

**ROGERS COUNTY WIRELESS ASSOCIATION  
BYLAWS  
As Modified 2 May 2009**

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## **ARTICLE I. NAME, PURPOSES AND AFFILIATION**

- 1.01 **Name.** The name of this Club shall be ROGERS COUNTY WIRELESS ASSOCIATION (Hereinafter referred to as the Club.)
- 1.02 **Purposes.** The purposes of this Club shall be:
- a) To assist the Claremore and Rogers County Civil Defense Office in the furtherance of public welfare and safety through the establishment of a VHF Amateur Radio Repeater station in order to provide emergency communications for State and local authorities.
  - b) To improve communications between local members and visiting Amateur Radio Operators, thereby providing travelers assistance.
  - c) To operate exclusively for charitable, educational civic and scientific purposes.
  - d) To promote and encourage interest in Amateur Radio communications and to foster special skills and experimentation.
  - e) To make every effort to minimize interference in operation between members stations, to provide technical assistance to members concerning equipment design and operation, and to assist in frequency observance, clean signals, uniform practice and absence of spurious radiation from Club member stations.
- 1.03 **Meeting Time and Place.** A monthly meeting will be held at a time and place designated by the Club President and approved by the membership.

## **ARTICLE II. MEMBERSHIP**

- 2.01 **Persons Eligible.** Any person interested in Amateur Radio communications and/or the purposes of the Club outlined in Article I is eligible for membership, whether licensed or not.
- 2.02 **Termination of Membership.** A member may be expelled for violation of the Bylaws, or for other causes prejudicial to the best interest of the Club. Such expulsion may be affected by a majority vote of the members at a regular meeting of the Club with a quorum present.
- 2.03 **Dues.** Membership dues may be established and/or changed by a majority vote of members at a regular meeting of the Club.
- 2.04 **Delinquent Dues.** Any member or family whose dues have not been received by the Treasurer within three months after the annual Club meeting as defined in Article V shall be dropped from the membership rolls.
- 2.05 **Classes of Membership.** Two classes of membership shall be established, to wit: Individual and Family.

2.06 **Definition of Membership.** Any person paying dues to the Club is considered a member with all rights, privileges, and benefits of belonging to a club. Individuals paying family dues, the entire family is considered members of the club. A member in good standing is defined as one who has paid his/her current dues. No one shall hold an elected or appointed office who is not a member in good standing.

2.07 **Dues Schedule.**

Club dues are set and payable as outlined below:

<b>Single Renewing</b>		\$20.00
<b>Single Incoming</b>	<b>Sept-Nov</b>	\$20.00
	<b>Dec-Feb</b>	\$15.00
	<b>Mar-May</b>	\$10.00
	<b>Jun-Aug</b>	\$ 5.00

**For Family dues, add the following to the Single rate given above.**

<b>Family Renewing</b>		\$ 5.00
<b>Family Incoming</b>	<b>Sep-Nov</b>	\$ 5.00
	<b>Dec-Feb</b>	\$ 4.00
	<b>Mar-May</b>	\$ 3.00
	<b>Jun-Aug</b>	\$ 2.00

### **ARTICLE III. GOVERNMENT**

3.01 **Management.** The general management of the Club shall be vested in the Elected Officers who shall have control over the property and affairs of the Club and shall establish its policies. They shall have the power to hold meetings, appoint committees, suspend or censure members and take any necessary and proper steps to carry out the purposes of the Club and to promote its best interests. Any decision of the elected officers can be rescinded within sixty (60) days with a majority vote of the members at a regular business meeting or a specially called meeting with a quorum present.

3.02 **Officers.** The elected Officers of the Club shall consist of a President, First Vice President, and Second Vice President. The appointed Officers of the Club shall be Secretary-Treasurer, Station Trustee(s), Logistics Officer and Training Officer.

3.03 **Filling Vacancies.** If a vacancy occurs among the Officers, such vacancy shall be filled for the unexpired term by a majority vote of the members at a regular meeting of the Club with a quorum present.

3.04 **Quorum.** At any regular Club meeting, a quorum shall consist of one (1) elected Officer, and 15% of non-elected membership in good standing -or- a required

minimum of (3) members in good standing, one of which will be designated to record meeting minutes, for a total of four (4) attendees.

- 3.05 **Quorum for Special (non-Regular) Club Meetings.** At any Special Club meeting as defined in Administrative Procedures, a quorum shall consist of a simple majority (50% + 1) of membership in good standing.
- 3.06 **Quorum Necessary for Official Business.** No official business shall be conducted by the Club unless there is a quorum in attendance.
- 3.07 **Robert's Rules of Order.** Robert's Rules of Order shall serve as the parliamentary authority of the Club for all rules and procedures not covered by the Bylaws.

