

**BY-LAWS
OF
USS WISCONSIN RADIO CLUB, INC.**

**ARTICLE I
NAME**

The name of the corporation is USS WISCONSIN RADIO CLUB, INC., herein referred to as the “club”.

**ARTICLE II
STATEMENT OF COMMITMENT**

The club is organized to operate exclusively for charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) as stated in the corporation’s Articles of Incorporation. The club is structured to promote and educate the public about maritime history and the history of the USS Wisconsin, BB-64. To this end, the corporation will provide volunteer service for such projects as developing museum exhibits, restoring historic radio systems, preserving and publishing a historic journal of the USS Wisconsin, BB-64, and displaying to the public the role amateur radio plays in community service such as emergency communications.

**ARTICLE III
FISCAL YEAR**

The fiscal year for the club shall be January 1 to December 31.

**ARTICLE IV
MEETINGS**

1. Regular club meetings shall be held on the second Saturday of each month or by common consent may be scheduled at other intervals.
2. Special meetings may be called by the President or upon the written request of five Full Members. A notice shall be sent to Full Members concerning special meetings and specify the business at hand.
3. Meetings must consist of a quorum for electing or removing a director or officer, making changes to the Articles of Incorporation or By-Laws, or setting club policy were a vote is called to determine the outcome. A quorum is defined as thirty percent (30%) of Full Members enrolled at the time of the meeting.
4. An annual membership meeting shall be conducted at the last meeting in a fiscal year for the election of directors and officers.
5. A vote can be cast while attending a club's meeting, either face to face or video, by submitting an email vote, or by using voting software. Club business items requiring a vote shall be emailed to its membership no later than 48 hours prior to the start of a regular or special meeting. Email votes must be returned by email to contactleaders@n4wis.org not later than the start of the regular or special meeting. A member can only vote once. A quorum is determined by adding the number of Full Members responding by email vote and the number of Full Members attending the meeting. Voting by email will expire on June 30, 2021. The Board of Directors have the right to extend the expiration date. The membership shall be notified by email of an extended expiration date.

ARTICLE V

BOARD OF DIRECTORS

1. The Board of Directors shall initially be appointed in accordance with the Articles of Incorporation and serve until the end of the calendar year of incorporation. From that point forward the board will consist of six (6) directors.
2. The Board of Directors shall be made up of the four (4) officer positions of President, Vice President, Secretary, and Treasurer and two (2) additional director positions. A director shall be elected by a vote of the Full Members in attendance at the annual membership meeting to begin serving the first (1st) day of the following Fiscal year.
3. A director shall be eighteen (18) years of age or older and a Full Member in good standing in the club.
4. The four directors also serving as officers shall be elected for a term of one (1) year. The additional directors shall be elected for a term of two (2) years. These directors shall be divided into two classes with terms alternating by year. These additional directors are designed to provide continuity to the board across election years.
5. In the event a director is unable to serve, the remaining directors shall appoint a replacement director to serve the unexpired term of the director who was unable to serve.

ARTICLE VI OFFICERS

1. The officers of the club shall be: President, Vice-President, Secretary, and Treasurer. They shall be elected by a vote of the Full Members at the annual membership meeting. Officers shall serve for a term of one year.

2. The President shall preside over all meetings of this club and conduct them according to the rules adopted. He or she shall enforce due observance to the directives of the Board of Directors and the By-Laws; decide all questions of order; sign all official documents adopted by the club, and perform all other duties pertaining to the office of President.
3. The Vice-President shall assume all the duties of the President in his absence. In addition, he or she shall organize club activities, plan and recommend operating events and contest participation, and generally promote interest in the club.
4. The Secretary shall keep a record of the proceedings of all meetings, advise the President or in his absence, the meeting facilitator of the existence of a quorum at a meeting, carry on correspondence, read communications at each meeting, and notify members when necessary. He or she shall also maintain the Articles of Incorporation and By-Laws of the club and have them available at meetings. He or she shall note all amendments, changes and additions to these documents and shall permit members to view them on request. Upon expiration of his or her term, he or she will pass all materials to his or her successor.
5. The Treasurer shall receive and receipt for money paid into the club, pay bills properly authorized by the club or its officers constituting a business committee, and keep a roll of all Members. Periodically, usually monthly, the Treasurer shall report on receipts and expenditures and balance of funds on hand. At the end of his or her term, he or she shall transfer everything belonging to the club to his or her successor.

