

CONSTITUTION of the Sequoia Amateur Radio Group

**Adopted 1 April 2006
As Amended June 16, 2009**

We, the undersigned licensed amateur radio operators of the area known as the Kern River Valley, by affixing our names to this document, do herewith establish a union of membership to be known as the Sequoia Amateur Radio Group.

This organization shall be for the purpose of encouraging the amateur radio operators of the Kern River Valley and the Walker Basin to gather together to encourage friendship and fellowship, emergency preparedness, community service, advancement of and education in the radio arts, and technical help among its members and those of the general public who are interested in the amateur radio communications hobby.

This organization shall operate within the meaning of California Revenue and Taxation Code section 23701g. This organization does not contemplate pecuniary gain or profit to the members thereof and is organized for nonprofit purposes. Notwithstanding any of the above statements of purposes and powers, this organization shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the specific purposes of this organization.

This document shall be known as "The Constitution" and together with "The Bylaws" shall govern the activities of this organization.

Article I: Membership

Since Kern River Valley and Walker Basin residents have some needs and interests unique to this area and possibly different from communities outside of the Valley, [full] membership in this organization shall be by written application and shall be limited to residents of the Kern River Valley or Walker Basin. All persons not residing within these areas and interested in amateur radio communications shall be eligible to apply for associate membership. All applications for membership shall be subject to the approval of the Membership Committee, and the decision of the Membership Committee shall be final and conclusive with no reasons required to be stated. Membership categories and privileges shall be as provided in the Bylaws.

Article II: Officers

Overall governance of this organization shall be by a Board of Directors. The Board shall consist of the four elected officers as described below, the immediate Past President, the Membership Chairperson, the Emergency Activities Chairperson, the Outreach Chairperson (if any), the Webmaster, and any Members Directors elected as described below. The Board of Directors shall meet in person at least quarterly, and may meet and take action by telephone discussion and voting between in-person meetings as circumstances may require. A quorum for all Board actions and meetings shall be fifty percent or more of the number of people on the Board. Since members may hold two or more positions simultaneously placing him/her on the Board, such as Vice President and Outreach Chairperson, a quorum shall be determined by a count of the number of actual members on the Board rather than a count of the number of positions on the Board. Each Board member shall have a single vote on any matter on which the Board votes, regardless of how many positions that Board member holds entitling him/her to Board membership.

The daily affairs of this organization shall be managed by elected officers. The offices shall be: President, Vice President, Secretary, and Treasurer. Any Full Member of the organization may hold any one of these offices. In addition, there shall be Members Directors elected directly by the Full Members of the organization. A Members Director shall be elected for each increment or partial increment of fifty such members [based on the total membership at the beginning of the month in which the election is held. In the event the total membership increases and qualifies for additional directors after the election is held, they may be appointed by the Board of Directors]. Each Members Director shall be a Full Member.

The November meeting of each year shall be designated as the annual meeting in which officers and Members Directors shall be elected for the coming year. Officers shall be elected for a term of one year. Vacancies occurring between elections shall be filled by special election at the first regular meeting following the vacancy.

The President shall preside over all meetings of this organization except those designated as duties of the Vice-President. He/She shall enforce the Constitution and By-Laws and decide all questions of order. He/She shall sign all official documents adopted by the membership and perform all other duties pertaining to the office of President. He/She shall provide the secretary with a meeting agenda prior to each meeting. The President shall also chair each meeting of the Board of Directors. The President or his/her appointed representative shall represent the organization in any dealings with people and organizations outside of this organization. The President shall also appoint chairperson(s) for such other functions as the Board of Directors shall decide, such as but not limited to: Membership Chairperson, Emergency Activities Chairperson, Field Day Chairperson, Repeater Coordinator, and Outreach Coordinator for education and amateur radio examination activities. The President shall also appoint up to three members of a Membership Committee, which Committee with the Membership Chairperson shall decide to accept or decline each membership application.

The Vice President shall be responsible for organizing club meeting activities, acquiring speakers, arranging for meeting locations, and arranging technical assistance as outlined in the Bylaws. He/She shall also assume and perform the duties of the President in the President's absence.

The Secretary shall record proceedings of regular meetings, maintain a roster of the membership, submit membership applications, carry on all correspondence, send meeting notices to each member. At the expiration of his/her term shall present all items belonging to the club to his/her successor.

