

**Baltimore  
Amateur  
Radio  
Club  
By-Laws  
2010**

**BY-LAWS**

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**ARTICLE I - ORGANIZATION**

**A. NAME**

The organization shall be known as The Baltimore Amateur Radio Club, Incorporated, which is also known herein and elsewhere as "BARC", "the Club", or "the Corporation".

**B. PURPOSE**

BARC is organized and incorporated according to the laws of the State of Maryland to:

1. Establish a clearing house for ideas so our members shall benefit and the art of radio transmission progress
2. Promote a better relationship between the radio amateur and the general public
3. Assist all seeking knowledge in our art
4. Present a united front against all who knowingly or otherwise may be acting to injure or retard our art
5. Raise operating standards.

**ARTICLE II - MEMBERSHIP**

**A. GENERAL**

1. Membership in BARC is available to anyone without regard to race, creed, color, sex, sexual orientation, national origin or disability of the applicant.
2. An Applicant or Member has the total discretion to choose the Membership Classification he or she wants and for which he or she meets the prerequisites.
3. A person can hold a BARC membership in only one Membership Classification at a time.
4. A Membership Year shall be the 12 month period between November 1 of one year and October 31 of the next year.

## B. MEMBERSHIP CLASSIFICATIONS

BARC memberships are classified as follows:

### 1. REGULAR

- a. This Classification is available to anyone holding a valid amateur radio operator license issued by any legally constituted country.
- b. Regular members hold all voting rights and privileges.

### 2. RETIRED

- a. This Classification is available to anyone who meets all of the following prerequisites:
  - (1) Meets the conditions for Regular membership
  - (2) Has attained the age of 65 years old as of the date of application.
- b. Retired members have all the rights and privileges contained with Regular membership.

### 3. STUDENT

- a. This Classification is available to anyone who meets all of the following prerequisites:
  - (1) Meets the conditions for Regular membership
  - (2) Is a full-time student attending any accredited educational institution recognized by the State of Maryland.
- b. Student members have all the rights and privileges contained with Regular membership.

### 4. FAMILY

- a. This Classification is available to anyone who meets all of the following prerequisites:
  - (1) Meets the conditions for Regular membership
  - (2) Resides at the same street address as an existing Regular member in good standing with BARC

- (3) Is a member of the same family as that Regular member.

- b. Each Family member has all the rights and privileges contained with Regular membership.

- c. Any member of the family of a Regular member who does not meet the conditions for Regular membership is eligible to be an Associate member.

### 5. NEW LICENSE

- a. This Classification is available to anyone who meets all of the following prerequisites:

- (1) Meets the conditions for Regular membership

- (2) Has obtained his or her license after the beginning of the current Membership Year.

- b. A New member has all the rights and privileges contained with Regular membership, except that the New member may not hold office or serve on the Executive Board.

- c. The New Membership Classification can only be granted once to a member.

- (1) A member's inclusion in the New Membership Classification expires at the beginning of the next Membership Year.

- (2) Upon the expiration of a member's eligibility for the New membership Classification, the member will be classified and invoiced as a Regular member, unless the member applies for and is admitted into another Membership Classification.

### 6. ASSOCIATE

- a. Associate membership is available to anyone who does not hold a valid amateur radio license, or who qualifies for another Membership Classification but does not wish to have that Classification.

- b. The President, after receiving the advice of the Executive Board, may grant an Associate member temporary privileges.

- (1) Temporary privileges, as defined by the Executive Board for each Associate member, are granted only by the President or his or her designee.

(2) Temporary privileges shall automatically expire with the expiration of the term of office of the issuing President; however, renewal and/or an extension may be granted by the incoming President after approval of the Executive Board.

c. Associate members cannot vote, hold office or serve on the Executive Board.

**C. MEMBERSHIP DUES AND FEES**

The Executive Board, with the approval of the membership at any regularly scheduled Business Meeting, shall annually establish the Dues and Fees to be charged BARC members and applicants. Such Fees and Dues can include, but are not necessarily limited to, the following:

**1. INITIATION FEE**

a. This fee can be assessed only once, upon an Applicant's initial application for membership in any Membership Classification, other than the New Membership Classification.

b. The Executive Board may not assess an Initiation Fee for the New Membership Classification.

c. The Executive Board may not assess an Initiation Fee for the movement from one Classification to another, other than a movement from the New Membership Classification.

