

**BYLAWS OF
A FLORIDA NOT FOR PROFIT CORPORATION
THE DEAF SERVICE CENTER OF LAKE COUNTY, INC.**

Article 1: NAME

The name of the corporation shall be: The Deaf Service Center of Lake County, Inc also known as Deaf & Hearing Service Center, here-in-after referred to as DSC.

Article 2: PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be: DSC, 414 West Main Street, #301 (Third Floor), Leesburg, FL 34748-5123, in the county of Lake, in the state of Florida.

Article 3: PURPOSE

The purpose for which the corporation is organized is to:

1. Develop maximum public awareness of the needs of our clients, who are the Deaf and/or other persons with communication difficulties stemming from hearing and/or speech loss.
2. Develop the maximum public awareness of the programs, services, and benefits available through the DSC.
3. Administer all funds raised for the continuation and expansion of services for clients,
4. Develop new programs so that all clients might be motivated to improve their abilities toward the realization of their rightful status as participating citizens of their communities.
5. Increase community support for the DSC's programs and services.
6. Develop entities and contacts necessary to insure that this organization continually strives to determine the needs of clients and to attempt to meet those needs by any legitimate and valid means which are free of baseless group or individual bias or prejudice.
7. Promote the general welfare of all clients wherever or whoever they may be.
8. Serve as a local resource regarding speech, hearing, manual communication, visual communication, interpretation, education, training, and other communication information.
9. Do all things authorized by Section 617, Florida Statutes in accordance with Section 501 of the Internal Revenue Code.

Article 4: PROHIBITED ACTIVITIES

DSC shall not engage in any activities that are not permitted by Section 501©(3) of the Internal Revenue Code.

Article 5: MEMBERSHIPSection 1. Definition & Classification of Members

1. Members of DSC shall be Voting Members.
2. Membership in DSC shall be open to the public.
3. The Board may establish and define other categories of membership to meet the needs of DSC clients and/or the DSC service area.
4. The Board shall determine by resolution the criteria, rights, and responsibilities of each category of membership as described in the Policies and Procedures Manual.

Section 2. Eligibility.

Membership in DSC shall be granted to any individual, providing the Applicant

1. Is over the age of 18.
2. Has completed the membership application and submitted it together with appropriate fees to the DSC.
3. Has a sincere interest in the programs of the DSC and the Deaf and Hard of Hearing Community.

Section 3. Requirements of Membership.

1. Members agree to be bound by the Articles of Incorporation of DSC, by these Bylaws, and by such rules and regulations as the Directors may from time to time adopt.
2. Members shall pay an annual membership fee, and such dues and fees as established in Section 4.1.
3. Dues not paid within 60 days of invoice shall be considered delinquent and may be cause for the member's termination.

Section 4. Dues & Fees.

1. The dues of the DSC shall be levied in accordance with a schedule approved by the Board and ratified by a majority vote of the membership in attendance at the Annual Meeting. The Board may establish or change DSC dues on an interim basis until ratified by a majority vote of the membership.
2. The DSC President or designee may negotiate and contract to provide special services on a fee-for-service basis.
3. Fees of the DSC shall be established by the Board of Directors.

Section 5. Resignation & Termination.

1. Membership is based on a twelve (12) month period from the time of the applicant's initial payment of the annual membership fee.
2. Any member may resign from the organization by delivering a written resignation to the DSC.
3. The membership status of any member which fails to fulfill the requirements of membership may be terminated by a majority vote of the Board with thirty (30) days notification.
4. Resignation or termination shall not relieve the member institution from the obligation to discharge all financial commitments due DSC.

Section 6. Membership Records.

DSC shall keep a membership roll containing the name and address of each member and other data as approved by the Board.

Section 7. Rights & Interests.

1. Members shall be entitled to vote at the annual General Membership Meeting and any other Special Membership Meeting called as prescribed by Article 6, Section 2.
2. Members shall be entitled to receive annual reports and other communications, publications, and services as may be deemed appropriate by the Board.
3. Members shall be given notice of and may attend all membership meetings of the DSC.
4. All meetings of the Board and committees shall be open to DSC members.
5. The right of the member to vote is restricted to membership meetings and such committee meetings to which the member has been appointed.
6. The right of the member to voice is restricted to membership meetings and such committee meetings to which the member has been appointed unless the member is specifically invited to speak by the presiding officer, chairman, or if the member has been placed on the agenda prior to the meeting.
7. The right of a member to vote and all of his or her other rights and interest in the organization shall cease on the termination of his or her membership.
8. No member shall be entitled to share in any distribution of the corporate assets upon the dissolution of the organization's corporate structure.

