



Central Arkansas Ultra High Frequency, Inc.

CONSTITUTION

PREAMBLE:

The group began as an informal association of amateur radio operators and persons interested in Amateur Radio. The group's original focus was on UHF Radio communications and later recognized the interests of the members were much more diverse, and therefore declared its purpose and activities will include all amateur radio bands and all operating modes. This constitution shall serve as the governing law of this organization.

ARTICLE I: NAME

- A. The name of this organization shall be the Central Arkansas Ultra High Frequency, Inc., hereafter referred to as CAUHF, Inc.

ARTICLE II: OBJECTIVE

- A. In accordance with the Amateur Radio Service regulations (Code of Federal Regulations 47, Part 97) it shall be the purpose of CAUHF, Inc. to:
 - 1. Provide voluntary noncommercial communications service to the public, particularly in times of emergency, and to promote training that will improve our ability to provide that service.
 - 2. Promote the continuation and extension of the amateur's proven ability to contribute to the advancement of the radio art by supporting research and development in all modes of communication as well as research into natural phenomena that impact radio communications.
 - 3. Encourage the improvement of the amateur service by promoting compliance with rules, which provide for the advancing of skills in both the communication and technical phases of the radio art.
 - 4. Provide training and mentoring programs that will serve to increase the number of trained radio operators and electronics experts.
 - 5. Conduct all of our operations and activities so as to improve local as well as international goodwill.
- B. To accomplish these objectives CAUHF, Inc. will cooperate with any other corporation or organization whose purposes are not in conflict with these five principles.
- C. CAUHF, Inc. shall offer its members technical assistance to ensure compliance with FCC requirements. CAUHF, Inc. will also provide assistance, either individually or



through organized programming, to members who wish to learn more about specific technical or operating topics, obtain or upgrade amateur licenses, to obtain and maintain ARRL Volunteer Examiner (VE) status.

ARTICLE III: MEMBERSHIP

A. CAUHF, Inc. shall consist of Individual, Family, and Lifetime Membership.

ARTICLE IV: OFFICERS AND GOVERNANCE

A. The following shall constitute the Officers of the CAUHF, Inc.:

- President
- Vice President
- Secretary
- Treasurer

B. CAUHF, Inc. shall be governed by a Board who administers the general operation, taking into full account the expressed wishes of the whole membership. The Board shall govern with an expressed spirit of openness to the general membership.

C. The following shall constitute the Board of Directors:

- President
- Vice President
- Secretary
- Treasurer
- Immediate Past President
- 2 - Board Members At-large

ARTICLE VI: MEETINGS

A. Regular Meetings shall be held monthly as announced or at a minimum on a quarterly basis during the first month of each calendar quarter.

B. Board Meetings shall be held as necessary. All Board Meetings, with the exception of Executive Session shall be open to all members.

C. Special meetings may be called at any time by the President, the Board, or upon written request of six (6) members. Notice setting forth the purpose of the special meeting shall be given to the entire membership at least three (3) days in advance thereof, and no other business may be transacted other than that designated in the call.

ARTICLE VII: AMENDMENTS

A. Proposals for amendments of the Constitution and Bylaws shall be submitted in writing at a regular meeting and shall be voted on at the next meeting providing all members have been notified by United States Postal mail or electronic mail of the intent to amend the



Constitution and/or Bylaws at said meeting.

- B. The Constitution and Bylaws shall be amended at the option of the majority of the membership; at any regular or called meeting by a two-thirds majority of the members present. Mailed-in, proxy, or absentee ballots shall not be allowed.



Central Arkansas Ultra High Frequency, Inc.

BY-LAWS

ARTICLE I: ARRL AFFILIATION

- A. CAUHF, Inc. shall be affiliated with the American Radio Relay League (ARRL). All members of CAUHF, Inc. are strongly encouraged to be or become current members of the American Radio Relay League.

