

THE DESERT RADIO AMATEUR TRANSMITTING SOCIETY

Constitution and By-Laws

Mission Statement of the "The Desert Radio Amateur Transmitting Society"

The Desert Radio Amateur Transmitting Society, wishing to secure for ourselves the pleasure and benefits of the association of persons commonly interested in Amateur Radio, do hereby revise and reaffirm ourselves as "The Desert Radio Amateur Transmitting Society", and do revise and reenact this constitution and by-laws as our governing law. It shall be our purpose to facilitate the exchange of information and general cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and to conduct club programs and activities as to advance general interest and welfare of Amateur Radio in the general community.

ARTICLE I. NAME

As stated in the Articles of Incorporation, the name of this organization shall be "The Desert Amateur Radio Amateur Transmitting Society", hereinafter referred to as the "THE DESERT RATS" or "D-RATS." The principal office of D-RATS for the transaction of business shall be located in the County of Riverside, California at such location as may be designated by the board and recorded with the California Secretary of State.

ARTICLE II. MEMBERSHIP

SECTION 1: Membership in the D-RATS shall be open to all persons interested in promoting Amateur Radio for the purposes stated in the Articles of incorporation.

- a. There shall be no restriction as to race, Creed, color or gender, age or physical impairment.
- b. Membership shall be by written application and payment of dues and maintain a member of good standing. Membership applications shall be approved by the Membership Committee

SECTION 2: Classes of Membership and Dues Schedule:

- a. There shall be four (4) classes of membership:
 - (1) Regular Membership - Any licensed radio amateur. They shall have the right to vote on any motion and shall have all the rights and obligations and privileges of D-RATS membership.
 - (2) Associate Membership - They shall be a non-licensed person genuinely interested in Amateur Radio. They shall have all the privileges and rights of D-RATS membership but are not subject to any special assessment over and above D-RATS dues. They may not vote, be a D-RATS officer or director.
 - (3) Honorary Membership - They shall be a licensed or non-licensed person granted this classification or membership by the Board with approval of the D-RATS President. No dues are attached to this class of membership and this class of membership may not vote, be a D-RATS officer or director.
 - (4) Lifetime Membership - Any member deemed by the Governing Board. No dues are

attached to this class of membership.

b. Dues shall be set by the Board of Directors and shall take effect when confirmed by a majority of voting members present at a regular meeting. Prior to said meeting, the Board shall cause a notice of such dues vote to be sent to each member of record at least one week in advance of said meeting.

c. Dues shall be due and payable by January first of each calendar year. Said dues shall be for membership for the calendar year. Initial dues for first-time members joining the D-RATS after June thirtieth any calendar year shall be one-half of the annual dues of the membership class for such first-time member.

Section 3:

A "member in good standing" is one whose dues are paid and who abides by the bylaws of the D-RATS. A member, whose dues are in arrears three (3) months or more, will be considered inactive and dropped from the membership roll. In order to be reinstated to membership, an inactive member must pay the full annual dues.

Section 4:

A "voting member" is any member in good standing who holds a valid amateur radio operator's license and whose dues have been paid for at least twenty-eight days.

Section 5:

Any membership may be canceled for good cause by unanimous action of the Board. Refer to ARTICLE VII.

ARTICLE III. MEETINGS

Section 1: Meetings.

Regular meetings shall normally be held each Calendar month, except during the Summer, at such place as the Board shall determine. Special meetings may be called at the discretion of the Board or the President.

Section 2: Meeting Dates.

The regular meeting of the D-RATS shall be held on the third Tuesday of each month.

Section 3: Right to Vote.

Each voting member (as defined in Article II) shall be eligible to vote and to cast one ballot in person or by written proxy.

Section 4: Voting Procedure.

Voting shall be by printed ballot unless otherwise determined by the President or presiding officer at the meeting. Printed ballots shall be distributed to voting members after validation of their membership by the membership chairperson. Ballots may be sent electronically or by other

means.

Section 5: Quorum.

At any meeting, as defined in Section 1 above, 15 members of good standing of the voting members shall constitute a quorum.

