

**BY-LAWS**  
of the  
**PANORAMALAND AMATEUR RADIO CLUB**  
(A Non-Profit Corporation)

***PREAMBLE***

The purpose for which this corporation is organized shall be the enhancement and enrichment of the art and science of amateur radio communications. In addition, it shall be our purpose to facilitate the exchange of information and general cooperation between members, provide communications and support for public service events, promote radio knowledge, fellowship and individual operating proficiency, and conduct club programs and activities so as to advance the general interest and welfare of amateur radio in the region.

***ARTICLE I - MEMBERSHIP***

1.0 Members

Membership in the club shall be open to anyone with an interest in amateur radio. Application and payment for membership shall be submitted to the Treasurer. A paid-up member may vote on all issues before the club.

1.1 Membership Categories

- a. Regular Member – Individuals who pay the normal annual dues found in the most recent dues schedule become regular members of the club.
- b. Family Member – Members of a regular club member's family may become family members by paying reduced dues in accordance with the most recent dues schedule.
- c. Life Member – A paid-up life membership in the club shall be available to any regular member upon payment of a fee of 20 times the annual dues rate (15 times for members age 55 and older) found in the most recent dues schedule. Life memberships will be serialized, starting with #001 and once issued, cannot be reused. Life memberships are non-transferrable.
- d. Sustaining Member – Individuals wishing to donate to, but not participate in, the club, may become sustaining members. A sustaining member does not have the rights and privileges of a regular dues-paying member.

1.2 Dues

The annual membership dues shall be determined by the Executive Board and ratified by the membership.

### 1.3 Annual Dues Period

- a. Dues are to be considered paid for the period January 1 through December 31 of each year, and are due and payable on, before, or during the general membership meeting in January of each year. Dues paid after September 1 will carry through the following year.
- b. There will be no refund of dues, once paid.
- c. If an elected officer or board member fails to pay his/her dues by February 1st, his/her position will automatically become vacant.

### 1.4 Termination of Membership

Membership in this club is terminated for non-payment of dues within thirty (30) days of the due date and/or upon unanimous recommendation of the Executive Board for egregious violation of the Amateur Code as defined by the American Radio Relay League (ARRL). Members considered for termination by Executive Board action have the right of appeal to the Executive Board and/or general membership. Members terminated by Executive Board action will be notified in writing. A terminated member may not participate in club business.

## **ARTICLE II - MEETINGS**

### 2.0 General Membership

The club shall meet regularly on the third (3rd) Friday of each month. The next regular meeting date may be changed by membership action. Following the changed meeting date, the regular monthly meeting reverts to the third (3rd) Friday.

### 2.1 Quorum

A quorum is the minimum number of persons present in order to conduct club business. A minimum of seven (7) members shall constitute a quorum.

As part of the quorum, two officers, one of which must be President or Vice-President, must be present.

Once the quorum is met, matters requiring a vote by the membership at any given meeting shall be decided by a simple majority of the members present. The following will require that the general membership be notified by radio, newsletter, email, or letter at least two (2) weeks prior to the next regular meeting:

- a. Election of Officers
- b. Amendment to By-Laws
- c. Change in the amount of membership dues
- d. Expenditures in excess of \$500

### **ARTICLE III - OFFICERS**

#### **3.0 Elected Officers**

There shall be four (4) elected officers: President, Vice-President, Secretary and Treasurer. The term of office shall be one (1) year. The President and Vice-President may hold office for no longer than two (2) consecutive terms. There are no term restrictions for Secretary and Treasurer. All elected officers must hold a valid Amateur Radio license.

#### **3.1 Board Membership**

There shall be two (2) elected board members, positions #1 and #2. Board member #1 shall be elected in each odd-numbered year and board member #2 shall be elected in each even-numbered year. The term of office shall be two (2) years. Board members must be licensed Amateur Radio operators.

### **ARTICLE IV - ELECTION OF OFFICERS**

#### **4.0 Date**

An election for the purpose of selecting officers and board members shall be held annually at the regular membership meeting in December.

#### **4.1 Qualification**

To be nominated and elected, a member must be present at the regular membership meeting(s) in November and/or December. Each person nominated shall be a paid-up member of the club.

#### **4.2 Voting**

A secret ballot will be used to elect officers and board members. To be elected requires a simple majority vote. In the event of a "tie", there will be a run-off between the tied nominees receiving the highest number of votes.

### **ARTICLE V - DUTIES OF ELECTED OFFICERS**

#### **5.0 Attendance**

It shall be the duty of all elected officers and appointees to attend all regular and Executive Board meetings. In the event an official's personal life or work requirements prevent attendance at meetings, said official may resign.

