

THE SAN ANTONIO RADIO CLUB, INC. CONSTITUTION and BYLAWS

Article I - Name

The name of the organization is the San Antonio Radio Club, Inc., hereafter referred to as the Club.

Article II - Purpose

San Antonio Radio Club Inc. was organized and will operate exclusively for, charitable, scientific and educational purposes as the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code described under Code Section 501 (c)(3).

The Club seeks to provide for:

1. Promoting interest in amateur radio and all of its associated activities.
2. Emergency communications in time of need for disaster relief organizations, police, fire departments, hospitals and other public safety or general welfare agencies.
3. Fostering and promoting intercommunication by electronic means for the personal benefit of the members and without pecuniary gain.
4. Fostering education in the field of electronic communication.
5. Disseminating knowledge and information by regular or special meetings or classes, the printing of books, magazines, bulletins, and pamphlets necessary or incidental to any of the above purposes.

Article III - Address

The official address of the Club shall be a Post Office Box set up and controlled by the elected treasurer.

Article IV – Governance

1. The affairs of the Club shall be governed by a Board of Directors consisting of ten Directors, five of whom are Directors at Large. Each Director at Large shall serve a term of five years, with one elected each year by the membership at the annual election. Four directors' positions shall be occupied by the President, Vice-president, Secretary and Treasurer. The tenth Director, who shall be the Chairman of the Board of Directors, shall be the immediate past president of the Club.
2. The elected officers of the Club shall consist of the President, Vice-president, Secretary, and Treasurer. The officers, will be elected by the membership at the annual election to serve for a term of one year.
3. The appointed officers of the Club shall consist of a Newsletter Editor, a Webmaster, and such other assistants as the President may deem necessary. These appointed officers are appointed by the President and serve at the pleasure of the President.
4. All elected officers and directors shall take and hold office on January 1 next following their election.
5. The Board shall meet at least once during the first quarter of the year and at least once during the third quarter, and at such other times as directed by the Chairman or as requested by two or more members of the Board.
6. When a serving president is re-elected, the immediate Past President shall continue to serve as Chairman of the Board.
7. If the Chairman is unable to serve out his term, the President shall appoint one of the Directors-at- Large to fill the position until such time as the President retires from that office at a subsequent election.
8. If the President is unable to serve out his or her term, the Vice President shall assume the office and duties of the President and the vacancy of Vice President shall be filled by appointment of a Club member by the Chairman to serve the remainder of the current year. At the next election, a Vice President shall be elected by the Club membership to a normal one-year term.
9. If the Secretary or Treasurer is unable to serve out his or her term, the vacancy shall be filled by appointment of a Club member by the Chairman to service the remainder of the current year. At the next election, a Secretary or Treasurer shall be elected by the Club membership to a normal one-year term.
10. A vacancy of any Director-at-Large position shall be filled by appointment of a Club member by the Chairman to serve the remainder of the current year. At the next election, a Director shall be elected by the Club membership to fill out the remainder of the unexpired term.
11. Five directors physically present shall constitute a quorum for Board meetings.

12. A director may be removed for misfeasance or nonfeasance by a two-thirds vote of the other directors. The director under consideration for removal shall have no vote in such proceeding, but is to be afforded an opportunity to submit an oral or written defense prior to such vote.

Article V - Committees

1. The standing committees of the Club are: Education and Training, Emergency Communications, Executive, Finance and Review, Field Day, JOTA (Jamboree On The Air), Membership, Nominating, Programs, Radio Fiesta, Silent Key, Volunteer Examiners Committee.
2. The Executive Committee consists of the President (Chair), Vice President, Secretary, and Treasurer.
3. The President shall appoint the Chair for all other Standing Committees. Except as provided elsewhere in the Constitution and By-Laws, Committee Chairs will appoint their own members.
4. The President may organize a temporary committee and appoint its Chair whenever the President sees a need for a temporary committee.

Article VI - Amendments

1. This Constitution may be amended by a three-fourths vote of all the Directors, provided that all Directors shall have been notified of the proposed amendment, in writing at least thirty days prior to the meeting at which the amendment is to be offered for vote. Directors who cannot be present may vote in writing, but a quorum as provided in 4.8 is required for a valid meeting.
2. The Board of Directors may adopt or amend bylaws, consistent with this Constitution and applicable law, by a three-fourths vote of those present at a Board meeting at which the addition or amendment is offered for vote.
3. Any amendments to this Constitution or Bylaws shall be published to the entire membership of the club within sixty days of enactment. Publication in the Club newspaper, the Bexar Wire, shall satisfy this provision.

