

THE  
BYLAWS  
of the

ORANGE COUNTY AMATEUR RADIO CLUB, INC.

A California Nonprofit Corporation

Incorporated June 4, 1960

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## ARTICLE I OBJECTIVES

The objectives of the club, to be known as the Orange County Amateur Radio Club, are:

- A. To promote interest in and the advancement of amateur radio, and electronics in general.
- B. To promote a good relationship between radio amateurs and the public through public service activities.
- C. To help interested persons to obtain a license and new licensees to upgrade.
- D. To participate in activities involving or for amateur radio.

## ARTICLE II MEMBERSHIP

A. Members shall be of good moral character who have an interest in amateur radio and/or electronics, and have an interest in the aims of the club. Such persons may, upon application and prepayment of dues, become members of the club, provided any other requirements of the Bylaws are met.

B. Yearly dues for members are due and payable on January 1 of each year. Nonpayment of dues by March 31 constitutes forfeiture of club membership. The amount of dues shall be:

The base rate amount of yearly dues shall be determined by the Board of Directors for the coming year, no later than the November Board meeting preceding the beginning of the coming year. If no action is taken by the Board, then the base rate will not change in the coming year.

- 1. Dues for members 20 years of age or older, are 100% of base rate.
  - 2. Dues for members 19 years or younger, are 50% of base rate.
  - 3. For additional members in the same household as a member who has paid full dues, half of the full dues for his/her age group.
  - 4. For new members joining during the year, dues shall be prorated on a quarterly basis for the remainder of the calendar year.
- C. Each member after admission shall receive a dues receipt signed by the treasurer.

D. Each member is responsible for notifying the Membership Chairman of a change of address.

E. The Board of Directors may expel or suspend a member by unanimous vote at a Board meeting under the following conditions:

1. Failure to discharge his debts to the club other than dues.
2. Conduct detrimental to the welfare, interest, character, or order of the club.
3. Conviction of a violation of the FCC rules when such results in the suspension or cancellation of the amateur license.
4. Conviction of a felony under the laws of the State of California or of the United States of America.

F. The Board of Directors may reinstate any expelled or suspended member by a unanimous vote at a Board meeting.

G. Members who have been expelled or suspended or who voluntarily withdraw from the club have no recourse on club assets or property; real or otherwise.

H. Honorary membership may be given to any person under the following conditions. Honorary members shall not be able to vote, or hold office.

1. Nomination for honorary membership may be made by any club member during the good of the club portion of any Board or regular club meeting.
2. Honorary membership shall require a two-thirds affirmative vote of the Board and shall be for a period not to exceed 24 months and shall expire on December 31.
3. Honorary membership may be renewed for an additional period by voting as stated above during the last three (3) months of the membership.
4. The Membership Chairman shall maintain a list of all honorary members.

### **ARTICLE III MEETINGS**

A. Regular meetings of the club shall be held monthly at designated times and places. All meetings shall be open to all interested members. Special meetings may be called by the Board when necessary.

Notices of regular and special meetings shall be sent to each member within a reasonable time prior to each meeting. Notices of special meetings shall contain a list of important items on the agenda. Robert's Rules of Order (revised) shall govern club

meetings when it does not conflict with these Bylaws.

The order of business at the regular club meetings shall be as follows unless circumstances dictate otherwise.

1. Call to Order - The president shall call the meeting to order.
2. Lecture or Entertainment - The vice president shall introduce the speaker or entertainment for the meeting.
3. Roll Call of Officers - The secretary shall call roll by title and record the officer attendance in the minutes.
4. Reading of the Minutes - The secretary shall not be required to read the minutes of the previous meeting if they were published in the club bulletin. The president shall ask for a motion and a vote to approve the minutes as published. Any corrections or additions may be made by a member and be approved by the members present.
5. Introduction of Members - The membership chairman shall introduce any new members present.
6. Introduction of Visitors- The president shall introduce any visitors present at the meeting. A visitor log shall be made prominently available for signing by the attendees, at the beginning, and for the duration of the meeting. The visitor log shall be retained in the permanent records of the membership chairman.
7. Board Member Reports - The president shall ask for any Board Member reports.
8. Old Business- The president shall bring up items of old business for further or final action.
9. New Business - The president shall ask for any items of new business for the club.
10. Good of the Club - The president shall ask if there are any items of interest to the club.

