

**LAKESIDE
AMATEUR RADIO CLUB
(LARC)
BYLAWS**

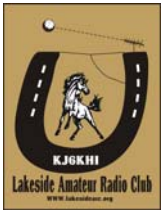


Rev. 12/7/2010

LAKESIDE AMATEUR RADIO CLUB

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LAKESIDE AMATEUR RADIO CLUB (LARC) BYLAWS



ARTICLE I: PRINCIPAL OFFICE

The principle office for the transaction of business for the LAKESIDE AMATEUR RADIO CLUB (LARC) is fixed and located in the East County of the greater San Diego County, California. The membership may at any time change the location of the principle office from one location to another in this county as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

ARTICLE II: NAME AND OBJECTIVES

This organization shall be known as LAKESIDE AMATEUR RADIO CLUB (LARC), herein after referred to as "The Club". The objectives of The Club are to:

1. Promote Amateur Radio in our local community;
2. Develop friendships and foster a peaceful and civil environment for fellowship among club members;
3. Provide communications for local events, disasters and emergencies when called upon to do so, provided that we have adequate volunteers and equipment to do so;
4. Teach Amateur Radio to individuals wishing to become Licensed Amateur Radio Operators or elevate their licensing level;
5. Provide continuing education to individuals wishing to advance in their knowledge and class of Amateur Radio;
6. Development of increased skills and knowledge of electronics and good operating practices for increased enjoyment of Amateur Radio.

ARTICLE III: MEMBERSHIP

(a) Any person who is a licensed Amateur Radio operator shall be eligible for Full Membership with all The Club privileges. If a member's license lapses, then the individual shall be reclassified as an Associate Member until such time as the license is renewed.

(b) Any person who is not a licensed Amateur Radio Operator shall be eligible for Associate Membership at the same cost as a Full Member. An Associate Member shall have all The Club privileges except the right to vote and hold office.

(c) Membership: Primary Membership in a household, either Full or Associate, pays Primary Membership Fees as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual. Each additional individual(s) that reside in the same household pay Secondary Membership Fees as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and the in LARC Policy Manual.

(d) All Applications for Membership shall be presented in writing on an approved form along with the Membership Agreement, which is considered part of the Application and is a prerequisite to club membership prior to approval of club membership. Applications must be accompanied by dues as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(e) Membership privileges begin after the individual is notified by the Membership Chair that the fully completed and signed Membership Application and Membership Agreement have been received, dues are paid, and the Membership Application is processed and approved by the Board.

(f) Club Members must be a club member in "Good Standing" for three months and have attended no less than three of the six proceeding General Membership Meetings before any club vote the member wishes to participate in. "Good Standing" means the member has paid their dues in full, has completed their Membership Application and Membership Agreement, and has been processed through the Membership Chair and approved by the Board for Membership.

(g) All members must be present for all votes. LAKESIDE AMATUER RADIO CLUB (LARC) will not allow any voting by proxy or absentee ballot for any type of vote.

(h) All members shall sign the Membership Agreement per LARC Bylaws and Article XIII of the LARC Bylaws and LARC Policy Manual, which shall include, but is not limited to, the following:

1. LARC is a private club and membership is subject to approval of the Board.
2. The membership year shall be from January 1 to December 31. Membership Renewal Dues are due on December 31st of each year.
3. For Dues purposes only, the LARC shall have two levels of membership: Primary Household Member at \$_____ per year and Secondary Household Member residing in the same residence as the Primary Household Member at \$_____ per year. Membership Badge cost is \$_____ per member. Dues shall be listed in the LARC Policy Manual and are subject to change by the LARC General Membership.
4. Dues not paid by February 15th will be delinquent. Only members with call signs in good standing may vote and hold office. Only members in good standing shall have access to the membership only part of the website, reflector, LARC Newsletter, and LARC Events. The other rights, interests and privileges of each member shall be equal.

5. Membership in the LARC shall terminate on occurrence of any of the following events:

- a. Failure to pay dues within forty-five (45) days after they become due and payable.
- b. Resignation of the member upon written notice.
- c. A membership shall be suspended or excluded based on the good faith determination by the officers of this organization and by a two-thirds vote of members present at a regularly scheduled meeting, pursuant to the procedures outlined in the LARC Bylaws and Policy Manual, that the member engaged in conduct materially and seriously prejudicial to the purposes and interest of the organization as stated in the LARC Bylaws and Policy Manual. The member shall be notified of the good faith determination by the officers prior to the regularly scheduled meeting.

6. I, _____ (print name) hereby agree to follow the LARC Bylaws, The Policy Manual, to act in good faith at all times relevant to the LARC, its Officers, its Board, its Members and in the LARC Public Perception, and that I will not do anything to harm the LARC, its Officers, its Board, or its Members' standing and reputation within the community either orally or in writing. I have read the foregoing, understand the contents of same, and hereby agree to abide by the above in all of my dealings pertaining to the Lakeside Amateur Radio Club also known as LARC. If I fail to abide by this agreement, I agree to voluntarily withdraw my membership from the LARC and to abide by any ruling of the Lakeside Amateur Radio Club also known as the LARC.

(i) The intent and purpose of Membership Agreement is to promote friendship and insure a safe, civil, kind and polite environment for fellowship of all LARC members in The Club. The intent of the Membership Agreement is not to limit LARC members' civil legal rights to pursue personal civil legal action(s) according to their civil rights under the California Constitution and the U.S. Constitution. Any personal civil legal action(s) shall be considered "Personal Business" of the parties involved and shall not be relevant to nor discussed at LARC Board of Directors Meetings and LARC General Membership Meetings and shall not be posted on any LARC Reflector(s) and shall not be posted on any LARC Website(s). Further, the LARC Reflector(s) Moderator(s) and the Chair shall have full authority to delete any such posting(s) from the Reflector(s) of The Club. The LARC Webmaster and the Chair shall have full authority to regulate any posting(s) on the LARC Website(s). However, Amateur Radio related Antenna Ordinance issues and other Amateur Radio related ARRL recognized legal issues may be relevant to the LARC and therefore may be discussed at LARC Board of Directors Meetings and at LARC General Membership Meetings at the discretion of the Chair and the Board of Directors that the topic is in fact relevant to Amateur Radio and germane to The Club. Personal civil legal action(s), although they may be related to Amateur Radio in some fashion, shall not be relevant to The Club and therefore shall not be discussed at LARC Board of Directors Meetings and at LARC General Membership Meetings as they are considered "Personal Business" not "Amateur Radio" related.

ARTICLE IV: MEETINGS

1. Meetings - Types

(a) Twelve (12) LARC General Membership meetings shall be held annually, one per month, as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual, unless directed otherwise by the Executive Committee or Board of Directors. A quorum for any regular or special meeting shall be ten percent (10%) of the total membership except for personnel related issue(s) and Bylaws Amendments which shall require a two-thirds (2/3) quorum of the General Membership and a two-thirds (2/3) vote of voting members present as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(b) The annual meeting of the members of The Club shall be held in December of each year at 7:00 p.m. at the principle meeting place of The Club as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual. No notice of any such meeting must be given if it is held in December at 7:00 p.m. at the principle meeting place of The Club as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual; otherwise notice of the time and place of the annual meeting shall be electronic notification seventy-two (72) hours prior to the date of the annual meeting.

(c) Special meeting(s) of the members of The Club may be called at any time by the Chair or by two-thirds (2/3) vote of the entire Board of Directors. Electronic notification of special meeting shall be given seventy-two (72) hours prior to any such meeting.

(d) The Board of Directors shall have at least one scheduled meeting each month. Special meeting of the Board of Directors may be called by the Chair or by two-thirds (2/3) vote of the entire Executive Committee or by two-thirds (2/3) vote of the entire Board of Directors.

