nelson on April 18, 2009

Article III: Directors

Section 1: Governance by Directors

A. The Association shall be governed by a Board of Directors, initially ~~eleven (11)~~ **nine (9)** in number. A quorum of the Board of Directors shall be ~~seven (7)~~ **five (5)** of the Directors and as such shall be authorized to determine the policies of the Association and to transact the business of the Association. A simple majority vote of the Directors present and voting shall be sufficient to pass on all questions.

The Law Committee supports proposal #3

Rationale:

1. It will be easier to achieve a quorum and conduct UAD business.

Proposal #4

Submitted by Ron Nelson on April 18, 2009

Article XIV: Official Publication

Section 1: Authorization

A. The Association shall maintain an official publication in which the Association shall provide a forum for its members, and in general, publish matters that are of interest and importance to its members.

B. **The Association shall maintain a public website along with vlogs and group email (UAD Announce) for the benefit of its members and the Deaf community of Utah.**

The Law Committee supports proposal #4

Rationale:

1. UAD needs to keep up with technology for the benefit of its members.

Proposal #5

Submitted by Ron Nelson on April 18, 2009

Article XIV: Official Publication

Section 3: Subscriptions

A subscription price sufficient to pay the costs of the official publication may be charged for the official publication. The subscription price shall be set by the Board of Directors after an adequate study to determine its operating costs. Subscription payments are limited to 2 years.

(Note: the subscription prices were set as \$15/year/UAD member and \$25/year/non UAD member by the members on January 27, 2001 to begin on February 26, 2001.)

The regular annual subscription shall be \$30 with a senior citizen discount of \$15 (age 55+) to cover copying and mailing costs.

The Law Committee supports proposal #5

Rationale:

1. Encourage people to read the free UAD Bulletin issue (PDF) on UAD website
2. Cut down on the use of paper (Go Green!)
3. Many paper subscribers have subscriptions which will expire this summer.

Proposal #6
Submitted by Ron Nelson
April 18, 2009

Article XV: Chapters

Section 1: Locations

~~Chapters may be formed by at least 9 of deaf and hard of hearing members residing in a region as determined by the Board of Directors.~~

Section 2: Laws

~~Such chapters shall be under the Association and subject to the Articles of Incorporation and Bylaws. The goals and purposes of the chapter shall be the same as those of the Association. However, the chapter may elect a director on an annual basis.~~

Section 3: Members

~~Members of the chapters shall be classed as Active, Life or Associate members of the Association, with the same rights, privileges and responsibilities.~~

Section 4: Organization

~~Each chapter may make its own rules governing its meetings, elect its own officers and trustees, and engage in charitable and educational activities which are not in conflict with the Articles of Incorporation and Bylaws of the Association, the Code and applicable federal, state and local laws.~~

Section 5: Funds

~~Each chapter may have its own checking and savings accounts and control its own funds, provided that regular quarterly trustee audited financial accounts (including bank statements) are sent to the Board of Directors of the Association.~~

Section 6: Contracts

~~Contracts which may obligate the Association must have prior approval of the Board of Directors.~~

Section 7: Membership fees

~~The chapter shall keep 25% of membership dues for its own expenses and turn the balance of 75% to the Association treasurer.~~

Section 8: Dissolution

~~Upon dissolution, all chapter funds, equipment and all non-monetary assets, including the records of the chapter, shall be transferred to the control of the Board of Directors of the Association.~~

The Law Committee supports proposal #6

Rationale:

1. No chapters have been established nor was any interest ever shown in chapters.
2. This will simplify the structure of the Association (Go Yellow and Blue!)

Proposal #7, Submitted by Ron Nelson on April 18, 2009

Article III: Directors

Section 2: Death or Resignation of a Director

A. In the event of a resignation of a Director, he or she shall submit their letter of resignation to the **Chairman President** of the Board of Directors.

B. In the event of death or resignation of a Director, the Board of Directors at a duly convened meeting thereof shall have the power to appoint an UAD member to fill the vacancy and such successor director shall serve until the next conference. The **Chairman President** of the Board shall contact such candidate(s) to inquire as to their availability and request answers in writing.

Section 4: Election of the Board of Directors

E. No two or more family members on the Board of Directors can hold more than one office: ~~Chairman~~, President, Vice President, Secretary or Treasurer. For this purpose, family members shall include father, mother, spouse, brother, sister, son, daughter, brother in law, sister in law, father in law, mother in law, son in law and daughter in law.

Section 7: Makeup of the Executive Committee

A. The ~~Chairman~~, the President, the Vice President, the Secretary, and the Treasurer shall constitute the Executive Committee of the Association. At all times, the Board of Directors shall have the power to approve, amend, rescind or revoke any action taken by the Executive Committee.

Article IV: Notice of Meetings

Section 1: Call for Meetings

The Board of Directors shall hold meetings upon call by the **Chairman President** or upon call by any two (2) Directors with at least seven (7) business days written notice to the members of the Board of Directors of such a meeting.

Article V: Duties of Officers

Section 1: Duties of the Chairman

~~The Chairman of the Board of Directors shall preside at all meetings of the Board of Directors. He/She shall see to that the agenda of the Board of Directors meetings be prepared and sent out according to Article IV, Section 2 of Bylaws. The chair shall notify and request the presence of persons needed for committee and other reports at such board meetings.~~

Section 2: Duties of the President

A. It shall be the duty of the President to preside at all meetings of the Association ~~except the Board of Directors meetings~~; to be ready at all times to settle any question that may arise for his consideration.

~~E. The President shall preside over the Board of Directors' meeting in the absence of the Chairman of the Board of Directors.~~

E. The President shall see that the agenda of the Board of Directors meetings be prepared and sent out according to Article IV, Section 2 of Bylaws. The president shall notify and request the presence of persons needed for committee and other reports at such board meetings.

Section 8: Duties of the Members of Board of Directors

A. The Board of Directors shall elect the ~~Chairman~~, President, Vice President, Secretary and Treasurer from among themselves. ~~The Chairman may hold the office of the Vice President at the same time but no other office.~~

The Law Committee supports proposal #7

Rationale:

1. Simplify the Executive Committee
2. The duties of the chairman are few and can be easily done by the President
3. The president should preside at all meetings of the Association