

OKEECHOBEE AMATEUR RADIO CLUB



Bylaws

Effective January 11th, 2016.

Once adopted, these bylaws shall supersede any and all previous editions, versions, or copies.

Okeechobee Amateur Radio Club, Inc. Bylaws 2016.

Article I

This corporation shall be known as the Okeechobee Amateur Radio Club, Inc., a not for profit Florida corporation, herein after referred to as "The Club."

Article II

It shall be our purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and to so conduct club programs and activities to advance the general interest and welfare of amateur radio in the community.

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Article III

Meeting of members

Regular meetings

shall be held on the second Monday of each month unless otherwise designated by the president. Advance notice of fifteen (15) days shall be given for a change of date, and on the weekly net.

Special meetings:

may be held at the written request of a majority of the Board of Directors, or upon the written request of not less than ten percent (10%) of voting members of the club. Notice of special meetings shall include reason, date and time.

Quorum:

The voting members present at any meeting of the club shall constitute a quorum.

Annual meetings:

Annual meetings will be held in December of each year in lieu of the regular meeting, for the purpose of electing officers and board members, and for the consideration of amendments to the bylaws, and for transaction of such other business as may properly come before the meeting.

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Article IV

Board of Directors

The business, property and affairs of this club shall be managed by a Board of Directors composed of seven (7) members of this club. Directors shall hold office for the term for which they are elected and until their successors are elected and qualified.

Qualification:

The director shall be a full member in good standing.

Body:

The directors shall consist of the president (chairperson), vice-president, secretary, and treasurer, who are elected annually. Three (3) other full members are elected by the membership to serve a three (3) year term.

Rotation:

At the first election after the adoption of these bylaws, a one (1), a two (2), and a three (3) year director shall be elected by the membership.

Quorum:

The presence of four (4) of the directors shall be necessary at any board meeting to constitute a quorum to transact business.

Meetings:

The Board of Directors shall meet at least three (3) times a year and at the call of the president. All meetings of the board shall be open to any member of the club.

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Vacancies:

In the event a vacancy shall occur in the Board of Directors, a director may be appointed by the remaining members of the board until the next general election.

Termination:

Any director may be removed by the affirmative unanimous vote of the directors present.

Article V Officers

The officers of this club shall consist of the president, vice president, secretary and treasurer. The officers of this club shall be elected by licensed members for a term of one (1) year. Such election shall be held at the December meeting. Officers must be licensed members in good standing (dues paid) prior to being installed.

Duties of officers

President

A. shall preside over all meetings of the members and board. shall appoint committee chairpersons, club call sign trustees and club repeater trustees without regard to membership status under article VI provided those appointees qualify under C.F.R. 47, parts 97.103(a),(b), (c), 97.205(a) and 97.5 (a),(b). Pursuant a quorum of the Board of Directors under article IV and the board's approval of appointed committee chairpersons and trustees, these licensed operators may serve to the pleasure of the president. This language permits non-member agents defined under article IX who are licensed operators to volunteer as chairpersons and trustees.

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- c. shall be a member ex-officio of all committees.
- d. shall supervise the other officers in the performance of their duties as outlined elsewhere in these bylaws.
- e. shall decide, pursuant to the written policies determined by the Board of Directors, all questions of order.
- f. shall sign all official documents adopted by the membership, inclusive of the annual report.

Vice President

- a. shall assume all duties of the president in his/her absence.
- b. shall organize club activities, recommend and plan contests and advance club activities, interests and benefits as approved by the club membership.
- c. shall maintain close liaison with the Emergency Coordinator to further club participation in the Amateur Radio Public Service Corps.

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Secretary

- a. shall record the minutes of all meetings of the directors and of the members, or make arrangements for another club member to record them, and transcribe them for permanent record.

- b. shall produce these minutes to the appointed webmaster and the president no later than seventy-two (72) hours following adjournment. These minutes shall be posted to the club's website for member viewing.

- c. shall be responsible for filing the club's annual report under Florida law and under article I of these bylaws, every February; this club registered as a not for profit Florida corporation with company number N28852, domestic, October 13th, 1988.

- d. shall produce a hardcopy of the annual report to the president no later than the final Monday in February.

- e. shall accomplish all official correspondence of the club.

- f. shall maintain and produce as required hardcopy of the club's current bylaws inclusive of amendments, to be available at every meeting.

- g. shall maintain and produce as required hardcopy of the club's Articles of Incorporation, to be available at every meeting.

- h. shall under article X issue current hardcopy of bylaws inclusive of amendments to every member defined under article VI at the February meeting.

- i. shall validate and cosign the treasurer's Statement of Club-owned Assets in accordance with article X.

