

Easton Amateur Radio Society By-Laws

Preamble

We, the members of the Easton Amateur Radio Society, hereinafter referred to as the Society, enact these bylaws for the benefit and pleasure of amateur radio and to;

- A. Encourage the exchange of information and cooperation among members
- B. Promote radio knowledge, fraternalism and individual operating efficiency
- C. Conduct educational programs and activities related to amateur radio
- D. Advance the general interest and welfare of amateur radio at large and within our community
- E. Provide service to the public through amateur radio

Article 1. Membership

A. Qualifications, Privileges and Duties:

1. Qualifications: Membership shall be open to all persons who possess a valid amateur radio license and desire to further their interest through active participation in Society activities.
2. Privileges: Membership shall permit the attendance and participation at meetings and all other activities sponsored by the Society. Members whose dues are current may vote on all issues placed before the membership, hold office, serve on committees and receive all notices published by the Society.
3. Duties: Members are expected to participate in Society activities, keep current in their annual dues and assure that their postal address, e-mail address, and telephone number(s) remain current by promptly advising the Secretary of any changes thereto.

B. Application, Review and Acceptance for Membership

1. Application: Membership applications can be obtained from any Society member. The applicant must identify a sponsor from the Society's voting membership to endorse the application. Upon completion, the sponsor shall forward the endorsed application to the Secretary.
2. Review: Upon receipt of the application, the Secretary shall review each application for completeness and shall place it on the Agenda for the next Regular Meeting where it shall be presented to the membership by the endorsing sponsor or sponsor's designee.
3. Acceptance: When a motion to accept an application for membership is moved and seconded, the candidate will be excused from the proceedings while a vote is taken. Upon acceptance by a majority vote of the membership, the applicant shall acquire all of the privileges and duties of membership upon payment of dues.

C. Voluntary, Involuntary Resignation of Members

a. Voluntary Resignation: A member shall be considered to have voluntarily resigned from the Society's membership or elected office upon their written notification of resignation to the Secretary or for failure to pay annual dues within 60 days of their due date. Said member can, by written request, be restored to full membership within 180 days by paying all dues.

b. Involuntary Resignation: A member may be considered for involuntarily resignation from the Society's membership or elected office as a result of conduct deemed unacceptable to the membership or to the practice of amateur radio. Such consideration will require written notification from any member to the President identifying the person and basis for resignation. The President shall confer with the Board and if upon examination a consensus for involuntary resignation is reached by the Board, the President shall issue a written notice to all members not less than 10 days prior to the next Regular Meeting citing the cause and the Board's recommendation for further action. The decision to invoke involuntary resignation shall be by majority vote by secret ballot of the voting members present.

Article 2. Meetings

1. Voting, Quorums and Meetings

a. Voting: Only members whose dues are current and paid in full are eligible to vote and participate in the business affairs of the Society. All voting shall be determined by simple majority of the eligible voting members present unless otherwise stipulated herein.

b. Quorums: A quorum at all Regular or Special Meetings shall be not less than twenty percent (20%), plus one (1), of the total eligible voting membership plus no less than three (3) of the Directors present. A quorum at Board of Directors' meetings shall be not less than three (3) of the Officers present. The Secretary shall affirm the existence of a quorum at the start of all meetings. Should members leave during the meeting, the Secretary shall advise the remaining members when a quorum no longer exists at which time all business ceases and the meeting shall be considered adjourned

c. Meetings shall be established as follows:

- Regular Meetings: Regular Meetings of the membership shall be held monthly on the third Tuesday of the month.
- Special; Meetings: Special Meetings shall be called by the President, within 15 days of receipt of a written request to the President and signed by any five members. The Secretary shall promptly notify all members of the purpose to include copies of the written request, a well as the date and time of the meeting. Special Meetings shall be limited to a single point of order raised by the requesting members..
- Nominations Meeting: The annual nomination of Officers shall be held concurrent with the Regular Meeting in April.
- Election Meeting: The annual election of Officers shall be concurrent with the Regular Meeting in May.
- Annual Meeting: An Annual Meeting shall be held concurrent with the Regular Meeting in June. The purpose of the Annual Meeting will be the installation of Officers and to

receive the approval by the membership of the Board of Director's Annual Budget for the coming fiscal year and to establish the amount of dues for the next calendar year.

• Board Meetings: The Board of Directors may be convened at the request of and at a time determined by the President.

Article 3. Board of Directors

1. Composition and Purpose: The Society shall be managed by a Board of Directors composed of five active members in good standing and elected by the eligible voting membership to serve a term of one year. The Board shall constitute the Officers of the Corporation and shall consist of the President, Vice- President, Secretary, Treasurer and Trustee.

2. Term of Office: Each Officer shall serve for a period of one year.

3. Nominations: The President shall appoint a Nominating Committee to prepare a slate of qualified nominees willing to serve on the Board. The Nominating Committee shall report its findings during the Regular Meeting in April. Nominations shall also be solicited from the floor and shall carry no less weight than the recommendations of the Nominating Committee.

