

ACADIANA AMATEUR RADIO ASSOCIATION, INC. BYLAWS

ARTICLE I - MEMBERSHIP

Membership in this association will be composed of 2 categories:

Section 1. Voting Members. Members in this category will hold a current radio amateur operator's license. There are five (5) types of voting members.

- A. Individual Member (coded IM). This membership is available to any person meeting the requirements of this section.
- B. Family Member (coded FM). This membership is available to the spouse living in one household after the other spouse is an Individual Member.
- C. Youth Member (coded YM). This membership is available to youth. The member must be in school grades K through 12.
- D. Senior Member (coded SM). This membership is available to persons who have reached their sixty-fifth (65) birthday by January 1st of the current membership year. Also, the person must be a paid Individual Member for at least one year prior to applying for Senior Member status.
- E. Honorary Life Member (coded HLM). This membership is available to persons meeting the requirements of this section and is recommended by the Board of Directors.

Section 2. Non-Voting Members. There are three (3) types of non-voting members:

- A. Associate Individual Member (coded AM). This membership is available to those people who express an interest that matches the goals of this association.
- B. Associate Family Member (coded AF). This membership is available to the spouse living in one household, who expresses an interest that matches the goals of this association, after the other spouse is at least one (1) of an (i) Individual Member or (ii) Associate Individual Member.
- C. Honorary Member (coded HM). This membership is conveyed on persons holding the following offices in other associations or organizations:
 - (1) Director, Delta Division, American Radio Relay
 - (2) Vice Director, Delta Division, American Radio Relay
 - (3) Officers of the A.R.R.L. residing in the Delta Division
 - (4) Louisiana Section Manager, American Radio Relay League
 - (5) Chairman, Louisiana Council of Amateur Radio Clubs
 - (6) Officers of other cooperative organizations.

ARTICLE II - MEMBERSHIP ACCEPTANCE

Section 1. To become a member in good standing of this association coded IM, FM, SM, YM, AM, or AF a person must:

- A. Complete the association's Application for Membership form.
- B. Submit the proper association annual dues.
- C. For voting members only – provide a copy of their current license amateur radio license.

Section 2. To become an Honorary Life Member (coded HLM) of this association a person must be recommended by the Board of Directors and confirmed by 2/3 majority vote by the membership at a membership meeting.

Section 3. To become an Honorary Member of this association (coded HM) a person must:

- A. Hold the office associated with the membership listed in Article I Section 2 Part C Items (1) through (5).
- B. Hold the office associated with the membership listed in Article I Section 2 Part C Item (6) be recommended by the Board of Directors and confirmed by majority vote by the membership at a membership meeting.

ARTICLE III - DUES & RENEWAL OF MEMBERSHIP

Section 1. Dues will be levied on an annual basis. Renewal of membership will be submitted on the Membership Renewal Form provided by the association. The membership year will be from January 1st through December 31st of each year. Dues assessment will be approved by the Board of Directors and then approved at the next meeting by a quorum of the membership of the association.

Section 2. Dues will be prorated for the year a member first joins the association.

Section 3. There will be no membership dues credit for the donation of materials and/or equipment.

ARTICLE IV - RIGHTS OF MEMBERSHIP

Section 1. Voting Members, in good standing, will be entitled to one (1) vote for each member. Voting members will be entitled to make procedural requests during meetings of the association.

Section 2. All members will be entitled to discuss their concerns and viewpoints on issues before the association.

Section 3. All members will receive publications of the association. If more than one copy of a publication would be sent to the same address, the association will provide only one copy per family.

ARTICLE V - TERMINATION OF MEMBERSHIP AND REMOVAL FROM OFFICE

Section 1. Membership in the association will automatically terminate sixty days into the membership year if dues for the current year have not been paid and/or the renewal form has not been submitted.

Section 2. Membership in the association may also be terminated by a member at his or her own request.

Section 3. Conduct which brings discredit upon this association or amateur radio will be grounds for termination of membership in this association provided the completion of the following procedures:

- A. Written notice to the member by the Board of Directors stating the reason(s) for the termination and stating a place and time the member will be heard to plead an objection to the Board of Directors.
- B. Holding the meeting indicated in the written notice, and hearing any objections from the member.
- C. Approval of the termination by a two-thirds (2/3) majority vote of the Board of Directors.
- D. Approval of the termination by a two-thirds (2/3) majority vote of the voting membership present at the next membership meeting.

