

BY-LAWS OF THE

WESTERN WASHINGTON DX CLUB

(DATED 28 JUNE 2005)

ARTICLE I

NAME OF THE CLUB

1.1 Name. The name of the club shall be Western Washington DX Club, hereinafter called "WWDXC".

1.2 Corporate status. The WWDXC is a public non-profit corporation maintained pursuant to the laws of the State of Washington, having been organized in June 1982 by civic-minded citizens of Washington. The corporation is registered with the Secretary of State, Corporate Division, State of Washington, Olympia WA 98504.

1.3 The WWDXC's Federal Communications Commission-issued amateur radio callsign is W7DX.

ARTICLE II

OBJECTIVES AND PURPOSE

2.1 The objective of WWDXC is to pursue the pleasures and benefits of associating with persons commonly interested in amateur radio; by furthering cooperation among its members, by developing of individual proficiency in communications and by furthering the interest of amateur radio in the community.

2.2 A concurrent objective of WWDXC is to foster interest in long-distance (DX) communications with radio amateurs on a world-wide basis by supporting of activities associated with DX operations and by encouraging the interchange of technical and communications information with other DX clubs.

2.3 A conjunctive purpose of WWDXC is to publicize and support amateur radio in the Seattle area communities by providing training to future amateur radio operators, by offering technical advancement seminars to already licensed operators, by supporting of emergency communications and by participating in area-wide operating activities.

2.4 In furtherance of the aforestated objectives, WWDXC shall be on record and can exercise all the rights and powers of a non-profit corporation under the laws of State of Washington.

## ARTICLE III

### TENURE

3.1 WWDXC shall exist in perpetuity. The status of WWDXC as a public non-profit corporation can be terminated by the Secretary of State, State of Washington, or by action of WWDXC not refiling annually as a non-profit corporation.

## ARTICLE IV

### MEMBERSHIP AND VOTING

4.1 Membership. WWDXC shall have four classes of membership: Regular members, Junior members, Associate members and Honorary members.

4.1.1 Regular members. All persons having an amateur radio license and interested in amateur radio in general and in long-distance communications in particular shall be eligible for regular membership.

4.1.1.1 Application for membership shall be submitted by the candidate to the Membership Committee chairperson in writing. Each applicant shall agree to abide by the By-Laws and other such rules as may be promulgated from time to time by the WWDXC. A majority of the Board of Directors shall approve the applicant before he or she may be considered elected to the membership.

4.1.1.2 An application for membership shall be accompanied by first years dues payable at the time the application for membership is filed. Other assessments, if any, shall be paid within thirty (30) days of election to membership.

4.1.1.3 Any member of the WWDXC who is called for active service in the armed forces for an extended period shall be continued on the roster as a member during his or her period of service without payment of dues or assessments.

4.1.2 Junior members. A person under the age of 18 and holding an amateur radio license is eligible for membership on the same terms as a regular member but at a reduced yearly membership dues amount.

4.1.3 Associate members. Friends of WWDXC who contribute services or funds to the organization may be designated as Associate Members by a majority of the Board of Directors. Associate members are nonvoting.

4.1.4 Honorary members. Honorary Members are so designated by an unanimous vote of the Board of Directors. Honorary members are nonvoting.

4.2 Voting. Each person who has applied for and received approval for membership and who has paid dues and any and all assessments due shall be entitled to one (1) vote on each matter raised at any meeting of the WWDXC. There shall be no voting by proxy.

## ARTICLE V

### OFFICERS AND BOARD OF DIRECTORS

Members of WWDXC shall elect from their ranks the Officers of the WWDXC as well as Directors (previously also known as 'Trustees'). The tenure of WWDXC Officers and Directors is not limited by term-limits except as stated herein. A per-son may not hold more than one elected office at any one time.

5.1 Officers. The Officers of the WWDXC shall be the President, Vice-President, Secretary and Treasurer. All officers are also Directors of WWDXC. Each year during the November meeting a slate of officers proposed by the Board of Directors or by an 'ad hoc' nominating committee shall be presented to the membership for voting. Nominations from the floor will also be allowed. This listing of all candidates will also be published in the WWDXC newsletter the Totem Tabloid. The membership shall then elect officers and directorships during the December meeting by secret ballot. The ballots will also include provisions for write-in voting. In case of tie votes there shall be an open-ballot runoff election. The term of office for all elected officers shall be one (1) calendar year commencing in January of each year.

5.1.1 President. The president shall be the executive officer of the WWDXC subject to the control of the Board of Directors. The president shall have overall supervision, direction and control of WWDXC and shall enforce the observance to the WWDXC By-Laws. The president shall preside at all the general and Board of Directors meetings, decide on questions of order, be a signatory to all official and financial documents, make any and all applicable appointments and perform all customary duties pertaining to the office of the president. The president will also have the specific authority to fill any vacancies on Board or leave these vacancies open until the next general election.

5.1.2 Vice President. The vice president shall assume all duties of the president in the absence of the latter, and when so acting, shall have all the powers and be subject to the restrictions of the office of the president. The vice president shall also be responsible for obtaining the programs presented at the general meetings.

5.1.3 Secretary. The secretary shall keep a record of the proceedings of all meetings, carry on the official correspondence of the WWDXC as directed by the president, handle written and oral communications as requested by the president and inform the directors of pending matters other than the normal monthly meetings. He (she) shall, at the end of his (her) term, turn over all records of WWDXC in his (her) possession to his (her) successor.

