

CONSTITUTION AND BYLAWS
Of
THE NORTH RICHLAND HILLS AMATEUR RADIO CLUB, Inc.

PREAMBLE:

We, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves the North Richland Hills Amateur Radio Club, Inc., hereinafter referred to as “the Club” or “NRHARC” and enact this Constitution as our governing law.

It shall be the Club’s purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism, and individual operating efficiency, and to conduct Club programs and activities so as to advance the general knowledge, interest, and welfare of Amateur Radio in the community. The Club shall provide radio and communication assistance to federal, state, and municipal agencies in times of emergency, including, but not limited to, times of impending storms and severe weather, and to assist in disaster relief and recovery operations and other community functions through support of other non-profit relief and recovery service organizations. The Club shall promote and further the art and science of Amateur Radio through education programs.

ARTICLE I: MEMBERSHIP

All persons interested in Amateur Radio communications shall be eligible for membership. Membership shall be by application upon such terms as the Club shall provide in the Bylaws.

ARTICLE II: BOARD OF DIRECTORS

Section 1: The Board of Directors (“the Board”) of this Club shall consist of eleven (11) members: the President, Vice President, Secretary, Treasurer, and the appointed positions specified in Article V. Additionally there will be three (3) “At Large” members of the Board. All business and affairs of the Club shall be under the direction and control of the Board. All members of the Board shall serve without remuneration.

Section 2: The At Large members of the Board shall be nominated and then elected for a term of two (2) years by a majority of the voting members present, provided there is a quorum, at the annual meeting in February. The current outgoing President shall continue as an At Large member of the Board for a period of two (2) years. In the event that this outgoing officer is elected to another Club position, or cannot fulfill this role, a third nomination for an At Large Board member position is required to maintain a total of eleven (11) Board members.

Section 3: Vacancies occurring between elections shall be filled by nomination and special election at the first regular Club meeting following the withdrawal or resignation. The

newly-elected Director shall serve the remainder of the vacated term.

Section 4: At Large Board members may be re-elected for a maximum of one (1) consecutive two -year terms. They must sit out for one term before being eligible again for election.

Section 5: Should an At Large position not have any new nominees, either in advance or from the floor, the existing member may, if approved by a majority of those members present and voting, serve an additional two-year term on the Board.

Section 6: Quorum. A minimum of six (6) members of the Board shall constitute a quorum.

Section 7: Any At Large Board member may be removed by a three-fourths ($\frac{3}{4}$) vote of the voting members present at a regular or special Club meeting.

Section 8: At Large Board members shall act on behalf of the general membership, to oversee the actions and programs undertaken by the Board.

Section 9: The Board shall have a discretionary spending limit of \$500.00. Amounts exceeding this shall require a vote of the Club membership.

Section 10: The Board shall meet once each month at a place and time announced by the President.

ARTICLE III: CLUB OFFICERS

Section 1: Qualification for Office. Every Officer and Board member shall be a minimum of twenty-one (21) years of age, shall be the holder of a valid Amateur Radio license, and have been a Full or Family Member for one (1) year immediately preceding their nomination for office.

Section 2: The President shall preside at all meetings, shall act as chairman of the Board and conduct meetings according to the rules adopted. The President shall enforce due observance of this Constitution and Bylaws; decide all questions of order; appoint committees as specified in the Bylaws; sign all official documents adopted by the Club, and perform all other duties pertaining to the office of President.

Section 3: The Vice President shall assume all the duties of the President in the President's absence. In addition, the Vice President shall organize Club activities, plan and recommend contests for operating benefits, and advance Club interest and activity as approved by the Club. The Vice President shall serve as acting Secretary should the regular Secretary be absent.

Section 4: The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, carry on all correspondence, read communications at each meeting, and send all notices as required by the Constitution or Bylaws. The Secretary shall be responsible for determining a quorum of the Voting Membership. At the expiration of the term, the outgoing Secretary shall

surrender all books, records, and items belonging to the Club to the newly-elected Secretary.

Section 5: The Treasurer shall receive and provide receipt for all monies paid to the Club; keep an accurate account of all monies received and expended; and pay no bills without proper authorization. At the end of each quarter the Treasurer shall submit an itemized statement of disbursements and receipts to the Board. At the expiration of the term, the outgoing Treasurer shall surrender all books, records, and items belonging to the Club to the newly-elected Treasurer. The Treasurer shall be responsible for ensuring that all I.R.S. and State of Texas regulations are followed, and that all reports associated with the Club's I.R.C. §501(c)3 and tax exempt status are timely submitted.

