

Black River Amateur Radio

Club By-Laws

Article I – NAME

The name of this corporation shall be THE BLACK RIVER AMATEUR RADIO CLUB (“BRARC” or “Corporation” or “Club”)

ARTICLE II – PURPOSE

The powers and purpose shall be as specified in the corporation's Articles of Incorporation. These purposes include but are not limited to the following examples:

- A. To operate in furtherance of the mission and scope of the Amateur Radio Service as defined by the Federal Communications Commission.
- B. To encourage self-improvement and experimentation by duly licensed Amateur Radio Operators.
- C. To educate and increase the proficiency in the science of Radio Communications.
- D. To provide for dissemination of information concerning scientific advancement and progress of Radio Communication.
- E. To organize and train units of licensed Radio Amateurs capable of maintaining Radio communications as a public service during periods of emergency.
- F. To encourage and sponsor experimental activities in Radio Communication and electronics to the end that skills and experience gained on Amateur Radio will further the application of electronics to the benefit of the public at large.
- G. To promote the elevation of standards of practice and ethics in the conduct of Amateur Radio Communication.

The Corporation shall make the rights, privileges, and activities of its programs available to persons of any race, sex, creed, or color.

The Corporation shall not discriminate on the basis of race, sex, creed, color, gender, or gender identity in the administration of its policies or programs.

The Corporation is organized and operated exclusively for purposes described in Sections 501(c) (3) of

the Internal Revenue Code.

The registered office of the Corporation shall be as designated in the Articles of Incorporation or at such other places within the State of Michigan as the Board of Directors may determine.

ARTICLE III – MEMBERSHIP

Section 1 – Full Member:

Only Persons holding a valid Federal Communication Commission Amateur Radio License shall be eligible for Full Membership in the Corporation. Full membership shall be automatic upon written application and payment of annual dues. Full voting privileges and right to hold office will be granted to new Full Members at the next club meeting

Section 2 – Associate Member:

All persons interested in Amateur Radio, but not holding a valid Amateur Radio License shall be eligible for Associate Membership. Associate Membership shall be automatic upon written application and payment of annual dues. Associate Members shall not be eligible to vote or hold office.

Section 3 – Honorary Life Member:

Honorary Life Membership may be granted to those persons performing outstanding service on behalf of Amateur Radio as determined by the Membership of this Corporation. Honorary Life Members holding a valid Federal Communications Commission Amateur Radio License shall be extended all privileges of Full Membership in the Corporation, and/or such honors as the Members may choose to bestow.

Honorary Life Membership is approved by a two-thirds majority vote by the Members with voting privileges present at a regular or special meeting of the General Membership. The vote is conducted at a meeting following the meeting in which the written petition by a Full Member is received and read into the minutes by the Secretary.

Section 4 – Pledge:

Full Members, Associate Members, or Honorary Life Members agree to the following, which is also included and agreed to on the membership application:

"As a condition for membership in the Black River Amateur Radio Club. I pledge that I will co-operate with fellow members in furthering the interest of Amateur Radio and that I will adhere to the rules and regulations governing the Black River Amateur Radio Club, my Amateur Radio License, and the Amateur Radio Service. Intentional violation of this pledge will result in forfeiture of my membership."

Section 5 – Meetings:

The annual Meeting of the Corporation shall be held in the month of January of each calendar year at such time and place, as the President shall designate. Notice of the Annual meetings shall be provided to the membership at least ten (10) and no more than ninety (90) days in advance of the meeting date. Regular meetings of the membership shall be held monthly at such time and place as shall be designated by the President.

The President upon the written request shall call special meetings of the Membership by any three Full Members and/or Honorary Life Members of the Corporation. Notice of any special meeting shall be communicated to the General Membership by ordinary postal delivery or electronic mail at least twenty-four (24) hours prior to the time of such meeting.

Section 6 – Quorum:

At any regular or special meeting of the General Membership, a quorum consists of two elected officers and at least one other Full or Honorary Life Member present.

Section 7 – Dues:

The Club, by majority vote of those present at any regular meeting, may establish such dues and/or assessments as shall be deemed necessary for the business of the organization.

Dues shall cover the period of January 1 and ending January 30 of the following year. Any member or associate member whose dues are unpaid after the end of the month that the first meeting of the calendar year takes place shall be deemed suspended from all rights and privileges applicable to such membership. Honorary Life Members shall not be assessed for dues.

