

**Mo-Kan Regional Council of
Amateur Radio Organizations, Inc.**

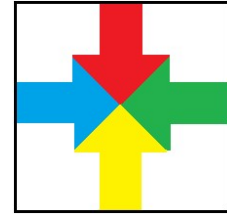
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Article 01, Organization Name:

Mo-Kan Council of Amateur Radio Clubs, Inc.

dba

The Mo-Kan Regional Council of Amateur Radio Organizations

(Hereafter Referred to as the Association.)

Article 02, Purpose:

- Coordinate and foster activities, efforts, and points of the view of the various amateur radio clubs and organizations from the region.
- Coordinate and provide meaningful recognition of individuals from the region who have made notable contributions to amateur radio.
- Serve as the combined voice for amateur radio on issues affecting amateur radio within our region.
- Create solidarity of purpose, a united voice, and a source of pride in everything that is the amateur radio community of our region.

The Association shall not have the authority or purview to dictate or enforce the lawful decisions and actions of any amateur radio club. While the association may make recommendations on issues regarding amateur radio, and may set forth rules and policies as to the qualification for membership, the Association cannot demand that any member club set forth any particular policy it deems appropriate to the governance of its own organization.

Any dues or financial assets collected by the Association shall be used for the proper management, and to support the programs of the Association.

Article 03, Membership:

Article 03A, Definitions:

1) Kansas City Bi-State Region; Defined:

For the purpose of membership, the Kansas City Bi-State Region shall be described as any location in the State of Missouri or Kansas within a 150 statute mile radius from the intersection of Interstate 435 and Stateline Road, in Kansas City, Missouri / Leawood, Kansas.

2) Member; Defined

There are three types of membership to the organization:

- a. Regular Member:** Any established amateur radio club or organization from the Kansas City Bi-State Region with a constitution or by-laws which has sustained a current membership of five or more individual members for 365 days or more at the time of application for membership. Regular members may vote on all elections and issues brought forward for a vote, may serve on committees , participate in any official discussions on any issues brought before the association and participate in any events of activities of the association.
- b. Special Interest Organization:** Any established amateur radio organization with a particular focus or mission. Examples of such organizations might include, but are not limited to a County ARES Group, Salvation Army's SATERN, KCHEART, to name a few. Special Interest Organization members may vote on all elections and issues brought forward for a vote, may serve on committees , participate in any official discussions on any issues brought before the association and participate in any events of activities of the association.
- c. Vendor Organization:** Any manufacturer or seller of products or services of interest to the amateur radio community from the region. Vendor Organization members may participate in any official discussions on any issues brought before the association and may participate in any events of activities of the association. Vendor Organizations may not vote on officers or issues.

Article 03B, Member Application and Approval: Applications for membership shall be made on the form prescribed by the board, and reviewed and approved or denied by the board.

Article 03C, Member Application, Exceptions: Exceptions, such as but not limited to applications for membership from outside the defined region, or organizations that may not specifically fit the definitions described in Article 03A-2 may be considered by the board on a case by case basis, and resolved at the discretion of the board.

Article 03D, Delegates and Voting: Each Member Organization may be represented by a single individual delegated by the Member Organizations' President or Chief Executive Officer who will represent the perspective of the Member Organization, and is authorized to speak for and vote on behalf of the Member Organization at any meeting, proceeding, or issue before the Association. Each Member Organization, regardless of size, shall have one vote. Any delegate may serve or represent only one member organization. During special situations, a Member Organization may appoint a temporary representative or proxy if the Appointed Delegate is unable to attend. Such temporary representative or proxy shall produce documentation or evidence provided by the Member Organization's President or Chief Executive that this temporary appointment is valid.

Article 03E, Member Initiation Fees and Annual Dues:

- 1) **Initiation Fees:** Each organization which has made an application for membership, which has been approved by the board to become an active member of the organization in good standing, shall pay a onetime, initiation fee in the amount of \$20.00 due at the time of acceptance to the association.
- 2) **Annual Dues:** Yearly Dues shall be paid to the association at the time of the Annual Meeting each year after becoming a member based on the following schedule:
 - a. **Regular Member:** Shall submit an amount of \$20.00 per year.
 - b. **Special Interest Organization:** Shall submit an amount of \$20.00 per year.
 - c. **Vendor Organization:** Shall submit an amount of \$20.00 per year.

Article 03E, Section 2: Annual Dues amended by Motion and Vote of the membership, April 15, 2017 per the procedure outlined in Article 08.

Article 04, Governance:

A Board of Directors, elected from the Member Organization's Delegates may be established to manage the Association, and conduct business on behalf of the Association. The Board of Directors for the Association shall consist of seven individuals; Chairman, Vice-Chairman, Secretary-Treasurer, and four additional Member Organization Delegates in good standing.