**2. DUES**

a. There shall be a Dues amount established for each Membership Classification and within the following parameters:

(1) The Executive Board shall ensure that the Dues established for the following Classifications shall be less than the Dues established for the Regular Membership Classification:

- (a) Retired
- (b) Student
- (c) Family
- (d) Associate

(2) The Executive Board must establish a \$0 Dues amount for the

**New Membership Classification.**

(3) Any member who meets all of the following prerequisites is exempt from the payment of Dues:

(a) Applies for inclusion in the Associate Membership Classification, and

(b) Meets the prerequisites for Retired membership, and

(c) Has been a member in good standing for a minimum of five (5) consecutive Membership Years prior to application for Associate membership.

b. Membership dues shall be assessed annually and are payable during the renewal period of September through October.

**3. EXEMPTIONS**

a. The Executive Board may exempt any Member or Applicant from the payment of Dues and Fees when the payment of such Dues and Fees would be a hardship on the Member or Applicant.

b. Such an exemption:

(1) Can be made only on a case by case basis

(2) Is valid only during the membership year for which it is made

(3) Does not require the approval of the membership.

**D. MEMBERSHIP APPLICATION**

1. Anyone wanting to join the BARC may apply for membership by submitting to the BARC Membership Committee a fully completed, dated and signed membership application, along with any necessary documentation, dues and fees required in the Application.

a. Each Applicant wishing to join BARC under any Classification other than Regular or Associate is solely responsible for supplying with his or her application such evidence as will verify to the satisfaction of the Membership Committee the Applicant's eligibility to be included in the requested Membership Classification.

b. For the New Membership Classification specifically, the Applicant must supply a copy of either a valid:

### (1) FCC Amateur Radio License

- (2) Signed and dated Certificate of Successful Completion (CSCE)
2. The Membership Committee shall verify the information PRIOR to acceptance of the application for membership.
3. Once this check is completed, and barring the discovery of any incorrect or false information, the Membership Committee shall notify the applicant that he or she is admitted to membership.
4. Any Member who wishes to change his or her Membership Classification, other than from the New Membership Classification, may do so at any time with the approval of the Membership Committee.
  - a. The member making such a change must pay 100% of the Dues and Fees for the changed membership Classification. The member will be credited for the changed Membership Classification with 100% of the Dues and Fees paid for the current Membership Year under the prior Membership Classification.
  - b. The member will receive no credit or rebate of previously paid Dues or Fees under the prior Membership Classification that exceed the amount of the Dues and Fees needed for the changed Membership Classification.

### E. MEMBERSHIP FORFEITURE AND REINSTATEMENT

#### 1. WAYS TO FORFEIT

- A member can forfeit his or her membership in one of the following ways:
- a. Member Declaration  
A member can forfeit his or her membership by so notifying the Membership Committee in writing.
  - b. Non-Payment Of Dues Or Fees
    - (1) A member who does not pay his or her Dues within one month after the beginning of the Membership Year automatically forfeits his or her membership.
    - (2) A member who does not pay a Fee assessed against him or her within 14 days after being sent a written notice of such assessment automatically forfeits his or her membership.

### c. Loss Of License

- (1) A member who loses his or her Amateur Radio License automatically forfeits his or her inclusion in any Membership Classification other than the Associate Membership Classification.
  - (2) If the member upon losing his or her Amateur Radio License wishes to move to the Associate Membership Classification, he or she should so notify the Membership Committee.
- ### d. Interference With The Fulfillment Of BARC's Purpose
- A member who knowingly performs one or more acts that seriously interfere with BARC fulfilling the purpose for its existence as stated in ARTICLE I of these Bylaws can be removed from any and all Membership Classifications upon the unanimous vote of the Executive Board to do so and after all appeals are exhausted. Such serious interference includes, but is not limited to, a serious violation of club practices or procedures.
- (1) Either a single member of the Executive Board or a group of at least five BARC members in any of the Membership Classifications may make to the Executive Board a written and signed accusation of knowing misconduct by another member that is serious enough to warrant expulsion from BARC. Such written accusation shall include credible evidence to support the accusation.
  - (2) The Executive Board shall discuss the matter in closed session to determine whether the accusation appears to be of a serious act worthy of further investigation and whether the evidence submitted supports the accusation.
  - (3) If the Executive Board by a simple majority of a Board quorum at that closed session determines that the matter is not serious enough to warrant further action or the evidence is not sufficient to support the accusation, the Board shall notify the accusers of its decision. The matter shall be closed and cannot be reopened except by another written accusation.
  - (4) If the Executive Board by a simple majority of a Board quorum at that closed session determines that the matter is worth further investigation and that the evidence appears to support the accusation, the Board shall take the following actions:
    - (a) The Executive Board shall send the accused member by certified

mail, return-receipt requested a written notification of the accusation of misconduct that shall include:

