

PROPOSED
SKY HIGH AMATEUR RADIO CLUB, INC. BYLAWS
(Revised XXXXXXXX 2005)

SECTION 1. PURPOSE:

The specific purposes for Sky High Amateur Radio Club, Incorporated (SHARC, Inc.) are: to enhance the art of amateur radio, to advance the general interest and welfare of amateur radio, to encourage fellowship and dialogue between amateur radio licensees, to provide public service through charitable, educational and scientific programs within the meaning of Section 501(c)3 of the Internal Revenue Code and to provide public service communications, with emphasis on emergency communications, as requested. The objectives of this corporation shall not preclude the inclusion of other worthy projects.

SECTION 2. MEMBERSHIP:

Membership shall be open to all people regardless of sex, age, religion, race or place of origin. There shall be three types of membership:

- A. Regular Member: Persons holding a valid amateur radio license shall be eligible for membership. Regular members shall enjoy all the privileges provided by the corporation. They shall be eligible to vote and to hold office only if 18 years of age or older.

- B. Family Member: Immediate family members holding a valid amateur radio license and who are living in the same household as the primary member may be a member by association with the Regular Member. They shall be eligible to vote and to hold office only if 18 years of age or older.

- C. Associate Members: This classification of membership shall be offered to those individuals who demonstrate an interest in the corporation and agree to assist regular members at such times as their participation may be of benefit to the corporation. Associate members may not vote nor hold office.

SECTION 3. REMOVAL OF MEMBERS:

If a member commits an illegal act, performs a deed that harms, jeopardizes, reflects a poor image of SHARC, Inc. or violates the intent and meaning of the purpose of this corporation, he/she, on recommendation of the board of directors and a two thirds majority vote of the membership at a regular or special meeting, shall be removed from the corporation's roster. Prorated dues shall be returned to the dismissed member.

SECTION 4. BOARD OF DIRECTORS:

The board of directors of this corporation shall consist of:

- President
- Vice President
- Secretary
- Treasurer
- Membership
- Trustee
- Director One Year
- Director Two Years
- Director Three Years
- Last former president

SECTION 5. DUTIES OF THE BOARD OF DIRECTORS:

- A. Formulate policy, develop proposals and recommend adoption by vote of the regular membership.
- B. Take action on behalf of the corporation on those matters not requiring the vote or approval of the regular membership.
- C. Approve emergency expenses for repair or maintenance of existing equipment.
- D. Review and recommend approval or disapproval of capital expenditures such as purchase of new equipment, or funding of new projects.
- E. Review and, if necessary, revise the standing committees listed in Appendix A as needed.
- F. Directors shall attend all formal corporation business meetings.
- G. Recommend to the president, membership programs or meeting subjects to be discussed/presented at monthly membership meetings.
- H. Board of directors' approval on subjects shall be by a simple majority vote.

SECTION 6. SPECIFIC DUTIES OF EACH DIRECTOR:

A. PRESIDENT shall:

- (1) Preside at all regular, special and board meetings of the corporation and conduct same in accordance with Robert's Rules of Order as a guide.
- (2) Decide all questions of order and enforce due observance of Florida Statutes in Chapter 617 and of these bylaws.
- (3) Sign all official documents that are adopted by the corporation, and perform all other customary duties pertaining to the office of the president.
- (4) Appoint an auditing committee chairperson at the January meeting. This chairperson shall appoint two members and they shall audit the treasurer's records for the fiscal year (January through December) and submit a written report to the new board of directors at the February meeting.
- (5) Appoint all committee chairpersons from the regular membership roster. Committee chairpersons may appoint committee members unless otherwise directed by these bylaws. Committee members may be any member in good standing. The president shall be a member ex officio of all committees except the nominating committee.
- (6) The president may appoint members to temporarily fill vacancies on the board of directors until the next regular membership meeting when an election shall be held as specified in these bylaws.

B. VICE PRESIDENT shall:

- (1) Assume all duties of the president in his absence.
- (2) Perform additional duties as directed by the president.

