

**BY-LAWS
OF
SOUTH TEXAS AMATEUR RADIO CLUB, INC.**

Article I.	Name
Article II.	Purpose and Objectives
Article III.	Membership and Classification
Article IV.	Admission to Membership and Resignation
Article V.	Discipline
Article VI.	Officers
Article VII.	Board of Directors
Article VIII.	Committees
Article IX.	Meetings
Article X.	Nomination and Election of Officers and Directors
Article XI.	Public Activities
Article XII.	Revenue
Article XIII.	Finance
Article XIV.	Rules of Order
Article XV.	Amendments
Article XVI.	Ownership of Club Property
Article XVII.	Construction
Article XVIII.	Corporate Dissolution

ARTICLE I. NAME:

The name of this organization shall be the South Texas Amateur Radio Club, Inc. Located in Corpus Christi, Nueces County, Texas and is incorporated under the laws of the State of Texas as a non-profit corporation. It shall be hereinafter referred to by its full name or as the "Club".

ARTICLE II. PURPOSE and OBJECTIVES:

The club is organized exclusively for charitable, educational, and scientific purposes as described under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code. All activities of the Club shall conform without exception to this purpose.

The purpose for which this Club is organized are:

1. To render a public service during impending storms or severe weather, and to assist in disaster relief operations and other community functions; and
2. To promote amateur radio and good operating procedures and the exchange of technical information and assistance in respect thereto.

ARTICLE III. MEMBERSHIP AND CLASSIFICATION:

Section 1. Eligibility for Full Membership in the Club is as follows: any person is eligible for Full Membership provided: Such person holds a valid Amateur

Radio Operator/Station license; and such person indicates a desire to become a member.

Section 2. Honorary Membership may be bestowed on any person by a 2/3 vote of the members present at any regular or special meeting or by 2/3 vote of the entire Board of Directors. Honorary memberships shall not have any voting privileges and shall not pay any annual dues.

Section 3. Family Membership. Persons otherwise eligible for a Full Membership and residing in the same household shall also be eligible for a Full Membership by payment of the Family Membership dues annually, provided that one member of the household is a Full Member in good standing and paying the full amount of dues. All members of the same household shall have the same anniversary date.

Section 4. Associate Membership. Any person not holding a valid Amateur Radio Operator/Station license, but interested in Amateur Radio shall be eligible for an Associate Membership by payment of the Associate Membership dues annually. Associate Memberships shall have no voting privileges.

ARTICLE IV. ADMISSION TO MEMBERSHIP AND RESIGNATION:

Section 1. Members shall be admitted to membership to the Club under the following procedures: An application for membership shall be submitted to the Treasurer, Officer of the club, or member of the Board of Directors. To become a member of the Club, a person who is eligible must furnish his name, address, call sign (if applicable) and telephone number, agree to abide by the bylaws, and pay first year's dues.

Section 2. Any member may resign from this Club provided that all of such member's indebtedness to the Club has been paid. The resignation shall be submitted in writing to such officers as the Board of Directors may so designate.

ARTICLE V. DISCIPLINE:

Section 1. Any member being two (2) months in arrears in the payment of dues shall, at the direction of two-thirds (2/3) vote of the entire Board of Directors, stand suspended and shall be so notified forthwith in writing by the Secretary. Upon payment of all dues in arrears and upon making application for reinstatement within thirty (30) days of the date of such written notification by the Secretary, the Board of Directors, may by two-thirds (2/3) vote of the entire Board of Directors, reinstate such member. If not reinstated in a timely manner, such member shall be dropped from the membership and shall be so notified by the Secretary.

Section 2. Any member charged by any other member with misconduct and against whom such charges are sustained, after due and proper hearing before the Board of Directors, may be expelled from membership by a two-thirds (2/3) vote of the entire Board of Directors. All complaints shall be referred to a special committee appointed for the purpose of making an

investigation, report and recommendation before any action is taken on such charges by the Board of Directors.

Section 3. Any person whose membership in this Club has been terminated in any manner shall forfeit all ownership interest in any funds or other property belonging to the Club and all rights to the use of Club equipment and services, except those made available to all duly licensed hams.

