

Gold Coast Amateur Radio Association, Inc.

Founded and established in 1969

Bylaws last revised in May 2015

Proposed Amendments to Bylaws

*Proposed additions are blue and underlined;
proposed deletions are ~~red and struck-out~~.*

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ARTICLE I - Name

Section 1.1 This organization shall be known as the Gold Coast Amateur Radio Association, Inc., a Florida not for profit corporation, hereinafter referred to as GCARA.

ARTICLE II - Purpose

We, the Membership of the Gold Coast Amateur Radio Association (GCARA) desiring to secure for ourselves the pleasures and benefits of the association of persons commonly interested in amateur radio, constitute ourselves the GCARA and enact this constitution and bylaws as the governing law. It shall be our purpose to further the exchange of information and cooperation between members, to promote and encourage technical advancement, excellence and experimentation by its members, to assist members and prospective amateurs in achieving fraternalism and high standards of conduct to conduct club programs and activities in such a manner as to advance the general interest and welfare of amateur radio in the community and support the public safety when called upon to do so.

ARTICLE III - Members

Section 3.1 Membership shall be open to all persons interested in amateur radio. Class of membership shall be Full or Family. Members of the Association ~~“Club”~~ are expected to be of good moral character and to conduct themselves in accordance with all Federal Communications Commission regulations as stated in PART 97 and a manner that will bring honor and respect to the “Amateur Radio Community”. It is strongly recommended, but not specifically required, that all members of the Association ~~“Club”~~ maintain membership in the ARRL (American Amateur Radio Relay League).

Section 3.2 Eligible persons as defined in Section 3.1 of these Bylaws, shall become members upon the submission of an application to the President or his/her designee and the payment of the annual dues as specified in section 3.4. Once admitted such person may be referred to as "member". To maintain ~~(Section 3.2 continued)~~ membership, each member must adhere to the annual requirements as specified by the ~~Executive~~ Board of Directors.

Section 3.3 The annual dues to the GCARA paid payable to the ~~Club~~ Treasurer or his/her designee by members shall be in such amounts as determined by resolution of the Board of Directors and approved by a majority vote of the general membership. Dues shall be paid payable for the year on admission to membership and annually thereafter at such time or times as may be fixed by the Board of Directors and approved by a majority vote of the general membership.

Section 3.4 There shall be no limit on the number of members the GCARA may admit. ~~Annual dues shall be in the amount set by the Board of Directors.~~

Section 3.5 A member of the GCARA shall not be solely or partially, because of such membership, be personally liable for the debts, obligations, or liabilities of the GCARA.

Section 3.6 Neither membership in the GCARA, nor any rights in the membership, may be transferred for value or otherwise.

Section 3.7 The membership of any member of the GCARA shall be terminated for any of the following reasons:

- (a) Upon receipt of such member's written, signed request for such termination.
- (b) Failure of any member to pay dues within ~~ninety (90)~~ 90 days of due date.
- (c) Failure to abide by the Bylaws of the GCARA or the conditions set by the sanction of the ~~Executive~~ Board of Directors. Said member shall be given 30 ~~thirty (30)~~ days written notice of the termination stating the reasons and a timely opportunity to be heard on the termination. The notice shall be sent by email or certified mail to the last known address in the records held of the GCARA. The opportunity to be heard may, at the election of said member, be in person or in writing.

(d) For the convictions for a violation of Amateur Radio Service Part 97 of the Federal Communications Commission's rules and regulations.

(e) For the loss of one's operating license under the Amateur Radio Service Part 97.

(f) For the conviction of any felony.

Section 3.8 Neither membership in the GCARA, nor the payment of membership dues shall be a prerequisite for the use of the club repeaters. Only members may operate additional features that the club has added to the repeater's operation (i.e., I.R.L.P., repeater control operator).

Section 3.9 "Assessments," although extremely unusual, may be required at times to ensure the financial integrity of the Club. A motion for an Assessment may be made at any Board of Directors meeting and shall include by a set timetable.

ARTICLE IV - Voting

Section 4.1 The term "vote" in this Article ~~ARTICLE IV~~ shall refer to the process of electing the ~~Club~~ Officers and Directors of the Association (~~that will consist of the President, the Vice President, the Secretary and Treasurer~~). ~~These Club Officers plus the Repeater Trustee shall constitute the membership of the Board of Directors of the GCARA.~~

Section 4.2 Each active club member in good standing shall be entitled to one ~~(1)~~ vote.

Section 4.3 Members entitled to vote may authorize in writing another GCARA member to exercise a Proxy on their behalf.