Section 8. Liability of Members.

No member of DSC shall be personally liable for any of its debts, liabilities, or obligations.

Article 6: MEMBERSHIP MEETINGS

Section 1. Annual Meeting.

An annual meeting of members for the transaction of business shall be held at such time and place determined by the Board. The call to meeting will be sent by the DSC at least ten (10) days in advance of the meeting. An agenda for such meeting shall be included in such notice.

Section 2. Special Meetings.

Special membership meetings may be called at any time by the Chairman of the Board, Vice-Chairman of the Board, or any two (2) members of the Board of Directors or on the written petition to the Board by twenty-five percent [25%] of the voting membership. Notices of special meetings must be sent to each member at least fourteen (14) days in advance of the meeting and must state the time, place, and purpose for which the meeting is called. Business to be transacted at any special meeting will be limited to that which is included in the call.

Section 3. Quorum.

Twenty-five (25%) percent of Voting members shall be considered a quorum and authorized to conduct business.

1. An affirmative vote of the majority of the members present shall be considered the act of the membership at the Annual meeting.
2. An affirmative vote of two-thirds (2/3) of the members present shall be considered the act of the Board of Directors at any special meeting.

Section 4. Voting Rights.

1. At any membership meeting, each voting member shall be entitled to one (1) vote in person or by proxy. The proxy must be duly appointed in writing and bear a date not more than eleven (11) months prior to such meeting unless such proxy provides for a longer period.
2. The vote for Directors and, upon the demand of any member, on any question before the meeting shall be by ballot.

Section 5. Order of Business.

1. The Chairman of the Board shall be the presiding officer at membership meetings. In the absence or inability of the Chairman of the Board, the Vice-Chairman of the Board shall preside.
2. The order of business at membership meetings shall be as follows:
 - A. Calling the roll of members
 - B. Proof of notice of meeting or waiver of notice submitted
 - C. Reading of minutes of previous meeting
 - D. Reports of officers
 - E. Reports of committees
 - F. Election of Board of Directors and new members.
 - G. Unfinished business
 - H. New business
3. Any question concerning the priority of the business to be conducted before the meeting shall be decided by the Chairman of the meeting.
4. The order of business may be amended and changed at any meeting by a majority vote of the members present at such meeting.

Section 6. Elections.

1. The outcome of all elections shall be determined by a majority of the votes cast.
2. The outcome of all other questions to be decided at the Annual Meeting shall be by majority vote of the members present, in person or proxy, and entitled to vote.
3. The outcome of all questions to be decided at special meetings shall be by 2/3 majority members present, in person or proxy, and entitled to vote.
4. The Chairman of the Board will appoint a Teller's Committee of three (3) persons who need not be members, to act as inspectors of election for the purpose of tabulating and counting the ballots in the election of Directors or the votes rendered on any other issue before the meeting.

Article 7: BOARD OF DIRECTORSSection 1. Role.

The general management of the affairs of the organization shall be vested in the Board of Directors.

Section 2. Number of Directors.

The DSC shall maintain an odd number of Directors. The minimum number of Directors shall be at least nine (9) and may be increased from time to time by simple majority vote of the Board.

Section 3. Eligibility for Directors.

1. Only members in good standing shall be qualified to become members of the Board of Directors.
2. The Board of Directors shall be elected by the members of the organization at the annual meeting of members by a majority vote of the members present at such meeting as provided in Article VI, Section 1 above.
3. Vacancies to the Board of Directors may be filled by the Board of Directors between Annual Elections.

Section 4. Term of Office.

Each Director shall serve a term of three years or until a successor is elected. The terms shall be staggered. Terms of office shall begin at the first meeting of the Board of Directors, to be held immediately after the annual membership meeting. Any Director may be re-elected.

Section 5. Duties and Powers of Directors.

