

# **CROSS ROADS HAM RADIO CLUB BY-LAWS**

## **ARTICLE I - NAME, PURPOSE, AND AFFILIATION**

**SECTION 1:** This organization shall be known as the **Cross Roads Ham Radio Club hereinafter also referred to as "CRHRC"**.

**SECTION 2:** The CRHRC has been created exclusively for charitable, educational and scientific purposes under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code. Our primary purpose is to promote interest and education of Amateur Radio and to encourage proper operation in accordance with the regulations of the Federal Communications Commission. The CRHRC and its members shall voluntarily furnish, when possible, skill and equipment to enable its networks to be ready and available to provide emergency and disaster communications as a public service benefitting the public welfare of our communities.

**SECTION 3:** The CRHRC will support and cooperate with local, county and State Emergency Management Departments, local, county and State Governments and other welfare or charitable organizations recognized and approved by the Board of Directors.

**SECTION 4:** No part of the net earnings of the CRHRC shall inure to the benefit of, or the distribution to its members, trustees, officers, or any other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in SECTION 2 hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these by-laws, the corporation shall not carry on any other activities not permitted to be carried on by (a) by a corporation exempt from the federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## **ARTICLE II - MEMBERSHIP**

**SECTION 1:** Membership shall be extended to any person interested in Amateur Radio upon an expression of willingness to abide by the Bylaws of the CRHRC.

**SECTION 2:** Membership shall be composed of THREE categories: FULL, ASSOCIATE and SILENT KEY.

- a. FULL members must hold a valid Amateur Radio License. They shall have all rights and privileges in the CRHRC.
- b. ASSOCIATE members are required to have an interest in Amateur Radio. Associate Members may not vote or hold office.
- c. SILENT KEY membership status is intended to perpetually honor CRHRC members that have passed on. Members may be moved to this honorary status by the Board of Directors.

**SECTION 3:** Termination of membership shall be by a majority vote of the Board of Directors. Consideration for termination shall be for any of the following:

- a. Obligating the CRHRC or any member in any fashion without prior approval of the CRHRC or the member.
- b. Demonstrating conduct detrimental to the CRHRC or Amateur Radio in general.
- c. Demonstrating conduct materially and seriously prejudicial to CRHRC's purpose and interests.
- d. Being inactive, as defined by the Board of Directors, or expressing a desire to be removed from the membership.

## **ARTICLE III - OFFICERS**

**SECTION 1:** The officers of CRHRC shall be: PRESIDENT, 1<sup>st</sup> VICE-PRESIDENT, 2<sup>nd</sup> VICE-PRESIDENT, 3<sup>RD</sup> VICE-PRESIDENT, ELMER,

SECRETARY/TREASURER and TECHNICAL COORDINATOR/TRUSTEE.

**SECTION 2:** The officers of the CRHRC shall be appointed by the Board of Directors and shall hold office until such time as written resignation is submitted to the Board of Directors.

**SECTION 3:** Upon vacancy of the office of President, the 1<sup>st</sup> Vice-President shall assume the office of President. Other vacancies occurring shall be filled by appointment of the Board of Directors.

**SECTION 4:** Officers may be removed from office for cause, upon written petition of six or more Full Members presented to the President or 1<sup>st</sup> Vice-President. The petition shall then be distributed to Full Members and a meeting called within sixty days of distribution. Removal requires a majority vote of the total membership.

#### **ARTICLE IV - DUTIES OF OFFICERS**

**SECTION 1:** The President shall preside at all meetings of CRHRC and conduct the same according to the rules adopted. The President shall enforce due observance of the Bylaws, decide all questions of order, sign all official documents that are adopted by the CRHRC and none other, and perform all customary duties pertaining to the office of President. The President shall have the power to appoint and dismiss special, permanent, or ad hoc committees.

**SECTION 2:** The 1<sup>st</sup> Vice-President shall assume the duties of the President in the absence of the latter. All Vice-Presidents will share in being program and activities chairpersons. Additional responsibilities of Vice-Presidents will be assigned by the Board of Directors as needed.

