

BYLAWS of The Radio Amateur Club of Knoxville, Inc.

Last Amended April 17, 2008

The name, purpose(s) and duration of the Corporation are as set out in the Corporate Charter as issued by the Secretary of State, State of Tennessee, which document is included by reference as thoroughly as if herein reproduced in its entirety.

ARTICLE 1: MEMBERSHIP

(A) All persons interested in Amateur Radio shall be eligible for membership. There shall be three classes of membership: Full Member, Associate Member, and Honorary Member. In addition, Family Membership shall be available to all members of the same family residing in the same household.

(B) A Full Member shall hold a current Amateur Radio license. He shall have full voting privileges, and be eligible to hold office.

(C) An Associate Member shall be any other person having a bona fide interest in Amateur Radio.

(D) An Honorary Member shall be one who has rendered outstanding service to the Radio Amateur Club of Knoxville, Inc. or to amateur radio in general. Honorary membership shall be conferred by a two-thirds vote of the membership assembled. An Honorary Member shall have all privileges to which a full member is entitled, except to vote or hold office.

(E) Family Membership is available to members of the same family residing in the same household. Membership privileges are identical with those of full memberships: membership category shall be determined on the same basis as individual membership categories. Only one copy of the Club Newsletter and other communications will be sent to the household of Family Members.

(F) Any person interested in amateur radio as described in Article 1 may submit a membership application in which the applicant shall express a willingness to abide by the Bylaws and other such rules as shall from time to time be adopted by the Club. Each applicant shall be endorsed by one Full Member of the Club. The appropriate dues payment shall accompany the application.

ARTICLE 2: OFFICERS

(A) The elected officers of the Club shall be; President, First, Second and Third Vice-Presidents; Secretary; Treasurer; Public Service Director, Hamfest Director, Education Director and Trustee. Candidates for elected officer positions, with the exception of the Trustee, shall be nominated and elected at the regular June meeting. Nominations from the general membership will also be accepted at the June meeting. Those elected shall be installed at the regular July meeting, and take office at the beginning of that meeting. In the event that the annual hamfest should be held later than the regular July meeting, the outgoing officers may administer the Hamfest. The Secretary and/or Treasurer, Hamfest Director, Education Director, Trustee and the Public Service Director may serve consecutive terms. The other elected officers may serve no more than four (4) consecutive terms.

(B) The Trustee shall be elected for a ten year period by ballot of the members at the regular monthly meeting prior to the renewal of the Club's radio amateur station license. The Trustee's ten year term of office shall correspond to the ten year term of the station license. The Trustee is to be solely responsible for knowing and deciding who is to be in possession of any of the Keys or Combinations that R.A.C.K needs to secure or access its various property.

(C) Officers may be removed from office without cause by three-fourths of those voting at two successive regular monthly meetings. In addition, an office shall become vacant automatically should the holder thereof cease to be a Full Member of the Club in good standing.

(D) Vacancies occurring between elections shall be filled by special ballot at the first regular meeting of the Club following that meeting at which the vacancy is announced.

(E) The President shall preside at all meetings of the Club and of the Board of Directors. The President shall enforce observance of these bylaws, conduct meetings according to procedural rules adopted, decide all questions of order, sign all official documents adopted by the Club, appoint (except as otherwise provided in Article 2, section K) and serve as an ex-officio member of all committees (except the President is not an ex-officio member of the Nominating Committee) and perform all customary duties pertaining to the office of President.

Proposals or Motions to be submitted to the Board must be disclosed to the Acting President no less 24 hours before the Board Meeting at which the motion will be made. The purpose is to give the President an opportunity to prepare a Board Meeting Agenda to allocate the time necessary for discussion.

(F) (1) The First Vice-President shall preside in the absence of the President, serve as Program Chairman of the Club, and perform such other duties as the President or the Board of Directors shall direct.

(2) The Second Vice-President shall be responsible for planning and preparations for the Club Field Day and will preside in the absence of the President and the First Vice-President.

(3) The Third Vice-President shall represent the Club to the media and community at large as delegated by the Board of Directors or the President. He is also responsible for monthly meeting refreshments and all social events such as picnics, Christmas dinners, etc. He will collect all funds for such events and turn over to the treasurer.

(G) The Secretary shall keep a record of the proceedings of all meetings of the Club and of the Board of Directors, keep a roll of members and their membership status, receive applications for membership, record the results of elections, carry on all Club correspondence and mail written notices to each member of every meeting of the Club. It shall be the duty of the Secretary to keep the bylaws, duly noting amendments adopted by the Club, and have same at each meeting of the Club.

