# BLIND INFORMATION TECHNOLOGY SPECIALISTS CONSTITUTION AND BYLAWS

## Blind Information Technology Specialist CONSTITUTION

## As amended December 14, 2022

## 1.0. ARTICLE 1: NAME:

The name of this organization shall be Blind Information Technology Specialists, hereinafter referred to as BITS.

## 2.0. ARTICLE 2: PURPOSE:

BITS is an organization which strives to promote the use of technology such as computer and information technology by blind persons to improve the quality of their personal and professional lives, and to advocate for improved accessibility to devices and technology for all visually impaired persons. To accomplish these goals, BITS shall engage in activities such as the following:

2.1. Endeavor to establish high standards of education and training, and accessibility thereto, for visually impaired persons using computer and information technology.

2.2. Promote greater understanding and improved attitude toward the acceptance and employment of visually impaired persons in occupations involving the use or development of computer and information technology. To further advance this goal, BITS shall establish and support all forms of networking and communications with agencies, educators, employers, and legislators to further accommodate the requirements and aspirations of visually impaired persons in society.

2.3. Encourage and stimulate developers of technology to design adaptive hardware and software which will enable visually impaired persons to more fully participate in all aspects of society.

2.4. Work with entities in the public and private sector to promote the timely availability of technical documentation in accessible formats such as large print, Braille, audio recordings, or digital formats.

2.5. Actively function as an advocate, not only for BITS members, but in behalf of all other visually impaired persons, to promote equal accessibility to all computer and information technology currently available on the market.

2.6. Sponsor conferences, workshops, seminars, and networks to encourage the growth and development of the knowledge base of BITS members by providing a forum for the exchange of ideas and information.

2.7. Actively cooperate with other organizations of and for the blind in matters of common interest.

2.8. Publish a periodic newsletter and/or journal, and disseminate such other information that may be of value and interest to the members of this organization.

## 3.0. ARTICLE 3: MEMBERSHIP:

Membership of this organization shall consist of people who are legally blind, as well as those who are sighted, working together in partnership to attain the goals and objectives described in Article 2 of this constitution. However, the offices of president and vice president must be held by members who are legally blind. A majority of the membership of this affiliate must be legally blind.

3.1. TYPES OF MEMBERSHIP AND Qualifications:

3.1.1. FULL MEMBERSHIP: Full membership is open to any individual who is actively involved with computer and information technology to enhance the quality of their personal and professional life.

3.1.2. STUDENT MEMBERSHIP: Student membership is open to any individual who is enrolled, either part time or full time, (but in no case less than nine credit hours), in a curriculum or program at an accredited university, college, or vocational school. The organization reserves the right to verify the status of any individual applying for this type of membership and may, at its discretion, request the name and proof of enrollment of the institution the student is attending.

3.1.3. ORGANIZATIONAL MEMBERSHIP: Individuals officially representing organizations may hold membership in BITS, one delegate per organization, provided that one or more of the following hold for the represented organizations:

3.1.3.1. Is a developer of adaptive hardware or software or of technology for visually impaired persons;

3.1.3.2. Is involved in employment, education, and/or training of visually impaired persons;

3.1.3.3. Is involved in advocacy for visually impaired persons in areas such as employment and the advancement of adaptive technology.

3.1.4. LIFE MEMBERSHIP: BITS Life membership is open to any individual upon the payment of a one-time fee as set forth in the bylaws.

3.1.5. JUNIOR MEMBERSHIP: Any person who has not reached the age of eighteen (18) years may become a junior member. The organization reserves the right to verify the status of any individual applying for this type of membership and may, at its discretion, request the name and proof of enrollment of the institution the individual is attending.

3.2. Application for Membership:

3.2.1. Applications for membership shall be submitted to the treasurer. The application shall specify the type of membership sought and whether the applicant is sighted or legally blind. Payment of the appropriate dues as stated in Bylaw Article 1, shall be received between January 1 and October 31 in order to confer membership for that calendar year. If tendered on or after November 1, such payment only confers membership for the following calendar year.

