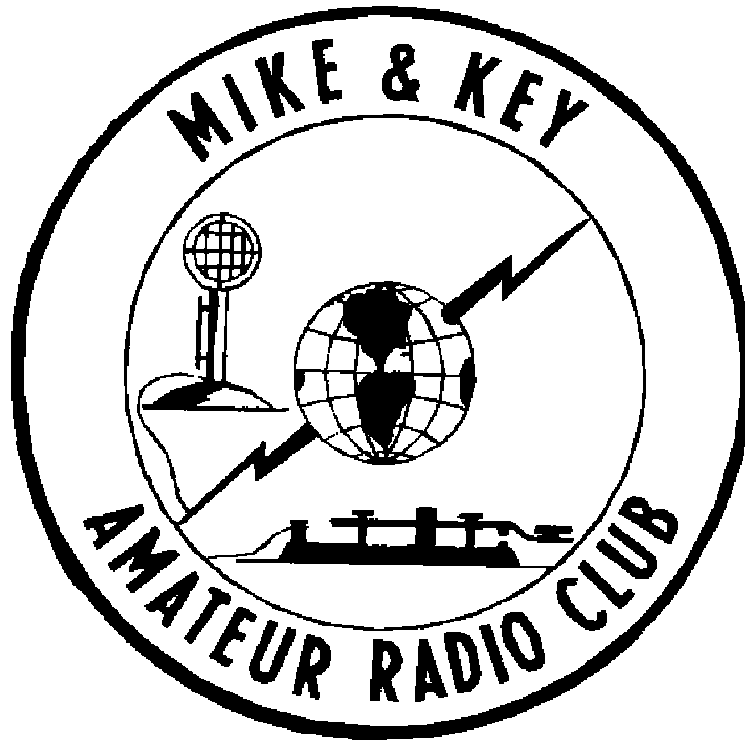


K7LED



An ARRL Affiliated Amateur Radio Club

BY-LAWS

Of the

Mike and Key Amateur Radio Club

As revised

October 2001

BY-LAWS
of the
MIKE AND KEY AMATEUR RADIO CLUB
(A Non-Profit Corporation)

ARTICLE I

Offices

1.01 Principal Office. Principal Office of the Corporation shall be that of the Radio Officer. The Radio Officer shall serve as the Registered Agent.

ARTICLE II

Membership

2.01 Members. Membership shall be open to anyone who is interested in Amateur Radio. Application for membership shall be submitted to the Vice President, which in turn is presented to the Executive Board for consideration. The Board makes a recommendation to the membership. Membership confirmation should be completed within ninety (90) days following Executive board action. Final confirmation on becoming a member is by vote of the membership. The following membership(s) are available:

A. General Member: Full membership. May vote on all issues. If elected or appointed, may hold any office.

B. Family Member: This extends the privileges of Membership to spouses and dependents living in the same household as General Member. Dues for each family member will be one half (1/2) the regular dues. Spouses and dependents of a Life Member may still enjoy "General Membership" at one half (1/2) regular dues.

C. Life Member: Any member who has paid dues for a total of twenty five (25) consecutive years is excused from further payment of dues and retains all other rights of membership. Each Life Member and their Spouse are afforded complimentary admission to all Club activities.

D. Honorary and Special Member: May be granted to an individual at the discretion of the Executive Board. This membership has no voting rights and cannot hold office.

2.02 Termination of Membership. Membership in this Club may be terminated by:

A. Non-payment of Dues. When a Member's dues expire he/she is no longer considered a Member. Payment of dues within sixty (60) days of membership dues expiration month will maintain continuous membership. As a courtesy, the individual will receive two (2) editions of the Newsletter before being dropped from the membership list.

B. Written request to terminate membership with nonrefundable dues.

C. Unanimous recommendation of the Executive Board by:

1) any activity detrimental to Amateur Radio or to the Club or

2) violation of the Amateur Code as defined by the American Radio Relay League.

Members considered for termination have the right of appeal to the Executive Board and/or General membership. Terminated members will be notified in writing. A terminated member may not participate in Club business.

2.03 Dues. The annual membership dues shall be determined by the Executive Board and ratified by the membership.

A. Dues will be payable during/or before the Club member's dues expiration month. Family Membership dues run concurrent with the General Members dues.

B. No refund of dues.

C. If an elected Officer or Trustee fails to pay dues by the end of their dues expiration month, their position will automatically become vacant.

ARTICLE III

Meetings

3.01 General Membership. The Club shall meet regularly on the third Saturday of each month. The next regular meeting date may be changed by the President or the Executive board. Notification must be given to the members in sufficient time to enable all to attend. Following the changed meeting date, the regular monthly meeting reverts to the third Saturday.

3.02 Quorum. One third (1/3) of the General membership or forty (40) members, which ever is less, shall constitute a quorum for the transaction of business.

3.03 Parliamentary Authority. Robert's Rules of Order, Revised, shall be the authority for any parliamentary concerns.

ARTICLE IV

Officials

4.01 Elected Officials. There shall be five (5) elected Officers: President, Vice President, Secretary, Treasurer, and Activities Manager. The term of office shall be one (1) year. Elected Officers, except Treasurer shall not hold the same office for more than two (2) consecutive full terms.