ARTICLE II: MEMBERSHIP

- A. Individual Membership shall consist of any person holding a valid Amateur Radio license.
 - 1. Individual members are strongly encouraged to become members of the American Radio Relay League. Individual membership shall be by written or electronic application and subject to the terms of CAUHF, Inc. Constitution and Bylaws.
- B. Family Membership consists of related family members holding a valid Amateur Radio license residing in the same household.
- C. Lifetime Membership is available for individual members in good standing who elect to purchase a Life Membership equal to 20 times the annual dues.
- D. The Board may revoke the membership of any member found to be engaging in activities harmful to the interests of CAUHF, Inc. or of amateur radio in general. Board action to revoke membership shall require two-thirds majority of the board and shall be fully reported to the general membership at the next regular CAUHF, Inc. meeting.

ARTICLE III: ELECTION OF OFFICERS

- A. Election of Officers shall be conducted during the fourth quarter of the calendar year. Elections shall be conducted by secret ballot and a simple majority vote of the members in attendance shall be required for a candidate to be elected.
- B. Any Individual Member shall be eligible for election to a Board/Officer position if they have been a member in good standing for the previous six months.
- C. The following shall be elected:
 - President
 - Vice President
 - Secretary
 - Treasurer
 - Board Members At-large
- D. Candidates shall be presented by the Nominating Committee and an opportunity shall allow for nominations from the floor for any eligible members present during the election.

- E. The Immediate Past President shall automatically assume the Past President Board position upon the election of a new President. If the President had not served a full one year term, the Board shall determine how the position shall be filled.
- F. No member shall hold or be elected to hold more than one Officer or Board position simultaneously.
 - In the event there are no nominations for either Secretary or Treasurer, the Office shall be combined and voted on as Secretary/Treasurer for the subsequent one year term.

ARTICLE IV: TERM OF OFFICE

- A. The President, Vice President, Secretary, and Treasurer shall be elected and serve for a term of one year unless re-elected.
- B. Board Members At-Large shall be elected and serve for a term of two years.
 - 1. In order to maintain some assured continuity, At-Large Board Member positions shall serve two-year staggered terms and shall be elected on alternating years.
- C. The term of office for all Officers and Board of Directors shall commence at the start of the calendar year for which they were elected.

ARTICLE V: OFFICER RESPONSIBILITIES

- A. The following shall constitute the Officers of the CAUHF, Inc. which shall also serve as members of the Board of Directors:
 - President
 - Vice President
 - Secretary
 - Treasurer
- B. President: The President shall preside at all meetings of CAUHF, Inc. and conduct the same according to the rules adopted. The President shall enforce the Constitution and Bylaws, decide all questions of order, sign all official documents adopted by the Board and/or CAUHF, Inc., create special interest team(s), assign team leader(s), appoint standing and/or special committees, manage or delegate CAUHF, Inc. website, and perform all other customary duties pertaining to the office of President. The President shall also serve as Chairman of the Board.
- C. Vice President: The Vice President shall assume all the duties of the President in the absence of the President. The Vice President shall be responsible for receiving suggested programs, speakers, planning and securing activities for each regular CAUHF, Inc. meeting.
- D. Secretary: The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, submit applications for membership, carry on all correspondence at the

request of the Board, read communications at each meeting, and notify members of special meetings. It shall be the duty of the secretary to keep the Constitution and Bylaws of CAUHF, Inc. and have them present at every meeting and posted on CAUHF website. The Secretary shall cause all amendments, changes, and additions to be noted thereon. The Secretary shall relinquish all property, records and materials belonging to CAUHF, Inc. to the Secretary elect prior to the regular meeting in January or upon removal from office.

- E. Treasurer: The Treasurer shall receive and receipt all monies paid to the club. The Treasurer shall keep an accurate account of all monies received and expended. The Treasurer shall pay any re-occurring bill(s) which have been deemed as such and authorized by the Board regardless of value, provided sufficient funds are available for such payment. The Treasurer shall make no payments in excess of \$200.00 or total to the same payee without proper authorization from the Board. The Board shall authorize any payments in excess of \$200.00. The Treasurer shall provide to the Board and members a monthly report of club expenditures, liabilities, and assets of CAUHF, Inc. in writing. The Treasurer shall relinquish all property, records, materials, and monies belonging to CAUHF, Inc. to the Treasurer-elect prior to the regular meeting in January or upon removal from office.