**SECTION 3:** The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, read appropriate communications at each meeting, notify members in advance of each meeting to include the agenda for meetings and maintain a copy of the current CRHRC bylaws. All CRHRC records shall be turned over to the Secretary's successor.

**SECTION 4:** The Treasurer shall receive and receipt for all monies paid to the CRHRC, keep an accurate account of all monies received

and disbursed and pay no bills without proper authorization by the CRHRC or its officers. At the end of each fiscal year, or at the request of the Board of Directors, an itemized statement of disbursements and receipts shall be submitted to the CRHRC's officers and Board of Directors. Such statements shall be made available for inspection by members. All CRHRC records shall be turned over to the Treasurer's successor.

**SECTION 5:** The Trustee shall be at least 21 years of age and a holder of an Amateur Radio operator's license of General, or above. The Trustee shall be the trustee of the CRHRC call sign.

**SECTION 6:** The Elmer will be responsible for providing guidance and advice to help steer CRHRC on a path to achieve organizational goals. The Elmer should bring a wealth of experience and expertise to CRHRC and have a deep understanding of the challenges and opportunities the organization may face. In the event of dissolution of CRHRC, the Elmer shall audit the books of CRHRC and work with the Board of Directors to settle all financial obligations of CRHRC (from CRHRC assets).

**SECTION 7:** The Technical Coordinator will be responsible for maintaining operational equipment for CRHRC. This includes but is not limited to repeaters, antennas, controllers, linking controls and connecting apparatus. The technical coordinator will be the liaison between CRHRC, frequency coordination agencies and the FCC.

**SECTION 8:** A single officer may hold multiple offices. No more than 2 (TWO) offices can be held by a single officer. Any person holding multiple offices is only able to cast one vote.

**SECTION 9:** The Treasurer shall be insured by an adequate surety bond at the CRHRC's expense when required by the Board of Directors.

## **ARTICLE V - BOARD OF DIRECTORS**

**SECTION 1:** The Board of Directors shall consist of 11 (ELEVEN) persons. Director positions shall include all 7 (SEVEN) CRHRC officers in addition to 4 (FOUR) Directors at Large.

**SECTION 2:** The Officers of CRHRC shall be permanent members of the Board of Directors so long as they each remain as officers.

**SECTION 3:** The Board of Directors shall fill vacant positions by appointment.

**SECTION 4:** If any Director at Large positions should become vacant, the Board of Directors shall fill vacancies by appointment. The appointee will carry out the remainder of the term of that position.

**SECTION 5:** Directors at Large shall be full members of CRHRC and will be elected at a membership meeting by majority vote of those present. It is the goal of CRHRC to have Director at Large representation throughout the CRHRC membership area.

**SECTION 6:** Director at large positions will have a term of 2 (TWO) years. Individuals elected to these positions may only serve a maximum of 2 (TWO) consecutive terms. Previously elected individuals will be eligible for re-election after being out of office for the duration of 1 term.

**SECTION 7:** Director at Large positions will be staggered. Positions 1 and 3 will be elected in odd years, Positions 2 and 4 will be elected in even years. To start this cycle, initial terms will be determined by lottery.

**SECTION 8:** The Board of Directors shall act as an advisory body for the CRHRC and shall negotiate all business transactions initiated and approved by the CRHRC membership. They shall be obligated to keep the CRHRC membership informed of all such activities and to act in the best interest of the CRHRC membership.

## **ARTICLE VI - MEETINGS**

**SECTION 1:** Meetings will be held on a regular, fixed schedule that accommodates the maximum number of directors as determined by the board. This schedule may be changed by the Board if determined to be in the best interest of CRHRC. A meeting may be called by the President, a written request by at least three members of the Board of Directors, or a written request of at least six Full Members. Meetings may be conducted in person, by radio, telephonic or by using video technology.

