

BY-LAWS OF THE
SARATOGA AMATEUR RADIO ASSOCIATION
A NON-PROFIT PUBLIC BENEFIT CORPORATION

ARTICLE I OFFICES

Section 1.0 The name of this corporation is Saratoga Amateur Radio Association (abbreviated as S.A.R.A and referred to as the Club in this document).

Section 1.1 The principal office of the corporation for the transaction of business is located at LOUIS P DE GIVE, 19774 COLBY CT, SARATOGA CA 95070. The Board of Directors may at any time establish branch or subordinate offices to conduct its activities.

Section 1.2 The Board of Directors is hereby granted full power and authority to change the principal office of the Club from one location to another in California. Any such changes shall be noted in these bylaws, the State of California will be notified by the Secretary and this change shall not be considered an amendment to these bylaws.

ARTICLE II PURPOSES OF THE CLUB

Section 2.0 The purposes of the Club are to:

- a) Facilitate scientific education and knowledge of radio engineering and communication skills by providing state-of-the-art communication equipment for use by the members.
- b) Provide voluntary noncommercial communication, particularly providing emergency communication as a public service and without any remuneration.
- c) Promote amateur radio by facilitating the exchange of information, improve individual operating efficiency and strengthen the welfare of Amateur radio in the community.

ARTICLE III MEMBERSHIP

Section 3.0 Anyone that has demonstrated an interest in amateur radio can be a member.

Section 3.1 To apply for membership, a person must attend one of the Club's monthly meetings and pay dues, the amount established by the board.

Section 3.2 Membership and all rights thereof shall be terminated upon non-payment of dues within a reasonable time set by the officers.

ARTICLE IV BOARD OF DIRECTORS

Section 4.0 There shall be six Directors elected from the membership.

Section 4.1 Elections shall be by secret ballot at the annual meeting.

Section 4.2 The term of office shall be one year. Directors shall meet quarterly.

Section 4.3 The directors shall be the officers of the Club, namely: The President, who shall serve as chairman; The Vice President, The Secretary and The Treasurer. The other two directors shall also be elected by secret ballot at the annual meeting.

Section 4.4 The four initial directors shall be the Club officers and the additional two shall be elected by secret ballot at the next monthly Club meeting.

Section 4.5 The Directors are ultimately responsible for the club operation.

Section 4.6 The Directors shall make written Club policy.

Section 4.7 The Directors shall propose an annual budget and annual dues to the membership for approval.

Section 4.8 The Directors shall set the time and place of the monthly and annual meetings The annual meeting to take place during the month of December.

Section 4.9 A quorum of four Directors is required to conduct business.

Section 4.10 The annual meeting shall be on the same day of the week as the regular monthly meetings.

Section 4.11 Director vacancies will be filled by appointment by the Board of Directors for the duration of the term within 30 days of the vacancy.

ARTICLE V OFFICERS

Section 5.0 The officers of the Club shall be: President, Vice-president, Secretary and Treasurer. They will be elected by secret ballot at the annual meeting and serve for a term of one year.

Section 5.1 The officers are responsible for the day-to-day business of the Club.

Section 5.2 The President will propose the budget and dues to the Board of Directors, which must then approved by at least ten percent of the membership.

Section 5.3 The President will set the time and place for regular meetings and any Board meetings.

Section 5.4 Officers are responsible for approving membership applications. Approval of new members is by a majority vote of members at any meeting.

Section 5.5 The Treasurer is responsible for receiving and recording all dues, and donations as well is disbursing monies by check which must be counter signed by at least one other officer. The Treasurer shall keep an accurate record of all monetary transactions and the same is subject to audit by two officers within 30 days after the year end, December 31.

ARTICLE VI MEETINGS

Section 6.0 A quorum for regular meetings or the annual meeting is fifteen (15) percent of the membership. Issues to be decided by a majority vote (a number greater than half the votes cast, not including blanks and abstentions).

Section 6.1 Voting at any meeting may be by voice vote, or written (ballot) as determined by the presiding officer. Absentee and proxy voting, as defined by Robert's Rules of Order, are allowed.

Section 6.2 A special meeting may be called by a petition submitted to the President. The petition must state the purpose of the meeting and be signed by at least ten(10) percent of the members. The meeting must be held within thirty (30) days following the receipt of a valid petition.

ARTICLE VII COMMITTEES

Section 7.0 Special Committees may be established for any purpose, on an ad hoc basis, by the President or board of Directors.

ARTICLE VIII LOANS

Section 8.0 The corporation shall not use its funds to either give money or make loans for the personal benefit of any member.

ARTICLE IX AMENDMENT TO THE BYLAWS

Section 9.0 Proposal for amendments to the bylaws shall be submitted to the entire membership in writing at least thirty (30) days prior to voting thereon, and shall be approved by a majority vote of the entire membership.

ARTICLE X TERMINATION OF THE CORPORATION

Section 10.0 The sale, merger or voluntary dissolution of the Corporation shall be in conformity with the appropriate provisions of the California Corporation Code.

Section 10.1 All moneys and equipment belonging to the club shall be donated to a non-profit organization as of the date the transaction is consummated.

ARTICLE XI RULES OF ORDER

Section 11.0 The rules contained in the latest edition of Robert's Rules of Order, as published by Scott, Foresman and Company, Currently 1994, 0-042S 13928X shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Club may adopt.

5/19/95