

**WESTCHESTER EMERGENCY  
COMMUNICATIONS ASSOCIATION**

**BYLAWS**

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**WESTCHESTER EMERGENCY COMMUNICATIONS  
ASSOCIATION BYLAWS**

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## **ARTICLE I - OFFICES**

The principal office of the Corporation shall be in the City of White Plains, County of Westchester, State of New York. The Corporation may also have offices at such other places within or without this state as The Board may from time to time determine or the business of the Corporation may require.

## ARTICLE II - PURPOSES

The purposes for which this Association has been organized are as follows:

- A. To unite, educate and train those persons who hold an amateur radio operator license issued by the Federal Communications Commission in the construction, operation and maintenance of amateur radio systems and facilities.
- B. To attract, educate and train persons who may be interested in Amateur Radio or wish to obtain an amateur radio license.
- C. To encourage and improve the amateur radio service through educational and training programs which provide for advancing the Amateur's skills in both the communication and technical phases of the art.
- D. To furnish trained and qualified personnel for civic and public service purposes within said areas as a voluntary non-commercial communications service, particularly with respect to providing emergency communications.
- E. To support through equipment and personnel the communications requirements of the Westchester County Office of Emergency Management (WCOEM) (RACES/Civil Defense).
- F. To make available to all licensed amateur radio operators in Westchester County and surrounding areas, within and without the State of New York, amateur radio repeater facilities, educational programs and other amateur radio facilities and training activities, subject to the guidelines and limitations in the Rules and Regulations of the Association.
- G. To design, construct, install, operate and maintain amateur radio equipment, systems and related facilities in support of the Association's public service, training and educational programs and activities.
- H. To continue and extend the amateur's unique ability to promote local, national and international goodwill through education, public service and emergency communications.

## **ARTICLE III - MEMBERSHIP**

### **A. GENERAL**

Membership in the Association shall be open to any individual or organization interested in the purposes of the Association as set forth in Article II, Purposes. They must fulfill the application requirements as set forth in the Association's Rules and Regulations. Membership may be denied to any person by a two-thirds vote of the entire Board. Membership may be rescinded by a two-thirds vote of the entire Board within the first six months of membership. All monies paid by the individual will be refunded upon return of all goods and materials issued by the Association to the individual.

### **B. MEMBERSHIP RESPONSIBILITIES**

All prospective members must agree, in writing, to abide by the Articles of Incorporation, the Bylaws, the Rules and Regulations as set forth by the Association and all FCC rules and regulations. Each member shall be required to pay dues fees and assessments in the amount established by the Association as stated in the Rules and Regulations. Each member and prospective member shall also agree to make a good faith effort to further the purposes, aims and good name of the Association.

### **C. MEMBERSHIP CATEGORIES AND PRIVILEGES**

#### **1. FULL**

Full membership shall be available to individuals who hold a valid Amateur Radio License and who desire to actively support the purposes of the Association with their time, talent and participation. They shall have all voting rights and full privileges. Those 18 years of age or older shall have the right to hold office. Full membership, at a reduced rate of annual dues may be made available to amateurs who meet any of the following criteria:

- a. FAMILY - Those who are an immediate family member(s), living in the same household as a full member.
- b. STUDENT - Those attending an accredited school, university or technical school on a full time basis.
- c. SENIOR - Those who are not employed full time and are at least 60 years of age.
- d. HANDICAPPED - Those who are physically impaired as recognized by a government agency.

#### **2. ASSOCIATE**

Associate membership shall be available to individuals, organizations and corporations who desire to support the purposes of the Association. As Associate Members they

receive Association newsletters and other distributed information and periodicals. They are not entitled to vote, hold office or participate in the autopatch system.

### 3. HONORARY

Honorary membership shall be made available to those who are considered by the Association as having contributed in an extraordinary way to the Association, or to amateur radio as a whole. Candidates may be nominated by any member. Honorary members shall be elected by the Board.

### 4. LIFE

Life membership shall be made available to anyone qualifying as a full member and paying twenty times the then current full member dues rate.

