

**CONSTITUTION AND BY-LAWS OF THE**

**PUGET SOUND REPEATER GROUP**

*Proposed changes in Blue*

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**ARTICLE I - NAME**

*SECTION 1 - NAME*

The name of this organization shall be The Puget Sound Repeater Group, Incorporated ([hereby](#) known as The Group).

*SECTION 2 - MAILING ADDRESS*

The mailing address of The Group shall be selected and set by The Board of Directors.

**ARTICLE II - PURPOSE**

*SECTION 1 - PURPOSE*

The purpose of The Group shall be as follows:

- A. To operate, maintain, and provide repeater communications for all licensed amateur radio operators within the Puget Sound area.
- B. To provide an open repeater channel pair as designated by the Western Washington Amateur Relay Association for the purposes of experimentation, development, and self-expression of amateur radio operators.
- C. To provide public service communications.

## ARTICLE III – MEMBERSHIP

### *SECTION 1 - REQUIREMENTS FOR MEMBERSHIP*

In order to become a member of The Group, one must satisfy the following requirements:

- A. Hold a current valid FCC amateur radio license of Technician class or higher or a license issued by a foreign country of which they are a citizen of and the government of said country has entered into a bilateral or multilateral reciprocal operating agreement with the US.
- B. Express an interest in The Group by regular use of the repeater or by attending meetings and/or functions of The Group.
- C. Direct a formal application for membership to the Secretary-Treasurer.

Anyone applying for membership at any general meeting will not be considered a member of The Group until after the conclusion of that meeting, and after the processing of the application by the Secretary-Treasurer.

### *SECTION 2 – VOTING PRIVILEGES*

In order to become a active voting member of The Group, one must have satisfied all requirements of Article III, Section 1 and been notified by the Secretary-Treasurer as to the acceptance of membership.

### *SECTION 3 – DUES*

There are no dues or application fees required for membership of The Group.

### *SECTION 4 – MAINTENANCE OF ACTIVE MEMBERSHIP*

In order to maintain an active voting membership in The Group one must complete any of the following:

- A. Maintain active usage of the repeater system (i.e. checking into weekly nets).
- B. Attendance of repeater activities as designated by the Board of Directors.  
Qualifying activities are but not limited to:
  - 1. Annual General Membership Meeting
  - 2. General Membership Meetings
  - 3. Annual Picnic
  - 4. Board Meetings
- C. Contributed financially to the group.
- D. Be recognized by the Board of Directors as having played a substantial role in the support of The Group.

If the member has not completed any of these requirements in an 18 months continuous period, the member can be declared as inactive and voting privileges will be removed. The member can be reinstated as an active voting member 30 days after completing any of the requirements in this section.

## **ARTICLE IV – OFFICERS**

### *SECTION 1 – OFFICERS*

Elected officers of The Group shall be; President, Vice President, Secretary-Treasurer, and three Directors (Positions 1, 2, and 3). These officers shall appoint the remaining officer, the [License-Trustee](#). No officer may hold more than one office at any time.

### *SECTION 2 – TERMS OF OFFICE*

All elected officers shall be elected to serve a two-year term. The President, Secretary-Treasurer, and Board Position #2 shall be elected in even numbered years, and the Vice President, and Board position #1 and #3 shall be elected in odd numbered years. The [License-Trustee](#), holding an appointed position, has no definite term of office, but may be appointed and/or removed from office at any time by the elected members of the Board of Directors.

### *SECTION 3 – DUTIES OF THE OFFICERS*

- A. President – The President shall preside at all meetings of The Group and of the Board of Directors. The President shall have the power to sign official and legal documents for The Group.
- B. Vice President – The Vice President shall assume the duties of the President in the absence of the President. The Vice President is responsible for the arrangement and programs for all meetings and group functions, and for the notification of the membership of time, place, and the purpose of each meeting.
- C. Secretary-Treasurer – The Secretary-Treasurer shall be a member of the Finance Committee and shall be responsible for; all correspondence on behalf of The Group; the accurate recording of the proceedings of each meeting called by the Board of Directors; the activities of the Finance Committee; the filing of any necessary reports or returns with the Internal Revenue Service, the State of Washington, or other agencies; keeping an accurate accounting of any and all property owned by The Group.
- D. [License-Trustee](#) – The duties of the [License-Trustee](#) are stated in Article VI.

### *SECTION 4 – GENERAL DUTIES*

All officers are members of The Board of Directors and have other duties as stated in Article V.

## ARTICLE V – BOARD OF DIRECTORS

### *SECTION 1 - DEFINITION*

The Board of Directors (The Board) shall consist of the President, Vice-President, Secretary-Treasurer, three Directors (Position 1, 2, and 3), and the [License-Trustee](#).

### *SECTION 2 - DUTIES*

The Board is responsible for all policies and long-range planning of The Group, and it appoints the [License-Trustee](#). The Board shall authorize all expenditures of The Group.

At the first Board meeting following the Annual Meeting, The Board shall fill all appointive positions, which include the Technical Committee and one position on the Finance Committee, as specified in Article VIII, Section 2. At the same meeting, The Board shall conduct a performance evaluation of the [License-Trustee](#).

