

**By-Laws of the
Palestine/Anderson County Amateur Radio Club**

Article I – Name

1. The name of the Club shall be Palestine/Anderson County Amateur Radio Club, Inc.

Article II – Purpose

1. The purpose for which the incorporated Club is formed is to support educational projects and promote undertakings as authorized by Subdivision Two of Article 1302 Revised Civil Statutes of the State of Texas; to wit: "For support of any benevolent, charitable, educational, and missionary undertaking."
 - i. To act as a unified group to furnish communication services for Civil Defense and Emergency Management, state, county and city government agencies and charitable organizations during times of emergency, distress, national disaster, or in the public interest.
 - ii. To provide for instruction in the fundamentals of electronics and its allied arts, including the required elements of knowledge to obtain an Amateur Radio license from the Federal Communications Commission.
 - iii. To provide public meetings for lectures and discussions of scientific and technological developments in the radio communications and electronic arts.
 - iv. To enhance individual and collective knowledge of the clubs membership and the general public in radio communications and its allied arts and sciences through on-going educational activities and scientific endeavor.
 - v. To enhance fellowship among radio amateurs.

Article III – Membership

1. All persons interested in amateur radio communication, which is radio communication between amateur stations solely with a personal aim and without pecuniary interest, shall be eligible for membership.
2. The Club shall offer four (4) plans of membership:
 - a. Full Membership – Available to any person holding a valid amateur radio license.
 - b. Family Membership – Available to all persons in a Full Member's immediate family, residing in the same domicile, who also holds a valid amateur radio license
 - c. Associate Membership – Available to any person who does not hold an amateur radio license, but exhibits an interest in Amateur Radio. An Associate Member shall not vote, hold office, or chair any committee.
 - d. Life Membership:
 - i. Paid-Up Life – Available to any person who makes advance payment of fifteen (15) years dues at the current rate then in effect. This membership enjoys all of the privileges of the Club providing conditions of membership are maintained.
 - ii. Life Members pay no dues other than as specified in (i) above. However, they are subject to special assessments, as are all members.
3. Conditions of Membership:
 - a. A prospective member shall complete an application for membership prescribed by the Board of Directors and shall present it, with current dues, to an officer of the Club who will present the application at the next regular monthly business meeting. Election to membership requires a simple majority vote by the members present at the monthly business meeting.
4. Loss of Membership:
 - a. A member may lose their membership for any of the following reasons:
 - i. If, while acting as an official representative of the Club, they perform in such a manner as to bring discredit to the Club or its membership.
 - ii. If they convert Club property or facilities to unauthorized personal use.
 - iii. If they lose their amateur radio license due to a FCC violation.
 - iv. If they are found in violation of the Club's Standards of Conduct
 - v. If they are subject to a Revocation of Volunteer Examiners Credentials by any Volunteer Examining Committee authority.
 - b. Upon written motion of three (3) members, the Board of Directors will investigate any charges made against a member. The Board of Directors shall cause those findings to be presented to the membership at the next regular business meeting and a vote will be taken at that time. A two-thirds (2/3) majority vote of the voting members present will be required to expel a member. The expulsion is for the lifetime of the licensee.
 - c. If a member is expelled or voluntarily withdraws their membership from the Club, they forfeit all rights and privileges of a club member. The withdrawal of the membership shall be made a matter of record by announcement of such withdrawal at the next regular club meeting after the membership has been withdrawn.

Article IV – Dues

1. Annual dues shall become due at the regular June meeting of each year prior to the election of officers. New member's first years dues shall be prorated on a monthly basis inclusive of their month of election to membership.
2. Members, who have not paid their dues by the regular August meeting, will have their membership forfeited.
3. Members must have paid their dues in order to vote.
4. Dues for each class of membership shall be established by the Board of Directors and approved by a simple majority vote of the members present at the regular monthly meeting held in May.
5. A member may withdraw from membership at any time, but if they do so, any dues or assessments paid in advance will be forfeited.
6. Special assessments must be proposed by the Board of Directors and ratified by majority vote of the voting members present at any regular meeting.
 - a. Special assessments must be paid on or before the next regular business meeting of the club.
 - b. Any member failing to pay special assessments shall forfeit membership at the close of business of the meeting upon which the special assessment is due.
7. The Board of Directors may, upon finding of personal financial hardship, allow a payment plan, not to exceed six payments, for the time payment of dues or special assessments. No interest or fee shall be charged. Members do not have voting rights until dues are paid in full.