Article 04A, Chairman:

The Chairman shall:

1. Serve as Presiding Officer at Association Meetings and Board meetings.
2. Appoint committee chairperson and members.
3. Call Special Meetings if and when necessary.
4. Not sign any contract for and/or in behalf of the Association without the consent of the Board.
5. Appoint a Registered Agent to complete reporting requirements for state and federal agencies.
6. Ensures the proper enforcement of the bylaws.
7. Responsible for Preparing the Yearly Budget which will be approved as per bylaws.
8. Represent the association at ceremonies, meetings, and gatherings.

9. Manage and provide oversight of all committees through the appointed committee chairmen.
10. While not necessarily negotiating in, the President holds responsibilities over all agreements and contracts entered into by the association.
11. Represent the association by attending funerals or memorial services of Association members who have passed away.
12. Ensure that all meeting preparations, in person or by delegation are before each meeting completed.
13. Provide a monthly report of activities to the association members.
14. Provide a yearly report, in writing, to the members at the end of the fiscal year.
15. *Attend All Meetings*

Article 04B, Vice-Chairman:

The Vice Chairman Shall:

1. The Vice-Chairman shall perform the duties of the President in his/her absence, coordinate Public Information, and perform other duties requested by the President.
2. Arrange for the Guest Speaker or Presentation at the Regular Monthly Meetings.
3. Act as first advisor to the Chairman.
4. Make recommendations and direct coordination of Association events and activities.
5. *Attend All Meetings.*

Article 04C, Secretary:

The Secretary Shall:

1. The Secretary shall record the minutes of all Regular, Annual, and Special Meetings, and present such at the next Regular Meeting by voice or printed copy.
2. The Secretary shall, at the direction of the Board, submit a written report of a Board meeting for the record. A printed copy of the minutes will be placed in the Association's filing cabinet.
3. Collect and process applications for Association membership. After Association approval of membership.
4. Maintain all membership records collected.
5. Maintain and organize all records held in the Association's filing cabinet(s).
6. Prepare and disseminate correspondence for the Association.
7. Certify the submission of hours worked by members to organizations providing matching grants.
8. Manage and maintain Association logos, standard letterhead, and corporate seal.
9. Act as the primary point of contact for the Association's web master.
10. *Attend All Meetings*

Article 04D, Delegate Members of the Board of the Directors:

There are four additional members of the Board of Directors. These Delegate Members of the Board of the Directors shall:

1. Assist the Board with the coordination of any special projects.
2. Be the voice of and the advocate for the member organizations of the association at all meetings, and issues between the board and the members.
3. Take an active role in the management of the association
4. *Attend All Meetings.*

Article 04E, Treasurer:

The Treasurer Shall:

1. The Treasurer shall have charge of all the funds of the Association.
2. Shall establish and maintain bank accounts as needed.
3. Shall) provide financial records to Auditor as requested.
4. The Chairman, Vice Chairman, or Secretary shall sign checks in the absence of the Treasurer, as well as any expenditure approval request which requires the signature of one board member other than the check's signatory or payee.
5. Participate in negotiations of a financial nature for the Association.
6. Collect all monies and funds received by the Association for any reason, (i.e. dues, donations, income, projects, etc.)
7. Play a key role in advising and preparing the yearly budget.
8. Document matters of the Association's physical property.
9. Prepare and manage documentation for and to the Internal Revenue Service and State or Local Revenue Authorities.
10. Attend All Regular Meetings and Board Meetings as a Trusted Advisor to the Board of Directors.

Article 04C Amended and Article 04E Created to separate the duties of Secretary-Treasurer to Secretary, and creating the appointed position of Treasurer, as passed by the membership on April 16, 2022 as per the procedures outline in Article 08 of the Bylaws.

Article 05, Meetings:

Regular Meetings shall be held quarterly at a time and location as directed by the board and announced by the Board of Directors at least two-weeks in advance. The regular meeting during the first quarter of the year shall be the Annual Meeting of the corporation when elections for Board Members shall be held among the members. Board meetings and Committee Meetings shall be held as needed at the discretion of the Board Chairman, or Committee Chairman.

Article 06, Offices and Committees:

There are two types of committees: Standing Committees and Special Committees.

Article 06A, Standing Committees:

Standing Committees shall include three or more members under the leadership of a Committee Chairman, appointed by the Association Chairman. These standing committees shall include:

- Activities Committee
- Recognition Committee
- Issues Committee

Standing Committees shall answer to the Board of Directors.

Article 06A.1, Standing Committees; Defined

06A.1.a Activities Committee:

The Activities Committee shall manage and promote activities in which all member organizations may participate in. Such activities may include, but are not limited to Special Radio Operating Events, QSO Parties, Competitions, Fund Raisers, or Educational Activities and Presentations.

06A.1.b Recognition Committee:

The Recognition Committee shall organize and manage standardized and special recognition of individuals and / or organizations from the region for their efforts or accomplishments in the promotion, advancement, or enhancement of the art and science of amateur radio.

