



NORTH OKALOOSA AMATEUR RADIO CLUB

www.w4aaz.org

2260 South Ferdon Blvd Ste 1193
Crestview, Florida 32636

info@w4aaz.org

NORTH OKALOOSA AMATEUR RADIO CLUB, INC. BY LAWS

ARTICLE I: Name

The name of the organization shall be the NORTH OKALOOSA AMATEUR RADIO CLUB, INC. This organization was incorporated under the not-for-profit laws of the State of Florida on August 16, 1984, State Document Number NO 4729. The Articles of Incorporation were modified on August 22, 2016. The term "CLUB" or "NOARC" hereinafter shall be defined to mean the NORTH OKALOOSA AMATEUR RADIO CLUB, INC.

ARTICLE II: Objectives

Per the Articles of Incorporation, NOARC's purpose is the management, operation, and maintenance of an amateur radio club with general objectives as follows:

1. to further the exchange of information and cooperation between members,
2. to promote radio knowledge, fraternalism and individual operating efficiency,
3. to conduct club programs and activities to advance the general interest and welfare of amateur radio in the community.

Per the Articles of Incorporation, NOARC is organized exclusively for charitable and education purposes and public service to the local community, and more specifically to:

1. Provide communication for the local community during disasters and emergencies,
2. Educate individuals in the proper use of amateur radio communications equipment and best practices as well as conduct club programs and activities to advance the education, general interest and welfare of amateur radio in the community.
3. Operate for the purposes for which the corporation is formed within the meaning of Section 501(c)(3) of the Internal Revenue Code; Florida Statutes Chapters 616 and 196, and Article VII, Section 3 of the Florida Constitution.
4. Promote radio knowledge, fraternalism and individual operating efficiency and further exchange of information and cooperation between members.
5. Secure contributions from individuals, corporations, organizations, governmental entities, and foundations to fund the operation as described above.
6. To conduct these activities and achieve these objectives without monetary profit, to do everything and anything reasonably necessary, suitable, proper, convenient, and incidental to the aforesaid purpose.

ARTICLE III: Membership

Section 1. All persons interested in amateur radio communication (solely with a personal aim and without pecuniary interest) shall be eligible for membership.



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Section 2. Full membership is open to all licensed amateurs. Full membership includes all club privileges as well as the right to hold a club office and to vote on all matters.

Section 3. Associate membership is open to any person interested in amateur radio or who supports the club repeaters. Associate members have all club privileges except to hold office and to vote.

Section 4. Application for membership may be made by completing an application form and paying the annual dues. Application may be made at any regular meeting of the club.

Section 5. A newly licensed ham may have a free, one-year membership from the date of first being licensed. The new ham must complete a membership form and provide a copy of the license to the club Secretary for date verification.

Section 6. Termination of membership may occur in the following ways.

1. Voluntary termination: A member may terminate his or her membership at any time by submitting a letter of resignation to the club. A member terminated by his or her request may be reinstated by submitting a letter requesting reinstatement.
2. Failure to pay dues: A member will be automatically dropped from the rolls upon nonpayment of dues. A member terminated for nonpayment of dues may be reinstated by payment of the current year's delinquent dues.
3. Termination for cause: A member's membership can be recommended for termination for cause if three members of the Board of Directors agree it would be in the best interest of the club to terminate said membership. In such a case, the member in question and all other club members will be notified of the potential termination and provided the opportunity to vote on the termination. The vote may be taken at a normally scheduled club meeting or at a special meeting called no less than seven calendar days after the notification is provided. A quorum must be present at any such meeting and a majority vote in the affirmative by the members present shall implement this termination. If the member is present at the meeting, he or she will be so advised by the club President or presiding officer and asked to leave. The President or presiding officer shall also direct the Secretary to prepare and send a letter to the member advising that his or her membership has been terminated for cause. A member terminated for cause can request reinstatement by letter after a period of one year. The President or presiding officer will request a vote by members of the club present at the next meeting after the letter is received. A majority vote in the affirmative will allow reinstatement. The Secretary will notify the person in writing of the results of this vote.

Section 7. Annual dues shall be set at the November Annual Meeting. Payment is due in advance on or before December 31st of each year. The Treasurer shall notify members whose dues are one month in arrears and those whose dues are not paid within one month thereafter



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shall be dropped from club membership. New members joining during the year shall have dues prorated.

ARTICLE IV: Officers, Elections and Duties

Section 1. The officers of this club and corporation shall be President, Vice President, Secretary, and Treasurer. They will make up the club's Board of Directors. These officers shall perform the duties prescribed by the By-Laws, Articles of Incorporation and by the parliamentary authority adopted by the club.