### ***D. LOSS OF PRIVILEGES***

Members of the Association may be subject to loss of privileges or expulsion if found in violation of the Bylaws, Rules and Regulations of this Association or have been found guilty of a crime involving moral turpitude. All cases for such action shall be brought to a committee consisting of the Officers of the Association. This committee shall determine, by majority vote, if there is sufficient cause to recommend action by the membership. The committee shall include in its recommendation a specific disciplinary action. All recommendations for action shall be published to the membership by the Secretary at least ten days prior to the membership meeting at which action will be considered. All such action shall require a two thirds affirmative vote by the membership present.

## **ARTICLE IV - DUES, FEES AND ASSESSMENTS**

### **A. DUES REQUIREMENT**

Each member shall be required to pay all dues, fees and assessments in the amount established by the Association as provided in these Bylaws and stated in the Rules and Regulations.

### **B. WAIVER OF DUES**

The Board may elect to waive the dues, fees and assessments requirement of any member as a temporary reward for unusual contribution to the Association or for financial hardship.

### **C. DUES SCHEDULE**

Each member shall be required to pay dues in the amounts established by the Rules and Regulations of the Association. Such rates shall be set annually by the Board as part of the annual budget. The maximum rates for all categories of membership shall not exceed the following maximum percentages as compared to the full membership rate:

Full Membership	100%
Family Membership	0%
Student Membership (16 & older)	50%
Student Membership (under 16)	25%
Senior Membership	50%
Handicapped Membership	50%
Associate Membership	75%
Honorary Membership	0%
Life Membership	20 times Full

### **D. FEES**

The Board may include additional fees in any proposed budget. Such fees shall be approved by the membership as part of the budget approval process. These fees shall apply to all membership categories at rates set by the Rules and Regulations.

### **E. ASSESSMENTS**

Singular assessments of the membership may be recommended by the Board for unusual and unexpected expenses which are not covered in the current budget. Such recommendations shall be published to the membership in the Association's newsletter. The membership vote shall be conducted at the next membership meeting. A three quarters affirmative vote of the voting members present is required to approve the assessment.

## **ARTICLE V - EXECUTIVE BOARD**

### **A. MANAGEMENT OF THE ASSOCIATION**

The Association shall be managed by the Executive Board (also known as the Board) which shall consist of the Officers and Directors of the Corporation. The Board, as a whole, shall govern the Association in accordance with the Articles of Incorporation, these Bylaws and the Rules and Regulations. The duties of the Board and its members shall include the formulation of an annual budget recommendation, plans and recommendations to further the purposes of the Association and the execution of Association activities. The Board shall also make recommendations that address problem areas and grievances. The Board shall meet in accordance with the provisions of Article IX - MEETINGS, Section B.

### **B. EXECUTIVE BOARD REPORTS**

Each Board member shall prepare a monthly report. This report shall contain the accomplishments and activities of that office. The report shall be submitted to the Newsletter Editor for inclusion in the Association newsletter. Each Board member shall be present or represented at all Board meetings and shall be prepared to report any new or important items at each Board meeting and membership meeting.

### **C. GENERAL BOARD BUSINESS**

The Board shall meet periodically as provided in Article IX, Section B – EXECUTIVE BOARD MEETINGS to formulate recommendations regarding Association business and resolve problems and grievances. All recommendations and actions adopted by the Board shall be considered an act of the Board as a whole.

### **D. COMMITTEES**

Members of the Board may establish such additional committees as they deem necessary to assist in carrying out the responsibilities of their office. In addition, the Board, as a whole, may establish committees to carry out specific duties. The originator of the committee shall appoint the chairperson. The originator shall publish a list of the members and purposes of the committee in the newsletter at the time it is formed. In the case of standing committees that span more than one year, the originator shall publish a list of members and purposes of the committee in the newsletter at least annually.

### **E. EXECUTIVE BOARD VOTING PRIVILEGES**

All Officers and Directors shall have full voting privileges at all Board meetings. A member may hold more than one office or directorship, but shall have only one vote on the Executive Board regardless of the number of positions held.

### **F. POWERS OF THE BOARD**

The Officers and Directors shall have duties, powers and functions as provided for in the Certificate of Incorporation, these Bylaws and the Rules and Regulations and as the membership may direct.



