

# CENTRAL FLORIDA REPEATER ASSOCIATION

Charter Number N18829

\*\*\* By-Laws \*\*\*

## Preamble:

We do hereby constitute ourselves the Central Florida Repeater Association, Incorporated (hereinafter referred to as the Association) and do enact these by-laws as our governing laws.

## Article I -- Purpose

1. The above is a not-for-profit organization, to provide education and installation, maintenance and acquisition of communications equipment in the amateur radio service to serve the Central Florida radio community.
2. For day to day, and emergency communications as specified by Part 97 of the Federal Communications Commission (FCC) rules and regulations.
3. The aims of the Association are: to promote radio activities through the use of Frequency Modulation (FM) and to encourage stations to participate in the Amateur Radio Civil Emergency Service (RACES), the Military Affiliated Radio Service (MARS), the Civil Defense (CD) or the Civil Air Patrol (CAP) organizations of the State of Florida or any of the counties thereof, and to assist any local government in any way possible when the necessity arises or when requested by duly authorized and responsible persons.

## Article II -- Membership

1. All persons interested in the activities of the Association may be eligible for membership.
2. There shall be five types of membership in the Association: Full, Associate, Family, Student and Honorary.
  - A. Full Member -- Any amateur holding a valid FCC license who is a citizen of the United States is eligible to become a Full member. A Full member may hold office, vote on business brought before the Association and/or operate a control point. The one exception being that a member holding a Novice license may not operate a control point without a holder of a Technician or higher class of license being at the control point.
  - B. Associate Member -- Any amateur who is interested in promoting the use of FM amateur communications in public service is eligible to become an Associate member. Associate members have no voting privileges, and must only be occasional users of the Association's repeater(s). This membership classification exists primarily for those interested transient and non-local stations to be a part of the structure of the Association.

- C. Family Member -- Any amateur in the immediate family of a member is eligible to become a family member. In such instances, at least one person in the family must be a Full member of the Association. A maximum of two such memberships is allowed from each family unit. Family members have all the privileges as stated in A., above.
- D. Student Member -- Any amateur who is attending a grade or high school full-time may be eligible to become a Student member and have the privileges as stated in A., above. This membership classification exists primarily to encourage students to become involved in amateur radio and to be a part of the structure of the Association.
- E. Honorary Membership -- Any person elected by a simple majority of the membership is eligible to become an Honorary member. Honorary members are allowed full use of the facilities of the Association and may participate in the Association's activities. They will not have voting privileges or hold any elected office of the Association.

### **Article III -- Officers**

1. The Officers of the Association shall be the President, Vice-President, Secretary, Treasurer and the Director of Engineering. This group shall be referred to as the Executive Board, with the Director of Engineering as an ex-officio member of said Board. The President, Secretary and Treasurer are designated to serve on the Board of C.F.R.A., Inc., and attend the Corporation's meetings.
2. Vacancies occurring between elections shall be filled by special ballot at the first regular meeting at which the withdrawal or resignation is announced.
3. The President, Vice-President, Secretary, Treasurer and the Director of Engineering shall be chosen from qualified members, nominated by the members and elected by a majority vote of the membership.
4. Officers may be removed on motion by three-fourths vote of the general membership.
5. The term of office of the officers shall not be more than two successive one year terms, with the exception of the Director of Engineering.

### **Article IV -- Duties of Officers**

1. The President shall preside at all meetings of the Association, conduct the same according to these by-laws and shall follow Robert's Rules of Order (revised/newly revised) on all matters of parliamentary proceedings. He shall appoint, as needed, all necessary committees, decide all questions of order, and sign all official documents adopted by the Association, and none other. He shall vote on matters brought before the Association only in case of a tie vote. He shall have general supervision of the officers and business of the Association and perform all customary duties pertaining to the office of the President.

