

2023 CARC Proposed Bylaws

MEMBERSHIP

1. Pursuant to Article VII of the Club Constitution, the following are Columbia Amateur Radio Club memberships and their individual requirements and benefits: Full Member, Family Membership, and Associate Member.
 - 1.1. Full Member: A Full Member shall hold an amateur radio operator's license recognized by the United States of America, and each such member shall have one vote.
 - 1.2. Family Membership: Family Membership shall include Full Membership privileges for all immediate family members who hold an amateur radio operator's license recognized by the United States of America, and each such member shall have one vote. The immediate family includes all members living in the same household listed with the primary member.
 - 1.3. Associate Member: An Associate Member may be any person interested in the amateur radio hobby and does not hold an amateur radio operator's license recognized by the United States of America. Each such Associate Member will not have voting privileges; however, they can participate in all Club discussion topics and events.
2. One year of membership dues will be waived for a new member that wishes to join the Club within sixty (60) days of receiving their first FCC Amateur Radio License. The Executive Committee will also have the authority to waive a member's dues. A list of all waived dues will be provided to Club members each month at the regularly scheduled monthly Club meeting.
3. Annual membership dues are payable and due when a member joins the Club and annually thereafter by the end of their anniversary month. If a membership lapses and is renewed within 12 months of the expiration month, the membership is renewed one year from the expiration month, not the payment date.
 - 3.1. The dues amount shall be set by the Executive Committee no later than the end of the fiscal year and approved by a two-thirds vote of the voting members present at a regularly scheduled monthly Club meeting.

4. The Club may levy a special assessment, per full member and family membership, deemed necessary for the furtherance of Club purposes established in Article III of the Club Constitution. A request for such a special assessment shall originate only from the Executive Committee.
 - 4.1. Due notice by email, the Club website and/or postal mail stating the amount proposed, justification, and deadline for payment shall be posted and/or sent to all voting members at least thirty (30) days before a regularly scheduled monthly Club meeting at which such assessment is to be voted.
 - 4.2. An affirmative vote of at least two-thirds of voting members present at a regularly scheduled monthly Club meeting shall be required for approval of such assessment.
 - 4.3. If any member or family membership does not pay the approved assessment, then such members would not be entitled to voting privileges until the assessments are paid in full.
5. Members whose dues are in arrears shall be carried on the Club roster ninety (90) days past their renewal date, whereupon membership shall automatically terminate. Reinstatement shall be only as provided for new members in Section 1 of the Bylaws.
6. Any member may be expelled from the Club for committing actions that are inconsistent with the Club Constitution, By-Laws, policies, or that damage, threaten or jeopardize the Club.
 - 6.1. Such expulsion will be based upon a two-thirds vote of the voting members present at a regularly scheduled monthly Club meeting. All members will be notified thirty (30) days prior to the meeting by club email.
 - 6.2. The member to be expelled must be given due written notice mailed to their last known address via Certified Mail with Return Receipt at least thirty (30) days in advance and must have an opportunity to be heard at the meeting.
 - 6.3. If membership has been terminated for any reason given in Section 6 of the Bylaws, the individual may reapply for membership after a period of 180 days. The member will be reinstated by receiving two-thirds affirmative vote of voting members present at a regularly scheduled monthly Club meeting.

OFFICERS

7. All Officers and Directors of the Club shall be voting members and shall have held such membership for at least six (6) months prior to election or appointment to office. All Officers shall not be less than eighteen (18) years of age. No more than one member of a family household may hold an Officer or Director position.
8. Each Officer or Director may serve and continue in office until a successor has been elected or appointed, except as provided in Section 25 of the Bylaws.
9. All Officers and Directors shall serve without compensation except for reasonable and necessary expenses incurred as part of their duties, per approval of the Executive Committee.
10. The President shall preside over all meetings of the Executive Committee and of the Club, shall be subject to instructions from the Executive Committee, shall be the official spokesperson for the Club, shall co-sign with the Treasurer all checks in amounts of \$50.01 and greater, shall execute all official documents adopted by the Club, and shall perform all other duties customarily pertaining to the office. He/She or his/her appointee shall represent the Club in its relationship with public and governmental agencies.
11. In the absence or disability of the President, the Vice President shall act in the President's stead.
12. The Secretary shall record the proceedings of all meetings of the Executive Committee and the Club, shall submit a summary of the proceedings at each monthly Club meeting, which will be made available for Club members on the Club's website, shall maintain the Club's archives, shall maintain the corporate status of the Club, shall file all non-financial reports and certificates that may be required of the Club by the laws of the State of South Carolina, and shall perform all other duties customarily pertaining to the office or that may be assigned by the President.
13. The Treasurer shall receive all monies due the Club, depositing such in the name of the Club in a depository specified by the Executive Committee, shall draw and co-sign with the President checks in payment of obligations in amounts of \$50.01 or greater known to be proper and authorized by the Executive Committee, shall draw and sign alone checks in payment of obligations that occur on a regular basis in

amounts of \$50.00 or less known to be proper and authorized by the Executive Committee.

13.1. The Treasurer shall also provide updates at monthly Club meetings with summary account information made available for members on the Club's website, file any appropriate financial reports with state and/or federal government, shall supervise and invest any surplus funds of the Club in a prudent manner with the approval of the Executive Committee, and shall perform all other duties customarily pertaining to the office or that may be assigned by the President.