C. SECRETARY shall:

- (1) Keep a record of the proceedings of all board of directors meetings and regular membership meetings.
- (2) Maintain all official club correspondence and be prepared to read same at official meetings of the corporation.
- (3) Draft correspondence as requested by the president or the board of directors.
- (4) Maintain the articles of incorporation and bylaws of the corporation in an up-to-date condition. Make a copy of both documents available for members to consult at official meetings.
- (5) At the expiration of his/her term, turn over all records of secretarial matters to the new secretary.

D. TREASURER shall:

- (1) Receive and record all moneys paid to the corporation.
- (2) Maintain an accurate account of all moneys received and expended.
- (3) Deposit all corporation funds into bank or investment accounts as determined by the board of directors.
- (4) Pay bills provided they are properly authorized. The treasurer may pay routine expenses, not over \$100.00, without additional authority from the board of directors.

- (5) Prepare a financial report for the board of directors and general membership meetings that reflects the beginning balance, the income and expenses for the month and the balance on hand at the end of the month for each of the corporation's accounts.
- (6) Allow access to all financial records for an auditing committee.
- (7) At the expiration of his/her term, turn over all records of financial matters belonging to the corporation to the new treasurer.

E. MEMBERSHIP shall:

- (1) Maintain an accurate account of all paid membership dues and member roster.
- (2) Issue membership certificates to all club members indicating the expiration date of the membership term.
- (3) Notify the webmaster of any new membership by providing the name, call sign, home address, telephone number, e-mail address and whether the member is an ARRL member.
- (4) Prepare a membership report for the board of directors and general membership meetings that reflects the number of members currently on the club's roster.

F. TRUSTEE shall:

- (1) Be the trustee of the SHARC's FCC issued club call sign.
- (2) Ensure the proper operation of the club's repeaters, regardless of the type of control.
- (3) Keep the Florida Repeater Council informed of any changes to the club's repeaters.

NOTE: Compliance with FCC Rules and Regulations shall be strictly adhered to. Parts 97.103(a) and 97.105(b) are hereby stated:

- a. 97.103(a) The station licensee is responsible for the proper operation of the station in accordance with the FCC Rules. When the control operator is a different amateur operator than the station licensee, both persons are equally responsible for proper operation of the station.
- b. 97.105(b) A station may only be operated in the manner and to the extent permitted by the privileges authorized for the class of operator license held by the control operator.

G. DIRECTORS FOR ONE, TWO AND THREE YEAR TERMS AND LAST FORMER PRESIDENT shall:

Perform duties as directed by the president.

SECTION 7. REMOVAL OF DIRECTORS:

Members of the board of directors may be removed from office upon perceived malfeasance or repeated absence from meetings without authorization by the president. A petition signed by five board members must be presented to the board of directors stating the charges for removal. Any member of the Board of directors may be removed, with cause, by majority vote of the Board of Directors. Removal procedures shall be in accordance with Florida Statute 617.0808.

SECTION 8. BOARD ELECTIONS AND TERMS OF OFFICE:

A nominating committee chairperson shall be appointed by the president at the September meeting. The chairperson shall appoint two other members. The committee shall be responsible for presenting a proposed slate of officers at the October meeting. The slate shall consist of one candidate for each office who has agreed to serve if elected. The president shall accept nominations from the floor at the October meeting. At the regular meeting in November a new board of directors, less two directors and the last former president, shall be elected. New directors shall take office on January 1, and serve through the last day of December of the elected year.

All board of director elections shall be by a simple majority vote of regular members attending a meeting whose agenda includes election of board directors. Regular members who are unable to attend may cast a proxy vote by providing their vote to the secretary in writing at least five days prior to the meeting. To be valid, a proxy must be dated, must state the date, time, and place of the meeting for which it was given, and must be signed by the authorized person who executed the proxy. The secretary shall cast all proxy votes at the meeting. The president, vice president, secretary, treasurer, membership and trustee offices shall be elected for a term of one year. Having established a rotating three year director position, one director shall be elected each year to serve a three year term. The last former president shall automatically assume a board of director seat, ex officio, for one year upon his/her completion of term. Any officer who resigns his/her office for any reason prior to completion of their term shall not receive a directorship.

