

CONSTITUTION and BY-LAWS of W.A.COM

ARTICLE I NAME

This Amateur radio organization shall be called Washington Amateur Communications Incorporated. It's Official abbreviation shall be W.A.COM and it's official organ known as The W.A.COM Ham.

ARTICLE II PURPOSE

Section I Washington Amateur Communications, Incorporated, (W.A.COM) as a non-profit organization in the state of Pennsylvania, County of Washington, shall be organized exclusively for educational, scientific and charitable 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 and shall:

1. Promote the interests of Amateur Radio its membership must agree to assist in EMA.
2. Cooperate with other amateur radio organizations any manner that will react to the common good of Amateur Radio.
3. Participation to further the radio skills of members to assist in EMA.</center>
4. Provide a communications center and operating facilities so that members shall have an adequate meeting place and equipment.
5. Teach and assist non-members who are interested in amateur radio in the art and skills necessary to pass the FCC license tests.
6. Conduct activities as will enhance and improve the art of Amateur Radio.

Section II No part of the activities of W.A.COM shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and W.A.COM shall not participate in, or intervene any political campaign on behalf of or in opposition to any candidate for public office (including the publishing or distribution of statements). Notwithstanding any other provision of these articles, W.A.COM shall not carry on any other activities not permitted to be carried on:

1. by a corporation exempt from federal tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or
2. by a corporation, 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 III Membership Requirements and Fees

Section I Eligibility for membership in W.A.COM is set forth as follows: any person is eligible for full membership provided that:

1. He or she is interested in Amateur Radio.
2. He or she indicates a desire to become a member. Any person who was included in the Original Organization shall be considered a Charter Member.

Section II To become a member in this organization a person who is eligible must furnish their name, address, and telephone number.

- Section III Honorary membership may be bestowed on any eligible person by a majority vote of the members present at any regular or special meeting.
- Section IV A dues structure will be established. Payment of dues will entitle a member to one full year membership in W.A.COM, Inc. The yearly dues rate will be established by a majority vote of the members present at the meeting. (Dues for the calendar year will be due by the January meeting.)

ARTICLE IV Obligations and Privileges

- Section I It shall be the duty of each member to support this organization with his/her participation to the extent that he/she feels obligated to make a success of W.A.COM.
- Section II Each member shall endeavor to abide by the Amateur Code of Ethics.
- Section III All members are urged to enjoy all the privileges of this organization as outlined herein and offered during the existence of W.A.COM.
- Section IV A member can be suspended or expelled for improper conduct. With seriousness of such charge one regular meeting shall air charge with full membership vote at the next regular meeting.

ARTICLE V Meetings

- Section I A meeting cannot be held unless there are at least 20% members present including at least (1) one official. This shall constitute a quorum.
- Section II There shall be (1) one regular meeting held each month.
- Section III Special meetings may be called at the discretion of the President or by written notice of (5) five full members to the Secretary who will in turn notify the membership.
- Section IV Board of Directors shall hold an open meeting once a month. This meeting shall be open to the general members.

ARTICLE VI Officers and Directors

- Section I The executive committee shall consist of the elected officials (if membership falls below 20 - the offices of Vice President and Secretary may be combined) elected for a (2) two-year term. It shall consist of the following officials in order of then- rank:

1. (1) One President
2. (1) One Vice President
3. (1) One Secretary
4. (1) One Treasurer

The President and Treasurer terms to run together and the Vice-President and Secretary terms to run one year offset from the President and Treasurer.

- Section II Election of officers shall be by nomination at (2) two consecutive regular meetings with the election being held prior to the close of the second regular meeting. This will occur at the November and December meetings annually. Officials shall take office at the January meeting.

1. Eligibility to hold elected office in W.A.COM is set forth as follows:

A: Must be a member in good standing.

B: Must hold a valid Amateur Radio License.

2. In the event one of the Executive Committee must vacate his position as an officer, his successor will be determined as follows:

A: Nominations will be taken at the next (2) two consecutive regular meetings with the election being held prior to the close of the second regular meeting.

Section III The President

1. He/she shall conduct and preside at all regular and special meetings.
2. He/she shall appoint all committees.
3. He/she shall cast a vote to break a tie at any General Election.
4. He/she shall be ex-officio of all committees and shall be notified of committees progress and decisions.

Section IV The Vice President

1. It shall be the duty of the Vice President in event of the absence of the President to open and reside over the meeting. (If VP and Secretary are one - he/she shall appoint a member to record the minutes of such meetings.)

Section V The Secretary

1. It shall be the duty of the Secretary to record the minutes of all regular meetings.
2. He/she shall keep a log of attendance of all members in attendance at regular meetings.
3. He/she shall handle all correspondence for the organization.
4. And issue all membership cards.
5. In event of the absence of the President and Vice President, it shall be his/her duty to open and preside over the meeting. He/she shall appoint a member to record the minutes of such meetings.

Section VI The Treasurer

1. He/she shall keep a roster of all members of the organization.
2. He/she shall credit any individual donation and issue a receipt of said donations upon request.
3. He/she shall record all monies donated from any other source, and deposit said donations in an account at a bank designated by the organization.
4. He/she shall disburse funds at the direction of the organization and report in detail at the meetings on the financial condition of the organization. Checks shall be issued and signed by the Treasurer and countersigned by the President.
5. He/she shall upon completion of his/her term of office or his/her resignation turn over all W.A.COM assets in his/her possession to the organization or his/her successor.
6. In the event of the absence of the President, Vice President and Secretary, it shall be his/her duty to open and preside over the meeting. He/she shall appoint a member to record the minutes of such meetings.

Section VII The Board of Directors

1. The Board of Directors shall consist of the Executive committee and (3) three members at large.

2. The members at large elected for a (3) three-year term.
 The first elected members at large will be elected for :
 (1) one for three years term
 (1) one for two years term
 (1) one for one year term
 Thereafter all members at large will be elected for (3) three year term.
3. The Board of Directors shall create a budget.
 This budget will be presented at the October meeting and be voted on by the general membership for approval at the November meeting of W.A.COM.
4. The Board of Directors will be empowered to conduct the routine business of W.A.COM make expenditures of up to \$300.00 that are approved in the budget. And in event of an emergency the Board of Directors shall be empowered to conduct business in the best interest of W.A.COM with a 2/3 vote of the Board of Directors.

ARTICLE VII General Business

Section I All meetings shall be governed by Roberts Rules of Order.

Section II Any Request for change or modification of the by-laws must be presented in writing.

1. Must be read at (2) two consecutive regular meetings and approved by a majority vote at the second meeting.

Section III An equipment committee shall be formed for safekeeping of W.A.COM properties and assets.

1. No part of the assets or income of W.A.COM shall insure to the benefit of or be distributed to the members, the officers, or any of them, or to other private persons except that W.A.COM shall be authorized and empowered to make payments and distributions in furtherance of the purposes set forth herein. Upon dissolution of W.A.COM, the officers shall, after paying or making provision for the payment of all liabilities of W.A.COM, dispose of all assets of W.A.COM in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the officers shall determine.

ARTICLE VIII Tone Alert System

Section I A tone will be used to encourage ARES and RACES participation by members in emergencies.

ARTICLE IX Adoption of By-Laws

Section I Upon the adoption of these by-laws, they shall be the rules by which this organization is governed.

April 2, 1998
 (Voted and Approved by membership February 7, 2008)