

BYLAWS
SOUTH JERSEY RADIO ASSOCIATION

APPROVED AT GENERAL MEETING JUNE 24, 2020

ARTICLE I - NAME

The name of the club shall be "The South Jersey Radio Association, Inc.", herein after referred to as "SJRA". SJRA is a non-profit organization incorporated under the laws of the State of New Jersey.

ARTICLE II - OBJECTIVES

The objectives of SJRA are the promotion of Amateur Radio as a hobby, the development of the art of radio communication and the investigation of related sciences. The SJRA is dedicated to providing Public Service and Emergency communications services for the local community.

ARTICLE III - MEMBERSHIP

SECTION 1. QUALIFICATIONS

SJRA membership is open to anyone who wishes to share in the promotion of the objectives stated in Article II.

SECTION 2. REGULAR MEMBERSHIP

Regular Members are licensed amateur radio operators or anyone that has a common interest in amateur radio are entitled to all the privileges of the SJRA and pay annual membership dues as set forth in Article III: Section 14 of these Bylaws. Members serving in the armed services are entitled to one year membership at no cost. Regular Members are entitled, if present, to vote on all matters coming before the general membership.

SECTION 3. FAMILY MEMBERSHIP

Family memberships are made available to immediate family members (spouse, father, mother, child or sibling) of a Regular Member. Family members are entitled to all privileges of the organization and pay annual dues as set forth In Article III: Section 14 of these Bylaws. Family members serving in the armed services are entitled to one year membership at no cost. Family members are entitled, if present, to vote on all matters coming before the general membership.

SECTION 4. LIFE MEMBERSHIP

Life membership status may be granted only by action of the Board of Directors. Life members are entitled to all privileges of a Regular Member of the SJRA; they are entitled, if present, to vote on all matters coming before the general membership and are exempted from paying annual dues.

SECTION 5. HONORARY MEMBERSHIP

An Honorary membership may be awarded by action of the Board of Directors, either as a permanent grant or for a specified time interval. Honorary members are exempt from annual dues. Honorary members are exempt from annual dues. Honorary members may not hold office, nor may they vote on matters coming before the general membership.

SECTION 6. STUDENT MEMBERSHIP

Student memberships are offered to applicants 23 years of age or younger as of January first of the current year. Student Members pay dues as set forth in Article III: Section 15 of these Bylaws. They

are entitled, if present, to vote on all matters coming before the general membership. Student Members may not hold elected office.

SECTION 7. MEMBERS WITH DISABILITIES

The Election Committee may accept votes by proxy from Members with disabilities that prevent them from attending the general meetings of the SJRA. Proxy votes will be considered only for the election of Officers and Directors, and the ratification of changes to the SJRA Bylaws. The election committee will make the final determination of a Member's qualification to vote by proxy, and will set the procedures for their submission. These procedures will be published as part of the 'notification of elections' called for under Article VII Section 1 of these bylaws.

SECTION 8. APPLICATION

Applications for membership in SJRA must be submitted in writing on the SJRA application form provided for this purpose. The application may be delivered to any Membership Committee member, Officer, Director or submitted by mail. Each application must be completed in full. Applications for membership will be acted upon not later than the next scheduled meeting of the Board of Directors. Applicants shall be notified promptly by the Membership Committee when the application process is complete.

SECTION 9. INITIATION FEE

A non-refundable initiation fee shall be required for all new membership applications. This initiation fee shall be set by the Board of Directors and the proceeds used to offset membership processing expenses.

SECTION 10. OBLIGATION

Every member of the SJRA shall be considered as belonging thereto. Members are liable for the payment of all dues and assessments established under the guidelines of this Article.

SECTION 11. RESIGNATION

Members in good standing may resign their membership by filing written notice with the Treasurer of the SJRA.

SECTION 12. EXPULSION

Any Member may be expelled from the SJRA for cause or for conduct detrimental to the interests of the club as determined by the Board of Directors. The act of expulsion of any Member shall require the affirmative vote of at least nine (9) members of the Board of Directors. Any individual so expelled will be notified promptly in writing.

SECTION 13. REINSTATEMENT

Members who have been dropped from the SJRA rolls for reasons other than expulsion may be reinstated by applying in writing for reinstatement to the Board of Directors and such Member is able to meet the then current criteria for membership in the SJRA. If such membership has expired because of dues delinquency in the current year, the dues must be paid in full prior to reinstatement. Former members who resigned in good standing may be reinstated without payment of the initiation fee.

SECTION 14. DUES

Annual dues shall be set by the Board of Directors and are due and payable on January 1st of the current membership year.

Dues are not refundable should the Member decide to become inactive or disassociate themselves from the SJRA.

