

Middle East Tennessee Emergency Radio Service, Inc.
BYLAWS

Article I NAME AND AFFILIATION

Section 1. The name of the Organization shall be the Middle East Tennessee Emergency Radio Service (METERS), Inc., a not-for-profit private organization, incorporated in the State of Tennessee.

Section 2. METERS is affiliated with the American Radio Relay League (ARRL). METERS supports the activities of: SKYWARN, Amateur Radio Emergency Service (ARES), Radio Amateur Civil Emergency Service (RACES), and other organizations involved with emergency communications. METERS bases its emergency communications training procedures upon ARES and RACES operational training procedures.

Section 3. METERS shall comply with federal, state and local laws. Where these bylaws do not comply with these laws, the laws shall take precedence.

Article II PURPOSE

- a. to contribute to the public welfare in times of communications emergency, often through support of served agencies;
- b. to provide a work force of trained radio operators;
- c. to increase communication between served organizations and the amateur radio community;
- d. to provide a forum for discussion of problems and concerns, and for the exchange of ideas by Amateur radio operators working with emergency services organizations.

Article III MEMBERSHIP

Section 1. Non-Discrimination Policy. METERS shall not discriminate on the basis of race, age, sex, nationality, ethnic origin, religious beliefs or disabilities, in administration of its educational and training programs, admission policies, and activities generally associated with the club.

Section 2. Any licensed amateur radio operator in good standing with the FCC may become a member of METERS upon application for membership, affirmative majority (50%+1) vote by the membership at a regularly scheduled meeting, and payment of the annual dues. Only METERS members receive the right to vote, make motions and hold office. Votes by METERS members must be cast in person at general membership meetings.

Section 3. Non-Voting Memberships.

- a. Family Membership. Full members may choose to join as family members, which entitles their immediate family members to participate as Affiliate members, without voting, office holding, or motion privileges. Dues for Family memberships will be as established by the Board of Directors and approved by the membership.
- b. Affiliate Membership. Any individual interested in the purposes, missions and activities of METERS shall be welcome to associate with METERS as an Affiliate member upon submission of an application for membership and affirmative majority (50%+1) vote by the membership at a regularly scheduled meeting. Affiliate membership shall entitle the individual to participate in activities, but it shall not entitle individuals to vote, make motions, or hold office in METERS. Dues for Affiliate members will be as established by the Board of Directors and approved by the membership.
- c. Only licensed amateur radio operators may serve as radio operators of METERS-owned equipment. Licensed amateur radio operators who are not METERS members may participate in METERS training and actual emergency communications activities, with the concurrence of the METERS member in charge of the activity. Unlicensed Family or Affiliate members may assist with the concurrence of the METERS member in charge of the activity.

Section 4. To maintain METERS membership in good standing, a member is expected to behave in a manner that exemplifies the spirit of the radio amateur to be considerate, helpful, positive, supportive, friendly, and patriotic, and to actively participate in METERS activities. This active participation can be satisfied by attaining a minimum of twelve (12) points per year using the following table:

(e.g. 2 Nets, 2 Meetings, and 1 Community Service, $(2*1)+(2*3)+(1*4)=12$)

METERS Activities	Points
Net Participation	1
Meeting	3
Community Service, NCS for Net	4
Emergency Deployment	12

Section 5. Since many served agencies require formal certification(s) (for example FEMA courses IS-100 (ICS), IS-700 (NIMS), and EmComm Level 1, etc.), METERS members are required to obtain all possible certifications as quickly as possible to facilitate their deployment. This requirement applies only toward deployment eligibility.

Section 6. Removal of an individual from membership and/or any office or membership status shall only occur after due consideration by the Membership Committee and/or the Board of Directors. Any proposal for removal shall be made by a member of the Board of Directors, and the Board will then present it to the Voting Membership.

An individual may be considered for removal from membership, regardless of points accrued, for failing to behave in a manner that exemplifies the spirit of the radio amateur.