- (i) A copy of the written and signed accusation of misconduct along with a copy of all presented evidence, and
  - (ii) The date and time of an Executive Board Meeting at which the accusation will be discussed, and
  - (iii) An invitation to appear at that Executive Board meeting in closed session to defend him or herself against the accusation, and
  - (iv) A notice that the member can bring one person as counsel to the meeting, and
  - (v) A notice that the member can, at least 14 calendar days before the Meeting, require that the Board request, but not compel, the accuser(s) to attend the Meeting, and
  - (vi) A notice that the member can choose to have the Executive Board meet in open, rather than closed, session.
- (b) At the defense meeting of the Executive Board:
- (i) The accused member shall be given reasonable opportunity to rebut the accusation, including the opportunity to question the accusers, and
  - (ii) The accused member can be questioned by the Executive Board
  - (c) When the Executive Board has decided that it has enough testimony to make a decision, regardless of whether the accused member has appeared, the Board shall decide whether to forfeit the accused's membership.
  - (d) To decide to forfeit the accused's membership, the Executive Board must decide by UNANIMOUS vote of a Board quorum that:
    - (i) The accused member is guilty of the alleged misconduct, and
    - (ii) The accused member intended to do the misconduct, and
    - (iii) The misconduct seriously interferes with BARC fulfilling the purpose for its existence as stated in ARTICLE I of these Bylaws
  - (e) If the Board does not come to a UNANIMOUS decision against the accused member, the Board's decision automatically becomes that the

accused does not forfeit his or her membership, and the Board shall by certified mail, return-receipt requested give both the accused and the accusers a written notification of its decision.

- (f) If the Board decides by UNANIMOUS vote of a Board quorum that:
- (i) The accused member is guilty of the alleged misconduct, and
  - (ii) The accused member intended to do the misconduct, and
  - (iii) The misconduct seriously interferes with BARC fulfilling the purpose for its existence as stated in ARTICLE I of these Bylaws, the Board shall by certified mail, return-receipt requested, give the accused a written notification that also contains all of the following information:
    - (iv) The Board's decision
    - (v) That his or her membership has been forfeited, effective as of the date of the Board's decision
    - (vi) The consequences of forfeiture, as stated in these Bylaws
    - (vii) The appeal process.
  - (5) If the accused wishes to appeal the Board's decision, he or she must do so within 30 calendar days of receiving the Board's written decision.
    - (a) The accused shall notify the Executive Board that he or she wishes to appeal at a Membership business meeting of the accused's choice to appeal the Board's decision.
    - (b) At that meeting, the President, or other Executive Board member of his or her choosing, will explain to the members the accusation, evidence and decision made against the accused.
    - (c) The accused shall make his or her rebuttal and can call witnesses from those members present.
    - (d) When the accused has finished his or her rebuttal, the members of the Club shall decide by a two-thirds majority vote of the quorum present at that meeting whether to overturn the Executive Board's decision.
    - (e) If the Board's decision is not adopted, the accused's membership will be reinstated as if it had never been forfeited.

- (f) If the Board's decision is adopted, no further action need be taken.
- (6) The process and procedures stated in this subarticle, "Interference With The Fulfillment Of BARC's Purpose" can be changed on a case by case basis by the mutual consent of the Executive Board and the accused member. A modification of the Bylaws is not needed before such changes can be used in a particular case.

## 2. FORFEITURE CONSEQUENCES

A member who forfeits his or her membership, voluntarily or not:

- a. Is no longer a member of BARC
- b. Will receive no credit or rebate of previously paid Dues or Fees
- c. MUST IMMEDIATELY turn over any and all records, assets, equipment, and information belonging to, or necessary for the continuing activities of, BARC.

## 3. REINSTATEMENT

A member who forfeits his or her membership, voluntarily or not, may be reinstated in the following ways:

- a. If the member forfeits his or her membership for any reason other than by the vote of the Executive Board:
  - (1) That member will be reinstated at his or her previous Membership Classification by paying any outstanding Dues and Fees for the current Membership Year, and
  - (2) That member's reinstatement shall be retroactive to the beginning of the current Membership Year; therefore, the member will be due no credit or rebate.
- b. If the member forfeits his or her membership by the vote of the Executive Board:
  - (1) The former member may request that the Executive Board allow him or her to become a member again.
  - (2) The Executive Board may allow the former member to rejoin BARC upon a unanimous vote of a Board quorum.