14. The Trustee shall be responsible for the inventory, care, and maintenance of all Club property including but not limited to the Club's communications equipment, shall insure that all operation of Club communication equipment is in accordance with all rules and regulations of the Federal Communications Commission and with normal amateur practice, shall make recommendations to the Executive Committee and to the Club on such operation and maintenance, shall be reimbursed for all reasonable expenses associated with such duties, shall make monthly reports to the Club on the operation of the Club's equipment, and shall perform all other duties customarily pertaining to the office or that may be assigned by the President.

EXECUTIVE COMMITTEE

15. The Executive Committee shall be constituted as provided in Article VI of the Club Constitution. Election shall be as provided by Sections 22 through 26 of the Bylaws inclusive.

16. The Executive Committee shall hold an open meeting at least monthly at a time, place, and manner designated by the President. The President or a majority of the members of the Executive Committee may call a special meeting of the Executive Committee at any time. The Secretary shall notify each member of the Executive Committee at least seven (7) days before such meeting. A majority of the members of the Executive Committee shall constitute a quorum for any meeting of the Executive Committee.

CLUB MEETINGS

17. The Club shall meet regularly on the first Monday of each month. Meetings that fall on federal and state holidays will be rescheduled for the following Monday. The meeting will be held in the vicinity of Columbia, South Carolina, at a time, place, and manner designated by the Executive Committee and will make such notices as appropriate.
18. A quorum as determined by roll call, shall consist of one-tenth of the voting members of the Club. If a quorum is not present at a regular or special meeting the only official action that can be taken is to adjourn.
19. No matter deemed substantive by the presiding officer may be voted upon, although it may be introduced and debated, unless it has been presented at the monthly Club meeting and placed on the Club's website at least thirty (30) days before the meeting at which the matter is to be voted upon. The President's decision may be overruled only by two-thirds of the eligible voting members present; in which case the matter must be acted upon within the next two consecutive regularly scheduled monthly Club meetings.
20. Special meetings of the Club must be called by the President upon written petition of at least twenty-five percent of the full members. Such meeting shall be held within fifteen (15) days after presentation of the petition. The Secretary shall ensure due notice is posted on the Club website, sent by email, and social media to the membership of the time, place, manner, and subject at least ten (10) days in advance of such meeting.
21. On questions of order or procedure not covered by the By-Laws and/or Club Constitution, the provisions of Robert's Rules of Order shall prevail.

ELECTIONS

22. Annual elections shall be held at the regular Club meeting in November. At this meeting, the membership shall elect the President, the Trustee, the Vice-President, the Secretary, the Treasurer, and two directors.
 - 22.1. Nominations shall be made by a Nominating Committee appointed by the Executive Committee and presented by the President. Nominations shall also

- be solicited from the floor at the October meeting and a list of potential Candidates for office shall be published on the Club's website fourteen (14) days prior to the November meeting during which elections will occur.
- 22.2. Club members who cannot attend the November meeting in person may request an absentee ballot from the Club Secretary. The ballot must be received at the Club post office box prior to the November meeting and the rear of the envelope must have the member's signature.
- 22.3. At the November regular Club meeting additional nominations will be solicited from the floor prior to voting. Additional nominations will be vetted against the current Club roster.
- 22.4. The vote shall be by in person secret ballot of verified members in good standing and tabulated by at least three disinterested members. Absentee ballots of members in good standing will be authenticated against the Club roster and checked against Club members who are present.
- 22.5. After confirmation of the absentee ballots, the ballot envelope will be opened, and the ballot included with all secret ballots taken during the meeting. The candidate receiving the majority of valid votes cast will be declared the winner. In absence of a majority, the two candidates with the largest number of votes shall participate in a run-off election to be held at that meeting.
23. Elected and appointed Officers and Directors shall take office on the first day of the following year. To facilitate the transition of leadership, all newly elected Officers and Directors will be invited to all meetings for the remainder of the current calendar year.
24. Directors shall serve terms of two years. Two shall be elected in the even-numbered years and two shall be elected in the odd-numbered years. In the event more than two positions are vacant, those elected shall draw straws to determine who shall serve one-year terms.
25. In the event of a vacancy in any elected office, whether by resignation, removal, or lack of a willing nominee, the Executive Committee by a majority vote shall appoint a qualified member to such office. At no time shall any member of the Executive

Committee have two or more votes, such as that given him or her by proxy for another member.

26. An Officer or Director may be removed from office before the expiration of his or her term of office by a vote of two-thirds of the voting membership present at a regular or special meeting called for such a purpose. A motion for such removal may be made by any voting member or by the Executive Committee.

26.1. An Officer or Director position shall be considered vacant if the holder of the position is absent from three (3) consecutive Executive Committee or Regular Club meetings or five (5) such meetings in one calendar year.

OTHER MATTERS

27. The President, with the approval of the rest of the Executive Committee, may appoint such committees as may be needed for the proper operation of the Club. Such committees shall serve at the pleasure of the Executive Committee.

28. The Club shall maintain an official website which will provide a forum for Club information such as meeting minutes, financial reports, upcoming elections/nominees, training opportunities, Club activities, and notice of any impending action that is required by the By-Laws.

29. The Club shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Club) by reason of the fact that he or she is or was a director, officer, employee or agent of the Club, or is or was serving at the request of the Club as a director, officer, employee or agent of another Club, partnership, joint venture, trust or other enterprise against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit or proceeding if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Club and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea

of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in or not opposed to the best interests of the Club and that he or she had reasonable cause to believe that his or her conduct was unlawful."

30. These By-Laws may be amended by a two-thirds vote of all voting members of the Club or, provided due notice of the proposed amendment, shall have been posted on the website or emailed at least thirty days before the regularly scheduled meeting of the Club at which such proposed amendment is to be voted upon, by a two-thirds vote of the voting members present at such meeting.