4.02 Trustees. There shall be five (5) Trustees. Three (3) Trustees (Position 1, 3 & 5) shall be elected in each odd- numbered year and two (2) Trustees (Position 2 & 4) shall be elected in each even-numbered year. The term of office shall be two (2) years

4.03 Appointed Officials. The Radio Officer shall be appointed by the Executive Board and shall serve until relieved.

ARTICLE V

Election of Officials

5.01 Date. An election for the purpose of selecting Officers and Trustees shall be held annually at the March General membership meeting.

5.02 Qualifications.

A. Each person nominated must be a Member of the Club.

B. To be elected, a member must be present at the general membership meeting.

C. The Treasurer shall have accounting ability and be able to follow current Club accounting practice as established by the Executive Board.

5.03 Voting. A secret ballot will be used to elect Officers and Trustees. To be elected requires a majority vote. In the event a nominee has not received a majority vote, there will be a run-off between the two (2) nominees receiving the highest vote.

ARTICLE VI

Duties of Elected Officials

6.01 Meetings. It shall be the duty of all Elected Officials and Appointees to attend all General and Executive Board meetings. In the event an elected Official's personal life or work requirements prevents attendance at meetings, said official may resign, or will be encouraged by the Board to resign their position. Failure to attend two (2) consecutive executive Board meetings or (2) consecutive General Membership meetings or a combination of two (2) thereof, will give the Executive Board the option to declare that position vacant. If the position is declared vacant, that position will be filled by election at the next general membership meeting. Persons subject to such action will be notified in writing of the Board's intentions prior to the declaration of vacancy.

6.02 Elected Officers.

A. President: The President shall preside at all General meetings at which he/she is present and shall exercise supervision over the affairs and activities of the Club.

B. Vice President: The Vice President shall perform the duties of the President during his/her absence. The Vice President shall obtain a list of all members and guests attending the general meeting, and shall ascertain which of the members are eligible to participate in Club business. The Vice President shall maintain membership records.

C. Secretary: The Secretary shall keep the minutes of all General and Executive Board meetings and be custodian of all Club legal records.

D. Treasurer:

1. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Club, receive and give receipts for moneys due and payable to the Club from any source whatsoever, and deposit all such moneys in the name of the Club in Banks, Trust Companies, or other depositories approved by the Executive Board.

2. The signatory thereto shall be the President or the Treasurer or one of the two members of the Finance Committee. The Treasurer shall pay out funds for non-budgeted expenses as approved by the Trustees and General Membership. If required by the Executive Board, the Treasurer shall acquire a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties as the Executive Board shall determine.

3. Failure to acquire bond as directed results in vacation of said office and an immediate duty to account for Club funds and property by said officers to the executive Board or its designee(s) for that purpose. Bond fee will be paid by the Club.

4. The Treasurer shall maintain a ledger of all transactions and shall, at such time as the Club may direct or the President request, present for examination all ledgers, papers, vouchers, etc., that may be necessary to properly audit the Club's accounts. He/she shall present an annual report of the prior year's transactions at the February Executive Board meeting.

5. The Treasurer shall maintain the dues status of all members.

6. Any money handled or collected by a member for the Mike and Key Club will be accounted for with the Treasurer.

7. Accounting for monies of any M&K event shall be the responsibility of a Club member other than the Club Treasurer.

8. The treasurer shall serve on the Budget Committee (see Article 9.03 B.) and chair the Finance Committee.

E. Activities Manager: The Activities Manager shall be responsible for all Club programs except for designated committees named in ARTICLE IX.

6.03 Trustees. The Trustees are responsible for the overall guidance of the Club. The Trustees shall serve in any capacity as deemed necessary by the Chair Person of the Executive Board and/or the President of the Club. The Trustees shall conduct all nominations and election proceedings. There shall be a minimum of three (3) Trustees participating. Trustees nominated for the position to be voted on are excluded from that portion of the election and tabulating process. Each Trustee shall provide guidance and direction to a Standing Committee.

6.04 Appointees.

Radio Officer: The Radio Officer shall hold an Extra Class Amateur Radio License. The Radio Officer shall serve as Trustee of the Club Amateur Radio License and all Club equipment. The Radio Officer shall maintain a current inventory and location of said equipment at all times. The Radio Officer's address shall be the legal address of the Club.

6.05 Reports. All Officers are encouraged to submit monthly reports/articles to the Club's monthly Newsletter.

ARTICLE VII

Executive Board

7.01 Executive Board. The affairs of the Mike and Key Amateur Radio Club shall be managed by a Board of Directors, consisting of the five (5) elected Officers, five (5) Trustees and the Radio Officer, to be known as the Executive Board. The Executive Board acts on items of business with the Chair Person of the Executive Board reporting to the membership on the action(s) taken.

7.02 Members. Not used.

7.03 Chair Person. The Chair Person of the Executive Board is elected by the Board, from the Trustees at the April Board meeting.