(e) Prior to any voting by secret ballot, the Chair shall appoint three (3) members to act as tellers, whose duties shall be the distribution, collection and tabulation of ballots.

2. Meetings – Presiding Officer

(a) The Chair shall preside over all LARC Executive Committee Meetings, Board of Directors Meetings, Regular General Membership Meetings, Special Meetings and any other type of Meeting which may be called pursuant to the LARC Bylaws and Article XIII of the LARC Bylaws and the LARC Policy Manual. If the Chair cannot preside over any meeting, than the succession for presiding over any meeting shall be the 1st Vice Chair, 2nd Vice Chair, Secretary or Treasurer in that order. In no event shall any other officer, appointed chair, member, non member, visitor, minor or other individual preside over any meeting of the LARC. If any individual(s) listed in succession for presiding over any meeting are not available or able to preside over any meeting, than the meeting shall be adjourned until such time as the Chair, or the next individual in succession to preside over the meeting, is available to preside over the meeting.

3. Meetings – Removal of LARC Individual

(a) The only way to remove, suspend, evict, exclude, or in any way terminate any officer, Board Member, Chair, or Member of the LARC from the LARC or from any position that may be held in the LARC shall be specifically and only according to the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and the LARC Policy Manual, and the rules and procedures outlined in the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(b) The only way to initiate the removal, suspension, eviction, exclusion, or termination of any officer, Board Member, Chair, or Member of the LARC from the LARC or from any position that may be held in the LARC shall be specifically and only according to the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and the LARC Policy Manual, and the rules and procedures outlined in the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and LARC Policy Manual shall be the sole controlling authority in this regard. There shall never be a motion from any individual(s) on the floor at a meeting to initiate any such proceedings. All shall be done according to the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and LARC Policy Manual with civility and consideration and care to be taken to not commit slander and libel against any individual and proven and supported evidence shall be presented according to the procedures outlined in the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and LARC Policy Manual shall be the sole controlling authority in this regard.

(c) The Chair shall oversee all meetings, activities and events and shall make the final decision on any issues regarding costs, safety and liability of the LARC. Appointed Committee Chairs shall oversee their specific events such as Field Day, and the Chair shall be the final decision on any issues regarding costs, safety and liability of the LARC that the Appointed Chair(s) are unable to resolve or that come into question and need to be reviewed and resolved as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(d) Meetings shall be run according to the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The Chair, Officers, Board of Directors, and Appointed Committee Chairs shall perform their duties from January 1st to December 31st of each year and shall not be removed from office except as specifically outlined within the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and in the LARC Policy Manual.

(e) Incoming officers shall not remove or replace elected officers, shall not perform any duties of the office they have been nominated to, shall not take over the club, shall not direct the club nor any individual(s) in The Club in any fashion at any meeting, or at any other time and location, until the election has taken place and until after January 1st which is the date their official duties in their new position shall commence as specifically stated

within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual.

4. Meetings – Installation of Officers

(a) There shall be an official installation of officers and presentation of officers to the General Membership at the first General Membership Meeting in January of each year during which any newly elected officers shall be announced and any returning officers shall be announced. At this meeting, the Chair shall announce the Official List of all Officers and Board of Directors and Appointed Committee Chairs for the upcoming year who shall serve January 1 through December 31st. The Chair shall retain the authority to appoint any replacement or additional Committee Chairs as needed throughout the year and at the Chair's discretion after completing interviews for said committee chair(s) position(s). All Committee Chairs shall be Full Members in Good Standing as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(b) There shall be a smooth transition of Executive Committee Officers, Board of Directors, and Appointed Committee Chairs in January of each year provided that there are in fact new individuals coming in according to the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(c) The transition of officers shall occur at the first meeting in January and individual(s) shall be asked to pass on assets belonging to the LARC to their incoming replacement at that time. LARC assets shall be those assets deemed to belong to the LARC as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. An example of said assets include, but are not limited to, the LARC Minutes from all Meetings and LARC documents as kept by the Secretary; keys, the check book, bank statements, receipts, deposit slips, audits, and other financial related documents as kept by the Treasurer; and LARC documents specific to Appointed Committee Chairs. If an Appointed Committee Chair receives a notebook from the LARC when appointed, the Appointed Committee Chair shall be requested to return said notebook with all of the documentation they initially received upon leaving that position. Individual(s) work product does not belong to the LARC. It shall be up to the individual(s) discretion to include their work product additions in the notebook upon returning it to the LARC. It is suggested that Appointed Committee Chair(s) add their notes and suggestions to their Appointed Committee Chair(s) specific notebook each year so that the LARC may benefit from yearly experiences and improve performance at various events.

(d) It shall be the duty of the Chair to request outgoing officer(s) bring LARC assets to the January meeting for a smooth transition of leadership and to follow up on this process. In no event shall any other individual(s) request or demand information from outgoing LARC Executive Committee Officers, Board of Directors or Appointed Committee Chair(s). In no event shall any other individual(s) produce a list of assets to be returned to the LARC as all assets shall be as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual, and the rules and procedures outlined in

the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and in the LARC Policy Manual shall be the sole controlling authority in this regard.

5. Meetings – Length

(a) Length of LARC General Membership Meetings shall be two (2) hours subject to the time constraints of the meeting location, the speaker's presentation, and Agenda Items to be discussed. The Meeting Location may be changed by the Chair or the Executive Committee or the Board of Directors as warranted based upon the size and needs of The Club and available venue options, and any meeting changes shall be posted in The Club Newsletter, the Moon Bounce, as outlined in the LARC Bylaws and in Article XIII of the LARC Bylaws and the LARC Policy Manual.

(b) Individual meeting length of a LARC General Membership Meeting may be extended by general consent of LARC Members present or by formal motion and two-thirds (2/3) vote of the membership in attendance at a meeting subject to the time constraints of the meeting location, the speaker's presentation, and the Agenda items and business to be discussed. Otherwise, any unaddressed business on the Agenda shall be addressed at the next meeting.

(c) Individual LARC General Membership Meeting length of two (2) hours shall not be shortened by a motion. However, the LARC General Membership Meeting may be adjourned provided all items on the Chair's Agenda have been addressed and the Chair determines that there is no further business before the General Membership.

6. Meetings - Agenda

(a) Agenda(s) for all meeting(s) shall be set by the Chair and shall include, but not be limited to, the following: Chair's Announcements, Chair's Board of Director's Report; Approval of Secretary's Minutes previously published in The Club's Official Newsletter, the Moon Bounce, which shall be available on the website to all Full Members in Good Standing; Treasurer's Report; Presentation; Old Business and New Business.

(b) Agenda may be modified by the Chair according to the meeting at hand.

(c) Agenda may be posted on the LARC Website and shall be available to Full Members in Good Standing only or posted on the door at the meeting or handed out at the LARC meeting at the Chair's discretion.

(d) There shall be no motion(s) from the floor to throw out the Agenda at any meeting(s) of the LARC.

(e) There shall be no motion(s) from the floor to remove the Chair as the Presiding Officer at any meeting(s) of the LARC. If the Chair is unable to complete the Agenda and perform his/her duties as Presiding Officer at a meeting(s), the succession of Presiding Officer to Preside at a meeting(s) shall be according to the LARC Bylaws Article IV Section 2(a) under succession of Presiding Officer at a Meeting(s) wherein the succession of Presiding Officer at

a meeting(s) is specifically addressed. There shall be no motion(s) from the floor to take over any meeting(s) of the LARC and disrupt the meeting. Any such motion(s) or behavior(s) in this regard may be considered disrespectful of LARC Bylaws, Officers and LARC Members and may constitute a breach of the Membership Agreement and the individual(s)'s resignation may be requested at the discretion of the Board of Directors pursuant to the Membership Agreement, LARC Bylaws, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(f) Agenda items shall be submitted to the Chair by LARC Full Members in Good Standing via email or telephonic request no later than 72 hours prior to the meeting date.

