

BY-LAWS
FOUR LAKES AMATEUR RADIO CLUB, INC. MADISON, WISCONSIN
April 2001

FLARC'S PURPOSE - The Four Lakes Amateur Radio Club (FLARC) is a non-profit, general interest Club that exists to promote Amateur Radio in South-Central Wisconsin. The Club's mission is to enhance the skill and interest of its members, to encourage the growth of amateur radio by assisting prospective radio amateurs in the licensing process, to provide communications in the event of disasters or other emergencies, and to promote good will with the general public.

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ARTICLE I --- MEMBERSHIP

1.01 CLASSES OF MEMBERSHIP

A. Club membership shall be divided into the following classes:

1. Associate member
2. Regular member
3. Honorary member
4. Student membership (under 18)

1.02 MEMBERSHIP QUALIFICATIONS

A. ASSOCIATE MEMBERSHIP

1. Any person with a non-commercial interest in amateur radio.

B. REGULAR MEMBERSHIP

1. Any person who holds a valid amateur radio operator's license.

C. HONORARY MEMBERSHIP

1. Any person nominated by a Club member shall, with the approval of the Board of Directors, become eligible for honorary membership. This person shall have made some outstanding contribution to amateur radio or the Four Lakes Amateur Radio Club.

1.03 RIGHTS AND PRIVILEGES INCIDENT TO MEMBERSHIP

A. ASSOCIATE MEMBERSHIP

1. Associate member may participate in all activities of the Club except shall not vote or hold office.

B. REGULAR MEMBER

1. Regular members may vote on all matters presented at a Club meeting
2. Regular members may hold any office in the Club.
3. Regular members may participate in all activities of the Club.

C. HONORARY MEMBER

1. A person holding an honorary membership may participate in all activities of the Club except that he or she shall not vote or hold office.

1.04 ADMISSION TO MEMBERSHIP

A. General requirements for any person to be admitted to membership in the Club:

1. The candidate must be able to satisfy the qualifications for any one class of membership as set forth in section 1.02

B. Procedure for candidate approval:

1. Candidates for membership shall submit an application for membership and pay ones dues in accordance with the requirements of section 2.01.

2. Candidates for membership shall be introduced to the membership by the presiding officer at any regular Club meeting at which time the candidate shall briefly relate to the membership his or her amateur radio activities.

1.05 DISMISSAL FROM MEMBERSHIP

A. A member may be dismissed and banned from membership for actions unbecoming a radio amateur upon three-quarters vote of a quorum of regular members present and voting at a regular meeting. However, no member shall be dismissed from membership until the member has been informed of the nature of the charge out of which the proceeding for dismissal has arise, and until the member has been afforded an adequate opportunity to provide an explanation. The presiding officer at the regular meeting shall be in charge of any proceeding arising under this sub-section. Any dues or fees paid in advance by a member dismissed under this sub-section shall be refunded.

1.05 CONTINUATION OF MEMBERSHIP

A. A member who is on active duty with the Armed Forces of the United States of America shall continue as a member without paying Club dues or renewing his or her membership. This member may exercise all the rights and privileges of his or her class of membership.

ARTICLE II --- FEES AND DUES

2.01 ANNUAL DUES

A. GENERAL

1. Annual dues for associate members shall be set by the Board of Directors and approved by the membership following the voting procedures described under section 6.06.

2. Annual dues for regular members shall be set by the Board of Directors and approved by the membership following voting procedures described under section 6.06.

3. Honorary members shall not be required to pay dues.

4. Annual dues are due by the regular January meeting each year.

5. Annual dues for any person who holds a valid amateur radio license and has another regular member living in the same household shall be set by the Board of Directors and approved by the membership following the voting procedures described under section 6.06.

6. Annual dues for licensed amateur radio operators over the age of 65 shall be set by the Board of Directors and approved by the membership following voting procedures described under section 6.06.