- (3) If the Executive Board allows readmittance, the Board must state the conditions under which readmittance is allowed, such as the payment of current or past dues.

## F. MEMBERSHIP VOTING

There are two classifications of voting rights:

### 1. VOTING MEMBER

Any person who has membership in any Membership Classification other than the Associate Membership Classification can vote on any issue that requires the vote of the membership.

### 2. NON-VOTING MEMBER

Any person who is in the Associate Membership Classification may not vote on any issue.

## G. MEMBERSHIP MEETINGS

1. The President shall hold regularly scheduled Membership meetings each calendar month.
2. The days, times, and places of each meeting will be set by the Executive Board after consultation with, and approval by, the membership.
3. Normally, two meetings or other activities shall be held each calendar month.
4. Unless the Executive Board otherwise decides because of urgent business that needs Membership attention or a program opportunity, one meeting shall be devoted to Club business and the other shall be devoted to activities or programs of interest to the membership.
5. Prior notice of the meeting schedule shall be made in The Modulator, or, when short notice is required, by any other means that has a reasonable, inexpensive opportunity of communicating with the most members.
6. A quorum at any regularly scheduled Club meeting shall consist of the voting members present.
7. In the absence of a quorum, no action taken in the name of the Executive Board shall be valid.



8. All meetings shall be conducted in accordance with the latest version of Robert's Rules Of Order, as revised and amended.

9. The Annual Meeting of the Club shall be the meeting at which elections are held for the Club's Officers.

### **ARTICLE III – EXECUTIVE BOARD**

#### **A. AUTHORITY AND RESPONSIBILITY**

1. The governing body of BARC is the Executive Board.
2. The Executive Directors shall manage and control the affairs, funds and properties of BARC and shall have the authority to take such action in matters of policy and procedure as, in its judgement, will best promote the interests and welfare of BARC.

#### **B. COMPOSITION**

1. The Executive Board shall consist of the following 7 Officers, all of whom have voting power on the Board:

- a. President
- b. Vice-President
- c. Treasurer
- d. Secretary
- e. Three At-Large Members

2. The following positions are ex-officio members of the Board, but do not have voting power on the Board:

- a. Repeater Committee Chair, or the Chair's designee
- b. Greater Baltimore Hamboree and Computerfest Chair, or the Chair's designee

#### **C. MEETINGS**

1. Executive Board meetings are to be open to all BARC members, unless a meeting concerns the forfeiture of an identified member's membership or the removal of an Executive Board member.
2. Except as allowed for an emergency Budget modification elsewhere in these Bylaws, the President or any three members of the Executive Board may call an Executive Board meeting.

3. Whoever calls the Executive Board meeting must give the Board members at least one week's notice, except when such advance notice is not practical.

a. The notice shall contain the date, time and place of the meeting.

b. The notice can be given by mail, email, voice messaging or talking to the Board member.

4. Except as allowed for an emergency Budget modification elsewhere in these Bylaws, whoever calls the Executive Board meeting must make a reasonable effort to give the BARC Membership at least one week's notice of a pending Executive Board Meeting, except when such advance notice is not practical.

a. The notice shall contain the date, time and place of the meeting.

b. Reasonable effort at a minimum will consist of posting a notice of the upcoming meeting on the door of BARC's Radio Room.

5. A meeting quorum shall consist of a simple majority of the members of the Executive Board.

6. In the absence of a quorum, no action taken in the name of the Executive Board shall be valid.

### **ARTICLE IV - OFFICERS**

#### **A. POSITIONS**

The Officers of the Corporation shall be:

1. PRESIDENT
2. VICE-PRESIDENT
3. TREASURER
4. SECRETARY
5. THE THREE AT-LARGE MEMBERS

#### **B. TERM OF OFFICE**

1. REGULAR

The term of office for all Officers shall be from the installation of Officers at the first meeting in September of one year to the installation of Officers at the first meeting in September of the next year.

## 2. VACANCY

### a. President

Whenever the Executive Board determines that the President position is vacant, the Vice-President will automatically assume the President's position for the remainder of that term.

### b. Vice President

Whenever the Executive Board determines that the Vice-President position is vacant, the Executive Board will choose a new Vice-President to fill the vacancy for the remainder of the Vice President's term.

### c. Other Officers

Whenever the Executive Board determines that an Officer position other than the President or Vice-President is vacant, the President shall choose a person to fill the vacancy for the remainder of the vacant Officer position's term.