The member in question shall be notified of the motion and the reasons for it within ten (10) days after the meeting at which the motions were made. A registered letter sent to the last known address of the member/officer concerned constitutes compliance of notification. The unexcused absence of an officer for three (3) consecutive meetings, the loss of a valid FCC license, and failure to satisfy the requirements of Article III Section 4, may be grounds for removal from membership and/or office. After a motion for removal is made, a waiting period of fifteen (15) days after notification is required before a vote on the motion, which requires a three-quarter (75%) majority vote of those full voting members who cast votes at a regular meeting. The officer or member is not entitled to legal representation before the membership.

Section 7. Meters members who are unable to maintain 'good standing' may petition the membership for an exception to the criteria in Section 4. In the absence of an exception being granted by the membership, by majority (50%+1) vote, at a regularly scheduled meeting, METERS members who fail to maintain 'good standing' will be denied membership for a one-year period.

Article IV OFFICERS

Section 1. Officers of METERS are elected and shall be President, Vice President, Board Member at large, Secretary, and Treasurer. These officers shall perform the duties prescribed by these Bylaws (Article V), and by the parliamentary authority as adopted by METERS (Article XIV).

Section 2. Officers of standing committees shall be designated in these Bylaws; they will be elected or appointed as provided in these Bylaws (Articles IX and X).

Section 3. Officers shall be nominated at the August meeting and shall be elected by a majority vote (50%+1) of the voting membership at the September meeting, by direct ballot.

Section 4. Terms of all elected officers shall be one year, unless otherwise specified in the Bylaws. Term of office shall begin immediately following the elections, and continue till the following year's elections.

Section 5. No member shall hold more than one elected office at a time. No member shall be eligible to serve more than two consecutive terms in the same elected office. This restriction shall apply to officers currently serving at the time these bylaws are adopted by the membership. This restriction shall not apply to appointment to committees. The positions of Secretary and Treasurer may be combined at the option of the Board of Directors.

Section 6. The following special officers shall serve the President and Board of Directors. They shall be appointed by the President with the concurrence of a majority (50%+1) of the Board of Directors. Officers as defined in Section 1, may not serve in these positions unless there are no other members willing to serve. The Special Officers, Special Committee Officers, and Standing Committee Officers, do not have a vote on the Board of Directors:

- a. Parliamentarian. The President may choose to appoint a parliamentarian, to serve until either party terminates the service. The parliamentarian shall give advice to the President on matters of parliamentary procedure. The President may consult with the parliamentarian prior to meetings to anticipate problems and determine proper procedure. During meetings the parliamentarian shall give advice when called upon by the President. The President retains the right to make a final ruling and may accept or reject the advice of the parliamentarian.
- b. METERS Website Administrator. The METERS Website Administrator is responsible for developing and maintaining the METERS web site. The Public Information Officer shall serve as deputy to the Website Administrator.
- c. METERS Net Manager. The METERS Net Manager is responsible for directing and controlling the radio nets conducted on behalf of METERS. The METERS Net Manager is responsible for reporting net stats to appropriate amateur radio organizations, such as the ARRL/ARES Net Manager.
- d. Training Officer. The METERS Training Officer is responsible for arranging or conducting the ongoing training programs for METERS radio operators. The Training Officer is the chairman of the Training Committee (Article X Section 3a).
- e. METERS Public Information Officer (PIO.) The METERS PIO shall publicize METERS events in a positive manner and serve as the deputy to the METERS Website Administrator.

f. METERS Liaison. The METERS Liaison represents the interests of METERS in a positive manner, to a served or related organization, and communicates the interests of such organizations to the METERS membership.

g. METERS Trustee. The METERS Trustee holds all FCC station licenses, in accordance with FCC Part 97.5. The Trustee serves as control operator for all METERS station equipment.

Article V DUTIES OF THE OFFICERS

Section 1. President. The President shall have the customary duties of the office of President and shall preside over all meetings of the Board of Directors for fulfilling the purposes of this organization. The President shall also serve as chief executive officer of METERS for day-to-day management, and is authorized to make decisions on behalf of METERS without prior consultation with the membership or Board of Directors. The President is authorized to approve individual expenditures up to \$100, without the advanced approval of the Board of Directors, but shall report such decisions and approvals at the next Board of Directors meeting. The President is not authorized to commit funds in excess of those currently available. The President shall have the responsibility for performing, with the aid of the entire Board, the duties outlined in Article X of the Bylaws. The President is a voting member of the Board of Directors.