## **ARTICLE IV DIRECTORS**

A. Subject to the limitations of the Articles of Incorporation, the Bylaws, and the California General Corporation Laws, all corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be controlled by a Board of Directors. Without prejudice to said general powers, and subject to the stated limitations, the Directors shall have the following powers:

1. To select or remove all other officers or agents of the corporation. To prescribe the powers and duties for them as are consistent with the corporation and to require

from them faithful service.

2. To conduct, manage, and control the affairs of the corporation, and to make rules and regulations as they deem best. To borrow money for the purposes of the corporation.

3. To change the principal office of the corporation, to designate a place for holding meetings.

B. The number of Directors of the Corporation shall be ten (10) or more until changed by an amendment to the Articles of Incorporation and a change to the Bylaws (See Article IX, Section B).

C. It shall be the duty of the Directors to insure that a complete record of all proceedings of all meetings be kept, and to present a full statement at the regular meetings showing the assets and liabilities of the club and the general condition of its affairs.

D. It shall be the duty of each director to receive a copy, read, and understand this document.

## **ARTICLE V ELECTION OF OFFICERS AND DIRECTORS**

A. The officers of the club shall be President, Vice President, Secretary, Treasurer, Activities Chairman, Public Relations Officer, Technical Committee Chairman, and Membership Chairman. The other two board members, designated as Directors at Large, shall be the preceding president and/or the preceding vice president. If either or both are elected to another office or decline the position, nominations are accepted to fill the vacancies. All Directors shall be holders of a current FCC Amateur Radio License, and shall be at least 21 years of age. No officer shall hold the same office for more than two (2) consecutive terms. A term consists of six (6) months or more in office.

B. The officers shall be nominated and elected one office at a time from the floor at the regular November meeting. Individual candidates may be nominated to one or two offices. A candidate may be elected to only one office. Election shall be made in order of higher to lower precedence in Article V, section A. Election shall be by secret ballot if there are two or more candidates for any elective office, or by show of hands if there is only one candidate. The new officers shall assume their offices at the first scheduled meeting in January of the next year.

C. Vacancies occurring on the Board during the year shall be filled at the next regular meeting by nomination and election from the floor. The new officer shall immediately assume office for the balance of the term.

## **ARTICLE VI DUTIES OF OFFICERS**

### **A. PRESIDENT** - It shall be the duty of the president to:

1. Preside over all regular, Board, and special meetings of the club.
2. Direct the affairs of the club subject to the advice of the Board and the requirements of the Bylaws.
3. Appoint a Finance Committee of two (2) or more members to audit the club account books. Appoint all other committees not provided for herein or elsewhere.
4. Sign as required, all contracts or written instruments on behalf of the club.
5. Represent the club for social or business contacts when required.
6. With approval of the Board, have sent flowers or other appropriate gifts to ill or hospitalized members, or to the family of a deceased member.
7. Perform incidental duties not herein specified.

### **B. VICE PRESIDENT**- It shall be the duty of the vice president to:

1. Act in the absence of the president at all club functions and perform all duties of the president herein described.
2. Arrange for the speaker or entertainment for each of the regular club meetings.
3. Perform other duties required by the president or the Board.

### **C. SECRETARY**- It shall be the duty of the secretary to:

1. Keep a written record of all proceedings of all regular, Board, and special meetings. Provide a copy of each record to the editor of the club bulletin for publication.
2. Receive and send all club correspondence. Read all correspondence of general interest to the members at a regular or Board meeting.
3. The secretary shall be responsible for a PO Box key, verify regular access and collect mail, as required.
4. Perform other duties required by the president or the Board.

