

BYLAWS
OF
Denton County Amateur Radio Club, Inc.

Revision History:

September 26, 2022,
February 26, 2020,

Major update to Finances and Executive Committee.
Original recreated and reformatted from the Mar. 24,2014 Revision
Table of Contents added, content unchanged

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ARTICLE I. Name and Address

The name of this corporation shall be Denton County Amateur Radio Club, Inc. a/k/a Denton County Amateur Radio Association. The principal office shall be located at the residence of the registered agent.

ARTICLE II. Objectives

The corporation's purpose shall be to further the exchange of information and cooperation between members, promote the radio "art", help spread the amateur radio hobby to others, and conduct club programs and activities as to advance the general interest and welfare of amateur radio in the community and the Association.

ARTICLE III. Membership

- A) All persons interested in communications by amateur radio shall be eligible for membership.
- B) Application for membership shall be submitted as prescribed in the Standard Operating Procedures.
- C) Each applicant must express a willingness to abide by the rules of this Association and the rules and regulations of the Federal Communications Commission.
- D) Full Membership is open to any applicant who holds a current amateur radio license.
- E) Life Membership is available on a limited basis as allowed for in the Standard Operating Procedures.
- F) Only Full Members, including Life Members, have voting privileges on club matters.
- G) Associate Membership is open to any applicant not holding a current amateur radio license.
- H) Complimentary Membership may be made to any individual for one (1) full year as described in the SOPs.

ARTICLE IV. Member Management

- A) The corporation shall be managed by its members.

ARTICLE V. Executive Committee / Officers

- A) The affairs of the Association will be governed by an Executive Committee.
- B) The Executive Committee shall be comprised of the officers of the Association.
- C) The officers of the Association shall consist of: President, Vice President, Treasurer, Secretary, Operations/Program Director, and Technical Director, President Emeritus.
- D) The officers of the Association shall be elected for a term of two (2) years by ballot in accordance with the approved voting procedure as set forth in Article XV and detailed in the Standard Operating Procedures. No term limits are placed on officers.
- E) Vacancies occurring between elections may be appointed by the Executive Officers till the next regularly scheduled election OR must be filled by special ballot, using the voting procedure set forth in the Standard Operating Procedures.
- F) Officers may be removed from office by a vote of two-thirds (2/3) of the membership in attendance or by ballot vote.

ARTICLE VI. Officers

- A) President:
 - I. The President shall preside at all meetings of the Association and shall conduct the same according to the rules adopted by the Association.
 - II. The President shall enforce due observance of these bylaws, decide all questions of order, sign all official documents that are adopted by the Association and none other, and perform all other customary duties pertaining to the office of President.
 - III. The President shall be for a term of two (2) years, election for this position shall occur on even years.
- B) Vice President:
 - I. The Vice President shall assume all the duties of the President in the event the President is absent or unavailable.
 - II. The Vice President shall be for a term of two (2) years, election for this position shall occur on odd years.
- C) Treasurer:
 - I. The Treasurer shall receive and make receipts for all moneys paid to the Association.

- II. The Treasurer shall keep an accurate account of all moneys received and expended.
- III. The Treasurer shall pay no bills without proper authorization.
- IV. The Treasurer will submit an itemized statement of disbursements and receipts each quarter. The Treasurer shall turn over all possessions belonging to the Association to the incoming Treasurer at the end of a term.
- V. The Treasurer shall submit copies of all documents to the Secretary for club recording purposes. Documents shall be scanned/downloaded to the club file repository for recording purposes.
- VI. The Treasurer shall be for a term of two (2) years, election for this position shall occur on odd years.

D) Secretary:

- I. The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, submit applications of membership, carry on all correspondence, read communications at each meeting, and mail written notices to members as necessary.
- II. The Secretary shall ensure that club callsigns/licenses are maintained in good standing with the FCC and the club Trustee.
- III. The Secretary shall ensure that official club documents are saved to file repository, general mail items (not including bulk/advertising/trash mail) are scanned and saved to file repository and when necessary, mail is shared with the Executive Officers.
- IV. The Secretary shall ensure integrity of association files and documents through online file repository and backups.
- V. The Secretary shall post meeting minutes to the newsletter editor by deadlines set forth by the editor for membership notice.
- VI. The Secretary shall be for a term of two (2) years, election for this position shall occur on even years.

E) Operations / Programs Director:

- I. The Operations / Programs Director shall be responsible for all Association operations and programs.
- II. The Operations/ Programs Director shall coordinate various Association operations and programs.

III. The Operations/ Programs Director shall appoint assistants as necessary to aid in fulfillment of these duties.

IV. The Operations/Program Director shall be for a term of two (2) years, election for this position shall occur on odd years.

E) Technical Director:

I. The Technical Director shall supervise the installation and maintenance of all equipment owned by the Association and shall coordinate the various technical endeavors of the Association.

II. The Technical Director shall appoint assistants as necessary to aid in fulfillment of these duties.

III. The Technical Director shall be for a term of two (2) years, election for this position shall occur on even years

2 F) President Emeritus

I. The President Emeritus shall be a non-voted position and non-voting position in Executive Officer duties except as described below, the position will retain voting privileges as a general member.

