

MOUND AMATEUR RADIO ASSOCIATION BY-LAWS

ARTICLE I DEFINITIONS

- Section 1: A quorum for Club or Special Meetings shall be defined as twelve (12) Active Members.
- Section 2: A quorum of the Executive Board shall consist of three (3) Board Members/Trustees.

ARTICLE II ELECTIONS

- Section 1: The election of officers shall be conducted at the annual meeting in December. Notice of such election shall be provided to each Active Member at least ten (10) days prior thereto.
- Section 2: If a Nominating Committee is to be formed, the membership must approve such a committee of not less than two (2) members, at a time not less than sixty (60) days prior to the annual election.
- Section 3: The Nominating Committee shall, at the meeting prior to the annual election, recommend to the membership the names of the candidates for election. At least one (1) person must be nominated for each office. Persons so nominated must consent.
- Section 4: If a Nominating Committee is not formed, then Nominations from the floor for office shall, at the meeting prior to the annual election, be recorded as the names of the candidates for election. Persons so nominated must consent.
- Section 5: Additional names from the Active Membership may be placed in nomination from the floor prior to the balloting. Persons so nominated must consent.
- Section 6: To qualify for nomination and to hold any office, a potential candidate must have been a member of MARA for at least one (1) full year, must be a current active member, and must hold a current amateur license.
- Section 7: Officers shall be elected by a plurality of all votes cast at the Annual Meeting.
- Section 8: At the annual election there shall be elected a President, Vice President, Secretary, Treasurer and Station Trustee who shall serve as the Corporation Trustees.
- Section 9: Following the results of voting, only the President or Acting President shall announce the winners of the election of each officer, without announcing the actual vote count. Additionally, only the winners of each office shall be cited in the minutes of the meeting.

- Section 10: The Secretary shall maintain custody of the ballots at least until the next regular membership meeting, at which time or thereafter the membership or the Board may order destruction of the ballots. Prior to their destruction, any Active member may request to review the ballots in private, under the supervision of the Secretary.
- Section 11: Officers shall hold office for a period of twelve (12) months beginning January 1, the date which begins the organization's calendar and fiscal year.
- Section 12: Board vacancies shall be filled by two-thirds (2/3) vote of the Active Members at any regular or special meeting. Such appointees shall serve for the remainder of the term of the individual being replaced. The Board must maintain the structure set forth in the Constitution.

ARTICLE III **MEETINGS**

- Section 1: The organization shall hold a minimum of twelve (12) regular monthly meetings on such a date as may be set beginning the first week of January.
- Section 2: Monthly scheduled meetings shall be held on the first Wednesday of each month at 1930 hours local time.
- Section 3: Special meetings of the membership shall be announced by the President or by the Secretary. It may be called by request of either (a) three (3) Board Members/Trustees or (b) a number of Active Members of at least equal to the number established as a quorum under Article I, Section 1 of these Bylaws.
- Section 4: Meetings of the Executive Board shall be held on the on the same day but prior to the regularly scheduled monthly membership meeting, and may be held as required by the call of three (3) Board Members.
- Section 5: Club decisions with respect to policy, procedures and standing rules, except where defined elsewhere in these By-Laws, shall be decided by a simple majority vote of the Active Members present at any regular or special club meeting. A role call of the Active Membership must be held before voting on policies, procedures, or standing rules.

ARTICLE IV **PARLIAMENTARY AUTHORITY**

- Section 1: Robert's Rules of Order shall govern the proceedings of all meetings of the organization and its constituent parts, except as provided in these By-Laws.

ARTICLE V

DUTIES OF OFFICERS

Section 1: The President, as Chief Executive Officer of the Organization, shall:

- A: Preside at all Executive Board meetings and club meetings, unless excused by Board.
- B: Supervise the organization's affairs and activities and shall make periodic reports thereon to the members.
- C: Schedule a minimum of (12) Executive Board meetings per year.
- D: Appoint all other committee chairs (except of that for the Nominating Committee), including a Field Day Chair at least thirty (30) days prior to Field Day, with Board Approval.
- E: Serve, by virtue of the office, as an hoc member of all committees except the Nominating Committee.
- F: Be responsible for the execution of all resolutions passed by the Active Membership.
- G: Be representative of the organization to the community.

Section 2: The Vice President shall:

- A: Preside at Club and Board meetings in the absence of, or at the request of, the President, or the President's inability to serve.
- B: Serve as the assistant to the President in all affairs of the organization.
- C: Serve as Parliamentarian:
 - 1: Attend all meetings of the Executive Board and membership meetings, unless excused by the Board.
 - 2: Advise the President, Executive Board, any committee, or Member on questions pertaining to parliamentary procedure and/or the Constitution and By-Laws of the organization.
 - 3: In performing the role as Parliamentarian, the Vice President shall maintain and exercise all rights and privileges as an active member, including those of making motions, debating and voting.

4. While presiding at Club and Board meetings, appoint an active member to serve as Parliamentarian; such member shall retain all rights and privileges as an Active member.

D: Shall keep activity records of the Club Membership.