- A. Proposed changes to the dues or dues structure must be first published and then presented to the general membership at a regular meeting prior to their adoption by the Board of Directors. A change in the annual dues requires a concurring vote of at least nine (9) members of the Board of Directors.
- B. Discounts for the payment of annual dues prior to the beginning of the calendar year may be approved by the Board of Directors and offered to the general membership. If discounts are offered, conditions and rates must be published not later than the October general meeting of the SJRA.
- C. Members who are 62 years of age or older and who have been members in good standing for a minimum of one (1) year are eligible to apply for reduced annual dues. The amount of such dues shall be seventy five (75%) percent of the annual dues for regular members.
- D. New members accepted into SJRA after January 31st shall pay prorated dues at a rate of 1/12 of the annual dues per month for the remaining portion of the year.
- E. Dues for family members shall be equal to fifty (50%) percent of that for regular members.
- F. Dues for student members shall be equal to fifty (50%) percent of that for regular members.

SECTION 15. ARREARS

Member dues are due at the start of each calendar year. Affiliation with SJRA and all membership benefits will be terminated after March 1st should dues remain unpaid. The Board of Directors may however, at its discretion, defer the timely payment of a member's dues. In such cases the member must ultimately pay all moneys due SJRA to remain in good standing.

ARTICLE IV - OFFICERS AND DIRECTORS

SECTION 1. QUALIFICATIONS

Any regular, family, or life member, 18 years of age or older and in good standing for a minimum of one (1) year may be nominated for and elected to any office, except that of President or Vice-President. To be considered for the office of President or Vice President, a Member must have served a minimum of one (1) full term during the preceding three (3) years as a Director or an Officer of the SJRA.

SECTION 2. DUTIES

A. PRESIDENT

The President shall provide general supervision of the affairs of SJRA. The President shall preside at all meetings of the SJRA and Board of Directors. The President is an ex-officio member of all committees. The President shall prepare an agenda for each Board of Directors meeting and distribute it to Board members prior to the meeting. Committee chairs shall notify the President of all agenda items in advance.

B. VICE PRESIDENT

The Vice President shall assume all duties of the President during the President's absence or whenever the President is unable to perform such duties. In the event the Vice President is unable to assume these duties, a chairperson "Pro-Tem" shall be appointed from the ranks of the Officers and Directors by those present.

C. TREASURER

The Treasurer shall collect and receive all dues. The Treasurer shall have custody of all funds and be responsible for the prompt payment of all SJRA

financial obligations as directed by the Board. The Treasurer shall prepare a financial report for presentation to the membership at the Annual Meeting of the SJRA as described in Article V Section 2. The Treasurer will also prepare a monthly financial statement and such other reports as may be prescribed by the Board for presentation at the monthly Board of Directors meetings.

D. RECORDING SECRETARY

The Recording Secretary shall duly record the proceedings of all SJRA General and Board of Directors meetings. All Board of Directors meeting minutes must be approved by the Board prior to publication in the monthly newsletter set forth in Article VIII: Section 1. The Recording Secretary may be required to read the previous meetings minutes at any general meeting.

E. CORRESPONDING SECRETARY

The Corresponding Secretary shall conduct all general correspondence of the SJRA. The Corresponding Secretary shall keep full records of all correspondence and will file a report at each Board of Directors meeting.

SECTION 3. TERM OF OFFICE

The term of office for all Officers and Directors shall be for a period of two years, commencing on the first day of the month following the Annual Meeting of an election year (as described in Article V: Section 2). Outgoing officers will relinquish all records and files and other SJRA property to the newly elected officers no later than the first of the month following the Annual Meeting. Additionally, the Corresponding and Recording Secretaries will provide copies of their records to the SJRA Historian

SECTION 4. RESIGNATION

In the event that any officer is unable or unwilling to fulfill the duties of the office to which elected the following shall apply:

- A. **PRESIDENT** - The President shall notify the Board of Directors in writing. Upon acceptance by the Board of Directors, the duties of President shall be assumed by the Vice President for the balance of the term. Further, at the next regular meeting of the SJRA the office of Vice President shall be filled through nomination and election by the members present.

- B. **OTHER OFFICERS and DIRECTORS** - In the event any other Officer or Director shall be unable to fulfill the duties to which elected, he shall if able, notify the Board of Directors in writing. Upon acceptance by the Board of Directors, said office shall be declared vacant and an election to fill the office shall be held at the next regularly scheduled general meeting of the SJRA.