3.2.2. Any person who joins BITS, and their dues are paid within the last 6 (six) months of a calendar year, shall be considered as a member in good standing for the calendar year immediately following said year. This provision shall not apply to those persons who are listed on the previous year's membership roster.

3.3. Rights of Members. The rights accompanying each type of membership are as follows:

3.3.1. Full members shall have all privileges including the right to serve in elective office, to attend and participate and vote in all regular and special membership meetings, and to serve as chairs or members of committees.

3.3.2. Student members shall have all the rights of full members except the right to serve as president or vice president.

3.3.3. Organizational member representative shall have the same rights as full members except that they may not serve as elected officers or chairs of committees.

3.3.4. BITS Life members shall have all privileges including the right to serve in elective office, to attend and participate and vote in all regular and special membership meetings, and to serve as chairs or members of committees.

3.3.5. Junior members shall have the same rights as full members except that they may not serve as elected officers or chairs of committees.

3.4. Dues: Membership dues are specified in Bylaw Article 1.

3.5. Member in Good Standing: The term, "member in good standing" means that such member has paid dues on or before the designated record date for determining those eligible to participate in the annual meeting.

## 4.0. ARTICLE 4: MEETINGS:

4.1. Annual Meeting: An annual membership meeting shall be held during the month of December for the purpose of conducting elections for officers and directors in accordance with Article 5 of this constitution, reviewing the status of the organization, and for such other purposes as may be proposed by the membership.

4.1.1. Participation in the annual meeting shall be restricted to members in good standing as of October 31st.

4.1.2. notice of meeting: Notice of the annual meeting shall be published or mailed to the membership no later than November 15th.

4.1.3. Such meeting shall be conducted by teleconference call or via any similar communications platform that affords all persons the opportunity to participate fully in the transaction of business at the meeting.

4.2. Registration Fees: No registration fee shall be required to attend the annual meeting. Registration fees required for participation in any other BITS activities shall be established by the board of directors.

## 5.0. ARTICLE 5: ELECTIONS AND VOTING:

5.1. Elections: Regular elections shall be held every two years on even numbered years to elect officers, board members at large, and to fill any vacancies that may have occurred during the previous year. Off year elections shall be held to replace board members at large whose 3-year terms have expired, and to fill any vacancies that may have occurred during the previous year.

5.2. Voting: All full members, student members, organizational member representatives, BITS life members, and junior members in good standing shall have the right to vote.

5.3. Quorum: During any meeting, the presence of ten percent (10%) of the members listed on the membership roster as of the established record date for such meeting shall constitute a quorum for that meeting.

## 6.0. ARTICLE 6: OFFICERS:

6.1. Officers: Four officers shall be elected from among the eligible candidates who must be members in good standing at the call to order of the annual meeting in which they are nominated. The officers are as follows: president, vice president, secretary, and treasurer.

6.2. Qualifications of Officers:

6.2.1. Candidates for the offices of president and vice president must be Full members, or BITS Life Members, and must be legally blind.

6.2.2. Candidates for the offices of secretary and treasurer must be Full members, BITS Life Members, or Student Members.

6.3. Terms of office:

6.3.1. All four officers shall be elected for terms of two years.

6.3.2. No member is eligible for election to the same office for more than three consecutive full two-year terms. Any period of time less than or equal to one year served in an office, either by election or appointment, to complete an unexpired term resulting from a vacancy shall not be counted toward the three-term limitation.

6.4. Assumption of duties of Officers: All newly elected officers shall assume their official duties on the date of the first regular board meeting following the annual meeting at which they were elected.

6.5. Duties of officers: Except as may be otherwise specified in Article 9, Committees, or in Bylaw 2, each of the four officers shall have the powers and duties customarily exercised by persons holding such respective offices.

