



ASSOCIATION OF TRANSLATORS
AND INTERPRETERS OF FLORIDA

A non-profit professional organization

BYLAWS

ARTICLE I

Name and general- structure

The Association of Translators and Interpreters of Florida Inc. (hereinafter "ATIF" or "the Association") is a nonprofit membership corporation established by and for translators and interpreters organized and existing under the laws of the state of Florida.

ARTICLE II

Objectives

1. Promote the recognition of interpreting and translating as professions.
2. Defend and support the interests and concerns of professional translators and interpreters.
3. Promote the further intellectual and cultural development of its members.

ARTICLE III

Administration

The property, affairs, business, and concerns of ATIF are vested in a Board of Directors. The Board of Directors determines policies and devises and executes such measures as it deems necessary or desirable on behalf of ATIF or in furtherance of ATIF's purposes.

The Board of Directors (hereinafter ~~to be the~~ "Board") consists of four officers (President, Vice President, Secretary and Treasurer), who together comprise the Executive Committee, and a number of Directors determined by the Executive Committee.

The Executive Committee carries out the routine business and conducts the operation of the Association in the best manner it deems necessary to function efficiently and diligently on behalf of the membership.

The President and Vice President must be voting members of the American Translator Association (hereinafter "ATA").

All Board members must be Florida residents.

A. The President

- (1) Apprises the membership of ATIF of all activities, either directly or by delegation.
- (2) Establishes the agenda for each meeting.
- (3) Presides at general meetings.
- (4) Chairs the Executive Committee.
- (5) Chairs the Board ~~of Directors~~.
- (6) Appoints committee chairs.

B. The Vice President

- (1) Assists the President in fulfilling the duties of that office.
- (2) Presides at meetings in the President's absence.

C. The Secretary

- (1) Records and reports the minutes of all meetings.
- (2) Conducts correspondence on behalf of ATIF, except as delegated by the Board to a committee or other individual.
- (3) Reports to the Board on correspondence received and sent.
- (4) Is responsible for the proper flow of all matters relative to communications between and among the ATIF Board, its committees, its members and the public.

D. The Treasurer

- (1) Receives and disburses all monies on behalf of ATIF.
- (2) Maintains financial Records.
- (3) Maintains accounts for ATIF in authorized banks and other institutions as directed or approved by the Board ~~of Directors~~ and reconciles the accounts monthly.
- (4) Presents an annual financial report to the membership and interim reports to the Board.

Term. Members of the

Board officers shall serve for a two-year term and shall not serve for more than two consecutive terms in the same office. If possible, members Upon completion of their last term in any office, they shall serve in the Board for one year as Past Officer Directors.

Directors other than Past Officer Directors shall serve a three-year term and shall not serve for more than two of such consecutive terms as Directors.

To ensure continuity and renewal, the Board President and Secretary

will ~~serve overlapping two-year terms~~ be elected in one year, and the Vice-President and Treasurer will be elected the following year, with approximately half the directorship falling vacant ~~one year and the other half falling vacant the following year.~~ every two years.

The term begins on the day of the first quarterly meeting following the election and ends on the day of the first quarterly meeting two years later.

For the transition period, the Treasurer and Vice-President will serve one year as officers and two years as Past Officer Directors.

Vacancies. Vacancies on the Board occurring at mid-term shall be filled through appointment by the President, with the approval of the remaining Board members. The appointee holds office until the next regular election, at which time the newly elected member will serve the remainder of any unexpired term.

Removal. Any member of the Board ~~of Directors~~ may be removed by a majority vote of the Association members in a referendum. This referendum may be initiated by a majority vote of the Board, or by a petition signed by at least 25% of the individual members of the Association.

The referendum may be conducted by mail, e-mail or any other method deemed adequate by the majority of the Board ~~of Directors~~, provided said method does not contravene state law.

Compensation. Members of the Board ~~of Directors~~ shall receive no salary or other compensation from the Association for their official duties. Expenses duly authorized by the Board will be reimbursed.

Fiscal Year. ATIF's fiscal year coincides with the calendar year.