7. Meetings - Proposals

(a) Proposal(s) to the LARC shall be made in writing directly to the Board of Directors at a regularly scheduled Board of Directors Meeting or may be submitted to the Chair at a regularly scheduled LARC General Membership Meeting under the New Business portion of the meeting for consideration by the Board of Directors.

(b) It shall be the responsibility of the author of the Proposal(s) to provide enough copies of the Proposal(s) for each and every member of the Board of Directors to have their own copy of the Proposal for review, and the Proposal(s) shall not be considered by the Board of Directors unless and until this requirement is met. The Club shall not incur any copying costs in this regard.

(c) All proposal(s) shall be presented as proposal(s) only and no vote shall be taken until the LARC Board of Directors has had the opportunity to review and consider the proposal(s) at a regularly scheduled Board of Directors Meeting, voted on the proposal, and presented their official Board of Directors report and recommendation to the General Membership.

(d) Upon receipt of written proposal(s) and at the next regularly scheduled Board of Directors meeting, the Board of Directors shall review and discuss the proposal(s) and then vote to determine if there is an interest in pursuing the proposal(s) as shown by two-thirds (2/3) quorum of the Board of Directors and a two-thirds (2/3) vote of the Board of Directors. This vote shall be recorded, and if the motion to pursue the proposal does not pass by two-thirds (2/3) vote of the Board of Directors, then the Board of Directors shall so report to the LARC General Membership at the next regularly scheduled meeting that the Board of Directors does not recommend the proposal, and the proposal shall be dropped at that time as a "non recommended" proposal.

(e) If the motion to pursue the proposal passes with two-thirds (2/3) vote of the Board of Directors, then the Board of Directors shall pursue, review and research the possibility of implementing the proposal, including the formation of a Special Committee assigned by the Chair to look into the proposal(s), if this is warranted. Upon the reporting of any Special

Committee to the Board of Directors and upon the completion of the Board of Directors review and research on the proposal, the Board of Directors shall take a vote on the proposal(s) with a two-thirds (2/3) quorum present and with a two-thirds (2/3) vote of the Board of Directors, and the Board of Directors shall then report their vote and their recommendation on the proposal(s) to the LARC General Membership with their suggestion to proceed or not to proceed on the proposal(s) and shall provide the basis for their decision.

(f) As the Board of Directors runs The Club, their decision shall be final. If the LARC General Membership wishes to pursue a Board of Directors "recommended" proposal, they may vote to do so and proceed.

(g) If the LARC General Membership by a two-thirds (2/3) quorum and with a two-thirds (2/3) vote wishes to pursue a Board of Directors "non recommended" proposal, the author of the proposal(s) shall request, in writing, the Board of Directors reconsider the proposal(s) and may provide additional information for the Board of Directors to review in this regard. The Board of Directors shall then reconsider the proposal(s) using the same procedure they originally followed and the additional information submitted for reconsideration. If upon reconsideration of the proposal, it is still the vote of the Board of Directors with a two-thirds (2/3) quorum and a two-thirds (2/3) vote to not pursue the proposal, the Board of Directors shall so advise the LARC General Membership at the next regularly scheduled LARC General Membership Meeting and the proposal shall be dropped and not pursued as a "non recommended" proposal.

(h) The Board of Directors vote and decision on Reconsideration shall be final as of the date it is reported to the LARC General Membership at a regularly scheduled meeting, and the Board of Directors shall not entertain or reconsider the same or similar proposal for a full twelve (12) months thereafter.

(i) Once the Board of Directors has heard and considered a proposal, it may not be brought to the LARC General Membership as "New Business" and any such motion(s), actions(s) or behavior(s) in this regard may be considered disrespectful of LARC Bylaws, Officers, Board of Directors and LARC Members and may constitute a breach of the Membership Agreement, and the individual(s)'s resignation may be requested at the discretion of the Board of Directors pursuant to the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, LARC Bylaws, Article VIII (a), (b), (c), (d) of the LARC Bylaws, Article XIII of the LARC Bylaws, and in the LARC Policy Manual shall be the sole controlling authority in this regard.

8. Meetings – Decisions of the Board of Directors

(a) It is the intent of The Club to respect and follow the Board of Directors leadership as they are the elected officers and Board of Directors.

(b) If any individual(s) are unhappy with the Board of Directors voting on specific issues or proposals, the elected Officers and Board of Directors may be voted out of office during the next regularly scheduled election during the regularly scheduled election process as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and the LARC Policy Manual.

(c) No officers and no one on the Board of Directors shall be harassed, chastised, belittled, threatened, or be threatened to be removed from office in any fashion, verbally or in writing, based upon the way they vote or may abstain from the vote on any issue or proposal.

(d) Votes and decisions of the Board of Directors shall be final and binding on all LARC Officers, Board of Directors, and LARC Membership. Dissatisfaction of Officers and Board of Directors shall be handled by way of voting them out of office at the next regularly scheduled election.

(e) Failure of LARC Officers, Board of Directors, and LARC Membership to accept the Board of Directors voting and decisions as final and the committing of any action(s) or behavior(s) stated in Article IV, Section 8 (c) above may constitute a breach of the Membership Agreement, and the individual(s)'s resignation may be requested at the discretion of the Board of Directors pursuant to The Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

9. Meetings - Attendance at Board of Directors Meeting

(a) LARC Full Members in Good Standing wishing to attend LARC Board of Director Meeting(s) may do so as a Visitor upon prior request to and approval of the Chair no later than 72 hours prior to the Board of Directors Meeting and subject to available seating at the location of the Board of Directors Meeting.

(b) Visitors at LARC Board of Directors Meeting shall not interfere or disrupt the Board of Directors Meeting in any fashion and shall not address the Board of Directors unless recognized by the Chair to speak.

(c) Any disrespect, rudeness or hostility by a Visitor(s) and or Board Member(s) at the Board of Directors Meeting toward the Board of Directors may constitute a breach of the Membership Agreement, and the individual(s) resignation may be requested at the discretion of the Board of Directors pursuant to Membership Agreement and Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(d) LARC Full Members in Good Standing wishing to attend LARC Board of Director Meeting(s) to address the Board of Directors on a proposal(s) shall submit their request to attend and address the Board of Directors Meeting to the Chair no later than 72 hours prior to the Board of Directors Meeting they wish to attend in order to be added to the Agenda subject to available seating at the location of the Board of Directors Meeting. An individual(s) submitting a proposal(s) in this fashion shall be considered a Visitor at the Board of Directors Meeting and shall not interfere or disrupt the Board of Directors Meeting in any fashion and shall not address the Board of Directors until recognized by the Chair to speak.

10. Meeting - Conduct

(a) While discussions of important issues are encouraged at LARC meetings, LARC meeting(s) shall be lead by the Chair in an orderly fashion and LARC Member(s) shall conduct themselves appropriately. If any individual(s) action(s) at a meeting, event, function or activity become disruptive to the meeting, event, function or activity and are rude and disrespectful to any other individual(s) at LARC Board of Directors, LARC General Membership or LARC Special Meeting(s), or at any LARC event(s), function(s) or activity(s), the Chair shall address the issue by tapping the gavel and requesting the individual(s) come to order. If the individual(s) do not respond and cease the disruptive action(s) immediately, the Chair may repeat this process a second time. If the disruption continues requiring a third intervention by the Chair, the individual(s) may be asked to leave the meeting, event, function or activity. In the event the Chair is not in attendance at a meeting, event, function or activity, this same process and procedure shall be utilized by the 1st Vice Chair, 2nd Vice Chair, Secretary, or Treasurer at meetings or by the Committee Chair at event(s), function(s) or activity(s). The individual(s) requested to leave, may return to the next meeting, event, function or activity provided they conduct themselves appropriately and are not disruptive.