#### **5.1 Elected Officers**

##### **a. President**

At all regular meetings at which he/she is present, the President shall exercise supervision over the affairs and activities of the club. In case of diverging opinions or

unsettled matters, he/she shall ask for a motion and a second to resolve the issue by a vote. The President, at his/her convenience, shall appoint a person to act as Sergeant-at-Arms and assign duties as deemed necessary for his/her term. The President shall appoint a Newsletter Editor to produce the official newsletter (see *Article IX*).

b. Vice-President

The Vice-President shall assume the duties of the President during his/her absence. The Vice-President shall maintain close liaison with the local ARES coordinator.

c. Secretary

The Secretary shall keep the minutes of all regular membership and Executive Board meetings.

d. Treasurer

The Treasurer shall have charge and custody of receiving and giving receipts for monies due and payable to the club from any source. The Treasurer shall maintain a ledger of all transactions, and shall, at such times as the club may direct or the President request, present for examination all ledgers, papers, vouchers, etc., that may be necessary to properly audit the club's accounts. He/she shall present an annual report of the prior year's transactions at the February meeting of the Executive Board. The Treasurer shall maintain the dues status and records of all members.

## **ARTICLE VI - EXECUTIVE BOARD**

### 6.0 Executive Board

The affairs of the Panoramaland Amateur Radio Club shall be managed by a board of directors, to be known as the Executive Board. The Executive Board acts on items of business with a Chair person reporting to the membership of the action(s) taken. The Executive Board is responsible for the overall guidance of the club and will appoint a club Net Coordinator.

### 6.1 Board Members

The Executive Board shall consist of the four (4) officers, two (2) elected board members and the current past President, unless that person is elected into a different office.

### 6.2 Chairperson

The longest standing elected board member will act as Chairperson of the Executive Board.

### 6.3 Meetings

The Executive Board shall convene no less than quarterly per year to conduct club business. The Chairperson shall select the date, time and place where the meeting shall be held.

### 6.4 Special Meetings

- a. Special meetings may be called by the Chairperson of the Executive Board or any three (3) Executive Board members.
- b. Notice of the date, time, place and purpose of any special meetings of the Executive Board shall be given at least two (2) days prior to the meeting by radio, telephone, email or verbal notice delivered personally.

### 6.5 Quorum

There must be at least five (5) members of the Executive Board present at any board meeting to conduct business.

### 6.6 Vacancies

Any vacancy occurring on the Executive Board will be filled at the next regular membership meeting. The presiding officer of the club will hold an election to fill the vacated position. The person elected to fill a vacancy shall be elected for the unexpired term of his/her predecessor. Recommendations may be made by the Executive Board and/or general membership.

## **ARTICLE VII - COMMITTEES**

### 7.0 Committee Appointments

A committee Chairperson shall be appointed by the President of the club as he/she deems necessary. The committee Chairperson shall recruit the committee members as necessary.

### 7.1 Chairperson

The Chairperson will make timely progress reports at the regular meetings.

## **ARTICLE VIII - CLUB NET COORDINATOR**

### 8.0 Net Coordinator

The club Net Coordinator will assign net control operators and maintain an up-to-date net preamble and roster.

## **ARTICLE IX - OFFICIAL NEWSLETTER**

### 9.0 Newsletter

The "PARC S-Meter", as published, is the official publication for notification to members of news, business and events within the club.

## **ARTICLE X - AMENDMENTS**

### 10.0 Amendments

Amendments to these By-Laws may be made, from time to time, in order to assist the club in ensuring that the goals stated in both the Preamble as well as the Articles of Incorporation continue to be achieved. As such, any amendments made to these By-Laws may not, at any time, conflict with these goals.

Any proposed amendment(s) shall be submitted in writing to the Executive Board for review and must meet the following requirements:

- a. Such proposal(s) must be signed by at least three (3) members of the club whose dues are current.
- b. The Executive Board, after review, and at the next regular meeting, shall make the proposal(s) known to the membership and make a recommendation to the membership on the merits of the proposal(s).
- c. A copy of the proposal(s) and Executive Board recommendations shall be disseminated (as specified in *Article 2.1*) to all the eligible voting club members after the meeting.
- d. At the following regular meeting, the proposal(s) shall be voted on. If approved by a simple majority of the eligible voting members present, the By-Laws shall be deemed amended to include the proposal(s).

### **Revisions:**

01/19/1995, 1999, 08/17/2001, 11/22/2005, 05/15/2010