6.6. Vacancies: The term "vacancy" refers to a permanent termination of the term of office of any officer.

6.6.1. President: If the Office of the president becomes vacant at any time, the duties and responsibilities of the president shall be immediately assumed by the vice president. Regardless of whether or not the vacancy occurs during the first or second year of the elected president's term of office, the vice president shall continue to serve as president until the next annual meeting at which a Regular election is to be held. During the period of time that the vice president is functioning as president, the office of vice president shall be considered as a vacancy and treated according to section 6.6.2 below.

6.6.2. If a vacancy occurs at any time during the term of a vice president, secretary, or treasurer, the president, with concurrence of a majority of the board, shall appoint a qualified member to fill that vacancy until the next annual meeting. At that time, if the two-year term has not been as yet completed, an election will be held to fill that office for the remaining year.

## 7.0. ARTICLE 7: BOARD MEMBERS AT LARGE:

7.1. Board Members at Large: Three board members at large shall be elected to serve on the Board of Directors.

7.2. Qualifications of Board Members at Large: full members, student members, organizational member representatives, and BITS Life members are qualified to serve on the board of directors as board members at large.

7.3. Terms of office of Board Members at Large: Each board member at large shall be elected for a term of three years. One board member at large shall be elected at each annual business meeting to replace the Member who is completing a three-year term. No member shall be elected to serve on the board of directors for more than two consecutive full terms. Any time served as a board member at large for a period equal to, or less than one year, to complete an unexpired term caused by a vacancy shall not be counted as part of the two-term limitation.

7.4. Assumption of duties of Board Members at Large: Newly elected board members at large shall assume official duties on the date of the first regular board meeting following the annual meeting at which they were elected.

7.5. Duties of the Board Members at Large: Except as may be otherwise specified in Bylaw 3, the board members at large shall have the duties and responsibilities customarily exercised by persons holding such offices.

7.6. Vacancies: If the three-year term of office of any board member at large shall be unexpectedly terminated at any time, the president, with the concurrence of a majority of the remaining members of the board of directors, shall appoint a qualified member to fill the vacated post until the next annual meeting. The vacated post will then be filled by election at the next annual meeting for a period of time sufficient to complete the unexpired 3-year term of office created by the vacancy. If such an interim period of service as a board member at large is less than but not equal to two full years, that period of service shall not count toward the normal two term limitation for Board Members at Large.

## 8.0. ARTICLE 8: BOARD OF DIRECTORS:

8.1. Composition of the Board of Directors: The board of directors, hereinafter referred to as the "Board," shall consist of the four officers (Article 6), the three board Members at Large (Article 7), and the Immediate Past president. The president shall serve as the chair at all board meetings, except in the absence of the president, the vice president shall assume the duties of the president.

8.2. Meetings of the Board of Directors: The board of directors shall hold regular meetings throughout the fiscal year in accordance with a schedule to be published to the membership no later than January 15th. Special meetings of the board may be called at the discretion of the president or at the request of any three board members provided that all members of the board are notified of the special meeting at least 1 day prior to the beginning of the meeting, and at least five members of the board indicate their availability.

8.3. Quorum: The presence of any four members of the board of directors shall constitute a quorum for the purpose of doing business at any meeting.

8.4. Attendance of other persons at Board Meetings:

8.4.1. Any BITS member in good standing is entitled to attend any regular or special meeting of the board of directors, but is not entitled to participate in the business of the meeting unless permission of the presiding officer is first obtained.

8.4.2. Executive sessions: In the event an executive session of the board of directors is called, all visitors, shall be requested to leave the meeting and remain absent until the executive Session is concluded.

8.5. Duties of the Board of Directors: Except as may be otherwise or additionally specified in Bylaw 4, the board of directors shall perform the duties customarily exercised by the members of such administrative bodies. The board shall function as the governing body of BITS between annual business meetings provided it takes no official action that may be in conflict with any established policy or decision of the membership.

