

# **WABASH VALLEY AMATEUR RADIO ASSOCIATION, INC.**

## **Bylaws**

### ARTICLE I - THE EXECUTIVE BOARD

#### Section I - Responsibility

The Executive Board shall be responsible for providing leadership to the Association and for conducting its business, including referral of matters to the general membership. The Executive Board shall approve all appointments of the President. The Executive Board shall meet once a month.

#### Section II - Quorum

Four (4) members of the Executive Board shall constitute a quorum.

#### Section III - Board of Directors

The Executive Board shall constitute the Board of Directors of the Corporation.

### ARTICLE II - OFFICERS' DUTIES

#### Section I - The President

The President shall have the following duties:

- a. Preside at all meetings of the Association and its Executive Board.
- b. Appoint committees from time to time as the need for them arises.
- c. Temporarily fill vacancies in offices by appointing an interim replacement, subject to approval by the Executive Board. Any such interim appointment must be ratified by the membership at the next regularly scheduled general meeting and may be extended on a month-by-month basis by vote of the membership each general meeting thereafter until a replacement is elected.
- d. Permanently fill vacancies in the offices by recommending a replacement to the Executive Board for approval. The replacement will take office upon election by the membership at the next regularly scheduled meeting. Nominations from the floor will be accepted at this meeting and a ballot vote taken if necessary.
- e. Appoint nominations committee chairperson.
- f. Perform all other duties pertaining to the office.

## Section II - The Vice-President

The Vice-President shall have the following duties:

- a. Assume the duties of the President during his absence.
- b. Be responsible for making program arrangements.
- c. Arrange for the induction of all new members.
- d. Provide for the welcoming of all visitors.
- e. Perform all other duties pertaining to the office.

## Section III - The Secretary

The Secretary shall have the following duties:

- a. Take and maintain minutes of all meetings.
- b. Prepare and mail notices of all meetings.
- c. Give notification of dues payable through *The Bandspread* and on the website.
- d. Maintain an active membership list and publish same in the *March Bandspread* and on the website.
- e. File all reports necessary to keep the Association in good standing with the A.R.R.L..
- f. Notify the ARRL and the IRCC of the newly elected officers immediately after the election at the December meeting.
- g. Be the alternate custodian of the safety deposit box.
- h. Perform all other duties pertaining to the office.

## Section IV - The Treasurer

The Treasurer shall have the following duties:

- a. Receive all money and deposit same in a bank approved by the Executive Board.
- b. Make all disbursements after a report of receipts and disbursements at each meeting.
- c. Issue all checks with the signature of the Treasurer and one other officer, unless the disbursement has previously been approved by the Executive Board or by the general membership: in which case only the signature of the Treasurer is required. When a second signature is required, the second officer is neither a member of the immediate family of the Treasurer nor a member of the same household.
- d. Submit to an annual audit by a committee appointed by the Executive Board and consisting of the President, Treasurer, and two members not on the Executive Board.
- e. Insure that expenditures in excess of one hundred dollars (\$100.00) shall be submitted to the Association for approval following prior notification in accordance with Article VII, Section II, of the Constitution.
- f. Perform all other duties pertaining to the office.

## Section V - The Trustee

The Trustee shall have the following duties:

- a. Be accountable for the Association's properties and act as custodian of W9UUU and K9IKQ. Individual members shall be responsible for equipment in their possession which belongs to the Association.
- b. Maintain a list of all of the Association's equipment on the Association website and publish a list of the equipment in the April issue of *The Bandspread*.
- c. Serve as resident agent of the Corporation and maintain its papers in good standing and order.
- d. Maintain the safety deposit box.

## ARTICLE III - ASSOCIATION DUES

Annual dues in the Association shall be thirty U.S. dollars (\$30) per year. For any household with more than one member, dues for those additional members shall be seven dollars (\$7) each. Dues are payable by February 1. Full members and additional members in the same household shall have the option to purchase a one-time, non-refundable, Life Membership which shall be available at a cost equal to twenty years of the current year's individual full membership dues rate.

The Executive Board may vote to grant Life Membership to a Member or non-Member who provides a special money or like-kind donation for the purchase of equipment or other assets or donates physical assets to the Club in an amount equal in total to, or in excess of, the then current Life Member fee. If the donation is less than the current Life Membership fee, it may be used as a partial payment towards a Life Membership upon approval by the Executive Board.