**G. REMOVAL FROM OFFICE**

Any Officer or Director may be removed from office by a three quarters vote of the full Board or by a two thirds vote of the membership for non-performance of duties or for other good cause.

**H. RESIGNATION**

An Officer or Director may resign at any time by giving written notice to the Board, the President or the Secretary of the Association. Unless otherwise specified in the notice, the resignation shall take effect upon receipt of the written notice by the Board or such Officer, and the acceptance of the resignation shall not be necessary to make it effective.

**I. VACANCIES**

Vacancies occurring in the Board for any reason shall be filled by holding a special election as provided for in Article X - Elections. The Board may appoint an interim replacement until a special election is held. However, if the vacancy occurs within 6 months of the scheduled election of that office, the Board may fill the position by appointment in lieu of an election. The person so elected or appointed shall hold office for the unexpired term of that office.

**L. TERM OF OFFICE**

There shall be no limit to the number of consecutive or non-consecutive terms that any person may be appointed or elected to any position of Officer or Director. The Trustee, President Emeritus and County Liaison shall be appointed annually by the Board. These positions shall be filled at the discretion of the Executive Board. The President, Executive Vice President, Vice President - General Counsel, Treasurer, Secretary and the Director-At-Large shall be elected annually by the membership. The Directors listed below shall be elected every two years for a two year term. The election of these Directors shall be staggered such that approximately one half of the Directors are elected each year according to the following table:

**ODD NUMBERED YEAR**

Engineering  
Repeater Operations  
Activities  
Educational  
Newsletter Editor

**EVEN NUMBERED YEAR**

Public Service  
Digital Modes  
Membership Services  
Public Relations  
Emergency Services

## **ARTICLE VI - DIRECTORS**

### **A. PRESIDENT EMERITUS**

The President Emeritus shall be the immediate past President of the Association. This position shall be appointed by the Executive Board at its discretion. This position shall not be subject to election by the membership.

### **B. COUNTY LIAISON**

The County Liaison shall be an employee or volunteer in the Westchester County Office of Emergency Management (WCOEM). A candidate for this office may be nominated by a Board member or the head of the WCOEM. This position shall be appointed by the Executive Board at its discretion, This position shall not be subject to election by the membership.

The County Liaison shall coordinate and communicate the needs and requirements of the Westchester County, Office of Emergency Management and the Westchester Emergency Communications Association to each other.

### **C. ENGINEERING DIRECTOR**

The Engineering Director has full responsibility for the construction and maintenance of all amateur radio systems licensed to this Association.

### **D. DIGITAL MODES DIRECTOR**

The Digital Modes Director has full responsibility for the operation and administration of all Amateur Radio digital systems.

### **E. PUBLIC SERVICE DIRECTOR**

The Public Service Director has full responsibility for organization, maintenance and administration of all public service activities. Specific responsibilities include:

1. Liaison with outside organizations for the purpose of providing communications and other services to those organizations including Westchester County Agencies.
2. Maintenance of records of participation by Association members.
3. Preparation of summary reports of events in which the Association participates for submission and publication to the Executive Board.

### **F. EMERGENCY SERVICES DIRECTOR**

The Emergency Services Director has full responsibility for organization, maintenance and administration of all of the Association's emergency services activities. Specific responsibilities include:

1. Liaison with ARES and RACES organizations.
2. Liaison to Emergency Services and Disaster Services agencies
3. Promoting participation in ARES and RACES by Association members.
4. Maintenance of records of participation in emergency communications events by Association members.
5. Preparation of summary reports of emergency communications events in which the Association participates for submission and publication to the Executive Board and other purposes.

**G. REPEATER OPERATIONS DIRECTOR**

The Repeater Operations Director has full responsibility to monitor the repeater facilities of the Association to provide assistance and control as required.

**H. MEMBERSHIP SERVICES DIRECTOR**

The Membership Services Director has full responsibility for the acceptance, processing, maintenance and administration of all membership and autopatch applications and records. Specific responsibilities include:

1. Maintaining full financial and subscription records of all dues and fees collected and forwarding all moneys collected to the Treasurer.
2. Maintaining a current membership roster and publish it at least twice yearly.
3. Providing a roll of members eligible to vote as of any record date assigned by the Executive Board.

