

Black River Amateur Radio Club

Bylaws

ARTICLE I – NAME

The name of the corporation shall be “Black River Amateur Radio Club”. (Hereinafter, as “BRARC” or “Club”.)

ARTICLE II – PURPOSE

The powers and purpose shall be as specified in the Club’s Articles of Incorporation. These purposes include, but are not limited to:

- A. To operate in the furtherance of the mission and scope of the Amateur Radio Service as defined by the Federal Communications Commission.
- B. To encourage self-improvement and experimentation by duly licensed amateur radio operators.
- C. To educate and increase the proficiency in the science of radio communications.
- D. To provide for dissemination of information concerning scientific advancement and progress of radio communications.
- E. To organize and train units of licensed radio amateurs capable of maintaining radio communications as a public service during periods of emergency.
- F. To encourage experimental radio communications and electronics skills to benefit the public at large.
- G. To promote the elevated standards and ethics in the conduct of amateur radio communications.

The Club shall not discriminate on the basis of race, sex, creed, color, age, gender identity, or religion in the administration of its policies, programs, or in any of its activities.

The Club is organized and operated exclusively for the purposes described in Sections 501(c)(3) of the Internal Revenue Code.

ARTICLE III – MEMBERSHIP

Section 1 – Full Membership

Only persons holding a valid Federal Communications Commission amateur radio license may be eligible for Full Membership in the Club. Full voting rights and right to hold office will be granted to new Full Members at the next regular Club meeting following completed application and payment of appropriate dues.

Section 2 – Associate Membership

All persons interested in amateur radio, but not holding a valid amateur radio license, may be eligible for Associate Membership following completed application and payment of appropriate dues. Associate Members shall not be eligible to vote nor to hold office in the Club.

Section 3 – Honorary Life Membership

- A. Honorary Life Membership may be granted to persons performing outstanding service to amateur radio as determined by the Club membership. Honorary Life Members holding a valid Federal Communications Commission Amateur Radio License shall be extended all rights of Full Membership in the Club and/or any honors the Club membership may choose to bestow.
- B. Honorary Life Membership is approved by a two-thirds majority vote by the members with voting rights present at any regular or special meeting. The vote is conducted at the next regular meeting following the meeting in which the written petition by a Full Member is received and read into the minutes by the Secretary.

Section 4 – Membership Pledge

All members shall agree to and honor the following pledge:

“As a condition of membership in the Black River Amateur Radio Club, I pledge the following:

I will cooperate with fellow members in furthering the interests of amateur radio.

I will adhere to the bylaws of the Black River Amateur Radio Club and the rules and regulations governing the Amateur Radio Service and my amateur radio license grant.

I understand that intentional violation of this pledge may result in forfeiture of my membership and all dues and donations paid.”

Section 5 – Meetings

- A. Annual Meeting
The Annual Meeting of the Black River Amateur Radio Club shall be held in January of each year at such a time and place as the President shall designate. Notice of the Annual Meeting shall be provided to the membership at least ten days and no more than ninety days in advance of the meeting date.
- B. Regular Meetings
The Regular Meetings of the Club shall be held monthly at such time and place as shall be designated by the President.
- C. Special Meetings
Special Meetings may be called at the request of the membership for emergent or special circumstances. A request for a Special Meeting must be submitted in writing. The Board of Directors shall determine if a Special Meeting is warranted, and if so, the President shall give notice to the membership at least twenty-four hours in advance of the meeting date.

Section 6 – Quorum

At any Regular or Special Meeting of the Club membership, a quorum shall consist of twenty-five percent of the membership with voting rights to include three Officers present.

Section 7 - Dues

A. Establishment of Dues

The Club, by a simple majority vote of Full and Honorary Life Members present at any Regular Meeting may establish and change such membership dues and/or assessments as shall be deemed necessary for the business of the Club.

B. Regular Dues

Membership dues shall cover the membership period of January 1 through December 31 of the current calendar year. Any member whose dues are unpaid after the end of the month following the first Regular Meeting of the current calendar year shall be automatically suspended from all rights and privileges of Club membership.

Reinstatement shall be automatically restored upon full payment of dues. Honorary Life Members shall be exempt from all membership dues.

C. New Members

Amateur radio operators joining the Club between January 1 and June 30 shall have their dues waived for the remainder of the current calendar year. Regular dues shall be assessed thereafter. Amateur radio operators joining the Club between July 1 and December 31 shall have their dues waived for the remainder of the current calendar year, and renewable at a fifty-percent discount for the following calendar year. Regular dues shall be assessed thereafter.