Section 6: Club officers shall be elected to a term for two (2) years. An officer may be re-elected or elected to another office for a maximum of one (1) additional two-year term. No one may serve more than two (2) consecutive terms as an Officer except as set forth in Section 8 below. They must sit out for one term before being eligible again for election.

Section 7: An elected Officer may be removed from office upon a motion presented to and approved by a three-fourths ($\frac{3}{4}$) vote of the voting members at a regular or special Club meeting.

ARTICLE IV: ELECTIONS

Section 1 Officers and Board members shall be elected by a majority of votes of the voting members present at the Club's annual meeting. If a quorum is not present, then at the next regular or special Club meeting called for the purpose, notice of any such meeting having been emailed to each voting member in advance of the meeting.

Section 2 The Board shall meet prior to the election to consider qualified candidates for nomination as Officers and Board members. At the Club meeting before the annual meeting, the Board shall submit the names of qualified candidates to the members. An email notice shall be sent to all voting members in advance of the election. Additional nominations may be made from the floor prior to the election.

Section 3 A newly-elected Officer or Board member shall take office immediately upon election.

Section 4 Removal or Resignation. Any Officer or Board member may be removed from office by an affirmative vote of three-fourths ($\frac{3}{4}$) of the voting members present at a regular Club meeting. Any Officer or Board member may resign by written notice to the Board mailed to the usual address of the Club. Such resignation is effective upon receipt by the Club at its usual address. Acceptance of such notice is not necessary to make it effective.

Section 5 Quorum. For regular and special meetings the presence of forty (40) percent of the voting membership shall constitute a quorum. "Voting Membership" shall be defined as one (1) voting membership per home address. If four family members live at one home address they would count as one (1) voting membership for the purpose of determining a quorum. The

Secretary, with the assistance of the database administrator, shall determine the voting membership. Each member at a single address shall be a “voting member” and be entitled to an individual vote consistent with Bylaws, item 2, Membership.

ARTICLE V: APPOINTIVE POSITIONS

The following positions shall be appointed by the President with the consent of the Board. Each shall serve a term concurrent with that of the President, or until replaced by the President, and shall perform the duties specified.

Section 1 The Education Coordinator is an appointed position and shall be responsible for all training within the Club. The Education Coordinator shall arrange for training materials, training presentations, VE (or equivalent) scheduling, testing, tracking, and recognizing member advancement. The Education Coordinator is a voting member of the Board.

Section 2 Director of Emergency Communications

Part 1 Appointment: The Director of Emergency Communications (“DEC”) shall be appointed by the President with the consent of the Board.

Part 2 Term: The DEC is appointed for a term of two years. The person appointed as DEC for one term may succeed themselves for consecutive terms thereafter.

Part 3 Qualifications: The DEC must be able to obtain the necessary clearances and satisfy the necessary background checks required by the City of North Richland Hills. The DEC must meet the requirements for membership in Tarrant County RACES, and the State of Texas RACES. The DEC must have been an active member of the Club for a minimum of two years before appointment.

Part 4 Duties: The DEC is a voting member of the Board of Directors. The DEC is responsible for coordination of emergency communication activities for the Club. The DEC shall act as liaison between the Club, served agencies, and other emergency communications organizations. The DEC shall develop and maintain the Club’s ability to provide emergency communications services to served agencies, including presenting regular training to the Club. This ability to provide emergency communication services must continue regardless of any particular individual’s availability. The DEC shall regularly report on the status of emergency communication activities to the Board. The DEC is the chair of the Emergency Communications Subcommittee (ECSC), as described in the Bylaws.

Part 5 Authority: The DEC shall have the authority to act on behalf of the Club in an emergency. The DEC shall have the authority to designate such assistants as are necessary to carry out the duties of the DEC, with the approval of the Board. Such assistants shall be members of the ECSC. The DEC shall have the authority to appoint members of the ECSC, with the approval of the Board.

Section 3 Public Information Officer

Part 1 Appointment: The Public Information Officer (“PIO”) shall be appointed by the President with the consent of the Board.

Part 2 Term: The PIO is appointed for a term of two years. The person appointed as PIO for one term may succeed themselves for only one consecutive term thereafter. They must sit out for one term before being eligible again for election.