**I. PUBLIC RELATIONS DIRECTOR:**

The Public Relations Director has full responsibility for disseminating information about Association activities in the form of press releases to newspapers, magazines and broadcast facilities. Specific duties shall include:

1. Serving as the Association's historian.
2. Reporting the activities of the Association to the appropriate American Radio Relay League (ARRL) officials.
3. Serving as a source of information to the general public.
4. Coordinating the Association's public exhibitions of Amateur Radio.

**J.     *ACTIVITIES DIRECTOR***

The Activities Director has full responsibility for the organization and operation of social activities of the Association. These shall include:

1.     Providing refreshments as appropriate at all Association functions.
2.     Coordinating of both unique and recurring Association events such as Field Day, hamfests, holiday dinners, and picnics.

**K.     *EDUCATIONAL DIRECTOR***

The Educational Director has full responsibility for all Association educational and training services. These shall include organizing and coordinating:

1.     Periodic Amateur Radio license preparation classes.
2.     Examinations for Amateur Radio licenses.
3.     Training of members and other Amateurs in various communications procedures such as message traffic handling and emergency procedures.

**L.     *NEWSLETTER EDITOR:***

The Newsletter Editor has full responsibility for the publication and distribution of a monthly newsletter. The Editor shall solicit articles and advertisements for the newsletter and shall set ad rates with the approval of the Executive Board. The Editor shall submit all funds collected for advertising to the Treasurer.

**M.     *DIRECTOR-AT-LARGE:***

The Director-At-Large shall:

1.     Represent the opinions and positions of the membership at all Board meetings.
2.     Endeavor to further fellowship among the members of the Association.
3.     Send greetings, good wishes and remembrances to members and other on behalf of the Association.

## **ARTICLE VII - OFFICERS**

### **A. *PRESIDENT***

The President shall be the Chief Executive Officer of the Association and shall preside at all meetings of the Association. The President shall see that all orders and resolutions of the Executive Board and the membership are carried into effect. The President shall have the authority to disperse budgeted treasury funds in the absence of the Treasurer. The President shall sign and execute all contracts in the name of the Association with the approval of the Executive Board and the membership.

### **B. *EXECUTIVE VICE PRESIDENT***

The Executive Vice President shall be responsible for the formulation of the annual budget and for the annual review of the financial records of the Association. The Executive Vice President shall arrange for programs at all membership meetings. During the absence or disability of the President, the Executive Vice-President shall have all the powers and functions of the President.

### **C. *VICE PRESIDENT - General Counsel***

The Vice President - General Counsel shall be an attorney licensed in the State of New York and shall be responsible for all legal matters pertaining to the Corporation and its operation.

### **D. *TREASURER***

The Treasurer shall have the care and custody of all funds and securities of the Association. The Treasurer shall have the following authority and duties:

1. Deposit said funds in the name of the Association in such bank or trust company as the Executive Board may approve.
2. Sign all checks, drafts, notes and orders for the payment of money previously authorized by the membership or the Executive Board.
3. Shall maintain accurate financial records and provide a quarterly report to the Executive Board.
4. Shall have responsibility for the organization, coordination and administration of a ways and means committee, as required.
5. Shall prepare and file any financial reports required by government.

**E. SECRETARY**

The Secretary shall keep the files and correspondence of the Association and have specific duties as follows:

1. Keep and publish the minutes of the Executive Board meetings and membership meetings.
2. Have the custody of the seal of the Corporation and shall affix and attest the same to documents when duly authorized by the Executive Board.
3. Shall have charge of and protect such books and papers as the Executive Board may direct.

**F. TRUSTEE**

The Trustee shall have full responsibility and final authority for the operation and utilization of all licensed Amateur radio systems operated by the Association. The Trustee shall:

1. Hold the station licenses for all Association Radio equipment licensed by the Federal Communications Commission.
2. Be the liaison with the FCC in all licensing matters.

