

# **SAN ANTONIO DIGITAL RADIO CLUB**

## **CONSTITUTION AND BY-LAWS**

### **ARTICLE I – SAN ANTONIO DIGITAL RADIO CLUB**

The name San Antonio Digital Radio Club will also be referred to as SADRC or the word Club for convenience in this document. Whereas members are welcome from throughout the United States, this Club shall draw its membership primarily from metropolitan San Antonio, Texas, area.

### **ARTICLE II – PURPOSE**

The Club was organized and will operate exclusively for, charitable, scientific and educational purposes. The Club shall not engage in political activities, nor shall it engage in any activities that may jeopardize its non-profit organizational status. The Club seeks to:

- A. Promote interest in digital amateur radio and all its associated activities.
- B. Provide for emergency communications in time of need for disaster relief organizations, police, fire departments, hospitals and other public safety or general welfare agencies.
- C. Foster and promote digital intercommunication by electronic means for the personal benefit of the members and other licensed Amateur Radio Operators.
- D. Foster education in the field of electronic communication.
- E. Disseminate knowledge and information by regular or special meetings or classes, the printing of books, magazines, bulletins, and pamphlets necessary or incidental to any of the above purposes.

### **ARTICLE III – MEMBERSHIP AND REQUIREMENTS**

All persons interested in Amateur Radio Communications, that is the Amateur Radio Service defined by the Federal Communications Commission 47 C.F.R, Part 97 shall be eligible for membership.

SADRC actively promotes new members amongst licensed Amateur Radio operators as well as encourages those interested in Ham Radio to join.

Membership in SADRC requires a prospective member to complete and submit a membership application. The membership application resides under 'The Club' on the SADRC website ([www.sadrc.net](http://www.sadrc.net)). Upon review and the prospective member holds a valid Amateur Radio FCC license, the Membership Administrator can approve and send the prospective member an invitation to join.

If a non-licensed persons applies for membership, the Membership Administrator will seek approval by the Club President or Vice President prior to sending the prospective member and invitation to join.

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### ARTICLE IV – BOARD MEMBER POSTIONS AND RESPONSIBILITES

A. **Board Members** – All appointed Board Members shall be filled by members of the Club and must be in good standing as well as licensed Amateur Radio operators.

- a) The President shall appoint a Nominating Committee approximately one month prior to the ANNUAL MEETING. The nominating committee's primary purpose is to identify, evaluate, and recommend qualified candidates to fill board positions within the Club, ensuring the board has the necessary skills, experience, and diversity to effectively direct the Club.
  - b) The board members shall be elected by secret ballot of the REGULAR MEMBERS at an ANNUAL MEETING.
  - c) All board members shall serve for an initial term of two years and shall assume office immediately after the adjournment of the meeting at which they were elected.
  - d) Expiration of the terms of the President and Secretary will be staggered vs the terms of the Vice President and the Treasurer as to not have them expire on the same year. This is to facilitate continuity of the Board.
  - e) Board members may be reelected to more than one term.
1. **President** – The President shall preside at all meetings of the organization – documenting them according to the rules adopted by the Club, make appointments to Committees, and be responsible for the operation of the organization. He/she shall oversee all Club activities and be responsible for all operations for the Club and repeater network.
  2. **Vice President** –The Vice President shall assume the duties of the President he/she is absent and assist the President in the affairs of the Club. The Vice President shall assist the Secretary where necessary.
  3. **Secretary** - The Secretary shall keep minutes of all meetings as deemed necessary, maintain all correspondence for the Club, notify the membership of all communications to the Club, and oversee the Club Constitution and Bylaws, and have the same available for any inquires by the membership. The Secretary shall file an annual Club update reflecting new Board Members and activities of the Club.