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Treasurer

- a. shall receive and receipt all monies paid to the club.
- b. shall maintain an accurate ledger of all monies received and expended.
(continued)
- c. shall submit to the secretary an itemized Statement of Receipts and Disbursements at every meeting.
- d. shall pay no bill without authorization by either the quorum of the Board of Directors majority vote under article IV, or the vote carried by the membership constituting a business meeting under article III.
- e. shall maintain a petty cash account of approximately one hundred (\$100.00) Dollars.
- f. shall submit to the secretary an accurate and itemized, signed and dated Statement of Club-owned Assets, their storage locations and serviceability status in the months of March and September. Club assets which have been sold, donated or discarded shall be declared on this same document.
- g. shall issue, upon validation and cosignature of the secretary, in accordance with article X, hardcopy of the Statement of Club-owned Assets to every member defined under article VI present at the March membership meeting.
- h. shall issue hardcopy membership roster inclusive of eMail addresses, postal addresses and telephone numbers to every member defined under article VI present at the February membership meeting. Exception is made when the member submits written request via eMail or postal mail to the treasurer that his/her contact information be withheld.

Article VI

Membership

There shall be two (2) classes of membership in this club, full and associate.

Classification:

Full membership is open to licensed amateurs only, with all club privileges. Full members qualify to hold office.

Associate membership shall be open to any person professing an interest in the objectives and purpose of this club under article II. Associate members who have applied for membership and paid their annual dues to the treasurer shall be welcomed as associate members. He/she may attend all meetings and club functions, but may not hold office, vote for officers or directors or serve on a standing committee. Exception: Under article V, the president may appoint committee chairpersons without regard to membership status under article VI.

Application for membership shall be submitted at regular meetings.

Term of membership commences January 1st upon payment of annual dues and ends December 31st.

Termination of Membership:

Failure to remit dues (grace period through January 31st). A quorum of the Board of Directors and majority vote of this quorum may terminate a member who engages in acts or omissions of an illegal or unethical nature which embarrass, cast disrepute or fiscal damage on the club, including a member who has brought dishonor upon himself/herself, the club, or the hobby of amateur radio, herein called, "for cause".

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The terminated member may appeal his/her termination to the membership, which shall sustain or overturn the termination by majority vote of members present.

In every case the terminated member may apply to the Board of Directors for reinstatement following a period of 360 days. A quorum of the Board of Directors and a majority vote of the Board of Directors shall be required to reinstate the terminated member.

Article VII

Fiscal Year

The fiscal year of the club shall be January 1st through December 31st.

Article VIII

Rules of Order

The latest edition of the Scott, Foresman Roberts Rules of Order shall be the parliamentary authority for all matters or procedures not specifically covered by these bylaws.

Article IX

Indemnification of Officers, Directors and Agents

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Section One:

The club shall indemnify any person who was or is a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding whether civil, criminal, administrative or investigative (other than an action by, or in the right of, the club) by reason of the fact that he/she is or was a director, officer or agent of the club against expenses (including attorneys' fees), judgements, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit or proceedings, including any appeal thereof, if he/she acted in good faith and in a manner he/she believed had no reasonable cause to believe his/her conduct was unlawful.

The termination of any suit, action or proceedings by judgement, order, settlement or conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he/she reasonably believed to be in, or not opposed to, the best interests of the club, or with respect to any criminal action or proceeding, had reasonable cause to believe that his/her conduct was unlawful.

Section Two:

Indemnification as provided in this article shall continue as to a person who has ceased to be a director, officer or agent, shall inure to the benefit of the heirs and personal representatives of such person.

Section Three:

The club shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer or agent of the club against liability asserted against him/her and incurred by him/her in any such capacity or arising out of his/her status as such, whether or not the club would have the power to indemnify him/her against such liability under the provisions of this article.

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Article X

Bylaws, Property Control and Disclosure

Title 1.

Every member defined under article VI, upon payment of dues shall be issued hardcopy of the current adopted bylaws with amendments by the club secretary, in accordance with article V, at the February meeting. The bylaws with amendments are openly posted on the www.k4oke.com website under, "Bylaws".

Title 2.

Every member defined under article VI, upon payment of dues shall be issued hardcopy of the signed and validated/cosigned annual Statement of Club-owned Assets by the treasurer, in accordance with article V, at the March meeting.

End.

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AMENDMENT
To the bylaws of the
Okeechobee Amateur Radio Club

Amendment I

All references to "life membership" shall be removed from Article VI of the bylaws.

Amendment II

Dues will be set at \$10 per person per year at the option of the President.

These amendments will go into effect upon affirmative vote of those attending the December 2013 meeting of the club.

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