(b) Individual(s) who habitually disrupt meeting(s), event(s), function(s) or activity(s) may be asked for their resignation by the Board of Directors pursuant to the Membership Agreement, LARC Bylaws, and Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(c) In the event an individual(s) refuse to leave the meeting when requested by the Chair, the appropriate authorities may be called to provide assistance, and this may result in the individual(s) resignation being requested by the Board of Directors pursuant to the Membership Agreement and Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within

the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(d) In no event shall any individual(s) bring microphones and amplifiers to meeting(s), event(s), function(s) or activity(s) with the intent and purpose of using this equipment to disrupt the meeting or take over the meeting by way of being the loudest voice in the room and using this equipment and their behavior and actions to disrupt the meeting. If this were to occur, the Chair would utilize the process outlined in Article IV, Section 10 (a), (b), (c) above. If the individual(s) did not cease, the appropriate authorities may be called to provide assistance, and this may result in the individual(s) resignation being requested by the Board of Directors pursuant to the Membership Agreement and Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the Membership Agreement, LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(e) Microphones and amplifiers may be brought to and used at meeting(s), event(s), function(s) or activity(s) only at the request of the Chair, 2nd Vice Chair, who is in charge of coordinating presentations, or at the request of the individual(s) speaking at the meeting(s), event(s), function(s) or activity(s) and shall be brought to the meeting(s) for the purpose of being used by the designated guest speaker(s) only.

11. Meetings – Motions

(a) Motion(s) shall be utilized by the LARC to approve the following:

1. Secretary's Report(s) including, but not limited to, LARC Board of Directors Meeting Minutes, LARC General Membership Meeting Minutes, LARC Special Meeting Minutes, and any other type of report(s) taken by the Secretary;
2. Treasurer's Report(s);
3. Audit Report(s);
4. Financial Reports(s);
5. Annual Budget;
6. Anticipated Expense(s) for meeting(s), event(s), function(s), activity(s);
7. Reimbursement for Expense(s) incurred for meeting(s), event(s), function(s), activity(s); Field Day, Picnic(s), Holiday Party, and related LARC issues;
8. Proposal(s) recommended to the LARC by the Board of Directors after the

Proposal(s) was first brought to, reviewed and action taken by the Board of Directors pursuant to the LARC Bylaws and Article XIII of the LARC Bylaws and the LARC Policy Manual;

9. Other motion topic(s) deemed appropriate and relevant to the LARC General Membership by the Chair and the Board of Directors;

10. Other motion topic(s) as specifically outlined in the LARC Bylaws, Article XIII of the Bylaws and in the LARC Policy Manual.

12. Motion Process

(a) Motion(s) may be made by LARC Officers, Board of Directors, and LARC Members and shall be seconded by LARC Officers, Board of Directors, and LARC Members prior to any discussion. The Chair shall not make motions, but may entertain motions to be heard.

(b) The Chair shall only vote on motion(s) in the event of a tie, except for motion(s) done by secret ballot for which the Chair is allowed to vote.

(c) The Chair reserves the right to state his/her opinion on a particular matter that is being discussed without relinquishing the gavel and the position as Chair and Presiding Officer at a meeting.

(d) The Chair may temporarily relinquish the gavel and control of the meeting as the Presiding Officer at a meeting and the Chair may temporarily leave the meeting (i.e. restroom break) after first passing the gavel to the 1st Vice Chair and announcing why the 1st Vice Chair is temporarily in charge of the meeting. Upon return to the meeting, the 1st Vice Chair shall return the gavel and control of the meeting to the Chair, who shall resume his/her duties as Presiding Officer. In no event shall the 1st Vice Chair keep the gavel and refuse to return the gavel and control of the meeting to the Chair. The 1st Vice Chair shall return the Chair to the Presiding Officer at the meeting pursuant to LARC Bylaws Article VI, Section 2 (a) Presiding Officer.

(e) Prior to or during the discussion, the Chair may take the liberty to set forth rules of engagement of the discussion to include, but not limited to, the length of time each individual may speak, how many times an individual may speak, if unused time may be used by another individual, and limiting the time of the entire debate process.

(f) A motion made by a LARC Officer, Director, or LARC Member shall be seconded by a LARC Officer, Board of Director, or LARC Member. Discussion shall be directed by the Chair and only one individual recognized to speak by the Chair shall have the floor at a time; no side discussions shall occur during the Discussion.

(g) Motion(s) may be Amended by the individual who initially made the motion and seconded by the individual who initially seconded the motion at any time during the Discussion in order to have the most complete motion as possible for discussion and a vote. While another individual may suggest the amending of the motion during the discussion, only the initial motion maker and the initial motion seconder can amend the motion; and this process shall be so noted in the Minutes, including the names of the individuals who made the motion and seconded the motion, the exact motion made, and then the same information shall be included in the Minutes for any Amendments to the motion, which shall be so noted as First Amended Motion and the new Amended Motion stated, Second Amended Motion and the new Amended Motion stated, and third Amended Motion and the new Motion stated.

(h) If, at any time during the discussion of the motion, it is determined that the motion may not be such a good idea after all, the motion and all amendments related to that motion may be withdrawn by the initial motion maker and the initial motion seconder by their making and seconding a motion to withdraw their original motion and all related amended motions on the topic. Again, the Minutes shall reflect all of the same information for the motion to withdraw a motion.

(i) In order to avoid long motion(s) and discussion(s) on topic(s) other than the usual and customary motion(s) related to meeting(s), event(s), function(s) and activity(s), it is suggested that a written Proposal(s) be made to be considered by the LARC Board of Directors first and then brought to the LARC General Membership pursuant to LARC Bylaws Article IV – Proposals Section 7 (a), (b), (c), (d), (e), (f), (g), (h), and (i) of the LARC Bylaws. If a motion(s) is made at a LARC Board of Directors Meeting or a LARC General Membership Meeting and it is determined by the Chair or one of the Directors that the motion requires a written Proposal due to the topic and complexity of the Proposal(s), the author of said motion shall be directed to bring the motion as a written Proposal under the process specifically outlined within the LARC Bylaws, Article IV – Proposals Section 7 (a), (b), (c), (d), (e), (f), (g), (h), and (i) of the LARC Bylaws, Article XIII of the LARC Bylaws, and the LARC Policy Manual.

(j) It shall be acceptable to bring Informal Proposal(s) to the LARC Board of Directors Meeting(s) and to the LARC General Membership Meeting(s) for "discussion only" to see if LARC Members have an interest in a topic or idea without having to vote on the topic or idea, and in fact this is recommended to save time. If a topic or idea seems to have merit and the interest of approximately 50% of the LARC General Membership by way of an informal vote on the topic, which would be so recorded in the Minutes as an informal vote on a proposal, than the author of the topic can further develop his/her Proposal for presentation at a later date.

(k) Upon the Chair's determination that there is no further discussion on a motion, Discussion shall be closed. The motion shall be read for clarification and a vote shall be taken on the motion. Motion(s) shall pass by a majority vote, except those pertaining to personnel issues (which require a two-thirds (2/3) quorum of the LARC General Membership, and a two-thirds (2/3) vote of the LARC Membership present and voting),

Bylaws Amendments (which require a two-thirds (2/3) quorum of the LARC General Membership, and a two-thirds (2/3) vote of the LARC Membership present and voting), and other issue(s) as specifically outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and the LARC Policy Manual which specifically require a two-thirds (2/3) vote to pass.