A director may resign at any time by delivering written notice to the board of directors or the president with an effective date.

With the exception of the presidency, vacancies on the board of directors occurring between elections must be filled by special election at the next regular meeting following the dismissal or resignation of any board member. If the office of president is vacated for any reason the vice president shall immediately assume the responsibilities and office of the president. At his/her option, the vice president may retain the office of president for the remainder of the term or call for the election of a new president.

SECTION 9. DUES:

Annual dues or special assessments may be changed by a two thirds majority vote of the regular members attending any formal Corporation meeting. The membership shall be notified in writing at least 30 days prior to the meeting. Notification shall contain specific information on the proposed changes, date, time and place of the meeting. Publication in the corporation's monthly news letter or public newspaper shall constitute written notification. Nonpayment of dues prior to the corporation's regular scheduled February meeting date shall be cause for removal from the membership roster of the corporation.

Appendix A shall contain the latest information on the dues structure.

SECTION 10. MEETINGS:

Regular membership meetings shall be held monthly. Appendix A shall contain the current information concerning dates. Meetings may be suspended during July and August upon a two thirds majority vote of the membership present at the June meeting.

A quorum at regular membership meetings shall be a minimum of 10% of the regular members listed on the official membership roster or a minimum 10 members, whichever is the greatest number.

Special meetings may be called for special or emergency purposes at the request of any officer with the approval of the board of directors, or by any group of five members who submit a petition for such meeting to the board of directors no less than two weeks prior to the proposed date for such special meeting. Notification to the membership must be in writing and include the date, time, place and subject of the special meeting. Publication in the corporation's monthly newsletter or public newspaper shall constitute written notification.

The board of directors shall meet once a month or at the president's discretion. A quorum shall consist of five board members.

SECTION 11. AMENDMENTS:

A. Proposals for amending the articles of incorporation or the bylaws shall be submitted in writing to the board of directors for consideration and their recommendation to the membership. Members shall be notified in writing of

the proposed amendment(s) 30 days prior to the meeting at which such amendment(s) shall be considered. Written notification shall contain a verbatim transcript of the proposed amendment(s), date, time and place of the meeting. Publication in the corporation's monthly news letter or public newspaper shall constitute written notification. Regular members who are unable to attend may cast a proxy vote by providing their vote to the secretary in writing at least five days prior to the meeting. To be valid, a proxy must be dated, must state the date, time, and place of the meeting for which it was given, and must be signed by the authorized person who executed the proxy.

The secretary shall cast all proxy votes at the meeting. A two thirds majority vote of all votes cast is required to approve an amendment.

SECTION 12. EMERGENCY COMMUNICATIONS:

In the event of any natural disaster or other emergency situation which would require the use of a repeater for emergency communications, the corporation's Trustee shall coordinate repeater operations with national and local organizations such as Citrus County ARES/RACES, MARS, Red Cross, Salvation Army, etc. In most instances, the local Citrus County ARES/RACES Organization shall be granted net control authority by the Trustee. Special FCC rules regarding frequencies, control operators and who may communicate on the net apply and are delineated in FCC Rule 97.407. The Trustee, in consultation with national and local emergency coordinators, shall return the repeater to normal operations at the conclusion of the emergency.

The Trustee of the two meter and 70 centimeter repeaters shall retain full responsibility for the safe, continuing and legal operation of the repeater stations.

SECTION 13. DISSOLUTION OF SKY HIGH AMATEUR RADIO CLUB, INC.:

SHARC, Inc. may be officially dissolved by a two thirds majority vote of regular members attending a special meeting specifically held for that purpose. Members shall be notified in writing of the pending dissolution at least 15 days prior to the vote. Notification must contain the action pending, the date, time and place of the meeting. Publication in the corporation's monthly news letter or public newspaper constitutes written notification.