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4. **Treasurer** - The Club Treasurer is responsible for accounting of all Club assets. These include gifts of monies, equipment, subscriptions, Club activity dues and the GoFundMe account. The Treasurer shall maintain and manage a bank account for the Club. This account will be accessible only to the Treasurer, the Club President or the Club Vice President.
  - a. The Treasurer will make payment from Club funds at the direction of the Club President. The Treasurer will provide a basic asset report at each monthly Club meeting and a detailed report to the Board Members at each quarterly meeting or as directed by the Club President.
  - b. All monies collected or received for the Club shall be deposited as and when received in one or more Banks or Credit Unions as selected by the Board Members, as prescribed by the BYLAWS. The Treasurer shall designate the account to which the disbursement is charged. Expenditure commitment involving financial obligation in-excess of the cash fund of the Club on hand, will require approval of the Board Members. The Board Members shall approve a set amount of money that the President shall be authorized to spend for miscellaneous expenses and for emergency repairs.
- B. **Appointed Officers** – The appointed officers of the Club shall consist of a Webmaster, Membership Administrator, Repeater Administrator and such other assistants as the President may deem necessary. These appointed officers are appointed by the President and serve at the pleasure of the President.
  1. **Membership Administrator** - The Membership Administrator will perform the duties required of membership applications and approval and shall keep the records of current members including the addresses, email, phone numbers, ARRL affiliation, etc. The Membership Administrator shall ensure sure that each new member receives all necessary information about the Club. The Membership Administrator is responsible for managing and maintaining Groups.io for the Club. This includes member posting and layout as well as the SADRC database contained within.
  2. **Webmaster** – The Webmaster will be responsible for posting information regarding upcoming Club events, membership meetings, or other Club business as well as technical data as instructed by the other Board Members. The Webmaster shall be responsible for maintaining, updating the [www.sadrc.net](http://www.sadrc.net) web site including posting content pictures, links to other webs sites, and a calendar of events. The Webmaster shall maintain a Section on the website about the SADRC repeaters and how to connect via YSF, FCS, and Wires X systems.
  3. **Repeater Administrator** – The Repeater Administrator is responsible for coordinating the location and operation of amateur radio digital repeater sites either owned by the Club, the Club's members, or other repeater owners in free association with the Club that are used by the Club and the Club's members for communication using amateur digital radios. The Repeater

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Administrator shall coordinate repairs, data restoration, verify repeater status, solicit and search for repeater sites and provide repeater status to the Board Members and the Club membership. The Repeater Committee will publicize a list of the digital repeaters participating in this network to the Club members.

**C. Sub-Committee Members** – All Sub Committee Members shall be filled by members of the Club and will be appointed and approved by a majority vote of the Board Members.

1. **Activity/Media Administrator** – The Activity/Media Administrator is responsible as the Activity Administrator to manage the Club's activities calendar, organize activities and off-site events such as Tailgate activity, Hamfests, technical presentations, etc. Additionally at the President's direction, confirm bookings and reservation as needed. And most importantly ensure a safe and fun environment for all participants. The Activity/Media Administrator should attend other clubs as a representative of SADRC. Pass along news and information of interest to the both the other organization and later to the SADRC members.

The Activity Administrator is responsible as the Media Administrator is responsible for collaborating with other clubs and organizations to promote SADRC. Duties include content creation and overseeing any foreseeable social media campaign regarding SADRC or Amateur Radio to determine campaign's success.

2. **Weekly Net Administrator** – The Weekly Net Administrator is responsible for the SADRC Wednesday evening Net. Maintain the list of Net Control Operators, including scheduling and availability. Provide feedback to Net Control Operators on training and performance. Be the contact point for new stations wanting to become a Net Control Operator. Provide feedback on needed training topics.
3. **IT Administrator** – The IT Administrator shall assist members as necessary to configure and maintain their radio equipment, connections and configuration of devices and software for such things as Wires X and YSF.

### ARTICLE V – COMMITTEES

- A. The Club will have the following Standing Committees whose chairpersons, if not specified in this Constitution and By-laws, will be appointed by the President:
  1. Audit Committee, chaired by the Board of Directors and including at least one other member appointed by its chair, will inspect the records of the Treasurer after the close of business on December 31<sup>st</sup> and report on the results at the Annual Meeting, usually in January of each year.
  2. Constitution and By-laws Committee, chaired by the Board of Directors, is responsible for conducting an annual review and reporting the results, including recommended changes, if any, at the regular monthly meeting in



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November of each year so due notice can be given to the general membership before the Annual Meeting of any recommended changes.

3. Executive Committee will consist of the elected Board Members and be chaired by the President. The Executive Committee will function as a Board of Directors, and as such will:
    - i. Make policy decisions for the Club subject to the review of the general membership of the Club.
    - ii. Review and approve the activities and dates set forth in the Program Committee's plan for the year.
    - iii. Review and approve the activities and dates set forth in the Repeater Committee's plan for the year.
    - iv. Set financial policy on expenditures to include a budget when the amount of funds makes it advisable.
    - v. Approve expenditures exceeding \$100 when not a part of an approved budget.
    - vi. The quorum for meetings of the Executive Committee meetings will be three (3) elected officers.
  4. Nominating Committee, chaired by the Immediate Past President or, when they are unavailable, a person appointed by the current President, is responsible for recruiting Board Members to stand for approval at the Annual Meeting in January of each year.
  5. Program Committee, chaired by the Vice President, is responsible for determining the dates, times, and sites for all monthly meetings, commemorative meetings, and the annual meeting. The plan of the Program Committee for each year is subject to review and approval by the Executive Committee.
- B. The President may establish other temporary committees for defined purposes as the President may deem necessary.