6. Officer vacancies occurring between elections must be filled by a special election at the next regular meeting.

ARTICLE VII MEMBERSHIP

1. There shall be three categories of membership—Full Member, Associate Member, and Honorary Member.
2. A Full Member role shall consist of a local licensed radio amateur or other person interested in Navy radio communications who regularly attends meetings and participates in club activities. A Full Member is further defined as Single made up of one person or Family made up of a member and their partner each being considered a Full Member. Each Full Member shall be entitled to one vote on any item presented to the membership.
3. An Associate Member role shall consist of a licensed radio amateur or other person interested in Navy radio communications but because of their home's location or other reason cannot attend meetings and activities on a regular basis. An Associate Member shall not be entitled to vote but shall be allowed to make suggestions to the directors and officers and shall be encouraged to qualify for status as a Full Member.
4. An Honorary Member role shall consist of a person who has provided valuable support to club such as making monetary contributions, donating radio and related equipment, or helping with governmental functions. An Honorary Member shall not be entitled to vote but shall be allowed to make suggestions to the directors and officers.

**ARTICLE VIII
DUES**

1. Dues may be assessed upon its membership to cover administration costs and to fund projects identified by the club.
2. Dues schedule:
 - a. Full Membership (Single): \$10.00 per year
 - b. Full Membership (Family): \$15.00 per year
 - c. Associate Membership: One-time fee of \$20.00
 - d. Honorary Membership: No Dues
3. Payment of the yearly dues follows the club's fiscal year.

**ARTICLE IX
TERMINATION OF MEMBERSHIP**

1. Any Full Member in good standing may terminate their Full Member status and request to be moved to an Associate Member role upon written notice to the Secretary.
2. Any member in good standing may resign from the club upon written notice to the Secretary
3. A Full Member may be involuntarily terminated for failure to pay their annual dues if their dues remain unpaid ninety (90) days after the first day of the club's fiscal year. An additional thirty (30) days of grace may be granted to a delinquent member in meritorious cases upon a majority agreement of the directors. A terminated member may be reinstated to Full Member status upon the payment of the delinquent dues

within one hundred eighty (180) days of the first day of the calendar year of termination.

4. A member may be terminated from the roles for failing to abide by the Articles of Incorporation or By-Laws, for acting in a manner not conducive to the club's good name, or for being disruptive to the club's order of business. A two-thirds (2/3) vote by ballot at a regular or special meeting of the club shall be required to terminate a member's role provided that notice of the intent to call for such a vote, naming the member, is given at least twenty-four (24) hours prior to the meeting.

ARTICLE X COMMITTEES

1. Club standing committees are:
 - a. Operations Committee. This committee shall consist of three Full Members appointed by the club President. The committee shall oversee installation and maintenance of radio equipment and the proper functioning of same.
 - b. Nomination Committee. This committee shall consist of three Full Members appointed by the President prior to the annual membership meeting. The committee is responsible for identifying Full Members willing to run for the officer and director positions expiring at the end of the Fiscal year. The committee shall report the list of candidates to the President with sufficient time to make the list known to the club's membership prior to the election at the annual membership meeting.

2. Additional committees may be appointed by the President as deemed necessary to conduct club business. These committees shall be appointed to deal with such matters as Public Relations with the U.S. Navy, relations with City Official or any other matter as needs arise. These committees may be appointed for short terms and disbanded upon completion of assigned task.

ARTICLE XI SUPPORT POSITION

1. It may be necessary for the President to assign a specific duty to a member. This person must be a Full Member in good standing and willing to take on the assigned duty. This person will report directly to the President in the conduct of their duties. The assignment of the duty may terminate at the end of the Fiscal year or carry-over in following years.
2. Station Trustee -- The Station Trustee shall be appointed by the President. The Station Trustee shall serve for the term of the Station License while maintaining good standing as a member and being willing to serve. The Station Trustee shall maintain the club's license in good standing including the responsibility to renew. Upon the establishment of an operating station, the trustee shall
 - a. Post the club's license or a copy thereof
 - b. Maintain and post a list of station control operators and ensure that the station is operated as required by FCC regulations
 - c. Develop, maintain, and post a rules of station operation focusing on a courteous operating practice.

William T. Mellema
President, USS Wisconsin Radio Club, Inc.

Date

Administration and Amendments

- Originally Adopted: June 10, 2000.
- First Amendment: January 14, 2017 – Added Honorary Member class
- Second Amendment: June 2018 – To incorporate changes due to the club’s incorporation and reformatting changes.
- Third Amendment: October 10, 2020 – Added the ability for a member to vote by email or using voting software. This amendment expires on June 30, 2021 or as extended by the Board of Directors. The amendment is added due to the 2020 COVID-19 pandemic. The amendment was passed by a membership email vote of YES = 34, NO = 0, and Sustain = 0 on October 5, 2020.
- Fourth Amendment: October 28, 2020 – Modified the structure of the Board of Directors to consist of the four (4) club officers and two additional directors.