ARTICLE V - ~~Club~~ Officers and Board of Directors

~~THE~~ OFFICERS, DIRECTORS, and TRUSTEE:

Section 5.1 The Board of Directors for the GCARA shall consist of ~~the Club~~ President, ~~the Club~~ Vice President, ~~the Club~~ Secretary, ~~the Club~~ Treasurer, ~~and the Club~~ Repeater Trustee, a Director at Large, and a Director designated Public Information Officer. The term of office for all Officers and Board Members shall be one ~~(1)~~ calendar year.

Section 5.2 The President shall preside at all meetings of the Association club and conduct the same according to the rules adopted herein. The President ~~He/she~~ shall appoint a person to act as Parliamentarian to decide all questions of order in the conduct of ~~club~~ meetings, appoint committees, and perform all other customary duties pertaining to the office of President.

Section 5.3 The Vice President shall assume all the duties of the President in the absence of the latter, and in the event of a vacancy occurring in that office, he/she shall fulfill the remaining term of the office of President as set forth in Article V, Section 4 of ~~this constitution~~ these bylaws.

Section 5.4 The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, report to the Association club new members, full or family, carry on all correspondence, read communications at each meeting and such other duties as directed by the President and club bylaws. The Secretary He/she will be the keeper of the corporate seal and at the expiration of his/her term of office turn over all items and properties belonging to the Association club to his/her successor.

Section 5.5 The Treasurer shall receive and receipt for all moneys paid to the Association club and shall keep an accurate account of all moneys received and expended and avail all records for audit. The Treasurer He/she shall pay no bills without proper authorization by the Association club or its officers. ~~He/she will and shall~~ report at each regular meeting to the membership the current financial status of the Association, club including ~~to include~~ all moneys received or paid out. The Treasurer He/she will perform such other duties as directed by the President and club bylaws. ~~He/she shall upon~~ Upon the expiration of ~~the his/her~~ term of office, the Treasurer shall turn over all items and properties belonging to the Association club to his/her successor.

Section 5.6 Repeater Trustee.

a) The Trustee shall be appointed by the Board of Directors as soon as possible after the election in November, but in no event later than the regular monthly meeting in January. The term of office shall be one year, provided however, the Trustee shall remain in office until replaced.

b) The Trustee shall be responsible for the establishment and maintenance of the Association's club's "radio station(s)" and equipment. The Trustee He/she shall keep a record of all property and equipment belonging to the Association club which is not the responsibility of another officer or member, to include all equipment and property donations and the disposition thereof.

Section 5.7 The Public Information Officer is a Director who shall be responsible for all press releases, social media and website posts, and any other forms of communicating information to the public about the Association.

Section 5.8 The Director at Large shall work on such projects as shall be delegated by the Board of Directors. It is intended that this position be used to develop new leadership in the Association.

Section 5.9 The Board of Directors shall be responsible for administering the Association's activities in accordance with the needs of the membership subject

to the responsibilities and restrictions contained in these Bylaws and the Association's Coordination Policy.

Section ~~5.3~~ 5.10 Election of Officers and the Board of Directors. ~~and Club Officers:~~ Officers and Directors shall serve a term of one ~~The term for a Club Officer will be one (1)~~ calendar year beginning in January. An election of eligible members of the Club Association will be held at the November regular club meeting. Each candidate for Club office who wishes to be considered for election shall formally agree to be placed in nomination for such ~~the club~~ office ~~for which he /she is a candidate~~. Additionally, the prerequisite for any candidate shall be that the candidate is a member in good standing of the club for at least one ~~(1)~~ year. Nominees must be licensed Amateur radio operators.

The winner of the election of each office shall be elected by plurality of the voting members present at the November club meeting. In the event that only one ~~(1)~~ candidate for each office is nominated, then the Secretary shall cast one ~~(1)~~ vote for the slate.

Section 5.11 Vacancies occurring between elections must be filled by special elections at the first regular meeting following the withdrawal, resignation, or removal from office. ~~of the officer.~~ The exception shall be the office of the President which will automatically be filled by the Vice President, who shall be eligible for election to the Presidency at the next regular election meeting. This exception shall cause the special election for a new Vice President.