7. Annual dues for licensed amateur radio operators under the age of 18 shall be set by the Board of Directors and approved by the membership following voting procedures described under section 6.06.

B. SPECIAL CASES

1. No dues shall be required of persons qualifying under section 1.06 (Armed Forces).

2. Annual dues payable by members who have entered the Club after January 1st shall be pro-rated for each remaining month.

C. SUSPENSION

1. Any member of the Club whose dues are in arrears more than 90 days shall be automatically suspended from membership and thereupon denied the rights and privileges incident to

membership as set forth in section 1.03. A member suspended under this section may re-establish his or her membership in the Club by paying the full year's dues.

2.02 FEES AND SPECIAL ASSESSMENTS

A. Fees and special assessments are recommended by the Board of Directors and approved by a quorum of the membership at a regular meeting following the voting procedures defined under paragraph 9.02.

ARTICLE III --- DIRECTORS

3.01 MEMBERS

A. GENERAL

1. The Board of Directors shall consist of:

- a. The four elected officers of the Club.
- b. Three elected members-at-large.
- c. The past president serves as an adviser to the directors when no incumbent Board member is re-elected.

B. ELECTION

1. Officers elected pursuant to section 4.01 are Directors of the Club.
2. Director-at-Large for the current year shall be elected at the regular January meeting.

C. TERMS OF OFFICE

1. Newly elected members of the Board of Directors shall take office at the conclusion of the January meeting during which they are elected. The term of office is for one year, from one January meeting to the conclusion of the next year's January meeting when successor Directors are elected.

D. PERSONS ELIGIBLE

1. Except as hereinafter provided, any regular member of the Club may hold office as a Director of the Club.
2. Members of the Board of Directors at the time of elections are eligible for re-election as Directors-at-Large.

3.02 DUTIES OF THE BOARD OF DIRECTORS

A. MANAGEMENT

1. The management of the Club shall be vested in the Board of Directors.

B. ARBITRATION OF DISPUTES

1. The Board of Directors shall be the sole judge and arbiter in cases of dispute arising out of the operation and affairs of the Club.

C. CLUB EXPENDITURES

1. The Board of Directors shall have the duty to take care of and account for the funds of the Club. It shall receive spending proposals and pass on all expenditures proposed by the treasurer.

2. The budget for the coming year shall be presented and read at a regular meeting of the Club at which a quorum is present. The budget proposal shall be tabled until the next regular meeting at which time it shall be acted upon. Written notice of both the date of the budget presentation and the date upon which it shall be voted shall be given by written notice to regular members.

3. Proposed expenditures in excess of \$200.00 for a single item not listed in the budget and approved, shall be presented and read at a regular meeting of the Club at which a quorum is present. The proposal shall be tabled until the next regular meeting at which time it shall be acted upon. Prior to this latter meeting, written notice shall be given to each regular member stating the nature of the proposed expenditure and the date upon which the vote will be taken.

D. MEETINGS

1. Regular and special meetings of the Board of Directors shall be held as provided in section 3.03.

3.03 MEETING OF THE BOARD OF DIRECTORS

A. REGULAR MEETINGS

1. A regular meeting of the Board of Directors shall be held once each month.
2. The place of such regular meetings shall be any suitable place as may be announced by the presiding officer at the preceding meeting of the Board of Directors.

B. SPECIAL MEETINGS

1. Special meetings of the Board of Directors may be called by or at the request of the President, Vice President, Secretary, or any two Directors-at-Large.
2. Notice of a special meeting of the Board of Directors shall be given by oral or written notice delivered personally, or through the use of amateur radio, telephone, e-mail, or mail service.
3. The place of such special meeting shall be any suitable place as may be fixed by the person or persons calling such meeting.

C. QUORUM

1. A majority of the number of Directors as set forth in section 3.01 shall constitute a quorum for the transaction of the Club business at any meeting of the Board of Directors. A majority of the Directors present may adjourn the meeting to a later time without further notice.