ARTICLE VI: VACANCIES

- A. Vacancies shall be filled by special election at the first regular meeting following the removal, withdrawal, incapacity, death or resignation of the elected person in accordance with the procedures of Article I: Election of Officers C & D of the Bylaws, except that the Vice President shall assume the duties of President in the event the Office of President becomes vacant.
- B. In the event of a vacancy of the Immediate Past President prior to the conclusion of the term, the vacancy shall be filled with an election held in accordance with the procedures of Article I: Election of Officers C & D of the Bylaws to fill the remainder of the term as with any other vacant position

ARTICLE VII: REMOVAL FROM OFFICE

- A. Officers or Directors may be removed by two-thirds majority vote of the total number of members present in a meeting.
1. This action must:
 - a. Occur at a regular meeting
 - b. A quorum (25% of the membership) must be present
 - c. All voting shall be by secret ballot.
 2. Vacancies shall be filled upon removal in accordance with the procedures of Article III: Vacancies of the Bylaws.

ARTICLE VIII: DUES

- A. Dues shall be assessed to members on an individual basis. The amount of dues shall be determined and set by a majority vote of the Board. Special dues and/or assessments may be levied by the Board as deemed necessary.
- B. Dues shall be payable in advance, upon receipt of notice. Deadline for payment of current year membership shall be no later than January 31st of the current year. Any payment received after October 1st shall be applied to the succeeding calendar year and the member shall not be allowed to vote or be nominated for office in the current calendar year.
- C. Family Membership consists of the first family member paying the full dues rate and any additional family members residing in the same household paying 1/2 the full dues rate.
- D. Dues shall not be pro-rated or discounted.
- E. Non-payment of dues or assessments shall be cause for removal from current membership.

ARTICLE IX: FUNDS & DONATIONS

- A. A bank account for CAUHF Inc. shall be maintained with at minimum four signatures registered, to include the President, Past President, Treasurer and one Trustee. Banking institution Signature Authority Card(s) shall be updated within 30 days of election.
 - 1. Any check(s) made payable to an individual's business or an individual with signature authority shall not be signed by that individual.
- B. Any equipment, property, monetary payments or donations received by CAUHF Inc. shall remain under the exclusive control of CAUHF Inc. and shall not be subject to return or refund unless receiving of such is in violation of any public governmental laws, rules, regulations, or ordinances.

ARTICLE X: BOARD OF DIRECTORS EXECUTIVE SESSION

- A. The Board may meet in closed session if called by an Officer or Board Member. The Board may invite any affected parties into such a meeting. The Board shall report to the general membership the action taken at the next regular meeting.

ARTICLE XI: VETO OF BOARD ACTION

- A. Any member shall, upon a motion and appropriate second at any regular or called meeting for such purpose, call for a veto of a Board action. Such a veto shall require an affirmative vote by a two-thirds majority of the entire CAUHF, Inc. membership.

ARTICLE XII: TEAMS & COMMITTEES

- A. Teams, Standing or Special Committees shall be created by the President and approved by the Board. Each team and/or committee shall have at least one person designated as its leader, ultimately responsible for its function, and accountable to the President.

ARTICLE XIII: VOTING

- A. Mailed-in, proxy, or absentee ballots shall not be allowed.

ARTICLE XIV: PROCEDURES

- A. A quorum at any Board meeting shall consist at minimum of a simple majority of the Board provided the President or Vice President is present.
- B. A quorum at any regular or called meeting shall consist of a minimum of 25% of the full membership unless otherwise specified herein.
- C. Robert's Rules of Order shall govern the proceedings of CAUHF, Inc. in all cases not specifically covered by the Constitution & By-Laws.
- D. Any Individual Member may request to bring a matter before the Board at any regular meeting or a Board meeting for consideration. The member may propose a course of action and may make a motion for consideration by the Board. Before the Board may discuss or vote on said motion it must have a second from a member of the Board.

ARTICLE XV: DISSOLUTION

- A. CAUHF, Inc. may be dissolve upon approval of three-fourths (3/4) of the current members eligible to vote.
- B. In the event that CAUHF, Inc. dissolved and after satisfaction of all outstanding debts, any remaining funds and accounts receivable, upon collection, shall be donated to any similar charitable organization exempt from federal income tax under §501(c)(3), and to which contributions are then deductible under §170(c)(2) of the Internal Revenue Code of 1986, designated by a simple majority vote of the regular membership present at the final meeting.