Section 5.12 An Officer or Director ~~and Board of Directors Member~~ shall be removed from office:

- a. Upon presentation of petitions to the Secretary signed by at least 51% of the current paid up membership to generate a new election in the respective slate.
- b. Upon a two-thirds ~~2/3's~~ vote of the remaining Officers and Board of Directors.
- c. Upon revocation or suspension of an Amateur radio license, conviction of any felony, death, or any long term disability that prevents an Officer or Director ~~a Club Officer / Board of Directors Member~~ from carrying out his/her duties for a period greater than three ~~(3)~~ months.
- d. Failure of an Officer or Director ~~a Club Officer / Board of Directors Member~~ to attend three ~~(3)~~ consecutive scheduled monthly meetings shall cause the automatic removal from office ~~he/she holds~~ unless prior approval has been given for the absence. ~~The President shall appoint a successor as provided in the Bylaws.~~

Section 5.6 The Board of Directors will be responsible for conducting all of the business of the GCARA. All business, arbitration, and coordination policies

enacted by the Board of Directors will be by a majority vote of the Board. The President is the General Manager and Chief Executive Officer of the GCARA and will control and conduct all of the meetings of the GCARA. If the President is unable to control and conduct some of the meetings of the GCARA, the Vice President will step into the President's ~~his~~ position for the meeting.

ARTICLE VI - Committees

Section 6.1 The Board of Directors will be responsible for creating such committees as it deems necessary for the handling of matters of ~~club~~ interest to the GCARA.

Section 6.2 The President of the club is a de facto member of each committee, and the Vice President of the club is also a de facto member of each committee.

Section 6.3 The standing committees of the club are the Membership Committee, the Repeater Committee, the Field Day Committee and the Annual Picnic Committee.

Section 6.4 Nominating Committee - the President shall appoint a member not holding a position on the Board of Directors to serve as Chairman of the Nominating Committee two ~~(2)~~ months prior to the annual election of officers. The member so appointed shall have the power to appoint a sufficient odd (uneven) number from the ~~club~~ membership with the intent of recommending a slate of officers for the upcoming year to the ~~club~~ membership.

ARTICLE VII - Meetings

Section 7.1 Monthly ~~Club~~ Meetings.

(a) The GCARA shall hold a monthly ~~Club~~ meeting every month except December. The time and place for the meetings will be established by the ~~Executive~~ Board and called by the President of the GCARA.

(b) Notice shall be given to the general membership by posting on the main page of the GCARA website.

(c) A Quorum (20% of current paid up members plus the GCARA President or Vice-President) must be present for a meeting to be held and transact ~~club~~ business.

(d) The Robert's Rules of Order, as may be amended from time to time, shall govern the meeting of GCARA members insofar as such rules are not inconsistent with or in conflict with these Bylaws, the Articles of Incorporation, or the law.

(e) The membership present will vote to approve all expenditures exceeding \$500 by plurality vote.

ARTICLE VIII AMENDMENTS

These bylaws may be amended by a majority vote of the total paid up membership present at the meeting. Proposals for amendments shall be provided to members by email or publication on the GCARA website giving notice of the intent to amend the bylaws at the next following regular meeting, provided such notice is at least 20 days before the meeting.

~~Proposals for amendments shall be voted on at the next following regular meeting, provided all members have been notified by mail or publication in the club newsletter/website of the intent to amend the constitution and/or by-laws at said meeting.~~

ARTICLE IX - ~~Executive~~ Board Meetings

~~Executive Board Meetings:-~~ (a) The GCARA President or any three Executive Board members may call a meeting at any time that it is deemed necessary. (b) Notice will be given to each ~~Executive~~ Board member at least ten ~~(10)~~ days prior to an Executive Board meeting that has been called, except in emergencies. (c) The Board may approve expenditures of up to \$500. Expenditures greater than \$500 must be approved by the general membership at a regular monthly meeting. ~~the general meeting of the club.~~

ARTICLE X - Audit and Inventory.

~~Section 10.1 It shall be required that an audit be conducted by the Executive Board on club owned equipment (inventory) at least once per year. This audit shall include the financial records and club owned equipment (inventory). A report of the books authenticity shall be presented by the Club Treasurer at the next Executive Board meeting.~~

(a) An annual audit of the financial records of the Association shall be conducted by a committee of non-board members to be appointed by the President, the results of which shall be reported by the committee at the next monthly general membership meeting.

(b) An inventory of equipment owned by the Association shall be conducted annually by a committee to be appointed by the President, the results of which shall be reported by the committee at the next monthly general membership meeting.

ARTICLE XI - Binding Actions. ~~Section 11.1~~ All actions passed by a vote of the GCARA within the authority of these Bylaws shall be considered binding on all members as the policy of the GCARA.

ARTICLE XII - Disbursement of Funds ~~Section 12.1~~ Should the GCARA dissolve the corporation or disband, the remaining funds from the treasury and the inventory (personal property) shall be divided according to the Florida Statutes pertaining to not-for-profit organizations.