D. MANNER OF ACTING

1. The act of the majority of the Directors present at a meeting at which a quorum is present shall be an act of the Board of Directors.

E. CONDUCT OF MEETINGS

1. The president, and in the president's absence, the vice president, and in their absence, any Director chosen by the Directors present, shall call the meeting of the Board of Directors to order and shall act as chairperson of the meeting.
2. The secretary, and in the secretary's absence, any Director present which the presiding officer may appoint, shall act as secretary of the meeting.

3.04 VACANCIES

A. A vacancy occurring in the Board of Directors shall be filled until the next election by the president with the consent of a majority of the Directors then in office, though less than a quorum of the Board of Directors.

ARTICLE IV --- OFFICERS

4.01 GENERAL

A. MEMBERSHIP

1. The officers of the Club shall be the president, vice-president, secretary, and treasurer.

B. ELECTION

1. The officers for the current year shall be elected at the regular January meeting.
2. The procedure for election is set forth in Article V.

C. TERM OF OFFICE

1. Newly elected officers shall take office at the conclusion of the January meeting during which they are elected.
2. The term of office is for one year, from one January meeting to the conclusion of the next year's January meeting, when successor officers are elected.

D. PERSONS ELIGIBLE

1. Any regular member of the Club is eligible to hold a Club office.

4.02 DUTIES OF THE OFFICERS

A. PRESIDENT

1. The president shall be the principal executive officer of the Club, subject to the control and direction of the Board of Directors.
2. The president, in general, shall supervise all the business of the Club.
3. The president shall preside at the meetings of the Club and at all meetings of the Board of Directors.
4. The president shall appoint, from the regular membership, chairpersons to head committees for the purpose of organizing, supervising, and executing Club activities.

B. VICE-PRESIDENT

1. In the absence of the president, the vice-president, an executive officer of the Club, shall carry out all duties of the president.
2. The vice-president shall be in charge of public relations.

C. SECRETARY

1. The secretary shall be an executive officer of the Club, subject to the direction of the president and the Board of Directors.

2. DUTIES OF THE SECRETARY

The secretary shall:

- a. Keep the minutes of the regular meetings and the meetings of the Board of Directors.
- b. See that all notices are duly given in accordance with these by-laws.
- c. Be custodian of the Club seal, records, papers, equipment, and any item, records, or objects which might be needed for the continued operation of the Club from year to year.
- d. Keep a directory of the names, addresses, and calls of all members.
- e. In general, perform all duties incident to the office of secretary and have such other duties and exercise such authority as from time to time may be delegate or assigned by the president or by the Board of Directors.

D. TREASURER

1. DUTIES - The Treasurer shall:

- a. Have charge and custody of, and be responsible for, all funds of the Club.
- b. Receive monies in the name of the Club from any source whatsoever, and deposit all such monies in the name of the Club in such banks or depositories as shall be selected by the Board of Directors.
- c. Assist the secretary in the performance of the secretary's duties.
- d. Prepare and make available a monthly financial statement.
- e. In general, perform all of the duties incident to the office of treasurer and have such other duties and exercise such other authority as from time to time may be delegated or assigned by the Board of Directors.
- f. Prepare not later than the regular November meeting, a proposed budget for the coming year.

4.03 VACANCIES

A. PRESIDENT

1. A vacancy will be filled by the vice-president who shall become president.

B. OFFICERS OTHER THAN THE PRESIDENT

1. Any vacancy occurring in any office other than that of the president shall be filled until the next succeeding annual election by appointment by the Board of Directors.
 - a. In the event two or more candidates tie for third place in the vote for Directors-at-Large, a runoff ballot or ballots shall determine the elected candidate.

ARTICLE V --- ELECTIONS

5.01 NOMINATIONS

A. The nomination of candidates for the offices of president, vice-president, secretary, treasurer, and Director-at-Large shall be made at or before the regular December meeting. Nominees must agree to serve if elected.