(H) The Treasurer shall receive and document all money paid to the club, shall keep an accurate record of all money received and expended, and shall pay those bills which have been properly authorized. At the end of each quarter the Treasurer shall submit to the Board of Directors an itemized statement of receipts and disbursements. An Annual Report will be prepared by the Treasurer and presented to the Board for approval at each June Board Meeting which reflects the expenditures and income incurred during the tenure of each Sitting Board of Directors. The purpose and intent of the Report is to produce a permanent record of the monetary gains or losses of the fiscal year that a particular Board served. The report will be read aloud and made available for the scrutiny of the Club Membership at each July Club Meeting. All R.A.C.K. Bank Accounts requiring a Signatory will have only the President, Treasurer, and Trustee

listed as Authorized Signatories. The Treasurer will be responsible to change and update the Authorized Signatories annually as the newly qualified Board Members are installed.

(I) The Public Service Director shall represent the Club and inform the media of all Club Public Service activities and coordinate all Public Service Activities.

(J) The Trustee shall authorize the operation of any Club radio station working under the policies established by the Board of Directors. No one shall operate any Club station using the call W4BBB without specific permission of the Trustee. No one shall operate the Club station without specific written permission of the Trustee. Since the Trustee is solely responsible to the FCC for proper operation of the station, the Trustee shall have the authority to permit or refuse use of the station to any person or group.

(K) The Director of the Hamfest will be eligible to serve successive terms. The Director of the Hamfest committee shall plan and manage the annual Club Hamfest held during his/her term of office and shall appoint all members of the Hamfest committee except that the Club President shall be an ex-officio member of this committee.

(L) The Education Director shall plan and coordinate all educational activities, including, but not limited to, classes in theory, classes in CW, and activities involving school or scout organizations such as JOTA and Kid's Day activities. He/she shall also have the right to appoint assistants to aid in specific activities.

(M) At the expiration of the term of each officer, that person shall turn over to the successor all files and property pertaining to the office, and receive a receipt therefore.

ARTICLE 3: Board of Directors

(A) The Board of Directors shall consist of the President, Vice-Presidents, Secretary and/or Treasurer, Trustee, Public Service Director, Hamfest Director, Education Director, and the Immediate Past President. The President of the Club shall serve as Chairman of the Board of Directors, and the Club Secretary shall serve as Secretary of the Board. The immediate Past President shall serve as an ex-officio member of the Board of Directors.

(B) All power and authority of the Club shall be vested in the Board of Directors, which shall assume responsibility for the Club's adherence to the provisions of the bylaws. The Board shall hold regular meetings to establish policy and to supervise normal operations. Half the members of the Board of Directors constitute a quorum of the Board of Directors. Elected Board members have one vote, except for the President, who shall vote only in the event of a tie.

ARTICLE 4: MEETINGS AND VOTING

(A) At any meeting of the membership, ten percent (10%) of the members shall constitute a quorum for the transaction of business. The Board of Directors is authorized to establish procedures for proxy or mail ballots.

(B) Regular monthly meetings shall be held at such time and place as shall be designated by the President.

(C) The Nominating Committee for the election process will be comprised of the immediate past Club president (if unable to serve, a past Club president shall be appointed), who will act as the chairperson, and two RACK Club members appointed by the current Club president. The names of the Committee chairperson and members shall be published on the RACK web site when the May meeting is announced. Proposed nominees for each elective office shall be published on the RACK web site when the June meeting is announced. During the June meeting, nominations for each office may be made from the floor prior to the election. Election shall be by a simple majority of the members present and voting.

ARTICLE 5: DUES

(A) The Board of Directors may levy on the membership such dues or assessments as shall be deemed necessary for operation of the Club.

(B) Regular annual dues of Full and Associate Members are hereby assessed and are due and payable at the regular January meeting each year. Dues in arrears more than one quarter of the year shall cause automatic loss of membership.

(C) Dues shall be prorated on a monthly basis for all new members accepted after February. Failure to pay Club dues within 120 days after the January due date will result in loss of membership. Membership can be reinstated by payment of all dues in arrears; however, after 24 months, an application for membership as described in Article 1 (F) will be necessary to become reinstated as a Club member. If a member has formally resigned, only a request in writing and payment of the current year's dues will be necessary to re-join the Club. Family membership dues shall be one and one half times the annual dues for an individual Full Member. Dues are waived for Honorary Members.

ARTICLE 6: RULES OF ORDER

The rules contained in the current edition of Robert's Rules of Order, newly revised, shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Club may adopt.

ARTICLE 7: AMENDMENTS

Proposals for the amendment of these Bylaws shall be announced to the membership then shall be discussed and voted on at the next meeting. Adoption of an amendment shall require an affirmative vote of two-thirds of the members present at the meeting at which the vote is taken.

(Last amended April 17, 2008)