ARTICLE IV. BOARD OF DIRECTORS

Section 1

As provided in the Articles of Incorporation, all business and affairs of the D-RATS shall be under the direction and control of the Board of Directors, herein referred to as the "Board." Duties of the individual directors shall include responsibility for serving as committee chairpersons and performing such other administrative and/or technical functions as may be agreed between them and the President.

Section 2:

All members of the Board shall be members of the D-RATS in good standing and shall hold a valid Amateur Radio operator's license, issued by the Federal Communications Commission or a citizen of countries holding an amateur Service license granted by a country with which the United States has made reciprocal operating arrangements are authorized by 47 C.F.R. S. 97.107.

Section 3:

The Board shall consist of seven (7) members, of who four (4) shall be the Officers specified in Article V and three (3) Directors-at-large. One of the Directors-at-large shall be, with his concurrence, the immediate past president of the D-RATS, unless he shall be a current Officer.

Section 4: Term of Office.

Each Officer and Director-at-large shall hold office for a period of one year, and until resigned, re-elected or replaced by a successor.

Section 5: Quorum.

Four (4) members of the Board shall constitute a quorum.

Section 6. Vacancies.

A vacancy on the Board shall be filled by appointment by the Board of a qualified individual for the unexpired term involved.

Section 7: Action Taken Between Board Meetings.

In case an action required or permitted to be taken by The Board must be taken by the Board between meetings; such action shall be by consent of all of the Board Members, individually or collectively, in writing, to such action. Such written consent or consents shall be filed in the minute book of the Board. For purposes of this section, "all of the Board Members" shall not include any "interested director" as defined in California Corporations Code Section 5233.

Section 8: Standing Rules Adopted by Board.

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The Board may prescribe by adoption of standing rules, not in Conflict with the law or these By-laws, any procedures necessary for carrying out the Board's responsibilities. For example, the Board may adopt a standing rule prescribing the conduct of a meeting by Conference Communications equipment, as long as all Board members participating in such a meeting can hear one another. Participation in such a meeting, pursuant to all other By-laws requirements for Board meetings, shall Constitute presence in person at such meeting.

ARTICLE V. OFFICERS

Section 1: Officers

President

The President shall preside at all meetings of D-RATS, shall be chairman of the Board, and shall be an ex-officio member of all of the committees, except the nominating committee(s) and a member in good standing 1 year before election.

Vice President

The Executive Vice President shall preside at all meetings in the absence of the President and shall assume the President's duties during the President's absence. He or she shall perform such other duties that the President or Board may request in a manner which does not conflict with duties of other Officers.

Secretary

The Secretary shall keep a record of the proceedings of all meetings, maintain a roster of members, carry on all necessary D-RATS correspondence and mail written notices to members announcing special meetings of D-RATS. He or she shall be responsible for the safekeeping of the official copies of the Articles of Incorporation and By-laws, which shall be available for inspection by members, upon request, at reasonable times. He or she shall compile, update yearly and publish a list of standing rules which shall have been adopted by the Board.

Treasurer

The Treasurer shall be specifically responsible for all monies of D-RATS. He or she shall pay all bills approved by the President, or Executive Vice President in the President's absence, and in accordance with the Board's policy for reimbursement of expenses reasonably incurred in the course of D-RATS business, collect all monies, handle banking, and keep adequate financial records of all such transactions and of other types of records which reflect the net worth and financial position of D-RATS. He or she shall retain a copy of the inventory of D-RATS property, and retain a current estimate of the value of such property, prepare budgets for the Board's approval, and keep the Board currently informed concerning expenditures in relation to budgeted items. The Treasurer shall be responsible for the correct and timely performance of any accounting services secured by D-RATS pursuant to Board action. The treasurer shall keep a roll of all members and accept applications for membership. At the expiration of Treasurer's term, turn over all records in his/her possession to the club successor. (Elected or appointed)

ARTICLE VI. ELECTIONS

Section 1:

Officers and Directors shall be elected by a majority of votes duly cast by the voting members at

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the annual meeting of D-RATS held on the Third (3rd) Tuesday in November of each year or, if a quorum is not present, then at the next regular or special meeting called for the purpose, notice of any such meeting having been mailed or sent electronically to each voting member in advance of the meeting.