Article V – Officers and Their Duties

1. Elective Officers: The following officers shall be elected by the membership as designated in the By-Laws and shall serve for an initial term of one year (that being the same term as the fiscal year of July1 thru June 30). Any member, with the exception of Associate members, may serve as an officer. All officers shall serve without remuneration.
 - a. President
 - i. Preside at all regular, special and board meetings of the club and conduct them in accordance with these Bylaws and Roberts Rules of Order.
 - ii. Decide all questions of order.
 - iii. Sign official documents that are adopted by the Palestine/Anderson County Amateur Radio Club.
 - iv. Be chairman of all Board or Officer Meetings, voting only if there is a tie.
 - v. Be a non-voting member in regular or special Club meetings, except in the case of a tie, in which case his vote shall be cast and counted.
 - vi. Shall appoint all officers, committees, or parliamentarians as necessary or required. Those appointments shall serve a term concurrent with that of the President, or until replaced by the President, and shall perform the duties specified by the President.
 - vii. Cause an audit of the Club's books and an inventory of Club property to be prepared thirty (30) days before the expiration of their term of office and present these in writing to the Board of Directors and the new Club President upon installation of new officers. The incoming President shall cause this audit and inventory to be available to all Club members.
 - viii. Perform all other duties pertinent to the office, and in general, be responsible for overseeing the day-to-day operations of the Club.
 - ix. Shall see that all orders and resolutions of the Board of Directors are carried into effect.
 - x. Shall be authorized to sign Club checks.
 - b. Vice-President
 - i. Conduct meetings and other business of the Club in the absence of the President.
 - ii. Serve as Secretary/Treasurer whenever the regular Secretary/Treasurer is absent.
 - iii. Perform such duties as directed by the President.
 - iv. In the event the President's office becomes vacant, the Vice-President shall assume the duties of that office for the remainder of the current term.
 - v. Shall be authorized to sign Club checks.
 - vi. Shall serve as Field Day Chairman with the powers to appoint committees sufficient to accomplish the task and direct the activities of the event.
 - c. Secretary/Treasurer
 - i. Shall keep the minutes of regular and special meetings of the Club and meetings of the Board of Directors and ensure that these minutes are available to all Club members.
 - ii. Handle all correspondence, except as the President deems it his own duty to handle.
 - iii. In the absence of the President and Vice-President, shall appoint a temporary chairman who shall assume the duties of the President until such time as the President or Vice-President returns.
 - iv. Keep an up-to-date list of all members which includes, names, callsigns, addresses, phone numbers and email addresses.
 - v. Maintain records, correspondence, and other data pertinent to the Club in an orderly and businesslike manner.
 - vi. Relinquish all Club records and documents to successor at the end of term of office.

- vii. Shall keep accurate records of all receipts and disbursements of the Club and promptly deposit monies in the designated depository.
- viii. Be responsible for the collection of all dues and assessments.
- ix. Shall be authorized to sign Club checks.
- x. Submit to the Club a complete financial report at the end of each quarter and cause it to be available to all Club members.
- xi. Allow the books to be audited by a committee appointed by the President at the end of the fiscal year and at any other time as directed by the President.
- xii. Perform all other duties pertinent to this office.
- xiii. Relinquish all Club records and documents to successor at the end of term of office.

2. Board of Directors:

There shall be a Board of Directors consisting of three (3) members. Those members being the President, Vice-President, and Secretary/Treasurer.

Duties – The following shall be the duties of the Board:

- i. Authorize ordinary and necessary expenditures of the Palestine/Anderson County Amateur Radio Club.
- ii. Approve the appointments of committees.
- iii. The Board of Directors shall manage the affairs of the Palestine/Anderson County Amateur Radio Club.
- iv. The Board of Directors shall be in responsible charge of all property of the Club and shall keep full records.
- v. The Board of Directors shall employ such personnel as may be necessary for the effective accomplishment of the purposes of the Club.
- vi. The Board of Directors shall prepare and submit at each Annual Meeting of the membership a comprehensive report of the progress and status of the affairs of the Club and shall furnish to the members from time to time such financial information and statements as may be required.
- vii. The Board of Directors shall perform such other duties as may be assigned to by the membership.
- viii. The Board of Directors shall prepare a comprehensive annual budget as a basis for setting the dues rate for maintenance and operation of club property, projects, and such other purposes as may be ordinary and necessary to carry out the club function.
- ix. The Board of Directors shall present the proposed budget and dues rate at the April business meeting for discussion and input by the membership.
- x. The membership shall ratify, by majority vote of those members present, at the May business meeting, the budget and dues rate for the ensuing year.
- xi. The Board of Directors shall amend the budget as necessary to carry out club purposes, operations, and maintenance.
- xii. The Board of Directors may make emergency appropriations not to exceed twenty percent (20%) of the available cash resources of the club without a budget amendment in advance of the transaction.

Meetings:

- xiii. The Board shall meet once each month at a place and time announced by the President, before the regular monthly Club meeting.
- xiv. The Secretary/Treasurer shall be present for recording the minutes of the Board and to perform such duties as the Board may direct.
- xv. The President may call a special meeting of the Board, provided each Board member is notified at least twenty-four (24) hours in advance of such meeting.

Article VI – Qualification, Nomination, Election, Vacancy and Removal of Officials

- 1. Qualification for Office – Every officer and director shall be a minimum of eighteen (18) years of age, shall hold a valid amateur radio license and be a member in good standing of the Club preceding their nomination for office.

2. Nominations

a. Candidate Announcements

- i. Members who are eligible candidates for office, and who wish to seek an office in the Club, may announce their intentions to run for office during the regular meetings in April and May. No further announcements of members running for an intended official position will be made after the regular meeting in May.

b. Floor Nominations

- i. The President will accept nominations from the floor for each elective office during regular meetings in April and May.
- ii. Upon nomination from the floor, all nominees for offices shall, during the regular meeting at which nominations take place, publicly accept or decline the nomination.

