

EMERALD AMATEUR RADIO SOCIETY
AMENDED and RESTATED BY-LAWS
April 16, 2019

Supersession: The Emerald Amateur Radio Society By-Laws dated April 16, 2019 supersedes in its entirety all previous versions of these By-Laws.

Section 1: Repository of Constitution and By-Laws.

The Secretary shall keep the Constitution and By-Laws of the Emerald Amateur Radio Society, hereinafter known as EARS (Club); make changes, additions, and amendments as directed; and have a copy available at all meetings.

Section 2: Membership.

2.1 Persons having or expressing an interest in Amateur Radio shall be eligible for membership in the Emerald Amateur Radio Society under one of the following categories:

- (1) Voting Membership: Voting Membership is open to only currently licensed amateur radio operators.
- (2) Associate Membership: An Associate Member is someone who is interested in amateur radio but has not yet obtained a license. An Associate Member shall not have any voting rights.
- (3) Family Membership: Family Membership is open to groups of two or more members of the same family that are currently licensed amateur radio operators. Family Membership receives a maximum of two votes, regardless of the number of licensed amateur radio operators within the family.
- (4) Student Membership: Student Membership is open to anyone in grades K – 12. A Student Member with a license shall have full voting rights. A Student Member without a license shall not have voting rights.
- (5) Life Membership and Meritorious Membership: The Club may confer Life and/or Meritorious Memberships by a majority vote of those present at any regular meeting with a quorum present. The motion to confer a Meritorious Membership shall specify the duration of such membership. Life Members and Meritorious Members shall not pay dues.

2.2 Members in good standing in the Voting, Family, Life, and Meritorious Membership categories holding current valid FCC amateur Radio Operator's Licenses are eligible to vote on club business. Unlicensed Family Members and Associate Members will not be permitted to vote on club business.

2.3 Membership in the Emerald Amateur Radio Society shall be initiated by a written application, endorsed by a current club member, and submitted by the applicant at a regular club meeting. At the next regular meeting attended by the applicant, the application will be voted upon by the eligible voting members present, and a favorable majority response shall constitute election to club membership. The applicant, at the time of attaining membership shall be required to pay the pro-rata portion of the current dues period.

2.4 All members in good standing in the Club and holding a current valid FCC Amateur Radio Operator's License shall be permitted to operate the Club's radio room station, located at the City's Emergency Operations Center (EOC), and any field station operated by the Club, under the supervision of a current Club officer and in accordance with the rules of operation as currently posted by the Trustee.

Club call signs shall be used as follows:

- (1) WA7FQD is to be used for all other non-emergency communications, whether conducted from the Club's EOC radio room or from the field.
- (2) W7SFD is reserved for emergency and simulated emergency training communications.

2.5 Members who are delinquent in dues-paying for longer than three months will be dropped from the membership. To be re-instated, a dropped member must re-apply for membership and pay all delinquent dues for the current calendar year.

2.6 A member may be expelled from the Club for good cause as determined by a two-thirds [2/3] vote of the voting membership present at a Regular Meeting.

If any voting member believes that good cause exists to expel another member from the Club, that voting member shall make a motion for expulsion of the member at a regularly scheduled Club meeting. If the motion is seconded, the matter shall be automatically tabled until the next regularly scheduled Club meeting, at which time discussion, if any, shall occur and after discussion and an opportunity being given for the Member who is subject to expulsion to participate in that discussion, a final vote shall be taken. The Member who is subject to expulsion shall be notified by the Club President of the action pending, and provided an opportunity at the next regularly scheduled Club meeting to present his or her argument for retaining his or her membership.

An expelled Member may reapply for membership the terms of Paragraph 2.3 above.

Section 3: Dues.

Annual dues shall be set by a motion of the Club approved by a majority of members present at a Regular Meeting where a quorum is present. Dues are payable in advance for a calendar year, paid on or before the first January meeting of the new year, as follows:

Voting Membership	\$20.00	
Associate Membership	\$20.00	
Family Membership	\$20.00 first member; \$10.00 each additional Member.	
Student Membership (K-12)	\$2.00	
Life and Meritorious Members	Life members and meritorious members shall not pay dues	

New members joining the Club after January 1st shall pay a prorated portion of the annual dues, as follows:

January – March	\$20.00	[Family \$20.00/\$10.00]
April – June	\$15.00	[Family \$15.00/\$7.50]
July – September	\$10.00	[Family \$10.00/\$5.00]
October – December	\$ 5.00	[Family \$ 5.00/\$2.50]

Section 4: Meetings.

