

CONEJO VALLEY AMATEUR RADIO CLUB, INC.

BY-LAWS

As Amended on October 8, 1992

ARTICLE I. NAME

As stated in the Articles of Incorporation, the name of this organization shall be CONEJO VALLEY AMATEUR RADIO CLUB, INC. (C.V.A.R.C.), hereinafter referred to as the "Club."

ARTICLE II. PURPOSE

To maintain a nonprofit corporation composed of a Board of Directors serving without compensation (except any salaried personnel employed by the Board) for education and stimulation of the science and technology of amateur radio.

It shall be our purpose:

- a) To promote Club activities for Club members and their families, other fellow amateur radio operators and anyone interested in learning about amateur radio.
- b) To facilitate the exchange of information between members.
- c) To promote training of radio knowledge and individual operating proficiency.
- d) To conduct Club programs and activities to advance the general welfare and interest of amateur radio in the general community.
- e) To participate in public service activities by preparing for and providing communications for civil emergencies, special events and handling of third-party traffic.
- f) To fulfill the responsibilities as an ARRL Special Service Club.

ARTICLE III. MEMBERSHIP

Section 1: Membership in the Club shall be open to persons interested in promoting amateur radio for the purposes stated in the Articles of Incorporation.

- a) There shall be no restrictions as to age, sex race, creed or color.
- b) Membership shall be by an application and payment of dues.

Section 2: Classes of Membership and Dues.

- a) There shall be two classes of membership:

1) Full Member - Any licensed member,

2) Associate Member - Any non-licensed member.

b) Dues shall be set by the Board of Directors and become effective when ratified by a two-thirds majority

of the voting members present at any regular meeting. Dues shall be published in writing to the membership.

Separate rates may be set for members who are under the age of 18 or full-time students, for members

over the age of 65 and for members residing at the same address.

c) The Board of Directors may establish complimentary membership to anyone they deem warrants this honor.

Section 3: A "member in good standing" is one whose dues are not more than sixty days in arrears and who abides by the By-laws of the Club. Members whose dues are in arrears more than four(4) months will be considered inactive and dropped from the roll.

Section 4: Any membership may be canceled for conduct in violation of FCC Rules and Regulations or ARRL Code of Ethics by action of the Board. This action becomes permanent when confirmed by the vote of two-thirds of the voting members present at any regular meeting.

ARTICLE IV. MEETINGS

Section 1: Meetings.

Regular meetings shall be held each calendar month at such time and place as the Board shall establish. Special meetings may be called at the discretion of the Board. A good faith effort shall be made to notify the voting membership within 24 hours in advance of such a meeting.

Section 2: Right to Vote.

Each full member in good standing shall be entitled to one vote in person or by written proxy.

Section 3: Voting Procedure.

Voting shall be by voice, raise of hands or written ballot as determined by the presiding officer.

Section 4: Quorum.

At regular or special meetings, 30% of the full members in good standing, present or represented by proxy, shall constitute a quorum for the purpose of conducting business.

ARTICLE V. BOARD OF DIRECTORS

Section 1: As provided in the Articles of Incorporation, business and affairs of the Club shall be under the direction and control of the Board of Directors, herein referred to as the "Board." Duties of individual directors shall include responsibility for serving as committee chairpersons, and performing such other administrative and/or technical functions as may be agreed upon between them and the President.

Section 2: Members of the Board shall be full members of the Club in good standing.

Section 3: The Board shall consist of the Officers specified in ARTICLE VI plus one(1) Member-at-large for each 50 members or fraction thereof. One of the Members-at-large shall be, with his/her concurrence, the immediate past president of the Club unless he/she shall be a current Officer.

Section 4: Term of Office.

Each elected officer shall be a member of the Board concurrent with the term of office as defined in ARTICLE VI Section 3. Each Director of the Board who is not an officer shall be a member of the Board for a period of one year, from the first day of January to the last day of December.

Section 5: Quorum.

A simple majority of the Board shall constitute a quorum for the purpose of conducting business.

Section 6: Vacancies.

A vacancy on the Board by a Director who is not an officer shall be filled by special election at the first regular meeting following the meeting at which the withdrawal or resignation is announced. The Board will present a slate for this election and will temporarily fill this vacancy by appointment if deemed necessary. Additional nominations may be made from the floor.

Section 7: The Board shall present to the membership for a vote recommendations for any large or unusual obligations of Club resources.

ARTICLE VI. OFFICERS

Section 1: Elected Officers.

President.

The President shall preside at meetings of the Club, and shall be an ex officio member of the committees and Chairperson of the Board. He/she shall perform other customary duties pertaining to the office of President.

Vice-President.

The Vice-President shall preside at meetings in the absence of the President and shall assume the President's duties during his/her absence. He/she shall be responsible for communicating the objectives, policies, plans, programs and activities of the Club to the membership and, as appropriate, to the public and amateur fraternity at large; also, serve as chairperson of the Program Planning Committee.

Secretary.

The Secretary shall keep record of the proceedings of meetings, maintain a roster of members, carry on necessary Club correspondence and ensure notice is provided to members announcing special meetings of the Club. He/she shall retain the official copies of the Articles of Incorporation and By-laws, which shall be available for inspection by members at reasonable times. The Secretary shall be responsible for the archiving of records and data. The Secretary shall keep current and provide to officers a procedural manual.

Treasurer.

The Treasurer shall be specifically responsible for monies of the Club. He/she shall pay bills approved by the President, or Vice-President in the President's absence, collect monies, handle banking and keep adequate financial records. He/she shall also maintain an inventory of Club Property, prepare budgets for Board approval and keep the Board currently informed concerning expenditures in relation to budgeted items. He/she shall submit a summary of disbursement and receipts semi-annually to the Club and monthly to the Board of Directors. He/she shall be responsible to see that Federal and State tax forms and recurring filings are filed and paid in a timely manner. He/she shall at the expiration of his/her term turn over everything in his/her possession belonging to the Club to his/her successor.