The Treasurer shall receive and receipt all monies paid to the club, keep an accurate account of all monies received and expended, and pay bills upon proper authorization of the Board of Directors. At least three board members must agree before paying a bill. At the end of each month, he/she shall submit an itemized statement of disbursements and receipts. The Treasurer is also responsible for all non-cash tangible assets acquired or donated to the organization. At the end of his/her term, the Treasurer shall present all club property in his/her possession to his/her successor.

Any Officer may be removed by a two-thirds (2/3) vote of the total Full Membership by ballot.

Article III: General Membership Meetings

Unless special circumstances are declared by the Board of Directors, General Meetings shall be held monthly in each month except December, to allow for members' year-end activities. At General Meetings, a minimum of one-third of the total Full and Associate membership, or 20, whichever is less, shall constitute a quorum for the transaction of business. Roberts Rules of Order shall govern proceedings. General Membership meetings shall be called by the President with advance notice to the members. Establishment of a regular monthly meeting time and place shall constitute such notice to the members.

Article IV: Assets

All monies belonging to the organization shall be placed in a local bank account in the organization's name, which account shall require the signatures of the Treasurer and either the President or Vice President for disbursement. All non-cash assets shall be logged and accounted for by the Treasurer. All records shall be available for inspection by any member in good standing upon reasonable notice (not to exceed 30 days).

Article V: Modification or Amendment of this Constitution

This Constitution may be modified or amended by an affirmative vote of at least two-thirds (2/3) of the total of the Full Members. Proposals for modification or amendment may be submitted by any Full Member in writing at any regular General Membership meeting. After dissemination of the proposed modifications or amendments to the Full Members, and open discussion of the proposed modifications or amendments at the next General Membership meeting following the proposal, a vote to accept or not accept the modifications or amendments shall be held at that meeting provided that notice of such proposed modifications or amendments shall be sent to all Full Members. Absentee ballots may be requested for such vote. Written ballots received before the election shall be accepted. Each ballot cast in such a vote shall be identifiable as being cast by a Full Member. The President shall preside at all considerations of any modifications or amendments. Motions to modify the proposed modifications or amendments may be made by any Full Member during such discussion at the meeting, and any such Motion shall be voted on after discussion subject to the same affirmative vote of two-thirds of the Full Members.

Article VI: Dissolution

This organization may be dissolved by an affirmative vote of two-thirds of the Full Membership at the time of such vote of dissolution. In the event that no General Membership meetings have been held for a continuous period of six (6) months, the last group of elected officers may vote to dissolve the organization by majority vote of those present even though the terms of office may have expired during the six-month period of inactivity. Upon dissolution of the organization, no organization assets shall be given to any member. All non-cash assets may be converted to cash by holding a publicly advertised auction. The notice shall be published no less than 2 weeks before the auction and must be published in a local newspaper of general circulation. All cash and non-cash assets not converted to cash must be donated to one or more charitable organizations recognized as such by the Internal Revenue Service. A notice of intent to dissolve and the intended recipient of such donation(s) must also be published no less than 2 weeks before the intended transfer date in a local newspaper of general circulation. The auction notice and the notice of intent to dissolve may be combined.

Revision History:

15 Nov 2006

1. Added to Board of Directors the Immediate Past President and Web Master.
2. Clarified language regarding a quorum at any Board of Directors meeting.
3. Clarified duties of the Vice President.
4. Deleted requirement to distribute agenda copies to each member at general meetings.
5. Voted on and approved at the general club meeting held on November 15, 2006.

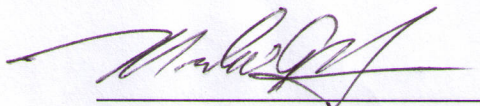
26 July 2008

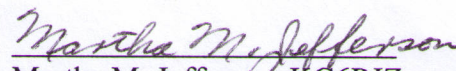
1. Added language relating to non-profit status to comply with rules of the California Franchise Tax Board to complete filing for tax exempt status under Revenue and Taxation Code Section 23701g.
2. Voted on by email and US Mail. Results of voting certified by the Board Of Directors at it's meeting held July 26, 2008.

16 June 2009

1. Modified geographic restriction for "Full" membership.
2. Provision made for associate members from outside the Kern River Valley or Walker Basin and nearby areas.
3. Clarified how the number of Directors at Large is determined.

The undersigned officers do hereby certify this to be the amended and current copy of the Constitution of the Sequoia Amateur Radio Group as of this date.