Section 2:

A nominating committee appointed by the President with concurrence of the Board, shall meet prior to the election to consider and submit the names of qualified candidates for nomination as officers and Directors, at the October D-RATS meeting next preceding the election and to all voting members in writing in advance of the election. Additional nominations may be made from the floor prior to the election.

Section 3:

A newly elected Officer or Director shall take office, on January first of the term for which they are elected, unless appointed to fill a vacancy, in which case he or she shall take office immediately upon his or her appointment.

Section 4: Removal or Resignation.

Any Officer or Director may be removed from office by an affirmative vote of two-thirds of the voting members present at a regular meeting. Any Officer or Director may resign by written notice to the Board mailed to the usual address of D-RATS. Such resignation is effective upon receipt by D-RATS at its usual address. Acceptance of such notice is not necessary to make it effective.

Section 5: Proxy Vote.

Any member may present their vote by proxy in writing to the Secretary or to an elected officer in advance of the regularly scheduled meeting.

ARTICLE VII. REMOVAL-REFUSAL OF MEMBERS AND APPLICANTS

Section 1:

Any member whose valid Amateur Radio License is suspended or revoked with cause or who is assessed a fine or penalty by the FCC or recognized alien government shall be automatically removed from membership in D-RATS.

Section 2:

Any member who operates his/her station in violation of Part 97 of the FCC Rules and Regulations, and who does not cease and desist from the aforementioned violations, may be removed from membership in D-RATS.

Section 3:

Any member or applicant, who causes adverse publicity or adversely maligns or slanders Amateur Radio or D-RATS, may be removed or denied membership in D-RATS.

Section 4:

Any member desiring to bring charges against a fellow member shall appear before the Board or the Board appointed Executive Committee and presents the facts. The Committee shall investigate the aforementioned "charges" and rule on the case. The decision of the Committee shall be final. All records of arbitration shall be final. All records of arbitration shall be sealed, except for the resolution of decision of the Committee.

ARTICLE VIII. APPOINTMENTS

Except as to the above-named Officers who are members of an Executive Committee, the President may, with the concurrence of the Board, appoint committee chairpersons, committee members, and such other appointive officers as may be deemed advisable, with such responsibilities and terms as may be determined. Such appointments may, but need not be, limited to members of the Board, so long as at least two Board members are appointed to such Committee and unless otherwise specified by these By-laws.

ARTICLE IX. TRUSTEES

Section 1:

The Board shall appoint such a Trustee or Trustees as shall be necessary to conduct negotiations with the Federal Communications Commission (FCC) on any and all matters pertaining to the issuance and maintenance of Amateur Radio Station licenses issued to D-RATS. The Trustee(s) shall be responsible for D-RATS compliance with the rules and regulations prescribed by the Federal Communications Commission relative to the operation of D-RATS radio station(s) and equipment, and shall have sole authority over the use of said equipment where FCC regulations pertain. All actions of the Trustee(s) shall be under the direction and control of the Board.

Section 2:

A Trustee shall hold office until the expiration date of D-RATS station license for which he or she is responsible, or until he or she is no longer willing or able to serve and a successor is appointed.

Name Trustee(s):

1. Gary Boskovich - 4193 Matthew Drive, Palm Springs, CA 92264-5607 effective March 29, 2012.

ARTICLE X. RULES OF ORDER

Roberts Rules of Order shall be used as a guide for governing proceedings of D-RATS in all cases to which they apply and in which they are not inconsistent with these By-laws.

ARTICLE XI. AMENDMENTS

These By-laws may be amended at any regular meeting of D-RATS by a two-thirds majority of the votes duly cast by voting members, notice of the proposed amendment having been submitted in writing at a previous regular meeting and mailed or electronically sent to each voting member in advance of the meeting at which it is to be voted upon.

History:

These By-laws were adopted by Action of the Board of Directors on Tuesday, January 15th 2018.

ARTICLE XII. DISSOLUTION OF THE DESERT RATS

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Revenue SECTION I.- Upon dissolution of the D-RATS, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the D-RATS is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

End

IRS NOTE: No part of the net earnings of the D-RATS shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the D-RATS shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the D-RATS shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the D-RATS shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the D-RATS shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or Corresponding section of any future federal tax code."