**D. TREASURER** - It shall be the duty of the treasurer to:

1. Keep a written record of all monies received or expended by the club. Initiate checks for normal monthly expenses and have them properly signed. Checks for \$250 or less or for normal expenses [Note: "normal expenses" are expenses that tend to recur from year to year] may bear one authorized signature. Checks for expenses over \$250, that are not for normal expenses, shall have either the approval of the Board or the approval of the club membership at a general meeting.
2. The treasurer shall report the monthly cash flow of the club in the newsletter.
3. Maintain the club's bank accounts at banks approved by the Board. A signature card shall be kept by the bank showing the signatures of the president, vice president, and treasurer.
4. Issue dues receipts as required.
5. Maintain an accurate list of all physical assets of the club and their present location.
6. The IRS requires all 501(c)(7) Non-profit Corporations to file an online FORM 990-N questionnaire yearly; after the close of the fiscal year and before the following May 15. The treasurer shall go to the [www.IRS.gov](http://www.IRS.gov) internet site and submit a FORM 990-N (e-Postcard) or later form.
7. The State of California requires small California tax-exempt organizations to file a Form 199 with the Franchise Tax Board by the 15th day of the 5th month after the close of the organization's tax year. The treasurer shall file this Form 199 in a timely manner. If the club normally has annual gross receipts of \$50,000 or less, the treasurer may complete this requirement by submitting a Form 199N, commonly referred to as the "e-Postcard," with no cost to file.
8. The State of California requires all 501(c)(7) Non-profit Corporations to file a Statement of Corporation, FORM SI-100 (or later form), every two years (during even years). The treasurer shall file a FORM SI-100, with an appropriate check for the state fee, before August 01 of even-numbered years.
9. The treasurer shall be responsible for a PO Box key, verify regular access and collect mail, as required.
10. Perform other duties required by the president or the Board.

**E. ACTIVITIES CHAIRMAN** - It shall be the duty of the activities chairman to:

1. Organize club activities with assistants of his choice for the enjoyment of the members.



2. Obtain prizes for and run the raffle at each of the regular club meetings. Select prizes of general value to radio amateurs and when possible solicit prize donations from retailers or manufacturers. Strive to maintain a net positive cash flow from the raffle activities.
3. Provide refreshments, with assistants of his choice, at each of the regular club meetings.
4. Help with the organization of the annual Field Day.
5. Perform other duties required by the president or the Board.

**F. PUBLIC RELATIONS OFFICER** - It shall be the duty of the public relations officer to:

1. Prior to each regular club meeting, provide with the assistants of his choice adequate seating for the members.
2. Welcome members and visitors to the meeting and answer any questions they may have about the club.
3. Contact and get published in local newspapers, as needed, announcements of club activities such as Field Day.
4. Perform other duties required by the president or the Board.

**G. TECHNICAL CHAIRMAN** - It shall be the duty of the technical committee chairman to form a committee, if needed, to:

1. Assist members with technical problems relating to equipment setup, operation, and interference.
2. Assist members to obtain and/or upgrade their licenses. When sufficient interest exists, hold classes for code practice and theory.
3. Perform other duties required by the president or the Board.

**H. MEMBERSHIP CHAIRMAN** - It shall be the duty of the membership chairman to:

1. Maintain to date, an accurate roll of all honorary, paid-up and other members.
2. After the March regular meeting, prepare a list of honorary, paid-up and other members including name, call, address, telephone number, and electronic mailing address, with member password-protection, and submit this list to the webmaster for posting on the club web site in April and to the club historian.

3. In the month before the end of his term, prepare a list of honorary, paid-up and other members including name, address, telephone number, and electronic mailing address, and submit the list to the appointed webmaster for posting on the club web site with member password-protection, to the club historian, and to the membership chairman elected for the following term.
4. Bring at least one copy of the most recent club bulletin to the regular club meetings for attendee perusal.
5. Perform other duties required by the president or the Board.

**I. DIRECTORS AT LARGE** - It shall be the duty of the Directors at Large to:

1. Be available to head up special committees or accomplish tasks at the discretion of the Board.
2. If a Director at Large was the preceding president or the preceding vice president, provide sage advice from their leadership experience, therefore promoting the continuity of the Club.
3. This position can be also used as an entry level position on the Board, as the workload of it is generally less than some of the others.

**ARTICLE VII COMMITTEES**

**A. FINANCE COMMITTEE** - The president shall appoint a finance committee consisting of two or more members at the December Board meeting whose duty shall be to audit the club account books and report their findings to the club at the January meeting.