Newly licensed amateur radio operators joining between January 1 and June 30 will have their dues waived for the remainder of the current calendar year, renewable at the start of the following calendar year. New amateur radio operators joining between July 1 and December 31 will have their dues waived for the remainder of the current calendar year and renewable at the pro-rated rate for the following calendar year.

Membership dues shall be divided in two (2) categories:

1. Single Membership*
 - a. Full voting rights
 - b. Repeater Functions

2. Household Membership**
 - a. Full voting rights
 - b. Repeater Functions

* Single Membership is defined as, households that has one (1) person that holds a valid FCC Amateur Radio License at the address

** Household Membership is defined as all persons living at the same address as the member named on the membership application that hold a valid FCC amateur radio license are included and shall have full

rights as Black River Amateur Radio Club members

Optional Repeater Functions Includes:

- a. Echo Test
- b. Other controller functions as new features become available

ARTICLE IV – CODE OF CONDUCT

Section 1 – Purpose of the Code of Conduct

Each member shall conduct his or her behavior in a manner consistent with both The Amateur's Code as well as Article II of the Black River Radio Club By-Laws keeping in mind that as a member of this club he or she is to "promote the elevation of standards of practice and ethics in the conduct of Amateur Radio Communication" in sight of both the club membership and the public.

Section 2 – Violations

A. Acts of Violence.

- I. Any verbal threat of violence, physical assault, or action to cause bodily harm to another person shall constitute an act of violence.
- II. Any member who commits an act of violence against another person whether member or non-member during a club meeting or event shall be immediately suspended from membership from the BRARC for a period of 90 days.
- III. The specifics of the act of violence must be documented by the BRARC secretary including the date, time, location, and description of the incident.
- IV. All membership privileges will automatically be forfeited during the 90 day suspension period.
- V. At the next business meeting it is the duty of the president, acting in representation of the club, to present a motion for the removal of the member who committed the act of violence.
- VI. This motion, upon being seconded, will automatically be postponed until the next regular meeting.
- VII. The secretary will publish and mail or electronic mail to all members a copy of this motion at least ten (10) days before the next meeting.
- VIII. A two-thirds vote of the membership present, which shall be by ballot at the regular meeting following the one in which the motion was first made, shall put the motion into effect. A member may be removed by a two-thirds vote of the membership present.
- IX. If sufficient vote is not received to warrant disciplinary action, the member in question of whom complaint was made, shall retain full membership rights after serving the remainder of the suspension term.
- X. If sufficient vote is reached, the member shall have all membership privileges immediately revoked and shall be ineligible for membership for no less than 365 days. No refund shall be made for membership dues or club donations which have been paid for by the removed member.
- XI. Any property belonging to the BRARC in possession of the removed member shall be

returned to the BRARC president for inspection within 7 days. The president shall have written documentation to show the date when the equipment was returned, along with description of each item returned.

B. Behavior Unbecoming of a Member.

- I. Out of respect for both members of the Black River Amateur Radio Club and the public, members shall behave themselves appropriately at all club sponsored meetings and events.
- II. Use of profanity, indecent behavior, disruptive behavior, or behavior with intent to cause harm to another person during a club meeting or event shall constitute behavior unbecoming of a member.
- III. After such an incident has occurred, the member shall receive an immediate verbal warning from a member of the BRARC board of directors. It is the responsibility of the BRARC secretary to document the date, time, and description of this incident for future reference.
- IV. If there is a second case of behavior unbecoming of a member within the same club meeting or event, after the member in question has already received a verbal warning from a member of the board of directors, the said member shall immediately receive a 60 day suspension from the BRARC and be asked to leave the meeting or event.
- V. At the next business meeting it is the duty of the president, acting in representation of the club, to present a motion for the removal of the member who is charged with conduct unbecoming of a member.
- VI. This motion, upon being seconded, will automatically be postponed until the next regular meeting.
- VII. The secretary will publish and mail or email to all members a copy of this motion at least ten (10) days before the next meeting.
- VIII. A two-thirds vote of the membership present, which shall be by ballot at the regular meeting following the one in which the motion was first made, shall put the motion into effect. A member may be removed by a two-thirds vote of the membership present.
- IX. If sufficient vote is not received to warrant disciplinary action, the member in question of whom complaint was made, shall retain full membership rights after serving the remainder of the suspension term.
- X. If sufficient vote is reached, the member shall have all membership privileges immediately revoked and shall be ineligible for membership for no less than 365 days. No refund shall be made for membership dues or club donations which have been paid for by the removed member.
- XI. Any property belonging to the BRARC in possession of the removed member shall be returned to the BRARC president for inspection within 7 days. The president shall have written documentation to show the date when the equipment was returned, along with description of each item returned.