## C. DUTIES

### 1. PRESIDENT

The President shall:

- a. Be the chief executive officer;
- b. Be the Chair of the Executive Board;
- c. Exercise general supervision over the executive affairs of BARC;
- d. Preside at all Membership meetings;
- e. Be an ex-officio member of all BARC committees except the Nominating Committee; and,
- f. Have any other duties or powers which are incumbent upon the office by the provisions of these Bylaws or which may be assigned by the Executive Board.

### 2. VICE-PRESIDENT

The Vice-President shall:

- a. At the request of the President, assist the President in the performance of the President's duties;
- b. In the absence of the President at an Executive Board or Membership meeting, be the presiding Officer;
- c. Perform any duties made incumbent upon the office by the provisions of these Bylaws; and,
- d. Perform such other duties as may be assigned by the President and the Executive Board.

### 3. TREASURER

The Treasurer shall:

- a. Disburse and receive all Club funds as directed by the Executive Board, committee chairpersons, or the Club membership in accordance with the procedures described within these by-laws;
- b. Maintain and keep accurate, current, and detailed records of all financial transactions to which the Club is a party;
- c. Set-up and maintain an effective system to track budget status and projected budget conditions so as to alert the Executive Board as to any potential financial shortfalls that may occur;
- d. Provide, as requested, to the Executive Board or the President a detailed and complete listing of receipts, expenditures, receivables, and liabilities;
- e. As described in these by-laws, provide the Club Equipment Manager with timely information concerning any assets or equipment purchased, leased, lent or borrowed by BARC so that the Club Equipment Manager can accurately track and control any assets BARC may be responsible for managing;
- f. Provide a summary accounting of BARC's finances to the membership at each regularly scheduled Membership meeting;
- g. Make the accounting records available to any BARC member to inspect after making that member aware that he or she may not discuss or otherwise give the information obtained to any non-member or organization;

h. Obtain the permission of the President before transferring, assigning, or giving to any other party the ORIGINAL of any document in the custody of the Treasurer;

i. At the direction of the President, assist other authorized parties in a timely manner, as required, with any audits of Club books, tax issues, and other financial issues that may arise; and,

j. Upon completion of his or her term of office, turn over all materials and documents to the incoming Treasurer in a timely manner.

(1) The incoming Treasurer shall verify the material and when satisfied shall execute a signed receipt to the outgoing Treasurer upon taking custody of this material.

(2) The incoming Treasurer shall give a copy of that receipt to the incoming Secretary to store in BARC's records.

#### 4. SECRETARY

The Secretary shall:

a. Ensure that accurate minutes are created and stored for all Executive Board meetings and all Membership meetings, including the attendance at those meetings;

b. Keep originals or copies, as appropriate, of all correspondence relating to Club business;

c. Keep a copy of all amateur radio licenses issued to the Club;

d. Keep a list of the current name, address, and telephone number of all trustees of the various Club radio systems;

e. Based on information provided by the Club Equipment Manager, keep and maintain an accurate and up-to-date list of all Club owned, leased, or borrowed equipment. The Secretary has the responsibility only to maintain the listing of information. The responsibility for inventorying, tracking, and day-to-day accounting for all Club assets resides with the Equipment Manager, whose duties are described elsewhere in these by-laws;

f. Keep copies of the Club charter and any amendments as well as the past and present Club by-laws and any documents relating to these items;

g. Obtain the permission of the President before transferring, assigning, or giving to any other party the ORIGINAL of any document in the custody of the Secretary;

h. Store and protect in an appropriate manner every document having legal or historical significance to BARC;

i. Upon completion of his or her term of office, turn over all materials and documents to the incoming Secretary in a timely manner;

(1) The incoming Secretary shall verify the material and when satisfied shall execute a signed receipt to the outgoing Secretary upon taking custody of this material.

(2) The incoming Secretary shall store a copy of that receipt in BARC's records.

j. Handle the correspondence of the Club; and,

k. Obtain the permission of the President before issuing any correspondence which may bind, commit, or encumber the Club in any way.

#### 5. AT-LARGE MEMBERS

The At-Large Members shall:

a. Perform any duties made incumbent upon the office by the provisions of these Bylaws; and,

b. Perform such other duties as may be assigned by the Executive Board.

#### D. ELECTION OF OFFICERS

##### 1. NOMINATION

a. The presiding Officer, at the first Membership meeting in April, shall appoint a Nominating Committee.