The Board shall appoint special committees from the general membership as needed to assist with special projects.

The Board is required, upon receipt of a request from any member, to reserve that member a place on the agenda of the next meeting of the Board for the purpose of allowing that member to request action or state a complaint. [The Vice President must receive this request at least forty-eight \(48\) hours prior to any Board meeting. The member will be given ten \(10\) minutes to state his/her request or complaint.](#) The Board then shall take action on the request/complaint of the member. Should a member not be satisfied with the action of The Board, the member may present The Board with a written request for action signed by at least ten [active voting](#) members. [The Board is then required to reconsider the request for action from the member at the next meeting of The Board.](#)

The Board shall prepare, approve by a 2/3 vote, and distribute a written statement of operating policy governing on-the-air operation of the repeater system. This policy will be published in the "PSRG User's Guide", which will be distributed to the membership.

### *SECTION 3 - MEETINGS*

Meetings of The Board shall be held on at least a quarterly basis. [The Vice-President or his designate shall notify the Group at least one \(1\) week in advance of the meeting by radio and/or e-mail.](#) A special Board meeting shall be called by the president at the request of any two members of The Board.

[Members of the Group are invited and encouraged to attend all meetings of The Board; however, only members of The Board may participate in the making of motions and voting on said motions.](#)

#### *SECTION 4 - PROCEDURES*

Voting at Board meetings shall be done by a show of hands **or voice**, and the results shall be made available to the membership. **Only members of The Board of Directors may make a motion and vote on said motion at a Board meeting.**

Any member of the Board may designate another Board member **in writing** to vote in his or her absence.

Should an issue arise which must be handled immediately, the President (or the President's designee) may conduct a telephone conference of the Board for the purpose of deciding the issue, provided the issue and its resolution are discussed at the next Board meeting.

#### *SECTION 5 - RESPONSIBILITY*

By accepting an elected position to The Board, an individual accepts a responsibility to serve the interests of the members of the Puget Sound Repeater Group. This responsibility can only be fulfilled by regular attendance at Board meetings and active participation in repeater activities. Any elected officer who has three consecutive unexplained absences from Board meetings is assumed to have lost interest and to have vacated the position.

Any officer who cannot fulfill his or her duties for any reason is expected to submit a resignation to The Board so that the position can be filled by appointment until the next election.

### **ARTICLE VI – LICENSE-TRUSTEE**

#### *SECTION 1 - DEFINITION*

The **License-Trustee** shall be responsible for the compliance of the repeater system with the current Federal Communication Commission (FCC) regulations.

#### *SECTION 2 - QUALIFICATIONS*

The **License-Trustee** must hold a current valid FCC amateur radio operator's license of Technician Class or higher.

#### *SECTION 3 - DUTIES*

The **License-Trustee** is responsible for the dissemination of information concerning the means of system control. The **License-Trustee** will provide this information to all control operators and to other individuals, as he or she deems necessary.

The [License-Trustee](#) will select the control operators and will provide them with guidance concerning the day-to-day operation of the repeater system. The [License-Trustee](#) will meet with the control operators at regular intervals to discuss any problems they may have encountered and to review the latest FCC regulations.

#### *SECTION 4 - REMOVAL FROM OFFICE*

The [License-Trustee](#) may be removed from office by a majority vote of the other members of the Board of Directors. Should the [License-Trustee](#) resign or be removed from office, a new License Trustee must be appointed by The Board within (30) thirty days. In the interim, the President shall serve as the [License-Trustee](#).

### **ARTICLE VII – CONTROL OPERATORS**

#### *SECTION 1 - QUALIFICATIONS*

Control operators must hold a current valid FCC amateur radio operator's license of Technician class or higher.

#### *SECTION 2 - SELECTION OF CONTROL OPERATORS*

Control Operators shall be selected by the [License-Trustee](#) and approved by a majority vote of the Board of Directors.

#### *SECTION 3 - DUTIES*

The control operators shall monitor the repeater system for activities or communications, which may be in violation of Part 97 of the Federal Communication Commission Rules and Regulations. Each control operator shall review these regulations periodically. The control operators shall use as a guide the "Puget Sound Repeater Group User's Guide". If a situation arises that is not covered by the User's Guide, or is clearly a violation of Part 97, the control operators are directed to use their best judgment to immediately resolve the problem. The particular situation and information regarding its resolution are to be discussed with the [License-Trustee](#) at the earliest opportunity, and the [License-Trustee](#) for clarification, if needed, will bring the matter to the attention of the Board of Directors.

Any time control operators exercise control over the repeater system, they must identify themselves by their call signs and as control operators.

Control operators are expected to use common sense and tact consistent with the codes of ethics stated in the A.R.R.L. Handbook.

#### *SECTION 4 - REMOVAL*

Only the [License-Trustee](#) may remove a control operator. Should a control operator resign or be removed, the [License-Trustee](#) may appoint an interim control operator subject to subsequent approval by the Board of Directors.