- iii. Motions to close nominations shall not be accepted until all parties wishing to make nominations have been heard.

3. Election

- a. Election of Club Officials will be held at the end of business at the regular June Club meeting for President, Vice-President, and Secretary/Treasurer.
- b. Voting will be by secret ballot.
- c. The nominee receiving the most votes for each office shall be declared elected.
- d. For the election during the regular June Club meeting, the current President shall select a special committee of volunteers from the club members present who are not running for any Club office, to collect and count the ballots received, and to immediately announce to the Club the results of the officer elections.
- e. Elected officials shall assume the duties of their office on July 1.

4. Vacancies

- a. Vacancies occurring between annual elections shall be filled by an election held at a regular meeting at the time the vacancy is announced.
- b. The nominee receiving the most votes by secret ballot of the members present shall be declared elected to fill the remaining term of the vacated office. The elected party shall assume the duties of the vacated office immediately.

5. Removal from Office

- a. Any officer may be removed from office when five (5) members make a motion in writing to any Board member. The Board of Directors shall cause said findings to be presented to the membership at the next regular meeting. A vote will be taken at that time by secret ballot. A two-thirds (2/3) majority of the voting members present will be required to remove an officer from office.
- b. If any member of the Board of Directors shall miss four (4) regular board meetings in a calendar year or three (3) regular board meetings in succession, such position shall automatically be reviewed as set forth in paragraph (a) above.

Article VII – Amendments to Bylaws

1. The Bylaws herein contained replace and supercede all Bylaws as previously enacted or amended. Such previous Bylaws shall be considered of no further force or effect.
2. Proposals to amend these Bylaws must be made in writing, and submitted to the President. The proposed changes must be disseminated by the Club Secretary to the most current list of members at least ten (10) days prior to being voted on at the next regular meeting.
3. These Bylaws may be amended by a two-thirds (2/3) majority of a quorum present at a regular Club meeting.

Article VIII – Rules of Conduct

The membership reserves the right to establish certain rules of conduct to govern the use of Club property, including club repeaters, and activities. The rules shall be approved by and/or amended by a simple majority vote of the members present at any regular meeting. The Board of Directors shall cause the Rules to be conspicuously posted on the club bulletin board, website, and shall provide, in writing, a complete copy to each member annually.

Article IX – Meetings

1. Regular meetings will be held at the time and place designated by the Board of Directors. However, by a majority vote of the voting members present at a regular meeting, the day and location of the next one (1) regular meeting may be changed. In the event of a change in the regular meeting date or location, the Club Secretary shall be responsible to notify all members of the location, day and time of the next regular meeting by any means available.
2. Special meetings may be held on written request of three (3) elected Club officers, or upon written petition signed by twenty percent (20%) of the membership. The request should explain what will be discussed at the special meeting. The Club Secretary shall be responsible to notify all members of the date, time and place of the special meeting, and the purpose for such meeting, by any means available at least five (5) days before the meeting is held. The special meeting may conduct only such business as is stated in the written petition.

Article X – Quorum

1. For regular and special meetings, the presence of twenty percent (20%) of the voting membership shall constitute a quorum.
2. No business of the Club may be conducted without a quorum being present.

ARTICLE XI- Accounting and Disbursement of Funds

1. Payments made from Club funds will be by check or authorized imprest funds only. Checks shall bear the signature of the Treasurer or one of the following: President, Vice-President, or Secretary.
2. Disbursement of funds shall be made by the Treasurer for normal operating expenses, which is defined as those expenses which are ordinary and necessary to conduct the Club business.
3. The fiscal year shall run from the July 1 to June 30.
4. The financial report of the club shall be posted on the club bulletin board by the 15th day of the month following the close of business of the preceding month.

Article XII – Dissolution

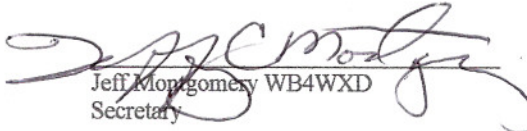
Upon the dissolution of Palestine/Anderson County Amateur Radio Club, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of Palestine/Anderson County Amateur Radio Club, dispose of all of the assets of Palestine/Anderson County Amateur Radio Club exclusively for the purposes of Palestine/Anderson County Amateur Radio Club in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of Palestine/Anderson County Amateur Radio Club is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine which are organized and operated for such purposes.

Article XIII – Propaganda and Political Activities Prohibited

No substantial part of the activities of Palestine/Anderson County Amateur Radio Club shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and Palestine/Anderson County Amateur Radio Club shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, Palestine/Anderson County Amateur Radio Club shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of Palestine/Anderson County Amateur Radio Club.

These By-Laws were amended by the Palestine/Anderson County Amateur Radio Club, Inc. on June 5, 2007.


Tom Wardell KB5YUE
President


Jeff Montgomery WB4WXD
Secretary