ARTICLE IV

Membership

The membership of the Association will consist of ~~only one class~~ three classes of members (designated “~~member~~”, Voting Member”, “Student Member” and ~~all members shall have equal~~ “Honorary Member”). The requisites, rights, privileges and obligations for each class are described below.

Any individual Voting Members

Selection

Voting Members are individuals who:

- (a) ~~agrees~~agree to abide by the Florida statutes governing nonprofit organizations (Chapter 617 F.S.)
- (b) ~~agrees~~agree to abide by these Bylaws and any other published policies of the Association.
- ~~pays~~
 - (c) ~~pay~~ the membership dues corresponding to the current year.
 - (d) ~~provides~~provide sufficient evidence of being engaged in translating and/or interpreting-related work through professional and/or official accreditation, such as:
 - a minimum of ~~3~~three years of proven experience
 - or an accredited university T&I degree
 - or an eligible T&I certification (ATA, Court Consortium, US Federal Court, National Association of Judicial Interpreters and Translators (hereinafter 'NAJIT'))
 - or other credentials that justify such membership in the

estimation of the Board or its designated Membership Chair may become a member of ATIF.

Rights and privileges

Voting Members have full rights and privileges, including the right to voting, being elected to the Board, and being listed in ATIF's directory.

Student members

Selection

Students must provide proof of enrollment at an academic institution at the time of application or renewal.

Student membership will be approved upon verification, is valid for that same calendar year and is limited to a maximum of four years.

Student membership must be renewed every year by the last day of February of the same year.

Rights and Benefits

Student members shall have the right to attend our professional development events at the same or lower rates as Voting Members, as determined by the Board.

Student members shall neither have the right to voting, nor to being elected or nominating candidates for the Board.

Student members shall not have the right to be listed in our directory.

At the Board's discretion, Student members may attend our year-end meetings, at an additional fee.

Honorary members

Definition

Honorary members are individuals who have demonstrated exceptional commitment and service to ATIF or its mission. They are

recognized for their significant contributions, which may include, but are not limited to, financial support, volunteer work, advocacy, or other forms of distinguished service.

Nomination and Selection

Honorary members may be nominated by any member of the Board or by a petition signed by at least one third of the members of the organization. Nominations shall be submitted to the Board for review. The Board shall vote on the nominations, and election to honorary membership shall require a two-thirds vote of the Board members present and voting.

Rights and Privileges

Honorary members shall not be entitled to vote or nominate candidates to the Board. They may, at the discretion of the Board, receive invitations to organization events, newsletters, and other communications. They may also be recognized publicly for their contributions.

Term

Honorary membership shall be for life unless revoked by a two-third vote of the Board for cause, such as actions detrimental to the organization's mission or reputation.

Review

The Board shall review the list of honorary members annually to ensure that their continued association aligns with the organization's values and mission.

Removal

A member may be expelled for any of the following reasons:

- (a) Conduct deemed to be in conflict with the stated purposes of ATIF.

- (b) Violation of either the Code of Professional Conduct of the ATA or the Code of Professional Conduct for Interpreters in the Judiciary for the State of Florida
- (c) Misrepresentation of qualifications and/or credentials.
- (d) Public libel and/or slander against the Association or any of its members.
- (e) Malfeasance in office as an officer of ATIF.

Warnings. The Board ~~of Directors~~, in safeguarding the members' right to a peaceful and dignified enjoyment of their Association, will be entitled to issue a written warning to any member whose actions are injurious to another member, to the Association, or to the Board ~~of Directors~~.

After a second written warning, a member shall be subjected to a probationary period of four ~~(4)~~ months, during which the member will be reimbursed his/her prorated membership dues minus a processing fee that shall not exceed 50% of his/her yearly dues, and will lose all rights and privileges with respect to ATIF.

(1) At the conclusion of the probationary period, and provided no further incidents of impropriety occur, the member may reapply for membership.

(2) A member may be put on probation up to two times during one continuous membership period. If a third probationary period is deemed appropriate, the member shall be automatically expelled.

Expulsion

(1) Any member incurring conduct as described in sections a) to e) above is subject to expulsion from ATIF if the Board feels that the egregious situation cannot be corrected by a probationary period.

(2) Any member whose conduct warrants further action by the Board after a second probationary period shall be automatically expelled.

