

**CONSTITUTION AND BY-LAWS
OF THE
TRI-COUNTY RADIO ASSOCIATION, INC.**

CONSTITUTION

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CONSTITUTION

PREAMBLE:

Wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, we constitute ourselves the Tri-County Radio Association (“TCRA”) and enact this Constitution as our governing law. It shall be our purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and so conduct club programs and activities as to advance the general interest and welfare of Amateur Radio in the community.

ARTICLE I Membership

Sec. I. All persons interested in Amateur Radio communication shall be eligible for membership. Membership shall be by application and election upon such terms as TCRA shall provide in its By-Laws.

ARTICLE II Board of Trustees

Sec. I. The business and affairs of TCRA shall be in the hands of a Board of Trustees consisting of the four elected Officers, the appointed Trustee of station W2LI, and five other elected Trustees. They shall be Life or full members appointed in accordance with Article III, Sec. VI or shall be elected in accordance with Article VII of this Constitution and hold office until their successors are chosen.

Sec. II. The Trustees shall meet quarterly for the purpose of auditing the books of the Treasurer and to transact such business as may be pending. They shall also meet at the call of the President or upon petition of any five

TCRA members in good standing. A quorum for the transaction of business shall be six members. Unless otherwise mentioned to the contrary, a majority vote will rule at all meetings of the Board. In case of a tie vote the membership of TCRA shall decide the issue, a majority vote of those present comprising a quorum and voting also ruling. This vote shall take place at the next regular meeting following the Board meeting.

Sec. III. Specific powers of the Board in the internal affairs of TCRA are as contained in the various Articles of this Constitution and By-Laws.

ARTICLE III Officers

Sec. I. The officers of this organization shall consist of a President, Vice-President, Secretary, Treasurer and Trustee of TCRA's W2LI Memorial Station License. All but the latter shall be elected according to Article VII of this Constitution and hold office until their successors are chosen.

Sec. II. The President shall also be Chairman of the Board of Trustees. He/she shall preside over all meetings of TCRA and conduct them according to the rules adopted, appoint the members of the various committees as deemed necessary, determine the length of time for which each committee will function, and be a member ex-officio of each. The President shall also have the power to call special meetings.

Sec. III. The Vice-President shall replace the President in the event the office of President becomes vacant for any reason or in the event of the latter's absence.

Sec. IV. The Secretary shall perform the usual duties pertaining to the office. He/she shall keep an accurate record of the business proceedings at all meetings of TCRA, keep a roll of members, accept applications for membership, read communications at meetings, and carry on all correspondence of TCRA. The Secretary shall mail all notices to members as required by this Constitution and By-Laws.

Sec. V. The Treasurer shall receive all monies paid to and make all disbursements from the TCRA's treasury, keep an accurate account of all receipts and disbursements and have sole authority to pay any approved bills of TCRA. Such approval shall be made by the Board of Trustees or the membership at a regular or special meeting. The Treasurer shall submit an itemized statement of all disbursements and receipts including the balance on hand in the treasury at each meeting of the Board of Trustees and a quarterly report to the membership. A copy of this report shall be given to the Secretary. The Treasurer shall inform the Secretary if any member's dues are in arrears. The Treasurer shall also prepare a budget by the beginning of each calendar year and submit it to the Board of Trustees for approval.

Sec. VI. The Trustee of the W2LI Memorial Station License shall be appointed by the Board of Trustees. He/she shall oversee and approve all station designs, installations, maintenance, operating schedules and rules necessary to meet the requirements of TCRA and the FCC.

Sec. VII. If questioned, the acts of all officers of TCRA are subject to confirmation and approval by the Board of Trustees.

ARTICLE IV Meetings

Sec. I. The By-Laws shall provide for regular and special meetings. At these meetings, a minimum of ten percent of the voting membership shall constitute a quorum for the transaction of business.

ARTICLE V Dues

Sec. I. TCRA, upon recommendation of the Trustees, and by majority vote of those members present comprising a quorum at any regular meeting, may levy upon the general membership such dues or special assessments as shall be deemed necessary. Nonpayment of such dues or special assessments shall be cause for membership termination from TCRA at the discretion of the Trustees. Dues shall be payable at the beginning of each calendar year.

ARTICLE VI Voting Power

Sec. I. All members in good standing shall be entitled to vote in accordance with the provisions of Article II of the By-Laws.