Article VII - Membership

1. Membership in the Club may be granted to any person with an interest in amateur radio upon making application to the Treasurer and payment of the dues prescribed in accordance with the Bylaws. There shall be only one class of membership, except that only those members holding valid amateur radio operators' licenses issued by the Federal Communications Commission shall be eligible to hold elective office in the club.
2. Military membership in the Club of all current active-duty military personnel will be at no cost for membership dues. This condition only extends to only active duty personnel assigned in the Bexar County metro area and not to any other personnel not activated as active-duty, or to any retired personnel of any military service. This membership status will continue for as long as the active-duty person is assigned in the metro area. Upon reassignment away from the metro area, membership may continue if the individual maintains a record of residence in the metro area.
3. Membership status may be revoked by the Board of Directors for conduct detrimental to the Club or to the amateur radio service. Revocation is automatic for failure to make timely payment of dues as prescribed in the Bylaws.

Article VIII – Rules of Order

The Club will use Roberts Rules of Order Newly Revised, current edition, for the conduct of all meetings except where the Constitution and By-Laws provides specific guidance.

Article IX - Dissolution

1. The Club may be dissolved at any time by a two-thirds (2/3) vote of all members whose dues are current by means of a written, by mail ballot wherein at least two thirds (2/3) of all members respond in the affirmative that the Club be dissolved.
2. Upon passage of a motion to dissolve the Club, the Club officers shall publish a list of all physical property owned by the Club to the members and request written bids by a set date. Property left over will be sold at amateur radio shows, internet auction sites, or some combination thereof until gone. In the event any physical property cannot be sold with even zero dollar opening bids, it is to be trashed.
3. After the payment of final bills, remaining money in the Treasury to include proceeds from the sale of all physical property will be donated to the ARRL Foundation, an IRS 501(c)(3) recognized organization, for its use in continuing the advancement of amateur radio.

BYLAWS

A. Meetings

Regular meetings of the Club shall be monthly at a time and place selected by the Board of Directors. Under special circumstances the President may make other arrangements for a particular meeting, provided that the membership is given adequate notice of the time and place.

B. Nominations and Elections

1. No later than September 1, the President shall appoint a Nominating Committee of at least three members in good standing. They shall report back to the President by October 1 (for publication in the Bexar Wire), furnishing a list of nominees for each office and board vacancy, and they shall report the same list at the regular meeting in October.
2. The Annual Election shall be held at the regular meeting in November.
3. At the annual election, additional nominations may be made by members in good standing provided that they can demonstrate that such nominees are willing to serve if elected.
4. Contested elections shall be by secret ballot.
5. The President shall appoint two tellers to count secret ballots.

C. Duties of Officers

1. President: Shall preside at all meetings of the membership, represent the Club in dealings with other organizations, and make appointments prescribed in the Constitution and these Bylaws and such other delegations of responsibility he or she deems necessary.
2. Vice-President: Shall see that the meeting room is properly set up prior to each meeting and returned to original condition at the conclusion, shall have the responsibility for arranging programs for each regular meeting, and shall serve in place of the President when the latter is unable to serve.
3. Secretary: Shall record the minutes of Board of Director and membership meetings, shall be responsible for written communications with outside entities, and shall be the official custodian of the Club of key records of a continuing or permanent nature to include Articles of Incorporation, Constitution and By-Laws, tax exemption letters, and IRS non-profit letters.
4. Treasurer: Shall receive all membership applications, dues and other monies owed to the Club, maintain a roster of members in good standing, maintain a master email list, pay the authorized obligations of the club, and report on the status of the Club's accounts at each regular meeting and Board of Directors meeting. The Treasurer is responsible for the proper administration of the budget adopted by the Board of Directors. The Treasurer will maintain all IRS related records, especially tax returns, for the IRS mandated retention interval.
5. Newsletter Editor: Shall write and edit a monthly newsletter, Bexar Wire, that will be distributed to the membership at the beginning of each month by an electronic means.
6. Webmaster: Shall create and maintain a website, w5wc.org, on the internet to inform the general public about the Club, announce meeting times, announce events, and recruit members.

