

CONSTITUTION AND BY-LAWS OF THE INLAND EMPIRE AMATEUR RADIO CLUB

An Amateur Radio Club known as the “Inland Empire Amateur Radio Club”, hereafter referred to as the CLUB, has been formed and Incorporated October 3, 1988.

PURPOSE OF THE CLUB

1. To promote the growth of Amateur Radio in the western end of San Bernardino County including the surrounding communities.
2. To offer the general public a source of instruction that will lead to Obtaining and/or upgrading an Amateur Radio license.
3. To train and maintain an organized team of radio operators for Emergency and civic use.
4. To work in close conjunction with all emergency services organizations and to make available the talents and equipment of our Members to these organizations, as well as to other agencies and contiguous communities engaged in public service.
5. To make the CLUB available to the communities for special events and activities whenever they may be required.

STRUCTURE OF THE CLUB

GENERAL MEMBERSHIP:

Membership in the CLUB requires that the individual seeking to join have An interest in Amateur Radio. The CLUB does not discriminate as to Age, Race, Creed, Color, Handicap, Sex, Religion, or National Origin.

BOARD OF DIRECTORS:

The Club will be governed by a Board of seven (7) Officers and Directors, each with one vote with the exception of the President. The President will preside over the Board and will vote only in the case of a tie. The Board of Directors will be made up of the President, Vice President, Secretary, Treasurer, and three (3) Board Members at Large. The President, Vice President, Secretary, and Treasurer will be elected annually. The three (3) Board Members at Large will serve a three (3) year term of office with one Board Member at Large being elected each year. These members will be elected from the General Membership, by a majority of those members in good standing who are present. Any and all business conducted by the Board will require a quorum of four (4) members to be present. Prior notice of all Board meetings will be announced and all Board meetings will be open to the General Membership.

DESCRIPTION OF THE OFFICERS AND DIRECTORS OF THE CLUB AND THEIR DUTIES

The following Officers will serve a one year term:

All Officers will place the interest of the CLUB above their own individual interests.

PRESIDENT:

Will preside over all General Membership and Board meetings.
Will act as Spokesperson for the CLUB when dealing with the public on any matters concerning the CLUB.
Will appoint any and all Chairpersons to Standing and Temporary committees to facilitate the business of the CLUB. These Chairpersons report to the President.
Will be an Ex-Officio member of all committees.

VICE PRESIDENT:

Will assist the President in carrying out his/her duties.
Will act as President in the absence of the President, and act in any and all assignments made by the President.

SECRETARY:

Will attend all General Membership and Board of Directors meetings and record all proceedings, then will be required to report at least a summary of these meetings to the membership at the next General Membership meeting. The Secretary may utilize a recording device and then summarize the report of the meeting.
Will maintain the records of all General Membership meetings and maintain a copy of the inventory of the CLUB.
Will maintain records showing the attendance by name of all present at Board and General Membership meetings.
Will have on hand legible copies of the minutes at all meetings for reference.
Will turn over all records to the next duly elected Secretary prior to the start of the next term of office.
Will make a backup copy of all minutes taken during the year to computer CD. This CD should be given to the club President and kept in a safe place.

TREASURER:

Will maintain all financial records of the CLUB.

Will receive and deposit in the CLUB bank account ALL money received by the CLUB.

Will disburse funds as needed to pay bills incurred by the CLUB which are included in the Annual Budget or have been approved by a motion of the Board of Directors or General Membership.

Will prepare appropriate tax returns for the IRS to maintain the club's 501c3 status. Present the returns to the board for approval.

Will present a complete and current financial status report regarding all CLUB accounts and transactions at each General Membership meeting.

Will obtain a yearly audit of the Club's finances by a Board approved Audit Committee and will be responsible for providing the Audit Committee all necessary records to complete this task. The Audit will be done prior to the next Treasurer taking office and will cover the entire time period not covered under any and all previous audits.

Will deliver, as his/her final act of office, the completed Audit to the Board of Directors, reporting on it and surrendering it to the newly elected Treasurer prior to the start of the next term of office, along with all other previous financial records in their possession.

BOARD MEMBERS AT LARGE:

Board Members at Large may not serve in this position for more than one term of three (3) years without a one year break in service as a Board Member at Large.

All Board Members at Large will place **the** interest of the CLUB above their own individual interests.