5.1.4 Treasurer. The treasurer shall receive and provide receipts for all monies paid to WWDXC and shall keep an accurate account of all monies received and expended. The treasurer shall pay all bills of the WWDXC upon proper authorization. All monies expended by WWDXC shall be in the form of checks drawn on the WWDXC bank account and signed by the treasurer. A countersignature by at least one additional officer of the WWDXC shall be required for all checks

exceeding \$500. The treasurer shall also keep a list of the current paid-up members of the club.

At the end of each year the treasurer shall submit an itemized statement of receipts and disbursements, and shall at the expiration of his (her) term turn over any and all WWDXC financial records and correspondence in his (her) possession to his (her) successor.

5.2 Directors. The WWDXC Board of Directors shall, in addition to the elected officers, consist of at least six (6) members. The immediate past president of WWDXC shall also be a director for a term of one (1) year. The six (6) directors shall be elected to the board to serve staggered three (3) year terms. Thus two directors shall be elected by the membership every year as the terms of the two earliest elected three-year directorships expire. A quorum of six (6) directors must be present at the board of directors meetings to conduct any WWDXC business.

5.2.1 Duties of the Directors. In conjunction with the WWDXC officers, the directors shall direct all activities of the WWDXC. The directors shall act as advisors to the president on all matters brought to the attention of the board and shall approve of any WWDXC expenditures. The directors shall also approve of new membership applications. The directors shall also be the custodians of any property acquired and belonging to the WWDXC and are also charged with the maintenance and disposition of same. A majority vote of the Board is required for approvals.

5.2.2 Minutes of the WWDXC Board of Directors meetings shall be posted in the WWDXC newsletter or the WWDXC web site for dissemination to general membership.

## ARTICLE VI

### MEETINGS

6.1 Monthly meetings. A monthly meeting of the WWDXC members shall be held, except during the month of August, at a time and place so designated by the president. In matters presented to the membership for voting, a majority vote of members present at the meeting shall prevail.

6.2 Special meetings. A special meeting of WWDXC may be called by the president upon request by any five (5) members of the WWDXC. Notice of any such special meetings and the business to be transacted shall be disseminated to all regular members at least 48 hours ahead of the time of any such special meeting.

## ARTICLE VII

### MEMBERSHIP SERVICES

7.1 Totem Tabloid - the official newsletter of the WWDXC - shall be issued monthly to all regular and junior members either in an electronic or printed format. The Editor of the Totem Tabloid shall be an appointed position.

7.2 WWDXC Web Site. WWDXC shall maintain a Web Site on the Internet for posting information of interest to the general membership. The Web Site will be maintained by a Webmaster.

7.3 Additional WWDXC membership services shall include, but not be limited to, printing of QSL cards, badges, QSL card checking services, keeping of a club membership roster, contest coordination, ARRL Field Day activities and other such categories. Each such membership service category shall be directed by a chairperson.

#### ARTICLE VIII

##### MISCELLANEOUS

8.1 Rules of order. Robert's Rules of Order, Newly Revised, 1990 Edition, shall govern all members and directors meetings of WWDXC, except in instances of conflict between "Robert's Rules of Order" and Articles of Incorporation, or By-Laws of WWDXC, or provisions of law.

8.2 WWDXC sponsors several operating awards available to all amateurs meeting the award merit criteria. Details for qualifying for these awards are posted on the WWDXC Web Site.

8.3 WWDXC is the organizer of the annual worldwide Salmon Run contest. The purpose of this contest is to have amateur radio operations conducted from as many State of Washington counties as possible. As the sponsor of this contest, WWDXC tabulates the results and also provides the awards for winners of the contest in various categories. Details of the Salmon Run contest are posted on the WWDXC Web Site.

8.4 WWDXC is the host of the Northwest DX Convention every third calendar year. Convention details are posted on the WWDXC Web Site.

#### ARTICLE IX

##### BY-LAWS AND AMENDMENTS

The original WWDXC CONSTITUTION with BY-LAWS attached was adopted by WWDXC Officers and Trustees on 4 May 1965. The original of that document is on file with the secretary of WWDXC.

9.1 A subsequent Revision of the original document shows no date. However, that original of the WWDXC By-Laws was revised by the legal offices of David A. Bennett, 800 Fifth Avenue, Suite 4100, Seattle WA 98104, and forwarded to WWDXC on 24 November 1982.

/ Jack Wichels / W7YF                      Secretary WWDXC      29 May 1985

9.2 Amendment #1: Membership dues; approved by General Membership 2/11/92. Annual dues shall be \$25.00, for which the member shall receive all rights and privileges of a voting member, and a one (1) year subscription to the Totem Tabloid. Annual membership dues shall be due and payable by June 30 of each year. No delinquent member shall vote or be elected to office.

Amendment #2: Board Term of Immediate Past-President approved by General Membership 9/10/96. The Immediate Past President shall serve a term on the Board of Directors for a period of one (1) year following his or her presidential term. This amendment decreases the term from three (3) years.

This document was electronically scanned on 12/5/96, (using MS Word 7.0) so that recent amendments could be documented.

/ Marina Zuetell / N7LSL Secretary, WWDXC 10 December 1996

9.3 The present revision of the By-Laws dated 3 May 2005 was adopted by the WWDXC Board of Directors on 23 May 2005. This amendment also deletes any references to the dollar amount of annual dues previously stated.

Approved by the membership of WWDXC on \_\_\_\_\_

These By-Laws shall have an effective date of \_\_\_\_\_.

/Hillar Raamat/ N6HR Director WWDXC