2. The Vice President shall perform all of the duties of the President in his absence and assist the President in the discharge of the duties of his office. By virtue of his office, he shall be chairman of the Ways and Means committee. He shall also serve as activities director, seeing to all public service activities and general Association activities which are not part of other designated committees, except the nominating committee.
3. The Secretary shall keep a record of the proceedings of all meetings in a book kept for that purpose, read the minutes of the last meeting, keep a roll of members, submit membership applications, carry on all correspondence, keep the Association by-laws and have the same present at all meetings to permit same to be consulted by members on request. He shall read communications at all meetings, and when directed by the President, shall mail notices of every regular or special meeting to each member. He shall, at the expiration of his term, turn over everything in his possession belonging to the Association to his successor.
4. The Treasurer shall receive and receipt for all monies paid to the Association and keep an accurate account of monies received and expended. He shall pay no bills without proper authorization of the Association. At each regular meeting of the Association, he shall submit an itemized statement of disbursements and receipts to the membership. He shall, at the expiration of his term, turn over everything in his possession belonging to the Association to his successor.
5. The Director of Engineering shall be responsible for the maintenance, updating and documentation of all of the Association's equipment. He shall explore and develop new repeater systems as activity requires. He shall, at his option, appoint a committee to be known as the engineering committee.

## **Article V -- Meetings**

1. Meetings may be called by the Association officers at any time it shall be deemed necessary, but with seven days notice.
2. Twenty-five percent of the general Association membership may petition in writing for a special meeting. Petitions shall be delivered to any officer of the Association.
3. Special meeting dates shall be set no sooner than seven days nor more than ten days after the mailing of notices to the entire membership of the Association.
4. Members not able to attend meetings may vote, if so qualified, on business of the Association by a write-in vote sent to any of the Association officers and received two days in advance of a meeting. Qualified members may also cast an oral vote on business of the Association during on-the-air meetings.

5. The following guidelines can be followed when conducting meetings:

- a. Attendance recognition by name and callsign,
- b. Reading of the minutes of the last meeting,
- c. Treasurer's financial report,
- d. Committees' reports,
- e. Trustees' reports,
- f. President's report,
- g. Communications,
- h. Unfinished business,
- i. New business,
- j. Adjournment.

## **Article VI -- Dues**

1. The Association, by a two-thirds vote of those present at a meeting, provided there be a quorum, may levy upon the membership of the Association such assessments or dues as shall be deemed necessary for the business of the Association within its objects as set forth in the purpose thereof. Non-payment of such assessments or dues shall be cause for expulsion from the Association at the discretion of the membership.
2. Dues to be as follows -- Full memberships to be at a cost of twelve dollars (\$12.00) per year; with additional dependent family memberships of the same household at a cost of six dollars (\$6.00) person per year. Dues are payable upon the anniversary date of the initial payment. Student and Associate memberships are six dollars (\$6.00) per year, with dues renewable on anniversary date. Honorary memberships incur no dues.

## **Article VII -- Powers**

The Association, for the non-profitable purposes listed under Article I of these by-laws, shall have the power to purchase, lease, hold, sell, develop, mortgage, convey or otherwise acquire or dispose of real and personal property and to do and perform all lawful acts necessary and proper in the judgment of the officers and members and to promote the non-profitable objectives of the Association, subject to all particulars to the limitations relative to not-for-profit organizations contained in the laws of the State of Florida.

## **Article VIII -- Membership Assistance**

The Association, when necessary, shall enact appropriate rules for the prevention of interference and to set a precedent for the operation to be followed by all member stations. Members not complying with these rules or FCC regulations may be subject to suspension or expulsion from the Association, but only after a majority vote of the members present at the meeting, provided there be a quorum. The Association will cooperate with any member or other agency when called upon to handle any case of interference caused by an amateur station operating under the jurisdiction of the Association, through designated members or special committees. The Association will provide technical advice to members, interested non-members and other organizations concerning equipment design and

operation, assist in complete frequency monitoring, uniform practice and ensure the absence of spurious radiation from Association member stations.

## **Article IX -- Membership Privileges**

Except when expressly prohibited in Article II, all members may attend and participate in Association meetings and other activities, may serve on committees, will receive notice of Association activities, and may operate equipment belonging to the Association (all within the limits of their operator's license).

## **Article X -- Membership Acceptance**

Any person eligible and applying to the Association for membership must be accepted by a simple majority of the membership and must have paid his first dues as set forth in Article VI before he will be considered as a member of the Association.

## **Article XI -- Quorum**

Twenty-five members or twenty-five percent (25%) of the voting membership, either in attendance or by prior write-in or oral vote, shall constitute a quorum and have the power to transact any business at any regular or special meeting.

## **Article XII -- Rules**

Robert's Rules of Order revised/newly revised shall govern the deliberations of the Association unless otherwise provided for.