ELECTIONS

Any Member of the CLUB for at least 6 months may hold office if the following qualifications are met:

1. Is a Member in good standing, (i.e. dues are current, attend 5 meetings a year).
2. Is a licensed Radio Amateur. For the Office of Secretary or Board member at Large: A Member who meets all qualifications with the exception of having an Amateur Radio license may run for the Office of Secretary or Board member at Large. A three (3) month grace period from the start of the term of office will be given during which an Amateur Radio license must be obtained.
3. The member Is at least 18 years of age at time of nomination.
4. The member is capable of carrying out the duties of the

elected position.

5. The member must accept the nomination.

6. The Offices of President, Vice President, Secretary and Treasurer may not be held by more than one member of a family or household in any given year.

7. The general membership has the option to override these requirements with a 2/3 vote of members present at the meeting.

NOMINATIONS:

All nominations will be opened from the floor at the October General Membership meeting. Once nominations are opened, they will remain open until the election in November at which time the nominees will be voted on by written ballot of the General Members in good standing who have valid membership in the Club at least three months prior to elections and are present. Write-in candidates are permitted.

INSTALLATION:

Newly elected Officers and Directors will be installed at the December Christmas Party/Meeting.

SPECIAL ELECTIONS FOR VACANCIES:

Should a vacancy occur of an Officer or Board Member at Large it will be filled as follows:

1. The President will announce at the next General Membership meeting that a vacancy exists and accept nominations from the floor.
2. At the next month's General Membership meeting the nominations will be closed and nominees will be voted on by written ballot by the General Members in good standing who have valid membership at least 3 months prior to the election and are present. The President will announce the outcome of the election and the newly elected Officer or Board Member at Large will be installed immediately.
3. If the vacancy is the Office of President, the Vice President will become President of the CLUB and a Special Election will be held to fill the Office of Vice President.

APPOINTMENTS BY THE PRESIDENT

The President is the only Officer with the power of appointment, and all appointees report directly to the President.

There are two types of appointments: STANDING Committee appointments and TEMPORARY Committee appointments.

A Standing Committee is one that has been in existence from the previous year and it has been determined by the Board of Directors necessary to continue this Committee every year for the CLUB to conduct itself in accordance with its goals.

All Standing Committees will be reviewed by the Board of Directors on an annual basis. The termination of a Standing Committee requires Board approval.

A Temporary Committee is one that becomes necessary to enable the CLUB to further its immediate goals but not necessarily ongoing. At the discretion of the President, any number of Temporary Committees may exist and remain in operation until the President chooses to either disband them or present to the Board of Directors a request to make them a Standing Committee.

APPOINTEES:

Appointees will be known as Committee Chairpersons. Except for their status when acting in their appointed capacities, they will only have General Membership privileges and have no voting rights other than those of a General Member of the CLUB. A Chairperson may enlist the help of others to carry out their duties. There is no limit on the time Appointees may serve in their respective capacities.

The following appointments are Standing Committee appointments:

A. Education Chairperson: Responsible for coordination of classes provided by the CLUB.

B. Swap Meet Chairperson: Responsible for the operation of the swap meet.

C. Judge Advocate: Should be an attorney admitted to practice before the State Bar of California. Membership in the CLUB is desired but not required.

D. Quartermaster: Responsible for storage and maintenance of the CLUB equipment and submitting proposals to the Board of Directors for new acquisitions of equipment as needed. Will also be required to prepare and have on file with the CLUB Secretary a current inventory of all CLUB equipment.

E. Membership Chairperson: Responsible for issuing membership cards, badges and keeping membership records.

F. Newsletter Editor: Responsible for the publication of the CLUB newsletter.

G. Trustee: Responsible for maintaining current paperwork and licensing in regards to the W6IER repeater and the W6IER call sign.

CHANGES TO THE BYLAWS

To enact any changes, additions, and/or deletions to the Bylaws of

the CLUB a draft of those changes must first be submitted in writing to the Board of Directors at a Board of Directors meeting. The Secretary will be given a complete copy of the proposed changes to be published following that Board meeting. The Board of Directors will review the proposals, and then recommend to either approve or disapprove them. The General Membership will then be notified of the proposed changes and a vote will be held to approve/disapprove such changes not less than ten days or more than thirty days following notification. Approval of changes requires a two-thirds (2/3) vote by secret ballot of the Members in good standing present at a General Membership meeting. The changes will take effect immediately.

NOTICE OF PROPOSED BY-LAW CHANGE:

Notice of any proposed changes to the By-Laws of the CLUB will be accomplished in one (1) or more of the following ways:

1. Publication in the CLUB Newsletter.
2. Written (including e-mail) notice directly mailed to each CLUB member.
3. Oral presentation to the General Membership present at a regular General Membership meeting.

MEETINGS

All General Membership and Board meetings will be conducted in accordance with Robert's Rules of Order.

