

THE SATELLITE AMATEUR RADIO CLUB

A California Nonprofit Corporation

CONSTITUTION

This organization is not part of the Department of Defense or any of its components and it has no governmental status.

SATELLITE AMATEUR RADIO CLUB CONSTITUTION

ARTICLE I

NAME AND PURPOSE

SECTION 1. NAME

The name of this organization shall be SATELLITE AMATEUR RADIO CLUB. The Organization may also be identified as "SARC" or "Satellite ARC."

SECTION 2. PURPOSE

The purpose of the Club is to provide training in the Art and Science of radio communications and the enhancement of emergency communications capabilities at Vandenberg SFB and in the surrounding areas of the Central Coast of California.

SECTION 3. OBJECTIVES

The Club shall maintain an Amateur Radio Station, using FCC call sign W6AB to be operated in support of such activities as Amateur Radio Emergency Service preparedness drills, American Radio Relay League "Field Day" preparedness tests, Amateur Radio contests and the like. It will further be available for the use of all qualified members. The station will thus provide a recreational facility for active military Amateur Radio operators stationed at Vandenberg Space Force Base.

ARTICLE 2

GENERAL PROVISIONS

SECTION 1. PRIVATE ORGANIZATION

The SARC is a Private Organization created in accordance with Air Force Instruction 34-223, Private Organization Program. The organization is not part of the Department of Defense or any of its components and it has no governmental status.

SECTION 2. LOCATION

The SARC operates on a military base only with the consent of the Installation Commander. Operation is contingent upon compliance with the requirements and conditions of all applicable Air Force Instructions and policy.

SECTION 3. LIABILITY

The membership is liable under the laws of California for organizational debts in the event the organization's assets are insufficient to discharge liabilities.

ARTICLE 3

OFFICERS AND GOVERNING BODY

SECTION 1. OFFICERS

There shall be five officers in the SARC who will be the Board of Directors of the Club. These officers shall be the President, Vice President, Secretary, Treasurer, and Member-At-Large. The President, Vice President, Secretary, and Treasurer will be selected by election for a term of one year, in accordance with SARC By-Laws. The Board of Directors shall appoint a Station Manager and a Trustee who shall serve at the pleasure of the directors. The Trustee shall serve as the Club Amateur Radio Station License trustee within the scope of Part 97 of the Federal Communications Commission rules. The Member-At-Large shall be appointed by and serve at the pleasure of the President.

SECTION 2. COMMITTEES

From time to time, in order to promote the purpose(s) and objectives of the SARC, the President of this organization may establish, in accordance with SARC By-Laws, committees as may be deemed necessary or appropriate. The President shall name the committee, and appoint its chairman. The Chairman shall serve a term of one year commencing with the establishment of the committee. The President may, at any time, de-activate any committee that has fulfilled its purpose or as otherwise appropriate.

ARTICLE 4

MEMBERSHIP OR PATRONAGE

SECTION 1. CATEGORIES

The categories of membership are defined in the By-Laws under Article II, Section 3 of this document.

SECTION 2. ELIGIBILITY

Membership is open to all Amateur Radio Operators, holding any class of Amateur Radio license, according to Part 97 of the Federal Communications Commission's regulations, including reciprocal permits issued to Amateur licensed by any legitimate foreign government recognized by the United States Government. Members shall be entitled to all club privileges, benefits, and responsibilities.

SECTION 3. DISCRIMINATION

Membership discrimination based on race, religion, creed, color, age, national origin, or gender is prohibited.

Article 5

METHOD OF FINANCING

SECTION 1. FINANCING

The SARC's income will be derived from dues, fundraising activities, donations, and grants.

ARTICLE 6

ACTIVITIES

SECTION 1. ACTIVITIES

All on Base fundraisers or requests to use Government facilities or transportation shall be coordinated through the Commander of the sponsoring military organization.

