Dear VVARA Members,

There have been a few questions about what the changes are to the bylaws. Many things in our current Bylaws are no longer relevant. They had been added to without editing; accordingly, there was conflicting information. Some sections of the Bylaws were procedures rather than bylaws, so a policy and procedure manual ("P&P") was created. The proposed Bylaws more closely resemble what we actually do.

The Bylaws were edited for clarity and conciseness. Some of the sections were reworded and some were moved to the P&P. There were two sections that were deleted: a communication section about a newsletter that is no longer published, and a bereavement policy. If you require further information, please contact me. Changes or new sections are in bold and my comments are in red. Starla

Article 1 & 2

- These sections previously were Authority and Definitions. Rewrote to standardize with comparable Bylaws.

Article 1: Name

The name of the organization shall be Verde Valley Amateur Radio Association, Inc.

Article 2: Purpose

The purpose of this organization is incorporated in the Mission Statement as stated in its entirety in the Verde Valley Amateur Radio Association Policy and Procedure Manual (herein after "Policy and Procedure Manual"). It shall be the purpose of the Verde Valley Amateur Radio Association (herein after "the club" or "the Association"):

1) to enjoy the hobby of amateur radio and the camaraderie of other operators;
2) to promote radio knowledge and increase individual operating efficiency for the betterment of amateur radio;
3) to conduct programs and activities to advance the general interest and welfare of the amateur radio community; and
4) to help prepare our members to assist the community with communication support using amateur radio.

Article 3

- The membership categories were moved to P&P
- Section 3 was expanded.

Article 3: Membership

Section 1: Persons interested in amateur radio **that have filled out a membership application** and paid their dues may be eligible for membership.

Section 2: Only members who hold a valid and current amateur operator license shall be eligible to vote on matters before the membership or hold office as described in Article 5.

Section 3: **Membership privileges may be forfeited for any of the following reasons:**

1) membership dues are three months in arrears;
2) **a resignation is submitted;**
3) **the member's operator or station license is suspended or revoked by the Federal Communication Commission (FCC);**
4) **undesirable conduct on the part of the member, as determined by a two-thirds vote of the Board of Directors, in an executive session.**

Article 4

- Meetings were not addressed in the current bylaws

Article 4: Meetings

Section 1: **Regular membership meetings and Board of Director meetings shall be held at a time, place and method as determined by the Board of Directors.**

Section 2: **Notice of the regular membership meeting shall be posted on the club website and emailed or disseminated by any means available to members prior to a regular meeting.**

Section 3: **Regular membership and Board meeting minutes shall be posted on the club website. Executive session minutes are only available to Board members.**

Section 4: A quorum shall be a minimum of twenty (20) voting members present at a regular membership meeting.

Section 5: **Board meetings will be held yearly. Additional meetings of the Board may be called by the President, Vice-President, Secretary or Treasurer.**

Section 6: **The Board of Directors may enter an executive session by asking to go into executive session for the discussion of, but not limited to:**

1) **legal issues;**
2) **complaints against an operator, investigation of the complaint and determination of complaint;**
3) **information of a sensitive nature or where a concern for privacy exists.**

Deleted: f

Article 5

- Officers are elected for a two-year term instead of one year and elections are staggered. It is difficult to get members to serve, so having fewer offices to fill may help.
- The Director-at-Large position is now an elected position instead of an appointed position.
- If a vacancy occurs, a member will be appointed until the next election.
- Some of the detail from the current Bylaws regarding the duties of officers was moved to P&P.

Article 5: Officers and Duties

Section 1: The officers of the Association shall be President, Vice-President, Secretary, and Treasurer.

Section 2: **The term of office is two calendar years, and officers may serve two consecutive terms in the same office. Officers shall be elected by a majority vote of members present at the November membership meeting, provided a quorum is present. Election of officers will be staggered with President and Secretary being elected in even years and Vice-President, Treasurer and Director-at-Large in odd years.**

Section 3: **The officers shall perform the duties prescribed by these Bylaws and in the Verde Valley Amateur Radio Association Policy and Procedure Manual.**

Section 4: The President shall be the chief executive officer of the Association, and shall preside at all meetings of the Board of Directors and at all meetings of the membership. The President shall represent the Association at official functions.

Section 5: The Vice President shall, in the absence of the President, act as and have the powers of the President in the conduct of the affairs of the Association. The Vice-President shall have other such powers and duties as may be assigned.

Section 6: The Secretary shall keep the minutes of the regular membership and Board of Director meetings. The Secretary shall have other such duties as may be assigned.

Section 7: The Treasurer shall be responsible for administering the Association funds as directed by the Board of Directors, and for maintaining the financial records of the Association. The Treasurer shall have other such duties as may be assigned.

