

Bylaws of the
Southeastern VHF Society
A not for profit corporation

Article 1 – Principal Office

Section 1 – Location. The principal office of the Southeastern VHF Society, Inc., shall be located as designated in the Articles of Incorporation, or as properly modified by the Board of Directors in accordance with Georgia state law.

Article 2 – Membership

Section 1 – Eligibility. Membership shall be open to any person indicating an interest in supporting the purposes, objectives, and activities of the Southeastern VHF Society. An applicant for membership shall complete an application form, membership becomes effective upon receipt of membership dues.

Section 2 – Member. A member shall be a person who demonstrates an interest in furthering the goals of the Southeastern VHF Society by filling out an application and paying the annual dues. A member shall have the opportunity to participate in the activities of the Society and shall be entitled to one vote for each position to be filled in the election for the Board of Directors.

Section 3 – Dues. The amount of the membership dues shall be established by the Board of Directors each year for the following year.

Article 3 – Board of Directors

Section 1 – Policies. The general policies of the Southeastern VHF Society shall be established by the Board of Directors.

Section 2 – Board of Directors. The Board of Directors shall consist of 12 members of the Southeastern VHF Society. The initial Board of Directors shall consist of six directors with term of one year and six directors with a term of two years, as established in the Articles of Incorporation. Thereafter, the directors shall be elected by the membership in the annual meeting for a two year term. Six directors will be elected each year to replace those whose terms are expiring. Directors shall assume office immediately upon election.

Section 3 – Eligibility. To be eligible for a Directorship on the Board of Directors, individuals must be a current member, have held membership in the Southeastern VHF Society for a period of at least one full year (except for the initial Board of Directors), be a holder of a valid FCC Amateur Radio license, and shall meet all other requirements of Georgia state law.

Section 4 – Powers and Duties. The Board of Directors shall possess such particular powers as are specifically given to it in these bylaws, including the power to interpret these bylaws, but the granting of such powers shall not be considered as implying a denial of the general power to act in circumstances not specifically covered. The Board of Directors shall have the authority to

delegate any of these powers to committees or to individuals who are officers or otherwise represent the Southeastern VHF Society. Any action that the Board of Directors can take at a meeting may also be taken by consent minute as provided by Georgia state law.

Section 5 – Election of Corporate Officers. The Board of Directors, at their first meeting following the annual meeting election, shall elect the Corporate Officers from among the directors. The retiring officers shall be responsible for assuring the effective transfer of records and responsibilities to the incoming officers.

Article 4 – Corporate Officers

Section 1 – Officers. The Officers of the Southeastern VHF Society shall be President, Vice President, Secretary, and Treasurer.

Section 2 – Terms of Office. The term for Corporate Officers shall be one year.

Section 3 – Vacancies. A vacancy in any Corporate Office shall be temporarily filled by appointment by the President of the Corporation, until the next Board of Directors meeting, at which time the Directors shall fill the vacancy.

Section 4 – Duties of the Corporate Officers.

- A. The President of the Corporation shall preside at all meetings, enforcing the observance of documents executed on behalf of the Corporation. He shall sign all such documents executed on behalf of the Corporation. He shall exercise all customary duties pertaining to the office of President, and may appoint committees.
- B. The Vice President of the Corporation shall assist the President in the exercise of his duties, and shall assume the duties of the President in his absence. He shall have signature authority on all Society bank accounts.
- C. The Secretary of the Corporation shall keep the minutes of all meetings and shall submit them to the Corporate Officers prior to the following meeting. He shall see that a roll of the members are kept, and be responsible for obtaining a list of all attendees at Southeastern VHF Society functions. He shall have signature authority on all Society bank accounts.
- D. The Treasurer of the Corporation shall handle all moneys paid to the Southeastern VHF Society, keeping an accurate accounting of all receipts and disbursements. He shall sign all checks, and provide an itemized report to the Board of Directors. He shall also maintain a list of all members in good standing. He shall be the primary signature authority on all Society bank accounts.

Article 5 – Meetings

Section 1 – Meetings. Meetings shall be held at a time and place designated by the Board of Directors or the President of the Corporation.

Section 2 – Quorum and Order of Business

- E. At the annual meeting of the membership, a quorum shall be declared to be those members present.
- F. All matters submitted to a vote shall require a simple majority of those members present.

- G. All business of the Corporation shall be conducted in accordance with *Robert's Rules of Order*.

Article 6 – Amendments of the Bylaws

Section 1 – Amendments to the bylaws of the corporation shall require a two-thirds (2/3) vote of the Directors of the Corporation. Notification of an amendment that has received such approval shall be communicated to the membership. The amendment shall take effect immediately upon such communication.

Article 7 – Conflicts

Section 1. In any conflicts between these Bylaws and the Articles of Incorporation of the Southeastern VHF Society, the Articles of Incorporation shall be controlling.