

# **Wyoming Council of the Blind**

## **By-Laws**

**(amended September 17, 2022)**

### **Article I - Name**

**The name of this organization shall be Wyoming Council of the Blind (acronym WyCB) and hereafter in this document may be referred to as “the Organization.”**

### **Article II - Purposes**

**The purpose of this non-profit membership Organization is to strive for the betterment of blind and visually impaired individuals in the state of Wyoming.**

- A) By providing a forum for the views of individuals who are blind or visually impaired.**
- B) By elevating the social, economic, and cultural levels of individuals who are blind or visually impaired.**
- C) By working to improve educational and rehabilitation facilities that serve individuals who are blind or visually impaired.**

- D) By broadening vocational opportunities for individuals who are blind or visually impaired.**
- E) By encouraging and assisting individuals who are blind or visually impaired, especially those who are new to their disability, to develop their abilities and potential and to assume responsible places in their communities.**
- F) By cooperating with public and private entities and agencies of and for individuals who are blind or visually impaired.**
- G) By providing for the free exchange of ideas, opinions, and information about individuals who live with loss of vision.**
- H) By assisting in the improvement of employment opportunities and general welfare of individuals who are blind or visually impaired through affiliation with the American Council of the Blind.**
- I) By supporting any lawful pursuit in the furtherance of individuals who are blind or visually impaired.**
- J) By submitting to the American Council of the Blind the appropriate dues and records of the membership of Wyoming Council of the Blind.**

### **Article III - Membership, Dues, and Voting Privileges**

- A) Membership in this Organization shall be open to any person who is 18 years or older, with the proviso that the**

majority of all voting members be individuals who are blind or visually impaired.

- B) Junior members may be anyone blind or visually impaired and is under 18 years of age. Payment of dues shall entitle junior members to voice and voting privileges.**
- C) Each voting member of this Organization who attends an annual convention shall be entitled to one vote.**
- D) Dues for voting members of this Organization shall be set by the membership at the annual convention, except that the Board of Directors may adjust the dues to keep members in good standing with the American Council of the Blind. Membership dues are payable before March 1 of each year.**
- E) Professional memberships in this Organization are welcomed. The amount of dues payable shall be set by the Board of Directors.**
- F) Honorary Members. The title of Honorary Member may be conferred on any person at any convention by a majority vote. Persons so entitled shall not hold office, vote, or be required to pay dues. Recognition as an Honorary WyCB Member may be conferred on any person outside the Organization whose service to the community has in some manner benefited people who are blind or visually impaired.**

## **Article IV - Board of Directors - Terms and Elections**

- A) Officers of this Organization shall consist of President, Vice-President, Secretary, and Treasurer (or Secretary/Treasurer). Their terms shall be for two (2) years. The President and Secretary shall be elected in even-numbered years; the Vice-President and Treasurer in odd-numbered years. The President and Vice-President shall be blind or visually impaired. The Secretary and Treasurer (or Secretary/Treasurer) may be sighted, visually impaired, or blind.**
- B) In addition to the Officers, this Organization shall have six (6) Directors elected for two-year terms. Three (3) will be elected in even-numbered years and three (3) will be elected in odd-numbered years.**
- C) The Directors and Officers shall compose the Board of Directors of this Organization. They shall conduct the business from convention to convention. Members of the Board of Directors must be voting members and the majority of the Board must be blind or visually impaired.**
- D) Alternate board members may be appointed by the Board of Directors to sit in at board meetings.**
- E) Whenever an office or directorship is vacated, the person who is appointed to fill that position shall serve until the next annual convention when an election for that office must be held. If an officer or board member chooses to**

**vacate his/her position on the Board at a convention, members attending the convention shall elect an individual to fill the remainder of that unexpired term.**

- F) All officers and directors shall be residents of the state of Wyoming during their terms of office.**
- G) To avoid conflict of interest, officers shall not hold office in WyCB while serving as an officer in another consumer organization of the blind.**
- H) Payment of annual dues shall be a pre-requisite for the right to hold office in WyCB.**
- I) Unless a candidate is unopposed, all elections shall be by ballot and a majority of all the votes cast shall be required for election.**