#### **ARTICLE IV. DUTIES OF OFFICERS**

- 4.01 **President.** The Club President is an elected position. The President shall preside at all meetings of the Club. The President shall endeavor to carry out the mandates and directives of the general membership. The President shall appoint such committees as the President shall consider expedient or necessary. The President shall preserve order and decorum and enforce the observance of the bylaws. The President shall be a member ex-officio of all committees. The President is vested with the power to create and appoint any position necessary for the good of the Club. Whenever elected officers are absent, the President shall have the power to appoint acting officers for a particular meeting.
- 4.02 **First Vice President.** The Club First Vice President is an elected position. The First Vice President shall assume the duties of the President in the absence of the latter. The First Vice President will assist the President in the operations of the Club and shall perform any other duties and or responsibilities designated by the President.
- 4.03 **Second Vice President.** The Second Vice President is an elected position. The Second Vice President shall interpret the Bylaws and Administrative Procedures; shall advise, construe, counsel and render opinions on questions of the bylaws and administrative procedures to the Club President when requested to do so. It is the responsibility of the Second Vice President to ensure the Club in general operates within the guidelines of these bylaws; and to make recommendations to the Club as to amending or rewriting portions of these bylaws. The Second Vice President will hold no additional Club Office or position. In the absence of the Club President and First Vice President, the Second Vice President will preside over the Club meeting.
- 4.04 **Secretary-Treasurer.** The Club Secretary-Treasurer is an appointed position. The Secretary-Treasurer shall keep correct minutes of all Club meetings. The Secretary-Treasurer shall be responsible for all correspondence of the Club and

shall maintain appropriate files of essential material. The Secretary-Treasurer shall collect all monies due to the Club and give a receipt therefore. The Secretary-Treasurer shall pay all legal bills or vouchers upon approval of the membership. The Secretary-Treasurer shall keep an accurate record of all monies received and amounts and sources of disbursements. The Secretary-Treasurer shall deposit all monies of the Club in a place of safekeeping as specified by the elected officers.

- 4.05 **Station Trustee(s).** The position of Station Trustee(s) is/are an appointed position(s). The number of Station Trustees shall not exceed the number required for good operation of the Club Station(s). The Station Trustee(s) shall be responsible for the operation of the Repeater Station(s) in accordance with all FCC rules and regulations governing such operations. They shall have and maintain a current Amateur Radio Station/Operators license of a class meeting FCC requirements for the operation of said Repeater Station(s).
- 4.06 **Logistics Officer.** The Logistics Officer will be an appointed position. The Logistics Officer will be responsible for the recording of any equipment obtained, purchase or donated to the Club. The Logistics Officer will be responsible for an annual inventory of Club property. The results of this inventory and serviceability of equipment will be reported to the Club Membership at the Annual Meeting. The Logistics Officer is not required to have any or all club property in his/her possession, but is required to know the location of all club property.
- 4.07 **Training Officer.** The Training Officer is an appointed position. The Training Officer is responsible for coordinating and conducting training of a technical nature that will ultimately raise the overall technical level and proficiency of Club members. This training will be conducted during, but not limited to, regular Club meetings. The Training Officer is not required to personally conduct any or all of the training, but is responsible for coordinating and scheduling any training provided to the club.
- 4.08 **Termination of Office.** Upon the termination of a term of office, each Officer shall turn over to any successor(s), within thirty (30) days, all properties of the Club in their custody.

## **ARTICLE V. NOMINATIONS, ELECTIONS AND TERMS OF OFFICE**

- 5.01 **Annual Meeting.** The regular election of Officers shall be held every year at the September meeting of the Club which shall be known as the Annual meeting.
- 5.02 **Officer Nomination.** Nominations for offices of President, First Vice President and Second Vice President, shall be made from the floor at the regularly scheduled August meeting by members in attendance. Additional nominations may be made from the floor just prior to elections and entered into the meeting minutes. Officers shall be elected by a majority vote of the members present when a quorum is in attendance.

- 5.03 **Term of Office.** The Club President shall serve a term of one (1) year and consecutive tenure in office is limited to two (2) years, at which time the Club President must vacate the position for one (1) year to be eligible for re-election. The Club First Vice President and Second Vice President are not restricted to two (2) consecutive terms and an individual may be re-elected to these positions any number of times. Appointed Officers may be reappointed by each incoming Club President and are not restricted to two terms. However, if the Club President asks for the resignation of any Appointed Officer, said officer will immediately turn over all Club property to the Club President and immediately vacate said Office.
- 5.04 **Term for Station Trustee(s).** The Station Trustee(s) shall serve an indefinite term until such time as they elect to resign or be dismissed by a majority vote of the members at a regularly or specially called meeting of the Club when a quorum is present.
- 5.05 **Removal from Office.** An Officer, elected or appointed, may be removed from office by a majority vote of members at a regular meeting of the Club when a quorum is present or by majority vote of members at a specially called meeting of the Club when a quorum is present. The successor shall be chosen by a majority vote of the members at a regular meeting of the Club.
- 5.06 **Station Trustee(s).** Station Trustee(s) shall also be eligible to serve as another officer of the Club. (April 2004)
- 5.07 **Extensions of Terms of Office.** If, at the Annual Meeting, a quorum is not present and elections are not held, all current officers, elected and appointed, will continue in office until such time as a quorum is had at a regular meeting and an election is conducted according to these bylaws.

