

Bylaws
Of The
Gulf Coast Amateur Radio Club, Inc.

ARTICLE I

NAME & PURPOSE

The name of this corporation shall be Gulf Coast Amateur Radio Club Inc. The Gulf Coast Amateur Radio Club, Inc. may be referenced as the GCARC or Corporation in this and other documents.

Gulf Coast Amateur Radio Club, Inc shall be operated primarily for education, community service, amateur radio technology, emergency communication and charitable purposes.

ARTICLE II

MEMBERSHIP

Section 1 Membership

All persons interested in Amateur Radio, shall be considered eligible for membership, under such terms as provided herein.

Section 2 Application

- a. New Application. Application for membership shall be in writing on a form to be prescribed by the Board and shall be accompanied by payment of the prescribed annual dues. Upon approval by the Board of Directors, or their designees, the applicant shall be admitted to membership with all rights and privileges of their respective membership type.
- b. Renewal Application. Application shall be in writing on a renewal form to be prescribed by the Board and shall be accompanied by payment of the prescribed annual dues.

Section 3 Membership Types

- a. Regular Membership. Open to licensed amateurs. Enjoys all Corporation privileges with the right to vote.
- b. Junior Membership. Open to licensed amateur who have not reached their 18th birthday at the time the application is submitted. Junior members shall enjoy all Corporation privileges except the right to vote or be a member of the Board.
- c. Associate Membership. Open to all persons, regardless of age not a licensed amateur. Associate members shall enjoy limited Corporation privileges except the right to vote or be a member of the Board.
- d. Family Membership. Open to a regular member's spouse, children, or legal dependents. They must all be living at the same address. Family members who are a licensed amateur shall enjoy all privileges of the Regular Membership or Junior Membership, as

appropriate. Family members who are not licensed shall hold associate membership privileges.

Section 4 Membership Period

Membership shall be for a period of one (1) year beginning January 1st and ending December 31st.

- a. A thirty-day grace period ending January 31st is hereby granted without loss of membership privileges. After thirty-day grace period members will lose all membership privileges until dues are paid.
- b. Dues not paid by March 1st will result in membership revocation. Member(s) must rejoin as a new member.
- c. New member applications received after June 30 shall be prorated to 50% of the annual dues.
- d. Circumstances warranting a waiver on an individual basis must be approved by a simple majority of the Board.

ARTICLE IV

BOARD of DIRECTOS

Section 1 Board of Directors and Term of Office

The Board of Directors shall manage the business and affairs of the Corporation and continuously observe activities of the Corporation to ensure adherence to approved policies. It is responsible for setting immediate goals for the current administrative year and long-range goals for future Corporation achievement. The Governing Board shall be known and referenced as the "Board".

- a. The Board shall consist of the following members: President, Vice President, Secretary, Treasurer, who are the Officers, and two (2) Directors at Large and Immediate Past President and shall be known as the "Directors" or "Board of Directors" for a total of 7 members
- b. The President, Secretary and one Director shall be elected on odd years for a term of two years. The Vice President, Treasurer and one Director shall be elected on even years for a term of two years. The Immediate Past President shall remain on the board until a new President is elected and takes office. To qualify as an Immediate Past President, one must fully complete most recent term of office (two years).

Section 2 Quorum and Voting

A quorum shall consist of a simple majority of the Board, two (2) of which must be officers. Each member of the board shall be entitled to one (1) vote, and a simple majority shall be required to pass a motion.

Section 3 Board Meetings

- a. The Board shall meet at least six (6) times per calendar year. The Secretary, or any person designated by the President, shall record the minutes of the Board meeting. These meetings shall be at the call of the President
- b. Times and location of meeting shall be determined best to accommodate most board members, to assure a quorum.
- c. A special board meeting may be requested, by written request to the Secretary from a simple majority of the board. Board Members must receive a three (3) day notice prior to any special Board meeting.

Section 4 Vacancy on the Board.

Vacancies on the board shall be filled by the Board in accordance with Florida Statute 617. In the event the vacancy is the office of the President the Vice-President shall assume the office and the board shall fill the office of Vice-President.

ARTICLE V

DUTIES OF OFFICERS and DIRECTORS

Section 1 Duties of Officers and Directors.

- a. President – Shall preside at all meetings of the Corporation and the Board and shall conduct same in accordance with the rules adopted. President shall ensure compliance with the governing documents and applicable laws, sign all official documents written or electronic pertaining to the Corporation's business, perform such other duties as may be customary for the office of president.
- b. Vice President - In the temporary absence of the president, the vice president shall perform the President's duties. At other times the vice president shall carry out such duties as may be delegated by the President.
- c. Secretary – Shall keep written record of the proceedings of all meetings. Keep a membership roll of all members, carry on all necessary correspondence and perform such other duties as are customary for their office, or which may otherwise be specified.
- d. Treasurer – Shall be authorized to collect all monies payable to the Corporation, shall be charged with keeping the funds of the Corporation, and from such funds shall make the necessary disbursements. The treasurer shall keep the Corporation's financial accounts and shall enter in detail all receipts and disbursements.

