HIGHLINE AMATEUR RADIO CLUB BY-LAWS

MISSION

The Highline Amateur Radio Club (HARC) is organized to operate within the rules and regulations of the Amateur Radio Service exclusively for charitable, educational, and scientific purposes. HARC shall further the exchange of information and cooperation between members to promote radio knowledge, fraternalism and individual operating efficiency, support local emergency and disaster relief organizations, and to so conduct HARC programs and activities as to advance the general interest and welfare of Amateur Radio in the community.

HARC activities include, but are not limited to, conducting Amateur Radio classes and seminars, providing emergency and general welfare communications between SW King County neighborhoods and emergency response organizations, and providing communications for public service events.

SECTION ONE – GENERAL COMMENT

(A) HARC Fiscal year shall be April 1st through March 31st of the following calendar year.

SECTION TWO – MEMBERSHIP

(A) <u>REGULAR MEMBERSHIP</u>: Regular membership in HARC shall be made available to all persons having an interest in the Amateur Radio Service. Once admitted, regular members shall be those members who remain in good standing. Good standing shall be defined as remaining current on all membership fees.

(B) <u>FAMILY MEMBERSHIP</u>: Family Memberships will be available to spouses and dependants under the age of eighteen living under the same roof as that of the sponsoring Regular Member. Family Memberships shall expire on the same date as the sponsoring Regular Member. Family Memberships will not have voting rights, but may be elected to an office within HARC. If elected, a person with a family membership will be required to upgrade their membership to Regular Membership status by paying the second half of their dues prior to assuming office.

(C) <u>LIFE MEMBERSHIP</u>: Paid up life membership is available to regular members.

(D) <u>MEMBERSHIP REVIEW</u>:

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(1) <u>Member Applications</u>: New member applications shall be received by the Secretary and brought to the attention the Board of Trustees for review prior to being accepted for membership in HARC.

(2) <u>Existing Memberships</u>: All memberships shall be subject to review by the Board of Trustees and the membership at large at any time. A member may be suspended for due cause by a unanimous vote of the Board of Trustees, however, a member so

suspended shall have the right to request a review of the suspension by the membership at any regular or special meeting. Two-thirds (2/3) of the voting members at any regular or special meeting shall be necessary to overturn the decision of the Board of Trustees on this matter.

SECTION THREE - MEMBERSHIP FEES AND ASSESSMENTS

(A) <u>DETERMINATION</u>: The Board of Trustees shall, no later than their November Board meeting, determine the membership fees for the upcoming year and shall publish same on the Internet web site and/or in the next available issue of HARC newsletter.

(B) <u>DUE DATE</u>: Membership shall commence with the tender of a properly completed application and appropriate membership fee to HARC. Annual membership shall be for the period beginning April 1st and ending March 31st of the following year. First year membership fees for new members shall be prorated on a monthly basis for the number of full months remaining until April first.

(C) GRACE PERIOD. Membership renewals received in the month of April shall be considered to have been paid on time. Renewal fees received after the grace month are deemed to be new memberships.

(D) FAMILY MEMBERSHIP: Dues for each Family Membership will be one-half (1/2) of a Regular Membership.

(E) <u>LIFE MEMBERSHIP</u>: Life membership fees are twenty (20) times the annual membership fee in effect at the time of the application and may be paid in four semiannual installments. A member paying installments, who is unable to complete full payment, shall be considered paid for the number of year's membership already paid. Partial life membership payments shall be non-refundable.

(F) <u>SPECIAL ASSESSMENTS</u>: The Board of Trustees shall be empowered to recommend special assessments to the membership as necessary. A majority of the voting members present at any regular or special meeting shall be required to confirm the Trustee's assessment recommendation. Assessments shall be due and payable in full within thirty days of notice to the membership. Failure to pay the assessment shall be handled in the same manner as failure to pay membership fees.