The Treasurer shall deposit all life membership payments into an interest-bearing bank account. These funds shall be accounted for separately and shall not be used, depleted or borrowed against for any purpose other than an annual transfer into the General Fund of an amount equal to one-twentieth (1/20) of the amount paid for the Life Membership. The requirement of the Treasurer to sequester Life Member dues and disperse pro-rata annually to the General Fund shall not apply to donations of money for the purchase of assets or assets received in lieu of all or a portion of the life membership fee. Monies designated for the purchase of assets shall be retained in an interest-bearing account until the purchase of the asset specified by the Life Member has been completed.

## ARTICLE IV - VOTING

Voting members and officers shall consist of those holding full membership in the Association. Except where otherwise stated, issues shall be decided by a simple majority of members present. Voting for elective officers shall be by secret ballot.

## ARTICLE V - NOMINATIONS FOR OFFICERS

### Section I - Nominating Committee

A nominating committee shall be appointed by the President in September to select a slate of candidates who have agreed to serve as officers if elected. The committee's report will be due in November and shall be published in accordance with Article VII, Section II, of the Constitution.

### Section II - Nominations from the Floor

Nominations may also be made from the floor from those attending and voting at the election during the December General meeting.

### Section III – Eligibility for Officers

To be eligible for nomination as an officer, the nominee must have attended, as a full member, a minimum of four of the six club meetings immediately prior to the election.

## ARTICLE VI - ASSOCIATION SURPLUS EQUIPMENT DISPOSAL

### Section I - Surplus Equipment Disposal

Any Association-owned item of equipment declared to have no further value to the Association, as determined by a majority vote of the Executive Board at a regular or called meeting, will be disposed of as follows:

### Section II - Bids

The item will be advertised for sale in accordance with Article VII, Section II, of the Constitution, and sealed bids from Association members will be solicited. A deadline for these bids will be published. Each bid must state the member's name, item name, and amount of the bid. The Executive Board may state a minimum bid.

### Section III - Bid Decision

- a. The bids will be opened at the Executive Board meeting and the item will be sold to the highest bidder for the amount of his bid.
- b. If no acceptable bid is received, the board may vote to accept the highest bid received or refer the item for auction.
- c. If referred for auction, the item will be sold at the next regular meeting at which an auction takes place, the item having been advertised in *The Bandsread* prior to the Auction. The Executive Board may state a minimum auction bid. Both members and non-members may bid. An item referred for auction, as a minimum auction bid, that does not receive the minimum bid may be sold by other means at a price not less than the minimum stated for the auction. If the item cannot be sold for the minimum price, the executive board may vote to accept the highest previous bid for the item. An item referred to auction receiving no bids may be disposed of in a manner voted on by the executive board.

### Section IV - Guarantee

All items disposed of in this manner will be sold on an "as is" basis.

## ARTICLE VII - POLICY AND PROCEDURE MANUAL

The WVARA may establish a Policy and Procedures Manual, which consists of guidelines that are to be used in the daily operations and management of the WVARA and will be maintained by the Executive Board.

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- *This version of the Constitution and Bylaws of the Wabash Valley Amateur Radio Association, Inc., was ratified by the membership on 1 November, 1996 and represents all changes, deletion, and additions up to this time, including an amendment to Article III - Dues, presented and ratified by the membership on May 3, 1996. Respectfully submitted, the Constitution Reorganization Committee. Members: Kevin Berlen, WB9QBR, Jeff Tucker, WB9KIX, Ted Brentlinger, WB9QFE, Marv Carmony, W9KT, and Gary Wheeler, WB9SWG, chair.*
  - *Revised per November 7, 1997 meeting membership vote to increase dues to indicated amounts above.*
  - *Revised per May 4, 1998 meeting membership vote to amend A-II,S-IV,P-C / A-II,S-I,P-C / A-II,S-I,P-D Added.*
  - *Revised per November 7, 2003 meeting membership vote to amend A-II,S-IV,P-C*
  - *Revised per May 7, 2005 meeting membership vote to amend A-II,S-V,P-A / A-II,S-V,P-B / A-VI,S-III,P-C*
  - *Revised per December 7, 2007 meeting membership vote to amend A-II,S-I,P-D*
  - *Revised per June 5, 2009 meeting membership vote to amend by adding A-V, S-III*
  - *Created Article VII per October 1, 2010 meeting membership vote*
  - *Revised per May 5, 2017 meeting membership vote to amend A-II, S-III; A-II, S-IV; A-II, S-V; A-V, S-I; A-VI, S-II*
  - *Revised per October 2, 2020 meeting membership vote to amend A-III to sequester life membership dues in a separate fund to be transferred annually to the general fund on a pro-rated basis.*