Section 2. Vice President. The Vice President shall preside in the absence of the President, serve as an ex-officio member of the Nominating Committee, and serve on the Board of Directors. The Vice President assumes the duties of the President in case of the removal, death or resignation of the President. The Vice President is a voting member of the Board of Directors.

Section 3. Board Member at large. The Board Member at large shall serve as a voting member of the Board of Directors and shall represent the general membership at all deliberations of the Board of Directors. The Board Member at large shall be a standing member of the Membership Committee. This individual shall serve as the Ombudsman for any and all concerns of the individual members.

Section 4. Secretary. The Secretary shall perform the customary duties of this office. The Secretary is a member of the Board of Directors. The Secretary shall keep an accurate record of all meetings of the membership and the Board of Directors and have these records available at or before the next regularly called meeting of the membership or Board of Directors. The Secretary is a voting member of the Board of Directors.

Section 5. Treasurer. The Treasurer shall perform the customary duties of this office. The Treasurer shall authorize expenditures of up to \$50 without the approval of the Board of Directors only on approved, on-going activities and shall report such expenditures at the next

Board of Directors meeting. The Treasurer is a voting member of the Board of Directors.

Article VI MEETINGS

Section 1. All METERS meetings will be open to anyone who wants to attend, unless otherwise indicated on the schedule, but only METERS members have voting and motion-making privileges. While METERS meetings are 'open', they are private and not 'public forums', and the information discussed in these meetings shall not be considered as in the 'public domain,' unless METERS becomes covered under the provisions of the 'sunshine laws.'

Section 2. The meetings are held as follows:

- a. Membership meetings shall be held on the fourth Tuesday of each month.
- b. The Board of Directors shall meet at the call of the President, usually a week before the membership meeting.
- c. The Nominating Committee will call for nominations for officer positions at the July meeting, and will meet at least once prior to submitting a slate of candidates to the membership at the August membership meeting. Members may also present nominations from the floor at the August meeting.
- d. Other committees will meet as necessary.

Section 3. Prior notice shall be given the membership of all meetings.

Section 4. A quorum is constituted as follows:

- a. Members present shall constitute a quorum at any membership meeting.
- b. A majority (50%+1) of elected members constitute a quorum at Board of Directors meetings.
- c. For committees and other bodies with designated specified membership, the presence of a majority (50%+1) of the committee members constitutes a quorum.
- d. For work groups and other bodies with unspecified membership a quorum is the number of people attending the meeting.

Article VII BOARD OF DIRECTORS

The Board of Directors is composed of the elected officers of METERS as defined in Article IV. Additionally, the Immediate Past President shall serve ex-officio on the Board of Directors but will be required to vote in the event of a tie vote of other Board members. Ex-officio (non-voting) members include those committee heads that may be requested by the President to present reports to the Board.

Section 1. The Board of Directors shall perform the following duties:

- a. Approve by majority (50%+1) vote appointments and designations of the President to standing and special committees as specified in Article X, Section 2 and Article XI.
- b. Approve by majority (50%+1) vote proposed actions of the President and other officers of METERS.
- c. Oversee the activities of all committees and approve the expenditure of funds.
- d. The Board of Directors is not authorized to approve expenditure of funds in excess of those currently available.

Section 2. Vacancies on the Board of Directors caused by an incumbent's removal, resignation, or death, etc., shall be filled for the remainder of the unexpired term by the following election process: An announcement of the vacancy and of an election to fill the vacancy at the following meeting, shall be made at the first regularly scheduled meeting after the vacancy occurred. Nominations may be accepted at that time. A vote to fill the vacancy will be held at the next regularly scheduled meeting following the vacancy announcement. Additional nominations may be made at the vacancy election meeting.

Vacancies on committees caused by an incumbent's removal, resignation, or death, etc., shall be filled for the remainder of the un-expired term by appointment by the President with concurrence of a majority (50%+1) of the Board of Directors either by mail vote or at the monthly meetings. If the President should leave or be removed, the Vice-President shall assume the duties of President.