4.1 Regular Membership Meetings shall be held once a month on the third Tuesday of each month, unless rescheduled by the Club's President, at a location to be determined by the Club's President. The President shall give sufficient advance notice to the current membership of any change in meeting time or location.

Unless changed by the President or presiding director at their sole discretion, Regular Membership Meetings will be guided by Roberts Rules of Order and conducted as follows:

1. Call to Order
2. President's Opening Comments
3. Roll Call
4. Educational or training presentation
5. Announcements
6. Approval of Minutes of prior meeting
7. Treasurer's Report
8. Committee reports
9. Reading of pending membership applications
10. Old Business
11. New Business
12. Adjournment

4.2 Special Membership Meetings may be called at the President's discretion. Notice of each Special Membership Meeting shall be given at least ten (10) days prior by written media, facsimile, email or their technological successors. If the subject matter should be of an urgent nature, the President or presiding Director may call a Special Meeting of the Board of Directors.

4.3 Quorum for Regular and Special Membership Meetings shall be voting members present plus those represented by proxy for the transaction of business. (amended April 16, 2019)

4.4 Board of Directors Meetings will be conducted in conjunction with the Regular Membership Meetings. Additional Board Meetings may be called by the President or presiding Director at their discretion or at the request of another Director. Members will be encouraged to attend these meetings; however they are not required to do so. Board Meetings will be conducted within Lane County, Oregon, at date, time, and location determined by the Board. The purpose of the Board Meeting shall be to conduct any necessary business and to prepare for the activities of the Club. A quorum of two thirds of the elected/appointed Directors is required to be present to conduct official business. If the subject matter should be of an urgent nature, the President or presiding Director may take a poll of the Directors by telephone or email and a written record kept of the results of that poll. Any action taken as a result of such poll will be affirmed at the next meeting of the Directors. Minutes of the Board Meeting(s) may be reproduced and distributed to the members as directed by the Directors.

Section 5: Elections.

5.1 Each November, the President will appoint a nominating committee of at least 3 voting members of the Club whose dues are paid in full to recommend at least one candidate, who must be a voting member whose dues are paid in full, for each office of the Club, for the term commencing the January meeting. The names of the nominees shall be published by the Club Secretary in the notice of the January meeting sent out by email.

5.2 The election of new officers shall be held at the January meeting, providing a quorum is present, the winner to be by a majority vote of the members for each office.

5.3 Additional candidates who are voting members and whose dues are paid in full may be nominated from the floor for any office, prior to the voting at the January meeting.

5.4 Immediately after the election in January, the newly elected officers shall immediately undertake the tasks of their respective office. The former holder of such office shall transfer the files and materials of the office to his or her successor.

5.5 The Secretary shall immediately give written notice to the City of Springfield of the names of the new officers.

Section 6: Additional Duties of Officers.

6.1 President: In addition to the duties described in Article III of the EARS Constitution, the President may appoint members to:

- Maintain Club equipment and train members in its safe use.
- Oversee the Club's public information program, including recruitment and retention of members.
- Develop and deliver a training program.
- Perform the Club's annual corporate filing with the Oregon Secretary of State's Office.
- Chair a special committee at the request of an elected officer. The appointed chair may be terminated by the requesting officer.

6.2 Vice President: In addition to the duties described in Article III of the EARS Constitution, the Vice President shall perform the following duties on behalf of the Club:

- Obtain cross training and skills needed to perform the duties of the President,
- Organize Club activities,
- Plan and recommend contests for operating benefits,
- Advance Club interests and activities as approved by the Club.

6.3 Secretary: In addition to the duties described in Article III of the EARS Constitution, the Secretary shall perform the following duties on behalf of the Club:

- Keep and maintain in the records of the Club, along with all previous revisions of the Constitution and By-Laws, including at least the following parts:

- a roster of all members
- a copy of the current Club Constitution,
- a copy of the current Club By-Laws,
- a copy of any generally useful operations information approved by the Club or established by the Trustee.
- Confirm the reservation of the use of the EOC meeting room for the use of the Club at its regular meetings on the third Tuesday of each month.