The Board-~~of Directors~~ shall provide any member notified of a pending probation or expulsion with the opportunity to present his or her defense. The members shall be notified in writing via email and shall be allowed a ~~ten~~(10)-day period to respond.

The Board may expel a member or a member on probation only after having heard his/her defense, and via unanimous vote of the full Board-~~of Directors~~.

If the member fails to respond within the ~~ten~~(10)-day period, such member shall forfeit his/her right to be heard in his/her defense.

No member is exempt from these rules.

An expelled member may be readmitted to membership after three years, upon approval by the Board-~~of Directors~~.

ARTICLE V

Dues

Annual dues are established by the Board-~~of Directors~~ and are payable to the Association during January of each year. Membership terminates automatically when the dues are not paid by the last day of February of the same year.

Reinstatement is effective upon payment of the current dues.

ARTICLE VI

Meetings and Quorum

1. A General Membership Meeting is held at least once a year.

Notice of this meeting must be sent to the membership and posted on the ATIF website at least ~~thirty~~(30) days in advance of the meeting.

2. The Board ~~of Directors~~ must meet at least every quarter for the transaction of business. It also meets at the request of the President, or of at least three ~~(3)~~ members of the Board. An extraordinary meeting of the Board ~~of Directors~~ may be requested by a petition signed by 25% or more individual members of the Association.

3. Resolutions may be adopted by the Board ~~of Directors~~ in any of its meetings whenever the normal course of business requires a consultation, motion or vote. Resolutions may also be adopted between Board meetings, by mail, telephone or any other means of communication, provided that two ~~(2)~~ or more members of the Board do not oppose this procedure and the decisions are unanimous. These meetings require no prior notification of the membership, although minutes are to be taken and read at the following quarterly Board ~~of Directors~~ meeting so that attending members may learn of the business discussed and the resolutions made.

4. For Board meetings, quorum will be established either by a simple majority of the full Board or a simple majority of the Executive Committee.

5. A vote by a simple majority of Board members present is sufficient to approve any matter or action, provided that quorum is established.

6. Minutes of all Board meetings must be taken and preserved.

ARTICLE VII

Election of Officers and Voting Procedures

Election of Officers

1. Elections are by secret ballot or electronically with secret ballots.

2. The Board ~~of Directors~~ will appoint a Supervisor of Elections who will be responsible for the transparency and propriety of all voting procedures.

3. The Supervisor of Elections will in turn create a Nominating Committee and appoint a chairperson for said Committee. The Nominating Committee should comprise at least two ~~(2)~~ volunteers volunteer Voting Members.

Neither the Supervisor of Elections nor the members of the Nominating Committee may be candidates in the election they are coordinating.

The Supervisor of Elections and the Nominating Committee, once appointed, will be autonomous, deciding all matters concerning the election for which they were appointed. ~~The~~ The decisions of the Supervisor of Elections and the Nominating Committee are binding upon the Board ~~of Directors~~.

4. The Nominating Committee will identify possible candidates for office among the members of ATIF. The Nominating Committee must secure those candidates' written agreement to serve and must form at least one slate.

Voting Members at large may also present names to the Nominating Committee.

5. All slates formed by the Nominating Committee as well as names submitted by the members at large shall be presented to the Board ~~of Directors~~.

VOTING PROCEDURES

6. The Nominating Committee, with the full cooperation of the Board, shall ensure that the slates are presented to the voting members at least ~~thirty (30)~~ days before the ballots are distributed by

mail or sent electronically.

7. The Supervisor of Elections must ensure that mailed or electronic ballots are presented to the members in good standing at least ~~twenty (20)~~ and no more than ~~thirty (30)~~ days before the deadline for their return.

8. The Supervisor of Elections must receive the ballots, as well as any proxy forms provided to the members, at least two ~~(2)~~ days before the date established for the counting of the votes.

9. The candidate for each position receiving the largest number of votes cast is elected.

OTHER VOTING

All other matters voted on by the membership, other than the election of officers, will be carried out as follows:

1. Elections are by secret ballot or electronically through secret ballots, as decided by the Board ~~of Directors~~.

2. The Board ~~of Directors~~ will appoint a Supervisor of Elections who will be responsible for the transparency and propriety of all voting procedures.