D. Membership dues shall be divided into two categories of Single Membership and Household Membership. Single Membership Dues is defined as households that have one person with a valid amateur radio license. Household Membership Dues is defined as households that have more than one person with a valid amateur radio license and more than one radio amateur living at the same address are joining the Club in the same calendar year.

ARTICLE IV – CODE OF CONDUCT

Section 1 – Purpose

Every member shall conduct his or her behavior in a manner consistent with the Radio Amateur's Code and with all bylaws of this Club. As a member of the Club, he or she is a representative of the Club during meetings and events, and while communicating on radio or otherwise. To the public eye, our dealings and behavior reflect upon the Club's reputation. Therefore, it has become necessary to establish a Club Code of Conduct.

Section 2 – Violations

A. Definitions

1. Violence

Any verbal threat of violence, physical assault and/or battery, or any intentional action to cause bodily harm to another person shall constitute an act of violence.

2. Behavior Unbecoming of a Member

Use of profanity, indecent behavior, disruptive behavior, or behavior with intent to cause harm to another person during any Club-sponsored meetings or activities, or any such behavior while operating or otherwise interacting with Club radio, Club repeaters, and/or Club communication systems shall constitute behavior unbecoming of a member. A member who violates or otherwise does not honor their Membership Pledge as outlined in Article II, Section 4 of these Club bylaws may constitute behavior unbecoming of a member. Violations of Federal Communications Commission regulations regarding the Amateur Radio Service shall constitute behavior unbecoming of a member.

3. Sabotage or Misuse of Equipment

Using equipment or property of the Club in a manner inconsistent with the intended purposes may constitute misuse. Deliberate actions resulting in damage or destruction of property of the Club shall constitute sabotage.

B. Process

1. Alleged violations must be documented by witnesses and submitted in writing as soon as possible to any or all of the Club Officers. It is the responsibility of the Secretary to accept into the Club record and maintain a file regarding alleged violations.
2. In all cases of alleged violence, all members involved in alleged acts of violence shall be immediately suspended from all Club meetings and Club-sponsored activities until a determination of status can be made in accordance with Article IV, Section 2.B.3 through Section 2.B.5.
3. At the next Regular or Special Meeting, it shall be the duty of the President to present a motion to remove from membership or otherwise suspend from membership the accused member(s) and read the specifications of the alleged violation(s). The motion, upon being seconded, shall automatically be postponed until the next Regular Meeting.
4. The Secretary shall publish and notify by mail and/or email to all current members a copy of the motion and specifications of alleged violation(s) at least ten days prior to the next Regular Meeting.
5. At the next Regular Meeting, the President will proceed with the postponed motion, and the membership present will vote by ballot to proceed with the motion or not and to either suspend or remove each member allegedly involved from membership. A two-thirds majority shall be required to proceed with the motion and to determine penalty on the same ballot. If the vote results in suspension, it shall be the duty of the Officers present to determine the length of any suspensions by a simple majority ballot vote.
6. If sufficient vote to remove or suspend the accused member(s) is not achieved, all accusations of violations will be dropped and the member(s) shall be returned to their regular membership status and all membership rights restored.

C. Penalties

1. Violence and Sabotage or Misuse of Equipment

The minimum penalty shall be suspension from membership for ninety days. The maximum penalty shall be removal from membership with forfeiture of all dues and donations.

2. Behavior Unbecoming of a Member

First offense: The minimum penalty shall be a formal, written warning from the Board of Directors. The maximum penalty shall be suspension from membership for ninety days.

Second and subsequent offenses: The minimum penalty shall be suspension from membership for ninety days. The maximum penalty shall be removal from membership with forfeiture of all dues and donations.

3. Officers shall be removed from office whether suspended or removed from membership for any violation.

Section 3 – Return To Membership

A. A member removed from Club membership shall be ineligible to return to membership for a period of three hundred, sixty-five days. The former member must submit a written letter of apology to the BRARC via U.S. Mail to be considered for Club membership.

B. At the next Regular Meeting, it shall be the duty of the President to present a motion to consider the application for membership of the previously removed member. Upon the motion being seconded, there will be a two-thirds majority vote of the members present to determine if the former member's new application will be accepted. Failure to achieve a two-thirds vote to accept the application, shall result in denial of the application for an additional one hundred eighty days.

C. Following the additional one hundred eighty days, the former member may again request, in writing, to become eligible to apply for Club membership.

