

# Constitution and Bylaws

## The Kern County-Central Valley Amateur Radio Club, Inc.

Amended 2004 - Effective January 1 2005

### *DEFINITIONS*

**CONSTITUTION** - A written instrument embodying the basic rules of a Social Organization or Corporation. The Constitution defines the powers and duties of the governing body, to assure the guaranteed rights of the organization's members.

**BYLAWS** - A set of rules adopted by an organization, or assembly, chiefly for the governing of its meetings, members, or the regulation of its affairs.

### *Preamble*

We, the Membership of the Kern County - Central Valley Amateur Radio Club, Inc., desiring to secure for ourselves, the pleasures and benefits of the association of persons commonly interested in Amateur Radio, do hereby enact this Constitution as our Club's governing law. It shall be our purpose to further the exchange of information and cooperation between our members, to promote and encourage technical advancement and experimentation by our members, to assist members and prospective Amateurs in achieving fraternalism and high standards of conduct, to conduct Club programs and activities, in a manner as to advance the general interest and welfare of Amateur Radio in the community, and support the public safety when called upon to do so.

### ARTICLE I PURPOSE

The Kern County - Central Valley Amateur Radio Club, Inc., functions to serve and enhance the image of Amateur Radio in the community and to any prospective Amateurs. Additional purposes are indicated in the Club's *Preamble*.

### ARTICLE II AREA SERVED

The general area served by this Club shall be the South Central area of California, including but not limited to Kern and neighboring counties. This Radio Club is equipped to provide service to other geographical areas.

### ARTICLE III ADMINISTRATIVE OFFICES

The Principle office in the State of California shall be located in the City of Bakersfield, County of Kern. This Club may have offices in other locations, as mandated by the President with concurrence of the Board of Directors.

### ARTICLE IV MEMBERSHIP

**SECTION 1; GENERAL:** Licensed Radio Amateurs of any Grade are eligible for General Membership. This category of membership can vote and hold office.

**SECTION 2; FAMILY:** Where two or more members of one family, residing in the same location, are licensed Amateurs, one Amateur may become a General Member; the other Amateurs may join as VOTING ASSOCIATES. The FAMILY will receive one issue of any Club mailings. The GENERAL member and each VOTING ASSOCIATE shall each receive voting ballots.

**SECTION 3; ASSOCIATE:** Persons demonstrating a genuine interest in Amateur Radio, but not yet Licensed Amateurs may join as Associate Members. Also included in this category are Licensed Amateurs who live at distances from the Club as to make it impractical or unreasonable for them to physically participate in Club activities. This category of membership shall NOT vote or hold office.

**SECTION 4; VOTING ASSOCIATE:** This category of membership is a Licensed Amateur in a FAMILY unit and would otherwise be a GENERAL member. This category can vote. VOTING ASSOCIATES may also hold office provided they meet the age requirement. No more than ONE member of a FAMILY unit may hold office concurrently.

SECTION 5; LIFE: Any GENERAL member, in good standing; who by virtue of outstanding service to Amateur Radio and or the Club and who has been a member of this Club for a considerable period of time, may be nominated by any other GENERAL member for this Category. Such service may be of a one time nature but more often will consist of service(s) spanning a considerable number of years. The Board of Directors shall consider each nomination and upon a 2/3 majority vote of the Board the nominee shall be elected. Upon election to this status the member shall not be required to pay annual membership fees. The elected member shall continue to be eligible to vote and hold office.

SECTION 6; HONORARY: Any person anywhere who has performed some outstanding single act or has a sustained record of support for some aspect(s) of Amateur Radio may be considered by the Board of Directors to be worthy of this position. By its very nature this position requires the Highest Standards of Excellence and Conduct to be met. To be elected to this position the Board of Directors vote must be at least 2/3 majority. Election to this category of membership does NOT confer voting or office holding privileges.

SECTION 7; AFFILIATED: Any Individuals, Groups, Organizations, Companies, Governmental Agencies, and Other Friends that have some interest in Amateur Radio but do not qualify for any other category of membership. This category may not vote or hold office but may participate in Club events if so invited and may receive selected Club mailings. No dues are normally associated with this category, but fees may be assessed to cover costs of mailings.

