

# BY-LAWS OF THE TRI-COUNTY RADIO ASSOCIATION

## ARTICLE I (Purpose)

- Section 1. We, as amateur radio operators and those of similar interests, to foster our mutual interests and activities and those of our communities, do band ourselves together in an association (hereafter known as "the Club") whose name and basic law are hereby inscribed.
- Section 2. All policies of this organization shall be administered without regard to race, sex, color, creed, national origin, or political beliefs.

## ARTICLE II (Name)

- Section 1. The name of the Club shall be "Tri-County Amateur Radio Association", and shall be abbreviated "TCARA".
- Section 2. It shall be the duty of every person privileged with membership to protect the good name of the Club.

## ARTICLE III (Principal Office and Agent)

- Section 1. The Club shall maintain a meeting place as determined by the Board of Directors.
- Section 2. The Board of Directors may, at their discretion, appoint an Agent (or Club member) who shall act on all legal matters on behalf of the Club.

## ARTICLE IV (Membership)

- Section 1. Any person having a genuine interest in amateur radio and allied fields shall be eligible for membership in the Club. The name of the Club shall not be used to further the material gain of any individual Club member.
- Section 2. A voting member shall be defined as a member holding a valid amateur license.
- Section 3. Family members shall be defined as a member, his or her spouse, and their children, if any.
- Section 4. Persons desiring membership in the Club shall make application to the Treasurer.

- Section 5. Yearly dues shall be determined by the Board of Directors and confirmed by a majority vote of the voting membership present at any regular meeting. The current cost of yearly dues for the various classes of membership may be obtained from the Treasurer.
- Section 6. Within the first sixty (60) days of membership, each member shall be given a copy of the Club Bylaws. By accepting membership in the Club, the member agrees to abide by the Club Bylaws effective at the initiation of membership, and any subsequent amendments Approved by the membership.
- Section 7. A member may be expelled from the Club, without recourse, for the following reasons:  
(1) Theft or misappropriation of Club funds or property  
(2) Conduct unbecoming or detrimental to the Club or Amateur Radio.
- Section 8. A member may be considered for expulsion from the Club for any of the reasons in Article 4, Section 7, by a 2/3 vote of the members of the Board. A member being considered for expulsion shall be notified by the Board at least fifteen (15) days prior to a regularly scheduled Club meeting, in writing sent by US Mail to the last address given the Club Secretary and/or Treasurer, that an expulsion vote has been called for. The Club Secretary shall inform the membership by means of a notice in the next issue of the QRM and/or other Club publications stating that a Special Election will be held on (meeting date). At that meeting, a club member in good standing shall present facts to the membership supporting expulsion, for a period not to exceed 10 minutes. The member being considered for expulsion shall have the right to address the membership for a period not to exceed 10 minutes. A vote of the Club voting members in good standing present shall be taken by secret ballot. The Club Secretary (or his or her designee) shall tally the votes immediately and inform the members present of the result. A 2/3 majority of the votes cast being in favor of expulsion shall result in expulsion of the member. The vote shall be considered final.
- Section 9. The current year' s dues of any person whose membership in the Club has been lost by reason of expulsion shall be refunded.
- Section 10. Any person whose membership in the Club has expired by reason of being in arrears of dues three (3) months or less shall be restored to membership upon payment of delinquent dues. Otherwise, any person forfeiting membership in the Club shall be reinstated by making out a new application to the Treasurer.

## ARTICLE V (Affiliation)

- Section 1. No affiliation with any local, regional, or national Amateur Radio organization shall be made, except with the consent of a simple majority of the voting members present at any regular Club meeting.
- Section 2. Any affiliation so made can only be terminated by a simple majority vote of the voting members present at any regular Club meeting.