(l) In order to facilitate LARC Meeting time requirements, if Discussion is not productive or if additional research and investigation is needed concerning a motion, the motion may be tabled until the next meeting at which time it shall be revisited under "Old Business". If a motion(s) so tabled is not heard at the next meeting due to time requirements, it may be carried to the next and to subsequent meetings under "Old Business" until it is fully dealt with.

(m) A motion shall not be utilized to shorten any meeting length lower than the set meeting length of two hours per meeting. If Agenda items(s) are completed early and the Chair determines there are no further matters before the group, the meeting may be adjourned.

(n) Individual meeting length of a LARC General Membership Meeting may be extended by general consent of LARC Members present or by formal motion and two-thirds (2/3) vote of the membership in attendance at a meeting subject to the time constraints of the meeting location, the speaker's presentation, and the Agenda items and business to be discussed. Otherwise, any unaddressed business, including discussion on motion(s), shall be tabled and continued to the next meeting or to a specific date set by the Chair at the time the motion is tabled.

13. Meetings – Executive Session

(a) Executive Session is a "confidential" session/portion of the LARC Executive Committee Meeting or LARC Board of Directors Meeting, which may be held at a LARC Executive Committee Meeting or a LARC Board of Directors Meeting, during which the contents of the discussion are considered "confidential" and shall not be documented in the Minutes, other than to state that an Executive Session occurred, and the contents of the discussion at the Executive Session are considered "confidential" and are not to be discussed or disclosed outside of that Executive Session by anyone in attendance at that Executive Session.

(b) Should any Executive Committee Member or Board of Directors Member in attendance at an Executive Session of the LARC Executive Committee Meeting or a LARC Board of Directors Meeting discuss the "confidential" discussion content of the Executive Session with anyone outside of the Executive Session, or send email(s) regarding it, or post information on Reflector(s) regarding it, or post information on the website(s) regarding it, or in any way comment on or allude to the contents of such a "confidential" session, any such actions(s) or behavior(s) in this regard may be considered disrespectful of LARC Bylaws, Officers, Board of Directors and LARC Members and may constitute a breach of the Membership Agreement, and the individual(s)'s resignation may be requested at the discretion of the Board of Directors pursuant to the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as

outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and in the LARC Policy Manual shall be the sole controlling authority in this regard.

14. Meetings – Minutes

(a) LARC General Membership Meeting Minutes shall be published monthly in the Official LARC Newsletter, the Moon Bounce, which shall be available on the Members Only portion of the website to Members in Good Standing Only.

(b) LARC Board of Directors Meeting Minutes shall be available for review to LARC Members in Good Standing only upon request to the Chair. The LARC Board of Directors Meeting Minutes shall not be published in The Club Newsletter, the Moon Bounce, shall not be posted on the LARC Website(s), and shall not be posted on the LARC Reflector(s), and shall only be available for review to Members in Good Standing Only upon request of the Chair.

(c) LARC Special Meeting Minutes shall be available for review to LARC Members in Good Standing only upon request to the Chair. The LARC Special Meeting Minutes shall not be published in The Club Newsletter, the Moon Bounce, shall not be posted on the LARC Website(s), and shall not be posted on the LARC Reflector(s), and shall only be available for review to Members in Good Standing Only upon request of the Chair.

(d) LARC Executive Committee and LARC Board of Directors and all Visitors who attend LARC Board of Directors Meetings are reminded that their conduct and references and discussions related to LARC Executive Committee Meeting(s), Board of Directors Meeting(s), LARC Special Meeting(s), and LARC General Membership Meeting(s) shall reflect the Official Secretary Minutes of said meeting(s), shall be respectful of the decisions made at those meeting(s), and shall not be in conflict with said meeting Minutes.

(e) In no event shall LARC Officers and Directors express or post on the website(s), reflector(s) or send email(s) stating their personal opinion(s), idea(s) and suggestion(s) that conflict with the Official Secretary Minutes of LARC Meeting(s) and the decision(s) made at those meetings.

(f) LARC Officers and Directors shall recognize, understand and agree that they represent the LARC through their respective office and title and that once the Board of Directors make a decision, all of The Club Officers and Directors are bound by said decision and they must abide by the Membership Agreement in their representation of the LARC.

(g) Any Officer or Director or Member that harms The Club, any other Officer, any other Director, or any Member of The Club through their conduct and references and discussions relative to LARC Executive Committee Meeting(s) and LARC Board of Directors Meeting(s) are reminded that their conduct and references and discussions related to LARC Executive Committee Meeting(s), Board of Directors Meeting(s) or General Membership Meetings must abide by the Membership Agreement and failure to abide by the Membership Agreement may result in the Board of Directors requesting the individual(s) resignation at the discretion of the Board of Directors pursuant to the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the

LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, LARC Bylaws, Article XIII of the LARC Bylaws, and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(h) If the individual(s) does not cease their disruptive action(s), the appropriate authorities may be called to provide assistance, and this may result in the individual(s) resignation being requested by the Board of Directors pursuant to the Membership Agreement and Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the Membership Agreement, LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

15. Meetings – Passwords to Members Only Portion of the Website

(a) LARC Members passwords to the LARC Reflector(s) and Website(s) are personal and confidential to each individual and shall not be disclosed or shared among members.

(b) No unauthorized Reflector(s) and Website(s) may be set up.

(b) Conduct of LARC Members as outlined in other sections of the LARC Bylaws and Article XIII of the Bylaws and in the LARC Policy Manual shall apply to all LARC Members action(s) on the LARC Reflector(s) and LARC Website(s). Failure to abide by the LARC Bylaws and Article XIII of the LARC Bylaws and the LARC Policy Manual in all dealings with the LARC Reflector(s) and LARC Website(s) may result in the Board of Directors requesting the individual(s) resignation pursuant to the Membership Agreement and Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the Membership Agreement, LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual. The rules and procedures outlined in the Membership Agreement, Article VIII (a), (b), (c), (d) of the LARC Bylaws and as specifically stated within the LARC Bylaws and as outlined in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

ARTICLE: V FINANCING

(a) The club shall be financed principally from membership dues and donations as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(b) Paid up Full Members in Good Standing only are eligible to vote in the business of The Club.

(c) All Membership dues are due annually for January 1 to December 31st of the calendar year.

(d) All dues and renewals are due on the 31st of December for the following year. Dues will become delinquent if not paid by February 15th which is a forty-five (45) day grace period

from the date they were due on December 31st and members will be dropped from the club roster until dues are paid. Only members with call signs and paid up dues in Good Standing may vote and hold office. Only members in Good Standing shall have access to the membership only part of the website, reflector, LARC Newsletter, and LARC Events. The other rights interests and privileges of each member shall be equal.

(e) The Official Club Roster comes out in February and is distributed by the Membership Chair only and only to those members who are actually on the Roster itself. All members shall sign their permission to be published on the Roster and shall hold harmless the LAKESIDE AMATEUR RADIO CLUB (LARC) for any and all consequences of being published on the Roster.