SECTION 8; APPLICATIONS: All persons seeking membership in the Club shall submit a written application on forms provided. The

APPLICATION shall be submitted to the Membership Committee which shall consider all applications and submit its recommendations to the Board of Directors. The Board of Directors shall then approve or disapprove each application by a majority vote.

SECTION 9; REMOVAL OF MEMBERS: Any member whose Federal Communications Commission-issued Amateur Radio license is suspended or revoked with cause or who is assessed a fine or other penalty by the FCC shall be automatically removed from membership in this Club. Any member who operates his/her station in violation of Part 97 of the FCC Rules and Regulations, and who does not cease and desist from the aforementioned violations, may be removed from membership in this Club. Any member who causes adverse publicity to Amateur Radio or the KC - CVARC may be removed from membership in this Club. Any member whose annual dues are in arrears for more than 90 days shall be removed from the membership rolls, but may be reinstated upon payment of said dues. Any member desiring to bring charges against a fellow member shall appear before the Board of Directors and present the facts. The Board shall investigate the aforementioned charges and rule on the case. The decision of the Board shall be final. All records of arbitration shall be sealed, except for the resolution or decision of the Board

SECTION 10; NON-DISCRIMINATION: The Kern County Central Valley Amateur Radio Club will not discriminate on the basis of: race, color, religion, national origin, sex, Marital status, age or handicap, in the administration of its educational programs, admission, operating policies, and activities associated with this Club.

## ARTICLE V OFFICERS

Officer Stipulations: To avoid any conflict of interest, no member of this Amateur Radio Club may serve as an officer on the Club's Board of Directors while serving on the Board of any other Amateur Radio organization of similar format and purpose. This ruling shall exclude specialized non-conflicting Amateur Radio groups, such as DX Clubs, Repeater organizations, ARRL contesting groups, Emergency Communications, or others of singular purpose. No member shall qualify to be a candidate for any office on the Board of Directors of this Club unless that member will be at least eighteen (18) years of age upon election.

SECTION I; The officers of this Amateur Radio Club, constituting the Board of Directors, are (1) President; (2) First (Executive) Vice President; (3) Second Vice President; (4) Secretary; (5) Treasurer; (6-7-8) Three Directors; (9) Immediate Past-President. Officers shall be elected as outlined in ARTICLE VI of these Bylaws.

SECTION 2; VACANCIES: A vacancy in any office, for any reason, shall be filled for the balance of the term by appointment of the President. This appointment will be subject to compliance by the Board of Directors. All resignations shall be submitted in writing and subject to ratification by the Board of Directors.

SECTION 3; PRESIDENT: Shall be the Club's chief executive officer responsible for the supervision, and control, of the business of the Club. The President shall preside at all Board, and Membership meetings, and be empowered to sign, together with another Club officer, any instruments authorized by the Board of Directors.

SECTION 4; VICE PRESIDENTS: In the absence of the President, the First (Executive) Vice President shall perform the duties of the President. The Second Vice President shall perform such duties in the absence of both, the President, and the First (Executive) Vice President. The Vice Presidents shall perform other duties as directed by the President or the Board of Directors.

SECTION 5; SECRETARY: Shall maintain records of the Club's operation, shall be the custodian of the Constitution and Bylaws, and the Club's Corporation Seal. The Secretary shall be custodian of the Club's Post Office Box and shall maintain a roster of members, and record minutes of Board, and Membership meetings, or any emergency, or special meetings, and be responsible for Club correspondence. The Secretary shall perform other duties normally expected of the office, or are assigned by the President, or the Board of Directors.

SECTION 6; TREASURER: Shall give notice and collect money due the Club. Money shall be deposited in a Bank as designated by the Board of Directors. The Treasurer shall pay all legitimate bills by check, and shall perform all other duties normally expected of the office, or are assigned by the President or the Board of Directors.

SECTION 7; DIRECTORS: These officers shall perform duties consistent with the needs of the Club as directed by the President in compliance with the remaining members of the Board of Directors.

SECTION 8; IMMEDIATE PAST PRESIDENT: This member of the Board of Directors will share in the decision making process essential to the prudent management of Club affairs. It shall also be the responsibility of this officer to perform additional duties as directed by the President in compliance with the Board of Directors.