4. Elections: Elections shall be by secret ballot of the eligible voting members present at the Regular Meeting in May Election shall be by simple majority of the votes cast for each office. In the event of a tie additional balloting shall take place until a majority is achieved for that office.

5. Board Duties: The Board shall provide general guidance to the membership on the affairs of the Society. The Board shall act as stipulated within these by-laws on matters of membership and meetings.

6. Board Vacancies: Vacancies on the Board shall be filled by a member in good standing elected by a majority vote of the remaining Officers.

7. Removal of Officers: An Officer may be removed following the procedures stipulated herein. Removal from office does not, in itself, constitute removal from the membership.

8. Duties of the Officers:

A. The President shall: Preside over all membership and Board meetings.

1. Assure an Agenda is prepared for each meeting.

2. Appoint, remove, employ, and discharge all agents, committees, employees, and clerks of the corporation, subject to approval of the membership.

3. Sign and make all contracts in the name of the corporation

4. Enforce or cause to be enforced all by-laws and perform all incidental duties of the corporation as required by law.

5. Speak publicly for the corporation

6. Establish and populate committees as stipulated herein.

B. The Vice President shall:

1. Assume all duties of President in the President's absence or inability to perform.
2. Review and affirm the accuracy of the financial records of the corporation prior to the Annual Meeting.

C. The Secretary shall:

1. Maintain records including meeting attendance, quorum counts, minutes of all meetings, etc.
2. Maintain historical records of the Society and those records required by law.
3. Prepare and distribute all meeting announcements, agendas, correspondence and newsletters.
4. Prepare and maintain a roster of all members in good standing, their address and telephone number of record.
5. Prepare and annually provide a membership report to all members.
6. See that the books, statements, reports and certificates required by law are properly made, kept and filed according to law.

D. The Treasurer shall:

1. Keep all moneys and records thereof, in proper books or journals of the Society.
2. Pay all bills, notes etc. incurred by the Society and approved for payment by the membership through adoption of the Annual Budget or by subsequent modifications thereto.
3. Create, maintain and report on all accounts held by the Society.
4. Prepare and present a yearly report, following review by the Vice President, of the fiscal state of the Society.
5. Prepare and present a monthly financial statement at the Regular Meetings.
6. Prepare and file necessary local, state and federal tax forms.

E. The Trustee shall:

1. Maintain a maintenance log of the Society's repeater.
2. Coordinate the repair and adjustments to the Society's repeater and other communications equipment and upon receipt of FCC approval, assume the responsibilities of the designated Control Operator and/or Club License Trustee.
3. Renew and maintain all FCC licenses issued to or on behalf of the Society.

F. The Equipment Custodian shall:

1. Maintain a written up to date inventory of all physical assets owned by or loaned to or from the Society. When equipment is purchased, acquired, or deleted from inventory; it shall be reported to the Equipment Custodian by the next club meeting. The inventory shall be reported at the Annual Meeting and a copy made available to any active member requesting same. Loaned equipment lists shall identify the equipment owner and duration and other stipulations of the loan.

2. Arrange for and oversee the safe and secure storage of all Society equipment and materials

Article 4. Chairpersons and Committees

A. Appointments: The President shall appoint all committee chairpersons who shall serve at the pleasure of the President. The committee's chairperson may, with the advice and consent of the President, appoint the members of their respective committees.

B. Standing Committees: Standing Committees shall be established to provide functional continuity of core Society responsibilities. The Chairperson of a Standing Committee shall be responsible for establishing and maintaining programs and activities related to the following Committees:

1. Membership Committee: The Membership Committee shall be responsible for attaining new members, the retention of existing members and the public recognition of members for noteworthy services and contributions to the Society, the field of amateur radio, or to the community served by the Society's membership.

2. Publicity and Public Relations: The Publicity and Public Relations Committee shall be responsible for publicizing and promoting the interests of the Society within the community served by the Society's membership.

3. Programs Committee: The Programs Committee shall acquire, coordinate and manage programs and activities of interest to be presented at the Regular Meetings.

4. Education and Training: The Education and Training Committee shall provide amateur radio training and instruction.

5. Public Service: The Public Service Committee shall coordinate the providing of amateur radio communications services to communities and organizations served by the Society's membership.

C. Special Committees: Special Committees shall be established to provide functions as may be determined by the President or as otherwise stipulated herein. Chairpersons appointed to Special Committees shall serve on an interim basis and may, with the advice and consent of the President, appoint the members of their respective committees.

Article 5. Financial

A. Fiscal Year: The fiscal year shall begin on the first day of July of each year.

B. Annual Dues: Annual dues are payable to the Treasurer on or before August 31 and are effective for the fiscal year. Dues received from new members shall be prorated on a monthly basis commencing with the month following the date they were accepted for membership. The Board may, at its discretion, waive payment of dues for members in instances of hardship or

where a member has made a significant contribution to the Society that is outside the field of amateur radio.

