

## Bylaws of the Watauga Amateur Radio Club, Inc.

PREAMBLE: We, the undersigned, wishing to secure for ourselves the pleasures and benefits of the association of persons commonly interested in Amateur Radio, do hereby constitute ourselves the Watauga Amateur Radio Club, Inc and enact these bylaws as our governing law.

IT SHALL BE OUR PURPOSE: to further the exchange of information and cooperation between members; to promote radio knowledge, fraternalism and individual operating efficiency; to so conduct club programs and activities as to advance the general interest and welfare of amateur radio in the community; and to provide, in times of emergency, local city, county, and state agencies with supplementary radio communications as might be within our collective or individual capabilities.

This organization is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distribution to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954.

### ARTICLE I -- MEMBERSHIP

Applications for membership shall be submitted in writing to the secretary at any time and will be acted upon at regular meetings.

Full membership: Constitutes all privileges as well as the right to hold a club office and to vote for club officers. Open to licensed amateurs only.

Family membership: Open for each additional person of a family other than the initial full membership. Open to licensed amateurs, only.

Associate membership: Includes all club privileges except for the right to hold a club office and to vote for club officers. Not open to licensed amateurs.

Life membership: Life membership may be awarded to those members of the Watauga Amateur Radio Club in good standing who have provided extraordinary service to both the Amateur Radio Service and the Watauga Amateur Radio Club. Nominations shall be presented to the executive committee for consideration and review. Upon approval by the executive committee, the nomination shall be presented at a regularly scheduled club meeting. This class of membership may be bestowed upon members through a majority vote of the club membership. Life members will be exempt from dues in perpetuity. The secretary shall maintain a roster of all life members with the date each was appointed as such.

A person may be dismissed from membership in the club by a vote of three-fourths (3/4) of the members.

### ARTICLE II -- BOARD OF DIRECTORS

Section 1 - The number of directors constituting the board of directors shall be three.

Section 2 - The president shall be one director, the term shall be one year and shall run concurrently with the presidential term. The second director shall be the treasurer, the term shall be one year and shall run concurrently with the treasurer's term. The third director shall be elected from the general membership. The term of office shall be for two years. The director shall be a member of the Watauga Amateur Radio Club in good standing.

Section 3 - Vacancy occurring between elections must be filled by a special election at the first regular meeting following the withdrawal or resignation.

Section 4 - The board of directors shall be responsible for the operation of the club between meetings and shall approve the agenda of club meetings. In extraordinary circumstances requiring action between club meetings, the board of directors may by majority vote act to poll the members in good standing to decide a question which in the opinion of the majority of the board of directors requires action before the next meeting. The polling shall be done by an electronic vote which shall be open for 48 hours before the matter shall be decided by the majority of the club members who respond. Any actions taken by the board of directors shall be reported to the club membership at the next regular meeting.

Section 5 - Directors may be removed from office by a three-fourths vote of the entire membership.

#### ARTICLE II A -- OFFICERS

Section 1 - The officers of this club shall be: president, vice president, secretary and treasurer.

Section 2 - The officers of this club shall be elected for a term of one year by ballot of the members present plus proxies, provided there be a quorum, at the first meeting of each calendar year, or at the first regular meeting of the year at which a quorum is present plus proxies. The membership committee shall present to the membership a list of eligible candidates at least two weeks before the election and shall provide to the membership a proxy ballot.

Section 3 - Vacancies occurring between elections must be filled by a special election at the first regular meeting following the withdrawal or resignation.

Section 4 - All officers and board members must be a licensed amateur and a member in good standing with dues paid current.

Section 5 - Officers may be removed from office by a three-fourths vote of the membership.

#### ARTICLE III -- DUTIES OF OFFICERS

Section 1 - The president shall preside at all meetings of this club, and conduct the same according to Roberts' Rules of Order. The president shall enforce due observance of the bylaws; decide all questions of order; sign all official club documents and perform all other representative and official duties pertaining to the office of president. The president shall have the authority to appoint standing committees as may be required to fulfill the objectives of the club as defined in the preamble of the

bylaws. Such committees will be appointed on an annual basis. At the discretion of the president, special committees may be appointed to carry out specific studies or assignments. These special committees would not be expected to serve a period exceeding six months of any calendar year.

Section 2 - The vice president shall assume all duties of the president in the absence of the latter. In addition, the vice president shall organize club activities, plan and recommend contests for operating benefits, and advance club interest and activity. The vice president shall maintain liaison with the section emergency coordinator, as well as the county emergency management coordinator.

Section 3 - The secretary shall keep minutes of the proceedings of all meetings, submit applications for membership, carry on all club correspondence, read communications at each meeting, and mail written notices to each member. The secretary shall report to the membership the minutes of the previous meeting and shall bring a copy of the bylaws and a copy of Robert's Rules of Order to each meeting of this organization. It shall be the duty of the secretary to cause all amendments, changes and additions to the bylaws to be noted thereon and shall permit the same to be consulted by members upon request. The secretary shall maintain inventory records of club equipment and shall turn over all records pertinent to this office to the club president on completion of the term of service.

