

## BY LAWS OF THE INLAND EMPIRE VHF RADIO AMATEURS

### I. Name and Purpose

The name of the organization shall be the **Inland Empire VHF Radio Amateurs**, hereinafter referred to as the **VHF Club**. The purpose of the VHF Club shall be: The enhancement of Amateur Radio knowledge, technology and practice and to provide radio communication service to the public in normal, special events and emergency situations.

### II. Membership

Membership shall be open to all persons interested in amateur radio communication. There shall be four (4) classes of membership:

- 1. Active Member** -Licensed radio amateurs whose dues are current. Active members may vote and hold office.
- 2. Life Member** -An active member who shall have rendered such service to the VHF Club to justify granting a life membership. No dues are required of life members. Life members may vote and hold office.
- 3. Associate Member** -persons interested in the objectives of the VHF Club and whose dues are current. Associate members are eligible to vote, but may not hold office.
- 4. Honorary Member** -Persons who by past contributions to amateur radio are found to merit such distinction. No dues are required of honorary members. Honorary members are not eligible to vote or hold office. All life or honorary membership proposals shall be submitted at a regular meeting of the VHF Club for a majority vote of those present.

### III Member or Officer Termination

Any member or officer may be terminated by two-thirds (2/3) vote of members present and entitled to vote. Notice of such proposed termination shall be given to the membership and to the member affected in that manner provided for in Article IV, Paragraph (2). Grounds for termination of a member or an officer include but are not limited to Willful or malicious actions which are opposed to the welfare of the club and/or its goals and/or misuse of the privileges granted to the members or officers of the club or violation of FCC rules & regulations.

### IV. Membership Meeting

1. A meeting of the membership shall be held on a regularly recurring day of each month, except July and August, the place and time as directed by the President of the VHF Club. The annual meeting is held in May. Special meetings may be called at such times and places as may be specified by the call of the President, a majority of the Board, or ten (10) or more members eligible to vote. Previous notice per Article IV, Paragraph (2) is required.
2. Adequate notice of any meeting shall consist of at least two of the following: United State mail, email, posting on the VHF Club web site, announce on the VHF Club net, not less than ten (10) calendar days before the date of such meeting Notice shall state the purpose or purposes for which the meeting is called. Such notice shall be deemed delivered when post marked by the United States mail and addressed to the member at his mailing address or e-mailed to the address as it appears on the records of the VHF Club.

### V. Directors

The VHF Club affairs shall be managed by a board of seven, consisting of three (3) directors and

four-(4) club officers, hereinafter referred to, as the Board, shall manage the club affairs. Terms of office for the directors shall be three years with one director to be elected each year.

## **VI. Trustee**

The Trustee is appointed by the Board and shall have voting rights at the board meetings on any matter where changes in station operation or equipment are proposed and/or voted upon by the Board. Trustee may hold elected office. If a Trustee holds elected office that member may cast only one vote. The Trustee shall enforce such rules and regulations as required for proper amateur operations of the stations within the lawful limitations imposed by the Federal Communications Commission rules, the agencies controlling the station's sites and the Board.

## **VII. Officers**

The officers of the VHF Club shall be the President, Vice-president, Secretary, and Treasurer. Terms of office are for one year. These officers are also members of the Board.

**1. President:** The President shall supervise all activities of the VHF Club and shall execute instruments in its behalf; shall preside over all meetings of the Board and of the membership; shall call such special meetings of the membership as he shall deem necessary; shall appoint all committees, and shall perform such other duties as usually pertain to the office. Not less than four (4) nor more than five (5) weeks prior to the annual meeting of the membership, the President shall appoint a committee of three (3) life, active or associate members to review the Treasurer's books for the previous fiscal year and report thereon at such meeting.

**2. Vice-president:** The Vice-president shall act for the President in his absence or upon his resignation, disability or demise. The Vice-president shall be Chairman of the Election Committee and shall perform such duties as designated by the President.