SECTION 5. NONPERFORMANCE OF DUTIES

In the event an Officer or Director is unwilling or unable to fulfill his/her duties for three (3) consecutive months the Board of Directors may vote, with at least seventy five (75%) percent of the Board members present concurring, to declare the said office vacant. An election to fill the office shall be held at the next regularly scheduled general meeting of the SJRA.

ARTICLE V - MEETINGS

SECTION 1. GENERAL MEMBERSHIP

Regular monthly meetings of the general membership shall be held at a place and time designated by the Board of Directors.

SECTION 2. ANNUAL MEETING

The Annual Meeting of the SJRA will be held during the regularly scheduled general membership meeting in June of each year. The SJRA's Annual Report to the membership will be presented by the President and Board of Directors at this meeting. Members in good standing may request in writing and receive a copy of the SJRA Annual Report presented at the meeting. During an election year the newly elected Officers and Directors will be installed at the conclusion of the Annual Meeting.

SECTION 3. SPECIAL MEETINGS

Special meetings of the general membership of the SJRA may be called at the direction of the Board of Directors.

SECTION 4. EXCLUSIONS

Solicitations by any member or non-member for purposes not directly related to amateur radio are prohibited at the general meetings of the SJRA. No solicitations or presentations of any kind may be made without express permission of the Board of Directors.

Section 5. Full Disclosure

Board members in decision-making roles will make known their connections with groups doing business with the organization. Board members should therefore not profit financially from decisions made by the Board or participate in conversations that might sway the Board to make financial decisions they would benefit financially from.

ARTICLE VI - BOARD OF DIRECTORS

The governing body of the SJRA shall be known as the Board of Directors.

SECTION 1. MEMBERSHIP

The Board of Directors shall be comprised of the five (5) Officers and seven (7) directors elected from the general membership of the SJRA. The President of the SJRA shall be the presiding officer.

SECTION 2. DUTIES

The Board of Directors, herein after referred to as the Board, shall manage the affairs of SJRA in conformity with these Bylaws, the Certificate of Incorporation, and the laws of the State of New Jersey. The Board shall direct the appropriation of funds and shall exercise discretionary powers in the general direction of the SJRA's affairs and business. The Board shall take measures to advance the interests of SJRA, is responsible to the membership for the conduct of all club business, and oversight of all committees.

SECTION 3. BOARD MEETINGS

The Board shall meet at least once each month at a time, place and in a manner as determined by the members of the Board and at such other times as the President may deem advisable.

Meetings can be conducted via other means such as telephone conference, video conference, online chat rooms, or other methods and technologies that provide for a real-time dialog among the Board Members. All voting on this type of meeting will be conducted by roll call method giving each director opportunity to comment / vote on the matter at hand. The minutes of the non-traditional meeting will be read into the SJRA Board of Directors minutes at the next regularly scheduled meeting of the Board of Directors.

SECTION 4. MAJOR CAPITAL EXPENDITURE

Proposals from a majority the Board for major capital expenditures will be (published in a timely

manner in Harmonics and must be approved by a majority of the membership present at a general membership meeting. The President, or Vice President in his/her absence, and with approval of the Board, shall have authority to expend a maximum of \$250 in unbudgeted funds when necessary to cover unforeseen expenses.

ARTICLE VII - NOMINATIONS & ELECTIONS

SECTION 1. BI-ANNUAL ELECTION

The bi-annual election of Officers and Directors shall be held at the general membership meeting which precedes the Annual Meeting of the SJRA. Notification of elections will be published in the newsletter (described in Article VIII: Section 1) two (2) months in advance. Nominations will be accepted at the general meetings of the SJRA held two months prior to the election and again one month prior to the election. The names of all candidates will be provided to the full membership for consideration in a timely manner prior to the general meeting at which the elections are held. The election will be conducted under the supervision of the Nominating and Election Committee (Article IX: Sec. 4C)

SECTION 2. NOMINATING AND ELECTIONS COMMITTEE

The Nominating Committee, as established under Article IX of these Bylaws, will nominate from among the qualified members in good standing—five (5) candidates from the membership to serve as Officers and seven (7) candidates from the membership to serve as Directors of the SJRA. The committee is required to contact each person so selected to determine their willingness to serve in the position for which they are being nominated.

SECTION 3. NOMINATION FOR OFFICE

The Nominating and Election Committee will present its slate of candidates to the general membership prior to the elections. Additional nominations from the floor will be accepted from any member in good standing at the two (2) general meetings scheduled prior to the elections. Members who nominate candidates for office must first contact the members they wish to nominate to determine their willingness to serve in the position if elected. Once the nominations have been closed one month prior to the elections, no further nominations will be considered.