Michael A. Higgins, KA6IYS
President


Martha M. Jefferson, KC6RIZ
Secretary

Date: August 25, 2009 (Certification Date)

Addendum to Constitution of the Sequoia Amateur Radio Group effective 16 June 2009.

To avoid confusion as to the definition of the boundaries of the Kern River Valley and Walker Basin, any residence in the area bordered as described below will be considered to be in the service area of this organization:

South: Caliente
North: Johnsondale
East: Walker Pass
West: Glennville

BYLAWS for the Sequoia Amateur Radio Group

Adopted 1 April 2006
[As amended 9 Aug 2014]
Article I: Membership

Section I: General

This is a sovereign and democratic organization. The membership retains the right of exclusive self-government in all phases of this organization, through its elected officers and directors.

Section II: Membership

Membership is restricted to the categories shown below. Each full member shall be a full-time resident of the Kern River Valley or , the Walker Basin, or shall maintain a part-time residence in either of those areas and listed on the real property tax rolls of Kern County in the member's name. Residence may be shown by the member's utility or real estate tax bills with a Kern River Valley or Walker Basin address in the member's or prospective member's name.

Section III: Categories of Membership and Dues

- a. Full Member: A Full Member must hold a valid and current FCC amateur radio license and meet the residency requirements in Section II. A Full Member whose dues are paid as of the date of the vote is entitled to vote on all matters coming before the organization. A Full Member may hold any office.
- b. Associate Member: An Associate Member is anyone accepted for membership who does not meet the license or residency requirements of a Full Member. An Associate Member may not vote or hold any elected office. An Associate Member may be appointed by the President to any Chairperson position.
- c. Lifetime Member: The Board of Directors by majority vote may appoint any current or former Full Member to a Lifetime Membership. This type of dues free appointment should not be routinely granted. Voting rights will be determined by license and residency requirements stated elsewhere. This appointment shall be ratified by a majority vote of Full Members at the next regular club meeting with a quorum. Any Full Member in good standing shall have the right to request the board to consider appointing another Full Member to Lifetime Member status.
- d. Honorary Member: The Board of Directors by majority vote may appoint any person not qualifying for Full or Associate Membership an Honorary Member. This type of dues free appointment should not be routinely granted. There shall be no voting rights. This appointment shall be ratified by a majority vote of Full Members at the next regular club meeting with a quorum. Any Full Member or Associate Member in good standing shall have the right to request the board to consider appointing another person to Honorary Member status.
- e. Family Membership: A Family Membership consists of two or more Full and/or Associate Members who reside at the same address.
- f. The Club year shall start January 1 and end December 31 of each year. Each member shall pay annual dues by the end of the first month of each year. The amount of the annual dues shall be recommended by the Board of Directors and established by majority vote of the Full Members at any meeting. Annual dues for a year may be reduced by pro-rata by quarters for members joining the Club after the end of the first quarter of the calendar year.

Section IV: Candidacy for Office

- a. One or more candidates for office shall be recommended by the Nominating Committee.
- b. A member may present himself/herself as a candidate for office at the General Meeting in the month prior to an election meeting.
- c. A candidate for office must be an active member for at least six (6) months preceding his/her candidacy. This provision is waived for the first eight (8) months the Club is active.

Section V: Termination of Membership

Membership may be terminated by the Board of Directors for the following reasons:

- a. Death or resignation of the member.
- b. Failure to pay dues within thirty (30) days of the start of a membership year.
- c. Termination by action of the Board of Directors. The Board, by a majority vote of the full Board membership, may terminate any member's membership. Written notice of such pending action shall be given by mail to the member's last address of record on the Club roll. Any member whose membership is so terminated may appeal to the Club membership at the next General Meeting after such termination, and a majority vote of all Full Members present at the next General Meeting shall be required to overturn the Board's termination. All such votes shall be done by secret ballot, with the votes counted at the meeting in public. Any member so terminated shall be entitled to a pro-rata refund by quarter-years of any dues paid for the year in which his/her membership is terminated.

Article II: Elected Officers

The officers shall consist of those described in the Constitution of this organization. All officers shall be Full Members. A majority vote of those Full Members present at a valid meeting at which a quorum is present shall elect each officer. If there is more than one candidate for an office, a secret ballot shall be taken. All names of candidates for office shall be submitted at the October General Meeting. Voting shall take place at the November General Meeting. The term of office shall be for one year and shall commence on January 1 or such later date as the Officer may be elected, and terminate on December 31 of each year. If no valid candidate has been elected to hold an office at the start of a year, the prior year's office holder may be asked by the Board of Directors to remain in office until a valid candidate has been elected to succeed him/her.