C. Misuse of Equipment or Sabotage.

- I. The Black River Amateur Radio Club being a non-profit organization, funded by donations and dues paid by the public and its members shall avoid misuse or mistreatment of its property.

- II. Using equipment that belongs to the BRARC in a manner that is not consistent with its intended purpose may constitute misuse.
- III. Deliberate action resulting in the damage or destruction of property belonging to the BRARC shall constitute sabotage.
- IV. The specifics of any such incident must be documented by the secretary including the date, time, location, and description of the incident.
- V. At the next regular business meeting, the BRARC president shall present the documentation as provided by the BRARC secretary of the incident. This shall be considered a motion for removal of the accused member.
- VI. This motion, upon being seconded, will automatically be postponed until the next regular meeting.
- VII. All BRARC equipment privileges held by the accused member shall be forfeited until the official vote at the next business meeting has been completed.
- VIII. The secretary will publish and mail or electronic mail to all members a copy of this motion at least ten (10) days before the next meeting.
- IX. A two-thirds vote of the membership present, which shall be by ballot at the regular meeting following the one in which the motion was first made, shall put the motion into effect. A member may be removed by a two-thirds vote of the membership present.
- X. If sufficient vote is not received to warrant disciplinary action, the member in question of whom complaint was made, shall retain full membership rights.
- XI. If sufficient vote is reached, the member shall have all membership privileges immediately revoked and shall be ineligible for membership for no less than 365 days. No refund shall be made for membership dues or club donations which have been paid for by the removed member.
- XII. Any property belonging to the BRARC in possession of the removed member shall be returned to the BRARC president for inspection within 7 days. The president shall have written documentation to show the date when the equipment was returned, along with description of each item returned.

D. Any other complaint against a BRARC member shall be handled in the following manner:

- I. The motion of complaint shall be made by the complainant at a regular business meeting. The complaint must contain the date of the incident, a description of the incident, as well as the location in which the incident took place. The incident must show violation of The Black River Amateur Radio Club Code of Conduct. This category does not include removal of a BRARC board member from his or her position. Any motion to remove a board member from his or her position shall be handled as already defined in Article VI; Section 5 of these bylaws.s.
- II. This motion, upon being seconded, will automatically be placed before an immediate vote by the board of directors. This vote shall be by ballot.
- III. If majority vote of the board of directors is not received, the motion shall be dismissed, and no further action shall be taken. If a majority vote of the board of directors is received, the motion shall be postponed until the next regular meeting.
- IV. The secretary will publish and mail or electronic mail to all members a copy of this motion at least ten (10) days before the next meeting.

- V. A two-thirds vote of the membership present, which shall be by ballot at the regular meeting following the one in which the motion was first made, shall put the motion into effect. A member may be removed by a two-thirds vote of the membership present.
- VI. If sufficient vote is not received to warrant disciplinary action, the member in question of whom complaint was made, shall retain full membership rights with no penalties.
- VII. If sufficient vote is reached, the member shall have all membership privileges immediately revoked and shall be ineligible for membership for no less than 365 days. No refund shall be made for membership dues or club donations which have been paid for by the removed member.
- VIII. Any property belonging to the BRARC in possession of the removed member shall be returned to the BRARC president for inspection within 7 days. The president shall have written documentation to show the date when the equipment was returned, along with description of each item returned.

Section 3 – Return to Membership

- a. Any member removed from membership from the BRARC shall be ineligible for membership for a period of 365 days.
- b. To be eligible for membership, a member who has been previously removed must submit a written apology to the BRARC. Written apologies shall be mailed by postal mail from the removed member to the BRARC.
- c. Upon receipt of the written apology, it is the duty of the president to present a motion on behalf of the removed member for return to membership status during the next regular business meeting.
- d. The previously removed member may again be eligible for membership status after a vote of approval from no less than two-thirds of the members present has been achieved.
- e. Failure to receive a two-thirds vote for approval shall make the removed member in question ineligible for membership for 180 days. After this time, the removed member may submit a written letter requesting membership eligibility to the president of the BRARC.
- f. Upon receipt of the request for membership, it is the duty of the president to present a motion on behalf of the removed member for return to membership status during the next regular business meeting. The vote shall be carried out in accordance with the previously defined process (BRARC Code of Conduct Section 3. d and e).