Section 4. An officer of the association will be removed from office under any of the following conditions:

- A. The person is no longer a member of the association.
- B. The person notifies the Board of Directors in writing of his or her resignation from the office.
- C. Failure to perform the duties of the office or conduct which brings discredit upon this association or amateur radio will be grounds for removal from office in this association provided the completion of the following procedures:
 - (1) Written notice to the member by the Board of Directors stating the reason(s) for the removal from office and stating a place and time the member will be heard to plead an objection to the Board of Directors.
 - (2) Holding the meeting indicated in the written notice, and hearing any objections from the member.
 - (3) Approval of the removal from office by a two-thirds (2/3) majority vote of the remaining members of the Board of Directors.
- D. Approval of the removal from office by a two-thirds (2/3) majority vote of the voting membership present at the next membership meeting.

ARTICLE VI - OFFICERS

Section 1. The officers of this association will be: President, Vice President, Honorary Vice President, Secretary, Treasurer and 2 or 3 Members-at-Large to the Board of Directors (see Article VIII Section 2 to determine the correct number). Each officer must be a voting member of the association in good standing.

Section 2. The officers of this association will be elected for a term of approximately one (1) year that begins at the first meeting after the association sponsored hamfest or April 1st, whichever occurs first and ends after the next association sponsored hamfest or April 1st of the following year, which ever occurs first; or resignation from office; or removal from office; or termination of membership of that member.

Section 3. The President will appoint a Newsletter Editor, a Public Information Officer, and a Youth Member-At-Large. The appointee may be any voting member or officer of the association in good standing. The Youth Member-At-Large must also be seventeen years of age or younger at the time of appointment. These officers will serve until either resignation, replacement, or in the case of the Youth Member-At-Large is over seventeen years of age when a new President takes office. The Youth Member-At-Large to be appointed will be recommended by the Youth Full Members (YM or FM 17 years old or younger in good standing).

Section 4. The President may appoint a Parliamentarian to serve for a specific function as specified in the appointment. The appointee must be a voting member of the association in good standing.

ARTICLE VII - DUTIES OF OFFICERS

Section 1. PRESIDENT - Pursuant to the representation of the membership of the association the duties of the President will be:

- A. To preside at all membership meetings of this association and conduct the same according to the rules adopted by the association.
- B. To enforce due observance of the Articles of Incorporation, By-Laws, rules and motions duly adopted by the membership.
- C. To decide all questions of order.
- D. To sign all official documents that are adopted by the membership.
- E. To appoint permanent or temporary committees, as required, to accomplish the directives and goals of the membership.
- F. To appoint a newsletter editor and a public information officer subject to confirmation by the general membership at a membership meeting.
- G. The president will, upon taking office, with confirmation of the Board of Directors, appoint two (2) delegates and two (2) alternate delegates to the Louisiana Council of Amateur Radio Clubs, Inc. and notify the Secretary of the Council of said appointments.

Section 2. VICE PRESIDENT - The duties of the Vice President will be:

- A. To assume the duties of the President in the absence of the President.
- B. To chair a standing committee or committees responsible for:
 - (1) Public Relations and publicity for the association and amateur radio in general.
 - (2) Amateur Radio Public Service activities.
 - (3) Program Committee (referring to programs at regular or special meetings).

Section 3. SECRETARY - The duties of the Secretary will be:

- A. To keep minutes of all membership and Board of Director meetings.
- B. Maintain records of all membership and the Board of Directors meetings.
- C. To keep roll of current members in good standing.
- D. To give all records belonging to the association to their successor upon expiration of their term of office.
- E. Keep an inventory of club property and equipment, including storage locations of said equipment.

Section 4. TREASURER - The duties of the Treasurer will be:

- A. To receive all monies received by the association, and deposit same in the association account.
- B. To keep an accurate account of all monies received and disbursed.
- C. To issue all checks to be issued by the association only upon proper authorization.
- D. To prepare quarterly itemized statements of receipts and disbursements and will make such statements available for inspection by voting members in good standing.
- E. To prepare quarterly itemized statements of receipts and disbursements and will make such statements available for inspection by voting members in good standing.
- F. To properly prepare and timely file the annual Return of Organization Exempt from Income Tax, Form 990, and other federal, state, or local tax forms as may be required of the association by the taxing authorities.
- G. To conduct all correspondence with taxing authorities relating to applications for exempt status for the association; inquires by taxing authorities and replies thereto, extensions of time for filing returns; and any other related correspondence, provide the Secretary with copies of all such correspondence. All correspondence addressed or relating to this association will be addressed to the official association mailing address: P.O. Box 51174, Lafayette, Louisiana 70505-1174.
- H. To give all records belonging to the association to their successor upon expiration of their term of office.