## **Article XIII -- Name and Address**

1. The name of the Association shall be the Central Florida Repeater Association, Incorporated, otherwise known as C.F.R.A.
2. The address shall be that of the Secretary.

## **Article XIV -- Subsidiary Conditions**

1. The Association may maintain bank account(s) separate from C.F.R.A., Inc., or any other affiliates of C.F.R.A., Inc., and will be subject, if necessary, to any audit of C.F.R.A., Inc.
2. Books will be audited every year by at least three members of the Association before they are turned over to the newly elected Treasurer.
3. The year will be from 1st January to 31st December.
4. All dues will be paid by each Association member on the annual anniversary of the month of application.

## **Article XV -- Amendments**

1. Proposed amendments to these by-laws, signed by at least three qualified officers/members of the Association, shall be submitted at a regular meeting. The proposed amendment(s) may be discussed, but not acted upon, at this meeting. Previous to the next meeting, at which the amendment(s) shall be voted upon, the secretary shall send written notices to all members concerning the proposed amendment(s). A two-thirds affirmative vote of the members present at this meeting, provided there be a quorum, shall be necessary for the adoption of the proposed amendment(s).
2. The articles of these by-laws may be suspended temporarily at any meeting of the Association by a two-thirds vote of the members present, provided there be a quorum.

## **Article XVI -- Equipment**

1. The primary goal of the Association shall be to own all equipment required for the operation of the repeater system(s).
2. All equipment owned by, utilized by or loaned to the Association shall be listed in an inventory compiled by the Director of Engineering. Borrowed equipment shall become the liability of the Association while in its possession.
3. Equipment loaned to the Association shall be acknowledged by a receipt signed by the owner and the Director of Engineering. Such equipment shall not be returned to the lender until 30 days after submission of a written request. Such equipment may be returned sooner than 30 days, however, if it is decided by the Director of Engineering that the equipment is no longer needed by the Association.

## **Article XVII -- Termination/Liquidation**

Upon termination/liquidation of the Association, all assets shall be donated to non-profit amateur radio Associations in the Central Florida area except for the repeater(s), which will go back to the previous owners at their discretion.

## **Article XVIII -- Trustees**

1. The Association officers shall be empowered as a committee to appoint and remove trustee(s) subject to confirmation by the Association membership at the first regular meeting following such appointment(s).
2. The appointment and confirmation of a trustee shall be valid until the trustee resigns, is replaced by the Association officers, or his license, as issued by the FCC, is no longer valid for any reason whatsoever.

3. Trustees shall be required to enforce all legal requirements of the FCC as they apply to ownership and/or operation of stations licensed to the Association under said trustees.
4. The trustee shall be one of the licensed control stations for any repeater(s) covered by the license bearing his name and that of the Association. Trustees shall maintain proper licensing for and on behalf of the Association.
5. Each trustee will provide the official liaison between the FCC and the Association on behalf of the users of the station(s) covered by his Association license.

## **Article XIX -- Committees**

Except where specified otherwise, the President shall appoint committee chairmen. Committees shall hold meetings as they see fit, invite any participant(s) they desire and present any and all recommendations at any regular Association meetings.

## **Article XX -- Nominating Committee**

1. The President shall, at least two months prior to the nomination meeting, appoint a nominating committee chairman. Said committee, of at least three members, shall present a slate of candidates to the Association at the nominating meeting, take additional nominations from the floor and submit a total slate of candidates for mail ballot. The committee chairman shall receive and count, with remaining committee members help, all ballots and announce the results of the election no later than December 15.
2. It shall be the duty of this committee to meet and talk with perspective candidates, inquire completely into their qualifications and explain all duties and responsibilities of said office to candidates.

## **Article XXI -- By-laws Committee**

The President shall appoint a by-laws committee chairman. This committee, of at least three members, shall handle all matters pertaining to the Association by-laws. In situations in question, the committee shall assist the President in interpreting the by-laws.

## **Article XXI -- Ways and Means Committee**

A ways and means committee, headed by the Vice-President and consisting of at least three members, shall consider any and all fund raising activities conceived by it or recommended to it by Association members. Upon majority approval of the committee members, proposals shall be presented to the Association at any regular meeting. The committee shall also periodically review and make possible recommendations on the Association's dues structure at any regular meeting.

Prepared this 30th day of October 1988 AD

*(signed)*

John H. Whitlock  
N4UBV