

Constitution of Southeastern Connecticut Amateur Radio Society (SECARS)

Article 1 Preamble

1.1 We, the members of Southeastern Connecticut Amateur Radio Society (SECARS), Inc., being desirous of securing for ourselves the pleasures and benefits of the association of persons commonly interested in Amateur Radio, do hereby constitute this organization and do adopt this Constitution as our governing law.

Article 2 Purposes

2.1 SECARS, Inc. is a non-profit, non-stock corporation organized exclusively for charitable, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)3 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

2.2 SECARS, Inc. seeks to comply with and support the purposes of the Amateur Radio Service as defined in the Federal Communications Commission Rules Part 97.1.

2.3 SECARS, Inc. seeks to expand public understanding and appreciation of the Amateur Radio Service, and to encourage participation in this service.

2.4 SECARS, Inc. seeks to further the exchange of information and cooperation between members.

2.5 SECARS, Inc. will coordinate and conduct amateur radio activities and programs in such a manner as to advance the general interest and welfare of amateur radio in the community.

2.6 SECARS, Inc. seeks to promote radio knowledge, camaraderie and individual operating proficiency.

2.7 SECARS, Inc. seeks to serve the general community in the time of an emergency and through public service events.

2.8 SECARS, Inc. was established upon the consolidation of Tri-City Amateur Radio Club and Radio Amateur Society Of Norwich and seeks to honor the legacy of both organizations that preceded it.

2.9 SECARS, Inc. will accomplish these purposes through volunteer activities of its membership, financial support of charitable and educational opportunities, and public benevolent efforts.

Article 3 Directors or Trustees

3.1. Directors or Trustees of the corporation shall be: the current officers of SECARS, Inc. (President, Vice President, Secretary, Treasurer), three elected members-at-large, and the trustees of the FCC-issued callsigns for SECARS, Inc. The officers' and trustees' terms as Directors shall be concurrent with their terms for their designated roles in SECARS, Inc. The members-at-large shall be elected for staggered three year terms.

3.2. A regular annual meeting of the Directors shall be held within 45 days of the annual meeting of SECARS, Inc.. A quorum will be the majority of the eligible Directors, each having a single vote.

3.3. A special meeting of the Directors may be called by the President, or upon the written request of any three (3) Directors. Notice, through personal contact, telephone, electronic mail or first-class mail, shall be sent to all the Directors informing them of the special meeting and business to be transacted. Such

notice should arrive at least twenty-four (24) hours before the time therein set for the meeting. Only such business as is designated in the said notice shall be transacted at such special meeting.

- 3.4. The Directors of SECARS, Inc. shall be responsible for the formulation of appropriate financial and activity documentation required by Federal and State statutory regulations. The Directors of SECARS, Inc. shall ensure the activities of this organization are in conformance with the Purposes set forth herein.

Article 4 Officers

- 4.1. The officers of SECARS, Inc. shall be the President, Vice President, Secretary, and Treasurer.
- 4.2. These officers shall be members in good standing, in accordance with the bylaws, at the time of their selection and during their tenure of office.
- 4.3. Elected officers will be installed at the annual meeting and will serve for one year or until their successor has been elected.

Article 5 Members:

- 5.1. Any person subscribing to the objectives of SECARS, Inc. shall be eligible for membership.
- 5.2. Membership shall be by application and election upon such terms as SECARS, Inc. shall provide in the Bylaws.

Article 6 Finances:

- 6.1. SECARS, Inc. may levy upon the general membership such dues or assessments as defined in the Bylaws for the business of the organization within its objectives as set forth in the Purposes of the organization. Non-payment of such dues or assessments shall be cause for expulsion from the organization within the discretion of the membership.
- 6.2. SECARS, Inc., from time to time, may participate alone or with other organizations in fund raising activities to supplement member dues and assessments.
- 6.3. SECARS, Inc., may accept donations from the membership or the general public to be used in the accomplishment of the Purposes of the organization. These donations may be designated for a specific purpose or general usage.

