

BYLAWS OF THE LAKE AMATEUR RADIO ASSOCIATION, INC.

A FLORIDA NOT FOR PROFIT CORPORATION

ENACTED August 17, 2019

ARTICLE I--Introduction

1 These Bylaws constitute the code of rules adopted to supplement the Articles of Incorporation of the Lake Amateur Radio Association, Inc. for the regulation and management of its affairs.

ARTICLE II—Membership

1 The Association will have four (4) classes of members for all interested persons.

- a. Full Member
 - i This class shall be open to those persons who currently hold a valid FCC Amateur Radio license and are at least eighteen (18) years of age.
- b. Junior Member
 - i This class shall be open to those persons who currently hold a valid FCC Amateur Radio license and not yet eighteen (18) years of age.
 - ii Upon reaching 18 years of age, Junior members are automatically upgraded to full members.
- c. Associate Member
 - i This class shall be open to persons interested in club activities that do not hold an Amateur Radio license.
- d. Life Member
 - i This class shall be opened to persons who hold a valid FCC Amateur Radio License and are have been Full Member in good standing for at least five (5) years.
 - ii Life membership may be bestowed on a Full Member by the LARA Board of Directors, for individual(s) that have provided services that are above and beyond what is expected of a full member.
 - iii Life Memberships may be purchased for the then current fee established by the board of directors.

2 Only Full Members in good standing and Life Members are allowed to vote on any business conducted by the Association.

3 Application for membership will be made to the Treasurer. Applicants must furnish positive identification. Applications will be read at the next regular meeting after their receipt, except that applications received during a regular meeting will be read at that meeting. Applications will be voted on at the next regular meeting following the meeting where they were read. Applicant approval will be by a three quarters majority vote of the eligible members present.

4 A simple majority of the LARA Board of Directors reserves the right to refuse membership or renewal of membership to anyone who discredits or defames LARA or its members. The secretary will send notice of this action via registered letter.

ARTICLE III—Fiscal Year

1 The fiscal year starts on One (1) January and ends on Thirty-one (31) December.

ARTICLE IV—Dues

1 The annual dues for Full Members will be determined annually by the Board of Directors. Any changes to the dues amount must be ratified by the membership at the next regular meeting.

- i. The dues for Family Members (those persons meeting the requirements of a Full member and currently residing in the household of a Full Member) and Associate Members is one-half (1/2) of the Full Membership dues per person per annum.
- ii. There shall be no dues required for Junior Members.

2 Annual dues are due on One (1) January and are delinquent on One (1) March. Any member delinquent on (1) April will be dropped from the membership rolls.

3 Assessments to the Membership may be made, as deemed necessary by the Board of Directors to cover building and property maintenance, and extraordinary expenses.

4 All dues and assessments are payable to the L.A.R.A. Treasurer.

5 No dues or assessments will be refunded.

6 Dues for first time Full Members will be prorated semi-annually.

7 Dues for Families and Associate Members will not be prorated.

8 Delinquent dues will not be prorated.

ARTICLE V— Meetings

1 Regular meetings of the membership of the Association shall be held on the third Saturday of each month at 10 AM. When approved by a quorum of members present at a regular meeting, the date and time of a future meeting may be changed.

2 Special Meetings of the Association may be called by the President or a simple majority of the Board of Directors or upon the written request of at least ten (10) Full Members. Only business specified in the special meeting announcements may be transacted at any special meeting. Notice of such meetings must be by written notice mailed or emailed at least ten (10) days prior to such meeting to the address of the Full Members as contained in the Corporate Roster.

3 A minimum of twenty percent (20%) of the voting membership or no less than ten (10) voting members plus five (5) members of the Board of Directors, for a minimum total of fifteen (15), shall constitute a quorum for the transaction of business.

4 The order of business will be an attendance check and a declaration by the Chair of a quorum, the reading of the minutes of any Board of Directors meeting which has not been presented to the membership, the reading and acceptance of the minutes of the previous meeting of the membership, the reading and acceptance of the Treasurer's report, committee reports, old business, new business, special presentations, and adjournment. The Chair may modify the order for efficiency or omit reports where no substantial activity has occurred since the last report was made.