Sec. II. The Chairman of the Board of Trustees shall be entitled to vote at Board meetings.

Sec. III. The President shall not vote at meetings of TCRA except in case of a tie, when he/she may cast a deciding vote.

Sec. IV. Life members, or members on indefinite leave of absence who are entitled to vote, shall be permitted to cast their ballots by mail where the vote is concerned with the amendment of the Constitution or By-Laws. The Secretary shall prepare and mail secret ballots to them, such ballots to be mailed out within forty-eight hours after the amendment is submitted. Voted ballots, sealed, may be sent or delivered to the Secretary at any time prior to the time of voting. Distributed ballots not returned to the Secretary up to the time of voting shall be considered as affirmative votes on the proposed amendment, and so cast by him/her.

Sec. V. Life members, or members on indefinite leave of absence who are entitled to vote, shall be permitted to cast their ballots by mail where the vote is concerned with the election of Officers. The Secretary shall prepare and mail secret ballots to them, such ballots to be mailed out within forty-eight hours after nominations are made. Voted ballots, sealed, may be sent or delivered to the Secretary at any time prior to the time of voting, and shall be cast, unopened, by him/her at the time of voting.

Sec. VI. Honorary members shall not be entitled to vote.

ARTICLE VII Elections

Sec. I. Only life and full members in good standing can be nominated for the position of Officer or Trustee. Nominations shall be made from the floor and/or by Nominating Committee for the offices of President, Vice-President, Secretary and Treasurer at the last meeting in October. A list of those eligible for membership on the Board of Trustees will be prepared by the Secretary and made available at the election meeting in November.

Sec. II. The election of Officers and Trustees will take place at the first regular meeting in November. The election of the Officers will take place in the following order: President, Vice-President, Secretary, and Treasurer. Separate ballots will be used for each office, the outcome of one being decided before the next one is taken. After the election of Officers a ballot will be taken for the election of five Trustees.

Sec. III. The term of office shall be for one calendar year.

Sec. IV. When a vacancy occurs in the office of Vice-President, Secretary, or Treasurer, a special election will be called by the President for the next regular meeting. Written notice must be sent to all members in good standing so that it will reach them at least twenty-four hours before the meeting. Nominations will be made from the floor and a ballot will be taken at the same meeting. A vacancy on the Board of Trustees will be filled in the same manner except that the names of all those eligible will appear on the ballot.

Sec. V. In all cases those receiving the highest number of votes will be considered elected. In case of a tie vote on any ballot, another ballot shall be taken on those so tied. The election shall be judged by three Tellers appointed by the President.

ARTICLE VIII Impeachment and Removals

Sec. I. Any Officer or Trustee may be removed from office for improper conduct or inattention to duties. Direct charges must be presented in writing to the Board of Trustees and signed by at least three TCRA members in good standing. The Officer or Trustee shall be given one week's written notice to appear at the next Trustees

meeting and show why the office shall not be declared vacant. If he/she fails to appear or give satisfactory reasons for such conduct or inattention to duties, the Board may bring the matter to a vote by the general membership to declare the office vacant.

Sec. II. Any Member may be removed from TCRA for conduct against the best interests of TCRA. Direct charges must be presented in writing to the Board of Trustees and signed by at least three TCRA members in good standing. The Member shall be given one week's written notice to appear at the next Trustees meeting to answer the charges. If the member fails to appear or give satisfactory responses, the Trustees may vote to remove him/her from the membership of TCRA.

Sec. III. Any Member may be removed in accordance with Article II, Section V of the By-Laws.

ARTICLE IX Membership Assistance

Sec. I. TCRA, through designated Interference, Public Relations, and Operating Committees will provide technical advice to members concerning equipment design and operation, assist in frequency observance, clean signals, uniform practice, and absence of spurious radiations from TCRA members' stations. TCRA shall also maintain a program to foster and guide public relations.

ARTICLE X Amendments

Sec. I. Proposals for amendments of this Constitution or By-Laws shall be submitted in writing at a regular or special meeting and shall be voted on at the next regular meeting provided all members have been given at least one week's notice by mail of the intent to amend. This Constitution may be amended by a two-thirds vote of the voting members comprising a quorum attending the meeting. The By-Laws may be amended by a majority vote of the voting members attending the meeting.

ARTICLE XI Suspension of Rules

Sec. I. This Constitution and By-Laws shall not be suspended at any time.

