

VALENCIA COUNTY AMATEUR RADIO ASSOCIATION, INC.

BYLAWS

ARTICLE I – MEMBERSHIP

Section 1. Eligibility

Membership is open to individuals supporting the mission and purpose of the Association.

Section 2. Membership Classes:

The Association shall maintain the following membership classes:

Voting Member – Licensed amateur radio operator in good standing

Associate Member – Non-licensed individual, non-voting

Honorary Member – As designated by the Board

Section 3. Good Standing:

A member in good standing is current with their dues, complies with governing documents, and is not under suspension.

Section 4. Discipline and Removal

Any member may be removed at any meeting by a two-thirds vote of eligible voting members present at the meeting. Membership may also be suspended or terminated by the Board for cause, including conduct contrary to the mission of the Association. Due process shall be provided.

ARTICLE II – BOARD OF DIRECTORS

Section 1. Responsibility

The Board of Directors is responsible for the governance, fiduciary oversight, asset management, and development of policy and procedures direction.

Section 2. Composition

The Board shall consist of:

President

Vice President

Secretary

Treasurer

(A) Past President

Director(s)-at-large, as determined by the membership

Section 3. Term

The Directors shall serve one-year terms.

Section 4. Removal

A Director may be removed by a majority vote of the Board or two-thirds vote of eligible voting members present at any regular or special meeting. Details of removal or suspension are detailed in the VCARA Corporate Handbook.

Section 5. Vacancies

The Board may appoint replacements to fill vacancies until the next election.

ARTICLE III – OFFICERS

Section 1. President

Shall: a) serve as chief executive officer; b) preside over meetings; c) represents the Association; d) and perform other duties as assigned by the Board.

Section 2. Vice President

Shall: a) assume the duties of President when necessary; b) maintain the property inventory for the Association; c) and perform other duties as assigned by the Board.

Section 3. Secretary

Shall maintain: a) all corporate records, both paper and electronic; b) record meeting minutes and file appropriately; c) and perform other duties as assigned by the Board.

Section 4. Treasurer

Shall: a) maintain all financial records; b) manage the financial assets and liabilities; c) maintain the membership roster; d) and perform other duties as assigned by the Board.

ARTICLE IV – MEETINGS

Section 1. Meeting Types

Annual: An annual meeting shall be held for election of officers and other Association business. (open to members and public)

Regular: Regular meetings shall be held as determined by the Board. (open to members and public)

Special: The President, or $\geq 15\%$ of the members, or upon resolution of the Board may call a special meeting for the members.

Board of Directors: Board meetings shall be held as necessary.

Section 2. Quorum

Board meetings: majority of Board members

General Membership meetings: ≥10 % of voting members, but not less than ten members.

ARTICLE V – ELECTIONS/VOTING

Section 1. Elections

Elections shall be held annually.

Section 2. Voting

Voting may occur by voice, secret ballot, or electronic means authorized by the Board. In all matters of the Association that requires membership vote, including elections, a simple majority is required for approval.

ARTICLE VI – FINANCIAL MANAGEMENT

Section 1. Fiscal Year

The corporation fiscal year is July 1 through June 30 of each year.

Section 2. The Treasurer shall maintain accurate financial records, available for review on a monthly basis for both the Board and members.

Section 3. Expenditures

The authority for Association expenditures is detailed in the VCARA Corporate Handbook.

Section 4. Financial Review

The Board shall periodically review financial records for completeness and accuracy, but not less than annually.

ARTICLE VII – CORPORATE ASSETS AND INFRASTRUCTURE

All equipment, repeaters, infrastructure, and other property acquired by VCARA remain corporate property and will be maintained on the Association property records. No individual member shall claim ownership of any corporate asset. If needed, the Board shall designate custodians and control operators for certain equipment. The Board will approve the Trustee of the Association's FCC licenses.

ARTICLE VIII – EMERGENCY COMMUNICATIONS AUTHORITY

The Association may support emergency communications operations consistent with its charitable and public service mission. The ARES group will coordinate these operations with Board approval.

ARTICLE IX – LIABILITY AND INDEMNIFICATION

Officers and Directors shall be indemnified to the fullest extent permitted by New Mexico law.

ARTICLE X – CONFLICT OF INTEREST

Directors and officers shall disclose conflicts of interest and abstain from related votes.

ARTICLE XI – PARLIAMENTARY AUTHORITY

Robert's Rule of Order shall govern where not inconsistent with governing corporate documents or law.

ARTICLE XII – AMENDMENTS

These Bylaws may be amended by a two-thirds vote of voting members in good standing present at any annual, regular, or special meeting. Any member in good standing may propose an amendment to these Bylaws.

ARTICLE XIII – VCARA CORPORATE HANDBOOK

The specific management requirements and actions as referenced in the Constitution and these Bylaws shall be documented in the VCARA Corporate Handbook. The contents of this Handbook may be amended at any time by the Board of Directors.

CERTIFICATION OF ADOPTION

Adopted this _____ day of _____, 2026

President: _____
PRINT

SIGNATURE

Secretary: _____
PRINT

SIGNATURE