The Board of Directors shall have the authority to:

1. Hold meetings at times and places as may be deemed proper and necessary,
2. Admit, suspend or expel members
3. Appoint committees on particular subjects from members of the
 - A. Board of Directors,
 - B. Membership of the organization, or
 - C. Public at large, should such individuals be willing and able to support and promote the goals and interests of the DSC
4. Audit bills and disburse the funds of the organization,
5. Print and circulate documents and publish articles,
6. Carry on correspondence and communicate with other associations with the same interests,
7. Employ agents,
8. Devise and carry into execution such other measures as it deems proper and expedient to promote the goals of the organization and protect the interests and welfare of the members,
9. Remove any or all of the officers of the organization with due cause prior to the termination date of such office.
10. Elect substitute Directors in the event any Director resigns or is removed from office prior to the termination date of such office,
11. Terminate the contract of any firm, individual or other entity employed by the organization to perform any and all nature of service to the organization, and
12. Employ, retain or terminate any employee of the DSC.

Section 6. Resignation, Removal, or Termination.

1. Any Director may resign at any time by giving written notice of such resignation to the Board of Directors.
2. Any Director(s) may be removed with cause at any time by the Board of Directors in the same manner set forth for voting on any issue as established in Article VIII, Section 4.

Section 7. Delegation of Authority.

The Board of Directors shall delegate authority to an Executive Committee to conduct the business of the organization in accordance with the policies prescribed by the Board of Directors from time to time.

Section 8. Compensation of Directors.

The Directors shall receive no compensation for services rendered in their capacity as members of the Board of Directors.

Section 9. Liability of Directors.

The Directors of the DSC shall not be personally liable for its debts, liabilities or other obligations.

ARTICLE 8: MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Annual Meetings.

The annual meeting of the Board of Directors shall be held each year immediately following the membership meeting at the principle office of the DSC or at such other place or places as may be determined by the Chairman of the Board.

Section 2. Special Meetings.

Special meetings of the Board of Directors may be called by the Chairman of the Board, by any two (2) members of the Board of Directors or by a majority of the members of any Executive Committee that may be in existence at such time, for any specific purpose. Written notice shall be given stating purpose of such meeting and shall be delivered to each member of the Board of Directors by hand, fax, email, or regular mail to the last known address of such Director at least five (5) days prior to the meeting date.

Section 3. Regular Meetings.

1. The Board of Directors shall hold regular monthly meetings. Reasonable notice of such meetings shall be communicated to each member of the Board by hand, fax, email, or regular mail to his or her last known address. An agenda of the activities to be conducted at such meetings shall be included and attached to such notice.
2. The business of the Board of Directors may be conducted by electronic mail (email). Any votes taken by email will be duly noted and ratified at the next regular monthly meeting.

Section 4. Quorum, Voting.

A majority of the members of the Board of Directors seats then filled shall constitute a quorum for the transaction of business. The affirmative vote of the majority of the Directors present shall be considered the act of the Board of Directors at any annual, special or regular meeting.

Section 5. Absence.

Members of the Board of Directors are expected to attend the meetings of the Board of Directors. If any member of the Board of Directors is unable to attend a meeting, s/he must notify the Chairman of the Board or the Secretary. If any member of the Board of Directors misses three (3) consecutive meetings without a reasonable explanation, the Board of Directors may declare his or her seat vacant and may vote to select a substitute Director to serve the remainder of his or her term.

Section 6. Election of Directors.

1. The Chairman of the Board shall appoint three (3) members in good standing at least three (3) months prior to the annual meeting to serve as the Nominating Committee.
2. The Nominating Committee shall prepare a slate of directors equal to those whose terms have expired in any particular year.
3. The Nominating Committee shall present the proposed slate of directors to the membership at the annual meeting.
4. Any Director may be re-elected.
5. At all elections for members of the Board of Directors only active voting members in good standing may be qualified to cast their votes for such Directors.
6. The Chairman of the Board may not be an ex-officio member of the Nominating Committee.

Section 7. Installation of Directors.

The installation of those Directors who have been elected in any particular year shall occur at the next regular monthly meeting of the Board of Directors.

Section 8. Voting of Directors.

Each member of the Board of Directors shall be entitled to one (1) vote at any meeting thereof on any issue or matter of business before such meeting. No member of the Board of Directors shall be entitled to vote at any meeting unless he or she is physically present at such meeting.

Section 9. Order of Business.

The order of business at Board of Directors meetings shall be the same as provided in Article VI, Section 5 except that item F shall be deleted.

Section 10. Inspectors of Election.

The Directors present at any meeting of the Board of Directors may elect or appoint two (2) persons who need not be Directors to act as inspectors of election for the purpose of tabulating and counting the ballots in the election for officers or in the voting on any issue before such meeting.