SECTION FOUR - ELECTION OF OFFICERS AND TRUSTEES

(A) <u>NOMINATING COMMITTEE</u>: On or before the regular January meeting of each year, the President shall appoint a nominating committee consisting of a chairperson and up to two other regular members who are then not eligible to be candidates in the upcoming election. The committee shall nominate at least one candidate for each officer position, and two or three Trustee candidates, depending on how many open Trustee positions are expected to be open (i.e., minimum of two Trustee nominees if the outgoing President will be stepping into a Trustee role, three if not). All nominees shall be regular members. The committee shall present their nominees to HARC membership at the February regular meeting. Additional nominations will be accepted from the floor at the

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February regular meeting. No member may be nominated from the floor without giving his or her prior permission.

(B) <u>ELECTION COMMITTEE</u>: At the conclusion of nominations from the floor during the February regular meeting the President shall appoint an election committee consisting of a chairperson and up to two other full members none of who may be candidates for election. This committee shall be responsible for composition, distribution and collection of all ballots.

(C) <u>VOTING</u>: The election shall be held by ballot which may be submitted by a combination of electronic, mail, or in person submissions; such that each person only votes once and is allowed to vote as anonymously as possible. Candidates for each office shall be listed in alphabetical order on the ballot by last name. Ballots will be provided to all voting members in good standing as of the last day of March. Ballots will be delivered on or before March 5 of each year and will be returned by either electronic e-mail, USPS mail, or in person such that it reaches the Secretary prior to the March regular meeting, or personally delivered to the Secretary prior to the start of the March regular meeting. The ballot as issued by the election committee shall be the official document used for conducting the election. No other form, facsimile or copy shall be accepted or counted. Voting by proxy shall not be permitted.

(D) <u>RESULTS OF ELECTION</u>: The election committee shall, at the start of the March regular meeting, receive unopened ballots from the Secretary, open and tally all ballots and announce the results of voting. A majority of all votes cast shall be necessary to elect an officer. Board of Trustees shall be elected by a plurality (i.e. the two or three candidates receiving the most votes shall be elected). If there is a tie vote which prevents determination of the winning candidate, or there is no candidate for an office who receives a majority of the votes cast, a written run-off election shall be held at that same March regular meeting until a final determination is made. All ballots shall be retained by the Secretary for a period of thirty days after the election or until all disputes involving the election have been resolved. Upon completion of the retention period the ballots shall be destroyed.

(E) <u>DISPUTES</u>. The judge of the election shall be the HARC President and in that capacity the President shall make the final determination as to resolution of issues or disputes. The President's decision may be appealed by a vote of two-thirds (2/3) of the voting members present at that meeting.

(F) <u>VACANCIES</u>. Officer or Trustee vacancies occurring between annual elections shall be filled by an appointment by the President. The person filling the vacancy shall serve to the end of the term of the officer or Trustee member replaced.

SECTION FIVE - OFFICERS AND TRUSTEES

(A) <u>POSITIONS</u>. The elected officers of HARC shall be President, Vice-President, Secretary and Treasurer. The Board of Trustees shall consist of the current officers, the immediate past president, and two Trustees elected at large. If the immediate past president is re-elected or unable to serve as a Trustee, the membership shall elect a third member at large to serve as Trustee. Officers and Trustees shall assume their duties on

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April 1, following their election; all positions terminating upon new election. Officers and trustees shall hold offices for a term of one year, or until their successors are elected.

(B) <u>ATTENDANCE</u>. A vacancy in office may occur if any officer or trustee is absent for three consecutive trustee or regular HARC meetings without giving sufficient reason to the Board of Trustees. It shall be the duty of the officers to bring such absences to the attention of the membership who may, after a due process hearing from the absent member, declare the office in question vacant by simple majority vote of those members present at a special or regular meeting. Officers and trustees may be removed from office for other due cause by two-thirds (2/3) of the voting members present at any regular or special meeting. Notification of any pending removal of an officer or trustee must be given each member at least 30 days prior to the meeting where that removal is to be considered.