### **ARTICLE VIII - COMMITTEES**

#### *SECTION 1 - FINANCE COMMITTEE*

The Finance committee shall be a standing committee of two members; one member shall be the Secretary-Treasurer and the other shall be appointed by the Board of Directors from among the members of The Board, as provided in Article V, Section 2.

The Finance Committee shall be the custodian of the Group's funds. It shall deposit and withdraw from the Group's checking account. It may invest cash that is in excess to the Group's current needs in federally insured savings accounts or certificates or in obligations of the U.S. Treasury. At each meeting, it shall report on the Group's receipts, expenses, and reserves. Both members shall be signees on the Group's Bank account

#### *SECTION 2 - TECHNICAL COMMITTEE*

The Technical Committee shall be appointed by the Board of Directors and shall be composed of at least three members. [The members of the Technical Committee shall choose one of the committee to be the chairman of the committee.](#) Although the members of the Technical Committee have complete access to control functions and control codes, they will not be considered control operators unless appointed as such by the [License-Trustee](#).

The Technical Committee shall be responsible for the maintenance and improvements on the repeater, antenna, and control systems, subject to the approval of the Board of Directors. The Technical Committee is expected to draw on the expertise of the members when necessary to insure the best possible operation of the system.

#### *SECTION 3 - SPECIAL COMMITTEES*

Special committees may be appointed by the Board of Directors as needed to assist with special projects.

## **ARTICLE IX – GENERAL MEMBERSHIP MEETINGS**

### *SECTION 1 - FREQUENCY OF MEETINGS*

General membership meetings shall be held on an annual basis, or more frequently if called by the Board of Directors. Any member may present to the Board a written request for a general membership meeting, signed by at least (10) ten active voting members. The Board is then required to call a general membership meeting within (30) thirty days for the express purpose of considering the members request. This meeting cannot be held within (90) ninety days of the annual membership meeting.

### *SECTION 2 - NOTIFICATIONS*

At least one week's notice of the meeting shall be given to all members by mail, telephone, E-mail, or radio by the Vice-President or the Vice-President's Designee.

### *SECTION 3 - RULES OF PROCEDURE*

The current edition of "Robert's Rules of Order, Newly Revised", shall govern the conduct of all meetings.

### *SECTION 4 - ANNUAL MEETING*

The first General Membership meeting of each calendar year shall be considered the Annual Meeting for the purpose of elections and annual reports.

### *SECTION 5 - QUORUMS*

The presence of at least twenty per cent (20%) of all active voting members shall constitute a quorum at a General Membership meeting.

### *SECTION 6 – MOTIONS*

Any active voting member present may make or second a motion during a meeting. Voting shall be by active voting members present only, there will be no proxy voting allowed.

## **ARTICLE X - ELECTIONS**

### *SECTION 1 - ELECTION AND VACANCIES*

All officers of The Group shall be elected for a term of two years. Board positions one, three, and the Vice-President on odd numbered years and Board position two, President, and the Secretary/Treasurer on even numbered years.

Any officer may be removed by a 2/3 vote of the membership present and voting at a General Membership meeting.

The Board of Directors may fill any elective office that becomes vacant temporarily through appointment until the next Annual Meeting, at which time the office will be filled by a vote of the general membership.

#### *SECTION 2 - NOMINATIONS*

Any member may nominate any other member, or place one's own name in nomination for any position being considered for election. Each nominee must have consented to be nominated. Each nominee for office must be a current active voting member of the Group.

#### *SECTION 3 – VOTING*

Election for each office shall be decided by a simple majority of **active voting members** present and voting. In the event no candidate receives a majority, balloting shall continue until a majority has been achieved or there is a tie vote. In the event of a tie vote, lot shall decide the election.

### **ARTICLE XI – AMENDMENTS**

This constitution and By-laws may be amended at any General Membership meeting by a 2/3 majority of the **active voting members** present, provided written notice, which shall include the text of any proposed amendment, has been given at least one week in advance of the meeting.

### **ARTICLE XII - DISSOLUTION**

#### *SECTION 1 - QUALIFICATION FOR DISSOLUTION*

The Group may be dissolved at any time by a unanimous vote of The Board of Directors followed by a 2/3 vote of the active voting members present at a General Membership meeting called for this purpose.

#### *SECTION 2 - DISPOSAL OF POSSESSIONS*

After dissolution has been approved in the preceding action, the disposal of the Group's assets shall be as follows:

A. All equipment on loan from members shall be returned within fifteen (15) days after the adoption of the dissolution resolution.

B. The Board of Directors shall pay all outstanding bills within fifteen (15) days after the adoption of the dissolution resolution.

C. There shall be an open auction of all The Group's property at a place and time designated by the Board of Directors.

D. The Secretary-Treasurer shall inform the State of Washington, the Internal Revenue Service, and any other agency involved of the Group's dissolution.

E. All funds then left shall be given to a charity or another amateur organization as specified by the dissolution resolution.

### **ARTICLE XIII – PARLIAMENTARY PROCEDURES**

The current edition of "Roberts Rules of Order, Newly Revised" shall be the parliamentary authority in all cases not covered by this Constitution and By-laws.