5.02 TIME OF ELECTIONS

A. The annual election of officers and Director-at-Large shall be at the regular January meeting.

5.03 VOTING PROCEDURE

A. ORDER OF VOTING

1. The order of voting shall be for the office of president, vice-president, secretary, treasurer and the director-at-Large.

B. BALLOTS

1. The voting shall be conducted by secret written ballot.

2. Each regular member shall be given a ballot on which to write or check the name of the candidate of the member's choice for each particular office under consideration.

C. COUNTING OF VOTES

1. For the office of president, vice-president, treasurer and secretary, the candidate receiving the majority of votes cast for the particular office shall be declared elected to that office.

2. In the event that no candidate for a particular office receives a majority of the votes cast, a run-off election shall be held immediately. The candidates shall be the two who finished first and second on the first ballot for that office.

3. Directors-at-Large shall be elected by members voting for a maximum of three from the field of candidates on the ballot.

ARTICLE VI --- CLUB MEETINGS

6.01 REGULAR MEETINGS

A. TIME

1. A regular meeting of the Club shall be held without other notice than this by-law at 7:30 p.m. on the third Tuesday of each month.

2. Additional meetings may be scheduled in accordance with section 6.02

B. PLACE

1. The place of such regular meetings shall be announced by the presiding officer at the preceding meeting of the Club, in the newsletter, or by other means.

6.02 SPECIAL MEETINGS

A. TIME

1. Special meetings of the Club may be called at any reasonable time by act of the Board of Directors.

B. NOTICE

1. Notice of a special meeting of the Club, including the purpose of the meeting, the date, time and place, shall be given to members by written notice.

6.03 QUORUM

A. A minimum of fifteen (15) voting members of the Club shall constitute a quorum for the transaction of Club business at any meeting, but a majority of the voting members present (though less than such quorum) may adjourn the meeting from time to time without further notice.

6.04 MANNER OF ACTING

A. The act of the majority of the voting members present at a Club meeting at which a quorum is present shall be the act of the members of the Club.

6.05 CONDUCT OF MEETINGS

A. PRESIDING OFFICER

1. The president, and in the president's absence, the vice-president, and in their absence, any Director chosen by the Directors present, shall call the meeting of the Club to order and shall act as the presiding officer of the meeting.

2. Except where otherwise specified in these By-laws, the conduct of meetings shall be governed by Robert's Rules of Order, Revised. However, at the beginning of any business meeting, the members may adopt by a majority vote, special rules for the conduct of that specific meeting.

B. MINUTES

1. The secretary, or in the secretary's absence, any regular member of the Club whom the presiding officer may appoint, shall keep the minutes of the meeting.

6.06 VOTING

A. The method of voting on motions or measures shall be at the discretion of the presiding officer, unless one or more regular members request a vote by written ballot.

ARTICLE VII --- ANNUAL BUSINESS MEETING

7.01 ANNUAL MEETING

. The January meeting shall be the Annual Meeting of the Corporation of the Four Lakes Amateur Radio Club.

7.02 AGENDA

A. FINANCIAL STATEMENT

1. The treasurer shall present a financial statement to the Club membership.

B. SUMMARY OF ACTIVITIES

1. The secretary shall present to the Club membership a summary of Club activities occurring during the preceding year.

C. ANNUAL ELECTION

1. The annual election of officers and Directors shall be conducted pursuant to Article V

ARTICLE VIII --- AFFILIATION

8.01 GENERAL

A. The Club shall be affiliated with the Amateur Radio Relay League.

ARTICLE IX --- AMENDMENTS

9.01 GENERAL

A. These by laws may be amended as the members of the Club see fit.

9.02 PROCEDURE

A. Any proposed amendment shall be read at a regular meeting of the Club at which a quorum is present, and then shall be tabled until the next regular meeting at which time it shall be acted upon. Prior to the next regular meeting written notice shall be given to each regular member stating the nature of the proposed amendment and the date on which the vote shall be taken.