ARTICLE 9: OFFICERS

Section 1. Number.

The officers of the DSC shall be the Chairman of the Board, Vice-Chairman of the Board, Secretary, Treasurer and such officers with such powers and duties not inconsistent with these bylaws as may be appointed and determined by the Board of Directors from time to time.

Section 2. Term of Office.

1. Officers shall be members of the Board of Directors.
2. Officers shall be elected by the Board of Directors at the first monthly meeting of the Board of Directors after the annual meeting.
3. The election of officers shall occur immediately following the installation of new board members.
4. Officers shall serve a term of one (1) year.
5. The Board shall have the right at any time to remove any one or more of the officers, provided that such decision is made by a majority of the Board.
6. Assistants to officers may be appointed by the Board on an as needed basis.

Section 3. Commencement of Duties.

The newly elected officers shall take office simultaneously with their installation on the Board of Directors.

Section 4. Election.

The officers of the DSC shall be elected annually by the Board of Directors in the following manner:

1. The Chairman of the Board shall appoint three (3) Directors at the regular board meeting sixty (60) days prior to the election to serve as a Nominating Committee to select possible officers for the Board of Directors.
2. The duty of the Nominating Committee shall be to select such candidates from among the members of the Board of Directors who are best qualified for each office and to submit such names to the Board.

Section 5. Consent to Election.

Only those persons who have signified their consent to serve if elected shall be nominated for or elected to such office.

Section 6. Multiple Offices.

No person shall be on the ballot for more than one (1) office.

Section 7. Vacancies in Office.

Should the office of the Chairman of the Board become vacant by reason of termination or resignation during the term of office, the Vice-Chairman of the Board shall succeed to the office for the unexpired term. Vacancies in all other elected offices shall be filled for the unexpired term by the Executive Committee.

Section 8. Duties of Officers.

1. Chairman of the Board.

The Chairman of the Board is a member of the Executive Committee. It shall be the duty of the Chairman of the Board as the chief executive officer to preside at all meetings of the members, Board of Directors, and any Executive Committee. The Chairman of the Board shall have the following powers:

- A. Appoint the Chairmen of all Committees subject to the approval of the Executive Committee,
- B. Call all regular and special meetings when deemed necessary,
- C. Sign all contracts and any other obligations on behalf of the DSC, approved by the Board of Directors,
- D. Be an ex-officio member of all committees, except the Nominating Committee,
- E. Sign checks on the corporation's bank account except any check for an amount in excess of \$5,000.00; such checks shall require the approval of the Board of Directors (this is not intended to supersede any policies requiring two signatures on checks), and
- F. Perform such other duties as may be delegated to the Chairman of the Board by the Board of Directors.

2. Vice-Chairman of the Board.

The Vice-Chairman of the Board is a member of the Executive Committee. The Vice-Chairman of the Board shall attend all meetings of the Board and the membership. The Vice-Chairman of the Board shall act for the Chairman of the Board in his absence. The Vice-Chairman of the Board shall have the following powers:

- A. Sign checks on the DSC account in the Chairman of the Board's absence, along with the Treasurer,
- B. Serve on all committees in the absence of the Chairman of the Board,
- C. Perform all the duties of the office of Chairman of the Board in the event of the Chairman of the Board's absence or inability to serve, and
- D. Perform such other duties as may be delegated to the Vice-Chairman of the Board by the Board of Directors.

3. Secretary.

The Secretary is a member of the Executive Committee. The Secretary shall attend all meetings of the Board and the membership and shall determine the presence of a quorum at both Board and membership meetings. The Secretary shall have the following powers:

- A. Record all votes at all meetings of the membership, Board of Directors, and Executive Committee,
- B. Take and keep the minutes of all meetings of the membership, Board of Directors and Executive Committee,
- C. Furnish a copy of the minutes to the Chairman of the Board and the President after each meeting,
- D. Be the official custodian of all records and papers of the organization except those that pertain to a special committee,
- E. Receive and file all written reports,
- F. Retain custody of the DSC seal,
- G. Keep a membership roll containing the names and addresses of all members and Directors of DSC, and with respect to any membership which has been terminated, record that fact together with the date of termination.
- H. Sign checks on the DSC account in the Chairman of the Board's or Vice-Chairman of the Board's absence, along with the Treasurer,
- I. Perform such other duties as may be delegated to the Secretary by the Board of Directors.
- J. The Secretary may be assisted in these prescribed duties by the President of DSC.

