

# CONSTITUTION of the WESTERN WASHINGTON REPEATER ASSOCIATION

(As amended 31 March 1995)

## **PREAMBLE**

*We*, the undersigned, wishing to secure for ourselves the enjoyment and benefits of the association of persons commonly interested in amateur radio repeater operations constitute ourselves the

### **Western Washington Repeater Association,**

incorporated under the non-profit laws, Revised Code of Washington (RCW) 24.03 of the State of Washington enact this constitution as our governing law. It shall be our purpose to further the cause of amateur radio and to provide reliable methods of communicating for services to the community in the event of an emergency. It shall also be our purpose to provide communications when requested by the local county sheriffs' office and emergency preparedness organizations.

## **Article I - MEMBERSHIP**

All persons interested in amateur radio shall be eligible for membership. A Member in "good standing" will be valid upon issuance of membership through expiration unless revoked by the Board. Revocation would be followed by reimbursement of pro-rated dues and assessments.

## **Article II - BOARD OF DIRECTORS**

**Section 1.** The Association's five (5) Directors, as registered with the State of Washington articles of incorporation shall be; *President, Vice President, Chief Operations Officer, Secretary* and *Treasurer* in the order of seniority. All are officers of the association, must be members in good standing and shall be voting members of the Board of Directors.

**Section 2.** A station *TRUSTEE* will be a member in good standing of the association and their call sign will be the official call of the repeater.

**Section 3.** All the officers of this association, with the exception of the Chief Operations Officer, shall be elected for a term of one year by ballot of the members present, providing there is a quorum, at the annual meeting of the association. The station Trustee's position may remain in effect as long as that person is a Member of the association. Newly elected officers will assume office immediately upon completion of the election.

**Section 4.** Officers and committee members will be removed from office for non-payment of dues or for non-performance, as determined by the Board. Vacancies occurring between elections may be filled by appointment by the President. and three fifths approval of the Board.

(Original Page 1 of 3)

**Section 5.** There shall be an Operations Committee consisting of five members elected for a term of one year by ballot of the members present at the annual meeting of the association. Following the annual general meeting the President will cause the operations committee to convene a meeting at which a Chief Operations Officer will be elected. Only operations committee members will vote for the Chief Operations Officer. When practicable, the Chief Operations Officer will

have had at least served one previous term on the Operations Committee. The four operations committee members may be non-voting participants at Board of Directors meetings.

**Section 6.** Members in good standing of the WWRA may hold a position on the Operations Committee and be an association officer in the same year.

### **Article III - DUTIES OF OFFICERS of the Board of Directors**

**Section 1.** The *President* shall preside at all meetings of the association and will co-sign all association savings transfers to checking upon approval of the Board of Directors. He shall enforce the observation of this Constitution and the By-laws, decide all questions of order, sign and seal all official documents adopted by the association, be keeper of the official seal and perform all customary duties pertaining to the office of President.

**Section 2.** The *Vice President* will assume and exercise *all powers* of the President in his absence.

**Section 3.** The *Chief Operator* will maintain, repair and plan procurement of the WWRA repeater hardware and be the Chairman of Operations Committee. All meetings minutes of Operations Committee meetings' must be submitted to the President via the Secretary for review and inclusion with the associations archives of documents.

**Section 4.** The *Secretary* shall keep a record of the proceedings of all meetings, keep roll of members, maintain data base, assist the President with the association correspondence and read communications at each meeting. He shall record all board and general meeting proceedings and retain the minutes of all association meetings. He shall keep the Constitution and By-laws of the association and have a copy with him at every meeting. He shall cause all amendments to be noted thereon and shall permit the same to be examined by members upon request. Upon relief from his term of office he shall transfer all documentation to his successor immediately.

**Section 5.** The *Treasurer* shall receive and distribute all association moneys, maintaining an exact accounting thereof. He shall distribute funds in check form only, maintaining itemized receipts, as approved by the Board of Directors. He shall prepare an annual financial statement read at the general meeting and maintain all financial accounts up to date to be reviewed at all Board meetings throughout his term. Upon relief from his term of office he shall transfer all documentation to his successor immediately.

**Section 6.** The *Board of Directors* shall exercise all the powers and privileges and to perform all of the duties and obligations of the Association as allowed by a Washington state non-profit association and as set forth in this Constitution and the association's By-laws. The Board shall exercise all the powers; to manage real property, enter into contracts, approve all budgetary expenditures, procure and sell association equipment and disbursement and receipt of funds in support of the association's business.

(Original Page 2 of 3 )

### **Article IV- LICENSING**

**Section 1.** It shall be the responsibility of the Secretary with Board of Directors oversight to ensure that the association register with the Washington Secretary of State and Internal Revenue

Service in order to maintain it's non-profit association status. Accomplishment will be documented in Board meeting minutes by the Secretary.

**Section 2.** It shall be the responsibility of the Chief Operations Officer with Board of Directors oversight to ensure that the association register with the Western Washington Amateur Relay Association in order to maintain it's frequency coordination status. Accomplishment will be documented in Board meeting minutes by the Secretary.

#### **Article V- MEETINGS**

The By-laws shall provide for one general meeting annually. Fifteen members or one third of the association membership shall constitute a quorum for the transaction of business which ever is less. Board and Special telephonic meetings will be held as determined by the President or by three fifths of the Board members.

#### **Article VI - FINANCES**

By three fifths vote the association Board of Directors may levy upon the general membership each assessment as necessary to conduct the business of the organization with its objectives as set forth in the preamble. The said goal of the association will be to maintain dues and assessments at a reasonable level while ensuring maintenance of the repeater and proper administration of the association. The Board shall develop and project a budget but *will not* obligate future funds until actual deposit in WWRA accounts.

Non-payment of said assessments shall be cause of loss of membership in the association.

#### **Article VII - AMENDMENTS**

Proposals for amendments of this Constitution or the By-laws shall be submitted in writing and signed by five association members. The proposal shall be distributed by the Secretary to all members within 30 days for a special vote. The special vote shall be taken by mail and shall be adopted if supported by two thirds vote of those members voting within 10 working days or by a deadline set in writing.

*Voted and Approved by more than two thirds of the General Membership at a vote count of 151 for and 1 against via mail in vote received by the accountant firm of Southard, Atwater, Beckham and Berry of Port Orchard, Washington on 21 March 1995.*

***Board of Directors  
by direction***

\_\_\_\_\_  
**George A. Carr, Jr. on 31 March 1995  
President, WWRA**