(C) <u>PRESIDENT</u>.: It is the duty of the President to call to order and preside at all Board of Trustees, annual, regular, and special meetings of HARC; to conduct any business before the body; to preserve decorum and order at these meetings, and to enforce due observance of the Articles of Incorporation and these bylaws. The President may approve emergency expenditures with the concurrence of at least a majority of the Board of Trustees. The Vice President, Secretary, and Treasurer shall assume a vacancy in the office of President in order.

(D) <u>VICE-PRESIDENT</u>: It is the duty of the Vice-President to organize, coordinate, and chair the membership committee. The Vice-President shall keep the Board of Trustees and the membership apprised of activities and progress at least once every three months. The Vice-President shall preside at all official functions in the absence of the President.

(E) <u>SECRETARY</u>: It is the duty of the Secretary to maintain the HARC records, keep accurate minutes of all meetings, maintain, transmit, and receive all correspondence and perform such duties as are inherent in the office. The Secretary shall maintain a listing of all members present at each annual, regular, or special meeting and shall conduct a roll call of the Board of Trustees at each of its meetings. A copy of Robert's Rules of Order, current edition, should be maintained by the Secretary for reference and clarification.

(F) <u>TREASURER</u>: It is the duty of the Treasurer to receive all moneys due to HARC, giving a receipt therefore; to pay all routine or recurring bills with the approval of the Board of Trustees, and to pay all capital expenditures or extraordinary bills as directed by the Board of Trustees.

(1) EXTRAORDINARY EXPENSES. All capital or extraordinary expenses in excess of \$2,000 shall be approved by a majority of voting members at a meeting where notice of the proposed expenditure has been announced at least 10 days prior to the meeting.

(2) RECORD KEEPING. It is also the duty of the Treasurer to keep an accurate accounting of all HARC assets; including a detail of all income and expenditures in a form approved by the Board of Trustees. All current assets shall be kept in a place of safekeeping as approved by the Board of Trustees. The Treasurer shall provide a monthly summary report in a format approved by the Board of Trustees, to the

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Board of Trustees and the membership, and shall report HARC's complete financial condition to the membership during the month of April. The Treasurer shall assist the incoming Treasurer by providing a smooth transition in financial record keeping. (3) AUDIT AND FILINGS. The HARC's financial records for the current fiscal year are to be submitted by the outgoing treasurer for an audit to be completed by April 30th. The audit team shall consist of at least two non-officer members appointed by the President. The Treasurer shall facilitate the filing of all appropriate financial records and required reports to the State of Washington and Internal Revenue Service on or before the respective filing deadlines.

(4) TREASURER'S BOND. The Treasurer may be required to be bonded in an amount sufficient to reimburse HARC for any loss of revenues or assets due to acts of errors or omissions. The Board of Trustees, at its February meeting shall determine the amount and term of the required bond, if any. Payment of the Treasurer's bond shall come from the HARC's general fund.

(5) FISCAL YEAR. HARC's fiscal year shall start April 1st and end March 31st the following year.

(G) TRUSTEES. The Board of Trustees shall be responsible for the day-to-day operations of HARC and the following:

(1) BUDGET. The Treasurer shall propose an annual budget for the Board of Trustees approval and the Board of Trustees shall manage expenditures in compliance with that budget. The budget shall be published to the membership on the Internet web site and/or HARC newsletter. Revisions to the annual budget shall receive approval from the majority of voting members at a meeting. The budget shall also contain a "Long Range Plan" tabulating future anticipated expenses within the next 3 years and reserve funds shall be set aside for the anticipated needs.

(2) INSURANCE. The Board of Trustees shall determine insurance requirements and obtain the necessary insurance coverage.

(3) TRUST FUNDS. The Board of Trustees is authorized to establish various trust funds for such purposes as may be deemed necessary by the membership. The entire Board of Trustees shall be the trustees for the respective funds.

(4) ASSISTANT SECRETARY & ASSISTANT TREASURER. The Board of Trustees shall be permitted to appoint Assistant Secretary(s) and Assistant Treasurer(s) as non-voting Trustee members if necessary. These positions will end with the outgoing party.