4. Treasurer.

The Treasurer is a member of the Executive Committee. The Treasurer shall attend all meetings of the Board and the membership. The Treasurer shall have the following powers:

- A. Arrange for custody of funds and management of DSC financial affairs with the approval of the Board. This shall include responsibility for adequate control procedures in the receipt and disbursement of monies.
- B. Arrange for the preparation of financial statements and reports as required by the Board, shall obtain an independent annual audit of DSC funds and accounts by a certified public accountant, and shall present the audit to the Board for approval.
- C. Have the power to sign checks for the disbursement of funds with the counter-signature of the Chairman of the Board, Vice-Chairman of the Board, or Secretary.
- D. Serve as the Chairman of the Budget and Finance Committee.
- E. The Treasurer may be assisted in these prescribed duties by the President of DSC.

Section 9. Reports of Officers.

All officers shall perform the duties

1. Perform the duties prescribed in the parliamentary authority
2. Perform the duties outlined in Article IX, Section 8 above,
3. Perform other duties assigned to them by the Chairman of the Board, and
4. Deliver to their successors all official material not later than ten (10) days following the election and installation of their successors.

Section 10. Compensation.

The officers of the DSC shall receive no compensation for services rendered in their capacity as Officers and/or members of the Board of Directors.

Section 11. Liability of Officers.

No Officer of DSC shall be personally liable for any of its debts, liabilities, or obligations.

Section 12. Chief Executive Officer

The Board shall hire a Chief Executive Officer (President) of the DSC and whose duties, responsibilities and authority shall be defined by and derived from the Board. However, the President is neither an Officer nor a member of the Board of Directors.

ARTICLE 10: COMMITTEES

The DSC shall have such committees as determined by the Board of Directors as are necessary for the conduct of the organization's business and to carry out its objectives and purposes. The Chairman of the Board shall appoint committee Chairmen; the committee Chairmen shall appoint committee members with the approval of the Chairman of the Board. Membership of committees need not be limited to members of the Board or to DSC members. Specialists from outside DSC membership may be appointed to committees.

Section 1. Standing Committees.

Standing Committees report directly to the Board of Directors or the Executive Committee, and include, but are not limited to:

1. Executive Committee

A. Members.

The Executive committee shall be composed of the elected officers of the DSC. It shall be the duty of the Executive Committee to discharge the business of the DSC in accordance with the policy decisions of the Board of Directors. Members of the Committee shall serve in an advisory capacity to the Chairman of the Board and shall approve the Chairmen of all other committees. The Executive Committee shall ask the Board to determine on an annual basis whether to direct the CPA to perform compiled, reviewed, or audited statements of the Treasurer's books and records.

B. Meetings.

The Executive Committee shall meet as often as shall be necessary to discharge its duties. The Chairman of the Board or the Vice-Chairman of the Board shall have the power to call such meetings. Reasonable notice of these meetings shall be delivered by hand or sent by fax, email, or regular mail to the last known address of each officer.

C. Quorum, Voting.

A majority of the Executive Committee shall constitute a quorum, which shall be sufficient to discharge its duties.

D. Reports.

The Executive Committee shall be required to report its activities to the Board of Directors at the annual, regular and special meetings. The Committee shall record its' deliberations and decisions in a special log to be prepared and maintained by the Secretary.

2. Budget & Finance Committee

A. Members.

The Budget & Finance Committee shall be composed of not less than three (3) of the elected officers of the DSC, and shall be chaired by the Treasurer. It shall be the duty of the Budget & Finance Committee to oversee the financial matters of the DSC in accordance with the policy decisions of the Board of Directors. Members of the Committee shall serve in an advisory capacity to the Executive Committee and to the Board of Directors.

B. Meetings.

The Budget & Finance Committee shall meet as often as shall be necessary to discharge its duties. The Treasurer shall have the power to call such meetings. Reasonable notice of these meetings shall be delivered by hand or sent by fax, email, or regular mail to the last known address of each officer.

C. Quorum, Voting.

A majority of the Budget & Finance Committee shall constitute a quorum, which shall be sufficient to discharge its duties.

D. Reports.

The Budget & Finance Committee shall be required to report its activities to the Board of Directors at the annual, regular and special meetings. The Committee shall record its' deliberations and decisions in a special log to be prepared and maintained by the Treasurer.

Section 2. Ad hoc Committees.