Section 8: **Should a vacancy occur on the Board of Directors, the Board, in accordance with Article 3, shall appoint a member in good standing, to fill the term, until the next scheduled election. If a vacancy occurs due to a director being nominated for a new position, the position being vacated will be filled by election.**

Article 6

- Detailed some of the duties of the Board

Article 6: Board of Directors

Section 1: The Board of Directors shall consist of the officers of the Association and a Director-at-Large.

Section 2: The Board of Directors shall, through policy, establish membership categories, annual dues, and voting privileges.

Section 3: **The duties of the Board of Directors shall include, but are not limited to:**

1) managing the affairs and business of the Association**;**
2) **making recommendations to the club membership;**
3) **determining time, place, and method of the club meetings;**
4) **creating, maintaining, reviewing and updating, as appropriate, the Policy and Procedure Manual.**

Section 4: A quorum shall be a minimum of three members of the Board of Directors. The action taken by the majority of directors present at a meeting, shall be the act of the board, providing a quorum is present.

Article 7

- Permanent Committees, other committees are addressed in the P&P.
- The nominating and voting procedures were moved to P&P.

Article 7: Committees or Appointments

Section 1: **Committees may be established by the Board of Directors for the smooth operation of the Association and function at the will of the Board.**

Section 2: The President shall be an ex-officio member of all committees, except for the Nominating Committee.

Section 3: **The Technical Committee is responsible for the maintenance, operation, and upgrades of the club repeaters and repeater sites.**

Section 4: **The Club License Trustee:**

1) **must meet FCC requirements, be a member in good standing, and not have had their license sanctioned or revoked at any time;**
2) **is responsible for proper operations of the club license and therefore, the club repeaters under Part 97, and operates in the best interests of the club.**

Section 5: The Club License Trustee and the Board of Directors shall handle complaints about operators following the procedures in the Policy and Procedure Manual.

Section 6: The Nominating Committee shall prepare a slate of officers for the ensuing year. The chairman shall be appointed by the Board of Directors.

Article 8

- Currently, the treasurer is limited to $300 without Board approval.
- Dissolution was addressed in the Articles of Incorporation and was added here and in P&P

Article 8: Financial Authority

Section 1: The fiscal year for the Association shall be the calendar year.

Section 2: **The Association's checking account shall require only the signature of the Treasurer for normal expenses. However, all expenditures over $500 shall be approved by the Board of Directors**.

Section 3: **Upon termination or dissolution of the Association, any assets of the Association will be distributed according to the Articles of Incorporation, the Bylaws and the policy set forth in the Policy and Procedure Manual.**

Article 9

- Streamlined and condensed

Article 9: Amendments

Section 1: Proposed amendments, revisions or deletions of these Bylaws may be submitted by the membership or a committee established to review the Bylaws, to the Board of Directors for consideration and recommendation by a majority of directors to the membership.

Section 2: Revisions or amendments shall be **communicated to the members by electronic means** or in print prior to a meeting for consideration.

Section 3: The proposed revisions and amendments shall be put to a vote at a regular membership meeting and will take effect upon approval by a two-thirds majority of those members present and voting at that meeting, provided a quorum is present.

Article 10

- Added authority (current bylaws only reference Robert's)

Article 10: Authority

Section 1: **The rules contained in the current *Robert's Rules of Order*, electronic or print, may govern the Association in cases where applicable, unless they are in conflict with the Articles of Incorporation or Bylaws of the Verde Valley Amateur Radio Association or the Verde Valley Amateur Radio Association Policy and Procedure Manual.**

Revision History

- Moved from beginning
- Added text

Revision History

These bylaws were originally adopted pursuant to the authority of the Articles of Incorporation of the Verde Valley Amateur Radio Association as evidenced by a two-thirds majority vote of a quorum of the membership thereof on July 6, 1987 at 8:30 a.m. in Cottonwood, Arizona.

Minor revisions to the Bylaws were voted on and approved in September, 1994 and March 1996.
Revisions to the Bylaws proposed by the Bylaws Committee, consisting of Norm Vandiver, N7VF, Wilse Morgan, WX7P, and Mel Boreham, N6BDC; were approved by two-thirds of the membership on April 18, 2001.

Revisions, realignment and reformatting of the Bylaws proposed by Starla Thompson, KE7DTS, and Tim Sullivan, AC7TB, reviewed by Cathy Etheredge, AA7HV, and Don Sears, N7PLL; recommended for approval by the Board of Directors by a unanimous vote on July 11, 2026 and submitted to the membership for approval at the Association meeting on September 26, 2026. They were approved /not approved by the membership on 26 Sept, 2026, by a two-thirds vote, a quorum being present.