Additional duties:

- (1) Provide financial report at each scheduled General and Board meeting, as of the end of the preceding month.

- (2) Provide Secretary with copies of financial report prior to each scheduled General and Board meeting.
- (3) Be responsible to file any required federal, state and local forms and tax form. Unless otherwise required by law all filings shall use the club post office box as the official address.
- e. Board of Directors – Shall provide advice and counsel the officers of the Corporation, on matters pertaining to the proper operation of the Corporation.

ARTICLE VI

DUES

Section 1 Dues and Change of Membership.

To provide for the proper expenses of the Corporation, and to assist in carrying out the aims of the Corporation the Corporation shall levy upon the membership such dues as are deemed necessary. Dues are based on membership types available.

- a. Amount. The board of directors shall set dues upon approval of the budget Changes in the annual dues amount shall be ratified by voting membership.
- b. Change of Membership. In the event a Junior or Associate member, prior to the expiration of their current membership, wish to apply for regular membership a written request shall be submitted to the Secretary.

ARTICLE VII

GENERAL MEETING, QUORUM and VOTING

Section 1 General Meeting

General meetings of the Corporation shall be held at a time and place to be designated by the Board. A special General meeting may be called by the President or may be requested, in writing, to the Secretary from a simple majority of the board. Members must receive a three (3) day notice prior to any special General meeting.

Section 2 Quorum.

A quorum shall consist of a minimum of two Officers and 20% of active voting members before any business may be conducted during a scheduled General or special meeting.

Section 3 Voting.

Each voting member shall be entitled to cast one vote. A simple majority of voting members present shall be required to pass a motion, except where the Bylaws otherwise require.

ARTICLE VIII

FISCAL PRACTICES

Section 1 Fiscal Year.

The Corporation's fiscal year shall be the calendar year commencing on January 1st through December 31st.

Section 2 Receipt of Funds.

All cash shall be recorded on a written receipt, providing the payee a copy of said receipt. The Treasurer shall maintain this receipt book.

Section 3 Deposit of Funds.

All monies received by the Corporation shall, within 72 hours after receipt by the Treasurer, be deposited in an appropriate financial account in the name of the Corporation, for safekeeping and accountability. The types of account(s) shall be such as the Board may determine to be best suited to the Corporation's needs.

Section 4 Disbursements.

Disbursements, by check only, shall be made by the Treasurer. All receipts and disbursements shall be duly recorded in the Corporation's accounting records

Section 5 Treasurer's Report.

- a. Monthly Financial Report. A monthly financial report shall be prepared by the Treasurer for each month, and emailed to each board member, listing beginning/ending balances of all account(s), detailed listing of all monthly income and disbursements or fees for preceding month.
- b. Annual Report. At the close of the fiscal year, the Treasurer shall present to the Board an annual financial statement. All necessary financial records to be presented to a Financial Audit committee no later than end of January. Three (3) voting members shall be appointed as a Financial Audit Committee by the President, with the Boards approval, no later than 15th of February. The committee shall review all financial records and report findings, and recommendations to General Membership on scheduled General Meeting in March.
- c. Annual Budget. The Board is to prepare the annual budget.
 - (1) No later than 90 days prior to the beginning of the Fiscal Year, the Treasurer shall propose and present to the Board, a list of projected receipts and disbursements. The Board shall draft and approve a yearly budget, no later than 30 days prior to the beginning of the Fiscal year.

- d. Approval of Disbursements. No Corporation funds shall be obligated or disbursed without prior approval of the board. This approval shall be either by the approval of the budget containing that item, or by specific motion approved at a Board meeting. The President may approve emergency items not exceeding \$200.00.

ARTICLE IX

COMMITTEES

Section 1 Committees.

The President shall propose committees as deemed necessary or desirable for the efficient operation of the Corporation and may appoint any member of the committee as chairperson. All committees formed under these By-Laws shall be subject to final approval by the board.

- a. Each committee shall, upon completion of its appointed task, report to the membership at the next scheduled General meeting. It shall also submit a written report to the Secretary, who will note its receipt in the minutes of the meeting and shall file the report with the archives.
- b. Interim reports of progress may be made upon written request by the President or by the board.

ARTICLE X

LOSS OF MEMBERSHIP and PRIVILEGES

Section 1 Loss of Membership.

Membership may be terminated by (1) resignation, (2) non-renewal of membership and (3) expulsion. No refund of dues shall be made in the event membership is ended.