3. The Supervisor of Elections, with the full cooperation of the Board, shall ensure that issues subject to a vote are presented to the voting members at least ~~thirty (30)~~ days before the ballots are mailed or sent electronically.

4. The Supervisor of Elections shall ensure that mailed or electronic ballots are presented to all members in good standing at least ~~twenty (20)~~ and no more than ~~thirty (30)~~ days before the deadline for their return.

5. The Supervisor of Elections must receive the ballots, as well as any proxy forms provided to the members, at least two ~~(2)~~ days before the date established for the counting of the votes.

6. A proposal will pass ~~if it~~ if it is approved by a simple majority vote of the membership as verified by the Supervisor of Elections (unless the issue is dissolution, in which case a ~~2/3~~ two-thirds

majority vote is required).

7. For Bylaws amendment see ARTICLE XIII.

ARTICLE VIII

Committees

Standing and *ad hoc* committees may be established as needed, composed of volunteers from among the members of the Association. The chairperson of each committee will report to the President. The President will inform the Board ~~of Directors~~ of the progress of each committee and/or will invite the chairpersons of the committees to address the Board directly.

ARTICLE IX

Publications and Public Statements

The Association of Translators and Interpreters of Florida (ATIF) issues publications and makes statements through various means in fulfillment of its stated purpose.

ATIF will only be responsible for those publications and statements that are previously authorized by the Board ~~of Directors~~.

ARTICLE X

Satellite Groups

ATIF encourages the formation of satellite groups within the Association, throughout the State of Florida, to facilitate the exchange of information and ideas, for mutual support, and to promote the organization at the local and state level.

ARTICLE XI

Parliamentary Authority

The Statutes of the State of Florida for Non-Profit Membership Corporations (Chapter 617 F.S.) will govern the organization in all matters to which they are applicable, unless there is a specific provision that provides otherwise in these Bylaws.

Robert's Rules of Order will be the source of guidance in matters of governance, if needed.

ARTICLE XII

Dissolution

The dissolution of this entity shall be based upon recognition that the services of the entity are no longer needed, as measured by a combination of the following:

1. A sustained decrease in membership over a period of four ~~(4)~~ consecutive years; and/or
2. The absence of eligible members who nominate themselves or accept nomination to fill the vacancies left by the outgoing Board; and/or
3. The depletion of the treasury is below the point at which there are insufficient funds to cover the Association 's operating budget.

None of the above reasons (1 to 3) by itself is sufficient to justify dissolution.

A two-thirds (~~2/3~~)-majority vote by the ~~voting members~~ Voting Members is required to dissolve the Association. The members shall be notified in writing of the outcome of any such vote.

If the vote is in favor of dissolving the Association, articles of dissolution shall be signed by at least two (~~2~~)-members of the Executive Committee and filed by the Secretary with the Department of State, within five (~~5~~)-business days of the date the membership is notified of the results of the vote.

Once such dissolution is signed and filed, any assets of the Association shall be disposed of as set forth in section 617.1406 of the Florida Statutes for Non-Profit Membership Corporations or shall be distributed to one or more organizations with similar purposes to those of ATIF, as determined by a resolution of the Board ~~of~~ ~~Directors~~ in a meeting specifically called for this purpose.

ARTICLE XIII

Amendment of the Bylaws

These Bylaws may be amended, added to or repealed by a majority vote of the voting members of the Association.

Any proposal for such purpose must originate from a regular or special meeting of the Board ~~of Directors~~ in which the matter is put forth as a motion and passes with a majority vote of the Board members.

Quorum (as per ARTICLE VI -Section 5) must be established for the resolution to be valid.

The complete text of any proposed change(s) shall be submitted to the membership in writing (either in print or electronically) and posted -on the ATIF website.

Ballots for voting on the Bylaws or on any specific amendment shall be sent out by mail or electronically to all voting members along with any relevant instructions.

No alteration(s) or amendment(s) to the Bylaws shall be considered binding or legitimate unless reviewed by the membership, submitted to a vote and approved by the majority.

Miami, ~~October 19, 2016~~November 01, 2025.