5 Voting for the election of Officers, the termination of membership or the removal of an Officer from office will be by secret ballot of those voting members present. At all votes by secret ballot, the Chair will appoint a committee of three (3) who shall act as "inspectors of Election" and who shall at the conclusion of balloting, certify in writing to the Chair, the results and the certification shall be physically affixed to the minutes of that meeting. No Inspector of Election shall be personally interested in the question voted on.

6 All other voting shall be by a "show of hands" vote of those voting members present with the Chair not voting except in case of a tie vote.

ARTICLE VI— Elected Officers

1 The Association will have Four (4) Officers and Five (5) Directors elected annually by the voting membership.

- a. The Elected Officers are: President, Vice President, Secretary, And Treasurer who also serve as Directors.
- b. As described in Article VII (4), any outgoing President will automatically become a Director for a term of one (1) year.

2 The Board of Directors shall consist of these nine (9) Officers and directors.

3 All Officers must hold a Technician Class or higher Amateur Radio license and be Full Members in good standing.

4 Only one member of a family at a time may hold an office. Any Officer may resign by submitting a written resignation to the Board of Directors. Any Officer may be removed from office for malfeasance, misfeasance, or nonfeasance in office, according to Roberts Rules of Order.

ARTICLE VII— Election of Officers and Directors

1 Any qualified member that would like to run for any office shall notify the Secretary prior to the November meeting. Nominations from the floor will be taken at the November meeting. Nominations will not be accepted after the November meeting, except to fill a vacancy in the "slate" of candidates. All candidates must be Full Members for one (1) year in good standing at the time of their nomination and at the time of the election. Candidates shall be listed on the ballot in the order in which they notify the Secretary or are nominated, with the provision that no notification to the Secretary may be provided prior to the October meeting preceding the election. All incumbent officers and directors will automatically be considered nominates and will appear on the ballot ahead of new candidates unless they notify the secretary that they are not running for re-election.

2 The annual election of Officers will be held during the regular December meeting of the membership.

3 The President, Vice President, Secretary, and Treasurer will be elected by a simple majority. In balloting which results in no candidate receiving a majority, a run-off between the two (2) candidates receiving the higher vote, will be held after each of the two candidates is given five (5) minutes to address

the membership. If the run-off results in a tie, the winner will be determined by a coin toss conducted by the President except that if the President is one of the candidates involved in the tie; the Vice President shall conduct the coin toss. The candidate appearing first on the ballot for that office shall be represented by the front of the coin ("heads").

4 There will be a minimum of five (5) nominees for Director. Any outgoing President will automatically become a Director for a term of one (1) year. In this case four (4) Directors will be elected. If the incumbent President is re-elected or is elected to a different office, then five (5) Directors will be elected. The four (4) or five (5) nominees, as necessary, who receive the highest number of votes will be elected. In the event of a tie vote, a run-off will be held after each of the candidates is given five (5) minutes to address the membership. If the run-off results in a tie, the winner will be determined by a coin toss conducted by the President. The candidate appearing first on the ballot for that office shall be represented by the front of the coin ("heads").

5 New officers will assume their duties on January One (1). Should a vacancy in an elective office occur during the fiscal year, the Board of Directors will be responsible for filling the vacancy, except that if the vacancy is the President, the order of succession is: Vice President, Secretary, then Treasurer and the Board of Directors will appoint new Officers as needed.

6 A qualified individual may run for more than one office. The Inspectors of Election shall determine the winners of the offices in the following order: President; Vice President; Secretary; Treasurer; and Director. When a candidate wins an office, they are ineligible for consideration for any of the subsequent positions.

ARTICLE VIII-Board of Directors

1 The Board of Directors will meet at least quarterly to conduct the affairs of the Association. Additional meetings may be called by the President or by a Simple majority of the members of the Board.

2 Five (5) members of the Board of Directors shall constitute a quorum. Any member of the Board of Directors may present a motion in writing for inclusion in the agenda of the Board of Directors Meeting. The motion and the action taken by the Board of Directors will be recorded in the minutes of the meeting. Board meetings are open to all members.

3 The Board of Directors shall create and maintain a Policy and Procedures manual to guide orderly operation of the association.