II. The President Emeritus shall be the out-going president of the association, the role shall comprise of transfer of knowledge and to provide support to new leadership as necessary.

III. The President Emeritus shall have voting/approval powers only when a decision between the Executive Officers can not be made by consensus, then this position shall have tie breaking powers.

IV. In the event an elected President is removed from office by membership, then this position shall be filled by the previous President or by an appointment made by the Executive Officers.

ARTICLE VII. Committees

A) The President shall appoint staff and committees from the membership from time to time to carry out Association projects or functions.

ARTICLE VIII. Meetings

A) Regular meetings shall be held at such times and places as the Executive Committee shall decide.

- B) Meetings may be held in person, via telephone conference, videoconference, e-mail, or other means as directed by the Executive Committee.
- C) A minimum of 10% of the voting members shall constitute a quorum for the transaction of Association business.
- D) Special meetings may be called by the President upon written request of any five (5) members.
- E) Notices shall be sent to members concerning special meetings and the business to be transacted. Such notices shall be sent as set forth in the Standard Operating Procedures.
- F) Minutes of the meetings shall be posted in the Association's newsletter.

ARTICLE IX. Standard Operating Procedures

- A) Overall day to day operations of the Association shall be governed by the Standard Operating Procedures (SOP).
- B) The Standard Operating Procedures may be modified by majority vote of the Association's Officers at any regularly scheduled Officer's Meeting or by a two thirds majority of the members present and voting at a regularly scheduled Association meeting with approved modifications take effect immediately.

ARTICLE X. Finances

- A) The Association, by majority vote of those present at any regular meeting of which there is a quorum, may levy upon the general membership such dues or assessments necessary of the organization in pursuit of its objectives as set forth in Article II.
- B) A regular yearly assessment shall be made of each full or associate member for membership, excluding Lifetime Members and Complimentary Members.
- C) Dues are for one year and shall be up for renewal one year from the time of payment.
- D) Non-payment of dues or assessments shall be cause for cancellation of membership.
- E) The Executive Committee shall have the approval to conduct all financial business related to the association. As necessary the Officers may accept financial opportunities such as donations or grants to further the associations goals.
- F) Purchasing authority shall be extended to officers and their appointees as necessary and shall follow the rules as described in the DCARA Standard Operating Procedures.

- G) The corporation will not use a common seal. The signature of the name of the corporation by an authorized person shall be legal and binding.

ARTICLE XI. Club Property

- A) All equipment installed for Association use shall become Association property by either donation or purchase except that equipment which is specifically loaned to the Association for temporary use or provided under government grant.
- B) Surplus equipment belonging to the Association may be disposed of as prescribed in the Standard Operating Procedures
- C) In the event this Association is dissolved or otherwise discontinues operations, all properties of the Association shall be disposed of to another non-profit organization with essentially the same statement of purpose as this Association, or to an unincorporated amateur radio club, or to a charity.
- D) An inventory of club property shall be maintained with the Secretary/Treasurer.
- E) The club may make a loan of equipment to Denton County Amateur Radio Emergency Service. Such equipment will remain the property of Denton County Amateur Radio Association.
- F) The club may loan or transfer equipment or funds to other Non-Profit organizations in good standing with the IRS for the furtherment of Amateur Radio or when it is in the best interest of the club and its membership.

ARTICLE XII. Parliamentary Procedures

- A) Robert's Rules of Order shall be the basis for all matters of procedure not specifically covered by these bylaws.

ARTICLE XIII. Amendments of the Charter and Bylaws

- A) The charter and these bylaws may be amended, supplemented, or repealed by a two-thirds vote of the members present at any meeting at which a quorum is present. Before members may vote on an amendment to the charter or bylaws, notice must be given to members of the proposed amendment at a prior meeting of the membership, and in no case less than 30 days before the amendment is to be considered. Comments from the membership must be received no later than the Officer's Meeting held prior to the vote. These bylaws shall become effective upon approval by the members.

ARTICLE XIV. Statement of Nondiscrimination

- A) The corporation shall not discriminate against any person in the hiring of personnel, election of officers, provision of service to the public, the contracting for or purchasing of services or in any other way, on the basis of race, color, sex, national origin, disabling condition, age, or any other basis prohibited by law. This policy against discrimination includes, but is not limited to, a commitment to full compliance with Title VI of the Civil Rights Act of 1964; Section 504 of the Rehabilitation Act of 1973, and the Age Discrimination Act of 1975, and any subsequent amendments to these statutes.

ARTICLE XV. Election Procedures

- A) Elections for officers shall be held annually for odd or even years as appropriate; a majority of the votes cast will elect. In elections where there are more than two (2) candidates and no candidate receives a majority of the vote, a run-off election will be held between the two (2) candidates with the highest number of votes.
- B) A nominating committee shall be formed at the regular monthly meeting a minimum of two months prior to the election. No sitting officer or candidate for office may serve on the committee.
- C) Details of the election process shall be maintained in the Standard Operating Procedures.

ARTICLE XVI. By-Laws Approved

Approved upon a motion by: ***Andrew Koenig KE5GDB***

And a second by: ***Mike Chittenden AE5IV***

Approved by a quorum vote of **47** members present at a regularly scheduled meeting on this 26th day of September 2022.

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