## **ARTICLE VI. ASSETS AND FINANCIAL OBLIGATIONS**

- 6.01 **Obligations.** All obligations incurred by the Club shall be solely corporate obligations and no personal liability whatsoever shall attach to or be incurred by any member or Officer of the Club by reason of any such corporate obligation.
- 6.02 **Property.** All property, equipment, supplies and instruments bought or donated to the Club shall become corporate property and belong to the Club as a corporate entity. The accountability for Club property is the responsibility of the Club President through the Club Logistics Officer.
- 6.03 **Dissolution.** If ever, and when the Club should be dissolved and disbanded, all marketable equipment shall be sold, all legal debts shall be paid, all loans shall be

repaid, and all remaining liquid assets shall be divided equally between all members in good standing of the Club at the time of dissolution.

- 6.04 **Allowances.** The Club President is authorized to spend up to and including \$100.00 of Club monies without waiting for a regular meeting and member approval to meet Club expenses between meetings. The Club President shall present receipts of monies spent at the next regularly scheduled Club meeting.
- 6.05 **Pre-Approved Spending by Club President.** The Club President is authorized to purchase meats intended for Club sponsored semi-annual picnics from Club funds provided funds are available.

## **ARTICLE VII. AMENDMENTS**

- 7.01 **Procedure.** The Bylaws may be amended by a two-thirds (2/3) vote of the members at any regular meeting of the Club with a quorum present.
- 7.02 **Notification.** The membership shall be notified of any proposed amendment to the Bylaws at least sixty (60) days prior to its consideration.
- 7.03 **Administrative Procedures.** Administrative Procedures may be adjusted and/or amended as procedural changes with the approval of the Club President.

## **Administrative Procedures**

### **Article I General.**

- 1.00 **General.** Administrative Procedure provides a location for information and instruction of a general nature and interest for the good operation of the Club.
- 1.01 **Changing, Amending Procedures.** Changing and/or amending Administrative Procedures may be done so without notice and with the approval of the Club President.
- 1.10 **Incorporation.** The Club was incorporated 1 June 1995.
- 1.11 **Regular Meeting Defined.** A meeting held on a regular basis to conduct Club business that is not generally urgent in nature. Current regular business meetings are held at 9:00 am on the first Saturday of every month.
- 1.12 **Special Meeting Defined.** A special meeting is any meeting called for the purpose of conducting Club business that is urgent in nature or cannot wait until the next regular business meeting. Examples are, but not limited to, the removal a Club officer from office for the good of the Club, the sale of Club assets that had not already been approved by club membership or the need to allocate funds for repeater maintenance/repair that is urgent in nature.

### **Article II Finances.**

- 2.00 **Banking.** The Club checking account is with Grand Bank. This account may be moved to any other bank institution by a majority vote of the members in attendance of a regular or special meeting where there is a quorum present. The Club checking account requires only one (1) signer. Four (4) signers may be designated to sign checks. One (1) signer must be the Club Secretary-Treasurer.

### **Article III Business Meeting Minutes.**

- 3.00 **Minutes.** Minutes from the previous month's regular business or a special called meeting will be printed and supplied to the members attending the following month's business meeting. At that time they will be discussed and accepted (with corrections if so indicated). Unless requested, the minutes will not be read aloud as part of the following month's business meeting, however discussion and acceptance will be recorded in the minutes for the meeting through which they were accepted.

**Signatures**

**President:**

Calvin L Emerson (KC5ARC) \_\_\_\_\_ Date: \_\_\_\_\_

**First Vice President:**

Duane Martin (KD5XI) \_\_\_\_\_ Date: \_\_\_\_\_

**Second Vice President:**

John Meek AE5HQ) \_\_\_\_\_ Date: \_\_\_\_\_

**Secretary-Treasurer:**

Frances L Emerson (KC5CSC) \_\_\_\_\_ Date: \_\_\_\_\_

**Station Trustee(s):**

Dallas Shell (N5FEE) \_\_\_\_\_ Date: \_\_\_\_\_

Duane Martin (KD5XI) \_\_\_\_\_ Date: \_\_\_\_\_