Publisher.

The Publisher shall be responsible for coordinating, editing and providing newsletters to Club members and others having interest in our Club activities.

Education Coordinator.

The Education Coordinator is responsible for developing and offering a broad program of education and training in the theory and application of electronics, Amateur Radio practice and lore so as to fulfill the corporate purpose and improve the skills of members and trainees. He/she shall foster an effective liaison with citizens in the community who constitute a large resource of potential radio amateurs.

Operations Coordinator.

The Operations Coordinator shall be responsible for on-the-air operations of the Club and its members - including network, bulletins, contests; and for the construction, purchase, installation and maintenance of the Club's radio and technical equipment.

Public Relations Coordinator.

The Public Relations Coordinator shall be responsible for fostering mutual

understanding, cooperation and membership in the American Radio Relay League, communicating the needs and views of the Club to the ARRL, FCC and government within the limitations of the Club's non-profit status; encouraging individual and corporate charitable contributions; establishing the Club's objectives and long-range programs, and acting in liaison with other amateur radio organizations on matters of common interest.

Technical Coordinator.

The Technical Coordinator shall be responsible for Club efforts in maintaining a high level of technical knowledge and skill within the Club and be a resource available to the Club and member stations to maintain their equipment's technical performance characteristics. He/she shall be the Club representative to other amateur organizations and the community on technical matters such as radio and television interference and QRM.

Social Coordinator.

The Social Coordinator shall be responsible for planning, organizing and conducting social activities for the Club. He/she shall assist and coordinate with the Vice-President in implementing these responsibilities and serve as chairperson of the social committee.

Section 2: Additional Duties of Officers

Duties of Officers shall include responsibility for performing other functions as provided for Directors under ARTICLE V, Section 1 above.

Section 3: Term of Office.

Each Officer shall hold office for one year from the first day of January to the last day of December. The President may not serve more than two consecutive terms.

Section 4: Vacancies.

A vacancy in any office shall be filled by special election at the first regular meeting following the meeting at which the withdrawal or resignation is announced. The Board will present a slate for this election and will temporarily fill this vacancy by appointment if deemed necessary. Additional nominations may be made from the floor.

ARTICLE VII. ELECTIONS

Section 1: Officers and Directors shall be elected by a majority vote of the full members in good standing present at the November Club meeting, or if a quorum is not present, then at the next regular or special meeting called for the purpose.

Section 2: A nominating committee shall meet prior to the election to consider and submit the names of qualified candidates for nomination at the October Club meeting and to voting members in writing in advance of the election. Additional nominations may be made from the floor.

Section 3: Removal or Resignation.

Any Officer or Director may be removed from office by an affirmative vote of two-thirds of the voting members present at any regular meeting. Any Officer or Director may resign by written notice. Acceptance of such notice is not necessary to make it effective.

ARTICLE VIII. STANDING COMMITTEES

The President shall establish, with the approval of the board, such Standing Committees as are necessary to conduct the affairs of the Club. Among these shall be:

A Ways and Means Committee for financial planning and financial review. This committee's duties shall include the inspection of detailed financial books and records annually or more frequently as deemed necessary.

A Program Planning Committee which is responsible for planning, organizing and implementing a balanced calendar of talks, demonstrations, entertainment, tours, bazaars, Club and League business and other activities throughout the year including regular monthly meeting nights, so as to cater to the interests and needs of the general membership.

A Social Committee for the planning and organizing of social activities for the Club.

ARTICLE IX. APPOINTMENTS

The President may appoint, with the concurrence of the Board, such committee chairpersons, committee members and such other appointive officers as may be deemed advisable, with such responsibilities and for such terms as may be determined. Such appointments may be, but need not be, members of the Board.

ARTICLE X. TRUSTEES

Section 1: The Board shall appoint such Trustee(s) as shall be necessary to conduct negotiations with the Federal Communications Commission on any matters pertaining to the issuance and maintenance of amateur radio station licenses issued to the Club. The Trustee(s) shall be responsible for the Club's compliance with the rules and regulations prescribed by the Federal Communications Commission relative to the operation of the Club's radio station(s) and equipment, and shall have sole authority over the use of said equipment by Club members where F.C.C. regulations pertain. Actions of the Trustee(s) shall be under the direction and control of the Board.

Section 2: A Trustee shall hold office until the expiration date of the Club station license for which he/she is responsible, or until he/she is no longer willing or able to serve and a successor has been appointed.

Section 3: Removal or Resignation.

Any Trustee may be removed from office by an affirmative vote of two-thirds of the voting members present at any regular meeting. Any Trustee may resign by written notice.

ARTICLE XI. DISBURSEMENT AUTHORIZATION

Checks drawn on any checking and savings account of the Club shall bear the signature of the Treasurer, with knowledge and approval of the President, or of the Vice-President in the absence of the President. In the absence of the Treasurer, the President may sign such checks with the knowledge and approval of the Vice-President. Expenditures shall be accounted for by receipts.

ARTICLE XII. RULES OF ORDER

Robert's Rules of Order shall be used as a guide for governing proceedings of the Club.

ARTICLE XIII. AMENDMENTS

These By-laws may be amended at any regular meeting of the Club by a two-thirds majority of the voting members present, notice of the proposed amendment having been submitted in writing at a previous regular meeting and mailed to each voting member in advance of the meeting at which it is to be voted upon.

NOTE: The changes incorporated herein were adopted by vote of the General Membership at the regular Club meeting on October 8, 1992.

These by-laws were reviewed by the CVARC Board of Directors in 2005.