Part 3 Duties: The PIO is a voting member of the Board. The PIO is responsible for communications between the Club and the community through the public media. The PIO shall generate advance publicity for scheduled activities, such as licensing classes, club meetings, and Field Day. The PIO is responsible for the contents of the Club web site.

Part 4 Limitation: The PIO does NOT speak for, nor give information for, served agencies. During emergencies, the PIO shall coordinate all media contacts through the served agency’s PIO.

Section 4 Trustee for the station license K5NRH:

Part 1 Appointment: A Trustee for Club station license (“Trustee”) shall be appointed by the President with the consent of the Board. Whenever possible, the term of office shall be concurrent with the ten (10) year station license.

Part 2 Qualifications: The Trustee shall be a minimum of twenty-one (21) years of age, the holder of a valid Amateur Extra Radio license, and shall have been a Full Member of the Club for one (1) year immediately preceding the appointment.

Part 3 Responsibilities: The Trustee shall be responsible for the proper and legal operation of the Club stations and repeaters as provided in the FCC rules and regulations. The Trustee shall prepare the necessary Notice of Change of Trustee to the FCC and the necessary Texas VHF-FM Society forms to request to change Trustee, and submit them to the President.

Part 4 Removal or Resignation: The Trustee may be removed from office upon a motion presented to and approved by a majority of the Board of Directors at a regular or special meeting of the Board. Upon the resignation or removal of the Trustee, the President shall, not later than the next Board meeting, present the new nominee for Trustee. The Trustee is not a voting member of the Board. The Trustee may also hold another office, or appointed position.

ARTICLE VI: MEETINGS

The Bylaws shall provide for annual, regular, and special meetings of the members.

ARTICLE VII: DUES

The Club, by majority vote of the voting members at a regular Club meeting, may levy upon the general membership such dues or assessments as shall be deemed necessary for the business of the Club. Nonpayment of such dues or assessments shall be cause for the loss of voting rights and eligibility for holding an office of the Club.

ARTICLE VIII: AMENDMENTS

These Bylaws may be amended by a two-thirds ($\frac{2}{3}$) vote of the voting members at any regular meeting of the Club. Notice of the proposed amendment shall be submitted in writing at a previous regular Club meeting, and notification of the proposed vote shall be emailed to each voting member in advance of the meeting at which it is to be voted upon.

Section 1: Notification The membership shall be notified of proposed Bylaw changes by email at least 30 days prior to the meeting at which the vote on the amendment is to be taken.

Section 2: Time of Effect Unless otherwise noted, any amendments to this Constitution or Bylaws shall be effective immediately upon passage.

ARTICLE IX: ASSETS

Section 1: Disposal, relocation, operation, or use of Club property, with a fair market value of greater than \$100.00, other than for routine maintenance and equipment operation, shall be determined by a two-thirds ($\frac{2}{3}$) vote of the voting members present at a regular Club meeting. The Treasurer shall maintain inventory records of all Club-owned property.

Section 2: The private property of the members of this Club may be used at Club functions but the Club will not be liable for any such use to the member, and the members will not be liable for the debts of this Club and shall be wholly exempt therefrom.

ARTICLE X: DISSOLUTION

Section 1: The Club shall be considered dissolved whenever:

A. So voted by two-thirds ($\frac{2}{3}$) of a quorum in attendance at a Club meeting, provided all Club members have been notified in writing or via electronic mail that a vote shall be taken on the dissolution of the Club.

B. So voted by two-thirds ($\frac{2}{3}$) of the Board of Directors if no other members exist.

Section 2: Upon the dissolution of the Club, after payment of all just liabilities, any remaining assets shall be conveyed to an organization having similar purposes or to a recognized charitable organization under I.R.C. § 501(c)3. No portion of the assets may be transferred to any Member or Board member and no Member or Board member may benefit from the disposal of Club assets.

BYLAWS:

1. Secretary. It shall be the duty of the Secretary to keep the Constitution and Bylaws of the Club and bring a copy to every meeting. The Secretary shall note all amendments, changes, and additions to the Constitution and Bylaws, and shall permit them to be consulted by members upon request.

2. Membership. Full membership is open to licensed amateurs. Associate membership is open to those actively engaged in a class leading to an Amateur Radio license and all other interested persons. Full membership includes all Club privileges, the right to vote in Club elections, and the right to hold Club office. Associate membership includes all Club privileges except the right to vote in Club elections, and the right to hold Club office.