Article 7 Operations:

- 7.1. SECARS, Inc., through designated members and committees, shall provide technical advice to members concerning equipment design and operation to assist in compliance with FCC Rules Part 97, complete frequency observance, clean signals, uniform practice, and absence of spurious radio radiations from member stations.
- 7.2. SECARS, Inc., through designated members and committees, shall provide emergency and public assistance communications services.
- 7.3. SECARS, Inc., through designated members and committees, shall provide support for participation in the Amateur Radio Service, improve the technical skills of its members, and support allied charitable and public goodwill efforts.
- 7.4. No part of the net earnings of SECARS, Inc. shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that SECARS, Inc. shall be

authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

- 7.5. No substantial part of the activities of SECARS, Inc. shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and SECARS, Inc. shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- 7.6. Notwithstanding any other provision of this document, SECARS, Inc. shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article 8 Meetings

- 8.1. Regular meetings of SECARS, Inc. shall be at monthly intervals.
- 8.2. Robert's Rules of Order shall govern the proceedings of SECARS, Inc. meetings.
- 8.3. The Annual Meeting shall be held during the month of October. The established purpose of the annual meeting is for the installation of officers, but this shall not preclude conducting regular business before the membership present.
- 8.4. All other meetings of the membership shall be referred to as special meetings. Only such business as is designated in the notice shall be considered at special meetings.
- 8.5. A quorum, as specified in the Bylaws, is required for the opening of any meeting and to allow the transaction of business.

Article 9 Disbandment

- 9.1. If for reasons unforeseen SECARS, Inc. shall be disbanded, a vote of three-fourths (3/4) of the membership present at such meeting be taken and abided by the results of such quorum. All organization finances, property, and all equipment owned by SECARS, Inc. shall be voted upon to be donated to a non-political, non-personal 501(c)3 charitable organization. Any SECARS, Inc. equipment and property not accepted for donation shall be auctioned or sold by the voting membership, and all monies realized from such be donated as provided above. The charitable organization to receive the donation or donations shall be voted upon at the Meeting of Disbandment.

Article 10 Amendment

- 10.1 The constitution may be amended by three-fourths vote of members at a SECARS, Inc. meeting.
- 10.2 Proposed amendments to the constitution shall be announced and discussed at a regular monthly meeting.
- 10.3 Notification to the membership shall be made at least 2 weeks in advance of the voting of the proposed constitution amendments.

Bylaws of Southeastern Connecticut Amateur Radio Society (SECARS)

Article 1. Purposes

- 1.1. SECARS, Inc is organized exclusively for charitable, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 1.2. No part of the net earnings of SECARS, Inc shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that SECARS, Inc shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.
- 1.3. No substantial part of the activities of SECARS, Inc shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and SECARS, Inc shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- 1.4. Notwithstanding any other provision of this document, SECARS, Inc shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 1.5. SECARS, Inc. shall promote and sponsor personal and technical assistance between members of the corporation, other amateur radio organizations, any amateur radio operator person or persons interested in amateur radio and the community.
- 1.6. SECARS, Inc. will provide technical advice to members concerning equipment design, operation, frequency observance, clean signals and uniform practices.
- 1.7. The members of SECARS, Inc. shall also endeavor to maintain and practice the highest standards and pride in the operation in their stations and will follow to the letter all Federal Communications Commission (FCC) rules and regulations.

Article 2. Members

2.1. Types of membership

2.1.1 Full Membership

Full Membership includes all privileges including the right to hold office, the right to vote for election of officers and the right to vote.

2.1.2 Life Membership

Life Membership is a special type of Full Membership and includes all the privileges of Full Membership. Life Membership is an award bestowed by SECARS, Inc. upon a member, who has made outstanding and noteworthy contributions toward the attainment of the objectives as stated in the Constitution and Bylaws of SECARS, Inc.. Life members are not required to pay dues.

A member may be nominated for Life Membership, at a meeting, by a motion from a Full Member,

seconded and approved by a majority vote of those members present.

2.1.3 Honorary Membership

Honorary Membership is a complimentary membership awarded to an individual who should be recognized for their position or contributions to the community of amateur radio.

Honorary Members have limited privileges that do not include the following rights:

- to hold office
- to vote or to make motions

Honorary Members are not required to pay dues.

