

**BYLAWS OF  
TEXAS EMERGENCY AMATEUR COMMUNICATORS, INC.  
January, 1994  
(Amended November 2013)**

**PREAMBLE:**

Texas Emergency Amateur Communicators has been organized as a Texas non-profit corporation according to the Articles of Incorporation thereof and those articles stand as the basic contribution of the corporation.

The certificate of Incorporation granted by the state of Texas is dated February 8, 1983 and the state charter number of the corporation is 76-0049671.

The corporation has been created by the incorporators to secure for themselves and future members the pleasures and benefits of the association of persons having a common interest in emergency communications and/or Amateur Radio. It shall be the purpose of the corporation to provide public service in the form of communications capabilities as set out in the Articles of Incorporation and, further, to promote radio knowledge, fraternalism, and basic common bond. It is the intent to so conduct the programs and activities of the corporation as to advance the general interest and welfare of Amateur Radio in the community.

The purpose of these Bylaws is to set out operational and organizational details to govern the activities of the corporation within the strictures of the Articles of Incorporation.

**ARTICLE I**

**MEMBERSHIP:**

1. All persons interested in Amateur Radio and/or emergency communications shall be eligible for consideration as member after a probationary period. Application must be made on the Club's application form and presented to the membership committee, which shall be made up of the officers of the corporation unless and until they shall appoint a committee to serve in their stead.
2. There are two categories of membership, probationary member and full member. Upon receipt of a membership application, the Membership Committee shall meet to review the application and interview the applicant as necessary. The chair of the Committee shall communicate the Committee's decision to the prospective member within 96 hours via email or other commonly accepted means. A copy of the application will also be forwarded to the maintainer of the roster. All persons seeking membership will be required to serve a probationary one-year period. The committee must be unanimous in its approval of the probationer's application. Upon the expiration of a person's probationary year their application for full membership shall be reviewed by the membership committee. This committee shall have the authority to approve or deny applications and grant or deny probationary membership and or full membership. Any **probationary member** failing to receive a unanimous vote of the membership committee for full membership shall be presented to the membership at its next scheduled general meeting where approval by eighty (80) percent of the full members attending shall result in full membership for the probationer. Only those persons having full membership status and being in good standing may hold office and vote on questions that come before the membership including election of officers.
3. A one time waiver of the probation period shall apply to all members in good standing on December 31, 1993, who shall have forty-five (45) days to pay 1994 dues and receive member status.

4. Membership shall continue as long as the individual has paid such dues as may be levied under the authority set out in other Articles of these Bylaws.

5. Membership can be terminated by resignation or for "just cause" by a two-thirds vote of the members present at a regular membership meeting at which a quorum is present and where the meeting call specified the termination action to be considered.

6. Members whose termination is on a meeting agenda must be afforded the opportunity to speak to the motion and confront those who desire to terminate their membership. However, if in the judgment of the chair any participants fail to conduct themselves with due decorum will forfeit their right to speak.

7. Members who are terminated by vote shall have their prorated dues returned to them.

## **ARTICLE II**

### **OFFICERS:**

1. The Officers of this group shall be: President, Vice President, Secretary, Treasurer and Trustee.

2. Officers shall be elected from among the members for a term of one year by ballot of the members present at the first general membership meeting of each calendar year, such meeting to be held under the rules set out in Article V.

3. An individual may hold the office of Trustee and any other office simultaneously.

4. Vacancies occurring between elections shall be filled by a majority vote of the Board then existent.

5. Officers may be removed from office by an 80% majority of the voting membership present and voting a general meeting for which the call specified that removal of an officer was to be considered.

## **ARTICLE III**

### **DUTIES OF OFFICERS:**

1. The PRESIDENT shall also be the Chairman of the Board of Directors and shall preside at all meeting of this corporation and its board. The president shall enforce due observance of the Articles of Incorporation and these Bylaws; decide all questions or order; sign all official documents and perform all the customary duties pertaining to the office of president and chairman. The president shall present the official call for meetings using the procedures set out in Article V.

2. The VICE PRESIDENT shall assume the duties of the president in the absence of, or upon the request of the president.

3. The SECRETARY shall keep a record of all the proceedings of all meeting, keep a roll of members, submit applications for membership to the Membership Committee and act as secretary of that committee, carry' on or assist in the preparation of all correspondence for the organization, and prepare and dispatch such official communications as are authorized by the corporation, its officers and board. The secretary is the secretary of the board with all the duties implied thereby.

4. The TREASURER shall receive and receipt for all moneys paid to the corporation; shall keep accounts of all moneys received and expended. The treasurer shall pay no bills without the authorization of at least one other officer and the authorization of two other officers shall be required for expenditure in excess of \$100.00. The treasurer shall make formal financial reports at each general membership meeting and at any other time the president requests such a report. The treasurer shall prepare a financial forecast for the year in progress as part of all such reports and the forecast made at the second meeting of the year shall serve as the budget for the organization for the year subject to change by a majority vote of the members at the meeting.

