

# **CONSTITUTION AND BY-LAWS**

## **THE SPOUT SPRINGS REPEATER ASSOCIATION, INC. 20/80**

**PREAMBLE:** We the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves The Spout Springs Repeater Association, INC. and enact this constitution as our governing law. It shall be our purpose to further the exchange of information and co-operation between members, promote radio knowledge, fraternalism and individual operation proficiency. Our desire is to conduct club programs and community activities to advance the interest and welfare of Amateur Radio in our communities.

### **MISSION STATEMENT:**

Our mission at the SSRA is to mentor new hams, enhance fellowship among radio amateurs, provide emergency communications support to our communities and further the interests of amateur radio.

This shall be accomplished by the providing of guidance, mentoring, assistance and encouragement geared toward our communities new amateur radio operators.

**NAME:** The name of our organization shall be known as **THE SPOUT SPRINGS REPEATER ASSOCIATION, INC. 20/80**

### **ARTICLE I**

#### **MEMBERSHIP:**

All persons interested in radio communications between amateur radio stations solely with a personal aim and without pecuniary interest shall be eligible for membership. Membership shall be by on-line or paper application and payment of dues. Lifetime membership status is obtained in one (1) of two (2) ways. By submission of payment at the current financial level for lifetime membership status or, by unanimous vote of the current body of Officers and Directors, for persons who have shown exemplary conduct, service to, or physical donations to the SSRA. Assigned lifetime membership status will be carried over to subsequent administrations and rosters, and will shall never be removed, unless as a result of conduct unbecoming of a responsible amateur radio operator.

### **ARTICLE II**

#### **MEETINGS:**

The By-Laws shall provide for regular and special meetings. At meetings, a MINIMUM of ten (10) members shall constitute a quorum for conducting the transactions of any association business.

### **ARTICLE III**

#### **DIRECTORS:**

The corporate affairs shall be managed by a Board of Directors. The Board of Directors shall consist of: President, Vice President, Secretary/Treasurer, Technical Director, Station Trustee, Oregon Director and Washington Director.

Positions of President, Vice President, and Secretary/Treasurer shall be elected by a quorum at an Annual Meeting. Subsequently, the positions of Director shall be appointed positions by the President with the assistance and input of the Vice President. Directors shall be chosen in a manner so that he/she may serve the interests of their respective state. A Director will be chosen each year and may be continued from a previous year.

#### **TECHNICAL DIRECTOR:**

The Technical Director shall be appointed by the President and will be responsible for the maintenance of the Spout Springs repeater system. This person shall request aid from members of all area if needed. Expenses incurred must be approved unanimously by the Board of Directors.

#### **STATION TRUSTEE:**

The station trustee of the repeater shall be a member in good standing, holding a class of license that is appropriate to the repeaters and club call sign. Currently, an EXTRA Class license is required for Station Trustee.

### **ARTICLE IV**

#### **OFFICERS:**

*Section 1* – The officers of this organization shall be President, Vice President and Secretary/Treasurer.

*Section 2* – The officers of this organization shall be elected for a term of one (1) year, by ballot of a quorum of members (not to be less than 10) present at the annual meeting. Elected persons will serve the SSRA for a term of one (1) year, until a successor has been elected.

*Section 3* – Vacancies occurring between elections must be filled by special election, at the first regular on-air Business Meeting following the withdrawal, resignation or unexpected vacancy. A quorum of ten (10) is NOT required to fill this emergency position.

*Section 4* – Officers may be removed by a three-fourths (3/4) vote of the members of the SSRA.

## **ARTICLE V**

### **DUTIES OF THE OFFICERS:**

*Section 1* – The President shall preside over all meetings of the Board and of the membership, and conduct the same according to the rules adopted. He shall enforce due observance of this Constitution and By-Laws, and decide all questions of order. Sign all official documents that are adopted by the association and none other. Perform all other duties in decision making pertaining to the office of the President.

*Section 2* – The Vice-President shall assume all the duties of the President in his/her absence. Support of the President of the Association in the handling of duties assigned.

*Section 3* – The Secretary shall keep all records of the association, including minutes of all Board and Membership meetings, and shall perform other acts and duties assigned by the President.

*Section 4* – The Treasurer shall receive and be accountable for all monies belonging to the SSRA and shall be authorized to sign checks for expenditures and bills. This person must be able to conduct on-line financial transactions and maintain a ledger/record of all financial transactions for inspection by any other Officer or Director. At each regular meeting shall submit an itemized statement of receipts, disbursements and balances on hand. Shall keep an accurate set of books, able to be audited at any time. The President shall appoint two (2) association members prior to the Annual Meeting to perform an audit of the Associations financial records for the previous twelve (12) months.