(f) The membership shall establish the rate of annual dues for all members. Full and Associate Members shall pay the same dues. Primary Members and Secondary Members shall pay dues as outlined the LARC Bylaws and in Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(g) Badge fees will be as outlined in the LARC Bylaws and in Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(h) The Executive Committee or the Board of Directors may, from time to time, make other provisions for raising additional funds as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(i) Any expenditure by the Executive Committee or Board of Directors shall not exceed \$300 (three hundred dollars) without approval of the membership except approved budgeted expenses as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(j) Any expenditure by the Executive Committee or Board of Directors that is not budgeted and that exceeds \$300 (three hundred dollars) must be approved by the General Membership at a regular or special meeting as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(k) Members requesting reimbursement of expenditure(s) from the Treasurer shall present an itemized statement with all receipts attached before receiving payment. If a receipt is misplaced, the member's written and signed reimbursement request shall be submitted to the Executive Committee for approval of reimbursement upon two-thirds (2/3) vote as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(l) The Auditor shall audit the accounts of the Treasurer and present a written report annually to the membership and at such other times as requested by the Chair or the Executive Committee or the Board of Directors as outlined in LARC Bylaws, Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(m) The Finance Committee shall consist of the Chair and the Treasurer. The Finance Committee shall prepare the proposed budget for the year and bring it before the Board of Directors for approval. Upon Board of Directors' approval, the proposed Budget will be submitted at a regular meeting for approval by the General Membership.

ARTICLE VI: OFFICERS AND DUTIES - EXECUTIVE COMMITTEE

The **Officers**, also known as the "**Executive Committee**", of The Club shall be the Chair, 1st Vice Chair, 2nd Vice Chair, Secretary, Treasurer, and Past Chair.

(a) The **Chair** shall preside at all meetings of the Executive Committee, Board of Directors and at all regular and special meeting(s) of The Club. The Chair shall set the Agenda for Executive Committee, Board of Directors, regular and any special meeting(s). The Chair shall modify the Agenda as necessary, and the Agenda may be posted on the LARC Website available to Full Members in Good Standing only or posted on the door at the meeting or handed out at the LARC meeting at the Chair's discretion. The Chair shall appoint Board Members, when necessary, as outlined in LARC Bylaws and in Article XIII of the Bylaws and in the LARC Policy Manual. The Chair shall appoint Committee Chair(s) to serve at the direction and discretion of the Chair. The Chair is automatically a member of each Committee; is automatically a Moderator on any Club Reflector and ultimately has final say on Reflector Postings; and the Chair shall have the authority to run the day to day operations of The Club between the Board Meetings and the General Membership Meetings. The Chair's duties shall be as listed here and as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(b) The **1st Vice Chair** shall perform the duties of the Chair if the Chair is absent or unable to act. Duties shall include, but are not limited to, Field Day Chair and other duties outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(c) The **2nd Vice Chair** shall perform the duties of the Chair if the Chair and the 1st Vice Chair are absent or unable to act. Duties shall include, but are not limited to, Meeting Program Chair and other duties outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(d) The **Secretary** shall be responsible for the maintenance of all club records, other than financial records, and will keep minutes of all meetings, and upon request of the Chair, will make reports to the membership. Other duties shall include, but are not limited to, those outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(e) The **Treasurer** shall be responsible for all funds and chattels of The Club and shall disburse funds as authorized by the Chair, Board of Directors, Executive Committee or the membership. The Treasurer shall disburse funds as outlined in the yearly Budget and upon request of the Chair, Board of Directors or Executive Committee. The Treasurer shall keep copies of checks received and proper records of all money received and disbursed by The Club shall be kept. All checks must carry the signature of both the Treasurer and the Chair or such other person as may be designated by the Chair, Executive Committee, or Board of

Directors. Other duties shall include, but are not limited to, those outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(f) In the event the Treasurer resigns, the 1st Vice Chair shall assume the Treasurer's duties at the direction and discretion of the Chair until such time as interviews have been conducted and the Chair has appointed a replacement Treasurer. If this were to occur, the 1st Vice Chair shall decide if he/she wishes to keep the duties of Field Day Chair or to have another Committee Chair appointed to this task while the 1st Vice Chair is acting Treasurer. If the 1st Vice Chair so chooses, the 1st Vice Chair may opt to continue as 1st Vice Chair/Treasurer through the next regularly scheduled election and this would be subject to the approval of the Chair and the Board of Directors.

(g) The Secretary or Treasurer shall be responsible to pick up the mail at the LARC, Post Office Box 1173, Lakeside, CA 92040 and shall each have a key to the P.O. Box. In the event one of these individuals is unable to pick up the email due to physical or mental incapacity, no transportation, or other valid reason as determined by the Chair, the Chair can request the key from the individual and pick up the mail himself/herself or assign another Full Member in Good Standing to assist with this task through the end of the term of the Secretary or Treasurer who was unable to continue with this duty. Said reassignment of this duty shall not be subject to a vote, but shall be announced to the Board of Directors and membership and so stated in the Board of Directors and General Membership Minutes as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

ARTICLE VII: DIRECTORS

(a) The Directors shall number up to six (6) and all shall be Full Members. Directors shall be 18 (eighteen) years of age by October 1st. Over fifty percent (50%), fifty percent (50%) plus one (1), of the members of the Directors shall constitute a quorum for the transaction of business, except pertaining to personnel issues (which shall require a two-thirds (2/3) quorum of the Directors and a two-thirds (2/3) vote of the Directors to make a recommendation to The Club at a LARC General Membership Meeting which meeting shall require a two-thirds (2/3) quorum of the LARC General Membership, and a two-thirds (2/3) vote of the LARC Membership present and voting), Bylaws Amendments (which require a two-thirds (2/3) quorum of the LARC General Membership, and a two-thirds (2/3) vote of the LARC Membership present and voting), and other issue(s) as specifically outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and the LARC Policy Manual which specifically require a two-thirds (2/3) vote to pass.

(b) The Directors duties are outlined in LARC Bylaws, Article XIII of the LARC Bylaws and in the LARC Policy Manual, and as outlined in other sections of LARC Bylaws. The business and affairs of The Club shall be controlled by the Board of Directors. Without limiting the general powers, the Board of Directors shall conduct, manage, and control the affairs and business of The Club, and make rules and regulations not inconsistent with LARC Bylaws and the LARC Policy Manual as outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(c) The Directors duties shall include the closed meeting investigation of facts and termination of club officers and members as outlined in LARC Bylaws and in Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(d) In the event all six (6) Directors resign from the Board of Directors at the same time, the Executive Committee Chair, 1st Vice Chair, 2nd Vice Chair, Secretary, Treasurer, and Past Chair shall run The Club through the next regularly scheduled election at which time six (6) new Directors shall be elected according to the procedures outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(e) In the event all Directors resign from the Board of Directors at the same time, the Executive Committee shall run The Club and shall require a minimum of four (4) Executive Committee Members present in order to transact the business of The Club and motion(s) shall require a minimum vote of three (3) in favor to pass. Otherwise, if all six (6) Executive Committee Members are present at an Executive Committee Meeting, a minimum vote of four (4) in favor shall be required to pass motion(s). This Article of the LARC Bylaws shall only be effective if all six (6) Directors resign at the same time; otherwise Vacancies Article XI shall be followed to replace Board Member(s) who resign. Further, this Article/Section of the LARC Bylaws shall not affect any other Article/Section of the LARC Bylaws regarding the percentage of votes needed to pass any other motion(s).

(f) In the event all Directors resign from the Board of Directors at the same time, the duties of the Directors shall automatically become the duties of the Executive Committee until the next regularly scheduled LARC general election at which time up to six (6) new Directors shall be elected and the new Officers and Directors, collectively the new "Board of Directors", is announced at the January installation of officers meeting by the Chair per the Chair's duties under Article VI of the LARC Bylaws. In no event shall The Club take over the Executive Committee's duties in this regard as the Executive Committee shall continue to run The Club until the next regularly scheduled election.

(g) In the event all Directors resign from the Board of Directors at the same time, The Club shall continue to run and shall run with a bare minimum Executive Committee of three (3) consisting of the Chair, Secretary and Treasurer and the required vote to pass motion(s) in this instance shall be two (2) to pass. In the event the Treasurer or Secretary resign, the 1st Vice Chair and 2nd Vice Chair shall assume these duties at the direction and discretion of the Chair in order to keep The Club running until the next regularly scheduled general election.