## **ARTICLE VIII - BUDGET**

### **A. BUDGET PREPARATION**

The Executive Board shall, not later than the first of November of each year, prepare a consolidated budget for the next calendar year. Each Board member shall prepare a budget proposal which contains a detailed list of all anticipated income and expenses in his or her area of responsibility.

### **B. BUDGET APPROVAL**

The Board shall submit this budget proposal to the membership at the November membership meeting for its consideration. The membership shall vote for adoption or rejection of the budget at the December meeting. A rejected budget is automatically referred back to the Executive Board for changes. The Board shall submit revised budgets to the membership each month until it is approved.

### **C. AUSTERITY BUDGET**

In the event that a new budget is not in place by the January membership meeting, the Board is automatically authorized to create an austerity budget with expenditures limited to ten percent (10%) of the previous year's budget. Expenditures from the austerity budget are limited to necessary maintenance and administrative items. The austerity budget shall remain in effect until a final budget is approved by the membership.

### **D. FUNDS DISPERSAL**

Upon adoption of the budget by the voting membership, the Treasurer shall be authorized to advance approved amounts upon receipt of written requests from Board members. Board members who incur expenses on behalf of the Association must submit a detailed accounting of these expenditures to the Treasurer. The Executive Board may reallocate budgeted funds as necessary by a majority vote of the Board. The Treasurer shall not advance any funds and no Officer or Director shall incur any expenses exceeding the amounts specified in the budget. The Association is not responsible for any expenditures which are not authorized in the budget or which exceed the allocations within the budget.

### **E. BUDGET REVISIONS**

The Executive Board may propose amendments to the budget during the fiscal year by submitting such proposals to the membership at membership meetings. Approval of the revised budget requires a two-thirds affirmative vote of the voting members present.

## **ARTICLE IX - MEETINGS**

### **A. MEMBERSHIP MEETINGS**

#### **1. ANNUAL MEETING**

The annual membership meeting of the Association shall be held on the second Monday in June. If that day is a legal holiday, the Board shall fix a day not more than two weeks from the second Monday in June. The Secretary shall cause to be mailed to every member in good standing, at his or her address as it appears on the membership roll book, of the Association, a notice stating the date, time and place of the annual meeting.

#### **2. REGULAR MEETING**

Regular membership meetings of the Association shall be held once each month, except during July and August, at such place and time as the President shall order.

#### **3. SPECIAL MEETINGS**

Special membership meetings of the Association may be called by the Board. The Secretary shall cause a notice of such meeting to be mailed to every member in good standing, at his or her address as it appears in the membership roll book. Such notice shall be mailed at least ten days but not more than fifty days before the scheduled date of such meeting. The notice shall state the date, time, place and purpose of the meeting. No other business than that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

### **B. EXECUTIVE BOARD MEETINGS**

Executive Board meetings shall be open to all Association members except that the Board may meet in a closed session on individual issues at its discretion.

#### **1. ANNUAL MEETING**

The Board shall hold its annual meeting not more than two weeks following the annual meeting of the membership.

#### **2. REGULAR BOARD MEETINGS**

Regular Board meetings shall be called by the President at least quarterly. The President or the Secretary shall notify all Board members of the date, time and place of such meetings in accordance with Item 4 below.



### 3. SPECIAL BOARD MEETINGS

Special Board meetings shall be called by the President or by the Secretary on written request of two members of the Board. The President or the Secretary shall notify all Board members of the date, time and place of such meetings in accordance with Item 4 below.

### 4. NOTICE OF AN EXECUTIVE BOARD MEETING

Notice of an Board meeting shall be sent by the President or the Secretary to each Board member at least seven days prior to the meeting. Notice may be delivered in person, by mail, by wire or by radio. Notice of a meeting need not be given to any Officer or Director who submits a waiver of notice either before or after the meeting or who attends the meeting without protesting prior thereto or at its commencement, the lack of notice to him or her.

## **C. MEETING PROCEDURES**

The Proceedings of the Association shall be governed by the latest edition of Robert's Rules of Order except in such cases as are governed by the Articles of Incorporation or these Bylaws.