D. Standing Committee Responsibilities

1. Education and Training: Shall conduct classes for each class of amateur radio license on a yearly basis such that new people can enter into the amateur radio service and those already in the amateur radio service can increase their knowledge and skill level. Tests at the end of each class will be offered in conjunction with the Volunteer Examiners Committee.
2. Emergency Communications: Shall introduce members to emergency communication service possibilities and assist their integration into existing organizations such as Amateur Radio Emergency Service (ARES).
3. Executive: Shall meet at the call of the President to coordinate management of Club activities and as required by the By-Laws to establish a budget for the Club.
4. Finance and Review: Shall conduct an Annual Financial Review as required by the By-Laws.
5. Field Day: Shall be responsibility for planning and conducting Field Day activities by the Club as a part of ARRL's National Field Day program. Additionally, the Field Day Committee will be responsibility for accounting for the Club's physical property and its maintenance. This physical property may be issued temporarily to other committees for use in obtaining their objectives or for use in emergency communications.
6. JOTA: Shall participate in this Boy Scouts of America activity to introduce youngsters to the amateur radio service and to interest them in scientific and technical matters in general.

7. Membership: Shall work to increase membership so as to provide them a Club environment to grow their knowledge of the amateur radio service.
8. Nominating: Shall work as prescribed by these By-Laws as pertains to elections.
9. Programs: The Vice President as head of this committee shall work to have programs presented at each regular meeting that expand the knowledge of members on technical subjects relevant to the amateur radio service.
10. Radio Fiesta: Shall conduct an annual ham radio show with the objectives of increasing technical knowledge through a program of classes, the interchange of equipment between amateur radio operators and vendors, and the raising of funds for the Club.
11. Silent Key: Shall work to help amateur radio operators or their families to dispose of no longer needed amateur radio equipment, supplies, or both by advising them of ways and means to effect the disposal of the same and, when requested, accept donations for use by the Club or sale to other members of the amateur radio community with the proceeds to benefit the Club.
12. Volunteer Examiners Committee: Shall conduct licensee examinations to the general public, usually six times a year, and in support of classes conducted by the Education and Training Committee so as to increase the number of amateur radio operators overall and their knowledge levels.

E. Communications

The primary means of communications for official purposes in the Club will be by email.

F. Fiscal Affairs


1. The Treasurer shall maintain *books* in a clear and transparent manner at all times such that they can be presented for review by any member of the Club instantaneously. All bank statements should be reconciled with their registers within 10 days of receipt. All expenditures should be supported by appropriate documentation, usually a bill or receipt. Financial reports should be in terms of this month and year to date. Budget reports should be in terms of this month, year to date, and comparison to the yearly budget. Financial report data should cross walk to budget report data. Financial reports should facilitate IRS tax reporting.
2. The Executive Committee composed of the President, Vice-president, Secretary and Treasurer, shall establish an annual budget for the operation of the Club and present said budget to the Board of Directors at the first Directors meeting of the year. The Board of Directors will approve the budget and present it to the membership at the next regular meeting. The Board of Directors may amend the budget as the Board deems necessary.
3. An Annual Financial Review of the Club's accounts will be conducted in January of each year. The Financial Review Committee shall be composed of three or more members including the outgoing and incoming Treasurers and one or more additional members appointed by the President. The committee shall report to the Board of Directors at the first Directors' meeting of the year.
4. No part of the assets or income of the Club shall be the property of the members or any of them, but such assets and income shall be devoted exclusively to the purposes herein set forth.

G. Dues

1. Dues are payable as of January 1 of each year. Any member whose dues are not paid by the February General Meeting shall be dropped from the membership roll. The Board of Directors shall set the dues of the Club which will remain in effect until the Board votes to change them from the current rate. Any and all discounts will only be offered with approval of the Board of Directors.
2. A single dues payment includes any close relatives residing at the same address who are active participants in Club activities.
3. Persons joining the Club for the first time will pay prorated dues equal to 25% of the whole amount for each unexpired quarter of the year remaining at the time of applying for membership.

APPROVED AT A MEETING OF THE BOARD OF DIRECTORS ON JAN 10, 2025:


Chairman, Board of Directors


Secretary