### ARTICLE VI – MEETINGS

- A. REGULAR meetings of the Club shall take place monthly as a part of the regular program unless specifically changed by the President. Monthly meetings are held on the 3<sup>rd</sup> Saturday of each month unless extenuating circumstances require a date change. Location of the monthly meetings will vary depending upon availability of meeting space
- B. Quarterly Board Member meetings will be held at a time and place determined by the President.
- C. ANNUAL meetings shall take place in January of each year as a part of the regular program unless specifically changed by the President.

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- D. SPECIAL meetings may be called by the President. Upon request of 20% of the membership in writing, SPECIAL meetings will be called by the President.
- E. A quorum for REGULAR, ANNUAL, and SPECIAL meetings will be ten (10) members.

### **ARTICLE VII – MEMBERSHIP DUES**

The Board of Directors shall set the dues of the Club which will remain in effect until the Board votes to change them from the current rate. Any and all discounts will only be offered with approval of the Board of Directors.

- A. ANNUAL dues for REGULAR and ASSOCIATE members shall be \$0.00 (zero) and is due and payable on the first day of January each year.
- B. New ANNUAL membership applications received after July 1 of any year shall be pro-rated to \$0.00 (zero) for the first year of membership and shall expire on December 31 of that year.
- C. Any ANNUAL member failing to pay dues to the Club by the 31st day of March shall be deemed to be in arrears and a notice shall be sent to the member advising that membership privileges shall be suspended. If dues in arrears are not paid by April 30, the ANNUAL member shall be declared INACTIVE by the Club.
- C. An INACTIVE member may be reinstated to REGULAR OR ASSOCIATE membership status by paying a \$0.00 (zero) for the current dues (pro-ration shall not apply to INACTIVE members).
- D. The Board of Directors by a two thirds (2/3) vote can remove a member from the Club should the situation warrant.

### **ARTICLE VIII – FUND CONTROL**

- A. The fiscal year or annual accounting period of the Club will start on January 1<sup>st</sup> of each calendar year and end on December 31<sup>st</sup> of the same calendar year.
- B. General Funds will be under the control of the Treasurer. Disbursements of funds required for normal purposes are the responsibility of the Treasurer. Expenditures of funds not considered normal will be made with the approval of the President if the amount is \$100 or less. Expenditures of funds not considered normal will be made with the approval of the Executive Committee when the amount is greater than \$100.
- C. The Club may establish and maintain SPECIAL FUNDS for those purposes agreed upon by the membership. Monies deposited in SPECIAL FUNDS may be co-mingled with Club operational funds but must be accounted for separately. There are no SPECIAL FUNDS established by the Club to date.



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### ARTICLE IX – AMENDMENT PROCESS

The By-Laws of the Club may be amended by a two-thirds vote of REGULAR members present at any ANNUAL meeting or SPECIAL meeting called for that purpose. Proposed amendments shall be published in a newsletter or directly mailed (email acceptable) to all members no less than 30 days prior to the ANNUAL meeting at which the amendment is proposed for adoption.

### ARTICLE X – RULES OF ORDER

The parliamentary authority of the Club shall be the current edition of Robert's Rules of Order Newly Revised (RONR), which as of the date of adoption of this Constitution and By-Laws was the 12<sup>th</sup> Edition.

### ARTICLE XI – DISSOLUTION

- A. The Club may be dissolved at any time by a two-thirds (2/3) vote of all voting members whose dues are current by means of a written, by mail ballot wherein at least two thirds (2/3) of all members respond in the affirmative that the Club be dissolved.
- B. Upon passage of a motion to dissolve the Club, the Club officers shall publish a list of all physical property owned by the Club to the members and request written bids by a set date. Property left over will be sold at internet auction sites until gone. In the event any physical property cannot be sold with even zero dollar opening bids, it is to be trashed.
- C. After the payment of final bills, remaining money in the Treasury to include proceeds from the sale of all physical property will be donated to the Amateur Radio Relay League, an IRS 501(c)(3) recognized organization, for its use in continuing the support of the Amateur Radio Service.

These CONSTITUTION and BY-LAWS were adopted by a vote of the REGULAR members of the Club at the ANNUAL meeting of the Club on Jan 18<sup>th</sup>, 2025 in San Antonio, Texas.

Signatures:

  
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PRESIDENT

  
\_\_\_\_\_  
SECRETARY

Printed Names:

DEREK MOYES  
\_\_\_\_\_  
PRESIDENT

Alice Ramirez  
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SECRETARY