Section 5. HONORARY VICE PRESIDENT - The Honorary Vice President will perform such duties assigned by the President, the Board of Directors, or the general membership.

Section 6. MEMBERS-AT-LARGE - The members-at-large will represent the general membership of the association at the Board of Directors Meetings.

Section 7. NEWSLETTER EDITOR - The Newsletter Editor will gather materials of the association's activities and information of interest to the membership and publish a newsletter, the official journal of the association, known as LARC on a monthly basis. The Editor will be responsible for the publication of other documents and information sheets as authorized by the Board of Directors and the membership.

Section 8. PUBLIC INFORMATION OFFICER - The Public Information Officer will, at the direction of the Board of Directors, provide a point of contact for the news media and the general public. The Public Information Officer will provide official news releases on club activities to local media contacts.

Section 9. PARLIAMENTARIAN - The Parliamentarian will provide the President of the association with information and recommendations on parliamentary procedures during meetings.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1. The Board of Directors will consist of the four (4) elected officers, the Honorary Vice President, the Members-at-Large of the association. Also see Article VIII Section 3.

Section 2. The number of Members-at-Large to the Board of Directors elected will be two (2); the third Member-at-Large will be the immediate past President of the association. If the immediate past president is holding an elected office a third Member-at-Large will be elected.

Section 3. The Newsletter Editor and the Public Information Officer, if not already members, will be full voting members of the Board of Directors. The Youth Member-At-Large will be a member of the Board of Directors with voice and no vote. The Newsletter Editor and the Public Information Officer will serve until either resignation or replacement, or in the case of the Youth Member-At-Large the appointee is over seventeen years of age when a new President takes office.

Section 4. The Board of Directors will oversee operations of the association and will establish general policies and guidelines for the association. All responsibilities not otherwise specifically delegated to other officers by these By-Laws will be the responsibility of the Board of Directors.

Section 5. The Chairperson of the Board of Directors will be the presiding president of the association. If the President is not present the Chairperson will be the ranking elected officer as order listed in Article VI Section 1.

Section 6. The chairperson of the Board of Directors will not vote except in the case of a tie, on matters before the Board of Directors, in which time the chairperson will decide the tie by casting the deciding vote.

Section 7. The Board of Directors will meet at least four (4) times a year. Meetings may be called at any time provided all members of the Board of Directors are notified at least 24 hours prior to the meeting.

Section 8. The Board of Directors may approve payment of financial obligations expenditures of emergency or standing nature without prior vote of the membership. All actions and transactions of the Board of Directors must be reported to the membership at the next membership meeting.

Section 9. The Board of Directors will have the authority to adopt certain financial and accounting policies so long as such policies do not conflict with the Articles of Incorporation, the By-Laws, legal requirements of the State of Louisiana and the Internal Revenue Service applicable to non-profit, tax exempt corporations, and goals and objectives of the association as stated therein.

Section 10. The duties of the Youth Member-At-Large are:

- A. The Youth Member-At-Large will perform such duties assigned by the President, the Board of Directors, or the general membership.
- B. Be the liaison between the Youth Members of the Association and the Board of Directors to bring program ideas and activities of interest to the younger members.
- C. Coordinate special activities and programs, as approved by the general membership, for the Youth members.

ARTICLE IX - ELECTIONS

Section 1. A nominating committee will be appointed by the President of the association at the November membership meeting each year and will consist of two (2) members of the Board of Directors and two (2) voting members in good standing from the general membership. The president will designate the Chairperson.

Section 2. The nominating committee will present a proposed slate of officers and two (2) Members-at-Large for the Board of Directors [see Article VIII Section 1.B.1. and if applicable Three (3) Members-at-Large will be presented] at the January membership meeting each year. This slate will be published in the February issue of the LARC, the official journal of association. Nominations from the floor and the election will take place at the February membership meeting. Nominations presented by the nominating committee or from the floor must have the prior consent of the nominee.

Section 3. Vacancies on the Board of Directors.

- A. The vacancy in an elected office will be filled by a special election to be held at the next membership meeting following the creation of the vacancy.
- B. The vacancy of a Member-at-Large will be filled by appointment of the remaining members of the Board of Directors. The appointment may be made at a meeting of the Board of Directors or by a poll vote of the members of the Board of Directors.
- C. All vacancies will be filled within thirty (30) days following the creation of the vacancy.