6.4 Treasurer: In addition to the duties described in Article III of the EARS Constitution, the Treasurer shall perform the following duties on behalf of the Club:

- Present outstanding bills for approval during Regular Membership Meetings.
- Receive all monies paid to the Club; keep an accurate account of all monies received and expended; ensure at least two members of the Board are authorized to access the Club bank account(s); provide a financial report to the Board on a monthly basis; and shall submit an itemized statement of disbursements and receipts. The Treasurer shall submit his/her books and accounts to an Audit Committee whenever the President directs.
- Immediately deposit all money and receipts into the Club's checking account.
- Ensure the signatures of the President and Treasurer are kept on record at the bank where the Club's checking account is maintained, and the signature of one will be required to withdraw funds. Upon election of new officers, those names will be changed.
- Maintain the Fiscal Year from January 1 to December 31 of each year.

Section 7: Disbanding of the Club.

7.1 If the Emerald Amateur Radio Society ceases to function as an organization as a result of a vote by the membership in accordance with Article IX of the EARS Constitution, the President shall:

- direct the Treasurer to pay any outstanding debts and obligations of the Club, then close all bank accounts and deliver any remaining cash assets to the Trustee; and
- direct the Trustee to disburse all Club assets as follows:
 - refund funds attributed to membership dues on a pro rata basis to the current Club members who paid those dues, to the extent that the Club member can be reasonably located and the dues refunded;
 - return any donated equipment to any current Club member who wishes to have his or her donated equipment returned; and
 - donate all remaining Club assets, both cash and equipment, to a local ham radio club if any exists. If no such club exists, the Trustee shall sell the equipment at best price available and shall donate all cash assets to the American Radio Relay League (ARRL) for use in one of the ARRL's charitable projects.

7.2 If the Emerald Amateur Radio Society ceases to function by attrition or lack of interest, any officer or the Trustee, shall, to the extent possible, disburse the Club assets in accordance with 7.1.a and 7.1.b above.

Section 8: Trustee; Public Services Coordinator; Activities Chairman.

8.1 Trustee. A Trustee for the Club's radio station shall be appointed by the President, and shall serve a 2-year term from the time of appointment. The Trustee shall meet the requirements in Article VIII of the EARS Constitution, shall be at least a general class licensee, shall be designated as the trustee for the Club Stations, W7SFD and WA7FQD, and shall be authorized as the amateur responsible for the Club Station operations under Part 97 of the FCC rules.

In addition, the Trustee shall regularly update the inventory of the equipment currently owned by the Club, update its value, and provide a copy of that to the Club officers.

8.2 Public Services Coordinator. A Public Services Coordinator may be appointed by the President, to serve at the sole pleasure and convenience of the President of the Club. While serving in such role, the Public Services Coordinator will supervise teams of Club members who will carry out all public services of the Club. The teams are appointed by the President, and include an Emergency Communications Coordination Team [to maintain the Club's ARES membership, general emergency preparedness, and the specifics of City of Springfield support – including simulated and real emergencies]; the Public Services Activities Team [to organize and coordinate the Club's participation in general public services events, such as Field Day, Special Olympics, Club WAS and Activities Month, SET's, Jamboree on the Air, March of Dimes, etc.]; and the Educational Activities Team [to arrange and/or conduct all aspects of training, including equipment in the shack, and for general operating].

8.3 Activities Chairman. An Activities Chairman may be appointed by the President, to assist the Vice President in a role of providing membership programs and other club benefit programs.

Section 9: Amendments

The EARS Constitution and these By-Laws may be amended by the affirmative vote of two-thirds of the membership present at a regular meeting, or at a special meeting called for that purpose, with a quorum present. Notice of the proposed amendment(s) and the date, time and location of the Meeting will be furnished to all Directors and Members via email not less than 10 days prior to the Meeting.

Section 10: Club Resources and Information

10.1 Newsletter; Club Web Site. The President may solicit Club members interested in helping with publishing the Club's newsletter and maintaining the Club's Web site. Thereafter, the President may appoint interested members to publish the newsletter and to maintain the Club's Internet web site.

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