BY-LAWS OF

CHESAPEAKE AMATEUR RADIO SERVICE, INC.

ARTICLE I

Section 1. Eligibility. There shall be one class of membership of the Club as part of the Corporation. However, there shall be two dues rates for members. The club will allow affiliates to participate in its activities to the extent described below.

The class of membership, differentiated by dues rates, shall be:

A) Regular member- a person holding an amateur radio license, no age restriction, and paying current dues shall have full membership and voting privileges.

B) Family member- Family members who hold an amateur license, no age restriction, and are living in the same residence as a regular member may join with reduced dues. Family members may join at one-half (50%) of the dues of a regular member, and shall have all the privileges of members paying full dues.

Affiliates are:

A) Associates - Persons working toward their amateur license or persons interested in the activities of the club may participate without voting privileges. Affiliates shall pay dues at the one-half (50%) of the rate for regular members.

B) Emeritus Members – a status granted by the Board of Directors for past services to the club. These affiliates are not required to pay dues. These affiliates have the same privileges as an associate.

Section 2. Acceptance of Membership. Each applicant for membership shall apply in person at a regular meeting by completing a written application form. The applicant shall state his/her name, address, and amateur experience to the members present. The Board of Directors will review the application. At the next general membership meeting, the Board will recommend whether to accept the application. Then, the members present, if the number constitutes a quorum, will vote to accept/reject the application. If the application is accepted, the new member shall submit dues payable for the current year on a quarterly prorated basis.

Section 3. Voting. Each regular/family member shall have one vote at any membership meeting at which he/she is present. Proxy voting will not be permitted at any membership meeting or election. No member may vote if his/her dues have not been paid for the current year.

Section 4. Dues. The Board of Directors shall set the annual membership dues. Dues shall be prorated on a quarterly basis for new members from the start of the club's fiscal year.

Section 5. Meetings.

Regular Meetings:. Regular meetings shall be held monthly. Meetings will be held on a fixed day each month (e.g. the first Monday). If the meeting date is changed in any month, the Secretary shall notify all members of the change by email or US mail for those members who don't have email capability. This notification shall be made no less than 10 days prior to the regular meeting date. The October meeting shall be the annual membership meeting required to conduct the business of the corporation and present annual reports required by Virginia law governing corporations.

Special Meetings: Special membership meetings may be called by the President, or by a majority vote of the members of the Board, and shall be called by the Secretary upon the receipt of a petition signed by at least fifty percent (50%) of the Regular members of the Club who are in good standing. Written notice of such a meeting shall be emailed/mailed by the Secretary at least ten (10) days prior to the date of the meeting, and the notice shall state the purpose of the meeting and no other business shall be transacted.

Quorum: The quorum for conducting business at membership meetings shall be twenty percent (20%) of the club members. Affiliate members do not participate in voting.

Place, Date, and Hour: All meetings of the Club, whether of the membership or Directors, shall be held in the Commonwealth of Virginia at such place, date, and hour as may be designated by the person(s) authorized to call such a meeting.

Section 6. Termination of Membership.

Resignation: Any member in good standing may resign from the Club upon written notice to the Secretary

Non-Payment of Dues: A member will be terminated if the member's dues remain unpaid ninety (90) days after the first day of the fiscal year; however, the Board may grant an

additional thirty (30) days of grace to delinquent members in meritorious cases. In no case, may a person vote at any meeting or election if his/her dues are not paid as of the date of the meeting. The Treasurer shall notify members 30 days prior to being terminated for non-payment of dues of their impending loss of membership.

For Cause: Members may be terminated for cause. A member shall only be terminated for cause in the event of egregious or malicious conduct. The Board shall recommend termination for cause, specifying the reason(s), and the membership shall vote to accept or reject the Board's recommendation.

ARTICLE II

DIRECTORS AND OFFICERS

Section 1. Board of Directors. The Board shall be comprised of the President, Vice-President, Secretary, Treasurer, Communications Officer, and the immediate Past President, all of whom shall be members in good standing, of legal age, and a licensed amateur radio operator. All officers (except the immediate Past President) shall be elected for terms of one year at the October membership meeting and shall serve until their successors are duly elected. The Board of Directors shall be the governing and controlling body of the Corporation and shall serve on the board as elected by the membership.