D. At the next Regular Meeting, it shall be the duty of the President to present a motion to consider the application for membership of the previously removed member. Upon the motion being seconded, there will be a two-thirds majority vote of the members present to determine if the former member's new application will be accepted. Failure to achieve a two-thirds vote to accept the application, shall result in denial of the application for an additional one hundred eighty days.

ARTICLE V – BOARD OF DIRECTORS

Section 1 – Composition and General Duties and Powers

A. The property and other assets, business, and other managerial affairs of The Black River Amateur Radio Club shall be managed by its Board of Directors consisting of Officers as outlined in Article VI of the Club bylaws. The Board of Directors shall exercise any and all powers as defined within these bylaws, under its Articles of Incorporation, and under the laws and regulations of the State of Michigan and the laws and regulations of the

United States of America. The Board of Directors may appoint individuals and committees as necessary to effectively manage the business and affairs of the Club. The Board of Directors shall have the power to accept or refuse any donations, gifts, devices, and bequests made to the Club, agree upon and limitations or conditions and provide receipts.

B. Emergency Coordinator Role

The ARRL-appointed local Emergency Coordinator (EC) may serve on the Board of Directors as an ex-officio, non-voting member. Club membership shall be made available as appropriate if he or she is not already a Club member.

Section 2 – Meetings

Regular meetings of the Board of Directors shall be held at least four times per calendar year at such time and place as designated by the President. The first Board Meeting of the calendar year shall be the Annual Meeting of the Board of Directors.

Special meetings of the Board of Directors may be called as necessary for emergent or other matters at such time and place as designated by the President. Notice of Special Meetings will be communicated to each Director at least twenty-four hours in advance of such meeting.

Section 3 – Quorum

At any meeting of the Board of Directors, the presence of three voting Board Members shall constitute a quorum. When it is necessary and approved by the President, Board members may be considered present for the meeting via video conferencing.

Section 4 – Resignations

Any Director may resign his or her elected Office at any time by submitting a written notice to the President or Secretary, effective at the time specified in the written notice.

ARTICLE VI – OFFICERS

Section 1 – Number and Titles

The number of Officers shall be a total of five, and the titles shall be: President, Vice-President, Secretary, Treasurer, and Trustee.

Section 2 – Elections

The Officers of the Club shall be elected for a term of two calendar years. Nominations and a vote by secret ballot of a quorum of voting members present at the Elections Meeting held in September of the final calendar year of the term of office. A simple majority shall be sufficient to elect Officers for the next term. The newly elected Officers will assume office on January 1 of the following calendar year. A member of the Club may only hold one Office at any given time.

Section 3 – Vacancies

Vacancies of Office occurring between elections must be filled by special elections at the first Regular Meeting following withdrawal or resignation.

Section 4 - Duties

A. President

The President shall preside at all Club meetings and conduct the same according to rules and bylaws adopted. The President shall enforce due observance of these bylaws, decide all questions of order, and perform any other necessary and customary duties pertaining to the Office of the President. By the expiration of the President's term, all Club property in his or her possession shall be turned over to the newly elected President.

B. Vice-President

The Vice-President shall assume the duties of the President in the absence of the latter. The Vice-President shall act as Chair of the permanent Technical Committee, which shall be responsible for inventory, management, and maintenance of all Club radio equipment, vehicles, and other equipment owned by the Club. The Technical Committee shall consist of as many members as needed and appointed by the BRARC Board of Directors. The Vice-President shall submit an inventory of all Club property to the Board of Directors at the Annual Meeting of the Board of Directors. By the expiration of the Vice-President's term, all Club property in his or her possession shall be turned over to the newly elected Vice-President.

C. Secretary

The Secretary shall keep a record of the proceedings of all meetings, maintain an accurate roster of membership, and read communications and submit applications for membership at each meeting. By the expiration of the Secretary's term, all Club property in his or her possession shall be turned over to the newly elected Secretary.

D. Treasurer

The Treasurer shall receive and give receipts for all monies paid to the Club. The Treasurer shall keep an accurate account of all monies received and expended and a record of value of all Club assets. The Treasurer shall pay no bills nor make reimbursements without proper approval of the membership, except for routine bills paid on previously and properly approved purchases and accounts. The Treasurer shall submit all appropriate local, state and federal tax filings in accordance with applicable laws and regulations. The Treasurer shall report all receipts, expenditures, and balances of accounts and assets at each Regular Meeting. Once per year in December, the Treasurer shall make an Annual Report of the financial condition of the Club and submit this report for audit to the Trustee and Board of Directors. All records of the Treasurer shall remain open for inspection by the Club membership. Upon receipt of membership dues, the Treasurer shall notify the Secretary for purposes of maintaining an accurate membership roster. The Treasurer shall act as primary signature card holder for all Club banking accounts. By the expiration of the Treasurer's term, all Club property in his or her possession shall be turned over to the newly elected Treasurer.