A person may be nominated for Honorary Membership, at a meeting, by a motion from a Full Member seconded and approved by a majority vote of those members present.

An Honorary Member may apply for Full Membership in order to enjoy additional privileges as set forth above.

2.2. Applications for Full Membership shall be submitted at regular meetings and voted on by the members present. A majority vote of those members present is needed to elect an applicant to membership.

Payment of dues is required to accompany the application.

2.3. A membership in good standing shall be maintained by the payment of yearly dues.

2.4. Members may be removed for cause by two thirds vote of the membership present at a meeting.

2.5. Delinquency in payment of dues exceeding four months from the annual meeting shall be cause for automatic transfer to inactive membership roll.

2.6. Inactive members' privileges are suspended until they are back in good standing by paying their dues.

2.7. SECARS, Inc., by majority vote of those present at any regular meeting, may levy upon the general membership such dues or assessments as shall be deemed necessary for the corporation within its objectives as set forth in the Constitution.

2.8. Dues may be discounted, as approved by the membership, for additional family members after one family member has been voted in as a Full Member at full dues.

Article 3. Officers and Directors

3.1. The President:

Shall preside at all SECARS meetings and conduct the same according to this Constitution and Bylaws.

Shall enforce observation of this Constitution and Bylaws, decide all questions of order and perform all other customary duties pertaining to the office of the President.

Shall be a second signer on all bank accounts and accounts involving monies.

Shall appoint trustees who will maintain online references for FCC-issued callsigns to SECARS, Inc.

3.2. The Vice President:

Shall assist the President in the execution of his/her duties and assume all the duties of President in the absence of the President.

3.3. The Secretary:

Shall keep a record of the proceedings of all meetings and distribute them to the membership.

Shall originate and answer all correspondence as required.

Shall provide meeting notices to each member, when necessary. The official method of communication shall be via email as determined by the executive committee, as needed.

Shall keep the Constitution and Bylaws of SECARS, Inc., and will have up-to-date copies with all amendments, changes, and additions available at each meeting.

Shall maintain access to the SECARS mailbox and advise the membership of any incoming correspondence.
Shall maintain access to and monitor the SECARS email account, Facebook page, and website and advise the membership of any communications.

SECARS meeting minutes, Treasurer's reports, and other records shall be retained for at least 3 years.

3.4. The Treasurer:

Shall receive and receipt for all monies paid to SECARS, Inc.

Shall keep an accurate account of all monies received and expended.

Shall pay bills with proper authorization as prescribed in the Expenditure of Funds section of the Bylaws.

Shall be a signer on all bank accounts and accounts involving monies.

Shall receive and present applications for membership to the SECARS, Inc..

Shall maintain a roll of members.

Shall ensure all new SECARS members are invited to join the corporation's distribution list.

Shall make a monthly financial status report.

3.5. The Repeater Trustee:

Is the person under whose Amateur Radio License the Repeaters operate and shall be a member of the Executive Committee.

Shall have the final decision as to the operation of the Repeaters.

Control Operators are appointed by the Repeater Trustee and will serve at the pleasure of the Repeater Trustee, and are empowered by the Repeater Trustee to take whatever action is deemed necessary to ensure proper use and operations of the Repeaters.

May not hold the office of President or Vice President while serving as the Repeater Trustee. If elected President or Vice President, he/she will transfer trusteeship in a timely manner. This shall normally be accomplished by the next monthly meeting.

3.6. Board of Directors

3.6.1. Each of the officers will also serve on the board of directors of SECARS for the entirety of their term as officers. In addition, the trustees of the FCC-issued SECARS callsigns shall be on the board of directors of SECARS.

3.6.2. Three elected members-at-large will serve on the board of directors of SECARS. These individuals will serve staggered three-year terms, with the proviso that the initial set of directors will be established such that their terms allow for the election of one new replacement director each year. The election of these directors will follow the same process as for the election of officers as described in the SECARS Bylaws.

3.6.3. The Directors

Shall regularly attend board meetings and participate actively and conscientiously.

Shall keep up with issues and trends that affect the organization.