4 The Board of Directors shall appoint the following positions in the Association:

- a. At least one (1) Engineer
- b. Control operators to consist of, All Board members, Engineer(s) and Trustee(s)
- c. A Program Chairman
- d. A Trustee for FCC Licenses
- e. A Chairman of the SK Committee
- f. An Emergency Coordinator

5 Members of the Board may hold appointed positions.

ARTICLE IX--Duties of Officers and Appointees.

1 President -The President shall be the Chief Executive Officer of the Association and shall exercise general supervision in accordance with the direction provided by the Articles of Incorporation, the Bylaws, and the Board of Directors. The President will preside and decide all questions of order at all meetings at which he is present, The President will serve as the chairman of the Board of Directors. He will sign all official documents and letters of the Corporation. The President will create and fill such committees as he deems necessary to assist in the management of the affairs of the Corporation. The President will appoint two (2) members to have signatory authority on the Corporation's financial accounts; this is in addition to the Treasurer.

2 Vice President -The Vice President will assist the President in the discharge of his duties and will officiate in the absence of the President.

3 Secretary -The Secretary shall keep a record of the proceedings at all meetings, including the Board of Directors meetings. The Secretary will initiate and maintain correspondence, maintain the Bylaws, read the communications at meetings, make pertinent documents available at meetings, provide prospective members with application blanks and other information, and perform other administrative duties as are apparent or assigned by the President. At the termination of office all records belonging to the Corporation will be turned over to the incoming Secretary.

4 Treasurer -The Treasurer shall receive all funds, deposit and keep them in a financial institution approved by the Board of Directors. The Treasurer shall be responsible for the preparation, as necessary, of all tax returns for the federal, state, and local taxes. The Treasurer will keep an accurate record of all money

received and expended and shall regularly report at the regular monthly meeting, to the membership, the financial status of the Corporation. The Treasurer will keep a roll of members. Members in arrears in payment of dues or fees will be removed from the roll. At least quarterly, upon request, an itemized statement of receipts and expenditures shall be submitted to the Board of Directors together with a written reconciled statement of funds on deposit. The Treasurer will perform such other duties as are apparent or as assigned by the President, The Treasurer is authorized to sign drafts, checks and purchase orders for the Corporation. Audits of the records of the Treasurer may be held at the request of two-thirds (2/3) of the voting members present at any meeting or at the request of two-thirds (2/3) of the Board of Directors. An audit will be performed on an annual basis for all club funds. At the termination of the Treasurer's term of office the Treasurer's records will be audited by the Board of Directors. The Treasurer will turn over all records and monies belonging to the Corporation to the incoming Treasurer.

5 Engineer(s) -The Engineer(s) is (are) responsible for the installation, maintenance, repair, and sub-custody of all equipment operated by the association. Assistance may be requested from the membership. The engineer(s) will serve as advisor(s) to the Board of Directors.

6 Trustee(s) -The Trustee(s) shall be responsible for the legal and proper operation of transmitting equipment owned or controlled by the association.

7 Control Operators -Control Operators shall be responsible for the legal and proper operation of transmitting equipment owned or controlled by the association. Control Operators shall be responsible to the Trustee(s).

8 Emergency Coordinator – The Emergency Coordinator leads the ARES program, works with local community officials and with the ARRL Section Emergency Coordinator and other field appointees in the planning and execution of response to emergencies.

ARTICLE X—Parliamentary Rules

1. Roberts Rules of Order shall govern the parliamentary procedures provided they do not conflict with any other Bylaws.

ARTICLE XI—Amendment of Bylaws

1. Before any Amendment is presented to the general membership for a vote, it shall first be approved by a simple majority of the Board of Directors at a Board of Directors meeting.

2. Amendments to the Bylaws may be proposed and voted on at a regular or special meeting providing that a quorum is present. A simple majority shall pass.

3. The Board of Directors may transact Board business via email as long as there is a quorum or simple majority responding to said email.

ARTICLE XII—Approval of Bylaws

1. In accordance with Article V of the Articles of Incorporation for the Lake Amateur Radio Association, Inc. these Bylaws were approved by a simple majority of the Board of Directors and by a simple majority of the membership on August 17, 2019 and supersede all previous Bylaws.