

# Radio Scouting, Inc. our Organization and Club By-Laws

## Membership

**General Membership:** shall be open to any person who actively supports Radio Scouting's purpose as set forth. This includes adult scouters, youth scouts, licensed hams of all ages, the general public and is open to all individuals, without regard to race, color, religion, national origin or citizenship status, sex, gender identity or expression, pregnancy, sexual orientation, age, disability, or military status. The board & officers reserve the right to decline membership to anyone the board deems to not represent the goals and mission of this organization.

**Voting Membership:** As used to change the By-Laws or Constitution/Articles of Incorporation, membership is restricted to current Licensed Amateur Radio License Operators, or a petition amounting to 2/3's of the General Membership. The Council Representative, by position is always a voting member, even if not licensed. A vote of 2/3's is required to pass these amendments.

Applications for membership shall be submitted and read at regular meetings.

## Officers & Board of Directors

1. The officers of this club shall be President, Vice-President, Secretary, Treasurer and Council Representative.
2. These positions, if permanently vacated, shall be filled through a nomination and vote of the General Membership.
3. The Council Representative, shall be appointed by the BSA Central Florida Council.
4. A member shall be designated as the Amateur Radio License Trustee. The Trustee shall establish and maintain an Amateur Radio Club Station for the use of the licensed members of Radio Scouting and other licensed radio amateurs, and shall carry out the duties designated by the Federal Communication Commission for the trustee of this station. In the event that the trustee can no longer perform the duties of Trustee, they shall designate another member who holds an amateur Extra Class license to apply to the FCC to succeed as FCC station trustee. The president shall concur in the selection of this new Trustee.

## Duties of Officers

1. The President shall preside at all meetings, and conduct them according to the rules adopted. They shall enforce due observance of this Constitution and By-Laws; decide all questions of order; sign all official documents adopted by the club, and perform all other duties pertaining to the office of President. Meeting minutes of Radio Scouting are maintained by the President at their discretion.
2. The Vice-President shall assume all the duties of the President in their absence.
3. The Treasurer shall account for all monies paid to the club and issue checks/payments for expenses.
4. The Secretary shall maintain the minutes of the meetings, accept any monies due and exchange a receipt with the treasurer.

## Meetings

All meetings of Radio Scouting shall be informal and may be called at the discretion of at least two officers. Such meetings may take place in person, over amateur radio or through other electronic communication means. Robert's Rules shall govern proceedings.

## Dues

Radio Scouting shall not collect dues unless deemed absolutely necessary by the officers for ongoing expenses required for the operation of the organization.

The Board of Directors may set the necessary [annual] membership dues, which may not be increased by more than 25% of its current level without consent of two-thirds of the membership. The initial dues amount shall be zero, and any dues shall be collected in U.S. dollars and pro-rated for those joining mid-year.

## Ratification

The constitution and bylaws are hereby ratified on 24 April 2019.

## Amendments

The constitution/Articles of Incorporation or By-Laws may be amended by a two-thirds vote of the total membership present at a meeting. Proposals for amendments shall be submitted in writing at a regular meeting and shall be voted on at the next following regular meeting, provided all members have been notified at least one month in advance by mail or email of the intent to amend the constitution and/or By-Laws at said meeting.

## Governing Board

The organization shall be governed by a Board of Directors. This Board shall be comprised of the club's FCC callsign trustee(s), and a sufficient number of elected officers/directors, of equal number or one less, but not less than 3, to maintain an odd count of directorships. Each position on the Board shall have one vote. Should a person hold more than one position, that person shall have that respective number of votes on the Board. The trusteeship positions are not elected positions. Each trustee may select their successor. However, with the acquisition of organization-owned equipment, or should a trusteeship become vacant without a successor named, the Board may appoint any member of the organization to that trusteeship position.

## Election & Removal Procedures

Periodic elections are not required, but may be requested by at least one existing member. Only members of the organization shall be eligible to vote. Each member shall be able to cast as many votes as there are elected positions to fill. Election to the Board shall occur for the candidate receiving the largest plurality of votes and continue to the next largest plurality until all positions are filled. Should there be a tie vote for any position where there are more candidates than elected positions remaining, the membership will vote again, considering only those candidates and with each member casting a number of votes equal to the number of positions remaining. Should there be an equal or lesser number of candidates seeking election to the Board, they shall be considered elected without an election having taken place. There are no term limits imposed on any elected position. Officer removal requires a 2/3 majority vote of total membership present at a meeting.

## Equipment and Property

Unless purchased with funds from the organization's treasury or donated as club property, all equipment used by the organization remains the property of the respective trustee. No rights shall affix to the equipment by virtue of its use by the organization or its members nor shall the ownership rights of the trustee be diminished. All equipment purchased by the organization itself, from its treasury, remain property of the organization and likewise, no right of ownership attaches to such by the appointed trustee (or their successor). "Radio Scouting" property must be clearly marked, per FCC requirements and to avoid co-mingling with BSA council property.

## Conflicts of Interest Policy

Whenever a director or officer has a financial or personal interest in any matter coming before the board of directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested directors determine that it is in the best interest of the corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

## BSA Relationship

This FCC Licensed, ARRL Affiliated club, is an independent non-profit 501c3 corp, created to assist the Boy Scouts of America - Central Florida Council. Our foundation and function is to serve the council, at their will, maintaining the scout oath and law in all "Radio Scouting" activities and functions all while serving the youth and general public. **We are the Councils Amateur Radio Station & Club.**