

CONSTITUTION

PREAMBLE

The name of the organization shall be known as **Copperas Cove Repeater Association**, herein after referred to as "**Association**". We, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves the Cove Repeater Association of Copperas Cove, Texas, and enact this constitution as our governing law. It shall be our purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and to so conduct The **Association** programs and activities so as to advance the general interest and welfare of Amateur Radio in the community. The **Association** shall be operated in a not-for-profit manner, as prescribed by the State of Texas and in accordance with Internal Revenue Codes and Regulations.

ARTICLE I - Purpose

The **Association** shall:

- Provide Emergency Communications in the event of a natural or man-made disaster.
- Establish, maintain and support the operations of receiver-transmitter facilities (commonly known as "repeaters") utilized for the re-transmission of any legally licensed Amateur Radio Communications.
- Provide public service communications in accordance with Federal Communications Commission Rules and Regulations.
- Promote Amateur Radio in accordance with Federal Communications Commission Rules and Regulations.
- Promote and encourage communications and favorable relations between Amateur Radio Operators, emergency and public service organizations and the general public.
- Promote the technical advancement of Amateur Radio to further civic causes.
- Establish, maintain and support the operation of remotely controlled connections between the radio receiver-transmitter facilities and other communications systems for the purpose of providing public-service and emergency communications.
- Promote and encourage education activities and youth development, and amateur radio license testing.

ARTICLE II – Membership

All persons interested in Amateur Radio communications shall be eligible for membership. Membership shall be by application and approval upon such terms as the **Association** shall provide in its By-Laws.

Membership shall not be denied because of race, creed, color, religion, gender, sexual orientation, political affiliation, marital status or any other reason that would be biased or prejudicial.

ARTICLE III – Officers

Section 1 – Offices

The officers of the **Association** shall be President, Vice-President, Secretary and Treasurer

Section 2 – Election

The officers of the **Association** shall be elected for a term of 2 years by a majority vote of the members present at a regular monthly meeting or a special called meeting. Members in good standing may cast one vote for each office.

The office of President and Secretary will be elected to serve beginning in an even numbered year and Vice-President and Treasurer will be elected to serve beginning in an odd numbered year.

Section 3 – Officer limits

An individual may not hold more than one office during the same term.

Section 4 – Vacancies

Vacancies occurring between elections must be filled by special elections at the first regular meeting following the withdrawal or resignation. A person elected to fill the unexpired term of an office will serve only for the remainder of the term then will be subject to Article III and its sections.

Section 5 – Eligibility

In order to hold an office an individual must be a member in good standing for at least one year and hold a valid FCC Amateur Radio license.

Section 6 - Resignation

Any officer may resign his/her position in writing at which time all records and assets of the **Association** will be turned over to the President or Vice President.

Section 7 – Removal of Officers

Officers may be removed from office for cause, upon written petition of six (6) or more members presented to the Board of Trustees.

An officer who has been proposed for removal shall abstain from participating in any investigation pertaining to their office. The Trustees will investigate the allegations and will present written findings to the membership at the next regular meeting of the **Association** and the disposition of the allegation(s) will be voted on by the membership.

Removal of an officer requires a two-thirds vote of the full membership.

Section 8 – Line of Succession

The line of succession when another office is vacant is as follows:

1. President
2. Vice-president
3. Secretary
4. Treasurer

In the event that all persons elected to serve are no longer able to serve due to resignation, death, or removal, the **Association** will be led by the member who has the longest tenure in the **Association** as determined by the date of affiliation with the **Association** beginning upon or after the execution of this Constitution.

Article IV - Duties of Officers

Section. 1. President

The President shall preside at all meetings, and conduct them according to the rules adopted. The President shall enforce due observance of this Constitution and By-Laws; decide all questions of

order; sign all official documents adopted by the **Association**, and perform all other duties pertaining to the office of President.

Section. 2. Vice President

The Vice-President shall coordinate club activities, plan and recommend contests for operating benefits, advance club interest and prepare and maintain the club calendar. The Vice-President shall maintain close liaison with the local Emergency Coordinators to further club participation in the Amateur Radio Emergency Services. The Vice-President shall assume all the duties of the President in the President's absence.

Section. 3. Secretary

The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, maintain membership applications, carry on all correspondence, read communications at each meeting, and send written notices to each member by the most expedient means necessary. At the expiration of the Secretary's term the outgoing Secretary shall turn over all items belonging to the **Association** to the succeeding Secretary.

Section. 4. Treasurer

The Treasurer shall receive and receipt for all monies paid to the **Association**; keep an accurate account of all monies received and expended; pay bills with proper authorization by the President. At the end of each quarter the Treasurer shall submit an itemized statement of disbursements and receipts. At the Treasurer's term, and after a review of the records, the outgoing Treasurer shall turn over everything belonging to the **Association** to the succeeding Treasurer no later than December 31 of the year in which the term of office ends, or within 14 calendar days in the event of resignation or removal from office.

Article V – Board of Trustees

The Board of Trustees is the oversight body of the **Association**. Board members meet periodically to discuss affairs of the **Association**, and make recommendations to the membership for their consideration.

At a minimum, an annual meeting must occur with all board members present. Additional meetings may take place throughout the year so board members can discuss business related to the **Association** and to prepare proposals for consideration by the membership of the **Association**.