8.6. Vacancies:

8.6.1. Officers: Any vacancy created by the unexpected termination of the term of office by any one of the four officers is treated in Article 6.6.

8.6.2. Board Members: Any vacancy created by the unexpected termination of any board member at large is treated in Article 7.6 (BOARD MEMBERS AT LARGE).

8.6.3. Past President: If a vacancy occurs on the board of directors because the participation of the Immediate past president is terminated, that board position will remain vacant until the current president is replaced.

8.6.4. Absences from Meetings:

8.6.4.1. Given that the Board manages the affairs of BITS between annual meetings, and, given that each board member and officer performs assigned duties, the absence of a board member or officer, can seriously reduce the effectiveness of the Board. Thus, a board member or officer must have good reasons for absences from meetings.

8.6.4.2. A board member or officer being absent from, or anticipating absence from a board meeting, shall at the earliest opportunity, notify the president or the secretary, giving the reason for the absence.

8.6.4.3. If an elected officer or board member has as many as three unexcused absences, or if it is determined that the officer or board member can no longer attend meetings, the Board shall, by majority vote, consider the position on the board as a vacancy. The officer or board member shall be notified as to action taken by the board at the earliest possible time by certified mail.

8.6.5. Recall of An Officer Or Board Member:

8.6.5.1. By a vote of at least five members of the Board of Directors, an officer or board member can be removed from office for a serious reason such as unexcused or numerous absences, or, failure to satisfactorily perform the duties or responsibilities of that office. Evidence of a good faith effort to resolve the issue with the officer or board member must be presented to the board of directors before any officer or board member can be removed.

8.6.5.2. Past President: A President removed from office shall not serve as immediate past President.

## 9.0. ARTICLE 9: COMMITTEES:

9.1. Appointment of Committees: Except where specifically provided otherwise, the president shall appoint the chairs and members of all committees. The president shall also serve as an ex officio member of all committees. The other officers, the board members at large, and the Immediate past president are eligible for committee appointment along with other qualified members of the organization.

9.2. Standing Committees: The following standing committees shall be established to function as needed:

Auditing

Budget

Constitution and Bylaws

Convention Planning

Credentials

Fund Raising

Membership

Nominating

Publications

9.3. Special Ad Hoc Committees: The president shall appoint such special committees as may be required from time to time to carry out specific projects.

9.4. Terms of office of committee members: The chairs and members of all committees shall be appointed by the president for terms of one year. There is no limit to the number of successive terms that any person may serve as a chair or committee member. However, upon adjournment of the final business session of each annual meeting, all committee positions shall be considered vacant. Following adjournment of the annual meeting, the president has the freedom to either reinstate the previous committee appointments or make new ones.

## 10.0. ARTICLE 10: AFFILIATION:

BITS shall be an affiliate of the American Council of the Blind Inc. and comply with all requirements associated with such affiliation. One delegate, one alternate delegate, and one nominating committee representative shall be appointed or elected at the BITS Board meeting immediately preceding each annual National convention to represent BITS during the business sessions of the American Council of the Blind convention.

## 11.0. ARTICLE 11: AMENDMENTS:

11.1. Amendments to the Constitution: Any proposed amendment to the Constitution shall be distributed to the membership in media accessible to both sighted and visually impaired members at least thirty days prior to its introduction for action at the annual meeting. An affirmative vote of two thirds of the qualified members present and voting shall be required for adoption of any proposed amendment to the Constitution.

11.2. Amendments to the Bylaws: Any proposed amendment to the Bylaws shall be distributed to the membership in media accessible to both sighted and visually impaired members at least thirty days prior to its introduction for action at the annual meeting. An affirmative vote of a majority of the qualified members present and voting shall be required for adoption of any proposed amendment to the Bylaws.