Section 2. Officers. The officers of the Corporation, consisting of the President, Vice-President, Secretary, Treasurer, Communications Officer, and immediate Past President, shall serve in the respective capacities both with regard to membership and its meetings and the Board and its meetings.

The President shall preside at all meetings of the membership and of the Board and shall perform such other duties as are incident to his/her office or are properly required of him/her by the Board of Directors.

The Vice-President shall exercise the authority of the President in his absence and perform such duties as may be assigned to him by the President or the Board of Directors.

The Secretary shall be responsible for recording the minutes of the membership and Board meetings and maintaining such other records as may be required of him/her by the President or the Board. He/she shall have charge of the correspondence, notify members of meetings, notify new members of their election to membership, notify officers and directors of

their election to office, keep a roll of the members with their addresses, and carry out such other duties incident to his office as the President may request or the Board assign.

The Treasurer shall collect and receive all moneys due or belonging to the Corporation and the Club. He shall deposit funds in a bank designated by the Board in the name of the Corporation and the Club. His/her books shall at all times be open to inspection by the Board and he/she shall report at every meeting on the condition of the finances of the Corporation and the Club and every item of receipt or payment not before reported; and at the annual membership meeting he/she shall render an account of all moneys received and expended during the previous fiscal year. There shall be an annual audit of books as directed by the Board.

The Communications Officer shall be in charge of the club property, maintain the radio equipment and the radio shack in good operating condition and maintain records for insurance coverage and FCC requirements and compliance for the W4CAR radio shack. The Communications Officer will maintain a list of qualified operators that may use the club equipment and maintain the security of the equipment and radio shack.

The same person may hold the offices of Secretary and Treasurer simultaneously.

Section 3. Elections. The candidate receiving the majority of votes for each office shall be declared elected. If there are more than two candidates for an office and none receives a majority of the votes, then there will be a runoff between the two candidates receiving the most votes.

Section 4. Meetings.

Regular. Regular meetings of the Board of Directors shall be held monthly. Written notice of each such meeting shall be emailed by the Secretary at least five (5) days prior to the date of the meeting.

Special. Special meetings of the Board may be called by the President, and shall be called by the Secretary upon the receipt of a written request signed by at least fifty percent (50%) of the Board. Written notice of such meeting shall be emailed by the Secretary at least five (5) days and not more than ten (10) days prior to the date of the meeting. The notice shall state the purpose of the meeting and no other business shall be transacted thereat.

Quorum. A quorum for a meeting of the Board shall be a majority of the Board.

Vacancies. Any vacancies occurring on the Board or among the officers during the year shall be filed for the un-expired term of office by a majority vote of the Board at its first

regular meeting following the creation of such vacancy, or at a special Board meeting called for that purpose; except that a vacancy in the office of President shall be filled automatically by the Vice-President, and the resulting vacancy in the office of Vice-President shall be filled by the Board.

ARTICLE III

COMMITTEES

Section 1. In addition to the Nominating Committee, the Board may arrange for an executive or steering committee to be appointed by the Board or elected by the membership, and the Board may each year appoint standing committees to advance the work of the Corporation and the Club in other projects, coordination of communication projects with other organizations that have been approved by the Board or are required by existing agreements. Such committees shall always be subject to final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

Section 2. Any committee appointment may be terminated by majority vote of the full membership of the Board upon ten (10) days written notice to the appointee; and the Board may appoint successors to those whose services have been terminated.

ARTICLE IV

GENERAL PROVISIONS

Section 1. Calendar. The fiscal year of the Corporation and the Club shall begin on November 1st and end on October 31st of each year.

Section 2. Amendments. Amendments to the Articles of Incorporation may be proposed by a resolution of the Board of Directors and shall be submitted to the membership at a regular or special meeting. A copy of the resolution must accompany the notice of the meeting and such notice shall be given at least twenty-five (25) but not more than fifty (50) days prior to the meeting. The proposed amendment shall be adopted upon receiving at least two-thirds (2/3) of all votes entitled to be cast.