### 1. ORDER OF BUSINESS

The agenda at all business meetings of members shall be as follows:

- a. Roll call
- b. Reading of the minutes of the preceding meeting.
- c. Reports of committees
- d. Reports of Officers and Directors
- e. Old Business
- f. New business
- g. Good and welfare
- h. Adjournments

### 2. PROXIES

Every member entitled to vote at a meeting of members may authorize another member to act for her or him by proxy. Every proxy must be signed by the member. No proxy shall be valid after the expiration of eleven months from the date thereof unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the member executing it, except as otherwise provided by law.

### 3. FIXING THE RECORD DATE

The Board shall fix, in advance, a record date for the purpose of determining the members entitled:

- a. to notice of or to vote at any meeting of the members or any adjournment thereof,  
or
- b. to express consent to or dissent from any proposal without a meeting, or
- c. to receive any distribution or allotment of any rights.

Such date shall not be more than fifty days nor less than ten days before any such meeting or action.

### 4. MEMBERSHIP ROLL BOOK

A membership roll book showing the list of members as of the record date, certified by the Secretary of the Association, shall be produced at any membership meeting upon the request therefore of any member who has given written notice to the Association at least ten days prior to such meeting. All persons appearing on such membership roll shall be entitled to vote at the meeting.

### 5. CHAIRPERSON

The President shall preside at all meetings of the Association. If the President is absent, the succession to the chair shall be, in order, the Executive Vice President, the Vice President - General Counsel, the Secretary, and the Treasurer.

### 6. QUORUM FOR MEETINGS

Unless otherwise provided in the Certificate of Incorporation or elsewhere in these Bylaws, the following rules shall determine a quorum at all meetings of the Association:

#### a. *EXECUTIVE BOARD MEETINGS*

A majority of the Board shall constitute a quorum for the transaction of business or of any specified item of business at any Executive Board meeting except that a majority of the Officers and Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the adjournment shall be given to all Officers and Directors who were absent at the time of the adjournment and, unless such time and place are announced at the meeting, to the other Officers and Directors.

#### b. *MEMBERSHIP MEETINGS*

The presence at any membership meeting of at least fifteen percent of the members shall constitute a quorum for the transaction of business or of any specified item of business at any membership meeting except that a majority of the members present, whether or not a

quorum is present, may adjourn any meeting to another time and place. Notice of the adjournment shall be given to all members.

## **ARTICLE X - ELECTIONS**

### **A. COMMITTEES**

#### **1. Nominating Committee**

The purpose of the Nominating Committee is to solicit and present to the membership candidates for officers and directors for the annual election. The Nominating Committee is expected to use its discretion in selecting candidates that will best serve the interests of the membership, WECA, ham radio, Westchester County, and the public. It is strongly desired that more than one candidate be recommended for each position. The Nominating Committee consists of three members appointed by the officers and announced at the February membership meeting. The Nominating Committee is discharged after presentation of its recommended slate. Members of the Nominating Committee are not eligible to stand for election, and no more than one member of the Nominating Committee may be a current officer or director.

#### **2. Elections Committee**

The purpose of the Elections Committee is conduct the annual election and any special elections otherwise required by this Article. The Elections Committee consists of three members appointed by the President and announced at the April meeting, or earlier if required by a special election. The Elections Committee is a standing committee, and members serve for one year. The President shall name the chairperson of the committee. Members of the Elections Committee are not eligible to participate in an election, and no more than two members of the Elections Committee may be current officers or directors.

### **B. REGULAR ELECTIONS**

Regular elections shall be held at the Annual Meeting. All officers and Directors eligible for election shall be elected by the same procedure.

#### **1. Nomination Procedures**

- a. The formation of the Nominating Committee shall be announced at the February meeting.
- b. The Nominating Committee shall solicit nominations immediately upon its formation.
- c. The Nominating Committee shall present its report of recommended candidates for election at the April membership meeting. At the conclusion of the April membership meeting, the Nominating Committee shall be discharged. The Nominating Committee's report shall be published in the next newsletter, or by special mailing, if necessary, before the May membership meeting.
- d. The Elections Committee shall be announced at the April meeting.

