

Constitution and Bylaws of Wayne County Amateur Radio Association

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 as the “**Wayne County Amateur Radio Association (WCARA)**” and enact this constitution as our governing law. It shall be our purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and to so conduct club programs and activities as to advance the general interest and welfare of Amateur Radio in the community.

The WCARA is organized exclusively for charitable, religious, educational, and scientific purposes. In the event of the dissolution of the organization, all assets will be conveyed to one or more of the types of organizations and institutions as set forth in North Carolina GS 105-164.14(B), or to a county or an incorporated city or town, or other organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.

No part of the net earnings of the WCARA shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the WCARA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this constitution.

ARTICLE I: Official Name

Section 1: This organization shall be known as “Wayne County Amateur Radio Association, Inc.”

Section 2: The principal office of the organization shall be located in Goldsboro, N. C.

ARTICLE II: Membership

All persons interested in Amateur Radio communications shall be eligible for membership. Membership shall be by application and election upon such terms as the club shall provide in its By-Laws.

ARTICLE III: Officers

Section 1: The officers of this club shall be President, Vice-President, Secretary and Treasurer.

Section 2: The officers of this club shall be elected at the annual meeting for a term of one year by ballot of the members present, provided there is a quorum.

Section 3: The government of this organization shall be vested in the Board of Directors. The body of the Board of Directors shall consist of the officers, two elected directors and the Repeater Trustee. The President shall preside over the Board of Directors.

Section 4: Vacancies occurring between elections must be filled by special elections at the first regular meeting following the withdrawal or resignation, with the exception of the President as set forth in the By Laws.

Section 5: Officers and Board of Directors members may be removed by a three-fourths vote of the membership present for any scheduled meeting, provided there is a quorum.

ARTICLE IV: Meetings (AS AMENDED 2/1/2013)

The By-Laws shall provide for regular and special meetings. At meetings, a minimum of 10 (ten) or one-third, whichever is less, of the voting membership present for the meeting shall constitute a quorum. A quorum is required for the transaction of business

ARTICLE V: Dues

The club, by majority vote of those present at any regular meeting provided there is a quorum, may levy upon the general membership such dues or assessments as shall be deemed necessary for the business of the organization. Non-payment of such dues or assessments shall be cause for expulsion from the club within the discretion of the membership.

ARTICLE VI: Committees

The Board of Directors may from time to time establish committees deemed necessary to carry out the purposes of the Club, advance the cause of Amateur Radio, and to educate members and the public at large. Members of such committees shall be appointed by the President. Such committees may, but are not limited to: advising members concerning equipment design and operation; assisting in frequency observance; or establishing a program to foster and guide public relations.

**ARTICLE VII: Amendments
(AS AMENDED 2/1/2013)**

This Constitution may be amended by two-thirds (2/3) vote of the total membership present, provided there is a quorum. Proposals for amendments shall be submitted by email or mail 14 days prior to and voted on at the next regular meeting

By-Laws:

Robert's Rules of Order Newly Revised: All proceedings during meetings shall be kept as informal as possible, but where conflicts arise, these rules shall be the parliamentary authority for all matters or procedure not specifically covered in these bylaws.

ARTICLE I: Membership

Section I: Any person, without regard to race, creed, gender, age, or physical impairment, interested in Amateur Radio shall be eligible for membership in the WCARA. Membership shall be by application and election upon such terms as the WCARA, by its By-Laws, shall provide.

Section II: The WCARA membership shall consist of full members, associate members and Lifetime members.

Section III: Full members must hold a valid Amateur Radio operator's license and shall have voting privileges in all WCARA general business, as well as rights to hold a club office.

Section IV: Associate members who do not hold valid Amateur Radio operator's licenses shall not have voting privileges, or the right to hold office.

Section V:

(AS AMENDED 2/1/2013)

Lifetime membership is at the discretion of the Board of Directors. Any member who has been an active member in good standing for not less than ten (10) years may be selected by the Board of Directors as a Lifetime member. Any member with knowledge thereof can recommend a member for Lifetime membership. Lifetime members retain all membership rights as described in Section III above and are subject to the rules and regulations as spelled out in this Constitution and Bylaws

Section VI: Applications for membership shall be submitted to any club officer or board member at any time. Full membership is to include all licensed amateurs operators within a family membership group. Each licensed Amateur in a family group has full rights to include voting and holding office.

ARTICLE II: Elected Officers

Section I: The officers shall be: President, Vice President, Secretary and Treasurer. These officers along with the WCARA Trustee and two elected directors shall constitute the Board of Directors.

The Board of Directors shall enter upon their official duties on the first day of February of each year and shall serve for a term of one year or until their successors shall be duly elected.

Section II: Officers shall be elected for a term of one year by ballot of those members present, provided there is a quorum, at the annual meeting in the month of January and shall take office on the first day of February.

Section III: In the case of a vacancy in the office of President, the Vice-President shall succeed to the office. Other vacancies occurring between elections shall be filled by vote at the first regular meeting following a resignation, withdrawal, or in the event of a disability or inability to serve by an officer-designate or director-designate.