ARTICLE V – DIRECTORS

Section 1 – General Duties and Powers:

The property, business, and affairs of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall exercise all such powers of the Corporation as are not by law, or the Articles of Incorporation, or by these By-Laws, directed or required to be exercised by members. The Board shall have the power to accept or refuse donations, gifts, devices and bequests made to the Corporation, agree upon any conditions or limitations, and give receipts. The Board, by resolution duly adopted, may appoint individuals or committees not having and exercising the authority of the Board of

Directors to aid and assist the Board of Directors in the management of the affairs of the corporation.

Section 2 – Number and Eligibility:

The Board of Directors consisting of the Officers and Trustees shall govern the Corporation. Each member of the Board of Directors will serve during their term of office as explained in **ARTICLE V, Section 4**

Section 3 – Emergency Coordinator Role:

The ARRL appointed local Emergency Coordinator (EC) may serve on the Board as an ex-officio non-voting member of the Board of Directors. Full, Associate and Honorary Membership shall be made available to this person as appropriate if he or she is not already a Member of the Corporation.

Section 4 – Meetings:

Regular meetings of the Board of Directors shall be held at least four times per calendar year at such time and place as designated by the President of the Corporation. The first Board Meeting of the calendar year is the Annual Meeting of the Board of Directors, and it shall be held within thirty (30) days of the Annual Membership Meeting.

Special meetings of the Board of Directors shall be called by the President at the written request of any member of the Board of Directors. Notice of the date, time and place of any such special meeting shall be communicated to each member of the Board so as to reach such member at least twenty-four (24) hours prior to the time of such meeting, and the communication shall describe the agenda for the special meeting.

Section 5 – Board Quorum:

At any meeting of the Board of Directors, the presence of four (4) voting Board Members shall constitute a quorum.

Section 6 – Committees:

In the event that it is deemed necessary to form a committee for the furtherance of the goals and purposes of this club, the Board of Directors shall be empowered to appoint a committee chairperson, who in turn may appoint his/her committee. Such committees may be activities, publicity, Field Day, etc.

Section 7 – Resignations:

Any Director may resign his/her office as Director at any time by giving a written or electronic mail notice to the President or Secretary of the Corporation. Such resignation shall take effect at the time specified therein; and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

ARTICLE VI – OFFICERS

Section 1 – Titles:

The following Officers of this Corporation shall be: President, Vice-President, Secretary, Treasurer, Equipment Manager and three Trustees.

Section 2 – Election:

The Officers of this club shall be elected for a term of one year by a ballot of the members present provided there be a quorum at the Elections meeting in September. A simple majority shall constitute election of officers. The newly elected officers shall take office January 1st of the following calendar year. A member may hold only one office at any given time.

Section 3 – Vacancies:

Vacancies occurring between elections must be filled by special elections at the first regular meeting following the withdrawal or resignation.

Section 4 – Duties of Officers:

- A. President – The President shall preside at all meetings of this club, and conduct the same according to the rules adopted. He/She shall enforce due observance of this Constitution and By-Laws; decide all questions of order; sign all official documents that are adopted by the club, and none other, and perform all other customary duties pertaining to the office of President. He/She shall at the expiration of his/her term turn over everything in his/her possession belonging to the club to his/her successor.
- B. Vice-President – The Vice-President shall assume all duties of the President in the absence of the latter. He/She shall at the expiration of his/her term turn over everything in his/her possession belonging to the club to his/her successor.
- C. Secretary – The Secretary shall keep a record of the proceedings of all meetings, keep an accurate roster of members, submit applications for membership, carry on all correspondence, and read communications at each meetings. He/She shall at the expiration of his/her term turn over everything in his/her possession belonging to the club to his/her successor.

Treasurer – The Treasurer shall receive and receipt for all monies paid to the club; he/she shall keep an accurate account of all monies received and expended. He/She shall pay no bills without proper authorization (by the club or its officers constituting business committee). At the end of each quarter he/she shall submit an itemized statement of disbursements and receipts. The Treasurer shall also submit all appropriate city, state and federal tax returns in accordance with applicable laws, and provide copies of the same to the Board of Directors thirty (30) days prior to the required filing deadline or thirty (30) days prior to the filing of such returns, whichever comes first (unless precluded by filing requirements); shall report to the Board of Directors and to the Membership of

the Corporation at such time as requested regarding the financial condition of the Corporation; shall forward membership application information to the Secretary after collection of dues for the purpose of keeping an accurate roster of membership. He/She shall at the expiration of his term turn over everything in his/her possession belonging to the club to his/her successor.