ARTICLE 7

MEETINGS AND QUORUMS

SECTION 1. REGULAR MEMBERSHIP MEETING

The Membership shall meet every month at a time and date decided by the President. No official business will be conducted unless there is a quorum of the membership present. Voting, other than elections, will be by a majority of the membership present.

SECTION 2. REGULAR BOARD MEETING

The Board Meetings shall be every month at a time and place decided by the president. Meetings shall be conducted according to Robert's Rules of Order. No official business shall be conducted unless there is a quorum of the Board present. All matters decided upon by the Board shall be ratified by a majority vote of eligible voting members present. Minutes of the regular Board meetings will be read to the members.

SECTION 3. SPECIAL MEETINGS

The membership or the Board of Directors may meet in special session, upon call of the SARC President. No business shall be conducted at a Board of Directors special session without a majority of the Board. In each special session, all matters voted upon shall be decided by majority vote of the Board members present.

SECTION 4. QUORUM

A quorum for membership meetings shall consist of thirty percent of the membership. A quorum for Board meetings shall consist of sixty percent of the Board.

SECTION 5. FIRST MEETING

The newly elected Board will be seated at the first regular meeting following the election.

ARTICLE 8

ADOPTION AND AMENDMENTS

SECTION 1. ADOPTION

This Constitution and the By-Laws shall be adopted by an affirmative majority vote of the membership. This Constitution shall be effective upon the vote, subject to final approval by the Commander of the sponsoring military organization.

SECTION 2. AMENDMENT

The Constitution and the By-Laws may be amended by a majority vote of a quorum of the membership, provided that notice of the proposed amendment shall be given by the Secretary, at the President's direction, to the entire membership at least ten (10) days before the amendment is offered for adoption. The amendment shall be adopted upon an affirmative majority vote of a quorum of the membership present. The amendment shall be effective upon the vote, subject to the final review by the Commander of the sponsoring military organization.

ARTICLE 9

DISSOLUTION

SECTION 1. DISSOLUTION

In case of dissolution of the organization, funds in the treasury at the time of dissolution will be used to satisfy any outstanding debts, liabilities, or obligations. Funds remaining in the treasury after satisfaction of any outstanding debts, liabilities, or obligations will be donated to base youth activities programs or other local charities as determined by the membership, in accordance with the laws of the State of California regarding non-profit organizations.

SECTION 2. AMENDMENT

This article may not be amended or deleted without approval by the Commander of the sponsoring military organization.

THE SATELLITE AMATEUR RADIO CLUB

A California Non-Profit Corporation

BY-LAWS

COVER

ARTICLE I
OBJECTIVES AND FUNCTIONS

SECTION 1. OBJECTIVES AND FUNCTIONS

The Satellite Amateur Radio Club, Inc. is a California Nonprofit Corporation, and is a Private Organization created in accordance with Air Force Instruction 34-223, *Private Organization Program*. The objectives of the Club are to provide training in the art and science of radio communications capabilities in the Vandenberg SFB area and in the surrounding areas of the Central Coast of California.

The Club shall maintain an amateur Radio station, W6AB, to be operated in support of such activities as Amateur Radio Emergency Service preparedness drills, American Radio Relay League "Field Day" preparedness tests, Amateur Radio contests, and the like. It will further be available for the use of all qualified Members. The station will thus provide an important link in the local emergency communications network as well as being a recreational facility for active military Amateur Radio operators stationed at Vandenberg Space Force Base.

ARTICLE II
MEMBERSHIP

SECTION 1. MEMBERSHIP

All persons, military or civilian, having an interest in Amateur Radio at Vandenberg Space Force Base and in the surrounding areas shall be eligible for membership regardless of place of employment, race, creed, sex, color, age, nationality, or gender.

SECTION 2. APPLICATION FOR MEMBERSHIP

Application for membership shall be submitted at any meeting of the general membership. A valid Amateur Radio License, or photocopy thereof, must be presented for verification at the time of application for full membership or for renewal of full membership. Each applicant must express a willingness to abide by the Constitution and By-Laws of this Corporation and such rules as shall, from time to time, be promulgated by the Corporation. A majority of the Active Members present shall approve the applicant before he/she shall be considered elected to membership.

SECTION 3. MEMBERSHIP CLASSIFICATION

A. ACTIVE MEMBERS

An Active Member is a licensed Amateur Radio operator, holding any class of Amateur Radio license, according to Part 97 of the Federal Communications Commission's regulations, including reciprocal permits issued to Amateur licensed by any legitimate foreign government recognized by the United States Government. Active Members shall be entitled to all Club privileges, benefits, and responsibilities. Active Members who fail to attend a membership meeting four times per year will automatically have their membership changed to Supporting Member; until he/she meets the criteria to be reinstated as an Active Member.

B. SUPPORTING MEMBERS

A Supporting Member is a licensed Amateur Radio operator meeting the qualifications of an Active Member, but who is unable to attend regular Club meetings. Supporting Members will have all the social privileges of the Club but **will not have voting privileges**, nor may they serve in any office, or on the Board of Directors. A Supporting Member who attends four meetings per year will automatically have their membership changed to Active Member unless they requests otherwise.

C. ASSOCIATE MEMBERS

An Associate Member is a non-Amateur with an expressed interest in the functions of this Corporation. An Associate Member will have all social privileges of the Club but will **not be entitled to vote** on any Club matters or hold office. An Associate Member's status will automatically be upgraded to Active Member upon presentation of a valid Amateur Radio license and meets attendance requirements.

SECTION 4. COMPLIMENTARY MEMBERSHIP

The Board of Directors, at their discretion, upon ratification by a majority vote of the membership shall award honorary free membership to a deserving member. Furthermore, the Board of Directors, at their discretion, upon ratification of a majority vote of the membership shall award free membership to a new ham for their first year. Membership awarded under this section shall be determined by applying criteria in Article II, Section 3.

SECTION 5. MEMBERSHIP DUES

A. ANNUAL MEMBERSHIP

The dues shall be determined by a vote of the membership.

B. FAMILY MEMBERSHIP

Full dues for the first Member, additional members of the same immediate family residing in the same household will be one-half (1/2) the regular dues. Family membership shall be in accordance with the criteria set forth in Article II, Section 3 of these By-Laws.

C. PAYMENT DUES

Dues shall be payable on or before January 1st of each year, and if not paid by March 1st shall result in automatic suspension of the Member. Members suspended under this rule shall comply with Article II, Section 2 of these By-Laws to restore membership

SECTION 6. TERMINATION OF MEMBERSHIP

- A. Any Member may voluntarily withdraw from membership in the Corporation by providing written notice to the Secretary.
- B. Any Member may be expelled by a majority vote of the Members present at a regular scheduled meeting of the organization for conduct which, in the opinion of the Members, is improper or prejudicial to the Corporation. The Member in question must be furnished with written notice of intent at least thirty (30) days prior to the action and must be given the opportunity to rebut any allegations at a meeting of the general membership, prior to termination.
- C. Membership may be terminated without notice under Article II, Section 5 of these By-Laws.

**ARTICLE III
MEETINGS**

SECTION 1. MEETINGS

A. REGULAR MEETINGS

The time and place, and frequency of regular meetings will be as determined by the President or Board of Directors.

B. SPECIAL MEETINGS

Special meetings of the Members for any purpose may be called by the President, Board of Directors, or by a majority of the Members entitled to vote on the business proposed to be transacted thereat. Written notice or email, stating the place, date, and hour of the meeting, and the purpose or purposes for which it is called, shall be delivered to each Member entitled to vote at his address as it appears on the records of the Corporation, by United States mail, postage prepaid or email, not less than five (5) days prior to the meeting.

C. ANNUAL MEETINGS OF MEMBERS

An Annual meeting of Members shall be held each calendar year, the purpose thereof being the election of Directors and the transaction of such other business as may properly come before the meeting. Said meeting shall be the first regular meeting in December each year. Notice of such meeting, addressed to each Member at their address as it appears on the records of the Corporation or sent by email. This notice shall be given not less than ten (10) days prior to the meeting, by United States Mail or email.

D. VOTING

Active Members shall be entitled to vote at all meetings, either in person or by proxy appointed by an instrument in writing subscribed by the Member or his/her duly authorized attorney. Each Member shall be entitled to one vote.

E. QUORUM

Thirty (30%) percent of the Active Members of the Corporation **present** shall constitute a quorum at any meeting of the Members. If less than a quorum shall be in attendance at the time for which meeting shall have been called, the meeting may be adjourned, from time to time, by a majority vote of the Members present, in person, without any notice other than by announcement at the meeting, until a quorum shall attend. Any meeting at which a quorum is present may also be adjourned, in like manner, for such time or upon such call as may be determined by vote.

F. ACTION WITHOUT MEETING

Except for the election of Directors, whenever the vote of Members at a meeting thereof is required, the meeting may be dispensed with if all Members who would have been entitled to vote on the action if such meeting were held, shall consent in writing to such corporate action being taken.

SECTION 2. MEMBERSHIP BOOK

The Corporation shall keep a membership book containing the name and address of each Member. Termination of any membership shall be recorded in the book together with the date on which membership ceased. This book will also include all Club business, minutes, payments, special meetings and be kept in the custody of the Club Secretary, open for inspection by any member of the Corporation.

SECTION 3. ANNUAL REPORT OF THE PRESIDENT

At the Annual meeting of the Members there shall be presented a report by the President showing the total amount of real estate and personal property owned by the Corporation, its location, where and how invested; the amount and nature of the property acquired during the year immediately preceding the date of the report, and the manner of acquisition; the amount applied, appropriated or expended during the year immediately preceding such date, and the purposes, objects, or personals to or for which such applications, appropriations, and expenditure have been made. The report shall also include the names and residence addresses of all persons admitted to membership during the preceding year. It shall be filed with the records of the Corporation, and an abstract thereof shall be entered into the minutes.

SECTION 4. SOURCE OF REVENUE

In order to sustain the operation of the Satellite Amateur Radio Club, revenue will be obtained in accordance with Air Force Instruction 34-223 solely from the following sources:

- A.** Membership dues as specified in Article II, Section 5.
- B.** Funds resulting from the occasional sale of donated Amateur Radio or related equipment.
- C.** Direct and unsolicited monetary donations by Satellite Amateur Radio Club Members, private individuals, or other organizations.
- D.** Other fundraising activities as deemed necessary by the membership. All on-Base fundraisers of the Club, to include occasional sales of equipment donated solely to provide funds through resale, must be coordinated through the Board of Directors. The restriction on sales of equipment does not apply to the disposal of property owned by the Club which has become obsolete or excess to the needs of the organization. In no case will any income accrue to the benefit of any individual Member or Members. Pursuant to the provisions of Air Force Instruction 34-223, Paragraph 10-7, an annual audit will be conducted if and when the size of the Club treasury so warrants

SECTION 5. LIABILITY

A. CLUB OBLIGATIONS

If an individual Member obligates the Club, the obligation should be for the sole use and benefit of the Club. If such benefit is solely for the use and benefit of the individual Member, the Member will be held liable to the organization.

B. OBLIGATION OF FUNDS

The Board of Directors may appropriate funds from the treasury upon a majority vote of a quorum of the Board of Directors, which have not been allocated in the Club's annual budget. Such expenditure which meets or exceeds \$500.00 shall require approval of a majority vote of the membership.

C. EMERGENCY EXPENDITURE

During times of national, state, regional, or local emergency in which the Club provides emergency or disaster communications services, the Board of Directors may obligate funds from the treasury without regards to the limit imposed by paragraph b., above. Funds so appropriated shall be used only to affect emergency repairs to the equipment and facilities of the Club necessary to the provision of emergency and disaster communications services. The Board of Directors may also approve at any time expenditures without regard to paragraph b., above, to remedy any situation posing an immediate threat to the safety or security of Club facilities and equipment. Any expenditure made under the provisions of this paragraph shall be reported to the membership at the first membership meeting following the expenditure.

D. INSOLVENCY

At no time shall the obligations of the Club exceed the funds in the Club treasury.

E. INSURANCE

The Satellite Amateur Radio Club will buy and maintain adequate insurance to protect against public liability and property damage claims that may arise from the activities of the organization or its Members, including, but not limited to, premises and operations coverage as appropriate. Additionally, the Club will buy and maintain adequate insurance to protect its station equipment against fire and theft losses.

ARTICLE IV DIRECTORS

SECTION 1. DIRECTORS

A. NUMBER AND TERM

The number of directors shall be five (5) until changed by amendment of these By-Laws. Directors, selected from among voting Members, shall be elected at the annual meeting of Members, to serve for one year and until their successors shall be elected and have qualified and taken office. The retiring President shall not stand for re-election. The past president may attend Board meetings as an advisor, with no voting privilege. The Directors shall normally take office at the regularly scheduled meeting following the election.

B. QUORUM

A majority of the Board of Directors shall constitute a quorum at any meeting of the Board. If at a meeting there shall be less than a quorum present a majority of those present may adjourn the meeting, from time to time, until a quorum is obtained, and no further notice thereof need be given other than by announcement at said meeting which shall be so adjourned.

SECTION 2. REGULAR MEETINGS

The newly elected Board of Directors may hold its first meeting, for the purpose of organization, if a quorum is present, without notice, immediately after the annual meeting of Members, or at such time and place as may be fixed by consent in writing of all the directors. Regular meetings may be held, without notice, at such time and place as shall be determined from time to time by resolution of the Board.

SECTION 3. SPECIAL MEETINGS

Special meetings may be called by the President, or the Secretary at special request of a majority of the Board, and two (2) days' notice thereof shall be given either in person, by mail, email, or telephone.

SECTION 4. PLACE OF HOLDING MEETINGS AND KEEPING CORPORATE RECORDS

Subject to the laws of the State of California, the Directors may hold their meetings, and have one or more offices, and keep the books and records of the Corporation within or without the State of California, as they may determine from time to time.

SECTION 5. ACTION WITHOUT MEETING

Any action required or permitted to be taken at any meeting of the Board of Directors, or any committee thereof, may be taken without a meeting if, prior to such action, a committee, as the case may be, and such written consent is filed with the minutes of the proceedings thereof.

SECTION 6. COMMITTEES

The Board of Directors shall have the power to appoint from time to time such committees, including an Executive Committee, of two or more Members, as they may deem desirable and to delegate to such committee such powers as, in the discretion of the Board, are necessary and desirable in accordance with the Constitution and By-Laws of the organization.

ARTICLE V OFFICERS

SECTION 1. OFFICERS

A. ELECTION

At the Annual Meeting, Elections, Active Members will vote for the position of President, Vice President, Secretary, and Treasurer. The position of Member-At-Large and Station Manager will be filled by an appointment by the Board of Directors. The position of Member at-Large shall be ratified by the membership upon his appointment by the President. Any one person may **NOT** hold two offices. In the event of an officer leaving their position before the expiration of their term, the president shall appoint a qualified member to fill such position for the remainder of said term. All officers shall hold office until their successors are elected and shall have qualified. Any qualified member must be a member for one year before he may hold office in the corporation.

B. PRESIDENT

The President shall be the chief executive officer of the Corporation. When present he or she shall preside at all meetings of the Board of Directors and Members. He/she shall make and sign contracts and agreements in the name of, and on behalf of the Corporation. He/she shall have general management and control of the affairs of the Corporation, and shall generally do and perform all acts incident to the office of President which are authorized or required by law.

C. VICE PRESIDENT

The Vice President shall perform such duties as may be authorized from time to time by the Board of Directors. In the absence or incapacity of the President, the Vice President shall preside over the meetings of the Directors and Members.

E. SECRETARY

The Secretary shall keep the minutes of meetings of the Board of Directors and Members. The Secretary shall have custody of the Corporate Seal, and shall affix the same to documents when authorized so to do. The Secretary shall be a party to ALL contracts involving the Corporation and shall perform all other duties applicable to that office, including but not limited to correspondence required by Vandenberg Space Force Base. The Secretary shall collect and record ALL money coming into the Club. The Secretary will forward such money to the Treasurer for deposit into the Club's account.

F. TREASURER

The Treasurer shall perform all duties pertaining to that office. The Treasurer shall deposit ALL funds into the Club's account. The Treasurer shall transmit to the Board of Directors a monthly statement of ALL funds of the Corporation as well bills owed by the Corporation. This statement in type written form shall show a current balance, source of all funds, expenses for the month and final balance. The Treasurer along with the President shall have his name on the Club's bank account.

SECTION 2. STATION MANAGER

The Station Manager, working under the policy of the Board of Directors, shall be responsible for the operation and maintenance of the Club's Amateur Radio Stations. The Station Manager shall be responsible for assuring that only properly qualified individuals act as Control Operators of the Club's station, in accordance with Part 97 of the Federal Communications Commission's rules and regulations. Annually the Station Manager shall submit to the Board of Directors a proposed budget for operation, maintenance, and upgrade of the Club's station. The proposed budget shall be submitted no later than one month into the current year. The Station Manager shall also be responsible for writing and/or overseeing the application of grants for the Club's stations.

SECTION 3. TRUSTEE

The Trustee shall be an FCC licensed Amateur Radio Operator of General Class or higher license as defined by Part 97 of the Federal Communications Commission's Rules, appointed by the Board of Directors to serve at the pleasure of the Board of Directors. The Trustee is not a Director of the Corporation, although they may additionally be elected as such. The Trustee will have custody of the Club's Station License, (which will expire on the same date as the Trustee's personal license), and will be the liaison between the Club and Federal Communications Commission. A copy of this license shall be secured at the Club's Headquarters.

ARTICLE VI

RESIGNATIONS, FILLING OF VACANCIES, INCREASE IN NUMBER OF DIRECTORS, REMOVAL FROM OFFICE

SECTION 1. VACANCIES

A. RESIGNATIONS

Any Officer, Director, or Committee member may resign at any time. Such resignations shall be recorded in the Club's Book of Record and shall take effect at the time specified therein, and if no time be specified, at the time of its receipt by the President or Secretary. The acceptance of a written resignation shall not be necessary to make it effective.

B. FILLING OF VACANCIES

If the office of any Officer, Director or Committee Member becomes vacant, the President shall appointment a qualified person to fill such vacancy, who shall hold office for the unexpired term of their predecessor, or until a successor be duly chosen and shall be qualified. Any vacancy occurring by reason of an increase in the number of directors may be filled by action of a majority of the entire Board, for a term of office continuing only until the next annual meeting of the Members, or may be filled by the affirmative vote of a majority of the Members entitled to vote in an election of Directors.

C. INCREASE IN NUMBER OF DIRECTORS

The number of Directors may be increased at any time by the affirmative vote of a majority of the entire Board, or by the affirmative vote of a majority of the Members then entitled to vote at an election of Directors, at a special meeting called for that purpose, and, by like vote, pursuant to Section 2 of this Article, the additional Director or directors may be chosen at such meeting, to hold office until the next annual election or until their successors are elected and shall have qualified.

D. REMOVAL FROM OFFICE

At a meeting of Members expressly called for such purpose, any or all the Directors may be removed, with or without cause, by a majority vote of the Members entitled to vote thereon, and said Members may elect a successor or successors to fill any resulting vacancies for the unexpired terms of the removed Directors. Any officer or agent, or committee member elected or appointed by the Board of Directors, may be removed by said Board of Directors whenever, in its judgement, the best interests of the Corporation shall be served thereby.

ARTICLE VII
CLUB AMATEUR RADIO STATION

SECTION 1. CLUB STATION

For the purpose of membership training in the art and science of radio communications, and the enhancement of emergency communications capabilities in the Vandenberg Space Force Base, Lompoc and Santa Maria areas, the Satellite Amateur Radio Club shall provide support for a Club Station as defined in Part 97 of the Federal Communications Commission Rules and Regulations. The Club Station will be operated and maintained under the supervision of the Station Manager, as directed by the Board of Directors. The station will be available for use by all qualified Members, at the discretion of the Station Manager.

ARTICLE VIII
MISCELLANEOUS PROVISIONS

SECTION 1. MISCELLANEOUS

A. PRINCIPAL OFFICE

The principal office of the Corporation will be located at Vandenberg Space Force Base, County of Santa Barbara, State of California.

B. FISCAL YEAR

The fiscal year of the Corporation shall begin on January 1st and end December 31st of each year.

C. CORPORATE SEAL

The Corporate Seal shall be circular in form and shall contain the name of the Corporation, the date of its creation, and the words: INCORPORATED and CALIFORNIA.

D. CHECKS, DRAFTS, NOTES

All checks, drafts, or other orders for the payment of money, notes or other evidence of debt issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation, and in such manner as from time to time shall be determined by resolution of the Board of directors.

E. CLUB CALLSIGN

The official Federal Communications Commission call sign of the Satellite Amateur Radio club is **W6AB** and it shall be used for ALL official functions, emergencies, drills, etc. of the Club. At all other times Members may use their own call sign if they so desire.

F. NOTICE AND WAIVER OF NOTICE

Whenever, pursuant to the laws of the State of California or these By-Laws, any notice is required to be given, personal notice is not meant unless expressly so stated, and any notice so required shall be deemed to be sufficient if given by depositing the same in the United States mail, postage prepaid, addressed to the person entitled thereto at his address as it appears in the records of the Corporation, and such notice shall be deemed to have been given on the day of such mailing. Members not entitled to vote shall not be entitled to receive notice of any meeting, except as otherwise outlined by statute.

Any notice required to be given may be waived, in writing, by the person or persons entitled thereto, whether before or after the time stated therein.

G. DISPOSING OF RESIDUAL ASSETS

In the event of dissolution of the Satellite Amateur Radio club, residual assets will be disposed of as determined by the membership in accordance with the laws of the State of California regarding nonprofit organizations.

**ARTICLE IX
AMENDMENTS**

SECTION 1. AMENDMENTS

The Members, by the affirmative vote of a majority of the Members entitled to vote, or the affirmative vote of the entire Board, may at any meeting amend or alter any of these By-Laws, provided that the substance of the proposed amendment shall have been stated in the notice ten days (10) of the meeting, and further provides that the Members entitled to vote on the By-Laws, may alter, amend, or repeal any By-Law made or adopted by the Board of Directors, in accordance with AFI 34-223, this document and all amendments thereto are subject to final review and approval of the Commander, Vandenberg Space Force Base, California.

A. BANK ACCOUNT

The Club bank account shall be opened by the Treasurer and bear the name, SATELLITE AMATEUR RADIO CLUB, INC. The President and the Treasurer shall have their names on this account. ALL correspondence regarding this account shall be addressed to Satellite Amateur Radio Club, Inc., P.O. Box 5117, Vandenberg Space Force Base, California, 93437.

B. CORPORATE ADDRESS

The official address of the Satellite Amateur Radio Club, Inc., shall be P.O. Box 5117, Vandenberg Space Force Base, California 93437. All official documents, bills, bank statements, correspondence, etc., shall bear this address.

C. CORPORATE SEAL

The corporate seal shall be inscribed, "Satellite Amateur Radio Club, Inc., and bear the year of incorporation. The seal shall be kept in the custody of the Club Secretary.

I, Gregory Gentile, secretary affixes our corporate seal to this document,

The 6th day of October, 2022.
