ROGERS COUNTY WIRELESS ASSOCIATION
BYLAWS
As Amended __ _____ 2023

Table of Contents

ARTICLE I. NAME, PURPOSES AND AFFILIATION 2

ARTICLE II. MEMBERSHIP 2

ARTICLE III. GOVERNMENT 3

ARTICLE IV. DUTIES OF OFFICERS 4

ARTICLE V. NOMINATIONS, ELECTIONS AND TERMS OF OFFICE 6

ARTICLE VI. ASSETS AND FINANCIAL OBLIGATIONS 6

ARTICLE VII. AMENDMENTS 7

ARTICLE VIII. AWARDS. 8

ADMINISTRATIVE PROCEDURES 9

AP ARTICLE I GENERAL. 9

AP ARTICLE II FINANCES. 9

AP ARTICLE III BUSINESS MEETING MINUTES. 10

AP ARTICLE IV AWARDS. 11

SIGNATURES 13

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 Emergency Management 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 assist the Oklahoma ARRL ARES Group with emergency communications and drills as necessary.
c) To improve communications between local members and visiting Amateur Radio Operators, thereby providing travelers assistance.
d) To operate exclusively for charitable, educational civic and scientific purposes.
e) To promote and encourage interest in Amateur Radio communications and to foster special skills and experimentation.
f) 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 general meeting will be held at a time and place designated by the Club President.

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.

2.031 **Awarding of Dues for Meritorious Service**. The Club may award one (1) year paid dues to any club member in good standing for recognition of meritorious service to the Club or community in a way that benefits the club. This does not

include club members serving in elected or appointed club officer positions. The awarding of dues in recognition of service to the club or community is a one-time only award per club member.

2.032 **Awarding of One Years Dues to Hew Hams.** A new ham is defined as any non-ham that tests and passes any amateur radio licensing test at the Green Country Ham Fest or an RCWA sponsored test session. The Club will automatically award a new ham's first years club dues to encourage them to join and participate in the Club. The new ham must agree to membership by providing a membership profile and agree to subsequent year's membership dues.

2.04 **Delinquent Dues.** Any member or family whose dues have not been received by the Treasurer as set forth in the Administrative Procedures Article II Sections A2.01 and Section A2.011 shall be dropped from the membership rolls.

2.05 **Classes of Membership.** One classes of membership shall be established: Individual, which includes immediate 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.**
Dues Schedule will be established in Administration Procedures Article II Section A2.012

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, including disbursement of money, 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), 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 and one elected officer, one member 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 all elected and appointed officers AND no less than five (5) Club Members in good standing.

3.06 **Quorum for Officer Meetings.** At any Officer meeting as defined in Administrative Procedures, a quorum shall consist of a majority of all elected and appointed officers.

3.07 **Quorum Necessary for Official Business.** No official business shall be conducted by the Club unless there is a quorum in attendance at regular, special, or officer meetings.

3.08 **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 club officers or 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 **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.

4.07 **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.** Elected officers shall not be restricted from 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.

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 $250.00 of Club monies without waiting for a regular meeting and officer or 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, or a designated official, is authorized to purchase foods intended for Club sponsored semi-annual picnics from Club funds provided funds are available.

6.06 **Regular Spending**. Spending can be approved by a simple majority at either the officer meeting or general meeting, provided that a quorum is in attendance.

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.

ARTICLE VIII. AWARDS.

8.00 **Awards Authority.** In order to recognize service to or other contributions to the Club, the Club may present awards to Club Members, non-Club Members, or other Organizations.

8.01 **Types of Awards.** The types of awards, details and specific criteria for such awards will be outlined and specified in the Administration Section IV of these Bylaws.

8.02 **Prohibited Awards.** The use of Club Funds as cash awards or cash donations in recognition of service to the Club is strictly prohibited.

Administrative Procedures

AP Article I General.

A1.00 **General.** Administrative Procedure provides a location for information and instruction of a general nature and interest for the good operation of the Club.

A1.01 **Changing, Amending Procedures.** Changing and/or amending Administrative Procedures may be done so without notice and with the approval of the Club President.

A1.10 **Incorporation.** The Club was incorporated 1 June 1995.

A1.11 **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 second Saturday of every month.

A1.12 **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.

A1.13 **Officer Meeting Defined.** An officer meeting is held on a regular basis to conduct Club business, including disbursement of funds. All elected and appointed officers form the officer meeting.

AP Article II Finances.

A2.00 **Banking.** The Club checking account is with Armstrong 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 2 signers. Four (4) signers may be designated to sign checks. One (1) signer must be the Club Secretary-Treasurer.

A2.01 **Audit Committee.** An audit committee shall be formed by the President, and report to the president, 2nd VP administratively. The committee may be one or more members of the club but not an officer, elected or appointed. The Audit committee will review the bank transactions and endure they are carried out according to the vote of either the officers or the membership and recorded in each meeting's approved minutes. The Chairman of the committee shall provide report to the club

in any manner deemed appropriate at each club meeting, or provide an electronic submission of such report to all elected club officers prior to the meeting to be presented at the meeting.

