

VERDE VALLEY AMATEUR RADIO ASSOCIATION INC.

BYLAWS (Revised and Approved on April 18, 2001)

ARTICLE 1: AUTHORITY

These bylaws were originally adopted pursuant to the authority of the Articles of Incorporation of the Verde Valley Amateur Radio Association as evidenced by a two-thirds (2/3) majority vote of a quorum of the membership, thereof, on July 6, 1987 at 8:30 a.m. in Cottonwood, Arizona. Minor revisions of the bylaws were voted on and approved in September, 1994 and March, 1996. The present revision received affirmative votes from two-thirds (2/3) of the entire membership, upon the polling of members having voting rights, by April 18, 2001.

ARTICLE 2: DEFINITIONS

A copy of the Articles of Incorporation and these bylaws shall be made available to each member of the Corporation, upon request

ARTICLE 3: MEMBERSHIP

SECTION 1: All persons interested in amateur radio shall be eligible for membership.

SECTION 2: Only licensed amateurs shall be eligible to hold office and vote.

SECTION 3: Members must have paid their annual dues in order to vote, receive the Newsletter, Membership Directory and other membership benefits.

SECTION 4: Honorary Members are individuals who, by their accomplishments as amateurs, their contribution to the Association, or by their support in the advancement of amateur radio have gained this distinction, and shall be exempt from membership dues for life. Nominations for honorary memberships, signed by at least two members, shall require approval by the Board of Directors and a simple majority vote at a regular membership meeting of the Association, a quorum being present.

SECTION 5: Membership in the Association shall be forfeited for dues delinquent beyond the end of March.

ARTICLE 4: ORGANIZATION AND MANAGEMENT

SECTION 1: The affairs and business of the Association shall be managed by the Board of Directors.

SECTION 2: The Board of Directors shall consist of the Officers of the Association: President, Vice-President, Secretary, Treasurer and a Director-at-Large

SECTION 3: The Director-at-Large shall normally be the immediate Past President. In the Event that the immediate Past President is unable to serve, the President shall appoint another former officer to this position.

SECTION 4: A quorum shall be at least twenty (20) paid members.

SECTION 5: Term Limits: Officers may only serve three consecutive one-year terms in the same office.

ARTICLE 5: POWERS AND DUTIES

SECTION 1: The *PRESIDENT* shall be the chief executive officer of the Association and shall preside at all meetings of the Board of Directors and at all meetings of the membership of the Association. The *PRESIDENT* shall be an ex-officio member of all committees (except the Nominating Committee) of the Association. The *PRESIDENT* shall represent the Association at official functions.

SECTION 2: The *VICE PRESIDENT* shall, in the absence or disability of the President, act as and have the powers of the President in the conduct of the affairs of the Association, and shall have such other powers and duties as may be assigned to the *VICE PRESIDENT* by the President.

SECTION 3: The *SECRETARY* shall keep the minutes of the meetings of the Board of Directors and the membership, record the votes in all elections, and maintain the records of the membership of the Association. The *SECRETARY* shall have such other duties as may be assigned by the President

SECTION 4: The *TREASURER* shall be responsible for administering Association funds as directed by the Board of Directors and for maintaining the financial records of the Association. The *TREASURER* shall perform such other duties and responsibilities as may be assigned by the President.

The *TREASURER* shall notify delinquent members whose dues have not been paid by the first of March that their membership will be terminated at the end of March.

The Association's checking account shall require only the signature of the *TREASURER*. However, all expenditures over \$300 shall be approved by the Board and these checks will be initialed by one other officer. The *TREASURER* shall, upon request of the membership or the President, provide a report of all expenditures and monies received.

The *TREASURER* shall be authorized to pay a stipend or honorarium not to exceed \$50.00 to out-of-town visiting guest speakers, unless a greater amount has been approved by the Board in advance of the expenditure.

The *TREASURER* and the Corporation Statutory Agent shall jointly file the necessary State Incorporation forms by April 15th each year. The Corporation Statutory Agent shall be appointed by the President

Upon expiration of the term of office, the *TREASURER* shall turn over the records belonging to the Association to the new Treasurer.

SECTION 5: *BOARD OF DIRECTORS* is charged with the management of the affairs and business of the Association. Each member of the *BOARD OF DIRECTORS* shall make an effort to attend all Board meetings and shall have one vote. A quorum shall be required and will consist of a simple majority of the Directors. A quorum for the Board is defined as three (3) officers, including the Director-at-Large.

ARTICLE 6: OPERATING PROCEDURES

SECTION 1: The day-to-day management of the affairs of the Association shall be vested in the Board of Directors.

SECTION 2: The Association's business year shall be the Calendar year.

SECTION 3: The President shall appoint a Nominating Committee chairman, who will select two (2) additional members and will announce the makeup of the Committee no later than the October meeting.

SECTION 4: The Nominating Committee shall prepare a slate of officers for the ensuing year. Those on the slate shall have been consulted and will have accepted the duties proposed. The slate shall be presented at the November meeting, at which time, additional nominations may be made from the floor.