Section 3. Invitations to name a representative to serve as an ex-officio, non-voting member of a committee may be extended by the committee to individuals sharing common interest and purposes with METERS.

Section 4. Ex-officio memberships shall be reviewed periodically.

Article VIII ASSETS AND INSURANCE

Section 1. METERS shall maintain legal liability coverage for the officers and the organization in an amount consistent with the risks that have been experienced or anticipated. Other property and casualty insurance coverage is required as is usual and appropriate for the security of the

group's assets and the well being of the members. Insurance requirements shall be reviewed annually by the Board of Directors.

Section 2. The acquisition and disposal of assets shall be conducted by the Board of Directors. In the event of METERS' dissolution, the residual assets of METERS shall be turned over to one or more organizations which are themselves exempt as organizations as described in section 501(c)(3) and 170(c)(2) or the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or Local government for exclusive public purposes.

Article IX COMMITTEES

Section 1. Committees are action-oriented groups related to ongoing work of METERS. Special committees can be created or changed by the Board of Directors. Officers of special committees shall be Chair, Assistant Chair and Secretary and shall be elected as provided in these Bylaws, Article XI. Membership in a committee is not specified or limited. Any METERS member is a member of a special committee in which he or she has an interest. All METERS members attending a special committee meeting may vote.

Section 2. A written statement of the purpose, goals, and structure of a committee shall be submitted to the Board of Directors for approval. It shall be the responsibility of each committee to revise these statements as necessary and to submit the revised statement to the Board of Directors. Work groups and sub-committees of a committee are also required to prepare a statement of membership, purpose, goals, structure and duration of operation which shall be approved by the committee and submitted to the Board of Directors for approval.

Article X STANDING COMMITTEES

Section 1. Standing committee shall be created to perform the ongoing work of METERS. Standing committees can be created only by amending these Bylaws as provided in Article XV. A statement of the functions and membership of the standing committee shall be written into these Bylaws at the committee's creation. Committees may appoint subunits for specific tasks. No member of a standing committee shall be eligible to serve more than two consecutive terms on the same committee. Policies and procedures of standing committees shall be submitted to the Board of Directors for approval.

Section 2. The President shall seek the advice of a standing committee Chair when filling appointed positions on that committee. The President shall appoint the Chair and members of all committees, with the concurrence of the Board of Directors.

Section 3. METERS shall have the following standing committees:

- a. Training Committee. This committee is composed of a chairman (who is the Training Officer as defined in Article IV Section 7d), and a minimum of two members or a maximum of four members appointed to staggered two-year terms. A minimum of one or a maximum of two members will be appointed each year.
- b. Bylaws and Organization Committee. This committee is composed of a chairman and a minimum of two or a maximum of four members appointed to staggered two-year terms. A minimum of one or a maximum of two members will be appointed each year. The committee functions shall include structural and organizational concerns of METERS. The Committee will revise these Bylaws as necessary or upon the request from the membership. Such revisions shall be submitted to the membership according to procedures outlined in these Bylaws, Article XV. The Committee will conduct a periodic organizational review of METERS.
- c. Membership Committee. This committee is composed of a chairman and a minimum of two or a maximum of four members appointed to staggered two-year terms. One of these individuals shall be the METERS Board Member at large. The Membership Committee shall actively promote membership in METERS and shall promote participation of members in METERS activities. The Membership Committee shall propose and facilitate meeting programs.
- d. Nominating Committee. This committee is composed of a chairman and a minimum of two or a maximum of four members appointed to staggered two-year terms. The Vice President shall serve as ex-officio member. This committee shall use information contained in METERS Policies and Procedures documents to determine the offices for which vacancies exist, and the requirements for these offices. This committee shall coordinate the nominating process, nominate and recruit candidates and prepare for the election to be held by direct ballot. The committee shall maintain a full record of the election results in order to have a record of eligibility for vacancies.
- e. Planning Committee. This committee is composed of a chairman and a minimum of two or a maximum of four members appointed to staggered two-year terms. The Planning committee shall investigate and pre-plan for likely emergency communications needs and events and develop written pre-plans for such events as are likely or identified as needs by the supported agencies.
- f. Finance Committee. This Committee is composed of the METERS Treasurer and a minimum of two or a maximum of four members appointed to staggered two-year terms. The Committee chair may appoint ad hoc, non-voting members with the approval of the Board of Directors, as needed to complete the committee task. The Finance Committee, working with other entities within METERS, oversees creation and implementation of the Fund Raising Plan, with functions to include:

1. Identifying and soliciting funds from external sources of support;

2. Researching and developing various fund raising projects;
3. Planning and implementing fundraisers for METERS activities;
4. Aiding the Chair with solicitations and contacts as needed.