## ARTICLE VI (Election of Officers)

- Section 1. The elected officers shall consist of a President, Vice President, Secretary, Treasurer, Publicity Director and Program Director.
- Section 2. The Board of Directors each year shall select a Club member to act as Chairperson of the Nominating Committee. This selection shall take place in September of each year. The Nominating Committee shall consist of a Chairman, who may also be a member of the Board, and up to two members, who may not be members of the Board. The Nominating Committee shall present to the Club members at the October meeting a list of nominees for the respective offices. Additional nominations may be made from the floor and nominations shall remain open until the end of the October meeting.
- Section 3. No nominations shall be considered valid without the express prior consent of the person to be nominated.
- Section 4. Any candidate for office shall hold a valid amateur license, and shall have been a Tri-County Amateur Radio Association member in good standing for one year before he/she can be elected.
- Section 5. Each office to be filled shall be considered a separate contest. The candidate receiving the greatest number of votes for any office shall be considered elected.
- Section 6. Presidential candidate(s) may endorse nominee(s) prior to voting.
- Section 7. Voting shall take place in the following order: President, Vice President, Secretary, Treasurer, Publicity Director, and Program Director. A single vote on the entire slate of officers may be substituted with the consent of the voting members present if the slate is running unopposed.
- Section 8. Voting shall take place at the November Club meeting. Votes counted shall be those of the voting members present. No absentee ballots or proxy votes shall be allowed. Installation of the new officers shall take place at the December Club meeting.
- Section 9. No person shall serve more than two (2) consecutive full terms in the office of President or Vice President.
- Section 10. No person shall concurrently hold more than one (1) elective office; however, an elected officer may be appointed as a committee chairman.
- Section 11. After the installation ceremony for the new officers at the December Club meeting, the term of the elected officers shall begin on the following January 1, and shall end on December 31 of that year.

## ARTICLE VII (Board of Directors)

- Section 1. The Board of Directors shall consist of all elected officers of the Club. The immediate past President shall be a member of the Board of Directors. If the immediate past President of the Club cannot or does not wish to serve on the Board, a replacement shall be chosen by the Board from among all past Presidents who are still members of the Club.
- Section 2. The Board of Directors shall conduct the business of the Club in accordance with these Bylaws and the Laws of the State of California.
- Section 3. The Board of Directors may appoint a member or members of the Club to special committees or as assistants to perform such duties as the Board deems necessary for the benefit of the Club. The Board shall assign a title and duties to these positions.
- Section 4. The Board of Directors at its own discretion may bring any matter before the membership of the Club.
- Section 5. Upon resignation or removal of any officer of the Club, a special appointment shall be made by the Board of Directors. The newly appointed officer shall serve out the term of the officer resigning or removed.
- Section 6. If any officer of the Club fails to appear at three (3) consecutive regular Board meetings without an acceptable explanation, the office may be declared vacant by the Board of Directors at its next meeting. Such vacancy shall be filled by special appointment of the Board of Directors.
- Section 7. A Club Officer may be considered for removal from office for dereliction of duty as well as any of the reasons in Article 4, Section 7, by a 2/3 vote of the voting members of the Board. The officer considered for removal shall have no vote. An officer being considered for removal shall be notified by the Board at least fifteen (15) days prior to a regularly scheduled Club meeting, in writing by US Mail to the last address given the Club Secretary and/or Treasurer, that a removal vote has been called for. The Club Secretary shall inform the membership by means of a notice in the next issue of the QRM and/or other Club publications that a Special Election will be held on (meeting date). At that meeting, a Board member in good standing shall present facts to the membership supporting removal, for a period not to exceed 10 minutes. The officer being considered for removal shall have the right to address the membership for a period not to exceed 10 minutes. A vote of the Club voting members in good standing present shall be taken by secret ballot. The Club Secretary (or his or her designee) shall tally the votes of the voting members present and inform the members present of the result. A 2/3 majority of the votes cast being in favor of removal shall result in removal of the officer from office. The vote shall be considered final. The removed officer shall retain his or her membership in the Club unless expelled as per Article IV, Section 8.

## ARTICLE VIII (Duties of the Officers)

- Section 1. The President shall be the chief executive officer of the Club. It shall be the duty of the President to preside at all meetings and he or she shall be responsible for the general welfare of the Club.
- Section 2. The Vice-President shall act as an assistant to the President and shall preside in his or her absence. All questions of parliamentary procedure shall be ruled on by the Vice-President acting as Parliamentarian. "Robert's Rules of Order" shall be the Parliamentary authority at all times.
- Section 3. The Secretary shall keep accurate minutes of each meeting and shall formulate and mail announcements and other correspondence with regard to the Club's business. The Secretary shall keep a record of all legislation passed by the Board of Directors and the Club. He or she shall also maintain an up-to-date copy of the Club's Bylaws. The Secretary or his or her designee shall keep a list of all members of the Club, and of all Committees appointed by the Board, and their members.
- Section 4. The Treasurer shall be responsible for all monies and financial records of the Club. He or she shall pay all legitimate bills of the Club. The Treasurer shall collect membership dues. The Treasurer or his or her designee shall inform the membership when their dues are payable.
- Section 5. The Board of Directors shall determine the duties of the Publicity Director. A list of such duties shall be provided in writing to the Publicity Director.
- Section 6. The Board of Directors shall determine the duties of the Program Director. A list of such duties shall be provided in writing to the Program Director.