A2.01 **Dues Payment.** Dues shall be submitted as prescribed per A2.012 directly to the Secretary/Treasurer pre-arranged electronic payment method for deposit into the club's banking account. If dues are paid directly to the Secretary/Treasurer, the Secretary/Treasurer shall provide a receipt therefore.

A2.011 **Delinquent Dues.** Dues are considered delinquent if still unpaid 3 months after renewal anniversary. Delinquent members shall be removed from membership rolls after 3 months. If dues payment occurs within the 3 month period, member is returned to Member in Good Standing status with no change in renewal anniversary. If dues payment occurs after removal from membership rolls, member shall pay dues according to the prescribes pro-rata schedule in A2.012.

A2.012 **Dues Schedule.** Dues payable on enrollment. Renewal dues are expected by the last day of April as follows:

Renewing		$20.00
Incoming	Sept-Nov	$20.00
	Dec-Feb	$15.00

A2.013 **Dues Reminders.** The Club Secretary/Treasurer is charged with providing notices to members for dues payment reminders. Notice shall be in the form of emailed reminders with a payment link or paper mailing with a return postage, addressed envelope included.

AP ARTICLE III Business Meeting Minutes.

A3.00 **General Meeting Minutes.** Minutes from the previous month's general meeting or a special called meeting will be provided via email or read to the members attending the following month's business meeting. Minutes shall be handled through usual parliamentary procedure.

A3.01 **Officer Meeting Minutes.** Minutes from the previous month's officer meeting will be printed and provided via email or read to the members attending the following month's general meeting. Minutes shall be handled through usual parliamentary procedure.

AP ARTICLE IV Awards.

A4.00 **General**. The Club President may present awards as necessary to recognize service to the Club.

A4.01 **Certificate of Appreciation.** This will be a paper certificate created and maintained by the Club Secretary. This certificate is to be signed by the Club President. This award is to recognize service to the club or as a way to thank non-Club Members, businesses, or other organizations for their support to the Club. Out-going Club Officers, elected or appointed, may be awarded a Certificate of Appreciation. This award should be awarded during the annual spring or fall, or both, Club Picnic.

A4.02 **Certificate of Meritorious Service**. This will be a paper certificate created and maintained by the Club Secretary. This certificate is to be signed by the Club President. This certificate is to recognize the Meritorious Service of Club Members in Good Standing Only. Meritorious Service is defined as service to the Club above and beyond the scope of normal service to the Club; such as putting many hours of personal time to support the club, or monetary contributions in equipment or supplies to the Club. This award may also recognize a life time of service to the Club, such as serving in a Club appointed position for many years. This award should be awarded during the annual spring Club Picnic. This award will not be presented to Club Officers, appointed or elected.

A4.03 **Plaque Awards.** The Club President, at his or her discretion, may purchase plaques with Club fund expenditure approval, to present to non-Club Members, Businesses, or Organizations in recognition of their continued support to the Club. This award is to be used to foster continued support to the Club. This award should be awarded during the annual spring Club Picnic.

A4.04 **RCWA Amateur of the Year.** This will be a plaque award, paid for with Club funds. This award is for Club Members in Good Standing Only. This award is to recognize a Club Member who has clearly demonstrated above and beyond meritorious service to the club with numerous contributions of his/her time, energy, effort, equipment, supplies or monetary contributions to the betterment of the Club. Any Club Member in Good Standing may make a nomination to the Club President for this award. In the event that more than one nomination is received, the Club President will conduct a secret ballot during a regularly scheduled Club Meeting. This award should be awarded during the annual spring Club Picnic. This award will not be presented to Club Officers, elected or appointed.

A4.05 **RCWA Net Control Operator of the Year.** This will be a plaque award, paid for with Club funds. This award is for Club Members in Good Standing Only. This award is to recognize a Club Member who has consistently volunteered to be a Net Control Operator during the past year, who has consistently had the most

check-ins to his/her nets. This will be determined by the Net Control Operators reporting the total number of check-ins to the Net Control Coordinator, who will determine the method of reporting these numbers. The Net Control Coordinator who will keep track of each NCO's total number of check-ins throughout the year and will deliver the total numbers to the Net Control Operator of the Year selection committee. This award will not be presented to Club Officers, appointed or elected.

Signatures

President:
Jeff Smith (WX5WDG) _____Date:_____

First Vice President:
Jeff Scoville (AE5ME) _____Date:_____

Second Vice President:
Ray Young (K5CFY) _____Date:_____

Secretary-Treasurer:
Dustin Dye (AB5C) _____Date:_____

Station Trustee(s):
Dallas Shell (N5FEE) _____Date:_____

Jeff Smith (WX5WDG) _____Date:_____