GENERAL MEMBERSHIP MEETINGS:

General Membership meetings are to be held on a regular basis. These meetings will be held on a day and time as set by the General Membership. If a meeting date falls on a legal holiday that meeting may be changed or canceled by the President with a minimum of thirty (30) days notice to the General Membership.

BOARD MEETINGS:

There are two types of Board meetings: REGULAR and SPECIAL. A Regular Board meeting is for conducting standard business of the CLUB. Regular meetings will occur no less than once per year. Such meetings will be held at a neutral site and be open to all members. A SPECIAL Board meeting may be called when the Board must act on important or pressing business where failure to act quickly could prove detrimental to the CLUB. At the President's discretion this type of meeting may be called with as little as telephone or radio confirmed notice to the Board Members individually. Special Board meetings should occur only when absolutely necessary and a quorum must be present in order for business to be carried out.

DUES

New member dues will be collected and be paid directly to the Membership Chairperson who will then give the funds to the Treasurer for deposit into the CLUB account. Annual dues are deemed payable in advance upon acceptance of membership. Dues are due on the 1st of January each year. A new application is required. Renewing members dues will be collected by the Treasurer and the Treasurer will give the applications to the Membership Chairman.

After two (2) months, all delinquent Members will be dropped from the active membership roll by the Membership Chairperson. No refund of dues will be given. New members joining after January 1st will have their dues prorated. The amount of dues will be reviewed by the Board as deemed necessary and any changes must be recommended by the Board and approved by the General Membership.

EXPULSION OF MEMBERS

Expulsion of a Member of the CLUB requires good cause. The charges must be in writing and show evidence of improper conduct. The charges must be filed with the Board of Directors by a Member or Members in good standing. The charges must pertain to and involve conduct that would be viewed as a negative reflection on the CLUB by the Community, is unbecoming to Amateur Radio as a whole, or involves engaging in illegal activities as determined by State and Federal law.

The Board will then notify the accused Member(s) to come before the Board of Directors in a closed session to answer the charges. The accused Member(s) may request the accuser(s) to be present. If the Board of Directors finds the charges to be valid, a panel of twelve (12) members randomly selected from the General Membership will be convened. The panel will then hear the case and decide upon it. The accused Member will be invited to present their defense of the charges. The panel's findings will be final. If any of the charges levied are found to be true and are of a criminal nature then the Board of Directors must take the appropriate steps to notify any and all agencies immediately to mitigate liability on behalf of the CLUB.

REMOVAL OF MEMBERS OF THE BOARD OF DIRECTORS

An Officer or Member of the Board who has missed three (3) consecutive General or Board meetings without good cause and approval of the President will be automatically removed.

The President will notify the Board of the Member's absence and then create a vacancy by informing the Board thereof. The vacancy will be filled according to the procedures laid down in the By-Laws. An automatic removal may be appealed to the Board of Directors and must be approved by a majority of the Board Members to remain in force.

An Officer or Board Member may be removed from office for good cause. These charges must be made in writing to the Board and may only be filed by a Member or Members in good standing. The charges must pertain to their position and duties must show good cause why the Officer or Board Member should be removed from their position. The Board will then determine the validity of these charges and whether or not to pursue them. If the charges are found to be valid, the Officer or Board Member will then be called upon to answer them and present their defense.

The Board will have the authority to dismiss the charges or refer them to the General Membership for a vote at the next General Membership meeting. Removal of an Officer or Board Member will then require a two thirds (2/3) vote by the General Membership in good standing who are in attendance.

In the event that the Officer to be removed is the President, the Vice President will preside over the meeting and conduct the vote.

BUDGET

The establishment of the following year's budget will commence at a special meeting of the incoming Board to be held in accordance with the Special Board meeting rules above, and must be completed before the January General Membership meeting. The meeting will be called and chaired by the incoming President. Members of the Club may be present and have input. The incoming Board of Directors must approve by a majority vote the proposed Budget.

The proposed Budget for the following year will be presented to the General Membership at the January meeting for review, corrections and ratification.

EXPENDITURES:

1. Any expenditure not included in the budget may be approved by a motion at either a Board of Directors meeting or a General Membership meeting.
2. It is required that two authorized Officers sign a check. Whenever possible, one of them is to be the Treasurer. Officers authorized to sign checks are the President, Vice President, Treasurer and Secretary.

CONSTITUTIONALITY

If any of the above sections of these bylaws are found to be Unconstitutional and/or Void due to Public Policy or because of changes in the laws of, the State of California or the United States of America then it will only affect those section(s) and have no effect on the remainder of this document.

Revised October 2, 2010