ARTICLE VI. OFFICERS:

Section 1. The officers of this Club shall be a President, the Immediate Past President, a Vice President, a Treasurer and a Secretary. If, in any year, the Immediate Past President ceases to be a member of this Club, the member who served as President of this Club most recently prior to the Immediate Past President who is not currently an officer or member of the Board of Directors shall automatically become the Immediate Past President.

Section 2. Each officer shall be a Full Member in good standing. No offices other than those of Secretary and Treasurer shall be combined in one person and no person shall simultaneously serve as an elected director and an officer.

Section 3. All officers shall enter upon their official duties on March 1 of each calendar year and shall serve for a term of one (1) year or until their successors shall be duly elected and qualified.

Section 4. The duties of the officers shall be as follows:

(a) The President shall be the executive officer of this Club, shall preside over all meetings of the Club and of the Board of Directors, shall be an ex-officio member of all standing and special committees and shall perform such other duties as usually pertain to the office of the President.

(b) The Vice President, in the absence of the President, shall preside at all Meetings of this Club and of the Board of Directors, and shall perform such other duties as usually pertain to that office, or as may be assigned by the President or the Board of Directors.

(c) The Treasurer shall keep records of membership fees and dues and shall receive all funds paid to this Club and shall deposit the same in the official depositories and shall disburse same on order of the Board of Directors. The Treasurer shall submit all bills to the Board of Directors for approval and shall advise the Board of Directors of all accounts receivable and accounts payable. All accounts and books of the Treasurer shall at all times be open to the inspection of the President, the Board of Directors, and any authorized auditors. The Treasurer shall make a report at the annual meeting of the Club and at such other times as the President or Board of Directors may require. All checks drawn upon any account of the Club shall require the signature of any two of the following officers: President, Vice President, Secretary and Treasurer.

(d) The Secretary shall keep the records of membership, attendance, and minutes of the meetings of this Club and Board of Directors. The Secretary

shall submit a report to the annual meeting of the Club and at such other times as the President or the Board of Directors may require, and shall submit to the President and to the Board of Directors communications received on behalf of the Club.

(e) The Immediate Past President, and any Assistant Secretary or Assistant Treasurer appointed by two-thirds (2/3) vote of the Board of Directors, shall perform such duties as may be assigned to each of them from time to time by the Board of Directors

ARTICLE VII. BOARD OF DIRECTORS:

Section 1. The Board of Directors shall consist of the officers and seven (7) elected directors.

Section 2. Each director shall be a Full Member in good standing.

Section 3. All directors shall enter upon their official duties on March 1 of each calendar year and shall serve for a term of two (2) years or until their successors shall be duly elected and qualified. Of the first duly elected directors of this Club, four (4) directors are to serve initially for a period of two (2) years and three (3) directors are to serve initially for a period of one (1) year.

Section 4. The Board of Directors shall determine the policies and activities of the Club, discipline members, approve the budget, approve all bills, take counsel with committees, and have general management of the Club.

Section 5. The Board of Directors shall meet regularly at least once each month and at the call of the President. At the discretion of the Board, any committee chairmen shall meet with the Board of Directors in joint session.

ARTICLE VIII. COMMITTEES:

Section 1. Except as expressly provided herein to the contrary, committees shall be appointed in accordance with Robert's Rules of Order and shall perform such duties as may be defined in their creation.

ARTICLE IX. MEETINGS:

Section 1. This club shall hold a monthly meeting on such day and at such time and place as shall be determined by the Board of Directors. It may hold such other meeting as the Board of Directors or the membership may desire.

Section 2. The annual meeting of the Club shall be the regular monthly meeting in February of each year. The membership of this Club shall be given at least two (2) weeks notice of the date and place of the annual meeting.

Section 3. One-third (1/3) of the Full Members of the Club shall constitute a quorum at any meeting.

ARTICLE X. NOMINATION AND ELECTION OF OFFICERS AND DIRECTORS:

Section 1. The election of officers and directors shall be held at the annual meeting.

Section 2. Voting shall be by ballot. Only Full members present and in good standing may vote. There shall be no voting by proxy.

Section 3. In each December, the Board of Directors shall appoint a committee, to be known as the Nominating Committee. This committee shall consist of five (5) Full Members. The President shall designate the Chairman of this committee. The duties of this committee shall be to make nominations, with the consent of those nominated, and to prepare a ballot for the election of such officers and directors.