11.3. Limitation of scope of secondary amendments: Secondary amendments whose purpose is to clarify the intent of a proposed amendment to either the Constitution or the bylaws should be entertained for debate and decision. Any secondary amendment to a proposed amendment to the Constitution or bylaws that would extend the original scope of the changes beyond that clearly contemplated by the sponsors of the proposed amendment should be ruled out of order by the president. Secondary amendments to any proposed amendment to the Constitution or bylaws which tend to reduce the scope of the proposed amendment should be entertained and placed on the floor for debate.

11.4. Effective Date of Amendments: Any amendment to the Constitution or bylaws shall go into effect immediately following adjournment of the final business session at the annual meeting at which such amendment is adopted.

## 12.0. ARTICLE 12: PARLIAMENTARY PROCEDURE:

Except as may be specifically provided otherwise by amendment of this article, all business meetings of the membership, the board of directors, and committees shall be conducted in accordance with the most recent version of Roberts Rules of Order Revised. The president or any committee chair may appoint a parliamentarian to assist in interpretation of the constitution and rules of procedure during any business meeting.

## 13.0. ARTICLE 13: NONPROFIT PROVISION:

Notwithstanding the terms set forth in any other article or articles of this BITS Constitution, or in the Bylaws attached thereto, the following provisions shall hold true:

13.1. BITS shall not engage in any activities prohibited by federal laws: (1) section 501(C)(3), of the Internal Revenue Code for corporations exempt from federal income tax, or (2) Section 170(C)(2), or any corresponding future provisions of the Internal Revenue code, for corporations to which contributions are tax deductible.

13.2. None of the principal activities of BITS shall include the dissemination of political propaganda or otherwise be intended to influence legislation.

13.3. BITS shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

13.4. Except for the payment of reasonable compensation for services rendered or in the furtherance of the purposes set forth in Article 2 of this Constitution, no part of the net income received by BITS shall inure to the benefit of, or be distributable to any of its members, officers, or to any other private person or persons.

## 14.0. ARTICLE 14: CORPORATE DISSOLUTION: Governmental laws for tax exempt donations:

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner or to such organizations or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (C) (3) of the Internal Revenue Code of 1954 (or any corresponding provision of future United States Internal Revenue law) as the Board of Trustees shall determine. Any such assets not so disposed of will be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

# Blind Information Technology Specialists Bylaws

# As Amended December 14, 2022

## 1.0. ARTICLE 1: DUES AND FISCAL YEAR:

1.1. Dues: annual membership dues shall be assessed as follows:

1.1.1. Full voting members: $20;

1.1.2. Student members: $10;

1.1.3. Organizational members: $25;

1.1.4. BITS Life members: $250 which shall be paid in one installment;

1.1.5. Junior Members: $5;

1.1.6. ACB Life Members: $15.

1.2. Fiscal Year. The fiscal year shall run from January 1 through December 31 of the calendar year.

## 2.0. ARTICLE 2: DUTIES OF THE OFFICERS:

2.1. President: In addition to the full range of duties normally performed in the office, the president shall appoint the chair and members of all committees (Article 9). Such shall be subject to approval by a majority vote of the board only in those cases where such confirmation is specifically required. The president shall also serve as an ex officio member of all committees.

2.2. Unless otherwise specifically indicated in these Bylaws, all officers are eligible for appointment to serve as chair or as members of any committee.

## 3.0. ARTICLE 3: DUTIES OF THE BOARD MEMBERS AT LARGE:

All Board Members at Large are eligible to serve as chair or as members of any committee.

## 4.0. ARTICLE 4: COMMITTEES:

4.1. Appointment of Committees: Except where specifically provided otherwise, the president shall appoint the chairs and members of all committees. The president shall also serve as an ex officio member of all committees. The other officers, the board members at large, and the Immediate past president are eligible for committee appointment along with other qualified members of the organization.