Section IV: Officers may be removed for cause upon a motion of two-thirds majority vote of the members present at a regular or called meeting, provided there is a quorum, and provided all members have been notified in advance by mail or email of the intent to do so.

ARTICLE III: Elections

Section I: The election of officers and directors shall be held at the annual meeting in January.

Section II: Voting shall be by ballot. Only members present and in good standing may vote, see Article VI Section II of the By Laws. There shall be no voting by proxy or absentee ballot.

Section III: The President shall appoint a Nominating Committee at a regular meeting held at least five (5) weeks prior to the annual meeting. The committee shall consist of not less than three (3) members. The President shall designate the chairman of this committee. The duties of this committee shall be to make nominations, with the consent of those nominated, and to prepare a ballot for the election of such officers and directors.

Section IV: At least fourteen (14) days before the annual meeting, the Nominating Committee shall submit:

- (1) A candidate as its sole nominee for the office of President;
- (2) A list of nominees not exceeding two (2) in number for each office to be filled (except President); and
- (3) A list of nominees not exceeding the number of directors to be elected plus three (3).

Section V: At the annual meeting nominations from the floor may be made for any office and, when so made, together with the list submitted by the Nominating Committee, shall then be the list of nominees submitted for an election of officers and directors.

Section VI: The President shall appoint an Elections Committee consisting of not more than three (3) members. The duties of this committee shall be to distribute, collect, and count the ballots and report the results to the President, who shall announce them. A majority of all votes cast shall be necessary to elect any officer. If any ballot does not have a majority for a nominee for any office, the President shall immediately designate a time and place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped; and in each ballot, the same procedure shall be followed until one (1) nominee shall have received a majority of all votes cast.

Section VII: If the names of more than the number of directors to be elected are placed in nomination, the individuals who receive the highest number of votes up to the number to be elected shall be declared elected.

Section VIII: Nothing contained in this Article shall be construed as limiting the right to make further nominations from the floor at the annual meeting.

ARTICLE IV: Duties of Officers

GENERAL - No salaries or other compensation shall be paid to any officer of the WCARA. No expenses except normal, recurring operating expenses (e.g., electric, insurance, property lease, etc.) may be obligated by any officer or member of the WCARA without prior approval of the membership. The Board of Directors may obligate funds not to exceed \$500 for any purpose deemed in the best interests of WCARA or Amateur Radio. All expenditures in excess of \$500 must be presented to the general membership for discussion and resolution.

Section I: The President shall preside at all meetings of the WCARA and the Board of Directors and shall conduct the same according to the rules adopted; he/she shall enforce observance of this Constitution and By-Laws, decide all questions of order, sign all official documents adopted by the WCARA, and perform the customary duties of the office of the President. The President shall appoint those offices necessary to accomplish the goals of the WCARA as set forth in this Constitution and By-Laws.

Section II: The Vice President shall act in all absences of the President for regular meetings of the WCARA. In addition, he/she shall organize club activities, plan and recommend contests for operating benefits, and advance club interest and activity as approved by the club. He/she shall encourage new stations to report activities to the WCARA newsletter editor and to the Section Communications Manager of the American Radio Relay League (ARRL), all of these things to make the reputations of the WCARA and Amateur Radio activities in the community as visible and outstanding as possible. The Board of Directors shall appoint committees or assistants necessary to aid in specific activities.

Section III: The Secretary shall keep a record of the proceedings of all meetings and make them available for inspection by the WCARA membership. He/she shall keep a roll of the membership, submit applications received for membership, read communications/correspondence received at each meeting (and reply as necessary), note all amendments, changes and additions on the constitution or By-Laws, and notify each member of every meeting of the WCARA, except when excused by action of the By-Laws. It shall also be the duty of the Secretary to keep a current copy of Robert's Rules of Order, the constitution and these By-Laws, and have the same with him/her at every meeting and shall permit their review by any club member upon request.

Section IV: The Treasurer shall receive and receipt for all monies paid to the WCARA and keep an accurate account of all monies received and expended. He/she shall pay regular bills and special bills when authorized by the body of members of the WCARA or its officers. At each meeting, he/she shall submit an itemized statement of receipts and disbursements. He/she shall, at the expiration of his/her term, turn over to his/her successor everything in his/her possession belonging to the WCARA.

The Treasurer shall also maintain an inventory of WCARA property and make it available for review when requested by the general membership. He/she shall provide an itemized list of such properties and their condition to his/her successor upon retirement from office.

Section V: The Board of Directors shall determine the policies and activities of the club, approve the budget, approve all bills, take counsel with committees, and have general management of the club.

The Board of Directors shall meet at least once each quarter and hold additional meetings at the call of the President or a majority of the Board. At the discretion of the Board, the committee chairmen shall meet in joint session with the Board. A majority of the Board of Directors shall constitute a quorum for the transaction of all business, except in cases where a larger vote of the entire membership is required under this constitution and By-Laws.