In the event of the dissolution of the SHARC, Inc., all assets which remain after payment of any outstanding obligations shall be distributed as designated by the board of directors to one or more tax exempt organizations within the meaning of Section 501(c)3 of the Internal Revenue Code.

SECTION 14. APPENDIX A Shall Contain

- (a) A list of all Committees and Chairperson.
- (b) Corporation meeting dates
- (c) The current membership dues structure
- (d) Club addresses
- (e) Repeater frequencies
- (f) Other aspects of corporate operations that may need to be changed from time to time.

Changes to Appendix A may be made by a majority vote of the members attending a formal corporation meeting without formally amending or revising the bylaws.

SECTION 15. RULES:

Robert's Rules of Order will be used to guide proceedings.

APPENDIX A
SKY HIGH AMATEUR RADIO CLUB, INC. BYLAWS
(Revised XXXXXXXX 2005)

Appendix A provides a means of updating those variables without formally opening and revising the bylaws (see **SECTION 14**). The information listed below provides the current status of variable provisions of **SHARC, Inc.**

A. MEETINGS:

- (1) Regular membership meetings are held on the third Saturday of each month at 11:00 a.m. local time at a location designated by the Board of Directors.
- (2) Director meetings are held on the Wednesday two weeks prior to the regular scheduled membership meeting of each month, except for the month of December, at a location designated by the President or Board of Directors.

B. DUES: Membership extends from January 1 through December 31. Current members who fail to renew their dues by the regular scheduled February meeting shall be dropped from the membership roster.

- (1) Regular membership dues shall be \$10.00 per year due January 1 of each year.
- (2) Immediate family members (must be licensed and living in the same household) shall be included at no additional cost when submitted with the primary membership application. Immediate family members who become newly licensed during the calendar year shall pay a \$5.00 processing fee to become a member.
- (3) Associate membership dues shall be \$10.00 per year.

C. ADDRESSES:

- (1) The Corporation's mailing address is: Sky High Amateur Radio Club, Incorporated
P.O. Box 572
Lecanto, FL 34461-0572
- (2) The Corporation's e-mail address is: W4IIR@hotmail.com
- (3) The Corporation's website address is: <http://www.sky-higharc.org>

D. REPEATERS:

SHARC, Inc. operates voice repeaters open to all **TECHNICIAN** and higher class licensees on 146.355/146.955 MHz and 448.175/443.175 MHz. The call sign is W4IIR. The PL tone for both repeaters is 103.5 Hz.

E. CLUB RADIO NETS:

The club shall hold a weekly Net on Tuesday evenings at 7:30 pm local time using the two meter repeater on the frequency 146.955 MHz. The club's backup frequency for this Net shall be on the **SIMPLEX** frequency 146.480 MHz should there be a problem with the repeater. Net Controller Duties, Responsibilities and Net Controller schedule are available on the club's website.

F. NEWSLETTER:

The Club's newsletter (SHARC TALES) shall be published monthly. If for any reason this schedule cannot be met, notice will be posted on the club's website in advance of scheduled publication date. Distribution of the newsletter shall be by posting the newsletter on the Club's website (see web address above) where any member may download and/or print. A limited number of copies (black & white) will be printed and available to members who do not have Internet access, at the regular scheduled monthly meeting.

G. STANDING COMMITTEES:

<u>Committee</u>	<u>Chairperson</u>	<u>Callsign</u>	<u>Phone</u>
Field Day	Ed Rogalla	W9YYV	(352) 341-0634
Sunshine	Hilda Weaver	WB9NDU	(352) 489-6465
SHARC Net Control Operators	Bill Byberg	W1ZOM	(352) 382-3108
Newsletter	Carl Marchese	WA2STL	(352) 628-9313
Webmaster - www.sky-higharc.org	Bill Byberg	W1ZOM	(352) 382-3108
ARRL Volunteer Examiner Coordinator	Joseph Calzaretta	K4LL	(352) 382-0809
W5YI Volunteer Examiner Coordinator	Barbara Robinson	K2ZH	(352) 621-3912