

**BY LAWS of the
Brevard Emergency Amateur Radio Services, Inc.
A Florida Nonprofit Corporation**

ARTICLE I – Purpose and Authority

Definition of By-Laws - These bylaws constitute the code of rules adopted by the Brevard Emergency Amateur Radio Services, Inc. (BEARS) for regulation and management of its affairs.

Purpose - The purpose of BEARS is to provide coordination of the emergency communications activities of volunteer communications groups in Brevard County, Florida. The corporation exists to provide a single point of contact for served organizations, reduce duplication of effort, pool resources, own and maintain shared resources, and to improve operating efficiency.

Limitation of Authority – The constituent organizations agree to be bound by the decisions of BEARS involving coordination with Brevard County. All other actions of BEARS are non-binding on the constituent organizations.

Parliamentary Authority - The rules contained in the current edition of Robert’s Rules of Order Newly Revised shall govern the corporation in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the corporation may adopt.

ARTICLE II - Membership

Qualification of Membership – Membership in BEARS is open to organizations of volunteer emergency radio communicators that meet the following requirements:

The organization must have at least 10 members residing in Brevard County.

The organization must have governing documents that define the organization, its goals, and membership requirements.

A mailing address located in Brevard County, Florida.

Acceptance of membership – All new memberships in BEARS are subject to the review and approval of the Board of Directors.

Individual memberships – The ARRL emergency coordinator shall be an ex-officio member. This shall be the only individual (non-organizational) member of BEARS.

Continued Participation - The secretary shall notify a constituent organization at their official address when their appointed representatives do not attend three (3) consecutive meetings. An organization that does not attend six (6) consecutive meetings shall be removed from BEARS until such time as it reestablishes representation.

Annual Update – Each constituent organization shall provide BEARS, in writing, at least annually a letter confirming the organization's representatives, mailing address, and continued qualification for membership.

ARTICLE III - Board of Directors

Number of Directors - The Board of Directors shall be composed of one representative from each member organization, and the ARRL Emergency Coordinator for Brevard County, FL.

Qualification of Directors - Each representative director must be a member in good standing of the organization they represent.

Appointment of Directors – Each member organization shall appoint, in writing, at least annually, a primary and alternate representative. The alternate representative shall act as a director only in the absence of the primary representative. The member organization may replace their representative at any time by appointing a new one and notifying the BEARS secretary in writing of the change.

Regular meetings of the board of directors shall be held monthly. The regular meeting held in January shall be the annual meeting of the corporation.

Special meetings shall be held at the call of the president or three (3) directors subject to the following limitations:

Only business specified in the call may be transacted at a special meeting.

Written notice stating the place, day and hour of any special meeting shall be sent to each director not less than seven (7) calendar days before the date of such meeting unless waived by all directors.

Quorum of Directors - Fifty percent (50%) of the directors, but never less than four (4) directors, shall constitute a quorum.

Powers and Duties of Directors - The board of directors shall have complete supervision and control over the policies, operation and affairs of the corporation.

ARTICLE IV - Officers

Number of Officers - The officers of the corporation shall be a President, Vice-President, Secretary, Treasurer, and Property Manager.

Qualification of Officers - Each officer must be a representative director.

Term of Office and Election of Officers - Officers shall serve for one year and be elected by the Board of Directors at the December meeting.

Powers and Duties of Officers - The officers shall perform the duties prescribed by these by-laws and the parliamentary authority adopted by the corporation.

President - The president shall be the chief executive officer and chairman of the board of directors of the corporation.

Vice-President – The Vice-President shall become president if a vacancy in that office occurs.

Secretary - The secretary shall keep the official record book of the corporation which shall be an accurate and permanent record of all business transacted by the corporation.

Treasurer - The treasurer shall receive all funds, deposit and keep them in a financial institution selected by the board of directors. The treasurer shall serve without bond. At least quarterly a detailed statement of receipts, expenditures, funds on deposit, and petty cash shall be submitted to the board of directors.

Property Manager - The property manager shall be responsible for overseeing the storage, maintenance and care of all equipment owned by the corporation. The property manager shall maintain a record of all repairs of, modifications to, and location of corporation owned equipment.

ARTICLE V - Operations

Fiscal Year - The fiscal year of this corporation shall begin on January 1st and end on December 31st.

Non-Profit Operations and Compensating - The corporation shall at all times be governed by the limitations set forth in Article V of the Articles of Incorporation.

ARTICLE VI - Amendments

Initiation of Amendments – Any member of the board of directors may initiate amendment of these bylaws by submitting a proposed amendment, in writing, at a meeting of the board of directors.

Ratification by Member Organizations – Each member organization shall have not less than thirty (30) calendar days from the date of submission to the board of directors to ratify the proposed amendment. Any modifications to the proposal shall require an additional thirty day period.

Vote necessary for Approval – A vote of two-thirds of the member organizations in favor of the amendment shall be required for its adoption.