- a. Resignation. Any member wishing to resign their membership may do so with a written letter of resignation to the Secretary.
- b. Non-Renewal of Membership. Any member, who upon the end of their membership year shall fail to pay their dues for the coming year, shall be considered as having abandoned their membership.
- c. Expulsion. Any member may be expelled from the Corporation for conduct detrimental to the objectives of the Corporation. Such member shall be notified in writing of any charges brought against them. They may then request a hearing before the Board. If, following the hearing, the Board shall, by a simple majority vote, sustain the charges the member shall be expelled. The member may make a final appeal to the membership within 30 days of notification they have been expelled. The appeal shall be presented to the membership first scheduled General meeting after receipt of the appeal. At that time, the members may, by majority vote of the voting members present uphold or reverse the expulsion.

Section 2 Return of Corporate Property.

Any member whose membership is ended under this Article, holding property or assets of the Corporation, shall immediately, upon termination of their membership return, less reasonable wear and tear, all such property to the Vice President.

ARTICLE XI

ELECTION of OFFICERS and GOVERNING BOARD MEMBERS

Section 1 Nominations.

Nominations for Officers and Board members, whose terms of office has expired, shall be made as follows:

- a. On or before the scheduled General meeting in October, the President shall appoint a nomination committee, which shall present a list of qualified members recommended for election at the November meeting.
- b. At the scheduled General meeting in November and immediately prior to the elections, the President shall offer the membership the opportunity to nominate other members from the floor.
- c. No member on a ballot shall be allowed to count the votes for any office

Section 2 Elections.

- a. An Officer candidate must receive a simple majority of votes cast to be elected. If, a simple majority is not received by a candidate, a runoff election of the two (2) with the highest number of votes shall be held immediately. The Officer candidate with the largest number of votes after runoff shall be elected.
- b. All Board Member Director candidates are voted for on the same ballot, with the two (2) candidates obtaining largest amount of votes cast shall be elected. If, the top three (3) or more candidates result in a tie vote, a runoff election of the tied candidates shall be held immediately. The two (2) Board member candidates with the largest number of votes after runoff shall be elected.
- c. In the event, ties exist after runoff votes, the process shall be repeated until a candidate is elected.

ARTICLE XII

REMOVAL of OFFICER, GOVERNING BOARD MEMBERS

Section 1 Charges

Any voting member may bring charges against any Officer or Board member because of conduct detrimental to the Corporation or conduct unbecoming their position.

Section 2 Handling of Charges.

- a. Officer or Governing Board Member. Charges of improper conduct shall be made in writing to the Board, submitted to the Secretary, who shall then cause a copy of the charges to be served upon the individual charged.
 - (1) Upon written request of the member charged, they shall be given a hearing by the Board at the next scheduled Board meeting.
 - (2) If the charges are sustained by simple majority vote of the Board, said officer or board member is then removed from office. The member may make a final appeal to the membership within 30 days of notification they have been removed. The appeal shall be presented to the membership first scheduled General meeting after receipt of the appeal. At that time, the members may, by majority vote of the voting members present uphold or reverse the removal.

ARTICLE XIII

CLUB STATION TRUSTEE

Section 1 Appointment and Duties.

The President shall appoint a Club Station Trustee, subject to the approval of the Board. The Trustee shall be a voting member of the Club holding a valid amateur license of General class or higher. Said person shall be the trustee of the GCARC Club Station License (WA4GDN) with full responsibility for proper operation of the Club stations, including repeater operation with the WA4GDN callsign. The Trustee shall act as chairman of any committees which may be appointed to oversee the operation of any Club owned radio or other communications equipment operating with the Club station license (WA4GDN).

Section 2 Term of Office.

The term of office for Club Trustee shall be for a period of two years (2) from the date of appointment.

Section 3 Subject to Removal.

The President may remove the Club Station Trustee, subject to confirmation of a simple majority of the Board.

ARTICLE XIV

AMENDMENTS

Amendments to these Bylaws may be proposed by any voting member. The amendments shall be passed by 2/3 vote of voting members present at a scheduled General meeting provided, that the notice of the proposed amendment and the text thereof, shall have been given to the membership at the preceding scheduled General meeting.

a. Amendment to Bylaws shall be in accordance with the following procedures:

- (1) The proposed amendment shall be offered at a scheduled General meeting, by declaring the intent to propose an amendment, and providing the text thereof to the membership. A copy of the proposed amendments text shall also be given to the Secretary.
 - i) Upon written receipt of the proposed amendment text, the President, shall refer the proposal to the Board. The Board shall before the next scheduled General meeting review the proposal and prepare recommendation(s) for the voting membership.
 - ii) At the next scheduled General meeting, the proposed amendment(s) together with the Board's recommendation(s) shall be offered to the voting membership for discussion. After a reasonable period for discussion, the matter shall be put to a vote. If a 2/3 vote of the voting membership present approves the adoption of the amendment(s) (see Article 7 Section 7.02), it shall be deemed to have passed. Amendments must be voted on separately.

ARTICLE XV

RULES

All proceedings of the Corporation shall be governed by these Bylaws. All proceedings not specifically referenced in these Bylaws shall be referred to "Roberts Rules of Order".