

**THE BY-LAWS OF
WINN AMATEUR RADIO EMERGENCY SERVICES, INC.
As Adopted June 2006**

**ARTICLE I
OFFICERS:**

SECTION 1.

The officers of said corporation shall be as follows:

A. President, whose qualification shall be:

1. He or She shall possess a valid Amateur Radio Operator's License issued by the (FCC) Federal Communications Commission with no (NALs), Notice of Apparent Liability(s) issued against said license by the FCC.
2. He or She shall be a duly qualified citizen and elector of the State of Louisiana under no legal disabilities of any nature whatsoever.
3. The President shall possess the following powers and duties:
 - a. The President shall be the Chief Executive Officer of the Corporation.
 - b. The President shall preside at all meetings of the membership and Board of Directors and ensure the orders and resolutions of the Board of Directors and Membership are carried into effect. He shall execute all contracts, instruments and documents without limitation as directed by the Membership and Board of Directors.
 - c. The president shall have the general powers and duties of supervision and management usually vested in the Office of President of a Corporation, including but not limited to the direction of volunteers acting under the aegis of this corporation.

B. The Office of Vice President, whose qualification shall be:

1. He or She shall possess a valid Amateur Radio Operator's License issued by the (FCC) Federal Communications Commission with no (NALs), Notice of Apparent Liability(s) issued against said license by the FCC.
2. He or She shall be a duly qualified citizen and elector of the State of Louisiana under no legal disabilities of any nature whatsoever.
3. The Duties and Powers of the Vice-president:
 - a. In the absence of the President, the duties of that office shall devolve upon the Vice-president.
 - b. In the absence of the Secretary, the duties of that office shall devolve upon the Vice-president.
 - c. In the absence of the Treasurer, the duties of that office shall devolve upon the Vice-president.
 - d. The VP shall assist the Editor as requested by the Editor of said newsletter.

C. The Office of Secretary, whose qualification shall be:

1. He or She shall possess a valid Amateur Radio Operator's License issued by the (FCC) Federal Communications Commission with no (NALs), Notice of Apparent Liability(s) issued against said license by the FCC.
2. He or She shall be a duly qualified citizen and elector of the State of Louisiana under no legal disabilities of any nature whatsoever.
3. The Secretary shall possess the following powers and duties:
 - a. He or She shall record all votes and the minutes of the Corporation in a book kept for that purpose.
 - b. He or She will collect the minutes of all standing committees and report the same to the membership when required.
 - c. The Secretary shall give notice, or cause to be given, notice of

meetings of the general membership and of the Board of Directors.
d. He or She shall be the custodian of the Corporate Seal and shall affix the same to any instrument requiring or needing the same attached, it shall be signed by the Secretary of the Corporation. If the Corporation should not have a seal, then the signature of the Secretary shall suffice.

D. The Office of Treasurer, whose qualification shall be:

1. He or She shall possess a valid Amateur Radio Operator's License issued by the (FCC) Federal Communications Commission with no (NALs), Notice of Apparent Liability(s) issued against said license by the FCC.
2. He or She shall be a duly qualified citizen and elector of the State of Louisiana under no legal disabilities of any nature whatsoever.
3. The Treasurer shall possess the following powers and duties:
 - a. The Treasurer shall keep an accounting of all monies received and spent by the Corporation, give receipts for the same and report said accounting timely to the membership.

E. The Office of Editor, whose qualification shall be:

1. He or She shall possess a valid Amateur Radio Operator's License issued by the (FCC) Federal Communications Commission with no (NALs), Notice of Apparent Liability(s) issued against said license by the FCC.
2. He or She shall be a duly qualified citizen and elector of the State of Louisiana under no legal disabilities of any nature whatsoever.
3. The Office of Editor, shall be filled by the Secretary until such time as the Corporation votes to make it a separate position.
4. The Editor shall possess the following powers and duties:
 - a. The Editor is in charge of final preparations, printing, and disbursement of all newsletters.
 - b. It is his/her job to work in close conjunction with the President and Vice President to keep up with the said Association.

F, The registered Agent of the Corporation shall be a person who shall fulfill the requirements of said office as required by Law and as directed by the Board of Directors. The position shall be filled by the President of the Corporation.

SECTION 2.

The Board of Directors shall be comprised of the President, Vice-President, Secretary, Treasurer and the previous terms President. The Board of Directors may appoint such other officers and agents as it shall deem necessary, who shall hold their offices for such terms and shall exercise such powers and perform such duties as shall be determined from time to time by the Board of Directors.

SECTION 3

The Board of Directors shall appoint a Radio-Officer from among the Membership to act as Trustee for any FCC Amateur Club or any other Radio License, without limitation. Said Radio Officer shall hold a Technician Class Amateur License or above. For the purpose of these initial By-Laws, the Radio-Officer shall be Cory Lee, KC5EWJ. He shall hold office until removed by the Board of Directors.