(5) RULES AND REGULATIONS. The Board of Trustees shall adopt, amend, and repeal if necessary, administrative rules and regulations for the efficient operation of HARC. The membership may amend or repeal such rules and regulations by a majority vote of members present at a regular meeting.

(6) PUBLIC SERVICE PLANS. The Board of Trustees will develop a program covering public services and fundraising activities necessary to support the purposes of HARC.

(H) <u>CONFLICT OF INTEREST</u>:

(1) <u>POLICY</u>: Each Board member must disclose to the Board any business or personal relationship, or that of any member of their immediate family, in which contracts for goods or services by HARC could result in their financial gain. The Board will document their consideration in the Board minutes. The affected Board

member(s) must recuse themselves from the vote and not be part of the execution of such contracts.

This policy statement is not intended to apply to gifts and/or similar entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.

Any matter of question or interpretation that arises relating to this policy should be referred to the President for decision and/or for referral to the board of directors, where appropriate.

(2) <u>ACKNOWLEDGMENT</u>: Each board member shall sign a "Conflict of Interest Statement for HARC Board Members" acknowledging their awareness of this policy and their responsibility for adhering to it prior to taking office.

SECTION SIX – MEETINGS

(A) <u>FREQUENCY</u>:

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(1) REGULAR MEETINGS. Regular membership meetings of HARC shall be held at least once per month at a time and place designated by the Board of Trustees with the first HARC meeting of the month defined as the "Regular" meeting.

(2) SPECIAL MEETINGS. Special meetings may be called by the President, Board of Trustees or on written request of at least five full members at least ten days in advance of the requested time. The Board of Trustees or those persons calling for the special meeting shall make every effort to advise the membership of the special meeting.

(3) TRUSTEES MEETING. The Board of Trustees shall hold a monthly regular meeting. Necessary special meetings may be called by the President or by a request of three trustees. Trustee meetings are open to the general membership to attend in a non-voting capacity as directed by the President.

(B) <u>QUORUM</u>: At all regular and special meetings ten percent (10%) of the voting membership or seven (7) members, whichever is greater, shall constitute a quorum for the transaction of business pertaining to HARC. The Secretary shall verify and announce the required quorum prior to commencement of any business discussions. All matters requiring a vote shall be based upon the majority or fractional total of voting members present at that meeting. At all Board of Trustees meetings, three trustees shall constitute a quorum for the transaction of business. Fifty percent (50%) plus one of the total-voting members present at that meeting shall determine a majority vote. Committee members may determine among themselves the quorum requirements for their respective committees.

(C) <u>CONDUCT</u>: Robert's Rules of Order, Newly Revised, or other procedures acceptable to the Board of Trustees, shall be used to govern all proceedings of HARC, which are not covered by these by-laws.

SECTION SEVEN - COMMITTEES AND APPOINTEES

The president shall name all committee chairpersons and appointees and shall set forth duties as required or requested. The chairperson shall be responsible to the President. Committees shall remain in existence and their chairperson in that position unless otherwise determined by the committee, the President, or the Board of Trustees. All chairpersons and appointee positions terminate upon new election.

(A) <u>STANDING COMMITTEES</u>. The following permanent standing committees are established. The Board of Trustees may establish additional standing committees with a suitable scope defined and published in the HARC newsletter or website. These committees shall be tabulated in the roster of committees maintained by the Secretary, and changes shall be incorporated at the next routine Bylaws revision.

(1) <u>MEMBERSHIP</u>. This committee shall be responsible for all membership accounting tasks required for the classes of members defined in Section One. This includes the development of the Membership Application Form, Issuing Membership Cards and Certificates, maintaining a database record of skills and interests as reported on applications, and maintenance of the membership roster. This committee shall recommend to the Board of Trustees for approval, a list of items to be distributed to new members and request action for development of information and brochures needed for recruiting and public service announcements.