(1) The Committee shall consist of three (3) members who are not current members of the Executive Board.

(2) The Committee members shall select one of themselves to be the Chairperson.

b. Prior to the first regularly scheduled Membership meeting in May, the

Nominating Committee shall attempt to find candidates to run for election to one or more of the Officer positions.

c. Any member, except Associate and new members, who has been a member of BARC for at least one year by the date of the first membership meeting in the upcoming September is eligible to run for and hold office.

d. At the first regularly scheduled Membership meeting in May, the Chairperson of the Nominating Committee shall announce to the members at the meeting the preliminary list of candidates who have agreed to run for an office.

e. Until the Chairperson of the Nominating Committee closes the nomination process for a particular position at the first regularly scheduled Membership meeting in June, any eligible BARC member may nominate him or herself for any of the offices by informing a member of the Nominating Committee.

f. At the first regularly scheduled Membership meeting in June, the Chairperson of the Nominating Committee shall:

(1) Announce to the members at the meeting the final list of candidates by position who are running for an office and

(2) Close the nomination process for those positions for which there is at least one candidate.

g. For those positions where there is not at least one candidate running, the Nominating Committee shall, without imposing a closing date earlier than July 31, continue to seek candidates and accept nominations from members eligible to hold office.

h. The Chairperson of the Nominating Committee shall arrange for publication in both the July issue of The Modulator:

(1) The list of candidates by position and

(2) A notice announcing the time, date and place of the election.

## 2. ELECTION PROCESS

a. The Chairperson of the Nominating Committee shall run the election at the first regularly scheduled Membership meeting in August.

b. Only those voting eligible members attending first regularly sched-

uled Membership meeting in August can vote. There shall be no absentee or proxy balloting.

c. In the event that there is only one candidate for a particular position, the Chairperson of the Nominating Committee shall declare that candidate the winner of the position in advance of any balloting.

d. For the election of each contested position, balloting shall be done anonymously using a written ballot provided by the Chairperson of the Nominating Committee.

e. The Nominating Committee shall count the votes.

f. The Nominating Committee Chairperson shall inform the members present at the election meeting of the results of the election.

g. The Chairperson of the Nominating Committee shall inform the winning and losing candidates of the results of the election.

h. The Chairperson of the Nominating Committee shall arrange for publication of the results of the election in the September issue of The Modulator.

## 3. INSTALLATION OF OFFICERS

a. Installation of Officers shall take place at the first regularly scheduled Membership meeting in September.

b. The Installation shall occur near the beginning of the meeting with an appropriate, short ceremony in which the incoming President addresses the members present and acknowledges the election results on behalf of all the incoming Officers.

## E. REMOVAL FROM OFFICE

### 1. MEMBERSHIP FORFEITURE

a. Any Officer who forfeits his or her membership is automatically removed from office.

b. Any Officer who forfeits his or her membership may not be reinstated to that office until he or she is re-elected at the next regularly scheduled election.

### 2. ABSENCE

a. Any Officer who is absent from three consecutive Executive Board

meetings is subject to removal from office by a majority vote of a quorum of the Executive Board at the fourth consecutive meeting at which the Officer is absent.

- b. The President shall notify the Officer by registered mail, return receipt requested, of the Officer's removal and the reasons for that removal.
- c. The Officer may appeal the removal using the appeal procedure described under Article II.E.1.d(5).

### 3. INABILITY TO BE BONDED

The Executive Board must remove the Treasurer from office if the Treasurer cannot obtain or retain a Fidelity Bond in an amount that the Board considers reasonable.

## ARTICLE V - FINANCE

### A. FISCAL YEAR

The Corporation's fiscal year shall be the twelve month period from October 1 through September 30.

### B. BONDING

1. The Corporation shall buy a Fidelity bond for the incoming Treasurer in an amount authorized by the Executive Board on which the outgoing Treasurer sits.
2. The Executive Board on which the incoming Treasurer sits may change the amount of the Fidelity Bond.

### C. FINANCIAL AUDIT

1. By November 1 of each year the President shall, with the advice and consent of the Executive Board, hire an independent certified public accountant (CPA) to audit the Corporation's finances for the prior Corporate fiscal year.
2. The contract with the CPA must require that the CPA must give the completed, written and signed audit statement to the President by December 31 of that year.
3. Upon completion of the audit, the President or presiding Officer shall

present the CPA's report to the Executive Board at its first meeting in January.

4. The President or presiding Officer shall present the CPA's report to the Members at the first regular meeting of the Club after the Executive Board's receipt of the report.