**B. FIELD DAY COMMITTEE** - The president may appoint a field day committee to organize and run the annual field day.

**C. NOMINATION COMMITTEE** - The president may appoint a nomination committee to propose a slate of candidates for club offices for the next year.

**D. SPECIAL COMMITTEES** - The president may appoint special committees for a specific purpose or for the good of the club.

## ARTICLE VIII LONG TERM APPOINTMENTS

Long term appointments shall be made by the president when necessary. These appointments shall be for an indefinite period preferably for several years, and should only be given to members who are able to perform the specific requirements of the job.

**A. CLUB HISTORIAN** - The club historian shall maintain records and all other items of historical value to the club. He shall be responsible for recording changes to the Bylaws as they are approved.

**B. LICENSE TRUSTEES** - The club license trustees shall each hold a General or higher amateur license. They shall be responsible for the club calls, W6ZE, in memory of Earl Griffin, a long time club member who died in 1956; and W6NGO, in memory of Kei Yamachika, a long time club member who died in 1997. The license trustees shall file renewal forms with the FCC when required.

**C. WEBMASTER** - The Board shall appoint a club webmaster to oversee the administration and upkeep of a club website while the OCARC operates a website. The webmaster may appoint other club members to assist in the maintenance and programming for the site. The webmaster shall assure that the website content remains up-to-date and focused on club interests. The webmaster shall also coordinate issuance of club email addresses (using the w6ze.org domain) for club members, as needed.

**D. OTHER** - Other appointments may be made as necessary, such as club net control operators.

## ARTICLE IX AMENDMENTS

A. These bylaws may be amended by motion at a regular club meeting by a two-thirds affirmative vote of the members present provided that the proposed amendment has been presented to the membership at two consecutive general club meetings.

B. To reduce the number of Directors to less than ten shall require an amendment obtaining a written consent or affirmative vote of at least 80% of the members.

## **AMENDMENTS**

### **AMENDMENT A**

Rewritten 10/1993; adopted 4/15/1994

### **AMENDMENT B**

Adopted 1/15/1999 and 2/19/1999

### **AMENDMENT C**

Adopted 11/2000

### **AMENDMENT D**

Adopted 11/2003

### **AMENDMENT E**

Adopted 11/2008

### **AMENDMENT F**

Adopted 01/2012

### **AMENDMENT G**

Adopted 09/2020

1. Article III, Section A, shall update mailing of notices of meetings to sending of notices.
2. Article III, Section A, Treasurer's Report, shall move the financial report from presenting at the meetings, to Article VI, Section D, Treasurer.
3. Article III, Section A, shall change the attendance sheet procedure, change Committee Reports to "Board Member Reports," and remove Communications.
4. Article IV, Section A, remove outdated director corporate seal powers, remove the 5-year license requirement for Board members, and clarify term limit to two (2) terms.
5. Article V, Section B, elections shall provide for same nominee to two offices, and remove old Section C,
6. Article VI, Section C, Secretary, add PO Box key responsibilities.
7. Article VI, Section D, Treasurer, add duties for IRS Form 199, remove corporate seal duty, and add PO Box key.

8. Article VI, Section E, Activities Chairman, shall remove suggested activities.
9. Article VI, Section G, change “Technical Committee Chairman” to “Technical Chairman,” remove TVI duties, and add interference assistance.
10. Article VI, Section H, Membership Chairman, clarify duties to include honorary members, electronic mailing addresses, password-protection of membership list, and change the newsletter mailing to the web site.
11. Article VI, Section H, Membership Chairman, add duty to prepare a list of members before the end of his term, and send it to the webmaster, club historian, and the membership chairman elected for the following term; and change from handing out extra bulletin copies to visitors, to providing one or more for attendee perusal.
12. Article VI, Section I, shall add “Directors at Large” to Duties of Officers.
13. Article VIII, Section A, Club Historian, add bylaw recording duty.
14. Article VIII, Section B, add license trustee for the W6NGO call sign.
15. Article VIII, new Section C, add “Webmaster” in Long Term Appointments.
16. Article IX Amendments, Section A, change “reading of an amendment” to “presenting of the amendment.”