## ARTICLE IX (Committees)

- Section 1. A Committee shall consist of a Club member or group of Club members charged by the Board with the performance of certain duties deemed necessary for the benefit of the Club and defined by the Board.
- Section 2. The Board shall assign a name and duties to the Committee. The Board shall appoint the Committee Chairperson.
- Section 3. Committees may be formed and dissolved and new committees chosen by the Board of Directors.
- Section 4. The Chairperson of any committee may be invited to the Board of Directors' meetings upon the invitation of the President.

**ARTICLE X  
(Club Meetings)**

Section 1. Regular meetings of the Club shall be held each month at a place and time determined by a simple majority vote of the voting members present at any meeting. Meetings may be postponed. Special meetings may be called by the Board of Directors.

**ARTICLE XI  
(Board of Director' s Meetings)**

Section 1. A regular Board of Director' s meeting shall be held each month to conduct the business of the Club. Special Board meetings may be called at the discretion of the President.

Section 2. A simple majority of the members of the Board of Directors shall constitute a quorum.

Section 3. No business shall be conducted at the Board meetings unless a quorum is present.

Section 4. At a regular or special meeting of the Board of Directors, an officer may be relieved of his or her duties on a temporary basis until the date of the next scheduled regular Club meeting by a 2/3 vote of the members of the Board if it is determined that serious harm may befall the Club if the officer is allowed to continue the exercise of the powers of his or her office.

**ARTICLE XII  
(Voting)**

Section 1. All matters brought before the membership for a vote shall be decided by a vote of the voting members present. No absentee ballots or proxy votes shall be allowed.

Section 2. No member shall be allowed to vote on any matter unless their dues are paid up at the time of the vote.

**ARTICLE XIII  
(Finance)**

Section 1. The fiscal year of the Club shall begin on January 1 and end on December 31 of the same year.

Section 2. The Treasurer shall make a report of the finances of the Club at each monthly meeting.

Section 3. The incoming Board of Directors or their designee shall audit the financial records each year.

Section 4. All monies of the Club shall be kept in a bank, except for petty cash funds. The Board of Directors shall establish the limit of petty cash funds.

Section 5. All expenditures and disbursements of Club monies must be approved by the Board.

## **ARTICLE XIV (Publications)**

Section 1. The official organ of the Club shall be called, "QRM". It shall be published monthly and mailed to the membership prior to each monthly meeting.

Section 2. The purpose of this publication shall be to notify members of meetings and to furnish them with timely news concerning amateur radio and activities of the Club.

Section 3. The Editor of the Club newsletter shall be appointed by the Board of Directors.

Section 4. Club publications are defined as the newsletter, weekly net, Internet web page, and any other means used by the Club to disseminate information to the membership. Responsibility for the format and content of Club publications shall rest with the Board of Directors.

## **ARTICLE VX (Amendments)**

Section 1. Any member of the Club may propose an amendment to these Bylaws to the Board of Directors. After discussion, the Board may then present the proposed change to the membership.

Section 2. Any amendment of these Bylaws must be proposed and presented to the membership by the Board at a regular Club meeting, and be published in the next issue of the Club newsletter, and may not be voted on until the next regular Club meeting. A simple majority of the voting members present shall be required for passage of such amendment.

**ARTICLE XVI**  
**(Distribution of Assets Upon Dissolution)**

Section 1. The Club is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for non-profit purposes. Upon dissolution of the Club, after payment of, or adequate provision for, the debts and obligations of the Club, the remaining assets shall be distributed to non-profit organizations which are organized exclusively for amateur radio purposes and which have established their tax-exempt status under Section 501 (c) (5) of the Internal Revenue Code.

If the Club holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Superior Court of the County in which the Club's principal office is located, upon petition thereof by the Attorney General or by any persons concerned in the liquidation.

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