(h) In the event all Directors resign from the Board of Directors at the same time, Disbandment of The Club shall occur if the Executive Committee falls below three (3), The Chair, Secretary and Treasurer, due to the resignation of other officers. The Club assets shall be sold and the proceeds shall be donated to a non-profit Amateur Radio Organization.

ARTICLES VIII: THE BOARD OF DIRECTORS

(a) The **Board of Directors** shall consist of the **Executive Committee** (which consists of the Chair, 1st Vice Chair, 2nd Vice Chair, Secretary, Treasurer, and Past Chair) **and up to Six Directors**. The Board of Directors shall govern the business affairs of The Club. A majority of the Board of Directors, fifty percent (50%) plus one (1), shall constitute a quorum for the conduct of business except for personnel related matters which shall require a two-thirds (2/3) quorum and a two-thirds (2/3) vote as outlined in the LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual. All responsibilities not delegated herein shall come under the jurisdiction of the Board of Directors until such time as said responsibilities are specifically provided for by amendment to this, the Bylaws of The Club. The Board of Directors duties shall include, but are not limited to, those outlined in LARC Bylaws and in Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(b) Officers and the Directors shall serve without recompense.

(c) Any member of the Board of Directors who fails to satisfactorily perform the duties of their office is subject to suspension (also referred to as removal) from the position according to the procedures outlined in LARC Bylaws and in Article XIII of the LARC Bylaws and in the LARC Policy Manual only. Replacement shall be described under Article XI of the LARC Bylaws. An officer or sitting board member may be suspended (also referred to as removed) from The Club, and this shall require a two-thirds (2/3) quorum of the General Membership at a regularly scheduled meeting, a two-thirds vote of the General Membership at said meeting, and shall be based upon a two-thirds (2/3) quorum meeting of the Board of Directors and a two-thirds (2/3) vote of the Directors and their recommendation to the General Membership to suspend (also referred to as remove) said individual. Said suspension (removal) shall be only for **proven** gross malfeasance; **proven** dishonesty in office; **proven** refusal to do the job description of their position as outlined in the LARC Bylaws and in Article XIII of the LARC Bylaws and in the LARC Policy Manual; for **proven** blatant disrespect, disregard, and non compliance with the job description and requests of the Chair, Executive Committee or Board of Directors; and for breach of contract of the Membership Agreement as found by the Directors upon their closed door meeting investigation and based upon clear **proven** facts and evidence such as emails, letters, reflector postings, tweets, personal first hand testimony (not hearsay), etc. The Directors shall have an option to first give up to three written warnings to any offender; and if the issue is not resolved, shall have the right to exercise their option by a two-thirds (2/3) quorum and a two-thirds (2/3) vote to make the recommendation to the General Membership to suspend (remove) the individual. The officer or sitting board member may then be suspended (removed) from The Club, and this shall require a two-thirds (2/3) quorum of the General Membership and a two-thirds (2/3) vote of the General Membership. An officer or board member so suspended (removed) shall not exercise their right of franchise or assume the duties until the suspension (removal) is lifted. Any vote for suspension (removal) shall be by secret ballot. Any regular member of The Club may also be suspended (removed) from The Club by this same process or by the Board of Directors requesting the member's resignation for breach of contract pursuant to the Membership

Agreement. This process outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

In summary, an individual can only be suspended (removed) by this process. The Directors must investigate in a closed meeting session; gather clear proven facts and evidence; has an option to give up to three written warnings to the individual to correct the issues; if the issues are not resolved, the Directors shall recommend to the club by a two-thirds (2/3) quorum at a meeting and a two-thirds (2/3) vote to suspend (remove) the individual; and at a regularly scheduled meeting the General Membership has to have a two-thirds (2/3) quorum and a two-thirds (2/3) vote to remove the individual. This process outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

(d) Any suspension (removal) of an officer or board member shall be lifted no later than their dues anniversary date which is December 31st. It shall be left to the discretion of the Board of Directors by a two-thirds (2/3) quorum and a two-thirds (2/3) vote to accept a renewal of club dues by the suspended (removed) party. This determination shall be based upon the severity of the issues that resulted in suspension (removal). This process outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard.

ARTICLE IX: COMMITTEES

(a) The following standing committees are hereby established with the Chairperson of each to be appointed by the Chair and shall serve at the Chair's direction and discretion, and the rules and procedures outlined in the LARC Bylaws and in Article XIII of the LARC Bylaws and in the LARC Policy Manual shall be the sole controlling authority in this regard:

- (1) Affiliated Clubs - SANDARC 2 Representatives and 2 Alternates
- (2) Awards - Ham of the Year
- (3) Audit
- (4) Bylaws
- (5) Education
- (6) Elmer
- (7) Elmer (HF)
- (8) Estate Sales
- (9) Field Day
- (10) Finance - Budget
- (11) Health & Welfare
- (12) Historian
- (13) LARC Chair
- (14) Membership Chair
- (15) Net Manager
- (16) Newsletter Editor
- (17) Photographer

- (18) Prizes
- (19) Public Relations - Publicity
- (20) Public Service
- (21) Reflector Chair
- (22) Social Chair – Picnic, Field Day and Refreshments
- (23) Technical/Repeater - Club Engineer
- (24) Trustee KJ6KHI
- (25) Vendors Chair
- (26) Webmaster
- (27) Welcoming – Sign In and Tickets

(b) The Awards Committee shall consist of one member of the Board of Directors and two (2) full members appointed by the Chair and approved by the Board of Directors.

(1) It shall be the duty of the Awards Committee to nominate candidates for Ham of the Year.

(2) The Awards Committee will announce the name of the candidates for Ham of the Year at the November membership meeting.

(3) Balloting for Ham of the Year shall be by written secret ballot at the December meeting. The Awards Committee will count the ballots and a proper Award shall be presented to the Ham of the Year.

(4) A proper Award shall be presented to the out-going Chair.

(c) Club Newsletter: The official name of the club newsletter shall be "The Moon Bounce". The Chair shall appoint the editor.

(d) Special Committees: The Chair may appoint Special Committees as necessary. Such committees shall report to the Chair and the Board of Directors at the conclusion of their deliberations, after which they shall be discharged.

(e) Special Assignments: The Past Chair shall be the chairperson of special assignments as determined by the Board of Directors.

ARTICLE X: NOMINATIONS AND ELECTIONS

(a) The Nomination Committee shall consist of the chairperson of the Nomination Committee of the previous year and four (4) Full Members in Good Standing, who must be eighteen (18) years of age or older by October 1st, to be elected from The Club membership. No Nominations Committee Member, other than the past chairperson as defined, shall serve two (2) years in succession on the Nominations Committee.

(b) The Membership Chair shall automatically be an ad hoc Member of the Nominations Committee each year due to he/she must verify that the individuals nominated for LARC Office are Full Members in Good Standing.

(c) Selection of candidates for the nomination committee: Prior to the October meeting, the Board of Directors shall select from the membership of the club a list of a minimum of four (4) and a maximum of eight (8) names of full members in Good Standing, who must be eighteen (18) years of age or older by October 1st, who are qualified for election to the Nomination Committee.

(d) The ballots for the election of the Nominating Committee shall contain the eight (8) names. Each full member in Good Standing present may vote for a maximum of four (4) candidates, at the October regular meeting. The four (4) candidates with the highest number of votes shall be declared elected and the one with the greatest number of votes shall be the chairperson.