7.04 Meetings. The Executive Board shall convene monthly to conduct Club business. The Chair Person of the Executive Board shall select the date, time and place where the meeting shall be held. This meeting information shall be published in the Newsletter.

7.05 Special Meetings. Special meetings of the Executive Board may be called by, the Chair Person of the Executive Board or any three (3) Executive Board members. Notice of date, time, place and purpose of any special meetings of the Executive Board shall be given at least two days previously thereto by Radio, Phone or written notice delivered personally. If unable to contact a Board member, written notice will be sent by mail or telegram to said Board member at his/her address of record as to arrive at least twenty four (24) hours prior to the proposed meeting.

7.06 Quorum. There must be a majority present at any board meeting to conduct Business. All have equal voting rights.

7.07 Vacancies. Any vacancy occurring on the Executive Board will be filled at the next general membership meeting. The Presiding Officer of the Club will hold an election to fill the vacated position. The person elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor. The time served in filling the unexpired vacancy does not preclude the member from serving full terms as described in ARTICLE IV, 4.01. Recommendations to fill the office may be made by the Executive Board and/or membership. Also see Article 4.01, 5.02, 5.03.

7.08 Compensation. Executive Board members, as such, shall receive no compensation for their service.

ARTICLE VIII

Budget

8.01 Budget. A budget of the Club monies for the ensuing year shall be prepared by the Budget Committee and presented to the Executive Board at the Executive Board meeting prior to the December General Membership meeting. When approved by the Executive Board, said budget will be presented to the General Membership, in December, for their approval. The Club's fiscal year shall commence on January 1 of each year. All expenditures must be kept within the limits of the budget. Any proposal made for expenditures in excess of the approved budget shall be referred to the Trustees for consideration, documentation, and recommendation to the membership. The documentation shall become part of the Secretary's records.

ARTICLE IX

Committees

9.01 Committee Appointments. Committee(s) shall be appointed by the President of the Club as he/she deems necessary.

9.02 Standing Committees. Standing Committees are on-going Committees deemed necessary for the operation of the Club. The Standing Committees shall include, but not be limited to, the following

1. Technical and Special interest.
2. Public Service.
3. Education and Training.
4. Strategic Planning.
5. Facilities and Publicity.

9.03 Essential Committees.

A. Audit Committee: The Audit committee shall consist of two (2) Trustees and three (3) randomly selected Club Members. This committee shall be appointed by the President and shall be in effect for one calendar year beginning 1 April of each year. This committee shall convene in January of each calendar year for the purpose of conducting a yearly audit of the finances and property belonging to the Mike and Key Amateur Radio Club. The committee shall render a report of their findings at the March Board meeting. This Committee shall convene at such other times and for such other purpose as the Executive Board may direct. Any member failing to respond to the satisfaction of the Audit committee to its request for property and/or an accounting shall be reported to the Executive Board, which may take such action as is deemed in the best interest of the Club. The board action may be reported in the Clubs Newsletter.

B. Awards Committee: Awards Committee shall consist of the last three (3) recipients of the "Pop Brown" Award who are current members of the Mike and Key Amateur Radio Club. This Committee shall select the Pop Brown recipient(s) as appropriate, and the Appreciation award recipient(s) as appropriate. Elected Officials shall not be eligible for the "Pop Brown" Award during their term of office. The recipient of the "Pop Brown" Award who has held the Award the longest will be the chairperson.

C. Budget Committee: The five (5) Trustees and the Treasurer shall constitute the Budget Committee. They shall meet and prepare a budget for the ensuing year to be presented to the Executive Board at the Board-meeting prior to the December General meeting.

D. Finance Committee: The Finance Committee shall consist of two (2) members who are selected by the Treasurer and approved by the Executive Board to assist the Treasurer at his/her discretion.

9.04 Committee Chair Person. A Committee Chair Person shall be elected for each committee by the members of the committee. This Chair Person will make timely progress reports to the Executive Board and submit a report to be published in the Newsletter.

ARTICLE X

Official Newsletter

10.01 Newsletter. The "K7LED RELAY", as published, is the official publication for notification to members of news, business and events within the Club. One (1) copy will be mailed to a household unless a member authorizes an alternate delivery method (such as electronic mail) that is also acceptable to the Board.

ARTICLE XI

Amendments

11.01 Amendments. Any proposed amendment(s) to the Articles of Incorporation or these By-Laws shall be submitted in writing to the Executive Board for review. Such proposal(s) must be signed by at least three (3) members of the Club. The Executive Board, after review and at the next General meeting, shall make the proposal(s) known to the membership and make a recommendation to the membership on the merits of the proposals. A copy of the proposal(s) and Executive Board recommendation(s) shall be mailed to all Club members after the meeting. At the following General meeting, the proposal(s) shall be voted on. If approved by two-thirds (2/3) of the members present, the Articles of Incorporation and/or By-Laws shall be deemed amended to include the proposal(s).

Note: These By-Laws were approved by a vote of the membership March 15, 1997 and amended Section 10.01 by vote of the membership October 20, 2001.