E: Serve as Chair of the Constitution and By-Laws Committee as needed.

Section 3: The Secretary shall:

A: Give notice of all regular and special meetings.

B: Keep a permanent record of the minutes of all Club and Executive Board meetings.

C: Be custodian of all official records and documents of the organization, except for those records maintained by the Treasurer as required in order to conduct the duties of that office.

D: Handle such correspondence as may be required by the organization.

E: Attend all meetings of the Executive Board and membership meetings unless excused by the Board.

1: Arrange for a replacement to perform duties during absence.

F: Obtain from the Treasurer the most current information associated with membership, as required to conduct the duties of the office.

Section 4: The Treasurer shall:

A: Collect all funds due to the organization.

B: Maintain a current account of the treasury and render a report of the account at the request of any Officer, or as requested at any Club meeting.

C: Make payments up to \$100.00 with authorization of the Board. All payments greater than \$100.00 require the approval of a majority of the Active Membership at a regular or special meeting. No club member may commit any funds without prior approval, with the exception of the Station Trustee.

D: Keep a membership database containing the name and address of each member and the status of paid dues, and ensure Secretary has most recent information on club membership necessary to conduct official club business.

E: Arrange to have the Club books audited annually.

ARTICLE VI

STATION TRUSTEE

- Section 1: The Station Trustee shall hold a valid amateur radio license.
- Section 2: The Station Trustee shall function as a member of the Executive Board.
- Section 3: The Station Trustee shall be responsible for the operation of the club equipment, in accordance with the FCC rules, and shall have the authority to prescribe rules for the operation of the station and qualifications for authorized operators.
- Section 4: If any monetary penalties are assessed by the FCC against the Station Trustee for improper equipment operation, the Executive Board shall determine whether the responsible member or the organization itself shall be liable to indemnify the Station Trustee.
- Section 5: The Station Trustee will also establish the qualifications for use of the club call sign and have the authority to restrict operation of any member for just cause. Such restrictions will be reported to the Executive board in writing, showing just cause within five (5) days of the restriction.
- Section 6: The Station Trustee shall appoint all paid active club members as control operators to assure proper use of the repeaters.
- Section 7: If a control operator reports a violation of FCC or Club rules regarding repeater operations to the Station Trustee, the Trustee must report the violation to the Board within five (5) days.

ARTICLE VII

COMMITTEES

- Section 1: The Board shall determine the committee deemed necessary to fulfill the objectives and purposes of the organization.
- Section 2: Standing Committees shall include Activities, Emergency Communication Assistance, Radio Equipment and Financial Review Committees.
- Section 3: All committee chairs shall be appointed by the President, subject to approval of the Board.
- Section 4: The President shall be an ad hoc member of all committees by virtue of the office.
- Section 5: Committee chairs report to the Executive Board and act as advisors to same.
- Section 6: If any Standing or Ad Hoc Committee is without a chair, the Board will act as Chair for the committee until a new chair is appointed.

Section 7: The Board may create any new standing committees at any time, as required; however, the explicit duties of such committees must be added to the Bylaws at a period not to exceed 6 months from the time the Standing Committee is created, or the operation of the Standing Committee in question is suspended.

ARTICLE VIII **DUTIES OF COMMITTEES**

Section 1: All committee chairs shall:

- A: Form a committee of sufficient members to carry out the duties of the committee.
- B: Maintain contact with all committee Members and general Membership to secure adequate participation.
- C: Select one member of the committee to act as secretary, as needed, to maintain a record of committee activities.
- D: Report regularly at Executive board meetings and to the membership.
- E: Call a committee meeting as often as necessary for proper execution of committee duties.
- F: Confer with the committee on matters to be brought before the Executive Board or the membership.
- G: Be appointed for a one (1) year renewable term.

Section 2: The Radio Equipment Committee shall:

- A: Consist of the Radio Equipment Chairman and a minimum of three (3) Technical Assistants, trained to maintain the MARRA repeater equipment, and all club owned equipment in proper operating condition.
- B: Maintain all club-owned equipment in good working order.
- C: Keep a record of all club equipment
- D: Maintain records of Club Members serving on the committee or assisting the committee.
- E: Submit annual reports and equipment inventory as requested to the Executive Board.

- F: Provide the membership with training, assistance and information as required, on operation of club owned equipment.
- G: Work with all other committees in preparing for and participating in the annual FIELD DAY and other planned amateur radio activities.

Section 3: The Activities Committee shall:

- A: Arrange for periodic activities of interest to the general membership.
- B: Solicit ideas for activities from the general membership.
- C: Develop ideas for activities to be presented no later than the March meeting.
- D: Maintain records of Club Members serving on the committee or assisting the committee.
- E: Submit reports as requested to the Executive Board.
- F: Work with all other committees in preparing for and participating in the annual FIELD DAY and other planned amateur radio activities.

Section 4: The Emergency Communications Assistance Committee shall be chaired by the Emergency Communications Officer and consist of at least one (1) active licensed member.