SECTION 5: The election, by secret ballot, shall be held immediately following the close of nominations at the November meeting, provided a voting quorum is present. The ballots will then be counted and the Secretary will announce the winners for each office:

SECTION 6: The new officers shall be presented and installed at the January Meeting.

SECTION 7: Should a vacancy occur on the Board, the President, with the approval of the Board of Directors, shall appoint a regular member to fill the remainder of the officer's term.

SECTION 8: The President shall appoint two (2) members to perform an annual audit of the books and records, to be completed by January 31st each year. They shall report their findings at the February regular membership meeting.

SECTION 9: All parliamentary procedures in conducting business of the Association, not herein provided, for, shall follow Robert's Rules of Order.

ARTICLE 7: DUES

SECTION 1: The amount of membership dues shall be determined by the Board of Directors and will be submitted to the Association members for approval

SECTION 2: Unlicensed persons having an interest in Amateur Radio may become Associate members, without voting rights, for the payment of one half (1/2) of the Regular membership annual dues.

SECTION 3: Family memberships shall be available within a single household as long as there is one Regular paid member. Each additional licensed amateur of the family may pay dues at one half (1/2) the Regular membership amount and will be granted full voting rights.

SECTION 4: Qualified students, who have valid amateur radio licenses, may pay dues at one half (1/2) the Regular membership amount and will be granted full voting rights.

SECTION 5: Dues shall be prorated by one half (1/2) for New Members, when joining the Association during the last six (6) months of the year.

ARTICLE 8: PUBLICATIONS

SECTION 1: A newsletter shall be published quarterly and delivered to each member. The newsletter will include notification of meeting dates and other Association announcements as well as articles related to amateur radio. The name of the newsletter will be suggested by the Board of Directors and approved by the membership.

ARTICLE 9: AMENDMENTS

SECTION 1: These bylaws (and any future revisions) shall become effective upon approval by the Board of Directors and upon approval by a two-thirds (2/3) vote of those in attendance at a regularly scheduled meeting of the membership, providing a quorum is present.

SECTION 2: Proposed amendments or changes to these bylaws may be submitted by the membership or by a committee established to study the Bylaws, to the Board of Directors for consideration and approval as described in Section 1 of Article 9.

SECTION 3: Amendments or changes to the Bylaws shall be voted, on and put into effect only after they have been communicated in print to the members of the Association for consideration and discussed at a regular membership meeting. An affirmative vote by two-thirds (2/3) majority of those members in attendance at an announced meeting, providing a quorum is present, shall be required for passage.

Amendment to Bylaws of the Verde Valley Amateur Radio Association

ARTICLE 10: *BEREA VEMENT COMMITTEE* (Amendment)

Upon the death of a WARA member, the President will contact the surviving spouse (or if required, the estate trustee) to let them know of our Club's bereavement services.

At the request of the member's spouse (or the estate trustee), the President shall appoint a chairperson to head an "ad hoc" Bereavement Committee to assist in the disposition of the deceased member's amateur radio equipment

The chairperson will choose at least two additional WARA members to assist in this service and the chairperson will maintain contact with the spouse (or estate trustee) and will coordinate all visits by the committee to check out the equipment and determine which items or groups of items will be listed for sale.

The committee will make an inventory of the member's amateur radio equipment, determine their values, and will list the items for sale in an attempt to obtain a fair market price for each item or group of items.

The committee will decide how best to handle the sales, i.e. by auction, by listings in the Club's newsletter/e-mail, or through internet sales. Attempts will be made to widely notify as many club members as possible of the items for sale.

Payments for sales WILL NOT be handled by the Club and shall be made ONLY to the spouse (or to the estate) by cash, or by check or money order made out to the name of the surviving spouse (or to the estate). (NOT to the Verde Valley Amateur Radio Association).

Donations will not be solicited, however should any donations of cash or of amateur radio equipment be made to the WARA by the spouse (or by the estate trustee), the Bereavement committee chairperson will turn over all cash donations and funds derived from sales of such donated equipment to the Treasurer of the WARA.

Upon the completion of all bereavement sales and the chairperson's submission of a final report to the President, the "ad hoc" Bereavement Committee will be dissolved.

The Bereavement Committee Amendment passed unanimously on April 16th, 2003 at a regular meeting of the membership of the Verde Valley Amateur Radio Association following being published in the March, 2003 "Feedback" club newsletter.

End of By Laws

Note: The revision of Articles 1 through 9 was presented by the Bylaws Committee and was approved by the Board of Directors of the Verde Valley Amateur Radio Association at a meeting held in Cottonwood, Arizona, on February 20, 2001. Minor changes to clarify wording were made to the draft following the approval and prior to sending it to the WARA Newsletter Editor for publication and distribution to the membership. The bylaws were approved by polling the membership, whereupon two-thirds (2/3) (77 of the entire 115 members having voting rights) of the members provided affirmative votes by April 18, 2001.

The Bylaws Committee consisted of Norman Vandiver, N7VF, Vice-President of the WARA, Wilse Morgan, WX7P, and Mel Boreham, N6BDC, Treasurer of the WARA.