Ad hoc Committees include, but are not limited to:

1. Nominating Committee (for Board Membership).

The Nominating Committee for Board Membership, shall be composed of three members, and shall be appointed ninety (90) days prior to the annual meeting.

2. Nominating Committee (for Officer Selection).

The Nominating Committee for Officer Selection, shall be composed of three Board members, and shall be appointed sixty (60) days prior to the annual meeting.

3. Teller Committee (for Annual Meeting).

Teller's Committee for Annual Meeting must consist of no less than three (3) individuals, who are not required to be members of the DSC. They shall be appointed by the Chairman of the Board, and will count the ballots and notify the candidates of the results prior to the end of the fiscal year and will announce the results to the membership at the annual meeting.

4. Teller Committee (for Board meetings).

Teller's Committee for Board meetings must consist of no less than two (2) individuals who are not required to be Board members of the DSC. They shall be appointed by the Chairman of the Board, and will count the ballots and notify the Board of the results.

ARTICLE 11: BYLAW OR CHARTER AMENDMENT

The Bylaws or Articles of Incorporation of the DSC may be amended, repealed, or altered, in whole or in part, at any meeting of the Board of Directors where a quorum is present and the vote has carried by a two-thirds (2/3) majority, provided a written notice has been given to all the members of the DSC two (2) weeks prior to the meeting.

Upon approval, the Bylaw Committee shall thereupon proceed to prepare such amendment and see to the filing of any document with the proper governmental authority. Copies of such revised and amended Bylaws or Charter shall be given to any member upon request.

ARTICLE 12: PARLIAMENTARY AUTHORITY

The Rules contained in Robert's Rules of Order as Revised shall govern the Board of Directors, Officers, Chairmen of various committees, and the Members in all cases to which they are applicable, provided, however, that they do not conflict with DSC's Articles of Incorporation, Bylaws, Policies, or with any laws of the State of Florida.

ARTICLE 13: FISCAL YEAR

The Fiscal Year of the DSC shall commence on the first day of January and terminate on the 31st day of December.

ARTICLE 14: SEAL

The DSC shall have a seal of such design as may be approved by the Board of Directors.

ARTICLE 15: DISTRIBUTION OF ASSETS

The DSC may be dissolved upon a two-thirds vote of the membership present and voting at a meeting called for this purpose. Notice shall be to the membership by the Chairman of the Board at least thirty (30) days prior to the meeting at which it will be considered. In the event this organization should be dissolved for any reason, any remaining assets shall be distributed for purposes within the scope of Section 501 © (3) of the Internal Revenue Code, or any amendment thereof.

ARTICLE 16: CONTRACTS, CHECKS, DEPOSITS**Section 1. Contracts.**

1. General Contracts

The Board of Directors may authorize any officer or agent of the DSC to enter into any contract or to execute and deliver any instrument or document on behalf of the DSC, which authority may be general or specific. This specifically includes a rental contract which can exceed the sum of \$50,000.00.

2. Contracts Requiring Approval of Members

Notwithstanding anything to the contrary herein provided, an contract, check or obligation in excess of the sum of \$50,000.00, with the exception of rent for a primary office which the Board of Directors can approve without membership vote, shall be submitted to a meeting of the members of the corporation and the affirmative action of a majority of such members present at such meeting (at which a quorum shall be present) in good standing, shall be deemed the action of the entire membership of the corporation.

Section 2. Deposits.

All funds received by the DSC shall be deposited to the credit of the DSC in such banks or other depositories as may be approved and authorized by the Directors.

Section 3. Checks.

All checks, drafts or any authorization for payment of any notes, sums of money or other evidence of debt issued in the name of the DSC shall be signed by such officers or agents as shall, from time to time, be designated and determined by the Board of Directors. Unless otherwise authorized by the Board of Directors, such instruments shall be signed by either a) the President and one officer, or b) by two officers.

ARTICLE 17: RECORDS

The DSC shall maintain correct and proper books and records and shall keep minutes of all the meetings of the members and Board of Directors, at the principle office of the DSC. All such records may be inspected by any Director or member, or agent or attorney of either, or any proper person at any reasonable time.

DATED AND ADOPTED THIS 10th day of December 2001.

DEAF SERVICE CENTER OF LAKE COUNTY, INC.

By: Nancy Ellen F lint
Chairman of the Board

ATTEST: Alysse Suzanne Rasmussen
Co-Treasurer