- A: The Emergency Communications Assistance Committee shall establish the operating procedure for all emergency and simulated emergency traffic nets, and shall assign net control operators (NCO) and assistant NCOs, per the Emergency Plan.
- B: Solicit volunteers from the membership to serve as emergency response team members, and assign MARA club radios to same at the discretion of the ECC.
- C: Verify that the club emergency radio equipment distributed throughout the community and within the membership is in working order as prescribed in the Emergency Plan.
- D: Provide the membership with the opportunity to participate in emergency training exercises as prescribed in the Emergency Plan.
- E: Arrange for other emergency training as may be required.
- F: Maintain the Emergency Operating Plan and provide a copy to each member.

- G: Provide training and assistance on how to conduct a communications net, official or unofficial, and how to pass traffic on a net.
- H: Assign NCOs as necessary to handle regularly scheduled club nets, as well as unscheduled nets as they arise. The committee shall establish the duration of NCO service and the operating procedures for all communication nets.
- I: Maintain necessary lists, documentation and procedures at the principle location as defined in the Constitution.
- J: Maintain records of club members serving on the committee or assisting the committee.
- K: Maintain a list of members participating in emergency and communications nets.
- L: Submit reports as requested to the Executive Board.
- M: Work with all other committees in preparing for and participating in the annual FIELD DAY and other planned amateur radio activities.

Section 5: The Financial Review Committee shall consist of two Active Members, appointed by the President, who shall:

- A. Audit the Treasurer's Accounts in the Fourth Quarter of the calendar year.
- B. Report their findings to the President no later than before the Board meeting prior to the Annual Meeting in December; the President, in turn, will provide the findings of the report to the General Membership during the Annual Meeting. A full report from the committee will be provided as part of the minutes of that meeting.

ARTICLE XI

REMOVAL OF BOARD MEMBERS

Section 1: Any Board member may be removed from office for just cause. A written statement of cause, signed by five members, must be submitted to the Board Member in question and the other members of the Board. The Secretary, or temporary Secretary, will submit this statement in writing to the Membership at the next meeting. A three fourths vote of the Active Members present must approve of the Board Member's removal.

Section 2: Prior to the vote, the Board Member will have the opportunity to reply to the statement, verbal or in writing, to the membership at the meeting. The outcome of the vote must be mailed by the Secretary, to the member in question within ten (10) days of the vote.

ARTICLE X

MEMBERSHIP

- Section 1: All Active Club Members will receive the periodic club notice and repeater privileges.
- Section 2: To be considered an Active Member for the current club calendar year, club members must pay the annual dues.
- Section 3: All Active Members will have all repeater privileges, plus access to club equipment such as radios and other equipment, and full voting privileges.
- Section 4: If a club member fails to pay the required annual dues, the member shall be considered inactive and lose all privileges of an Active Member.
- Section 5: If a member is on the inactive list for two years, the member shall be automatically removed from the club membership.
- Section 6: If a member relinquishes membership in the club, all joining requirements, as set forth in the Constitution, must be satisfied before the individual can be reinstated.
- Section 7: Any club member may be removed from the club for just cause. A written statement of cause, signed by three (3) active members, must be submitted to the Board for the removal of a member from the Club. After review by the Board, the Secretary will submit statement of cause to the membership. Removal will be by a three fourths vote of the active members at the next meeting.
- Section 8: Prior to the vote, the Club Member will have the opportunity to reply to the statement, verbal or in writing, to the membership at the meeting. The outcome of the vote must be mailed by the Secretary, to the member in question within ten (10) days of the vote.

ARTICLE XI

DUES

- Section 1: Annual dues shall be paid within sixty (60) days of the beginning of the club calendar year.
- Section 2: Club dues shall be determined by a two-thirds (2/3) vote of the active members present at any regular or special meeting.

ARTICLE XII

CLUB MONIES

- Section 1: A current accounting of all monies shall be kept and available to the membership.
- Section 2: No monies of the organization shall be spent, or donations accepted, in such manner as to violate FCC regulations.

ARTICLES XIII AMENDMENTS

- Section 1: Amendments of these By-Laws may be recommended by any Active Club Member in a regular or special club meeting. A majority of the Active Members present at such meeting must vote to form a Constitution and By-Laws Committee to study to recommended amendment(s).
- Section 2: The Constitution and By-Laws Committee shall present for discussion any proposed amendment(s) to the membership during the monthly club meeting preceding the month in which the vote is to occur.
- Section 3: The Club Constitution and By-Laws may be amended by a two-thirds vote of the active members present at the meeting in which the vote is taken.
- Section 4: Written notice of the proposed amendment or amendments from the Constitution and By-Laws Committee must be provided to each Active Club member at least ten (10) days prior to the date on which the vote is to occur.
- Section 5: Changes or amendments shall take effect immediately upon adoption unless otherwise provided in the proposal.

ARTICLE XIII DISSOLUTION

Upon dissolution of MARA, the officers shall provide for the payment of all debts and liabilities. They then will dispose of all properties and assets of MARA in a manner which causes their dispersal or distribution to an organization or organizations operated exclusively for charitable, educational, humanitarian, or scientific purposes.

Amendments Adopted April 4, 2007