(2) <u>EMERGENCY OPERATIONS SUPPORT</u>. Any standing Emergency Communications Response Team shall establish a plan to operate HARC station on any frequency band required and under emergency power when requested in an emergency. This plan shall include a roster of qualified operators, a call out procedure, operator scheduling, traffic handling procedures, and reporting requirements. The Team shall define training requirements to the Education Coordinator who shall establish classes as necessary and define operator certification/qualification criteria.

(3) PUBLIC RELATIONS. A standing Public Relations Committee shall be responsible for publicity, promoting, and advertising HARC activities to the public and contacting governmental agencies to help determine areas of public needs within the scope of HARC's purpose. The committee will recommend projects/programs for Board of Trustees consideration. The committee may appoint a newsletter editor.

(B) <u>AD HOC COMMITTEES</u>. The President or the Board of Trustees may establish ad hoc committees for any necessary purpose in the management of HARC. Each committee will have a specific objective that terminates the committee upon completion.

(C) APPOINTEES.

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(1) HARC STATION TRUSTEE. The President shall appoint a HARC Station Trustee upon application for license renewal or upon the death or resignation of the present HARC Station Trustee. The HARC Station Trustee shall maintain an Amateur Extra Class license and be responsible for maintaining the club's license.

SECTION EIGHT - HARC SERVICES

HARC may provide the following services in support of its charitable, educational, and scientific purposes.

(A) <u>EDUCATION</u>.

(1) <u>HARC PUBLICATION</u>. HARC may sponsor an official monthly newsletter and/or publish information on the Internet to inform the membership of scheduled activities as well as technical and regulatory news. Such publication or webpage should also contain official minutes for all meetings, which have occurred since publication of the previous edition.

(2) <u>TRAINING CLASSES</u>. HARC may conduct, sponsor, and promote classes in preparation for amateur radio examinations, electronics theory, communications law, current operating practices and techniques and any other subjects which may advance the amateur radio service. Each student successfully completing a HARC-sponsored class may be presented a certificate of completion. The Board of Trustees shall appoint an Education Coordinator to establish and develop a curriculum for the teaching of various amateur radio classes.

(3) <u>EXAMINATIONS</u>. HARC may conduct, sponsor, and promote voluntary examination sessions for prospective amateur radio operators, under the auspices and guidance of the American Radio Relay League accredited examiner program. Sessions shall be publicized and shall be available to the general public. The club will develop and maintain a cadre of accredited Volunteer Examiners to conduct amateur radio license examinations.

(B) COMMUNICATIONS FACILITIES.

(1) <u>LICENSED OPERATING STATIONS</u>. HARC shall maintain a current, valid amateur radio license as issued by the Federal Communications Commission. In addition the club may operate repeater systems to support local emergency and general communications.

(C) <u>RECOGNITION PROGRAM</u>. HARC will maintain an active awards program to recognize selected members. Specific awards and criteria will be detailed in the standing rules.

(D) <u>PUBLIC SERVICE ACTIVITIES</u>.

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(1) <u>AMATEUR RADIO EMERGENCY SERVICES (ARES</u>). HARC will actively support governmental agencies and cities of Highline communications mission with the use of HARC radio and meeting facilities in support of the King County Department of Emergency Services. An endorsement and recommendation shall be given members to join ARES.

(2) <u>RADIO AMATEUR CIVIL EMERGENCY SERVICE (RACES</u>). In the time of a governmental declaration of emergency, HARC will support RACES with the use of HARC facilities and member support.

(3) <u>CONVENTIONS</u>. HARC may sponsor conventions, trade shows, educational seminars and other gatherings to provide a means of demonstrating and discussing advances in amateur radio communications techniques and computer technology, and to provide a focal point for technical training. The public may be invited to attend and participate in these activities.

(4) <u>PUBLIC SERVICE PROJECTS</u>. Upon request, HARC may support local public service events as requested by charities, governmental agencies and other public agencies.