E. Trustee

The Trustee shall audit the Treasurer's records at least once per calendar year and sign off on the annual audit documents if approved. The Trustee shall act as License Trustee for the Club call-sign, K8BRC and perform any maintenance necessary for the upkeep of the license to include frequency coordination activities of Club repeaters. The Trustee shall act as alternate signature card holder for all Club banking accounts. By the expiration of the Trustee's term, all Club property in his or her possession shall be turned over to the newly elected Trustee.

Section 5 – Removal of Officers (Other Than Code of Conduct Violations)

The procedure for removal of any Officer and from the Board of Directors for reasons other than Code of Conduct violations, shall be as follows:

- A. A written motion for removal must be presented at any regular meeting, and the motion must include the reason(s) for removal. The written motion, upon being seconded, will automatically be postponed to the next regular meeting.
- B. The Secretary shall publish and mail and/or email to all current members a copy of the motion at least ten days prior to the next regular meeting.
- C. At the next regular meeting, a two-thirds majority ballot vote of the voting members present shall put the motion into effect. Following the motion, the Officer shall be removed by a three-fourths ballot vote of the voting members present. Upon successful removal of the Officer, nominations and election of a replacement Officer shall follow as the next order of business. A simple majority vote by ballot of a quorum of voting members present shall be sufficient to elect a replacement Officer.
- D. A Vice-President shall not fill the vacancy caused by a removal of a President unless duly elected as outlined in this section.

ARTICLE VII – BORROWING POWER

The Black River Amateur Radio Club shall not borrow money, issue notes or bonds, assume mortgages, or otherwise assume indebtedness.

ARTICLE VIII – ASSETS DEDICATION AND AUTHORITY

Section 1 – Assets and Funds

The assets and funds of the Club are irrevocable and dedicated to educational, scientific, and public service purposes. No part of these funds, income, expenditures, nor assets shall inure to the personal financial benefit of any member or to the personal financial benefit of any private individual.

Section 2 – Delegated Spending Authority and Reimbursement Policy

Club expenditures in excess of \$75.00 shall be approved by simple majority vote of the membership present at any Regular or Special Meeting. The Board of Directors and its Officers have authority to spend up to \$75.00 for the purposes of the business of the Club. The Treasurer has the authority to make regular payments on previously membership-approved expenses where

necessary. Reimbursement for expenses must be approved in advance and all receipts must be submitted to the Treasurer in a timely manner before reimbursement is made.

ARTICLE IX – AMENDMENTS TO CLUB BYLAWS

Section 1 – Proposals for Amendments

Proposals for amendments to these Club bylaws shall be submitted in writing to the Secretary at any Regular or Special Meeting. The Secretary shall make notice to all voting membership, including the details of the proposed amendments no later than 10 days prior to the next Regular or Special Meeting.

Section 2 – Adoption of Amendments

A motion to approve the proposed amendments shall be made at the next Regular or Special Meeting provided there is a quorum. Upon seconding of the motion, a reading and discussion of the proposed amendments will take place, then a vote will be held to either adopt or reject the amendments. A simple majority vote of voting members shall be sufficient to adopt the new Club bylaws. If the proposed amendments are adopted, the newly amended Club bylaws shall take effect immediately unless otherwise specified in the proposed amendments.

ARTICLE X – DISSOLUTION OF THE BRARC

The Black River Amateur Radio Club may be dissolved only after recommendation of the Board of Directors. Notice of such recommendation must be made to the voting membership within ten days of the decision to recommend dissolution. At the next Regular or Special Meeting, provided there is a quorum, a motion shall be made to dissolve the Club. Upon seconding, the proposal for dissolution will be discussed and then voted upon by all voting members present. A two-thirds majority vote in favor of dissolution must be achieved in order to proceed with dissolution.

Upon dissolution of the Black River Amateur Radio Club, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Club, dispose of all assets of the Club exclusively for the purpose of the Club and then to such charitable purposes at the time qualify as organizations under Internal Revenue Code Section 501(c)(3), as the Board of Directors may determine.

ARTICLE XI – REVISION HISTORY

11/11/1981

02/10/1997 – Amended

04/??/1999 – Amended

??/??/20?? – Amended

01/10/2015 – Amended

06/11/2022 – Amended

xx/xx/2025 – Amended