3. Club Database. The membership records and equipment inventory shall be maintained on an electronic database. The President shall appoint an administrator for the database. The database administrator shall work with the Secretary to maintain a roll of the members. The database administrator shall work with the Treasurer to maintain an inventory of the Club's equipment. This administrator is not an officer of the Club.

4. Club Website. The Club shall maintain a website. The President shall appoint a webmaster for this website. The webmaster shall work with the PIO to produce the contents of the website. The webmaster is not an officer of the Club.

5. Meetings. The Annual meeting of the Club shall be held on the 4th Monday in February. Regular Club meetings shall be held on the 4th Monday of each calendar month. Special meetings may be called by the President upon the written request of any five (5) Club members. Notice of the special meeting shall be sent to members via electronic mail and give the reason for the special meeting. Only such business as designated in the notice shall be transacted. Such notices shall be sent so that they arrive not less than twenty-four (24) hours before the meeting.

6. Dues. A regular annual assessment of \$20.00 per membership address is hereby assessed in accordance with the provisions of Article V of the Constitution for the purpose of providing funds for expenses. This annual assessment is payable by the February meeting or upon acceptance of Club membership for new members. New members joining the Club after July 1 shall be assessed \$10.00. As of the first of the following year, that member shall be assessed the regular assessment of \$20.00 which is due by the February meeting. Members who have not paid dues by the March meeting will be considered inactive and dropped from the rolls.

7. Committees. The President or the Board shall establish standing and ad-hoc committees as needed. The tenure and powers of the committees shall be enumerated in writing by either the President or the Board.

The President shall appoint the chairperson for each committee. All committees shall expire at the end of the term of the President, or at the completion of the task or purpose for which the committee was formed, whichever occurs first. The incoming President shall have the authority to make new or reappointment after the term of office begins.

8. Emergency Communications Subcommittee.

Part 1. Status and Duration. The Emergency Communications Subcommittee (“ECSC”) is a standing committee of the Club. The ECSC shall not expire at the end of the term of the President, but shall continue.

Part 2. Chair. The DEC shall act as the Chair of the ECSC.

Part 3. Membership. The DEC shall appoint the members of the ECSC, with the approval of the Board.

Part 4. Responsibilities. The ECSC is responsible for providing emergency communications services to the Club’s served agencies

9. Field Day Committee

Part 1. Status and Duration. Since Field Day is an ongoing and major function of the Club, this is a standing committee. The Field Day Committee shall not expire at the end of the term of the President, but shall continue.

Part 2. Chair. The Chair of the Field Day Committee shall be appointed annually by the President with the approval of the Board. More than one person may be appointed as the Chair of the Field Day Committee. The Chair shall report the status of Field Day preparations to the Board and the Club prior to Field Day. The Chair shall run the exercise, and shall present results to the Board, the Club, and the A.R.R.L. The Chair shall preside over a debriefing of the participants after the exercise, with the objective of improving future Field Days.

Part 3. Membership. The Chair shall appoint the members of the Field Day Committee. The Club PIO shall be a member of the Committee. The Committee shall consist of at least three members. The Committee members shall be responsible for such functions as food, safety, setup and takedown, and GOTA. The Committee members shall be responsible for the operation of individual stations, such as, but not limited to, CW, digital, satellite, and 20 meters.

Part 4. Responsibilities. The Field Day Committee is responsible for the planning and execution of the Club’s annual Field Day exercise in a safe, efficient, and effective manner. Field Day shall be used as a training opportunity for all club members and visitors and as a recruitment vehicle for new members.

9. Repeater Committee

Part 1. Status and Duration. The Repeater Committee is a standing committee. The Committee shall not expire at the end of the term of the President, but shall continue.

Part 2. Chair. The Chair of the Committee shall be appointed annually by the President

with the approval of the Board.

Part 3. Membership. The President shall appoint the members of the Committee.\

Part 4. Responsibilities. The Committee is responsible for the maintenance, upkeep, and improvement of the Club's repeaters.

By our signatures below, we testify that this document is a true copy of the Constitution and Bylaws of the North Richland Hills Amateur Radio Club, Inc.

PRESIDENT

Date:

VICE PRESIDENT

Date:

Witnessed by: SECRETARY

Date: