

**ARTICLES OF INCORPORATION AND BY-LAWS OF THE TOLEDO MOBILE RADIO ASSOCIATION,  
INC.,  
A CORPORATION NOT FOR PROFIT.**

Revisions of September 2022 and March 2023

Approved by the membership present at the General Meetings September 14, 2022 and March 8, 2023

**ARTICLES OF INCORPORATION:**

**ARTICLE I. NAME.**

The name of this corporation shall be TOLEDO MOBILE RADIO ASSOCIATION, INC.

**ARTICLE II. PURPOSES.**

The purposes for which this corporation is formed are:

1. The primary purposes are to operate a non-profit corporation for educational and scientific purposes as follows:
  - a. To educate and increase the proficiency of its members in the science of radio communication.
  - b. To provide for dissemination of information among its members concerning scientific advancement and progress in the field of radio communication.
  - c. To organize and train units of licensed radio amateurs capable of maintaining radio communications as a public service during periods of emergency.
  - d. To encourage and sponsor experimental activities in radio communication and electronics, to the end that skills and experience gained in amateur radio will further the application of electronics to the benefit of the public at large.
  - e. To promote the elevation of standards of practice and ethics in the conduct of amateur radio communication.
2. The general purposes and powers are to have and exercise all rights and powers conferred on a corporation not for profit under the laws of the State of Ohio, including the power to contract, rent, buy or sell personal or real property, provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.
3. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

**ARTICLE III. NON-PROFIT PURPOSES.**

This corporation is organized pursuant to the corporation not for profit laws of the State of Ohio, Section 17022.01 ET. Seq. Revised Code of Ohio. This corporation does not contemplate pecuniary gain or profit to the members thereof, and it is organized for non-profit purposes.

#### **ARTICLE IV. PRINCIPAL OFFICE.**

The place in the State of Ohio where the principal office of this corporation is to be located is at P.O. Box 9673, Toledo, Ohio 43697-9673.

#### **ARTICLE V. MANAGEMENT.**

The general management of the affairs of this corporation shall be under the control, supervision and direction of *the* Executive Committee, which shall function as the corporation's Board of directors.

#### **ARTICLE VI. BYLAWS.**

The qualifications of members of this corporation, the different classes of membership, if any, the voting and other rights of members, the amount of dues payable, the number of trustees and officers and the method of their election, and other details of internal operation of this corporation shall be as set forth in the bylaws.

#### **ARTICLE VII. DEDICATION OF ASSETS.**

The property of this corporation is irrevocably dedicated to educational and scientific purposes, and no part of its unbudgeted net income or assets shall ever inure to the benefit of any Trustees, Officer or member thereof or to the benefit of any private individual. Upon the dissolution or winding up of this corporation, its assets remaining after the payment of, or provision for the payment of, all debts and liabilities shall be distributed to The American Radio Relay League, Inc., if it is then still in existence and exempt under Section 501(c)(3) of the Internal Revenue Code: but if it is not then in existence or exempt, to another organization which is organized and operated exclusively for educational and scientific purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

#### **ARTICLE VIII. AMENDMENTS.**

These Articles may be amended at any regular meeting of this corporation by two-thirds (2/3) majority of the voting members (as defined in the bylaws) present, with notice of the proposed amendment having been submitted in writing at a previous regular meeting.

## **BYLAWS:**

### **SECTION I. CONSTITUTION.**

The "Articles of Incorporation" shall be the "Constitution" of the Toledo Mobile Radio Association, Inc.

### **SECTION II. MEMBERSHIP.**

1. The membership of the Toledo Mobile Radio Association, Inc., hereinafter referred to as the Association, consists of those persons who are received into membership and continue in good standing, i.e., a person or organization in good standing is regarded as having complied with all their explicit obligations, while not being subject to any form of sanction, suspension or disciplinary censure. Any amateur radio operator or individuals interested in amateur radio shall be eligible for membership. The membership year is the year July 1st - June 30th. Active members in good standing will receive a membership card, if requested, provided by the Association.
2. The classes of membership shall be divided into two (2) groups:
  - a. Full members: Amateurs licensed by the Federal Communications Commission (FCC). Only Full (licensed) members in good standing shall be allowed to vote on Association business and in Association elections of Officers. Only Full members in good standing by the May regular meeting of the Association may vote in the June election of Officers.
  - b. Associate members: Unlicensed persons may be Associate members. Associate members will have the full social privileges and may participate in all Association activities except for:
    - i) Those restricted to licensed amateurs by the FCC's regulations.
    - ii) Voting on Association business and in election of Officers and/or Trustees of the Association.
    - iii) Holding an elected office and/or being a Trustee of the Association.
3. Full and Associate memberships will be one of the following:
  - a. Regular membership: A person who has submitted a completed application form with membership dues of at least the current yearly rate for Regular membership. See SECTION III. DUES.
  - b. Family membership: A person who is a member of the family, living in the same household with a member defined in 3a, 3e or 3f and who has submitted a completed application form with the specified amount as shown in Appendix A. The Family membership runs concurrently with the Regular membership.
  - c. Student membership: A person who is a full-time student up to and including college who has submitted a completed application form with the specified amount as shown in Appendix A..
  - d. Complimentary membership: Licensed graduates of an Association-sponsored course of instruction for the entry-level license class are eligible for the complimentary membership for the remainder of the membership year OR if the course ends after April 1st, the remainder of the membership year and the next full membership year.
  - e. Ex-president as a Board member: At the end of his/her term as President, the ex-president will serve a five (5) year term as a member of the Board of Trustees and for that five(5)year period will have his/her dues waived. Should the ex-president leave the Board, this waiver of dues will cease and the regular yearly dues will become due if he/she wishes to remain a member of the Association.
  - f. Other memberships: at the discretion of the Executive Committee of the Association, other types of membership, not listed in 3a, 3b, 3c or 3d, may be offered: for example:

- i) Life membership: having all the privileges of Regular membership, with dues waived for the life of the member.
  - ii) Membership dues waived for a one (1) year period as an award for early payment of membership dues the previous year: the awardee(s) having been drawn in a random lottery of all members qualifying for the lottery.
- 4. A member may withdraw from the Association by presenting to the Secretary written statement of resignation. The withdrawing member shall not be entitled to any refund of dues paid.
- 5. Discipline: A member may be removed from membership in the Association:
  - a. For failure to pay dues.
  - b. By loss of amateur license by disciplinary action of the Federal Communications Commission.
  - c. For other good and reasonable cause that is considered in the best interest of the Association, provided:
    - i) The person has been notified in writing at least ten (10) days in advance of the meeting of the Executive Committee at which a hearing will be held, and
    - ii) The Executive Committee after hearing both sides of a case, or if the person under discipline does not present him/herself for the hearing, votes by two-thirds (2/3) to remove from membership in the Association.
- 6. Any resigned or removed member forfeits all rights and privileges of membership in the Association.

### **SECTION III. DUES.**

- 1. Dues are due and payable on or before July 1st of each year. The dues year shall be the year July 1st through June 30th.
- 2. Dues shall be determined by the Executive Committee and approved by the general membership. See Appendix A of these bylaws.
- 3. A member may pay as many additional years dues in advance as desired.
- 4. If an application form for renewal of membership, together with the appropriate dues, has not been received by the Membership Chairman by September 1st, the person will cease to be a member in good standing. Such a member, in default, will be dropped from the Roll of the Association and thereupon cease to be a member of the Association and forfeit all rights and privileges of membership until such a time that his/her membership has been appropriately renewed.

### **SECTION IV. MEETINGS.**

- 1. The Association shall hold one (1) meeting per month at a place to be designated by the Association.
- 2. The June meeting of the Association shall be considered the Annual Business meeting at which Officers shall be elected, the Auditor's report received and other business transacted.
- 3. All meetings shall be conducted in accordance with Robert's Rules of Order, latest edition.
  - a. A quorum shall consist of fifteen percent (15%) of the voting membership.
- 4. At the start of each Association meeting the following shall be performed:
  - a. The membership chairman shall announce new members, and if present, allow them to introduce themselves.
  - b. The VE Coordinator shall announce all new or upgraded licenses as a result of TMRA VE testing.

## **SECTION V. BOARD OF TRUSTEES.**

1. The Board of Trustees shall consist of five (5) Full members of the Association.
2. The Board of Trustees shall meet as part of the Executive Committee.
3. If a vacancy occurs, the Executive Committee shall serve as a nominating committee and call for an election at a regular monthly meeting of the Association within sixty (60) days of the vacancy.
4. Any Trustee absent from three (3) unexcused consecutive Board and/or Executive meetings of the Association, shall be notified in writing that his/her position is in jeopardy, and the Executive Committee may declare his/her position vacant.
5. Any Trustee removed from membership in the Association as per SECTION II, Item five (5), shall also be removed from Trusteeship.
6. The Board of Trustees shall have authority to call the Executive Committee into a special session if the President shall be unwilling or unable to call an Executive Committee meeting within a four (4) month period.
7. The President will have his/her dues waived by the Association after he/she becomes a member of the Board (five (5) year period) for as long as he/she is active on the Board. If he/she quits the Association or Board, his/her waived dues will cease.
8. Any questions concerning the interpretation of the meaning of the Constitution or these bylaws will be referred to the Board of Trustees for final interpretation.
9. After the initial election of Trustees, one (1) for one (1) year, one (1) for two (2) years, one (1) for three (3) years, one (1) for four (4) years, one (1) for five (5) years, the outgoing President shall become the new member of the Board of Trustees and his/her term shall be for five (5) years.
10. The five (5) Trustees shall appoint from among themselves a convener who shall serve as a Chairperson of the Board meetings.
11. A Trustee cannot hold office of President, Vice-president, Secretary, or Treasurer, or Bursar during his/her term. However, he/she may be on committees as directed by the President.
12. In the event of a tie decision in which all the Trustees have voted, the President shall be the tie breaker.
13. The Trustees shall function as the Nominating Committee to fill any vacancy of the Vice-President, Secretary, or Treasurer or Bursar office, and there shall be an election at a regular meeting of the Association with 60 days.  
The Vice-President shall immediately become President if the office becomes open for any reason.

## **SECTION VI. OFFICERS.**

1. The Officers of the Association shall consist of a President, Vice-President, Secretary, Treasurer, Bursar and as many other officers as the membership may designate. The term for elected Officers shall be from July 1st through June 30th. Any officer that becomes a signatory for the Association shall be bondable.
2. The President shall preside at all meetings of the Association and shall be present at the Executive Committee Meetings.
  - a. The President shall be a member, ex-officio, of all committees, having an equal vote in all matters but shall not be counted as part of a quorum.
  - b. The President shall appoint such committees as he/she shall consider expedient and necessary.
    - i) At the March meeting the President shall appoint a Nominating Committee of at least three (3) members of the Association to prepare a slate of officers for election at the Annual Meeting.
    - ii) At the March meeting the President shall appoint a Budget Committee of at least three (3) members of the Association, and the Treasurer, to draft a preliminary budget for presentation to the Executive Committee at its May meeting.

- iii) At the February meeting the President shall appoint an Auditing Committee of at least two (2) members of the Association, and the Treasurer, to audit the financial books of the Association.
- iv) After the new President is elected at the June meeting of the Association, he/she shall appoint a Membership Chairperson, Technical Committee, Control Operators, and announce the appointments at the June Executive Committee meeting, and at the next meeting of the Association.
- c. The President shall be responsible to see that all Federal, State, Local and Internal Revenue Service, Corporation, Financial, and Tax Exempt papers are filed on time.
- d. The President shall be a signatory on all bank accounts.
- e. If the President is unable or unwilling to complete his term of office, s/he shall be replaced by the Vice-President according to the provisions of Section VI, Paragraph 3e

### 3. The Vice-President:

- a. In the absence of the President at any regularly scheduled General meeting of the Association or Executive Committee, the Vice-President shall perform the President's duties, and in the absence of both the President and Vice-President, such officer as may be present shall preside and assume the duties of the President.
- b. In the absence of the Secretary, the Vice-President shall take the minutes of the meeting.
- c. Shall oversee the Field Day Committee.
- d. Shall be the registered Statutory Agent as required by the Corporation Not For Profit laws of the State of Ohio, Section 1702.06 m(A) etc. Revised Code of Ohio, and shall have Form 521 on file with the State of Ohio. In the event that the Vice-President cannot assume the duties of Statutory Agent, the Board shall assign the duties to another Executive Committee or Board member.
- e. In the event the President is unable or unwilling to complete his term of office, the Vice-President will immediately become President subject to the following:
  - (i) The Executive Committee shall serve as a Nominating Committee and call for an election of a new Vice-President at a regularly scheduled general meeting of the Association within sixty (60) days of the vacancy

### 4. The Secretary

- a. Shall publish stating time and place for meetings of the Association and the Executive Committee and, with the Membership Chairperson, a roll of membership together with the addresses of each member and any other information as may be deemed necessary to perform such other duties as may be required by the President or Executive Committee.
- b. Shall keep such minutes and records as the Association deems necessary.
- c. Shall maintain the post office box.
- d. To be acceptable to the Nominating Committee, the nominee shall:
  - i). Be bondable
  - ii). Express a willingness to seek re-election at the end of his/her one (1) year term of office.
- e. Shall be a member, ex officio, of the Budget Committee, having an equal vote.

### 5. The Treasurer

- a. Shall hold all monies in the name of the Association and disburse said funds as authorized by the Bursar or as stipulated elsewhere in these bylaws.
- b. Shall keep regular accounts of all authorizations for disbursement and disbursements and assist the Bursar in reconciling the monthly bank statement(s).
- c. Shall hold all monies in the name of the Association and disburse said funds as ordered or authorized by the Association or as stipulated elsewhere in these bylaws.
- d. Shall keep regular accounts of all receipts and disbursements.
- e. Shall give a financial statement at all regular meetings of the Association.
- f. Shall submit all financial books for audit to the Auditing Committee.
- g. Shall prepare a year-end financial report for presentation at the Annual Business Meeting of the Association.
- h. Shall be a signatory on all bank accounts.
- i. Shall be bondable.
- j. Shall have been a full member of the Association in good standing for a period of not less than one (1) year, preferably for at least three (3) prior to the date of election to the office.
- k. To be acceptable to the Nominating committee, the nominee shall:
  - i) Be bondable.
  - ii) Express a willingness to seek re-election at the end of his/her one (1) year term of office.
  - iii) Have acceptable business/accounting experience.
  - iv) Have a familiarity with computerized spreadsheet/financial programs suitable for maintaining the Association's financial records. A suitable computer program, if needed, will be provided by the Association to the Treasurer in order to maintain the Association's financial records.
- l. Shall be a member, ex officio, of the Budget Committee, having an equal vote.

#### 6. The Bursar

- a. Shall receive all funds due the Association, document the funds and to properly deposit the funds into the appropriate Association Bank accounts in a timely manner. Provide written receipt for the funds received from the payee, member, or donor and keep accurate records of the transaction.
- b. Shall obtain receipts and/or other proof that an expense was undertaken for the benefit of the Association and shall submit to the Treasurer a Payment disbursement form to pay for or to reimburse a member for the expenses incurred.  
Should the budget not support reimbursement or payment of the expense, the request shall be submitted to the Executive Committee for review/approval.
- c. Shall design and utilize an "Authorization for Disbursement" form, subject to Executive Committee, upon which the Treasurer shall rely for authorization to disburse Association funds.
- d. In the absence of a Membership Chairperson, shall assume those duties, i.e. keep accounts and collect all applications, fees, dues and charges from members.
- e. Shall be a signatory on all bank accounts,
- f. Shall keep detailed accounts of all receipts of funds and deposits.
- g. Shall submit all books of receipts and deposits to the Audit Committee annually.
- h. Shall be bondable.
- i. Shall have been a full member of the Association, in good standing, for a period of not less than one (1) year, preferably for at least three (3) years prior to the date of election to the office.
- j. To be acceptable to the Nominating Committee, the nominee shall:
  - i. Be bondable

- ii. Express a willingness to seek re-election at the end of his/her one (1) year term of office.
  - iii. Should the Bursar not desire to be re-elected, he/she shall present to the Executive committee written notice to this effect by March 1 prior to elections
  - iv. Have experience in the proper handling and control of cash receipts
  - v. Have experience/familiarity with computers and spreadsheet/accounting management systems for the recording of receipt and deposits to the bank
- k. Shall be an officer of the Association, member of the Finance Committee and member, ex-officio, of the Budget Committee, having an equal vote.
7. Except as stipulated in Items VI, 2e and VI, 3e and 3e(i) above, if a vacancy occurs in an elected office, the Executive Committee shall appoint a full member of the Association, with his/her agreement, to fill the remainder of that Officer's term.
- a. If no full member of the Association who meets all the qualifications of office is willing to serve, then the Executive Committee, using its best judgement, may choose any full member willing to serve. b. Any officer chosen under the provisions of this paragraph shall be titled as "Acting" (e.g.: Acting Secretary).
8. Any Officer absent from three (3) unexcused consecutive meetings of the Association shall be notified in writing that his/her position is in jeopardy, and the Executive Committee may declare his/her position vacant.
9. Any Officer removed from membership in the Association as per SECTION II, Item 5, shall also be removed as an Officer.

## **SECTION VII. EXECUTIVE COMMITTEE.**

1. The Executive Committee shall consist of the Trustees and the Officers of the Association.
2. The Executive Committee shall meet three (3) times per year or at the call of the President, at a time and place announced in the newsletter and/or at a regular meeting of the Association.
3. All meetings of the Executive Committee shall be open to members of the Association. The Executive Committee shall have the prerogative as per Robert's Rules of Order to move into "Executive Session" at which time non-Executive Committee members may be asked to leave.
4. The Executive Committee shall have control of the property and affairs of the Association as guided by the Board of Trustees. The Executive Committee shall have power to suspend, censure and take all necessary and proper steps to carry out the principles of this Association and promote its best interests. It shall also review, discuss and recommend to the Association matters of concern, practice and /or policy.
5. The Executive Committee shall vote as Full members of the Association at all elections, as well as floor votes as called by the President at regular meetings.
6. After the Hamfest, the Executive Committee shall review the budget drafted by the Budget Committee and finalize it for presentation to the Association at the June meeting.
7. The Executive Committee must approve any expenditure of the Association in excess of two hundred dollars (\$200.00) that is not included in the budget.
8. To conduct business, a meeting of the Executive Committee must have at least three (3) members of the Board of Trustees present.
9. The Board of Trustees shall have authority to call the Executive Committee into a special session if the President shall be unwilling or unable to call an Executive Committee meeting within a six month period. The Vice President shall preside or the Board of Trustees shall select a Trustee to preside at the special session. The Executive Committee in this special session shall have all the powers and responsibilities of the Executive



Committee as if it were called by the President. The notice and attendance requirements of this Section shall be followed.

#### **SECTION VIII. BUDGET AND FINANCE.**

1. The budget shall be presented at the June meeting of the Association. The budget shall be for the fiscal year, July 1<sup>st</sup> through June 30th.
2. The proposed budget presented by the Executive Committee for adoption at a meeting of the Association shall be by simple majority vote of the membership in attendance.
3. The Treasurer shall have the authority to expend funds as per the budget subject to limitations as stated elsewhere in the bylaws.
4. Any financial obligation or expenditure not budgeted, in excess of two hundred dollars (\$200.00), must first be approved by the Executive Committee, and then must also be approved by two thirds (2/3) majority of the Association in attendance at a regular meeting before the Bursar may authorize the Treasurer to expend Association funds.
5. Any financial obligation or expenditure not budgeted, less than two-hundred dollars (\$200.00), shall be approved by two-thirds (2/3) majority of the Association in attendance at a regular meeting.
6. Expenditures from any committee's budgeted amount in excess of one hundred dollars (\$100.00), shall be approved by that committee's chairperson.

#### **SECTION IX. NOMINATION AND ELECTION.**

1. It is necessary to be a full member in good standing by the May meeting to vote at the June election.
2. The Nominating Committee shall submit candidates for President, Vice-President, Secretary, Treasurer, Bursar, and a Club Station License Custodian if the station license will be up for renewal in the new year.
3. To qualify for nomination for any office in the Association requires:
  - a. The person hold membership classification as per SECTION II, item 3a, and;
  - b. The person shall be a member in good standing for a period of not less than one (1) year prior to nomination except as noted in SECTION VI, 5j and 6i in these Bylaws.
4. Candidates shall be presented to the club at the May meeting and nominations of candidates will be opened from the floor.
5. At the June Annual meeting, nominations are again accepted from the floor. Nominations are then closed.
6. Elections shall be by secret ballot, shall be tallied at the same meeting by three (3) volunteers from the general membership, and the results announced.
7. If there are more than two (2) persons running for the same office, the TMRA will use the "Majority Election" system for voting, which will be a primary ballot with all candidates for an office, and then the two (2) candidates with the highest number of votes are then voted on at a second ballot. Any ties in the voting process will be decided by a coin toss.

#### **SECTION X. ASSOCIATION STATION LICENSE.**

1. The Trustee, also known as Custodian of the Association Station License, henceforth referred to as Custodian, shall be elected by the Association for a term coincident with the expiration of the Federal Communications Commission-issued Association station license.
2. The Custodian shall be a Full Member in good standing upon election and shall maintain same during his/her term as Custodian.

- a. If the Custodian is absent from three (3) unexcused consecutive meetings of the Association he/she shall be notified in writing that his/her position is in jeopardy and may be replaced by the Executive Committee declaring a vacancy.
  - b. The Executive Committee shall serve as a Nominating committee and call for an election at a regular monthly meeting of the Association within sixty (60) days of the vacancy.
  - c. If the Custodian is removed from membership in the Association as per SECTION II, item 5, he/she shall also be removed from Association Station Licensee.
  - d. If just cause can be shown why the Custodian should be removed from office other than for not paying dues or non-attendance at Association meetings, the Executive Committee shall hear such reasons and recommend to the Association such action.
- 3. The Custodian shall hold an Amateur Extra Class license issued by the Federal Communications Commission unless the Association does not have an Amateur Extra Class licensee willing to serve as Custodian.
  - a. If no Amateur Extra Class licensee is available to serve, then the next highest class of license shall apply.
- 4. Duties of the Custodian:
  - a. The station license shall be framed and held in the possession of the Custodian.
  - b. A copy of the license shall be made and kept in the Association's files of the Secretary.
  - c. A copy of the license shall be made and kept at the Association's station sites.
  - d. On Field Day, or other Association functions which require use of the station license, a copy of said license will be posted at the communications site.
  - e. If the Custodian is not present at Field Day, he/she must appoint a Control Operator who will be present at all times.
- 5. The Association shall pay from its funds the monies necessary for renewal of the Federal Communications Commission station license.
- 6. The Association shall provide the Custodian with the current Part 97 of the Federal Communications Commission rules as issued.
- 7. The Custodian shall be accorded officer status and be a member of the Executive Committee.
- 8. The Custodian shall automatically be a voting member of the Technical Committee.
- 9. The Custodian may recommend to the President persons for appointment to serve as Control Operators.

## **SECTION XI. TECHNICAL COMMITTEE.**

- 1. Each year following the election of Officers, the new President shall appoint a Technical Committee of at least nine (9) full members of the Association. The President shall appoint a Chairperson from among the nine (9) voting members.
  - a. The Technical Committee shall meet formally at least nine (9) times during the Association fiscal year (July 1st through June 30th). A quorum at these meetings will be fifty percent (50%) of the voting membership of the Committee.
  - b. The Chairperson or his/her designee shall report the Committee's discussions, decisions, and actions, as well as the state of all the Association repeaters, at the next general club meeting. Formal minutes are not required.

2. Committee meetings are open to all full and associate Association members; however, only those full members appointed by the President may vote. Non-members of the Association may not attend unless invited by the Chairperson.
  - a. The Equipment Manager, the Association Station License Custodian, and the President of the Association shall be ex officio members of this Committee with full voting privileges, and, except for the President (see SECTION VI, 2a,) will count towards a quorum.
  - i. Unless specifically appointed to the Technical Committee by the President, Control Operators are not voting members of this Committee.
  - ii. Each voting member may vote only one time on any question, or may be counted only one time towards a quorum, regardless of how many offices/positions that person may hold.
3. The Technical Committee shall be responsible for the operation, service, and maintenance of the Association's repeaters, and all other equipment owned by the Association.
  - a. The Committee shall recommend the appointment of Control Operator(s), subject to the approval of the President. Control Operators must be Full members of the Association and of good standing as defined in SECTION II, 1.
4. A simple majority of the Technical Committee voting members present at an announced meeting of the Committee must give approval for the expenditure of any budgeted funds relevant to the Committee's functions.
5. The Technical Committee shall recommend to the Association the purchase of any equipment or services, relevant to its functions, not allocated in the Budget. The purchase of such equipment shall be subject to the provisions of the bylaws in SECTIONS VII and VIII.
6. The Technical Committee shall have the responsibility for changing the control codes on equipment using the Association's Call Sign. The Association Station License Custodian, all voting members of the Technical Committee, all Officers of the Association and all Control Operators shall be informed of all changes immediately.
7. The Association President shall have the authority to remove members of the Technical Committee and Control Operators if it is deemed in the best interest of the Association. The Technical Committee and the Association Station License Custodian may recommend such removals.
8. The Association Station License Custodian and Control Operators shall have the proper codes to terminate transmissions under the Association call that violate Part 97 of the Federal Communications Commission rules. If a Control Operator terminates a transmission under this item, the Association Station License Custodian and the Chairperson of the Technical Committee shall be apprised of such action immediately.
9. The Equipment Manager shall:
  - a. Be appointed by the Technical Committee Chairperson.
  - b. Be responsible for keeping a record of all equipment owned by the Association, including serial numbers and cost to replace.
  - c. Be responsible for seeing that all equipment with a replacement cost greater than five hundred dollars (\$500.00) is insured at all times.
  - d. Approve all borrowing of equipment by members of the Association and keep a record of all such lendings. Equipment may be borrowed for periods not to exceed two (2) weeks and must be returned to the Equipment Manager. Longer periods are at the discretion of the Equipment Manager.

- i. The Equipment Manager may establish/modify the borrowing/record keeping process, subject to the prior approval of the Technical Committee.
- ii. At the May general meeting, the Equipment Manager shall present a full inventory of all Association equipment in his/her custody and/or control.

#### **SECTION XII. MEMBERSHIP CHAIRPERSON.**

1. The Membership Chairperson shall perform the duties described elsewhere in these Bylaws.

#### **SECTION XIII. AGREEMENTS AND CONTRACTS.**

1. All written contracts will be negotiated and signed by no less than three (3) Full Members appointed by the Executive Committee. The Board of Trustees shall have the final approval of the proposed contract.

#### **SECTION XIV. AMATEUR OF THE YEAR.**

1. The Association will recognize at the September Meeting, a member as Amateur of the Year. The recipient(s) are to be selected according to the written guidelines for the Amateur of the Year. A copy of these will be maintained by the Secretary as part of the Association's records, and by the previous year's recipient(s). See Appendix B for written guidelines.

#### **SECTION XV. ATTENDANCE AT TMRA COMMITTEES.**

1. Persons attending a meeting of any TMRA Committee must be a TMRA member in good standing OR be an Invited guest of the Chairperson of that Committee.

#### **SECTION XVI. AMENDMENTS.**

1. These bylaws may be amended by two-thirds (2/3) vote of the voting members present at any regular scheduled meeting of the Association provided the membership has been notified of such proposed amendments in the announcement of the meeting provided under the responsibilities of the Secretary in SECTION VI, item 5a.
2. Any part of these bylaws with the exception of monetary expenditures may be suspended for that meeting only by a two-thirds (2/3) vote of the voting members present at any regularly scheduled meeting of the Association.
3. At the April meeting in even numbered years, the President shall appoint a bylaws Committee to review these bylaws.

**Appendix A to the bylaws of the Toledo Mobile Radio Association.**

Membership year is from July 1<sup>st</sup> to June 30<sup>th</sup>.

Effective September 1, 2022, dues shall be:

a. Regular member: Thirty dollars (\$30.00) per year.

On or after March 1<sup>st</sup> in any year, a person may apply for membership in this category by submitting an application form and the appropriate dues of one third (1/3) of a year PLUS the next full year's dues. Such membership will then extend to June 30<sup>th</sup> of the year following the application.

b. Family member: Ten dollars (\$10.00) per year

c. Full-time Student member: Ten dollars (\$10.00) per year.

d) 70 years of age or older: Ten dollars (\$10.00) per year.

The above are the current rates as approved by the membership at the General Meeting of August 22<sup>nd</sup> 2022.

## **Appendix B to the bylaws of the Toledo Mobile Radio Association**

### **TMRA Amateur of the Year Award.**

The Nominating Committee will also be the Selection Committee for the award, and will consist of previous recipients of the award who are current members of the TMRA and in good standing. The Chairperson of the Committee will be the latest recipient of the award.

The Committee is considered to be a closed committee, and Section XV,1 of the TMRA bylaws does not apply.

Should the previous year's recipient(s) not be available to chair the committee, the next most recent available recipient will assume the chair's position.

If the current TMRA President has been a recipient of the Award, he/she may chair the Committee.

In early August the Chairperson should contact as many of the previous Amateur of the Year recipients as is possible, to nominate eligible candidate(s), discuss, and vote on the new recipient(s). If it is determined that an "in-person" meeting or meetings of all the eligible committee members is not possible – the business of the committee may be carried out by email or telephone.

If "in-person" meeting(s) of the Committee are held, all previous recipients that are current members in good standing will have a vote, even if they are unable to attend the meeting(s).

A nominee must be a current, Full (i.e. licensed) member of more than one year of membership in the Toledo Mobile Radio Association.

Previous recipients of the award are not eligible for consideration of the award.

The Chairperson will provide all members of the Committee with the names and call signs of all the validly-nominated candidates for the award.

If a majority of the committee decides that there are two (2) nominees equally deserving of the award, i.e. they tie for first place by receiving an equal number of votes, the committee may award joint awards.

If a majority of the committee agrees that there is no amateur deserving of the award, it may announce that no award will be given for that year.

After the committee has met and reached a decision, the Chairperson will record the vote. The deliberations and decision of the committee will remain confidential. The identity of the recipient of the award will be revealed to the TMRA membership no earlier than the Meeting of the Club in September.

The Chairperson (or his/her designee) will arrange for the engraving of the plaque. <sup>1</sup>

If two (2) amateurs are recipients of the award, each will receive his/her own plaque.

The Chairperson will present the plaque to the new recipient at the September TMRA General Meeting, will arrange to have a photograph taken of the presentation, and will submit an article to the Newsletter Editor about the new recipient and the presentation.

If the new recipient of the award is not at the September general meeting, the identity of the awardee will be announced. The actual presentation of the plaque may be postponed until a meeting or TMRA function/activity at which he/she is present, or a meeting with the recipient and as many as possible of the Committee can be arranged.

An up-to-date listing of all the recipients of the award will be included as part of this Appendix B to the bylaws. The latest version of this Appendix B should be reviewed every three (3) years by the recipients of the award.

If thought necessary, this Appendix B may be reviewed and revised at any time at a pre-announced meeting or meetings or by email discussion by the recipients of the award.

All reviews and revisions should show the date of the review or revision.

Date of this present review or revision:     Revised: March 9<sup>th</sup> 2024

#### **NOTE:**

1. The company Sylvan Studio (5651 Main St, Sylvania, OH 43560) has the TMRA Amateur of the Year plaque in its files and this company should be used for the plaque.

## **POLICY STATEMENT:**

### **Toledo Mobile Radio Association Policy:**

#### **Requirements for placing equipment at TMRA repeater sites:**

1. Must have been a member of TMRA for at least the previous consecutive 5 years.
2. Be a member of the TMRA Tech Committee – voting or non-voting.
3. Demonstrate that the equipment will benefit the Amateur community.
4. Ensure that the equipment will not cause problems, e.g. interference, with existing or future TMRA equipment AND will not cause problems with the equipment of others.
5. The transmitter must be operated under the TMRA Club license and call (W8HHF).
6. The equipment must be coverable under the TMRA's liability insurance policy.
7. The equipment should be covered by the owners insurance for replacement value. It would not be included in the TMRA's insurance on equipment.
8. There must be a written MOU between the equipment's owner and TMRA (renewable annually) that states that, while at the site, the TMRA has absolute control of the equipment as though TMRA were the owner, but maintenance and/or repairs to the equipment are the sole responsibility of the equipment's owner.
9. TMRA control operators must have all the necessary information (codes) and equipment to monitor and to control the transmitter in accordance with FCC regulations.
10. The proposal must have approval of at least 2/3<sup>rd</sup> of the voting members of the TMRA Technical Committee – with all members voting or abstaining.  
Voting by email is acceptable
11. The proposal must be approved by at least 2/3<sup>rd</sup> of the TMRA Executive Committee - at a meeting with all members present - with all members voting or abstaining.
12. If the TMRA license holder (License Trustee) is not a member of the Technical Committee OR the Executive Committee – he/she will be invited to the relevant meeting(s) of these, and have one vote in the Technical Committee and the Executive Committee decisions.

Approved by the TMRA Executive Committee at its meeting May 27, 2015