

DRAFT

February, 27 , 2025 IARC, Inc. By-Laws - DRAFT

1. Membership may include anyone interested in Amateur Radio. A voting member shall be defined as a member whose dues are currently paid.
 - A.) Dues for Membership of IARC, Inc. are due on the first (01) of September and shall be payable in advance to the Treasurer.
 - B.) Membership will be from 01 September to 31 August of the following year. The fee is \$20.00 per year.
 - C.) Any member defaulting in his membership dues for more than thirty (30) days (Till the end October meeting) will be dropped from the paid membership roll as an active member. Also become a non voting member
 - D.) Dues will be set by the Board of Directors for the next membership year, at a Board Meeting before the September Membership meeting.
2. The BOARD of DIRECTORS shall consist of three (3) members, each elected for a three (3) year term, one (1) member to be elected each year at the June meeting. The Club License Trustee, the Repeater License Trustees and the Corporate Agent, will be appointed by a majority vote of the Board of Directors and be placed on the "Board of Directors" as an addition to the three elected directors.
 - 1.The Club License Trustee must hold a valid Amateur Extra Class license.

2. It shall be the duty of the Board of Directors of IARC, Inc. to review the appointment of the Corporate Agent, Club License Trustee and Repeater License Trustees at least once every five (5) years and at that time either Corporate Agent papers or Continuation of Corporation papers will be filed with the Secretary of State, of the State of Ohio, beginning in September 2003 by the Corporate Agent.

3. The ELECTED OFFICERS shall consist of the following: President, Vice-President, a Secretary and a Treasurer.

A.) Elected Officers will serve for a two (2) year term and no more than two (2) consecutive terms to be served before they must vacate their office for a minimum of one (1) term, the Treasurer position is excluded from the rule of consecutive terms and allowed to run as many times as they wish.

B.) No person can hold more than one (1) elected office at one time.

4. Duties of the Officers

A.) The President of IARC Inc. shall preside over membership and board meetings. The President is also responsible for approving all requests to borrow club equipment. At the June meeting, the President shall appoint at least two (2) paid members of IARC, nonrelated to any person currently on the Board, to meet and audit the Treasurer's books, and to report back to the club, at the September meeting, their findings.

B.) The Vice President shall assume the duties of the President in his/her absence and is responsible for programs for the regular meetings.

C.) The Secretary duties shall consist of recording the minutes of any and all organizational meetings and shall keep and maintain the corporate record book and make any pertinent changes and have it available for inspection. Written correspondence will be at the direction of the Board and will be done by the Secretary.

D.) The Treasurer will maintain all financial information for the corporation.

E.) The Officers and all Board Members will meet no later than thirty (30) days after of each annual election in June for the purpose of formulating a budget for the next twelve (12) months.

The budget will be the guide for the expenditure of all IARC, Inc. funds for club projects and activities and should be based on those projects and activities proposed by the membership. If a short fall of funds is anticipated during the twelve (12) month period, projects or activities can be unfunded by the IARC, Inc. or funds may raised by those members wanting to participate in the project or activity.

The budget will be presented to the membership at the September membership meeting for approval. Quarterly reviews will be conducted by the Officers and Board members jointly to make any necessary adjustments in the budget. The President will report at the next regularly scheduled membership meeting any adjustments that were made to the budget.

5. Elections

A.) A nominations chairperson will be appointed by the President, nominations for Officers and elected Board members will commence at the April meeting and posted on the website. The election will be held at the June meeting. If any office is contested, a paper ballot will be given to every paid member in attendance at that meeting. The ballots will be counted and the winner will be announced. A simple majority is needed to win an office.

1. Anyone being nominated for an Officer or Board position, elected or appointed must be a current paid member of the IARC, Inc. in good standing at the time of their nomination. If elected, they must maintain their paid membership during the entire term of office.

2. if any elected positions is uncontested, the the current office holder may remain in the office for another 2 year term.

B.) Vacancies occurring among the Officers and Directors between regular elections will be filled by a special ballot at the first regularly scheduled meeting after the vacancy exists.

C.) If a vacancy occurs with the President position, the Vice President will fill that vacancy and the special election will be for the newly opened Vice President position.

D.) The newly elected Officers and the Board members will take office immediately following the June meeting.

E.) Officers and Directors may be removed by a two-thirds (2/3) affirmative vote of the members present at the first regularly scheduled meeting following the proposed removal.

1. A motion for removal can only be made if evidence is found that any Officer or director is guilty of malfeasance, misfeasance or

nonfeasance. The evidence must be presented to the membership at the first membership meeting after the evidence is discovered.

2. When a proposal for removal is made, the person proposed to be removed will be notified within seven (7) days of the proposal by certified mail. This written notification will be done by the Secretary, at the direction of the Board.

6. Meetings

A.) A quorum consists at least five (5) members or ten percent (10%) of the paid membership, whichever is greater, and provided that there are at least two (2) elected Officers in attendance at the meeting.

B.) For the purpose of conducting a Board of Director meeting, a quorum shall consist of at least three (2) members of the Board and two (2) elected Officers.

C.) There shall be an organizational meeting with the Executive Officers and the Board of Directors called at least once each year, or more if necessary.

D.) The duties of the officers and the conduct of all meetings shall follow the By-Laws and "Roberts Rules of Order", with the By-Laws being the governing instrument.

E.) Regular membership meetings shall be conducted between September and June of the following year with the date and time to be determined by the Officers and Directors.

F.) Special membership meetings can be called by the President or any Board member with at least five (5) days prior notification to the voting

members. The Club weekly net, repeater announcements, webpage and/or a special email mailing can be used for this notification.

G.) All matters of business, between regular meetings, shall be conducted by a majority of the Officers and Directors jointly.

H.) Any member of the Board of Directors, or the Elected Officers, shall have only one (1) vote at any organizational meeting.

7. Fund Expenditures

A.) General Fund

The Board is authorized to spend up to two hundred fifty dollars (\$250.00), per activity without prior approval of the membership, as long as it is a critical or emergency situation where a meeting with the regular membership is not an option available at the time.

B.) Proceeds from sales of club equipment will be returned to the appropriate fund from which it was obtained.

C.) All fund raising for IARC, Inc. will be used only for IARC, Inc. activities and must follow all charitable contribution laws of the State and Federal governments.

8. Equipment

A.) Equipment purchased by the IARC, Inc. shall be registered to the IARC, Inc. This includes but is not limited to any and all warranties for equipment, rebates or gift certificates earned on the purchase of equipment, or on titles/registration for licensed equipment.

B.) Equipment for the IARC, Inc. owned trailer will be funded from the general fund portion of the General Fund and must be approved by the membership of the IARC, Inc.

9. All proposed changes to the Articles of Incorporation or the By-Laws of IARC, Inc. must be submitted in writing at an open meeting to the voting members 30 days prior to the vote and published on the webpage and/or sent by a special e-mailing to the voting members.