SECTION NINE – NON-DISCRIMINATION

HARC shall not discriminate against any person on the basis of race, color, national and ethnic origin, religion, age, sex, or any disability, in the administration of membership policies, scholarship programs, and other corporation-administered programs. Every member regardless of race, color, national and ethnic origin is entitled to all rights, privileges, programs, and activities generally accorded or made available to members of HARC.

SECTION TEN – DISSOLUTION

Upon dissolution of HARC, after payment of all just liabilities, any remaining assets shall be conveyed to the American Radio Relay League in Newington, CT, under Section 501(c)3 of the Internal Revenue Code of 1986, as amended. No portion of the assets may be transferred to any member or members.

SECTION ELEVEN - AMENDMENTS

(A) <u>PROCEDURE</u>. Proposed amendments to these By-laws shall be submitted in writing to the Board of Trustees for evaluation.

(B) <u>VOTING</u>. These by-laws may be amended at any annual, regular or special meeting of HARC by two-thirds (2/3) of the voting members present at that meeting.

(C) <u>NOTIFICATION</u>. The membership shall be notified of proposed by-law changes by mail at least 30 days prior to the meeting at which the vote on the amendment(s) is to be taken. A voting member may request an absentee ballot from the Secretary, which shall be returned to the Secretary prior to the commencement of the meeting at which the vote is to be taken.

(D) <u>TIME OF EFFECT</u>. Unless otherwise noted, any amendments to these by-laws shall be effective immediately upon passage.

INITIALLY ADOPTED this 28th day of March 2009, by the initial trustees (board of directors) and by a majority vote of membership present, effective March 28th, 2009.

MODIFIED ADOPTED this 22nd day of May 2011, by the trustees (board of directors), effective May 22nd, 2011.

ORIGINAL SIGNED

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__lohn C. Elliott_____, Secretary

Highline Amateur Radio Club

APPENDIX

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Two forms which relate to these bylaws are included as an appendix to these bylaws. These forms, which are originated and revised by the Board of Trustees, are:

(A) Conflict of Interest Form for Board Members.

Used to establish legal verification that incoming Officers and Trustees of HARC are aware of the HARC Conflict of Interest Policy contained within these bylaws.

(B) Membership Application Form.

Used to collect personal data, determine interests, and serve as a 'Release and Indemnity Agreement' of prospective members. It further serves to establish the annual dues and requirements for membership in HARC. This form may be reviewed and revised by the Board of Trustees to establish the dues and requirements for membership for the forthcoming year(s) without making a formal change to these bylaws.

<u>Appendix A</u>

CONFLICT OF INTEREST STATEMENT FOR HIGHLINE AMATEUR RADIO CLUB BOARD MEMBERS

Each Board member must disclose to the Board any business or personal relationship, or that of any member of their immediate family, in which contracts for goods or services by HARC could result in their financial gain. The Board will document their consideration in the Board minutes. The affected Board member(s) must recuse themselves from the vote and not be part of the execution of such contracts.

This policy statement is not intended to apply to gifts and/or similar entertainment of nominal value that clearly are in keeping with good business ethics and do not obligate the recipient.

Any matter of question or interpretation that arises relating to this policy should be referred to the President for decision and/or for referral to the board of directors, where appropriate.

I have received, read and understand fully the Conflict of Interest Statement and will comply with the statement by bringing any potential conflict of interest situations to the board for consideration.

Signature

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Print Name

Date

<u>Appendix B</u>

Name:				Highline
	Please Print)		eur Radio Club
Address:				
City:		StZip	_	http://highlineARC.webs.com HighlineARC@hotmail.com
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e-mail:			_	
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		ry 1 \$24 (12 months) nonth to February 1 Training	Facilities	Club Activities
HF CW/SSB		Teach Classes	I HF	Meeting Programs
HF Digital		Attend Class	VHF/UHF	Field Day (June)
VHF/UHF FM		Public Service	Packet	Attend/Operate
Satellite		Code	APRS	Setup/Cleanup
SSTV/ATV			Hand Held	Contest/Events
Public Service			Repeaters	Net Control
Emerg. Resp.				ECRT
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