Section 4. At the regular meeting of this Club in each January, the Nominating Committee shall submit to the membership a list of nominees for officers not exceeding two (2) in number for each office to be filled and a list of nominees for directors not exceeding the number of directors to be elected plus five.

Section 5. At the annual meeting, the President shall appoint a committee to be known as the Committee on Elections consisting of not more than three (3) members. The duties of this committee shall be to distribute, collect, and count the ballots and report the results to the President, who shall announce the same to the Club.

Section 6. A majority of all votes cast by Full Members shall be necessary to determine the choice of any officer to be elected. In the event any ballot does not show a majority for any nominee for any particular office, the President shall immediately designate a time and place for further balloting for such office. Prior to the second ballot, the nominee having the lowest vote on the first ballot shall be dropped and in each succeeding ballot the same procedure shall be followed until one (1) nominee shall have received a majority of all votes cast.

Section 7. If the names of more than the number of directors to be elected are placed in nomination, the person receiving the greatest number of votes up to the number of directors to be elected shall be declared to be elected.

Section 8. In the case of a vacancy in the office of the President, the Vice President shall succeed to the office. In the case of a vacancy in the office of Vice President, Secretary, Treasurer or Director, the vacancy shall be filled by an election by the Club at a regular meeting, upon at least one (1) week's notice of nomination or nominations by the Board of Directors.

Section 9. In the event of disability or inability of any officer or director to serve for a term for which he was elected, the vacancy shall be filled by an election by

the Club at a regular meeting, upon at least one (1) week's notice of nomination or nominations by the Board of Directors.

Section 10. Nothing contained in this article shall be construed as limiting the right of the membership to make further nominations from the floor at the annual meeting.

ARTICLE XI. PUBLIC ACTIVITIES:

Section 1. No action on any question or proposed legislation shall be taken by this Club until the same shall first have been submitted and the recommendations have been received by the Board of Directors.

Section 2. This Club shall not be used in any way for political purposes, nor shall it as a Club, actively participate in the political candidacy of any person.

ARTICLE XII. REVENUE:

Section 1. The Full, Family, and Associate member dues shall be as determined by the Board of Directors payable in advance Dues are payable on or before the 1st day of January of each year. Dues for all new members are to be prorated on a quarterly basis.

Section 2. Revenue from sources other than those defined in this article may be raised as determined by the Board of Directors and approved by a two-thirds (2/3) vote of the Full Members present at any regular meeting of this Club, provided noticed shall have been given the membership at least two (2) weeks prior to the meeting.

ARTICLE XIII. FINANCE:

Section 1. No later than the next regular meeting after March 1 of each year, a budget of estimated income and expenditures for the year shall be adopted by the Board of Directors.

Section 2. This Club's books of account shall be audited at least once a year, and the auditors shall be named by the Board of Directors.

Section 3. The Board of Directors shall determine the official depository or depositories.

Section 4. In case of the inability of persons designated to sign checks to perform their functions, the Board of Directors shall designate those who shall act as substitutes.

ARTICLE XIV. RULES OF ORDER:

Section 1. Robert's Rules of Order shall be the parliamentary authority for all members of procedure pertaining to any meeting of the Club or the Board of Directors not specifically covered by these bylaws.

ARTICLE XV. AMENDMENTS:

Section 1. Any amendment of these bylaws if in conformity with the Articles of Incorporation and Bylaws may be adopted by two-thirds (2/3) vote of the Full Members present at any meeting of this Club, provided written notice of the proposed amendment shall have been given the membership at least two (2) weeks prior to the meeting. There shall be no voting by proxy.

ARTICLE XVI. OWNERSHIP OF CLUB PROPERTY:

Section 1. Ownership and title to all Club property, funds and assets shall be vested in the South Texas Amateur Radio Club, Inc., as a non-profit corporation and all Full Members shall have an equal ownership interest in same.

Section 2. The club shall not be responsible for loss or damage to personal property of members, visitors or guests.

ARTICLE XVII. CONSTRUCTION:

Section 1. The construction or meaning of any provision these bylaws shall be determined by a majority vote of the Board of Directors.

ARTICLE XVIII. CORPORATION DISSOLUTION:

Upon dissolution of the Club, the Board of Directors, after paying or making provision for the payment of all of the liabilities of the Club, shall distribute all remaining assets of the Club to another organization organized and operated exclusively for charitable, educational and scientific purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code.