(e) Duties of the Nomination Committee: It shall be the duty of the Nomination Committee to select at least one (1) candidate for each office. In selecting the candidates, the nomination committee shall give consideration to recommendations of the Board of Directors.

(f) Any full member in Good Standing shall be eligible for election providing that Candidates for the office of Chair, 1st Vice Chair, 2nd Vice Chair, Secretary, Treasurer and all candidates for the Board of Directors shall hold a valid amateur radio license, must be full members in Good Standing, and must be eighteen (18) years of age or older by October 1st.

(g) Nominations for the election of the Board of Directors shall be prepared by the Nomination Committee and presented to the membership at the November regular meeting. Nominations shall be called for from the floor and nominations will be closed at the November regular meeting.

(h) The Chair, 1st Vice Chair, 2nd Vice Chair, Secretary, Treasurer, and up to six (6) Board of Directors shall be elected by, Full Members in Good Standing only, for a two (2) year term by a majority vote of the Full membership at the December Annual Meeting. The term of office shall extend from January 1 to December 31st for two (2) consecutive years. However, initially Chairs #1, #3 and #5 shall be appointed for one year terms. Odd numbered Directors Seats will be elected in the odd numbered election years. The even numbered Directors Seats will be elected in the even years.

(i) Prior to any voting by secret ballot, the Chair shall appoint three (3) members to act as tellers, whose duties shall be the distribution, collection and tabulation of ballots.

(j) All members must be present for all votes. LAKESIDE AMATUER RADIO CLUB (LARC) will not allow any voting by proxy or absentee ballot.

(k) The Membership Chair shall certify from the LARC Roster that each individual voting during the election is a Full Member in Good Standing; shall verify the distribution of a ballot to each individual after verifying the member is in Good Standing; shall have a ballot box and verify collection of each completed ballot in the ballot box; and shall check off on the LARC Roster that each individual voting only returns one ballot. The Membership Chair shall count the number of ballots in the box with the Tally Committee before they begin to count the votes to verify that the number of ballots handed out matches the number of ballots received in the ballot box in an effort to avoid voter fraud.

(l) This Nominations and Elections process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual and shall be the only process used by the LARC for Nominations and Elections.

ARTICLE XI: VACANCIES

(a) In the event a vacancy occurs in the office of Chair, the 1st Vice Chair shall be appointed to fill out the unexpired term. This process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(b) In the event a vacancy occurs in the office of Secretary, the Chair shall appoint a Secretary from within the existing Board of Directors to complete the unexpired term. This process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(c) In the event a vacancy occurs in the office of Treasurer, the 1st Vice Chair shall assume the Treasurer's duties at the direction and discretion of the Chair until such time as interviews have been conducted and the Chair has appointed a replacement Treasurer. If this were to occur, the 1st Vice Chair shall decide if he/she wishes to keep the duties of Field Day Chair or to have another Committee Chair appointed to this task while the 1st Vice Chair is acting Treasurer. If the 1st Vice Chair so chooses, the 1st Vice Chair may opt to continue as 1st Vice Chair/Treasurer through the next regularly scheduled election and this would be subject to the approval of the Chair and the Board of Directors. This process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(d) Vacancies in the remainder of the Board shall be filled by appointment by the Chair to fill out the unexpired term. This process is outlined in LARC Bylaws and Article XIII of the Bylaws and in the LARC Policy Manual.

(e) Should an elected person find, between election and installation that they are unable to serve: the vacancy shall be filled as described in Article XI (a), (b), (c) and (d) above. This process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

ARTICLE XII: AMENDMENTS

(a) Amendments to the Bylaws may be made by a two-thirds (2/3) quorum at a Board of Directors Meeting and with a two-thirds (2/3) vote of the Board of Directors, subject to approval of the General Membership by a two-thirds (2/3) quorum of the General Membership at a regular meeting and a two-thirds (2/3) vote of the General Membership. This process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(b) Amendments to the Bylaws may be made by a written proposal signed by two-thirds (2/3) of the General Membership submitted to a two-thirds (2/3) quorum at a Board of Directors Meeting and with a two-thirds (2/3) vote of the Board of Directors, subject to approval of the General Membership by a two-thirds (2/3) quorum of the General Membership at a regular meeting and a two-thirds (2/3) vote of the General Membership. This process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(c) Amendment(s) proposed must be communicated to the membership in writing at the regular meeting prior to the regular meeting at which the Amendment(s) will be voted upon. If there are any changes to the Amendment(s), the corrected proposed Amendment(s) must be communicated to the membership in writing at the next regular meeting prior to the regular meeting at which the Amendment(s) will be voted upon. In addition, the proposed Amendment(s) must be posted in the official club newsletter, the Moon Bounce, in the newsletter edition immediately preceding the regular meeting at which the Amendment(s) will be voted upon. Notice of the intent to vote on the Amendment(s) and the date of the vote shall be included in the newsletter with the original language and the proposed Amendment(s) language clearly stated in the newsletter. This process is outlined in LARC Bylaws and Article XIII of the LARC Bylaws and in the LARC Policy Manual.

(d) Amendment(s) to the LARC Bylaws shall be so noted as follows "The LARC Bylaws are current, as last amended, as of the General Membership Meeting of the LAKESIDE AMATEUR RADIO CLUB (LARC) on _____, dated _____, and signed by the Chair _____".

ARTICLE XIII: LARC POLICY MANUAL

(a) The Policy Manual for the LAKESIDE AMATEUR RADIO CLUB (LARC) shall be referred to as the "LARC Policy Manual" and it is incorporated herein by reference and shall be a separate Policy Manual working in conjunction with LARC Bylaws and containing the Policies and Procedures of The Club.

(b) The LARC Policy Manual shall be modified only by the Board of Directors with a two-thirds (2/3) quorum present at a Board of Directors Meeting and with a two-thirds (2/3) vote of the Board of Directors.

(c)The process to modify the LARC Policy Manual shall be to insert the corrected page with the current date on top of the original page in the actual Policy Manual. On the website, the modified pages will be so noted in the lower right hand corner. The contents of the LARC Policy Manual shall include, but not be limited to, the following:

- I. Article I: Principal Office
- II. Article II: Name and Objectives
- III. Article III: Membership
- IV. Article IV: Meetings
- V. Article V: Finances
- VI. Article VI: Officers and Duties – Executive Committee
- VII. Article VII: Directors
- VIII. Article VIII: Board of Directors
- IX. Article IX: Committees
 - (1) Affiliated Clubs - SANDARC 2 Representatives and 2 Alternates
 - (2) Awards - Ham of the Year
 - (3) Audit
 - (4) Bylaws
 - (5) Education
 - (6) Elmer
 - (7) Elmer (HF)
 - (8) Estate Sales
 - (9) Field Day
 - (10) Finance - Budget
 - (11) Health & Welfare
 - (12) Historian
 - (13) LARC Chair
 - (14) Membership Chair
 - (15) Net Manager
 - (16) Newsletter Editor
 - (17) Photographer
 - (18) Prizes
 - (19) Public Relations - Publicity
 - (20) Public Service
 - (21) Reflector Chair
 - (22) Social Chair – Picnic, Field Day and Refreshments
 - (23) Technical/Repeater - Club Engineer
 - (24) Trustee KJ6KHI
 - (25) Vendors Chair
 - (26) Webmaster
 - (27) Welcoming – Sign In and Tickets
- X. Article X: Nominations and Elections
- XI. Article XI: Vacancies
- XII. Article XII: Amendments
- XIV. Article XIII: LARC Policy Manual

The Lakeside Amateur Radio Club (LARC) Bylaws are adopted by the LARC Board of Directors on December 7, 2010.

Dated: 12/7/ 2010

LARC Chair: *Paul Rogers*

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