

LARA Membership Meeting Minutes: October 18, 2022

Meeting called to order at 1835 CDT

Quorum was established

Pledge to the flag

Officers present:

President Frank James KG5ZNJ
Secretary Clark Highsmith K5LGX
Operations Director Jim Lavin K5VZ

Appointees present:

VE Coordinator Steve Kline W5JK

Guests

None

Members present:

Gerald Marchant WB5NZV
Gregg Veazey KG5VZ
Gregory Taylor KI5PDC
John Courtney Jr. KI5BBE
Logan McWaters KI5NON
Marcus Gist N5TTK
Michael Porter KF5LDJ
Michael Calverley KI5VRJ
Ron Ford KF5OMH
Steve Wheeler KI5QAD
Travis McWaters KI5PGM

Previous Meeting Minutes: Clark Highsmith K5LGX

Minutes of the September meeting were emailed to the membership. No corrections, additions or deletions. There was no October officer's meeting.

Treasurer's Report: Johnathon Allread NE5J

Jonathon was not present. Frank said Johnathon is currently working to update the club's figures.

Operations Director Report: Jim Lavin, K5VZ

There were three scouts who participated in JOTA. A scoutmaster has requested assistance for scouts seeking to earn the radio merit badge. Jim also mentioned that Girl Scouts have recently collaborated with ARRL to create a radio and wireless technology patch.

Technical Director Report: Roger Carver, AE5EZ

Roger was not present. Jim Lavin reported that Roger continues to work on the proposal for the radio room in the yet-to-be-built Lewisville EOC and the low-power emergency traffic system radio system.

Volunteer Examiners Coordinator Report: Steve Kline, W5JK

Steve is in the process of setting up test accounts and learning about the new W5YI tools program. The program allows for printing tests, answer keys, electronic grading, and even testing on electronic devices such as tablets.

Old Business:

- The question about changing bylaws to reduce the number of club officers (directors) was revisited. Currently our Non-Profit is administered through 6 elected Directors . It has proven very difficult to recruit club members to fill these positions. Failing to staff these positions is grounds for losing the club's non-profit status and being forced to donate club assets.

A proposal to amend our Non-Profit Bylaws has been made and has entered the proposal period during which it is open to comments by club members. The proposal will be voted on at the November meeting and requires a two-thirds vote to pass. The proposal is to drop the Vice President and Operations Director positions. The VP position to be dropped altogether, and the function of Operations will move to a Standing Committee. The proposed changes also include several minor clerical changes to clean up the bylaws. Full details may be viewed on the proposed changes to the bylaws attached to this report.

- The Christmas party has been confirmed for December 17th at Spring Creek Barbeque in Lewisville. There will be a white elephant gift exchange. The club welcomes donations to give out as door prizes.

New Business:

- The Technician class is tentatively scheduled to begin the second week of January. The class will be held at Thrive on a weeknight yet to be determined.
- Discussion about the next Day in the Park was held but no decisions reached.

Adjournment: Adjourned 1925 CDT

Minutes submitted: Clark Highsmith K5LGX

Secretary

Attachment: Proposed Bylaw Changes

BYLAWS OF
Lewisville Amateur Radio Association, Inc.

ARTICLE I. Name and Address

A) The name of this corporation shall be Lewisville Amateur Radio Association, LARA referred to hereafter as “the Association”. The principal office shall be located at the residence of the registered agent.

ARTICLE II. Objectives

A) The corporation's purpose shall be to further the exchange of information and cooperation between members, promote the radio "art", help spread the amateur radio hobby to others, and conduct club programs and activities as to advance the general interest and welfare of amateur radio in the community and the Association.

ARTICLE III. Membership

A) All persons interested in communications by amateur radio shall be eligible for membership.

B) Application for membership shall be submitted as prescribed in the Standard Operating Procedures.

C) Each applicant must express a willingness to abide by the rules of this Association and the rules and regulations of the Federal Communications Commission.

D) Full Membership is open to any applicant who holds a current amateur radio license.

E) Life Membership is available on a limited basis as allowed for in the Standard Operating Procedures.

F) Only Full Members, including Life Members, have voting privileges on club matters.

G) Associate Membership is open to any applicant not holding a current amateur radio license.

H) A member in good standing is defined as a Full Member who is current in their dues payment or a Life Member.

ARTICLE IV. Member Management

A) The corporation shall be managed by its members.