SECTION 9; BOARD MEETINGS: The Board of Directors, constituting the management body of the Club, shall meet monthly at a time and place determined by a majority of the Board. Notice of change in meeting time, or location, shall be given by any acceptable means, at least one week in advance. Special meetings may be called by the President or by the request of any two members of the Board. A quorum for the transaction of Club business shall be no less than five Board members. The Board of Directors encourages interested Club members to attend Board meetings.

#### ARTICLE VI ELECTIONS

SECTION 1; A NOMINATING COMMITTEE: Shall be appointed by the President at least two months prior to the annual elections. The duties of this committee shall be to select a slate of nominees to serve as officers on the Club's Board of Directors. To qualify as a nominee, you must have been a Regular member in good standing, for a period of twelve consecutive months prior to the regular membership meeting in September.

SECTION 2; The Nominating Committee shall present its report at the September regular Membership meeting annually. Further nominations will be accepted from the floor at this meeting. A simple majority by hand vote, of those members in attendance, will confirm the Nominees as presented and complete the nominating procedure.

SECTION 3; The annual election shall be held by secret mail ballot during the month of October. Results shall be determined by a simple majority of those voting. In the event of a tie vote for any office, there shall be a run-off election between the two candidates receiving the highest vote. This procedure shall be determined by the existing Board of Directors.

#### ARTICLE VII REGULAR MEMBERSHIP MEETINGS

SECTION 1; Regular Membership Meetings shall be held each month at a designated time and location selected by the Board. Regular meetings may also be held at other locations, from time to time, as determined by the Board of Directors.

SECTION 2; Notice of Regular Membership Meetings shall be given to each member by publication in the Club's Newsletter, or by other means, to assure that every member will be notified

SECTION 3; Special Membership Meetings may be called by the President, the Board of Directors, or by written request of any three Members. Notice of such meetings shall be made by any suitable means to assure a quorum of voting members.

SECTION 4; An annual Meeting, which may be designated as a Christmas Dinner, or a Ladies' Night Dinner Meeting, may be held during November or December. Newly elected Officers shall be installed at this meeting, to assume office on January first of the year ahead.

SECTION 5; A quorum for the transaction of Club business at any Regular, or Special Membership Meeting, shall be ten percent (10%) of the voting members.

## ARTICLE VIII FINANCES

SECTION 1; Any fees, dues, and/or other assessments, levied against each member shall be an amount determined by the Board of Directors, and approved by a quorum of the Club's eligible voters.

SECTION 2; Membership dues shall be paid on an annual basis. The period shall commence on January first, of the calendar year, and end on the last day of December. Dues will be considered delinquent if not received by the last of March. Members may be suspended or dropped from membership upon recommendation of the Board of Directors, for failure to pay their dues by the date indicated

SECTION 3; No monies shall be expended nor appropriated beyond the ability of the Club to pay, nor shall money be expended for any purpose not of benefit to the Club, or to Amateur Radio.

## ARTICLE IX COMMITTEES

SECTION 1; Upon entering office, the President may appoint any or all of the following Standing Committees: ( a ) Membership; ( b ) Program; ( c ) Interference; ( d ) Activities; ( e ) Education; ( f ) Repeater; ( g ) Constitution and Bylaws; ( h ) Emergency; ( i ) Public Relations; ( j ) Club Publications; ( k ) Field Day; ( l ) Youth Activity Director; ( m ) W6LIE Call Trustee; ( n ) Club Property Inventory.

SECTION 2; STANDING COMMITTEES: The Club President as a need arises, may also appoint special committees whose duties may be defined in an enabling motion at a Regular Membership meeting, or by the Board of Directors at a regular Board meeting.

SECTION 3; DUTIES DEFINED: The duties of each committee shall be defined by action of the Board of Directors. These duties shall generally follow guidelines as indicated in the following.

( a ) MEMBERSHIP: Invite all area Amateurs and those persons interested in becoming Amateurs, to join this Amateur Radio Club. This committee shall also be responsible to recommend to the Board of Directors, whether any applicant should be accepted, or denied Membership.

( b ) PROGRAM; Arrange interesting and informative programs for Regular Membership Meetings, provide refreshments when authorized, and conduct meeting activities that members enjoy.