06A.1.c Issues Committee:

The Issues Committee shall monitor, track, and manage any issues that may affect, or be of particular interest to the amateur radio community of the region. The committee may make recommendations as to any response or activities to any such issues should require.

Article 06B, Special Committees:

Special Committees shall include three or more members under the leadership of the Committee Chairman, appointed by the Association Chairman for the purpose of managing any project or issue not under the specific oversight of any standing committee.

Special Committees shall answer to the supervising committee selected by the board, or to the Board of Directors.

Article 07, Elections:

Elections for the Board of Directors shall be held each year at the Annual Meeting called in the first quarter of each year.

1. **Board of Directors:** Shall consist of seven (7) individuals elected from the member delegates in good standing.
2. **Terms of Office:** Commencing at the Annual Meeting in 2016, four (4) board members will be elected to a term of two (2) years each, and three (3) board members will be elected for terms of one (1) year each. Commencing at the Annual Meeting in 2017, three (3) board members will be elected to a term of two (2) years each. From there on, elections during even numbered years will elect four (4) board members to a two (2) year term of office, and elections during odd numbered years will elect three (3) board members to a two (2) year term of office.
3. **End of Term of Office:** A given term of office shall conclude at the adjournment of the Annual Meeting.
4. **Nominations:** The nomination period shall begin during the regular meeting during the fourth quarter during the year, and continue until the next first quarter meeting, which is the Annual Meeting when elections are held. Nominations may be submitted verbally from the floor at either meeting, or may be submitted any time during the nomination period by correspondence.

Article 08, Amendments:

A By-Laws amendment requires two consecutive meetings to be enacted. A written motion stating the proposed change shall be submitted in writing at a Regular or Annual Meeting. If the motion is passed:

1. The Chairman will appoint a Special Committee of 3 to review the proposed amendment to evaluate the best interests of the association and potential conflicts with existing Articles. This committee will report at the subsequent meeting one of the following: recommend acceptance, recommend rejection, or no recommendation.
2. All members will receive the proposed change by the association's normal method of notification at least two weeks prior to the next Regular Meeting.
3. The proposed change will be voted on at the next Regular Meeting, and the By-Laws amended on a greater than a 2/3 vote of Members in Good Standing present.

Article 09, Dissolution:

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purpose as shall at the time qualify as an exempt organization or organization under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as

the Board of Directors shall determine. Any of such assets not so disposed of shall be divided equitably between the member organizations in good standing at the time of dissolution.

Article 10, Rules of Order:

Article 10A, Order:

In governing all formal meetings of the Association as defined in Article 5 of the By-Laws, the Chairman, or any officer presiding in his/her stead shall conduct the meeting in accordance with the Association's By-Laws, and shall maintain order and discipline as is proper within the common norms and dignity of civil behavior.

Article 10B, Order Procedure:

1. The Officer in charge of any meeting must give time for any member to present a motion by announcing:

“Are there any motions from the floor?” All motions must be accepted as per the following:

- A) A Association member (aka the presenter) puts forth a motion.
- B) A “Second” will be called to verify that there is support for the motion.
- C) Discussion will occur until no member has additional input. Each member will have one opportunity to present discussion with a maximum of 2 minutes. The Chairman will keep the discussion limited to the motion at hand.
- D) After the discussion, the presenter is asked if there are any changes he/she would like to make, or would he/she desire to withdraw the motion, or desire to delay consideration of the motion.
- E) If the presenter makes any changes, the procedure will start again at Step B of this section.
- E) Once there are no additional changes and the presenter has not withdrawn the motion or delayed the motion, the motion must be voted on.

2. A simple majority will either pass or fail the motion.

4. If there are additional motions to consider each will follow this procedure.

Article 11: Unexpected or Unplanned Vacancy in the Office of Any Member of the Board of Directors.

Article 11A, Definitions:

1. For the purpose of this article, Board Member shall mean: Any Elected Officer including Chairman, Vice-Chairman, Secretary, or any of the four Delegate Members of the Board of Directors.
2. While the Treasurer is a Trusted Advisor to the Board of Directors, and attends all Board Meetings, the Treasurer is not elected as a Member of the Board, but is appointed by the Chairman, and serves at the pleasure of the Board of Directors.
3. Vacancy shall mean the absence of any Board Member during their unexpired term of office due to resignation, severe illness, death, or termination with cause by order of the majority vote of the Board of Directors, or by any board member forfeiting the office through a voluntary absence of three or more consecutive months.

Article 11B, Procedure:

1. The Chairman or Designated Executive shall:
 - a. Declare that a vacancy exists on the Board of Directors and as such, an emergency exists.
 - b. With the advice and consent of the remaining Board of directors, appoint an individual to assume the remaining term of the vacancy.
2. The candidate appointed to the vacant office shall serve in that office until the current term expires at which time the new office holder may run for re-election.

Article 11 was added to the Bylaws by the procedures established in Article 08 of the Bylaws and enacted by a vote of the Membership at the 2nd Quarter Meeting, April 12, 2025.