SECTION 4. ELECTION OF OFFICERS AND DIRECTORS

Elections will be conducted under the supervision of the Nominating and Election Committee (Article IX: Section 4C). The first stage will consist of the election of the five (5) officers, voting in sequence (President, Vice President, Recording Secretary, Treasurer, and Corresponding Secretary). An office will be considered filled when a candidate for that office receives more than fifty (50%) percent of the votes cast. In the event no candidate receives the required majority, a runoff will be conducted between the two candidates receiving the most votes on the first ballot. In cases where the election is uncontested, the candidate nominee will be considered elected by acclamation upon conclusion of the election of the Officers. The second stage will be the election of Directors, and will be conducted only after all officers have been elected. The seven (7) candidates receiving the most votes will be declared elected. In the event that positions are not filled on the first ballot, the names of all nominees who have been elected will be removed from the slate and successive ballots will be taken until each position has been filled. In a case where only 7 total candidates are nominated by the committee and from the floor for Director positions, those candidates will be considered elected by acclamation at the conclusion of the election process.

ARTICLE VIII -ASSOCIATION NEWSLETTER

SECTION 1. PUBLICATION

The official SJRA newsletter, HARMONICS, will be published on a monthly basis and will be made

available to every member in good standing.

SECTION 2. NOTIFICATION

Any requirement, expressed or implied in these Bylaws, for the publication of proposals or notices to the membership prior to action by the Board or the general membership may be fulfilled by due notice being published in a timely manner in the HARMONICS newsletter.

ARTICLE IX – COMMITTEES

SECTION 1. FORMATION

The Committees as prescribed in Article IX: Sections 3 & 4 will be formed to serve the special interests and needs of the SJRA. Additional committees may be formed or dissolved by action of the Board of Directors as necessary.

SECTION 2. APPOINTMENTS

Except where specified in these Bylaws, the President shall appoint all committee chairpersons. Committee members shall be recruited from the general membership and a list of all Committees, their Chairperson, and members will be made available to the general membership.

SECTION 3. STANDING COMMITTEES

Standing committees are continuing groups which have been formed to facilitate the normal operations of the SJRA.

- A. MEMBERSHIP COMMITTEE - The Membership Committee shall be responsible for processing all applications for membership and for presenting those applications to the Board of Directors. The Chairperson will insure the preparation of appropriate documents, notify applicants of election and introduce new members at the next general meeting.
- B. CONTEST COMMITTEE - The Contest Committee shall be charged with fostering the active participation of SJRA members in the various contests sponsored by Amateur Radio publications and organizations. They will determine SJRA contest award winners and will provide that information to the Awards chairman in a timely manner.
- C. PROGRAMS COMMITTEE - The Programs Committee shall be responsible for scheduling programs related to Amateur Radio, electronics, or other topics of interest to the general membership for each of the monthly general meetings.
- D. REPEATER TRUSTEES - The K2AA and K2UK Trustees are designated by the Board of Directors and are responsible for the club station licenses (K2AA and K2UK). No member or group of members may use the club call sign (K2AA or K2UK) without the express, written permission of the appropriate Trustee. All logs from any operations will be submitted to the Trustee for archival and QSL purposes.
- E. REPEATER COMMITTEE - The Repeater Committee shall be responsible for the operation and maintenance of any repeater which SJRA may activate. This shall include site location, operating procedures and all other aspects of the repeater operation. The K2AA Trustees are permanent members of this committee.

- F. PROPERTY COMMITTEE - The Property Committee shall be responsible for maintaining all equipment, towers, antennas, generators, and other property owned by SJRA. The Committee shall maintain an inventory of all property and insure safe keeping and storage of said equipment. The Property Committee shall submit to the Board of Directors an annual report of all SJRA property.
- G. HARMONICS COMMITTEE - The HARMONICS Committee shall be responsible for the publication and distribution of the SJRA's monthly newsletter. The HARMONICS editor is a permanent member of this committee.
- H. HEALTH & WELFARE COMMITTEE - The Health & Welfare Committee shall respond to the health and welfare concerns of the membership as directed by the Board of Directors.
- I. AWARDS COMMITTEE - The Awards Committee shall be composed of not less than three (3) members. This committee is responsible for the preparation and presentation of all awards. Award presentations will be made at a general meeting of the SJRA specified by the Board of Directors. The members of this committee will select the recipients of SJRA's honorary awards.
- J. PUBLICITY AND ADVANCEMENT COMMITTEE – This Committee shall be responsible for developing “ways and means” to bring sources and funding to the SJRA beyond membership dues collection to support club sponsored activities. The Treasurer and Vice President are permanent members of the committee. Additional responsibilities include publicizing club activities, new initiatives, and membership opportunities.
- K. NETS COMMITTEE – This committee shall be responsible for organizing and operating all SJRA nets. The committee chair shall be responsible for all aspects of these nets including but not limited to recruitment and training of control operators, scheduling, member notification of nets, and log management. The committee chairman is also responsible for capturing participation data for sharing with the membership.
- L. SJRA WEB SITE COMMITTEE - The Committee Chairman is responsible for all content and maintenance of a dynamic, accurate and up-to-date SJRA web site. The Chairperson may delegate various aspects of web site management to committee members. All SJRA website domain names as well as all content are the sole property of SJRA.