E. Equipment Manager – The Equipment Manager shall maintain an accurate inventory of Club property at all times. He/she shall submit an inventory report and condition of Club property at the January Executive Board meeting and cause same to be read at the next regular Club meeting. He/She shall at the expiration of his/her term turn over all items belonging to the club to he/her successor.

F. Trustee – The Trustees shall serve on the Executive Board and audit the Treasurers books each year.

Section 5 – Removal of Officers:

The procedure for removal of any or all officers from office will be:

- A. To present in writing at any regular meeting a motion for such removal and the motion must include the reasons for such removal. This motion, upon being seconded, will automatically be postponed to the next regular meeting.
- B. The secretary will publish and mail or email to all members a copy of this motion at least ten (10) days before the next meeting.
- C. A two-thirds vote of the members present, which shall be by ballot at the regular immediate meeting following the one in which the motion was first made, shall put the motion into effect. Officers may be removed by a three-fourths vote of the membership present. Nomination and election of a replacement in the same manner as any election of officer or board member shall then be the next order of business. The Vice-President will not fill the vacancy caused by impeachment of the President unless such a motion is made and voted by the majority at this meeting.

ARTICLE VII – BORROWING POWER

The Corporation may not borrow money, issue notes or bonds, assume mortgages, or otherwise assume indebtedness.

ARTICLE VIII – DEDICATION AND DISPOSTION OF FUNDS

Section 1 – Assets:

The assets of this Corporation are irrevocable, dedicated to educational, scientific, and public service purpose and not part of this income or assets shall ever inure to the personal benefit of any Director,

Officer, or Member thereof, or to the Personal benefit of any private individual.

Section 2 - Spending Power Limits

Purchases in excess of \$50 shall be by majority vote of the members present at any meeting where such business is conducted. Any reimbursement shall require a copy of the receipt.

Section 3 – Disposition of Assets:

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of the corporation in such manner, or to such charitable purposes, as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue code of 1988 (or the corresponding provision of any current and applicable United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE IX – AMENDMENTS

Section 1 – Proposal for Amendment to the By-Laws:

Proposals for amendments to these By-Laws shall be submitted in writing to the Secretary at any regular meeting of the Membership of the Corporation. Notice of proposed amendments and the contents thereof shall be made available to each Member of the Corporation entitled to vote thereon prior to the next regular or special meeting of Membership of this Corporation. Fulfillment of the requirement to notify the General Membership will be considered satisfied when notification is provided to the member attending any regular meeting of the General Membership, and to those who subsequently request such information from the Secretary.

Section 2 – Adoption of Amendment:

A proposal for amendment of these By-Laws duly submitted for vote at a regular meeting of the Membership of this Corporation shall be deemed adopted upon an affirmative two-thirds vote of the members with voting privileges present at the meeting and entitled to vote there-at and wherein a quorum of one-quarter of the rostered members with voting privileges being present.

ARTICLE X – DISSOLUTION

The corporation may be dissolved only after the recommendation of the Board of Directors to accomplish same. Notice of such recommendation must be made to the voting membership in accordance with notification procedures outlined under Article VIII of these By-Laws. A proposal for the dissolution, duly submitted for vote at a membership shall be deemed adopted upon an affirmative two-thirds vote of the members and entitled to vote provided a quorum of one-quarter of the rostered members being present.

ARTICLE XI – REVISION HISTORY

11/11/1981

02/10/1997 – Revised

04/??/1999 – Revised

??/??/20?? – Revised

01/10/2015 – Revised

06/11/2022 - Revised

PRESIDENT Ed Alderman – KI8Z _____

VICE-PRESIDENT Frank Lemanski – AD8BU _____

SECRETARY Anthony Gettig – N8VOX _____

TREASURER Nick Roush - KD8JBG _____

EQUIPMENT MGR Scott Garvison - K8JNO _____

TRUSTEE Dave Miller - AD8GB _____

TRUSTEE Wayne Blaylock - KE8ECL _____

TRUSTEE Ryan Alderman _____