Shall approve audit reports and budgets.

Shall contribute to the development of policies and strategic plans.

Shall understand the organization's financial affairs and ensure fiduciary responsibilities are met.

Shall ensure the organization complies with legal requirements.

Shall maintain appropriate confidentiality of internal organizational affairs

3.7. Election of Officers and Directors

3.7.1. The President shall appoint a nominating committee at the regular meeting in the month of July and ensure that the total membership of SECARS, Inc. is notified of the impending election.

The Nominating Committee will consist of three or more members.

The Chairperson of the Nominating Committee will report the slate of nominees at the August meeting.

Nominations will also be accepted from the floor at the time of the election.

All nominees shall read the responsibilities of their office as stated in the Constitution and Bylaws and affirm they can meet all responsibilities before accepting the nomination. They shall also affirm that they have no responsibilities or other conflicts of interest that would prevent them from carrying out the responsibilities of the office to which they are being nominated.

3.7.2. The officers and directors of SECARS, Inc. shall be elected by a ballot of the Full Members present, provided there is a quorum, at the September meeting.

3.7.3. A majority of votes from those Full Members present is needed to elect a nominee. In the event that there is only one nomination for a particular position, the Secretary shall cast one ballot for the nominee and that individual shall be declared by the current President to be the winner. In the event of multiple nominations for a particular position, selection shall be made by ballot of those members present. The winner shall be the individual receiving a simple majority of the votes cast, as counted by two members of SECARS, Inc. who are not in contention for the position in question, with the winner announced by the current President.

3.7.4. In the event of a tie, the selection shall be made by the toss of a coin. The heads or tails call shall be made by the first person nominated for the position. The current President shall toss the coin from at least table height, allowing the coin to land on the floor to be viewed by those members who wish to see it. The current President shall announce the result.

3.7.5. The President and Vice-President shall not serve in the same capacity for more than three years in succession.

3.8. Officers or directors may be removed by a two-thirds vote of the membership present at a meeting.

3.9. Vacancies:

3.9.1 In the event an officer or director is removed from office or resigns their position prior to the end of their term, the remaining officers will facilitate a special election. The special election should be held at the next regular monthly meeting given there is enough time to provide at least one week's notification to membership of the open position. The special election will follow the same rules as for regular elections.

3.9.2 In the case of President and Vice President, serving out a term following a special election to fill a vacancy shall count for purposes of the term limits requirement if the term is more than 6 months in duration. The newly elected officer will assume the duties of their office for the balance of the term of the officer they replace.

3.10. An officer or director at the expiration of his/her terms, if not reelected, shall turn over all property, records and materials belonging to SECARS, Inc. to his/her successor.

3.11. An officer or director who resigns without a replacement shall turn over all SECARS, Inc. property to the President or Vice President.

Article 4. Meetings

4.1. A quorum is constituted by 8 members and must include the presence of at least one of the President or Vice President.

4.2. The date and place of regular meetings shall be decided upon by the membership.

4.3. Special Meetings shall be called by the President at the request of at least 3 voting members.

4.4. The President shall ensure that the general membership is notified of the time, place, and substance of any

special meeting, at least one week in advance of the meeting date.

Article 5. Committees

5.1. The President shall appoint the standing committees and any special committees needed to conduct SECARS, Inc. business.

5.2. The President shall be ex officio a member of all committees except the nominating committee.

5.3. Executive Committee:

Is a standing committee whose duty is to advise the President on policy, practices, activities and operation of SECARS, Inc.

Will have no direct authority over SECARS, Inc.

Shall consist of the President, the Repeater Trustee and at least three other officers or members.

Shall meet regularly, at least monthly, and at other times as desired by the President or Repeater Trustee.

5.4. Technical Committee:

Is a standing committee whose duty is to oversee the technical aspects of operation, maintenance, and improvement of the Repeaters (including digital nodes or digipeaters).

The committee chairperson will be the Repeater Trustee.

The chairperson will regularly report on repeater status to the membership.

May also lend technical assistance to members and other amateur radio organizations as the chairperson deems appropriate.

Will meet as directed by its chairperson or the President.