ARTICLE V. Executive Committee / Officers

A) The affairs of the Association will be governed by an Executive Committee.

- B) The Executive Committee shall be comprised of the officers of the Association.
- C) The officers of the Association shall consist of: President, ~~Vice-President~~, Secretary, Treasurer, ~~Operations Director~~, and Technical Director.
- D) Officers or nominees for officer positions of the Association must be members in good standing as defined in Article III.
- E) The officers of the Association shall be elected for a term of one (1) year by ballot in accordance with the approved voting procedure as set forth in Article XV and detailed in the Standard Operating Procedures.
- F) The President ~~and Vice-President~~ will serve no more than two (2) consecutive years in the same office.
- G) One individual member may hold no more than two (2) elected offices concurrently. If one individual does hold two offices, they will have only one vote when voting on matters at question. ~~The offices of President and Secretary cannot be held by the same member. The offices of President and Vice President cannot be held by the same member.~~
- H) If the President resigns or is removed from office prior to the expiration of the elected term, ~~the Vice President will assume the office of President and a new Vice-~~ a new President will be elected using the voting procedure set forth in Article XV and the Standard Operating Procedures. If there are two months or less remaining in the term the procedure in paragraph I will be followed.
- I) Any ~~other~~ vacancies that occur with two months or less remaining in the term will be filled by appointment of the Executive Committee.
- J) Other vacancies occurring between elections must be filled by special ballot, using the voting procedure set forth in Article XV and the Standard Operating Procedures.
- K) Officers may be removed from office by a vote of two-thirds (2/3) of the members in good standing at a meeting where a quorum is present.

ARTICLE VI. Officers

A) President:

I. The President shall preside at all meetings of the Association and shall conduct the same according to the rules adopted by the Association.

II. The President shall enforce due observance of these bylaws, decide all questions of order, sign all official documents that are adopted by the Association and none other, and perform all other customary duties pertaining to the office of President.

III. The President shall be responsible for all Association operations and programs.

B) Vice President:

~~I. The Vice President shall assume all the duties of the President in the absence of the latter.~~

~~II. The Vice President shall coordinate various Association operations and programs.~~

B) C) Treasurer:

I. The Treasurer shall keep a roll of members, submit applications of membership, and mail written notices to members as necessary.

II. The Treasurer shall also receive and make receipts for all moneys paid to the Association.

III. The Treasurer shall keep an accurate account of all moneys received and expended.

IV. The Treasurer shall pay no bills without proper authorization.

V. The Treasurer will submit an itemized statement of disbursements and receipts each month.

VI ~~IV~~. The Treasurer shall turn over all possessions belonging to the Association to the incoming Treasurer at the end of a term.

C) D) Secretary:

I. The Secretary shall keep a record of the proceedings of all meetings.

II. The Secretary shall carry out all correspondence for the Association.

III. The Secretary shall read any communications received at each meeting.

IV. The Secretary shall mail written notices to members as necessary.

V. The Secretary will maintain all records, other than financial records, of the Association.

VI. The Secretary will maintain these Bylaws and the Standard Operating Procedures in a current form. A current copy of both documents will be provided to the member maintaining the Association's web site for posting thereto.

D) ~~E~~ Technical Director:

- I. The Technical Director shall supervise the installation and maintenance of all equipment owned by the Association and shall coordinate the various technical endeavors of the Association.
- II. The Technical Director shall appoint assistants as necessary to aid in fulfillment of these duties.
- III. The Technical Director shall be responsible for fulfilling any legal requirements of these activities.
- IV. The Technical Director shall be responsible to maintain an inventory of all property belonging to the Association.

~~F) Operations Director:~~

- ~~I. The Operations Director shall coordinate all events for the Association.~~
- ~~II. The Operations Director shall be an ex-officio member of all committees pertaining to events of the Association.~~

ARTICLE VII. Committees

- A) The President shall appoint staff and committees from the membership from time to time to carry out Association projects, functions, or events. These appointments will be temporary in nature and will terminate when the specific function for which they are appointed is complete.
- B) The President shall form a yearly standing committee for Operations and appoint an Operations Coordinator.
- C) The Operations Coordinator shall plan and direct all events for the Association.
- D) The Operations Coordinator shall be an ex officio member of all committees pertaining to events of the Association.