SECTION 4. SPECIAL PURPOSE COMMITTEES

Special purpose committees are formed on an annual basis to perform specific functions for the benefit of the SJRA. These committees are dissolved when their mission has been accomplished.

- A. BUDGET COMMITTEE - The Budget committee shall be composed of the Treasurer, who shall be its chairman, the Vice President and a minimum of two (2) other members of the SJRA. It shall be the responsibility of the committee to prepare an annual budget based upon the projected needs of the SJRA for the coming year. The budget must be approved by the Board

of Directors and presented to the general membership at the January meeting.

- B. FINANCIAL REVIEW COMMITTEE - This committee of three (3) will include the Vice President who provides oversight of the review process. Other members will include a member of the Board of Directors and one member in good standing not currently serving as an officer or director. They shall be responsible for conducting an annual review of SJRA's finances and will submit a written report of their findings to the Board of Directors for presentation to the general membership. The review should be completed by May 1st.
- C. NOMINATING and ELECTION COMMITTEE - This committee shall be composed of at least three (3) members in good standing who are not currently officers or directors of the SJRA. An outgoing Board member who is not a candidate for office may serve. The committee is charged with presenting a slate of candidates for election as Officers and Directors of the SJRA. Committee nominations are to be presented to the general membership at the general membership meeting of the SJRA three months prior to the election. The committee will also supervise the election in a fair and impartial manner, count the ballots, announce the results, and insure a smooth orderly election process.

SECTION 5. SPECIAL ACTIVITIES COMMITTEES

Certain special activities require committee supervision. These activities include, but are not limited to, Field Day, Christmas Party, Anniversary Celebrations and Special Events. These committees may be formed, and dissolved, at the discretion of the Board of Directors.

ARTICLE X - AMENDMENT OF THE BYLAWS

SECTION 1. FORM

Proposed amendments to these Bylaws must be presented in writing, signed by at least twelve (12) voting members in good standing and submitted to the Board of Directors.

SECTION 2. PRESENTATION

Proposed amendments to the Bylaws must be presented to the membership at two successive general meetings.

- A. The proposed amendment, if relatively brief, may be read to the membership.
- B. An amendment or major revision to the Bylaws must be documented and a copy of the document shall be made available to members who attend the two successive meetings during which the presentation is made.

SECTION 3. NOTIFICATION

All members in good standing of the SJRA shall be notified in a timely manner and in writing that amendments have been proposed. A complete statement of the proposed amendments is not mandatory in the notification.

SECTION 4. ADOPTION

At the second presentation of the proposed amendment(s) of these Bylaws, and after any questions that arise have been discussed, a vote to adopt will be taken. To be adopted, a proposed amendment to the Bylaws must receive a two thirds (2/3) majority vote of the Members in good standing and in attendance at a general meeting of the SJRA.

ARTICLE XI - PARLIAMENTARY AUTHORITY

The provisions for Parliamentary Authority are hereby established and are as set forth in Robert's Rules of Order Newly Revised. The President and Vice President shall maintain current copies of Robert's Rules for reference at meetings as necessary.

ARTICLE XII - DISSOLUTION

In the event that the organization is to be dissolved and cease to exist, action to dissolve must take place at a special meeting of the SJRA called by the Board of Directors specifically for that purpose. Each Member in good standing must be notified in writing at least 30 days in advance of any such meeting. Dissolution can be accomplished by a two thirds (2/3) majority vote of the members in good standing present and voting. If the action to dissolve is approved, the Board of Directors shall direct the disposal of all property and the proceeds shall be distributed in a fair and equitable manner in accordance with the non-profit corporation laws of the State of New Jersey

ARTICLE XII - RATIFICATION

The Bylaws of the South Jersey Radio Association, Inc. have been duly presented to the membership of the Association in accordance with the laws herein, and ratified by at least two thirds (2/3) of the members in good standing voting and in attendance at a general meeting of the Association. By virtue of this ratification, all the Constitutional Articles previously submitted are repealed and these Bylaws accepted by the membership of the SJRA effective on April 30, 2020.