- e. The Elections Committee shall call for nominations from the floor at the April membership meeting, after the Nominating Committee has made its report.
- f. Additional calls for nominations from the floor shall be made with the publication of the recommended slate and at the May membership meeting.
- g. At the conclusion of the May membership meeting, all nominations will be closed.

## 2. BALLOTING PROCEDURES

Absentee ballots will be mailed to all eligible voting members no later than ten days after the April meeting using the form shown in Attachment X-2. Members who cannot attend the Annual Meeting may submit these absentee ballots which must be postmarked no later than the Wednesday before the Annual Meeting. All ballots will be received, opened and counted by the Elections Committee.

## 3. VOTING PROCEDURES

The Elections Committee will conduct and supervise the voting by secret ballot using the form shown in Attachment X-3. The committee will ensure that only members eligible to vote as of the record date cast a vote and that said members cast only one vote for each position.

## **C. SPECIAL ELECTIONS**

Special Elections shall be scheduled promptly by the President when required by the Articles of these Bylaws. The President shall announce the need for a special election at a membership meeting.

### 1. NOMINATION PROCEDURES

The President shall solicit nominations from the floor during the membership meeting at which the election is announced and refer them to the Elections Committee. The Elections Committee shall receive additional nominations starting at the close of this first meeting. The interim slate of candidates for the position to be filled along with the President's announcement shall be published in the next newsletter. At the next (second) membership meeting, additional nominees shall be solicited. All nominations received will be announced at this membership meeting. Nominations shall be closed upon adjournment of this meeting. In the event that no nominations are received, this nomination procedure shall be repeated each month.

### 2. BALLOTING PROCEDURE

Absentee ballots shall be mailed to all eligible voting members no later than ten days after the close of nominations. Members who cannot attend the special election meeting may submit absentee ballots which must be postmarked no later than the Wednesday

before the Special Election meeting. All ballots will be received, opened and counted by the Elections Committee.

### **3. VOTING PROCEDURES**

At the third ensuing membership meeting, the Elections Committee will conduct and supervise the voting by secret ballot using the form shown in Attachment X-3. The committee will ensure that only members eligible to vote as of the record date cast a vote and that said member casts only one vote for each position.

#### ***D. STATEMENT OF QUALIFICATION***

All candidates may submit a written statement of qualification of 300 words or less to the Elections Committee. The committee shall set a deadline for the receipt of statements. The committee shall review all statements to assure that all Association Rules and Regulations are met. The committee shall cause all approved statements received before the deadline to be published in the newsletter following the April Meeting. Public statements by any member which are derogatory to any candidate are not allowed.

#### ***E. ELECTION CRITERIA***

A person is considered elected to office, that is, a member of the Board, by simple majority vote. In the event that no person receives a majority vote, there shall be a run off election of all candidates receiving the two highest vote totals. The run off election will be held at the next membership meeting by these same procedures. In the case of only one candidate for a position, the membership may instruct the Secretary to cast one vote on its behalf and declare the candidate elected.

#### ***F. ASSUMPTION OF OFFICE***

Newly elected Board members shall assume office upon the adjournment of the meeting at which they are elected. The transfer of all Association books and records pertinent to the office shall take place within ten days of the election.

ATTACHMENT X-1

NOTICE OF ANNUAL [SPECIAL] ELECTIONS

At the [February] meeting the Executive Board appointed three members to the Elections Committee:

[NAME]	[CALL]
_____	_____
_____	_____
_____	_____

The committee is charged with soliciting candidates for the following offices:

- President
- Executive Vice President
- Vice President/ General Counsel
- Secretary
- Treasurer

- \_\_\_\_\_ Director
- \_\_\_\_\_ Director
- \_\_\_\_\_ Director
- \_\_\_\_\_ Director
- \_\_\_\_\_ Director

Nominations may be given directly to the Nominations Committee members or may be made from the floor at the [February and March] meetings. Nominations will be closed upon adjournment of the [May] membership meeting. A list of all candidates will be published in the [June] newsletter. That document will be the official ballot for absentees. Voting will take place at the [June] membership meeting and will be by secret ballot.