ARTICLE VIII. Meetings

- A) Regular meetings shall be held at such times and places as defined in the Standard Operating Procedures.
- B) Meetings may be held in person, via telephone conference, videoconference, e-mail or other means as directed by the Executive Committee.
- C) Presence of 10% of members in good standing shall constitute a quorum for the transaction of Association business.

D) Special meetings may be called by the President upon written request of any five (5) members.

E) Notices shall be sent to members concerning special meetings and the business to be transacted. Such notices shall be sent as set forth in the Standard Operating Procedures.

F) Minutes of the meetings shall be posted in the Association's newsletter and on the Association's web site.

ARTICLE IX. Standard Operating Procedures

A) Overall day-to-day operations of the Association shall be governed by the Standard Operating Procedures (SOP).

ARTICLE X. Finances

A) The Association, by majority vote of those present at any regular meeting of which there is a quorum, may levy upon the general membership such dues or assessments necessary of the organization in pursuit of its objectives as set forth in Article II.

B) A regular yearly assessment of \$25.00 for single membership or \$30.00 for a family membership shall be made of each full or associate member for membership.

C) Dues are for one year and shall be up for renewal on the first day of each calendar year. New members joining the Association January through June will be levied the full year membership fee. Those joining between July and December will be levied 50% of the full membership fee.

D) Non-payment of dues or assessments shall be cause for cancellation of membership. Invoices will be mailed to all members within the first five days of the calendar year. Members not paying the dues within 30 days from invoice mailing will be removed from the membership roster.

E) The Treasurer and President have authority to access Association funds and accounts and to sign checks for the purposes of expending funds.

F) All expenditures of over five hundred (\$500.00) dollars must meet the approval of two-thirds (2/3) of the members in good standing present at any meeting provided there be a quorum. Expenditures of \$200 to \$500 shall require the approval of a quorum of sitting officers. Expenditures of less than \$200 shall require the approval of the President and Treasurer.

G) The corporation will not use a common seal. The signature of the name of the corporation by an authorized person shall be legal and binding.

ARTICLE XI. Club Property

A) All equipment acquired for Association use shall become Association property by either donation or purchase except that equipment which is specifically loaned to the Association for temporary use or provided under government grant.

B) Surplus equipment belonging to the Association may be disposed of as prescribed in the Standard Operating Procedures

C) In the event this Association is dissolved or otherwise discontinues operations, all properties of the Association shall be disposed of to another non-profit organization with essentially the same statement of purpose as this Association, or to an unincorporated amateur radio club, or to a charity.

D) An inventory of club property shall be maintained with the Technical Director and Treasurer.

E) The club may make a loan of equipment to Denton County ARES (Amateur Radio Emergency Services) or Association members. Such equipment will remain the property of the Lewisville Amateur Radio Association.

ARTICLE XII. Parliamentary Procedures

A) Robert's Rules of Order shall be the basis for all matters of procedure not specifically covered by these bylaws.

ARTICLE XIII. Amendments of the Bylaws

A) These bylaws may be amended, supplemented, or repealed by a two-thirds vote of the members in good standing present at any meeting at which a quorum is present. Before members may vote on an amendment to the bylaws, notice must be given to members of the proposed amendment at a prior meeting of the membership, and in no case less than 30 days before the amendment is to be considered. Comments from the membership must be received no later than the Officer's Meeting held prior to the vote. These bylaws shall become effective upon approval by the members.

B) The current version of these bylaws and Standard Operating Procedures will be posted on the Association's web site and accessible to all members for reference.

ARTICLE XIV. Statement of Nondiscrimination

A) The corporation shall not discriminate against any person in election of officers, provision of service to the public, the contracting for or purchasing of services or in any other way, on the basis of race, color, sex, national origin, disabling condition, age, or any other basis prohibited by law. This policy against discrimination includes, but is not limited to, a commitment to full compliance with Title VI of the Civil Rights Act of 1964; Section 504 of

the Rehabilitation Act of 1973, and the Age Discrimination Act of 1975, and any subsequent amendments to these statutes.

ARTICLE XV. Election Procedures

A) Elections for officers shall be held annually; a majority of the votes cast will elect. In elections where there are more than two (2) candidates and no candidate receives a majority of the vote, a run-off election will be held between the two (2) candidates with the highest number of votes.

B) A nominating committee shall be formed at the regular monthly meeting a minimum of two months prior to the election. No sitting officer or candidate for office may serve on the committee.

C) Details of the election process shall be maintained in the Standard Operating Procedures.