Section 4 - The treasurer shall keep an accurate account of all monies received and expended. At the end of each quarter, the treasurer shall submit an itemized statement of the club financial status, including an itemized statement of disbursements and receipts, and shall balance the club checkbook each month. It shall be the duty of the treasurer to pay bills not exceeding \$100.00 without prior approval. Expenditures in excess of this amount may not be paid without prior authorization by the club of its officers constituting a business committee.

#### ARTICLE IV -- MEETINGS

The bylaws shall provide for regular and special meetings. At meetings, a minimum of one-third (1/3) of the membership including proxies shall constitute a quorum for the transaction of business. Proxies shall be provided online and included with the meeting agenda.

Regular meetings shall be held on the first Monday of each month and at such place and time as the president shall order. Special meetings may be called by the president. Members shall be notified concerning such meetings and the nature of the business to be transacted. Only such business as designated shall be transacted at special meetings. Members shall be contacted by local nets, telephone, in person by mail or email. Such notices shall be sent so that in the ordinary postal delivery they arrive not later than three days prior to the special meeting date.

#### ARTICLE V -- DUES

The club, by majority vote of the membership at any regular meeting, may levy upon the membership such dues or assessments as shall be necessary for the business of the organization within its object as set forth in the preamble. Non-payment of such dues or assessments shall be cause for expulsion from the club within the discretion of the membership.

Dues will be assessed in accordance with the provision of ARTICLE V of the club bylaws for the purpose of providing funds for current expenses, including, but not limited to, the repair and maintenance of the club repeater. Dues are due January 1st of each year and must be paid on or before March 31st (unless there is a written agreement between the member and the treasurer stating otherwise) or membership will be terminated. By written special request to the treasurer, a member may pay one-fourth (1/4) of the full membership dues each quarter to cover the annual dues. New full membership dues may be prorated for the current year at the discretion of the president. The board of directors will assess dues on an annual basis based on the needs of the club. The board of directors shall announce to the club members the dues rates for the following year no later than December 1st of the current year. Members may choose to prepay their dues for up to ten years in advance. Members who choose to prepay their dues may not request a refund for any reason.

#### ARTICLE VI -- AMENDMENTS

The bylaws may be amended by a two-thirds (2/3) vote of the total membership. Proposals for amendments shall be submitted to each member in writing at least two weeks prior to a regular meeting and shall be voted on at that meeting.

#### ARTICLE VII -- RULES

Robert's Rules of Order shall govern all proceedings of this organization.

#### ARTICLE VIII -- HONORARIUM

The Watauga Amateur Radio Club, Inc. wishes to recognize the extraordinary contribution of John Dinkins WA4KDB (now WA4J) for his stewardship of the Watauga Amateur Radio Club during its inactive period, as well as his contribution to the re-purchase of the club repeater. It is resolved: That John Dinkins WA4KDB (now WA4J) is hereby declared exempt from all ordinary club assessments or dues in perpetuity.

The above bylaws are based on a suggested American Radio Relay League constitution; it and the associated bylaws are the work of a pro-forma committee consisting of Bill Schreiber (N4SNF), John Dinkins (WA4KDB) and Dave Long (KM4ZG). The bylaws were accepted by the membership at a regular meeting held at the Western Steer Restaurant in Boone, NC on April 2, 1990.

#### AMENDMENTS TO THE BYLAWS:

The bylaws were amended by a two-thirds (2/3) vote of the membership at a regular meeting on December 6, 1993 in order to divide the office of Secretary/Treasurer into two separate offices of Secretary and Treasurer. Article II Section 1, Article III Section 3 were amended and Article III Section 4 was added. Also, all references to sexual gender were replaced or removed.

This revised draft of the bylaws is due to be submitted to the membership at a regular meeting on August 1, 2012 by a pro-forma committee of John Dinkins (WA4J), David Hooper (N4DE) and James Harrison (WS4JH).

This revised draft of these bylaws was submitted to the membership at a regular meeting on January 7, 2013 by a pro-forma committee of John Dinkins (WA4J), David Hooper (N4DE) and James Harrison (WS4JH). This bylaws were amended by a unanimous vote.

The above bylaws were submitted to the membership at a regular meeting on June 4, 2018 by a committee consisting of Lory Whitehead (W3AX), George Rosvally (NC4GR), David Hooper (N4DE), Doug Hall (WA4UNS) and Danny Horney (KE4AAP). The bylaws were amended by a unanimous vote of those attending.

The above bylaws were submitted to the membership for approval on June 3, 2019. It was approved by at least 2/3 of the membership.