ATTACHMENT X-2

NOTICE OF ANNUAL [SPECIAL] ELECTIONS

Nominations for the Annual [Special] election were closed at the adjournment of the [May] membership meeting. The final slate appears below as the official absentee ballot. Voting will take place at the [June] membership meeting and will be by secret ballot. If you cannot attend the [June] meeting, you may use the ballot below to cast your vote. Place your marked ballot in an UNMARKED envelope. Place the unmarked envelope in an outer mailing envelope. Address it to WECA, P.O. Box 831, Sleepy Hollow, New York 10591-0831. Write YOUR callsign and the word "BALLOT" on the outside of the outer envelope. These ballots will be opened and counted by the Elections Committee at the [June] meeting. This is the official ballot. Bring it with you to the membership meeting. Absentees should mail the ballot to the Post Office Box.

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OFFICIAL BALLOT

[OFFICE]	[NAME]	[Call]
President	_____	_____
Executive Vice President	_____	_____
VP / General Counsel	_____	_____
Secretary	_____	_____
Treasurer	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____



ATTACHMENT X-3

OFFICIAL BALLOT

[OFFICE]	[NAME]	[Call]
President	_____	_____
Executive Vice President	_____	_____
VP / General Counsel	_____	_____
Secretary	_____	_____
Treasurer	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____
_____ Director	_____	_____

## **ARTICLE XI - AMENDMENTS**

These Bylaws may be adopted, amended or repealed at any regularly scheduled membership meeting by two thirds of those members voting either in person, by mail or by proxy subject to the following procedures:

- A. Any voting member may propose a change to these Bylaws. All such proposals shall be submitted, in writing, to the Secretary. The Secretary shall cause the proposal to be submitted, in writing, to the membership in a timely manner.
- B. The proposed Bylaws changes shall be made an order of business, for discussion only, at the next regularly scheduled membership meeting following the publication and distribution of the proposal to the membership. The originator may elect to modify or withdraw the proposed Bylaws change at this meeting.
- C. The Secretary shall cause the Bylaws change, with any modifications incorporated, to be submitted, in writing, to the membership. A ballot shall accompany the proposed change.
- D. Voting shall take place at the next membership meeting. Ballots may be submitted by mail or in person at the membership meeting. In order for a vote to be valid, at least 25% of the members eligible to vote must cast a vote. Voting may be delayed for one additional meeting by a simple majority vote of the members present at that meeting.

## **ARTICLE XII - RULES AND REGULATIONS**

The Rules and Regulations shall provide guidance and direction to the Executive Board and the membership in the day to day activities and operations of the Association. The Executive Board shall establish and maintain a current set of Association Rules and Regulations. The Executive Board shall have the power and authority to establish, extend and amend such further Rules and Regulations as they deem in furtherance of the provisions of these Bylaws. Specifically, the Rules and Regulations shall:

- A. Contain details of the processes and procedures of the Association sufficient to fully define the responsibilities and authority of each Executive Board member as is bestowed by these Bylaws.
- B. Contain details of the operating procedures of the Association's Amateur Radio systems sufficient to be a complete guide for the members except that system control procedures and codes shall not be published.
- C. Contain samples of all approved Association forms and form letters, etc.
- D. Contain a code of conduct for Association members.
- E. Establish the frequency of Association activities including, but not limited to, hamfests, social events, educational and training classes and sessions.
- F. Establish a schedule for the publication of information to the membership including, but not limited to newsletters and membership lists.
- G. Establish the criteria by which the Executive Board shall recommend participation of the Association's membership in public service events.
- H. Contain any other provisions as the Executive Board may, from time to time, deem appropriate for the proper operation of the Association, its activities and systems.

### **ARTICLE XIII - SEAL**

The seal of the Corporation shall be circular in form and bear the name of the corporation, the year of its organization and the words "Corporate Seal, New York". The seal may be used by causing it to be impressed directly on the instrument or writing to be sealed, or upon adhesive substance affixed thereto. The seal on the certificates for shares or on any corporate obligation for the payment of money may be a facsimile, engraved or printed.

### **ARTICLE XIV - CONSTRUCTION**

If there be any conflict between the provisions of the Certificate of Incorporation and these Bylaws, the provisions of the Certificate of Incorporation shall govern.