Article XI SPECIAL COMMITTEES

The Board of Directors may establish special committees for any particular or specific purpose within the purview of METERS. Special committees shall be of limited and specified duration. In creating a special committee, the Board of Directors must approve a statement of its purpose, organization, membership and duration.

Article XII POLICIES AND PROCEDURES

Operating policies and procedures of METERS are maintained by the Secretary as part of the proceedings of METERS activities.

Article XIII FINANCES

Section 1. Funds to support METERS activities will come from the dues of the general membership, contributions, and monies from workshops and publications, or other fund raising activities.

Section 2. Dues for members, affiliates, and others shall be proposed by the Board of Directors and presented to the membership for approval or revision at its October meeting.

Section 3. The Board of Directors shall prepare a budget for the next fiscal year and present it to the membership at its January meeting.

Section 4. Elected and appointed officers may request funds as necessary to implement approved programs of the organization.

Section 5. The Board of Directors shall allocate funds to each activity or committee based upon budgets submitted by the activities or committees and funds available.

Section 6. The Board of Directors shall have control of all monies earned or expended by METERS.

Section 7. The President, with the concurrence of the Board of Directors shall approve all expenditures. The signatures of the Treasurer and one other officer are required on all disbursements over \$100.

Section 8. The President and the Treasurer shall have the authority to sign checks.

Article XIV PARLIAMENTARY AUTHORITY

Robert's Rules of Order are applicable when they are not inconsistent with these Bylaws or any special rules of order METERS may adopt.

Article XV AMENDMENTS

Section 1. These Bylaws may be amended by a majority (50%+1) vote of the members in attendance and voting at any called or scheduled meeting, provided that notice of the proposed version has been sent to members or published on the METERS web page at least thirty calendar days prior to the meeting. These Bylaws may also be amended by a majority (50%+1) vote of those responding in a mail referendum to members, provided that notice of the proposed revision has been sent to members at least thirty calendar days prior to the vote.

Section 2. Proposals for revision may be sent by any member of the Board of Directors to the Chair of the Bylaws Committee, which will review, and report on the proposed revision to the Board of Directors. Upon approval by the Board of Directors, the proposed revision shall be disseminated to the membership as provided for in this article.

Section 3. Any member may propose amendments with supporting signatures of at least twenty-five percent of the total voting membership. In order to obtain the supporting signatures a proposed amendment may be circulated with an accompanying form that supporters may sign and return to the Bylaws Committee Chair. Upon receipt of a proposal with twenty-five percent of the total voting members' supporting signatures from personal members, the Bylaws Committee will review and report on the language and compatibility of the proposal with other provisions in these Bylaws to the METERS membership. The proposed amendment will be republished on the web page, discussed and voted on as provided in this Article, Section 1.

Article XVI AUTHORITY AND ADOPTION

The purpose of these bylaws is to update and clarify points of possible confusion in the previous bylaws. Upon adoption of these bylaws on this 28th day of September 2004, all prior versions of the METERS bylaws and Amendments thereto will become null and void. The METERS bylaws will become the primary documents controlling METERS operations and business.

These bylaws were approved on the 27th day of July of 2004.
Adopted on the 28th day of September, 2004,
Amended on the 27th day of September 2005
Amended on the 26th day of September 2006

By:

President: _____
(Alan Sims KG4MMG)

Attest:

Secretary: _____
(Larry Osterman W8JYQ)

(Bylaws Committee (2006): Larry Osterman W8JYQ Chairman, David Ogle KE4YBZ, and John Randle K9RSQ)