ARTICLE XII Rules of Order

Sec. I. Roberts Rules of Order shall govern proceedings in the absence of direct provisions contained in this Constitution and By-Laws.

BY-LAWS

ARTICLE I Secretary

Sec. I. It shall be the duty of the Secretary to keep the Constitution and By-Laws of TCRA and have a copy of it at every meeting. He/she shall note all amendments, changes and additions on the Constitution or By-Laws and shall permit them to be consulted by members on request.

ARTICLE II Membership

Sec. I. Full Membership is open to anyone possessing a valid Amateur Radio license. Associate Membership is open to unlicensed persons who have a genuine interest in Amateur Radio. Full membership includes all club privileges as well as rights to hold a club office and to vote for club officers. Associate Membership includes all club privileges except for Auto-Patch privileges, the right to hold office and to vote for club officers or trustees.

Sec. II The membership application shall be presented to the Secretary on a form supplied by TCRA. The Secretary will read the name of the applicant at the next regular meeting following the receipt of the membership form. A vote shall be done by a show of hands at the next regular meeting. The election of the proposed member shall be accomplished by majority vote of the members present comprising a quorum.

Sec. III. Upon election to membership, the applicant will be presented with a copy of the Constitution and By-Laws, current membership roster, Memorial Station operating procedures, or any other information deemed appropriate by the Membership Committee. The new member will pay a pro-rated balance of the annual dues at the time of election, but not less than twenty-five percent.

Sec. IV. A rejected applicant may reapply for membership after a period of two months from the date of rejection.

Sec. V. A member shall be considered in good standing by attending a minimum of five regular meetings per year and not in arrears of dues. The attendance requirement may be waived at the discretion of the Board of Trustees. A suspended member may rejoin TCRA under the provisions of Section II. of this Article.

Sec. VI. Indefinite leave of absence with suspension of dues may be granted only by unanimous consent of the Board of Trustees.

Sec VII. Honorary membership may be granted upon recommendation of the Board of Trustees and a majority vote of those present comprising a quorum at the next regular meeting.

ARTICLE III Meetings

Sec. I. Regular meetings shall be held during the first and third weeks of each calendar month at a time and place designated by the Board of Trustees. Regular meetings may be suspended by a majority vote of members in good standing comprising a quorum who are present at the meeting. Any business scheduled for a meeting which has been suspended will be held over to the next regular meeting, at which time it must be brought up.

Sec II. Special meetings may be called by the President or upon the written request of any ten TCRA members. Notices shall be sent to members concerning suspended or special meetings and the business to be transacted. Such notices shall be sent so that they arrive not less than twenty-four hours before the meeting. Only such business as designated shall be transacted.

Sec III. The first trustees meeting will be held no later than December 1st after the annual election of officers.

ARTICLE IV Dues

Sec. I. An annual dues amount, as determined annually by the Trustees at their first meeting of the year for all full and associate members will be determined in accordance with the provisions of Article V of the Constitution for the purpose of providing funds for expenses. There shall be a fifty percent (50%) reduction in dues for other family members residing at the same address, and for all students.

Sec. II. Life and Honorary members elected on or before January 1, 2006 are exempted from the payment of dues. Members on indefinite leave of absence per Article II, Sec. VI of these By-Laws are also exempted from the payment of dues.

ARTICLE V Committees

Sec. I. The Program Committee shall assist the Officers in planning all programs for meetings, both of an instructive and informative nature. It shall also have charge of any social affairs held by TCRA outside of regular meetings. It will endeavor to present programs along lines suggested by the members and for this reason it will welcome any ideas advanced by them.

Sec. II. The Public Relations Committee shall attend to the publication of the affairs of TCRA which are of general interest to members and the public. It shall also direct investigation of interference, invite inquires, establish technical facts and testimony, and report the results of TVI complaints to TCRA.

Sec. III. The Membership Committee shall investigate and recommend to TCRA upon the desirability of applicants for membership. It shall follow the outline as given in Article II of these By-Laws.

Sec. IV. The Refreshment Committee shall have charge of planning and serving refreshments as necessary.

Sec. V. The Legal Committee shall handle all legal affairs of TCRA.

Sec. VI. The Technical Committee shall assist TCRA members and the Public Relations Committee with technical problems.

Sec. VII. Special committees may be appointed by the President at any time.

Revised 6/06