5. The TRUSTEE shall assure that operation of the corporation's repeater(s) is consistent with good amateur practice and is in compliance with FCC rules and regulations and the Amateur call sign in the ID of the repeater shall be that of the Trustee. In addition he shall:

- a) Respond to technical correspondence regarding the station(s) for which he is trustee, especially from the FCC, and to provide a copy of such to the secretary. (The secretary is charged with the responsibility in this duty as needed.)
- b) Assure proper monitoring and control of the station(s) while in service as required by FCC regulations and maintain appropriate logs of stations activities as may be required by the FCC or the TEAC Board.

6. All officers shall at the expiration of their term of office turn over all corporation records and any corporation property in their possession to their successor.

#### **ARTICLE IV**

##### **BOARD OF DIRECTORS:**

1. The Board of Directors shall be made up of the elected officers and the immediate past president.

2. The duties of the board are:

- a) To conduct the business of the corporation between general membership meetings and to oversee the operations of the corporation.
- b) To develop policies and guidelines for the operation of the corporation to assure its effectiveness.
- c) In conformity with the state laws governing non-profit corporations the board shall have responsibility for the assets of the corporation. In this connection an inventory of equipment and fixed assets shall be maintained by the board. The board may authorize disposition of fixed assets and equipment it judges to be surplus or unneeded. Then, any items not sold to members may be disposed of in any manner determined by the board.

#### **ARTICLE V**

##### **MEETINGS:**

1. There shall be NO FEWER THAN TWO membership meetings per year, one of which must be during the first quarter, at a time and place set by the official call. The president may call as many special meetings as he sees fit and he must call such a meeting when requested to do so by a majority of the other Board Members or three-fourths of the members. One quarter of the members shall constitute a quorum at all membership meetings.

2. Board of Directors meetings shall be called by the president as deemed necessary or when requested to do so by a minimum of two other Board Members. Three members shall constitute a quorum at Board Meetings.

3. The president shall present the official call for all meetings. The call may be made in writing in which case it must be mailed at least one week before the date set for the meeting. A meeting call may be made by phone but only if at least eighty percent of the members are contacted at least 48 hours before the time set for the meeting. A meeting call (approved by the TEAC President) may be presented via e-mail at least one week before the date set for the meeting.

#### **ARTICLE VI**

##### **DUES:**

1. By a two-thirds vote of those members present at any regular meeting the corporation may levy upon the membership such dues as may be deemed necessary to carry out the business of the corporation within the objectives set forth herein and in the Articles of Incorporation. Non-payment of such dues within ninety days of the established due date shall suspend the membership of the individual involved. Non-

payment of such dues within one hundred twenty days of the established due date shall terminate the membership of the individual involved. During the suspended period the individual will not be considered "member in good standing."

2. Annual dues are hereby established and this figure may be changed as specified above without change in these Bylaws. Annual dues shall be due and payable on January 1 of each year. Individuals joining the corporation after January 1 shall pay dues of one twelfth of the annual dues per month for the months remaining in the year of their joining, but in no case will exceed the annual dues.

#### ARTICLE VII

##### DONATIONS AND LOANS:

1. The corporation will gratefully accept all donations of moneys, equipment, etc. The only limitation is that any donations be legal and unencumbered and that they can be effectively used in the furtherance of the objectives of the corporation. It is to be understood that the Board of Directors may liquidate equipment and fixed assets not deemed to be needed by the corporation the moneys so obtained to be used to support corporation activities within the provision of the Articles of Incorporation and these Bylaws.

2. The corporation will accept the loan of equipment for its use under the following conditions:
- a) The owner agrees in writing that the corporation may use the equipment unless or until he requests its return at which time the corporation shall have the option of buying the equipment for a value established in the aforementioned letter.
  - b) The corporation shall be responsible for the condition of the equipment while in its possession to the extent of value as established above, depreciated at 10% per year.

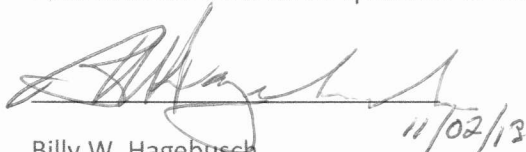
#### ARTICLE VIII

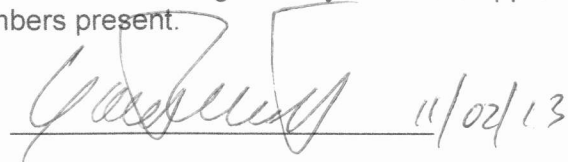
##### AMENDMENTS:

These bylaws may be amended by a three-quarters vote of the members present and voting at any meeting of the membership, the call for which must be in writing and specify that amendments to these Bylaws would be considered and in which the proposed amendment(s) was/were set out in full. The written amendments may be delivered to the members via U.S. Mail or via e-mail, with request read receipt, at least seven (7) days prior to the date set for the meeting.

##### CERTIFICATION

We certify that the foregoing Bylaws were presented to the membership at a membership meeting on November 2, 2013, after a written copy had been provided to the membership by U.S. Mail or email at least seven (7) days prior to the meeting. The Bylaws were approved by a vote of more than three-quarters of the members present.

  
Billy W. Hagebusch  
President

  
Branislav Sasic  
Secretary