## D. BUDGET

### 1. BUDGET ADOPTION

- a. At the first Membership meeting in September, the incoming Executive Board shall submit to the Members present a proposed Budget for the upcoming fiscal year.
- b. The Members may amend the proposed Budget at the meeting.
- c. When the Members close the discussion, voting Members shall decide whether to approve the Budget as amended.
- d. The approved Budget shall serve as the basis for all expenditures for the upcoming fiscal year.

### 2. BUDGET MODIFICATION

#### a. Non-Emergency

At a Membership meeting, any member may move to modify the Budget.

(1) If the modification is seconded, it can be discussed and amended by the Membership.

(2) If the modification is for an amount less than five hundred dollars (\$500.00), the modification may be adopted immediately by the Members by a simple majority vote.

(3) If the modification is for an amount of five hundred dollars (\$500.00) or more, the Members shall decide whether to refer the modification to the Executive Board for final approval.

(a) If the members approve the modification, the Executive Board shall consider the modification at its next meeting. The Board can amend the modification, but ultimately it must decide whether to approve the Budget modification.

(b) If the Board does not amend the modification, the presiding Officer at the next Membership meeting shall report the Board's decision to the Members present.

(c) If the Board does amend the modification, the presiding Officer at the next Membership meeting shall inform the Members of the Board's action.

(i) After discussion, but without further change, the Members shall approve, disapprove, or refer the modification back to the Board for further consideration of the Member's concerns.

(ii) If the modification is referred back to the Executive Board, the Board shall consider the modification at its next meeting. The Board can amend the modification, but ultimately it must decide whether to approve the Budget modification.

(iii) The presiding Officer at the next Membership meeting shall inform the Members of the Board's action.

(iv) After discussion, but without further change, the Members shall approve, disapprove, or refer the modification back to the Board for further consideration of the Member's concerns.

b. Emergency

(1) Under \$500

(a) Any Officer may expend up to \$500 without prior consultation with another Officer in order to mitigate serious damage to the Corporation's property.

(b) That Officer shall provide the Executive Board at its next meeting with a written record describing the:

(i) Serious damage occurring to the property,

(ii) Actions taken to mitigate the damage, and

(iii) Cost to date of those actions.

(c) That Officer shall provide the Secretary with a legible copy of the written record for inclusion in the Board's records.

(2) \$500 And Above

The Executive Board may, without reference to the budget and by a

simple majority vote, approve expenditures it considers necessary to protect the Corporation's property, its tax-exempt status, or to provide public service required as a result of a disaster.

(a) The Officer who is aware of the emergency must call an emergency meeting of the Executive Board. If circumstances do not permit a meeting of the Executive Board, he may poll the Board members individually by telephone or other means.

(b) The Budget will be modified and the emergency expenditure authorized upon an affirmative vote of a simple majority of the Executive Board.

(c) The Officer initiating an emergency Budget modification shall create a written record describing the:

(i) Emergency modification request,

(ii) Board discussion, and

(iii) Board decision.

(d) That Officer shall provide the Secretary with a legible copy of the written record for inclusion in the Board's records.

(3) Membership Notification

The presiding Officer at the next Membership meeting shall inform the members present about the emergency Budget modification in detail.

## E. EXPENDITURES

1. A Member may incur expenses on behalf of the Corporation only to the extent he or she has been authorized by an Officer to do so, and only in an amount that does not exceed the budget figure for those goods or services being purchased.

2. All checks issued by the Club are normally signed by the Treasurer.

3. If the Treasurer is unavailable, another member whose signature is on the account's signature card may sign checks.

4. A check cannot be issued to the person signing it.

5. Unless the President otherwise prohibits, the Treasurer has the authority to pay any monthly recurring expenses in the absence of an ap-

proved Budget.

## **ARTICLE VI - COMMITTEES**

### **A. STANDING COMMITTEES**

The following standing committees shall be established within the Club:

1. HAMBOREE
2. MEMBERSHIP
3. PROGRAM
4. PROPERTY INVENTORY
5. PROPERTY AUDIT
6. PUBLICATION
7. PUBLICITY
8. PUBLIC SERVICE
9. RECORDS
10. REPEATER
11. TRAINING

### **B. STANDING COMMITTEE APPOINTMENTS**

#### **1. CHAIRS**

- a. Each Committee shall have a Chairperson.
- b. The President shall appoint each Chairpersons.
- c. The Chairperson shall serve at the pleasure of the President or until the Chair resigns, whichever event happens first.