#### **Article V - Board of Directors and Officers-Powers and Duties**

- A) The Board of Directors shall be the governing body of this Organization between annual conventions, provided that they shall not take any official action in conflict with any existing policy or decision made by the membership.**
- B) The officers shall perform the customary functions of their offices prescribed by Roberts Rules of Order Revised, which shall govern all proceedings of this Organization.**

- C) The Secretary shall furnish each member of the Board of Directors a summary of all official actions taken at the annual convention and at regular and special meetings.**
- D) The Treasurer shall maintain a role of all members in good standing. He/She shall make a financial report at each annual convention and at each meeting of the Board of Directors. No bond shall be required for the Treasurer.**
- E) All checks issued must be signed by either the Treasurer or a designated Board member. One signature is required.**
- F) In the circumstance where a quorum of the Board of Directors and/or members cannot readily be assembled in person, because of some catastrophic event, this organization is expressly authorized to exercise emergency powers. In the event that the annual convention cannot be held in person, the officers and directors, along with the membership have the authority to continue to conduct the business of this organization, including voting on amendments and the election of officers and directors via other means of communication i.e. video, mail, phone, email, and/or any other that is applicable.**
- G) Board Members shall attend all Board Meetings or be excused by a two thirds (2/3) vote of the members present at any given meeting. The Board shall consider each absence of a Board Member as a separate circumstance and may expressively waive such absence by a two thirds**

**(2/3) vote of the members present at that meeting. Any elected board member with two consecutive unexcused absences from regular meetings of the Board of Directors during a calendar year is encouraged to re-evaluate with the President his/her commitment to the organization. After re-evaluation with the President any Board Member that has unexcused absences from two more regular meetings of the Board of Directors shall be asked to vacate the seat on the Board and the vacancy shall be filled as provided by these by-laws. Board members who are unwilling or unable to fulfill the duties required of them will be subject to dismissal by two thirds vote of the board members present at a Board meeting.**

## **Article VI - Conventions and Meetings**

- A) This Organization shall hold an annual convention of the membership. The times and places of annual conventions shall be fixed by the Board of Directors.**
- B) The membership shall be notified of the time and place of each annual convention at least thirty (30) days prior to the date of any such convention.**
- C) A quorum at any annual convention shall consist of no less than 10% of members in attendance.**

- D) A special meeting shall be convened by: order of the President, at the request of three (3) board members, or by 10% of the membership.**
- E) The members of the Board of Directors shall be notified of the time and place of each board meeting at least ten (10) days prior to said meeting. Meetings of the board may be held in person, by telephone conference, or other available means.**
- F) When warranted, board members may be polled by the Secretary and the votes recorded.**

#### **Article VII - Non-Profit Status**

- A) The Wyoming Council of the Blind shall be a non-profit Organization and qualify for tax exempt status as provided by-law.**
- B) No part of the earnings of this Organization shall inure to the benefit of, or be distributed to the members, directors, officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distributions in the furtherance of the purposes set forth in Article II, hereof. Notwithstanding any other provisions of the Articles, the Organization shall not carry on any activities not permitted by a corporation exempt from federal income tax under section 501 (C) (3)**



**of the Internal Revenue Code of 1954 or any corresponding provisions of any future United States Internal Revenue Law.**

### **Article VIII - Legislation**

**No substantial part of the activities of this Organization shall consist of attempting to influence legislation except as permitted by section 501 (H) of the Internal Revenue Code.**

### **Article IX - Dissolution**

**Upon dissolution of this Organization, the Board of Directors, after paying or making provisions to settle all accounts, shall distribute all of the assets of the Organization to the American Council of the Blind or any successor organization thereto, or in the event of prior dissolution of such organization, to one or more other non-profit organizations within Wyoming or the United States of America having purposes similar to those of this Organization, serving blind or visually impaired persons, and qualifying under 501 (C) of the Internal Revenue Code or any other corresponding provisions of any future United States Internal Revenue Law.**

### **Article X - Amendments**

**These by-laws may be amended at the annual convention by two-thirds of the voting members in attendance.**

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