Proposals to amend the By-Laws may be made by a majority vote of the Directors at any meeting at which a quorum is present, provided ten (10) days advance notice is given to the Directors of any proposed amendment. Proposals to amend the By-Laws made by the Board of Directors shall not become effective until approved by a vote of the majority of the members

present at a regular or special meeting at which a quorum is present. Members shall be provided notice of the vote to amend the By-Laws at least ten (10) days prior to a regular meeting and the notice will contain a summary of the proposed amendments.

ARTICLE V

DISSOLUTION

The Corporation or Club may be dissolved at any time by recommendation of the Board of Directors approved in writing by more than two-thirds (2/3) of the members in good standing. In the event of the dissolution of the Corporation or Club, whether voluntary or involuntary or by operation of law, none of the assets of the Corporation or the Club shall be distributed to any member; but after payment of all lawful debts of the Corporation or the Club, its property and assets shall be given to a charitable organization(s) of the kind described in Chapter 501(c)(3) of the Internal Revenue Code, as amended, such organization(s) to be selected by the Board of Directors

.

(ORIGINAL) THESE BY-LAWS WERE ADOPTED BY THE BOARD OF DIRECTORS OF THE CORPORATION AS OF FEBRUARY 15, 1991.

CHESAPEAKE AMATEUR RADIO SERVICE, INC.

Original Signed by George King (then) President

A Certificate of Incorporation was issued by the Virginia State Corporation Commission on October 23, 1990

CHANGES: November 2, 1998

Due to the State Corporation Commission changing the Annual Corporation Reporting Schedule to the month of the of incorporation, this has resulted in the need to make the following By-Law Changes:

1. Article I, Section 5. delete the word "January" and replace it with "October". Due to the required reporting month now being October, the new officers need to be elected at an October Annual Meeting and reported during this period.

2. Article II, Section 1. delete the word "annual" and replace it with "October". Due to the required reporting month now being October, the new officers need to be elected and reported during this period.

3 Article IV, Section 1 delete the word "January" and replace it with "November", delete the word "December" and replace it with "October". Due to the required reporting month now being October, the new fiscal year needs to match the term of the officers and the annual reporting period.

These changes to the Corporate By-Laws were approved by a two-thirds (2/3) majority of the voting membership at the November 2nd, 1998, regular meeting.

CHANGES: July, 2003

These changes are herein endorsed by the below Directors

1. Article 1, Section 1. add the wording (which shall be referred to herein as the "Club")

2. Changes to the number of classes of membership and the definition of the classes.

3. Article 1, Section 2. change the word "secrete" to "vote".

4. Several Articles throughout the document adding the wording " and Club".

5. Article IV, Section 2. add words "or changes" , "or electronic" and delete By-Laws made by the members may not be altered or repealed by the Board of Directors without the consent of the members. Such consent shall be obtained in the same manner as hereinabove provided for an amendment to the Articles of Incorporation. Any By-Laws made by the Board of Directors may be repealed or changed by a majority of the members". Add the wording "any amendments or changes to the By-Laws made by the Board of Directors shall not become effective until receiving an affirmative vote of the membership, at which notice of the vote is provided ten (10) days prior to a regular meeting."

These changes were approved by a two-thirds (2/3) majority vote of the membership at the July 7th, 2003, meeting.

CHANGES: September, 2003

These changes are herein endorsed by the below Directors

1. Article II, Section 1, add the position of Communications Officer to the Board of Directors.

2. Article II, Section 2, expand the list of board members and describe the duties of the Communications Officer.

These changes were approved by a two-thirds (2/3) majority vote of the membership at the September 8th, 2003, meeting and are endorsed by the below Board of Directors.

CHANGES: April 2007

The Board of Directors has endorsed these changes below:

1. *Rework the definition of members and add "affiliates."*
2. *Prorate dues on a quarterly basis.*
3. *Define the regular October meeting as the annual membership meeting and amplify on regular meetings.*
4. *Rework the Section on Termination of membership and add a provision for termination for cause.*

5. *In Committees, Section 1, delete names of specific organizations and replace with "organizations approved by the Board or required by existing agreements."*
6. *Various minor editorial/spelling corrections.*

President	Keith Ainsley
Vice President	William "Bill" Runyon
Secretary	Paul Buckwalter
Treasurer	Rich Graham
Communications Officer	Jim Rogers
Director (Immediate Past President)	Ruth Bigio