#### **2. COMMITTEE MEMBERS**

Each Chairperson, with the advice and consent of the President, shall appoint the members of their respective committees.

### **C. STANDING COMMITTEE DUTIES**

The duties and responsibilities of each Standing Committee shall be stated by the Executive Board in the BARC Operating Manual.

### **D. OTHER COMMITTEES**

1. NOMINATING COMMITTEE

The formation, duties, and responsibilities of the Nominating Committee are stated in Article IV.D of these Bylaws.

## **2. AD HOC COMMITTEES**

The President or the Executive Board can create such other Committees as may be needed occasionally to perform various tasks of value to the Club.

## **ARTICLE VII - AMENDMENTS TO THE BYLAWS**

- A. Any voting member may propose an amendment to these By-laws.

The proposal must be:

1. Written,
2. Signed by ten voting members of the Club, and
3. Conveyed to the President at any time or to the presiding Officer at any meeting who shall arrange for the President or a presiding Officer to present the proposed amendment to the Executive Board.
- B. At the meeting of the Executive Board following the reception of the proposal by the President or presiding Officer, whichever is earlier, the President or presiding Officer shall present the proposed amendment to the Executive Board.

1. The Executive Board shall discuss the proposed amendment and may modify it as is the Board sees fit.
2. The Executive Board shall recommend whether the proposed amendment, as it may have been modified, be adopted or rejected by the Membership.
  - a. The Executive Board may postpone making its recommendation for one month if the Board decides that it needs more time to investigate the implications of the proposed amendment or to develop the appropriate wording.
  - b. If the Board postpones making its recommendation, the presiding Officer at the next Membership meeting after the Board postponement shall tell the Members at the meeting about:
    - (1) The proposed amendment and

approval by the Membership.

- E. At the Membership meeting when the vote on the proposed amendment occurs, a vote in favor of the proposed amendment by two thirds of the quorum is required to adopt it.
- F. If the Membership adopts the amendment, the amendment shall become effective immediately unless the amendment contains a specifically stated effective date that is different from the date on which the amendment is adopted.
- G. After the Membership has taken action on the amendment, the Secretary shall arrange for publication of the results of that action in the next issue of The Modulator.

#### ARTICLE VIII - DISSOLUTION OF THE CLUB

- A. Upon dissolution of the Corporation, the Executive Board or its designee shall dispose of the assets of the Corporation after paying, or making provisions for payments, of all liabilities of the Corporation.
- B. The Executive Board shall, in compliance with the applicable State and Federal laws, distribute or dispose of the assets of the Corporation by transferring or conveying such assets, or the proceeds of the sale, to another corporation or organization that is organized and operated exclusively for charitable, educational, or scientific purposes and that is an exempt corporation or organization under Section 501(c)(3) of the Federal Internal Revenue Code as may have been amended.
- C. In the event the Executive Board or its designee fails or is unable to distribute the assets in accordance with the provisions of this Article within 60 days after the dissolution of the Corporation, any Member may petition a court of appropriate jurisdiction to assume jurisdiction over the assets and accomplish a distribution in accordance with the intent and purpose of this Article.

(2) The reason for the postponement.

C. When the Board makes its recommendation, the presiding Officer at the next Membership meeting shall:

1. Tell the Members at the meeting about:
  - a. The proposed amendment,
  - b. The Board's recommendation, and
  - c. The reason for that recommendation.
2. Allow the Members to discuss the proposed amendment.
3. If the presiding Officer decides that the Members' concerns are substantial, the Officer can withdraw the proposed amendment and refer it back to the Executive Board for further consideration at its next meeting. The Board can, but is not compelled to, modify the proposal and its recommendation for presentation at the next Membership meeting.
- D. After the presentation to the Membership at the Meeting, the Secretary shall arrange for publication in the next issue of The Modulator:
  1. A final copy of the proposed amendment;
  2. Comments from any Member received by The Modulator by the usual closing date for the receipt of material for The Modulator;
  3. The Executive Board's recommendations and comments on the proposed amendment; and,
  4. The date, time and place of the Membership meeting when the Membership present can approve or disapprove the proposed amendment. That date shall be no earlier than 2 weeks after the publication date of the Modulator.
5. If the amendment states a specific effective date, the Secretary shall change the effective date to the date when the Membership will vote on the proposed amendment unless:
  - a. The amendment specifically states that the amendment is retroactive to the specific date stated in the amendment or
  - b. The effective date stated in the amendment is later than the date of