( c ) INTERFERENCE; Investigate complaints of interference to or by any Amateur Radio Operator and suggest or assist with measures for the alleviation thereof. Recommend any other action deemed necessary.

( d ) ACTIVITIES; Coordinate participation by the Club, or individual members, in any constituted operating contests officially recognized by the Amateur Radio fraternity, locally or nationally, and plan special operating activities for Club members

( e ) EDUCATION; Initiate programs for the education in Amateur Radio of any person wishing to study for an Amateur license or, if already licensed, study for upgrading.

( f ) REPEATER; Cooperate with Repeater Trustees in the area; educate members upon acceptance in the proper use of such facilities and or assume responsibility for proper operation.

( g ) CONSTITUTION AND BYLAWS; Accept proposals for amendments, put them in proper form and recommend action by the Board of Directors, and Membership. (See ARTICLE XI AMENDMENTS. )

( h ) EMERGENCY; Cooperate with local authorities, designated ARRL organizations, and area coordinators, to provide manpower and/or equipment and services, in event of local or national emergencies of any type.

( i ) PUBLIC RELATIONS; Publicize Club activities by maintaining good relations with the media representatives. Always present Amateur Radio in a good light, emphasizing work done by Amateurs in emergencies, community events, etc.

( j ) CLUB PUBLICATIONS; Responsible for editing and layout of informative information about Club activities, meetings, and members; arranges for printing and distribution to members, the media, other organizations and interested parties, and solicit advertising to defray the cost of publication and distribution.

( k ) FIELD DAY; Duties shall be assigned by the Board of Directors to comply with yearly change.

( l ) YOUTH ACTIVITY DIRECTOR; Duties shall be assigned by the Board of Directors.

( m ) W6LIE CALL TRUSTEE; Official custodian of the Club's assigned Call, is responsible for the proper use of the Call in compliance with the Federal Communications Commission's rulings governing the Amateur Radio Service.

( n ) CLUB PROPERTY INVENTORY; Shall provide the Board of Directors a detailed inventory of all Club Amateur Radio equipment and/ or property, whether purchased outright or received as a donation; and also document each items location.

ARTICLE X RULES

SECTION 1; The Chairman of the Constitution and Bylaws Committee shall act as Parliamentarian at all meetings.

SECTION 2; The current version of Robert's Rules of Order, shall be the final authority for resolving any disputed points of procedure at any meeting.

ARTICLE XI AMENDMENTS

SECTION 1; Proposals for changes or amendments to these Bylaws may be made by any member. All proposals must be in writing and be submitted to the Constitution and Bylaws Committee. This Committee shall put them into proper form and submit them, with their recommendation, to the Board of Directors.

SECTION 2; Proposals shall then be submitted by the Board of Directors, with their recommendations, to the Membership at a Regular Meeting. They may then be voted upon, either at that meeting or by mail as determined by a majority vote by those qualified Members in attendance.

SECTION 3; Amendments must carry by a two-thirds majority of those eligible to vote to become law.

ARTICLE XII LIABILITY

SECTION 1; The KERN COUNTY - CENTRAL VALLEY AMATEUR RADIO CLUB is a non-profit Corporation. To do all, and everything necessary, for the enhancement of the Amateur Radio Service and the continued success of this Club, and in the performance of any act, or activity, by any member, or members, on behalf of this organization, shall be consistent with Municipal Law, with Laws of the County of Kern, the State of California, and Laws of the Federal Government.

SECTION 2; In the event of dissolution of this Corporation for any reason, the Board of Directors shall cooperate in any authorized audit of this Radio Club's assets. The Board of Directors shall authorize payment, or make provisions for payment, of all liabilities of the Corporation. The Board shall dispose of additional cash assets and/or Radio related equipment, and materials of the Corporation, exclusively for the purpose of the Corporation in such manner, or to organizations operating exclusively for charitable, educational, religious, literary, or scientific purpose as shall at the time, meet all requirements to qualify as an exempt Corporation under Section 501 (c) (3) of the Internal Revenue Code of 1954 or an applicable provision of any present, or future, Internal Revenue Law. As the Board of Directors may determine, such funds from the total of the Corporation's assets shall be disposed of, as provided by the Laws of the State of California.