The Board shall consist of at least 3 members and shall be elected for a term of 4 years. Any member elected to fill the vacancy of another Board member who resigns their position, will serve for the remaining unexpired term of the outgoing Board member.

Trustees are elected from the membership by the membership, and who are not officers. Board Members shall be elected by majority vote of the members present at a regular meeting of the **Association**.

Article VI – Meetings

The By-Laws shall provide for regular and special meetings. At meetings, a minimum of one-third of the membership shall constitute a quorum for the conduct of business.

Article VII – Dues

The **Association**, by majority vote of those present at any regular meeting, may levy upon the general membership such dues or assessments as shall be deemed necessary for the business of the organization. Non-payment of such dues or assessments shall be cause for removal from the roll of the **Association** within the discretion of the membership.

Article VIII - Club Call sign

The **Association** may elect to apply for a club call sign as provided by FCC rules Part 97. The President shall assign custodianship of the **Association's** call sign. The custodian will serve as the Repeater Trustee as defined by the Federal Communications Commission (FCC)..

This Custodian shall:

- Be a member of the **Association** in good standing
- Shall hold an Extra class license.
- Not have had his/her Radio Amateur license revoked or sanctioned at any time.
- Ensure that the repeater(s) is(are) operated within the applicable rules of FCC Part 97 and is solely responsible to ensure that appropriate measure are taken to discontinue any operation of the repeater or use of the club call sign that are in violation of FCC Part 97 as soon as possible without delay.

Article IX - Dissolution of The Association

Section 1. Termination of Operations

In the event the **Association** should vote to dissolve the **Association**, that vote must be:

- a recorded vote.,
- be conducted during a regular or special called meeting and
- requires a three-quarters (75%) of the current membership vote in favor of the dissolution

Section 2. Disposition of Assets

At the same meeting that a vote of dissolution is passed, a simple vote of majority by the members present at the meeting will select a non-profit organization to donate all cash assets to.

No member or group of members shall receive benefit from the assets.

All equipment will be sold and net proceeds (cash) donated to the identified non-profit organization.

All remaining cash will be donated to the identified non-profit organization.

Article X – Amendments

This Constitution or By-Laws may be amended by a majority vote by those present at any regular scheduled meeting by a record vote. **Amendments may not be considered during special call meetings, unless two-thirds of the total membership is present. . Proposals for amendments shall be submitted to the Trustees in writing at a regular meeting. The Trustees will review the proposal(s) and deliver their recommendation(s) and the proposed wording of the amendment(s) to the membership for discussion and vote at the next regularly scheduled meeting or special called meeting**. The Secretary must notify the membership no later than ten (10) calendar days before the next regular or special called meeting, provided all members have been notified of the intent to amend the Constitution and/or By-Laws at said meeting.

ARTICLE XI - By-Laws

The By-Laws shall not be inconsistent with the provisions of this Constitution, Part 97 of the Federal Communications Commission Rules and Regulations, or any Federal or State laws that may be germane to the **Association**.**ARTICLE XII – Committees**

Committees shall be appointed as needed by the President in accordance with the provisions of the By-Laws.

Members of the **Association** may serve on any Committee in a voting capacity in accordance with the By-Laws.

ARTICLE XIII – Assets

All assets, funds, and equipment belonging to the **Association** shall be held in common by all **Association** members equally as specified in this Constitution.

No part of **Association** assets shall inure to the benefit of any private individual, Trustee, Member, or other organization.

Upon dissolution, all assets of the **Association** shall be liquidated in accordance with **Article IX** of this Constitution.

Procedures for the accountability of all **Association** funds, assets, and equipment shall be specified in the By-Laws.

ARTICLE XIV – Dues

Dues shall be assessed in accordance with the provisions of the By-Laws.

ARTICLE XV – Affiliations

The **Association's** affiliations with other organizations may be consummated upon an affirmative vote by a simple majority of the membership of the **Association** at a regular or special called meeting.

Affiliation shall be limited to those organizations that are charitable, non-profit or not-for-profit in nature.

Affiliation with any organization may be terminated by a simple majority vote of the membership of the **Association** at a regular or special called meeting.

The right of any Member of the **Association** to individually participate or not participate in activities of any organization with which the **Association** may or may not have affiliation will not be violated in any way.

ARTICLE XVI – Voting

Voting by proxy or absentee ballot or any method of voting in absentia is prohibited.

Each member is authorized only one vote on any business of the **Association**,

ARTICLE XVII - Insurance/Liability

Appropriate property and equipment insurance shall be maintained at all times by the **Association**. Appropriate provisions to protect the Trustees and Members of the **Association** from personal liability in connection with any civil, governmental, or legal action taken against the **Association** will be specified in the By-Laws and instituted. No Trustee, Officer, Member or agent of the **Association** shall ever be personally liable for any debt, or other obligation, of the **Association** or for any action or inaction of the **Association** on any matter.

ARTICLE XVIII – Signatures

In Witness whereof, we set our hands on this _____ day of _____, in this year, _____.

The updates to the Constitution were reviewed, discussed and approved by the members below.

President

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Secretary

Signature: _____

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Trustee 1

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Trustee 2

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