An officer shall not miss three consecutive General Meetings without due cause and proper notification to the Board of Directors. If an officer has three consecutive absences, the Board of Directors shall review the circumstances and recommend to the general membership what action they deem necessary. If the office is to be declared vacant by the Board or by vote of the Full Members, an election notice shall be prepared and mailed to the voting Members advising them of the election to be held at the next General Meeting.

Article III: Appointed Offices

The President may appoint a member to one of several appointive offices, which shall be either annual appointments or for such shorter term as the circumstances may require. Among these are Chairpersons of individual events which happen throughout the year, such as but not limited to Field Day Chairperson. The Treasurer may appoint a Property Manager as described below.

Section I: Property Manager

This is a position appointed by the Treasurer from time to time, as the Treasurer may need assistance in handling and accounting for Club property. It shall be the duty of the holder of this position to keep a record of all Club property and its location. He shall supply such Club equipment as the Board permits to be used, keeping a record of its issuance and return.

Section II: Historian

This is an appointed position. It shall be the duty of the holder of this position to coordinate all articles, newsletters, photos and various records of happenings pertaining to the Club Members. These items will be maintained in the possession of this position and shall be passed on to the next position holder.

Section III: Constitution and Bylaws Committee

This committee shall be appointed whenever any modifications to the Constitution and/or Bylaws are proposed, and shall be comprised of three active Full Members. This Committee shall review the Constitution and Bylaws and any modifications proposed, and make recommendations, if any, to the Board of Directors by the June Officers meeting. These recommendations shall be presented to the Full Members at the July General Meeting and, if necessary, voted upon at the August meeting. To amend or change the Constitution or the By-Laws shall require a 2/3 majority vote of the entire Full Membership. Written signed ballots may be submitted by Full Members unable to be at the August meeting.

Section IV: Nominating Committee

This committee shall be appointed and will be comprised of three active Full Members who will recommend candidates for the up-coming election of officers. These recommendations will be presented each year at the October General Meeting. They shall be voted on at the November meeting and shall take effect on January first of the following year.

Article IV: General Membership Meetings

The President shall preside over all general membership meetings. He/She shall enforce the Constitution and By-Laws and decide all questions of order. He/She shall sign all official documents adopted by the membership and perform all other duties pertaining to the office of President. He/She shall provide the secretary with a meeting agenda prior to each meeting. In the absence of the President, such duties shall temporarily devolve upon the Vice President, or the Secretary, or the Treasurer, as necessary.

The quorum for any general membership meeting shall be as required by the Constitution.

Article V: Meetings of the Board of Directors

The President shall preside over any meeting of the Board. This duty shall temporarily devolve upon one of the other officers in order, if the President is unable to attend a meeting. A quorum of three Directors is required to conduct business. The President shall prepare and make available an agenda. However, the Board may consider such other business as may come before the Meeting.

Revision History:
16 June 2009

Modified membership requirements to be in agreement with the Constitution to allow prospective members not meeting the residency requirements to join as Associate Members.

Addendum to Bylaws of the Sequoia Amateur Radio Group effective 16 June 2009.

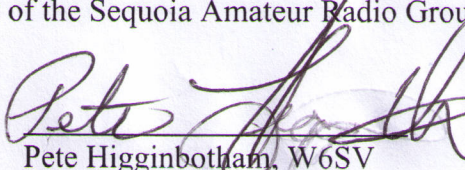
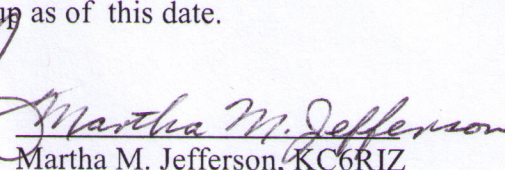
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South: Caliente
North: Johnsondale
East: Walker Pass
West: Glennville

9 Aug 2014

Article I - Section III: Categories of Membership and Dues modified to include 2 new classes of membership, Lifetime Member and Honorary Member.

The undersigned officers do hereby certify this to be the amended and current copy of the Bylaws of the Sequoia Amateur Radio Group as of this date.

	
Pete Higginbotham, W6SV	Martha M. Jefferson, KC6RIZ
President	Secretary

Date: 13 September 2014 (Certification Date)