C. Annual Budget: the Board shall prepare an Annual Budget to present to the membership for majority approval at the Annual Meeting. The proposed Annual Budget shall show the actual income and expenses for the current fiscal year as well as the projected income and expenses for the coming fiscal year including allocations to Standing and Special Committees. Upon approval by the Society's members, the Annual Budget shall serve as the basis for expenditures of the Society. The Annual Budget shall also include the recommended amount of annual dues to be assessed for the coming calendar year. Failure to receive membership approval of the proposed Annual Budget shall require the Board to revise and resubmit at a subsequent Regular Meeting until such time majority approval of the Annual Budget and/or dues amount is received.

D. Budget Modifications: A modification to the approved Annual Budget subsequent to its approval by the membership shall be considered as a new, changed or additional condition to the Annual Budget and shall require the approval by the membership. At any Regular Meeting any motion which requires a modification to the budget shall be subject to the following:

- If the modification is for an amount equal to or less than five hundred dollars (\$500.00) or 10% of the current liquid assets, whichever is less, the motion may be adopted by a simple majority vote.
- If the modification is for expenditure greater than five hundred dollars (\$500.00) or 10% of the current liquid assets, whichever is less, the motion shall automatically be tabled until the next Regular Meeting. The Board shall convene in the interim to consider the expenditure and to make its recommendation to the membership at the next Regular Meeting. Failure of the Board to provide a recommendation by the next Regular Meeting shall be considered the Board's tacit approval of the expenditure.

E. Emergency Expenditures: The Board may, without reference to the approved budget and by simple majority vote of the Board, approve expenditures it considers urgent in nature. The member initiating such an emergency expenditure shall certify in writing to the Board of Directors, the nature and cause of the emergency. In addition to the written certification, the Board shall, prepare and sign a written record of the discussions regarding the motion adopted by the Board for presentation to the membership at the next Regular Meeting for inspection and incorporation into the Society's records.

F. Accounts Payable: All bills payable, notes, drafts, checks, warrants, or other negotiable instruments of the Society, shall be made in the name of the corporation and signed by the either the President, Treasurer or Trustee. Member of the Board of Directors may be required by financial institutions holding Society funds to be signatory to Society accounts. No Officer of the Corporation, either singly or jointly with others, shall have the power to make any bill, note, check, warrant or other negotiable instrument, payable or endorse the same in the name of the corporation, or contract or cause to be contracted any debt or liability in the name of, or on behalf of the corporation except as herein expressly provided.

G. Purchases Benefiting Members: All purchases made by the Society for goods and services furnished by one or more members of the Society must be included in the current Annual Budget or an approved modification thereto, and shall conform to the following requirements;.

- Prior to purchase, a written request for quotation, signed by the President or his designated alternate, shall be issued to the member(s) and no fewer than two other firms or individuals unrelated to the Society or its members.

- Bids shall be opened and reviewed by the Treasurer or his designated alternate, who shall report the results to the membership.
- Society members who may benefit from such transactions shall not be privy to the content of the bid results from the other bidders and shall recuse themselves from all discussions regarding the transaction until such time as an award has been made.
- The motion to award to a Society member and, if necessary, to modify the current Annual Budget shall require approval by a majority vote of the members present at a Regular or Special Meeting.

Article 6. General

- Rules: On all questions of order and procedures not otherwise determined in the Constitution or By-laws, the provisions of Roberts Rules of Order shall constitute the standing rules of order.
- By-laws Amendments: These By-laws and any amendments may be amended, altered, repealed, added to or replaced by an approval of 2/3rds of the voting members present at a Regular or Special Meeting. In order to affect a change, the wording of the proposed change must be conveyed to each member no less than 10 days prior to the date of the Regular or Special Meeting. The Board shall notify all members of any changes made in the By-laws within 30 days of such changes. No modification to the By-laws may ever be made which circumvents or changes the corporations adherence to the IRS code 501 (C) (3) governing tax exempt status, such that the corporation would lose such status.
- Loaned Equipment: No person acting as an agent of the corporation shall accept loaned equipment on behalf of the corporation, unless the lender agrees to hold the corporation blameless for loss, theft, or damage in writing.

Article 7. Dissolution of the Corporation

Any borrowed equipment shall be repaired as needed, and returned to the owner(s). Any donated equipment shall be made available to the donor. Any remaining corporation assets shall be sold in a timely manner, with corporation members being given the option of the first purchase. All proceeds of sale shall go into the corporation's treasury. All funds remaining in the treasury after the above items have been completed shall be donated to a tax exempt, charitable organization selected by the Board. The Board shall be responsible for the disposition of corporation assets.

Approved: October, 2018

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