Section VI: The WCARA Trustee is appointed by the Board of Directors for a term of 10 years. At the discretion of the board the appointment may be renewed to coincide with the repeater license period. The Trustee is responsible to Board of Directors and to the general membership for compliance with all applicable FCC rules and regulations, as well as the continued operation of the repeater(s) in the best interest of Amateur Radio. The club Trustee shall secure and maintain a station license for the operation of a club station and repeaters.

**ARTICLE V: Meetings
(AS AMENDED 2/1/2013)**

These By-Laws provide for annual, regular, and special meetings. At meetings, a minimum of one-third of the voting membership shall constitute a quorum for the transaction of business. There shall be no voting by proxy or absentee ballot.

Section I: The annual meeting will be held during the month of January, the place, time and date to be determined during a regular club business meeting.

Section II: Regular meetings shall be held the last full week of each calendar month. The Secretary shall notify the membership of all meetings.

Section III: Special club meetings and meetings of the Board of Directors shall be called at the discretion of the President or his designated representative. Special meetings may also be called upon the written request of any five club members. Notices shall be sent to members concerning special meetings and the business to be transacted. Only such business as designated in the notice shall be transacted. Such notices shall be sent by e-mail or mail so that they arrive not less than seven (7) days before the meeting.

ARTICLE VI: Dues

Section I: The club, by majority vote of those present at any regular meeting, provided there is a quorum, may levy upon the general membership such dues or assessments as shall be deemed necessary for the business of the organization. Non-payment of such dues or assessments shall be cause for expulsion from the club within the discretion of the membership.

Section II: First time member dues may be waived or prorated for the first calendar year of membership by majority vote of those present at any regular meeting.

**Section III:
(AS AMENDED 2/1/2013)**

An annual assessment of \$25.00 per member or \$35.00 per family, residing at the same address, is hereby assessed in accordance with the provisions of this article for the purpose of providing funds for expenses, due and payable on or before December 31st of each year. Lifetime members are exempt from the annual dues. Dues may be adjusted at any regular meeting in accordance with Section I of this article.

Section IV: Any member who has not paid his/her dues by January 1st of each year is considered in arrears and shall remain so until dues are paid. Members in arrears shall not hold vote or hold any office. Any member who's annual dues are in arrears for more than sixty (60) days shall be removed from the

membership rolls, but may be reinstated upon payment of said dues within the same calendar year.

ARTICLE VII – Removal of Members

Section I: Any member whose Federal Communications Commission-issued Amateur Radio license is suspended or revoked with cause or who is assessed a fine or other penalty by the FCC shall be automatically removed from membership in the WCARA.

Section II: Any member who operates his/her station in violation of Part 97 of the FCC Rules and Regulations, and who does not cease and desist from the aforementioned violations, may be removed from membership in the WCARA.

Section III: Any member who causes adverse publicity to Amateur Radio or the WCARA may be removed from membership in the WCARA.

Section IV: Any member desiring to bring charges against a fellow member shall appear before the Board of Directors and present the facts. They shall investigate the aforementioned "charges" and rule on the case. The decision of the Board shall be final. All records of arbitration shall be sealed, except for the resolution or decision of the Board.

Section V: Any member facing expulsion has the right to show cause before the Board of Directors as to why he/she should not be expelled before a decision is rendered. Section I and II of Article VII shall not be encumbered by this process.

ARTICLE VIII – Right to Petition

Whenever a petition signed by a majority of the entire club membership alleges that a decision of the club Board of Directors should be reconsidered by the membership of the club, the club secretary shall give at least fourteen (14) days e-mail or mail notice to the entire membership of a special meeting to reconsider the decision of the club Board of Directors in question. Such meeting shall be held within thirty (30) days of the date of the petition. Service of such notice shall be deemed effective five (5) days after such notice is sent out. At this meeting, the decision of the club Board of Directors may be reversed by a two-thirds (2/3) vote of those members present, provided there is a quorum.

ARTICLE IX - WCARA Property

Any item purchased with WCARA funds becomes the sole property of the WCARA. Any items donated to the WCARA become sole property of the WCARA.

ARTICLE X – Other Authorities

For authority on all matters not specifically covered by these By-Laws, the following documents, current or as amended in the future, shall be consulted in order of priority to determine such matters:

First—F.C.C. rules part 97

Second- The laws of the state of North Carolina

Any amendment of these By-Laws, if in conformity with the F.C.C., may be adopted by two-thirds (2/3) vote of the members present at any regular meeting, provided e-mail or mail notice of the proposed amendment shall have been given to the members at least fourteen (14) days prior to the meeting.

ARTICLE XI: Dissolution

Upon dissolution of the WCARA, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the WCARC is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ADOPTED BY THE CLUB MEMBERSHIP:

29 May 2009 _____

(Date)

Wayne County Amateur Radio Association

THIS IS A COPY OF THE ORIGINAL SIGNED DOCUMENT. THE PRESIDENT AND SECRETARY WILL MAINTAIN THE TWO ORIGINAL SIGNED DOCUMENTS.