4.1.1. Auditing Committee: Subject to confirmation by the board of directors, the president shall appoint a member to serve as chair of the Auditing Committee. The president shall appoint two other persons from among the members to serve with the chair of the Auditing Committee. No member of the board of directors may serve on the Auditing committee. The Auditing Committee shall meet with the treasurer immediately prior to the annual meeting to conduct an audit of the organization's financial records. The Auditing Committee shall report its findings to the membership immediately following presentation of the treasurer's report.

4.1.2. Budget Committee: The budget committee shall consist of the president, the treasurer, and the chair of the Fund Raising Committee. The president shall serve as chair of the Budget Committee. Prior to the beginning of each annual meeting, the Budget Committee shall prepare a budget for the organization for the following year. The proposed budget shall be presented to the board of directors immediately prior to the annual meeting for its consideration. The proposed budget shall be considered advisory and shall not be binding on the board.

4.1.3. Constitution and Bylaws Committee: In addition to two other persons, the president shall appoint a member to serve as chair of the Constitution and Bylaws Committee. The parliamentarian shall serve as an ex officio member of the committee. Any motion or resolution proposing an amendment to the Constitution or bylaws shall be referred to the Constitution and Bylaws Committee for its evaluation before the issue is placed on the floor for open debate. The recommendations of the committee are to be considered as advisory, and are not binding on the membership during its deliberation.

4.1.4. Convention Planning Committee: Subject to confirmation by the board of directors, the President shall appoint a qualified member to serve as chair of the Convention Planning Committee. The president shall appoint at least two other members to serve on the Convention Planning committee. The Convention Planning committee shall plan and present the program sessions for each annual BITS convention.

4.1.5. Credentials Committee: The treasurer shall serve as chair of the Credentials Committee. The president shall appoint at least two other members to serve on the Credentials Committee. The Credentials Committee shall be responsible for maintaining membership records, including but not limited to, mailing lists, membership databases, and membership dues. Within ten business days of the record date established for determining those persons eligible to participate as members at the annual meeting, the Credentials Committee shall prepare an alphabetical list containing the names and addresses of all such persons. The list shall be available to the secretary at the annual meeting for the purpose of validating the casting of votes and for verifying the presence of a quorum.

4.1.6. Fund Raising Committee: The president shall appoint a member other than the treasurer to serve as chair of the Fund Raising Committee. The treasurer and at least one other member appointed by the president shall also serve on the Fund Raising Committee. The fund raising committee shall develop and implement fund raising projects on behalf of the organization.

4.1.7. Membership Committee: The president shall appoint a membership chair and two other persons to manage the dissemination of membership information, recruitment of new members, and in the oversight of membership services.

4.1.8. Nominating Committee: On or before October 31st, the president shall appoint, subject to confirmation by the Board of Directors, a chair and two other members to serve on the Nominating Committee. The Nominating Committee shall prepare a slate of qualified candidates for each office to be voted on at the annual business meeting, and shall, on or before December 1, publish such slate to the membership. Before any member's name may be included on the slate, the committee must obtain the candidate's consent and an indication of that candidate's willingness to serve. The slate of candidates may not include any member of the Nominating Committee. However, any member of the Nominating Committee may be nominated from the floor during an election.

4.1.9. Publications Committee: Subject to confirmation by the board of directors, the president shall appoint a member to serve as chair of the Publications Committee. The chair of the Publications Committee may also be referred to as the "coordinator of publications." The president shall also appoint at least two other persons from among the members to serve with the chair of the Publications Committee. The Publications Committee will be responsible for the preparation and distribution of all BITS publications.

4.2. Special Ad Hoc Committees: The president shall appoint such special committees as may be required from time to time to carry out specific projects.

4.3. Terms of office of committee members: The chairs and members of all committees shall be appointed by the president for terms of one year. There is no limit to the number of successive terms that any person may serve as a chair or committee member. However, upon adjournment of the final business session of each annual meeting, all committee positions shall be considered vacant. Following adjournment of the annual meeting, the president has the freedom to either reinstate the previous committee appointments or make new ones.