**SECTION 2:** A majority quorum of the Board of Directors shall be required to open a meeting for the transaction of business.

**SECTION 3:** Membership meetings will be called on an annual basis or can be called by a majority of the Board of Directors. Membership meetings will require a minimum of 30 (thirty) day notice prior to scheduled meeting. Notice may be given in the regular newsletter or may be distributed to the membership in a separate communication.

## **ARTICLE VII – DUES**

**SECTION 1:** Dues are voluntary and are not a requirement of membership. CRHRC is funded by the by the generosity of voluntary donations..

**SECTION 2:** Contributions to the CRHRC treasury may be made at any time by anyone to assist in maintaining and operating CRHRC-owned equipment, or other equipment that the CRHRC may acquire, to pay expenses related to CRHRC activities and to publish-the newsletter, if a newsletter is published.

## **ARTICLE VIII – FINANCIAL**

**SECTION 1:** All monies shall be maintained in an authorized bank account for the CRHRC.

**SECTION 2:** All checks issued by the CRHRC must be signed by the Treasurer and co-signed by the President or the Vice-President.

**SECTION 3:** The CRHRC's accounting records will be maintained on the cash basis of accounting.

**SECTION 4:** The CRHRC accounting records may be audited at the end of each fiscal year by a committee appointed by the President, and a report then made to the Board of Directors and CRHRC membership.

**SECTION 5:** The CRHRC's accounting year shall be a fiscal year beginning on January 1<sup>st</sup> and ending on December 31<sup>st</sup> of each year.

**SECTION 6:** The CRHRC Debit Card shall only be used by authorized check signors for transactions that have been pre-approved by the board of Directors and for transactions in which writing a check in advance of the order is either impossible or would result in an unacceptable delay in the delivery of goods and services.

## **ARTICLE IX - GENERAL PROVISIONS**

**SECTION 1:** Proceedings shall be governed by Robert's Rules of Order, latest revision, if so desired by the President and the members present.

**SECTION 2:** Membership in the CRHRC is not a prerequisite for participation in CRHRC activities.

**SECTION 3:** The Board of Directors shall make all decisions collectively and decide all issues in areas and situations not covered elsewhere in the Bylaws.

**SECTION 4:** Any equipment given or donated to CRHRC will be received with an Equipment Donation Receipt which must be signed by the donor and two CRHRC officers. By signing the donation receipt, the donor is transferring all rights of ownership of the described equipment to CRHRC. The donated equipment will be permanently tagged as property of CRHRC. The Secretary will provide blank copies of these documents and be responsible for the safe keeping of completed documents.

**SECTION 5:** Any equipment that is temporary loaned to CRHRC must be recorded on an Equipment Loan document. The document will contain specific descriptions and identification of the equipment along with the conditions or intent of the loan. The Secretary will provide blank copies of these documents and be responsible for the safe keeping of completed documents.

**SECTION 6:** For all instances in these bylaws that reference a "majority" vote, the majority is hereby defined as a **simple majority** (more than half).

## **ARTICLE X – DISSOLUTION**

**SECTION 1:** In the event that the FULL MEMBERS vote that CRHRC should be dissolved, the motion for dissolution must receive greater than two-thirds vote of the FULL MEMBERS to be valid.

**SECTION 2:** Upon the dissolution of the CRHRC, the Officers shall

supervise and be responsible for the disbursement of all assets for one or more exempt purpose within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding Section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

## **ARTICLE XI - AMENDMENTS**

**SECTION 1:** This document may be amended. Amendments shall require enactment by a majority vote of the members present.

**SECTION 2:** Proposals for amendments shall be submitted in writing to the Secretary of the CRHRC. The Secretary shall then distribute the proposed amendments to the Full Members. The President shall then call a meeting within sixty days of distribution. At this meeting such amendments are to be considered for a vote.

Adopted on December 7, 2020 at Jackson County, Texas.  
Amended July 27, 2021 at Jackson County, Texas.  
Amended August 17, 2024 at Jackson County, Texas.