**3. Secretary:** The Secretary shall keep minutes of all Board and membership meetings and shall perform such other duties as the President may direct.

**4. Treasurer:** The Treasurer shall receive and be accountable for all funds belonging to the VHF Club; shall sign all checks and pay all bills when authorized to do so by the Board; shall keep an accurate set of books and report monthly to the Board on all receipts, disbursements, and balances on hand; shall prepare and submit to the Board and membership an annual report showing receipts, disbursements, and balance on hand; shall file all reports and tax returns required by law; shall notify all members that dues will be payable at the end of the membership period and shall mail delinquency notices within thirty (30) days following expiration of membership. The Treasurer or his designate will provide a roster of members, paid for the current year, to the President at the start of the annual meeting. The Treasurer, for accounting purposes, shall balance the VHF Club's financial records monthly.

## **VII. Board Meetings**

A meeting of the Board shall be held upon notice by the President, at a date, time, and place stated. In an emergency situation, as determined by the President, a board meeting may be accomplished by conference call by telephone. Attendance of a Director at any meeting shall constitute a waiver of notice of such meeting except where he attends for the express purpose of objecting to the transaction of business because the meeting is not lawfully called or convened. Neither the business to be transacted at a board meeting nor the purpose thereof need be specified in the notice or waiver of notice of such meeting. Any Director may waive notice by writing a waiver filed with the Secretary at such meeting. Four Board members shall constitute a quorum. The act of the majority of those Directors, or Directors and Trustees, present at a meeting attended by a quorum shall be the act of the Board.

## **VIII. Official Compensation**

No member of the VHF Club shall be compensated for any service rendered thereto, but, upon approval of the Board of Directors, may be reimbursed for expenses actually incurred in its behalf.

#### **IX. Vacancies and Removal from Office**

Any vacancy occurring in the position of Vice-president, Secretary, Treasurer or Board member shall be filled by an election by the Board. The Officer or Director so elected shall serve for the unexpired term of his predecessor. Any Officer or Director may be removed by a two-thirds (2/3) vote of members present and entitled to vote after notice of such proposed action given as required by Article IV, Paragraph (2). The absence of any Officer or Director from three (3) consecutive Board meetings, not found by the Board to be unavoidable, shall be grounds for removal.

#### **X. Nominations, Elections and Voting**

A quorum to act on any issue is constituted by a simple majority of those present at any meeting as long as previous notice of this issue has been given per Article IV, Paragraph (2). Not less than two (2) months nor more than three (3) months prior to the May meeting, the President shall appoint three (3) current members as a nominating committee, chaired by the Vice president, to submit at the April meeting, the name of nominee (s) for each office and directorship to be filled at such meeting. Nominations may also be made by any member eligible to vote. Voting for Officers and Directors shall be by secret ballot. Voting by proxy shall not be allowed for any purposes at any membership or Directors meeting. Absentee ballots will be accepted for the election of Officers and Directors, upon request by all current members eligible to vote. These ballots shall be returned in double envelopes to the Elections Committee chairman by the day prior to the annual meeting.

#### **XI. Dues**

The period of membership for the VHF Club, shall begin 1 January, and shall end 31 December. Changes in dues shall be determined by the Board and approved by a simple majority of the membership present at the annual meeting. Changes in dues will take effect at the start of the new calendar year.

#### **XII. Robert's Rules of Order**

Robert's Rules of Order as revised shall be a guideline in the event an orderly meeting of this VHF Club cannot be conducted, using the Articles of Incorporation, of these by-laws.

#### **XIII. Changes to By Laws**

Changes to the VHF Club Bylaws may only be ratified by a quorum of Board members and subject to approval by a simple majority vote of the paid members present at a regular meeting. Previous notice of proposed rule changes is required. (Article IV, Paragraph 2)

#### **XIV. The Fiscal Year**

The fiscal year shall be from January 1 through December 31 which is the same as the dues year.

Revised November 13, 2008