ARTICLE X - TRUSTEE

Section 1. The President will appoint the Trustee of the association's Amateur Radio Club Station Licenses, with conformation by the Board of Directors. The Trustee will be a full member in good standing and should be the holder of an Amateur Extra Class License. The Trustee will continue to serve until either resignation or replacement.

Section 2. The duties of the trustee will be:

- A. To maintain the amateur radio station license for Amateur Radio Station W5DDL licensed to the association.
- B. The trustee will be assisted by a control operator committee the size and membership of which is to be determined by the Trustee. The committee will be charged with the responsibility of monitoring the association's repeater(s) in accordance with FCC regulations and rules adopted by the association.

ARTICLE XI - MEMBERSHIP MEETINGS

Section 1. No association business may be conducted at any meeting unless a quorum is present. A quorum will be ten (10) or more voting members in good standing one (1) of which will be one of the four (4) elected officers of the association.

Section 2. Provisions applicable to membership meetings will be:

- A. The club will hold one (1) membership meeting per month. Said meeting will be held on the first Thursday of each month unless otherwise published.
- B. The February membership meeting of each year is designated as the Annual Election Meeting.
- C. The notification of the Annual Election Meeting will be published in the association newsletter prior to the February meeting each year.

ARTICLE XII - BOARD OF DIRECTORS MEETINGS

Section 1. Board of Directors meetings will be held at the discretion of the board members but in no case will there be less than four (4) board meetings per year.

Section 2. No association business may be conducted at any meeting of the Board of Directors unless a quorum is present. A quorum of the Board of Directors will be four (4) or more members of the Board of Directors of which one (1) will be one of the four (4) elected officer of the association.

ARTICLE XIII - FINANCIAL

Section 1. All monies will be maintained in authorized bank account(s) and/or investment instruments in the name of the Acadiana Amateur Radio Association, Inc. All such accounts and/or instruments must be F.D.I.C insured.

Section 2. All checks issued by this association must be authorized and signed by either the President, Secretary or Treasurer.

Section 3. Under no circumstances may this association undertake any act which would violate Section 501(c)(3) of the Internal Revenue Code of 1954 now in effect or hereafter amended.

Section 4. Under no circumstances may this association authorize the expenditure of monies exceeding one hundred dollars (\$100) without first referring it to the Board of Directors for their study. The Board of Directors will consider the referred action at its next meeting and make its recommendation at the next membership meeting.

Section 5. On or before February 1st of each year the Treasurer of this association will prepare a written financial report covering the period of January 1st through December 31st of the preceding year and will make this financial report available for inspection at the February membership meeting.

Section 6. The treasurer of the association will render a report of the accounts at each meeting of the Board of Directors and at all membership meetings.

Section 7. The sum of Four-thousand Dollars (\$4,000.00) minimum will be held in reserve to fund future hamfest activities of this association. Any financial gain realized from the associations hamfest activities will be placed into the general fund to be disbursed as directed by the membership.

Section 8. Donations will be disbursed as indicated by the donor. Where no indications are given the monies will be placed into the general fund to be disbursed as directed by the membership.

ARTICLE XIV - GENERAL PROVISIONS

Section 1. In conformity with the non-profit corporation laws of the State of Louisiana, the Board of Directors will have the responsibility for all equipment and fixed assets owned by the association. The Board of Directors must authorize any disposition of equipment owned by the association that has been declared as surplus equipment. The association inventory of equipment and other fixed assets will be reviewed annually by the Board of Directors for the purpose of designating which equipment and other assets are considered surplus and available for disposal. The Board of Directors will first offer all such surplus equipment for sale to members in good standing in the association. Any surplus equipment not sold to the members may be disposed of in a manner determined by the Board of Directors.

Section 2. All membership meetings of the association and meetings of the Board of Directors will be conducted in accord with ROBERT'S RULES OF ORDER NEWLY REVISED unless otherwise defined by these By-Laws or mandate of the membership in motion(s) passed at a membership meeting.

ARTICLE XV - AMENDMENTS OF THE BY-LAWS

Section 1. Proposals for amendment of the By-Laws will be submitted in writing to the Board of Directors of the association prior to a membership meeting. The proposed amendments will be announced at the membership meeting and will be voted on at the following membership meeting. All members must be notified in writing. This can be accomplished by any method that is feasible. This will be accomplished at least five (5) days prior to said membership meeting.

Section 2. The By-Laws may be amended by enactment by a 2/3 majority of the members present at a membership meeting.

APPROVED:

DATE: FEBRUARY 1, 2007

Secretary RANDAL CASTILLE President ROLAND GUIDRY

Revised 2007