The chairperson works with the President to use the Repeater Contingency Fund to maintain the repeaters. Shall maintain an inventory and location of all repeater property and equipment.

Shall support the Equipment Committee regarding technical matters as requested.

5.5. Equipment Committee

Shall be at least one member who is the Equipment Manager who is the committee chairperson. Manages equipment owned by SECARS, Inc. which is available for use by members. (Not repeater equipment)

Shall maintain an inventory, status, and location of all SECARS, Inc. property and equipment.

Only Full or Life Members may check-out SECARS, Inc. equipment.

5.6. Field Day Committee:

Is responsible for all aspects of planning and conducting of Field Day.

5.7. Auction Committee:

Is responsible for all aspects of planning and conducting of auction activities.

5.8. Auditing Committee

Shall be established at the August meeting.

Shall consist of two or more Full Members exclusive of an elected officer.

Is responsible to audit SECARS, Inc. financial records annually and report their findings to the membership at the annual meeting, at which time the transfer of records to the new treasurer will take place.

Article 6. Miscellaneous

6.1. Expenditure of Funds:

- 6.1.1 The membership, with a majority vote of the members present at a meeting, must authorize any expenditures of SECARS, Inc. money in accordance with the Purpose of SECARS, Inc. as stated in the Constitution and Bylaws. The membership may provide the Treasurer with limited authorization for payment of routine or recurring expenses by approving an annual budget. (For example, paying monthly electric bills for the repeater site or insurance premiums.)
- 6.1.2 The fiscal year shall be November 1 to October 31.
- 6.1.2 The proposed budget should normally be prepared by the newly elected officers and presented to the members at the Annual Meeting for approval.
- 6.1.3 Normally the proposed budget will be sent to the membership as early ahead of the Annual Meeting as possible. The budget shall reflect anticipated income and expenditures and form the basis for the annual dues assessment.
- 6.1.4 All expenditures will be paid by Corporation checks, electronic funds transfer, debit card, or cash. Corporation checks will have the signature of the Treasurer, or in the absence of the Treasurer the signature of the President.
- 6.2. Establishment of a "Repeater Contingency Fund": At the beginning of each fiscal year, and throughout the year as needed, an amount may be appropriated from the Corporation's fund balance to be used, at the discretion of the President, to ensure that essential repeater functions are maintained. The Corporation with a majority vote of the members present must authorize the amount appropriated.
- 6.3. Affiliation: This Corporation will maintain affiliation with the American Radio Relay League (ARRL) with the intention of promoting ARRL activities and doing all things possible to make the reputation of SECARS, Inc. and amateur radio activities in the nation and the community as outstanding as possible. Affiliation of this Corporation with other organizations shall be subject to majority vote of the membership attending a meeting.

Article 7. Disbandment

- 7.1. Upon dissolution of SECARS, Inc, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to the state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of SECARS, Inc is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

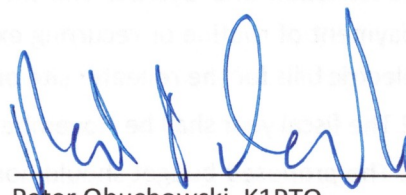
Article 8. Amendments

- 8.1. Bylaws may be amended by a two-thirds vote of members at a SECARS, Inc. meeting.
- 8.2. Proposed amendments to the bylaws shall be presented at a regular meeting and voted on at the next scheduled regular meeting. Notification to the membership shall be made at least 2 weeks in advance of the second meeting of the proposed bylaws amendments.

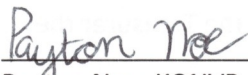
This amended version of the SECARS, Inc. Constitution and Bylaws were adopted by vote of the SECARS membership on 11 May 2023.



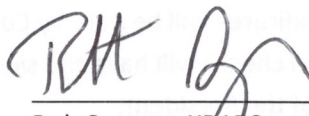
Mark Noe, KE1IU
SECARS, Inc. President



Peter Obuchowski, K1PTO
SECARS, Inc. Vice President



Payton Noe, KC1IVR
SECARS, Inc. Secretary



Rob Sawyer, KB1RS
SECARS, Inc. Treasurer