## **ARTICLE VI**

### **MEETINGS:**

The By-Laws shall provide for regular and special meetings. At meetings, a minimum of ten (10) members is required and shall constitute a quorum for the conducting of business.

## **ARTICLE VII**

### **DUES:**

The Association, by majority vote of the quorum at any regular meeting, may levy upon the general membership such dues or assessments that shall be deemed necessary for the business of the association. Membership status shall be terminated upon failure to maintain individual dues over one (1) year from the date of the member's last full submission of yearly dues. Membership dues are currently at \$20 for yearly memberships and \$250 for lifetime memberships. In lieu of a

cash donation, Lifetime membership status will be assigned to persons donating the equivalent in property, goods or services of the current lifetime membership.

#### **ARTICLE VIII**

##### **OFFICIAL COMPENSATION:**

No Officer or Director of the Association shall be compensated for any service rendered thereto; but upon approval of the Board of Directors, may be compensated/reimbursed for expenses they might incur in its' behalf.

#### **ARTICLE IX**

##### **AMMENDMENTS:**

These articles may be amended at any regular or special meeting by a two-thirds (2/3) vote of the members, provided that a copy of the proposed amendment will accompany notice of the meeting. Internet and/or email notification shall suffice in notification requirements for such amendments.

#### **ARTICLE X**

Robert's Rules of Order, revised, shall govern proceedings.

# **BY-LAWS**

## **DUTIES OF DIRECTORS:**

Each director shall keep themselves informed as to conditions and activities in their area, and to the needs and desires of the members in their respective states. This in order that they might intelligently represent the true interests of such members in their state. Directors should be in good standing in the SSRA and in their local arena of amateur radio operators. Directors shall provide information on air by way of the nightly nets and business meetings, on activities and events that might interest other operators outside their area. An earnest effort should be made to the knowledge of the health and welfare of members of the SSRA and other amateur radio operators in their state. Directors shall attend all the meetings as diligently as they are able.

## **SECRETARY:**

The Secretary shall notify members of the expiration of their membership, who are thirty (30) days overdue on their membership. Notification may be made by electronic mail and it is the responsibility of the member to inform the SSRA of any email address change. It shall be the duty of the Secretary to keep the Constitution and By-Laws of the Association, and to have the same in possession at every meeting. The Secretary shall cause all amendments, changes and additions to be noted thereon, and shall permit the same to be consulted by members upon request. The Secretary shall attend all the meetings as diligently as they are able.

## **MEETINGS:**

Annual and Semi-Annual meetings, if needed, will be held at a place designated by the President. Special meetings may be called by the decision of the Board of Directors. All board meetings will be open to the membership. Special meetings, when necessary, may be conducted over the repeater system.

## **DUES:**

The dues for membership in the SSRA shall be twenty (20) dollars, payable annually. Lifetime members are NOT subject to the payment of dues. Lifetime and yearly members will include membership status to any other amateur radio operator that resides in their same home.

## **MEMBERSHIP:**

Any person interested in amateur radio shall be eligible for membership. Full membership is defined as a member whose dues are paid, and who possess a valid amateur radio license. Only full members are eligible to vote or hold an office in the SSRA. Newly licensed amateur radio operators, are extended a complimentary one (1) year membership into the SSRA. Members with complimentary one (1) year memberships are extended voting rights, however are not able to hold an officer or director position within the SSRA.

### **VOTING:**

Voting by proxy shall not be allowed for any purpose at any membership or board meeting.

### **LINKING:**

Any addition or link-up to the SSRA repeaters shall be by vote, at a special or regular meeting of the membership.

### **AREAS OF RESIDENCE:**

The President and the Treasurer shall both reside in the same area to facilitate financial matters. Both shall have access to the association's financials, up to and including on-line banking and bill payment abilities. The Vice President may also be provided the same authorizations in banking, however this is discretionary and not mandatory or required. It is a provision of convenience for the continuity of business in the event the President or Treasurer are not able to perform their respective duties.

### **DISBANDMENT:**

In the event of disbandment, proceedings will revert to the Trustee and Board of Directors of the SSRA, and assets will be turned over to Eastern Oregon University in La Grande Oregon. (As amended May 1982)