SECTION 4

The term of office of the elected officers shall be (1) One Year with the appointed Officers serving at the Pleasure of the Board of Directors. Any vacancy in the Officers or Board of Directors shall be filled by a majority vote of the Officers who shall comprise the Executive Committee. Any

Officer may be removed as provided in the Charter with a 2/3rds vote of the membership. All persons nominated for an office will have 14 days from the date of nomination to accept or decline said nomination.

SECTION 5

This group shall strive for association or affiliation with the (ARRL) American Radio Relay League, 225 Main St., Newington, CT. when they do not conflict with local law or policy.

SECTION 6

All Amateurs shall be eligible for membership in WINN AMATEUR RADIO EMERGENCY SERVICES, INC. There shall be an Active Voting Membership in WINN AMATEUR RADIO EMERGENCY SERVICES, INC. which shall require:

1. A Valid Amateur Radio Operator's License
2. ARRL Membership is not required to be a member.
3. Any Amateur Radio Operator wishing to join in WINN AMATEUR RADIO EMERGENCY SERVICES, INC. shall submit their request for membership to the Executive Committee for their consideration and recommendation to the General Membership present at any duly authorized meeting.
4. Said Amateur not to be under FCC notice for apparent violation, or under Felony Conviction, or unable to possess firearms due to legal disability except when such fact is disclosed to the executive committee for their consideration and their recommendation.
5. Dues are hereby adopted at Twenty 00/100 Dollars (\$20.00) per year for regular voting members. Associate membership shall be available for those persons who do not hold any type of Amateur Radio Operator's License but wish to help WINN AMATEUR RADIO EMERGENCY SERVICES, INC. in its mission. Dues shall be \$20.00 per year. Immediate family members (defined as Spouse & Children under 18) of a paying member may join for Ten 00/100 Dollars (\$10.00) per year.

SECTION 7

The Executive Committee shall be comprised of the President, Vice-president, Secretary, Treasurer, Radio Officer, and the previous term President.

SECTION 8

The Board of Directors or the Executive Committee by simple majority may call special meetings with a notice of no less than (10) Ten Days to be published in the Official Publication of this Corporation. Provided that Emergency Meetings may be called at any time when the Governor of the State of Louisiana, The Chief Executive of Winn, or the President of the United States has declared a State of Emergency upon the notice of any member of the Board of Directors, or (20%) Twenty percent of the membership with only 24 Hours notice provided that the individuals are to be notified by announcement on the local repeater if in service, Simplex if not in service. The WINN AMATEUR RADIO EMERGENCY SERVICES, INC. may cause the same to be publicized using the 3915 kHz state frequency as conditions may require. Failure to reasonably send out this data shall not be a factor by which any corporate action may be overturned. Said notice to be announced at 6PM Central Time. In addition, the Board of Directors may exercise any and all function allowed by law and not restricted by the Charter.

SECTION 9

Business transacted at any meeting, General or Special, may cover any subject however, the Robert Rules of Order shall cover conduct and items brought forth for consideration shall be discussed in the respective order they are proposed. Items not covered in the original purpose of the Special Meeting shall be introduced upon a 2/3rds vote of the membership present.

SECTION 10

The order of business at a General Meeting shall be as follows:

1. Organization or Call to Order
2. Proof of Notice duly given
3. Reading of the Minutes of the Last General Meeting, however if any Special Meeting has been held since the Last General Meeting, the minutes of that meeting will be covered as well as the Last General Meeting along with Treasurer's report.
4. Action taken on the items approved at the Last Meeting(s).
5. Reports from Committee(s)
6. Election if necessary
7. Unfinished business
8. New business
9. Adjournment

SECTION 11

All checks, drafts and notes of the Corporation shall be signed by the Treasurer and any other officer which may be designated by the membership.

SECTION 12

These by-laws may be changed by an affirmative vote of the membership present at any meeting of the Corporation with the provision that no change of the Annual Meeting shall take effect until (1) One Year from the date of said vote.

SECTION 13

The Annual General Meeting shall be held as instructed by the Charter, however this date may be changed to any other date in January by notice to be given in the Official Organ of the Corporation. Said meeting shall be held in the Parish of Winn.

SECTION 14

The Membership herein authorizes the Board of Directors to accept any donations which the Corporation may be given upon such terms and conditions as they deem meet and proper in the circumstances.

SECTION 15

Subscriptions to the newsletter for the WINN AMATEUR RADIO EMERGENCY SERVICES, INC. shall cost \$5.00 per year with (4) Four issues to be produced each year. The amount of \$5.00 payable out the yearly dues is hereby allocated for the cost of the newsletter. It shall be published in the months of January April, July, and October. It shall be the Official Organ of WINN AMATEUR RADIO EMERGENCY SERVICES, INC. and shall contain the notices of the General Meeting of the Membership, which may be held as directed by the Board of Directors. The name of the newsletter is and shall be: WINN ARES QUARTERLY.

I hereby certify that the same has been adopted by the Corporation and has not be rescinded, changed or modified.

DATE: _June 1, 2006_____

Signatures on File