Section 2. The officers shall be elected as described below at the November annual meeting and shall serve until successors are elected. The President will appoint a nominating committee prior to the annual meeting. This nominating committee will present a list of nominees for all the officer positions. The committee will set the process for nominations and the election. The election will be decided by a majority of all votes cast. If a majority is not obtained, an immediate run off will be held for the two candidates receiving the most votes. In the event of a tie, the election will be decided by a coin flip or other random method. Members wishing to be considered for an officer position may contact a member of the nominating committee. Officers will be elected for staggered 2-year terms to provide continuity. The election following the adoption of staggered terms for 2019, the Vice-President and Secretary shall be elected for a 1-year term and the positions will come up for election to begin every even number year thereafter. The President and the Treasurer shall be elected for a 2-year term and the positions will come up for election to begin every odd number year thereafter.

Section 3. Should the office of President become vacant, the Vice President shall succeed to the office of President automatically without need for nomination, vote or approval by the membership. Vacancies occurring between elections shall be filled by special elections in the same manner as the annual election.

Section 4. The duties of the President shall be: To preside at all business meetings of the club and conduct the same according to the rules adopted. The President shall enforce observance of the Articles of Incorporation and Bylaws, decide all questions of order, sign all official documents that are adopted by the club, and perform all other customary duties pertaining to the office of the President.

Section 5. The Vice President shall assume all the duties of the President in the absence of the President. The Vice President shall be a member of the Administration Committee.

Section 6. The Treasurer shall receive and receipt for all monies paid to the club. The Treasurer shall keep an accurate account of all monies received and expended. The Treasurer shall pay no bills without proper authorization by membership vote or as otherwise indicated in these bylaws. At the end of each year, December 31st, the Treasurer shall submit a printed itemized



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statement of disbursements and receipts to include balance. The Treasurer will provide an oral report each month of bills paid, total money received and ending balance. One month prior to the annual meeting, in cooperation with the Board of Directors, the Treasurer shall propose a club budget for the following calendar year. The Treasurer shall maintain the official membership list. The Treasurer, at the end of the elected term of office, shall turn over everything in his/her possession belonging to the club to the incoming Treasurer. A club member will not serve as Treasurer more than two (2) consecutive terms.

Section 7. The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, carry on all correspondence, and read communications at all meetings. The Secretary shall provide to the Administration Committee President, the draft minutes of business meetings, so that they can be electronically posted to the club web site/Facebook page or e-mailed to club members. The Secretary shall maintain all official copies of club documentation (Articles of Incorporation, Bylaws, minutes, insurance policies, vehicle registrations, etc.) The Secretary, at the end of the elected term, shall turn over all items belonging to the club to the incoming Secretary.

ARTICLE V: Meetings

Section 1. The Business Meetings of the club shall be held at such time and place as the President may order. Special meetings of the membership may be called by the President. All scheduled Business Meetings shall be advertised to the general public in advance via electronic means.

Section 2. The meeting in November shall be known as the annual meeting and shall be for the purpose of electing officers and receiving annual reports from officers and committees.

Section 3. A quorum will consist of one of the following:

- 25% of the club's full membership, including at least one officer.
- 15% of the club's full membership and at least three officers.

Business concerning NOARC may not be conducted unless a quorum is present at the meeting.

Section 4. Board of Directors meetings shall be held on the Monday prior to the Business Meeting of each quarter (January, April, July, October). A special Board of Directors meeting may be called by the President, or Vice President, in absence of the President, between regular board meeting, if needed.

ARTICLE VI: Appointed positions

The President shall make appointment for the listed positions. Appointees must be club members. Appointment shall be for one (1) year unless filling an unexpired term. Appointees



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shall turn over any documents upon leaving their appointment to a club officer or incoming appointee.

1. Chairman, Club Station Committee
2. Chairman, Education and Advancement Committee
3. Chairman, Activities Committee
4. Chairman, Administration Committee
5. Amateur Radio Emergency Services (ARES) Liaison
6. Registered Agent (Required by the State of Florida and serves as a member of the Administration Committee)
7. Station Trustee (The Trustee holds the station license. The Trustee has full control of the NOARC license but may grant Control Operator Privileges to other members.)

ARTICLE VII: Committees

Committees, standing and special, shall be appointed by the President as the club shall deem necessary to conduct the work of the club. The President shall be an ex-officio member or all committees except the nominating committee.

The club shall maintain the following standing committees:

1. Club Station Committee. Responsible for emergency communications, support of club sponsored repeater(s), maintenance, and inventory of club property and operation of the club library, and control of equipment cabinet keys. The Station Trustee shall serve as a member of this committee.
2. Education and Advancement Committee. Responsible for scheduling and conducting license training, license testing, scheduling of monthly Technical Night sessions and an "Elmer" program for new and upgrading members. Maintains custody of license manuals to be used by instructors. Issues and tracks any "loaner" transceivers or other educational equipment checked out.
3. Activities Committee. Responsible for time-limited projects, such as community activities, parades, ARRL Field Day, Jamboree on the Air, Hamfest, and contesting.
4. Administrative Committee. Responsible for insurance, by-laws, control of any club keys not controlled by other committees, club history, web and Facebook pages, community liaison including Crestview EOC, liaison with Live Oak Baptist Church and public affairs/media coordination.

During the yearly budgeting process, Committee Chairmen shall submit requests for any expenses that are anticipated for the upcoming year. Upon approval of the NOARC budget, Committee Chairmen are expected to be good stewards of NOARC funds and are authorized to expend funds at or below their approved budget level without requiring additional approval from the Board.



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Prior to the November annual meeting, Committee Chairmen shall submit to the Board a written Annual Report of the committee's activities and expenditures.

ARTICLE VIII: Membership Assistance

The club shall assist in the investigation of any cases of interference with other radio services where reported as caused by any amateur radio station in the club's area of operation. The club will provide technical advice to members concerning equipment design and operation to assist in frequency observance, clean signals, uniform practice, and absence of spurious radiation from club member stations.

ARTICLE IX: Budget Process

Section 1. Upon request from the Treasurer, Committee Chairmen and Board Members shall submit written estimates for expenses in the following calendar year. The estimates should include the approved budget for the present year, the actual expenditures to date and any estimated expenses through December 31, and the justification for the request for the upcoming calendar year.

Section 2. The Board of Directors, in conjunction with the Committee Chairmen, will prepare a draft budget for the upcoming year, which shall propose expenses to be paid from dues and from capital funds. This budget will be presented to the members at the November Annual meeting and voted on by the members attending the December meeting.

Section 3. Once approved, the Budget provides authority for expenditure of funds up to the limit set without requiring addition approval from the full membership at a Business Meeting.

ARTICLE X: Club Assets

Section 1. Equipment shall not be purchased before funds are available to cover the cost. Any equipment given to the club shall be considered an unconditional donation and shall be accompanied by a written acknowledgment from the donor. Equipment may be loaned to the club only at the owner's risk for damage or loss of that equipment.

Section 2. A Petty Cash fund will be maintained by the Treasurer to provide change for the Treasurer's cash operations and to cover day-to-day minor expenses. It is not intended to bypass the annual budget process or to substitute for capital expenditures approved at a Business Meeting. The Petty Cash fund is set at \$100. Money expended from the Petty Cash fund must be approved by a member of the Board of Directors and a receipt shall be presented at the next meeting for reimbursement. The Petty Cash fund can be suspended or reinstated by a vote of the membership.



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ARTICLE XI: Parliamentary Authority

The latest edition of Roberts Rules of Order Newly Revised shall govern proceedings of the club.

ARTICLE XII: Amendment of Bylaws

Section 1. These Bylaws can be changed, rescinded, or amended or new Bylaws can be adopted by a change proposed by the Board of Directors and adopted by a two-thirds majority vote of members present at an announced meeting. Any proposed changes to the Bylaws shall be made available to the members for review at least three weeks prior to the vote on the proposal.

Section 2. Any Bylaw herein and any subsequently adopted or amended Bylaw shall not conflict with:

1. the Articles of Incorporation of NOARC,
2. the statutes, regulations, and laws of the State of Florida,
3. the codes or regulations of the City of Crestview or Okaloosa County, or
4. the Statutes and Laws of the United States, and the regulations of its agencies; including, but not limited to, the Federal Communications Commission.

ARTICLE XIII: Dissolution

This club may be dissolved, and its affairs concluded in accordance with the Articles of Incorporation.

ADDENDUM: THESE BYLAWS AMENDED AND ADOPTED 1 MARCH 1985.

- 1st revision adopted 3 May 1985.
- 2nd revision adopted 6 September 1991.
- 3rd revision adopted 2 April 1993.
- 4th revision adopted 7 November 1997.
- 5th revision adopted 1 December 2000.
- 6th revision adopted 10 February 2004.
- 7th revision adopted 9 February 2012.
- 8th revision adopted 10 April 2014.
- 9th revision adopted 13 September 2018.
- 10th revision adopted 13 December 2018.
- 11th revision adopted 10 September 2020.
- 12th revision adopted _____