

## **By-Laws: The South Florida DX Association (Adopted 03-January-2018)**

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### **A. OBJECTIVES**

The South Florida DX Association shall:

1. Join together persons having a mutual interest in amateur radio DX communications.
2. Promote good will through the use of Amateur Radio, both locally and internationally.
3. Provide the South Florida area with a unified voice in matters affecting DX interests to the Federal Communications Commission, American Radio Relay League, the DX and Contest Advisory Committees, as well as any other organization or group concerned with Amateur Radio.
4. Spread goodwill from the South Florida area by offering support to DXpeditions.
5. Help newcomers to become assimilated into the DX community by acquainting them with proper DX operating techniques and procedures and by providing them with other general assistance.
6. Encourage group attendance at Ham conventions and other amateur activities, such as area Hamfests and DX oriented events.

### **B. CLASSIFICATION OF MEMBERS**

1. A regular member shall be classified as "FULL", "DX ASSOCIATE" or "ASSOCIATE" in accordance with the Membership Matrix found in Paragraph D below. The term "regular member" shall apply to all classes other than Honorary.
2. "Honorary" membership may be awarded by the Board of Directors at their sole discretion to an individual that has provided exceptional assistance to SFDXA.

### **C. GENERAL ELGIBILITY REQUIREMENTS FOR REGULAR MEMBERSHIP**

1. Each regular SFDXA member must maintain membership (or obtain membership if currently unaffiliated) in the ARRL during the term of their SFDXA membership.
2. FULL and DX ASSOCIATE members are subject to annual meeting attendance requirements described in Paragraph D. Attendance at a President-designated Special Event, such as the annual South Florida DX Dinner or the SFDXA Picnic, shall each constitute the equivalence of attendance at one regularly scheduled general meeting. The Board of Directors will have the authority to sanction other activities as having the equivalence of attendance at one general meeting.

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3. Failure to maintain membership requirements shall be automatic cause for review by the Membership Committee. This Committee shall present its recommendation to the Board of Directors for possible action.

### D. SOUTH FLORIDA DX ASSN. MEMBERSHIP MATRIX SUMMARY

Member Class	Sponsor and Induction Election Required	Pre-Induction Meeting Attendance Requirement	ARRL Membership Required	Member Initiation Fee (one- time)	Dues per Calendar Year	Calendar Year Meeting Attendance Required
Full	Yes	2	Yes	\$7.00	\$20.00(#)	2 per year(#)
DX-Associate	No	1	Yes	\$7.00	\$20.00	2 per year
Associate	No	None	Yes	None	\$10.00	None
Honorary	No	None	No	None	None	None

(#) *Members Emeritus* and *Hall of Fame* Full Member honorees shall be exempt from paying annual dues, and from the meeting attendance requirement.

Member Class	SFDXA Voting Rights	Eligible to hold elective office	Confirmed Countries Required
Full	Yes	Yes	100
DX-Associate	Yes	No	None
Associate	None	No	None
Honorary	None	No	None

### E. REQUIREMENTS FOR FULL MEMBERSHIP

1. Initial Qualifying Requirements
  - a. Seek sponsorship from a current SFDXA FULL member.
  - b. Attend a minimum of two regular meetings *prior to their induction*. (Attending a President-designated "Special Event", such as the SFDXA Annual DX Dinner or Picnic will count as one regular meeting).
  - c. Indicate their intention to seek FULL membership on the meeting roster or through their sponsor.
  - d. Show proof of one hundred (100) countries confirmed (by QST listing, QSL cards or a DXCC certificate to be verified by the applicant's SFDXA sponsor.
  - e. Pay the required SFDXA initiation fee and FULL membership dues upon induction as an SFDXA FULL member.
2. The Membership Committee shall advise all FULL members, by means of email announcement, of the pending induction of the named applicant(s) under consideration for FULL membership.

3. Approval of an applicant for FULL membership must be by an affirmative vote of at least 75% of the FULL members present at any regular meeting voting by secret ballot in accordance with clause J3.
4. FULL Membership Maintenance Requirements
  - a. Each FULL member shall attend a minimum of two regularly scheduled meetings during each calendar year. Members Emeritus and Hall of Fame Full Member honorees shall be exempt from this attendance requirement.
  - b. SFDXA information is communicated to members via the Internet, the SFDXA website and the Reflector. All SFDXA members are expected to utilize these communication vehicles to keep themselves informed regarding current SFDXA activities.
  - c. Pay FULL membership renewal dues on an annual and timely basis.

**F. REQUIREMENTS FOR DX ASSOCIATE MEMBERSHIP**

1. Initial Qualifying Requirements
  - a. Have an interest in working DX.
  - b. Pay the required SFDXA initiation fee and DX ASSOCIATE membership dues.
2. DX ASSOCIATE Membership Maintenance Requirements
  - a. Pay DX ASSOCIATE membership renewal dues on annual and timely basis.

**G. REQUIREMENTS FOR ASSOCIATE MEMBERSHIP**

1. Have an interest in working DX.
2. Pay ASSOCIATE membership dues and renewal dues on an annual and timely basis.

**H. MEMBERSHIP MODIFICATION & TERMINATION**

1. Any FULL member may request membership modification to ASSOCIATE status by written request to the SFDXA Secretary The SFDXA Secretary shall then modify the membership records accordingly.
2. A request to the Membership Committee for reinstatement to FULL membership by a DX ASSOCIATE member or ASSOCIATE member

in good standing must again be in writing, and will become effective after attendance at two regularly scheduled general meetings within a twelve month period. The reinstatement shall become automatic and the SFDXA Secretary shall modify the membership records accordingly.

3. There will be two methods by which termination of a regular member will be considered:
  - a. Any regular member may initiate a letter containing an explicit cause of action to the Board of Directors requesting termination of a regular member. The Board of Directors shall convene a Board of Directors meeting within 30 days of letter receipt to consider and investigate the request. An affirmative vote by at least 75% the Board of Directors to terminate a member shall be required for referral of the matter to the entire voting membership, otherwise no referral shall be made to the FULL members as a consequence of the written request and the initiator will be so advised. If the required 75% affirmative vote of the Board is met, then the Board will present its findings and recommendation at the next regularly scheduled general meeting. If at this general meeting, there is a motion and a second for termination of the regular member under scrutiny, a secret ballot of the FULL members in accordance with clause J3.
  - b. Alternatively, a motion to terminate a regular member except for resignation, violation of attendance, or dues requirements, must be sponsored by at least three FULL members. This motion will automatically be tabled, without discussion, and referred to the Board of Directors for review and recommendation. The Board of Directors will convene a special Board meeting within 30 days following receipt of the termination request for the sole purpose of discussion of the motion to terminate. The Board will present its findings and recommendation at the next regularly scheduled general meeting. If, at this general meeting, there is a motion and a second for termination, a secret ballot in accordance with clause J3 by all the FULL members will be held.
4. Termination of any member, except for resignation, must be by an affirmative vote of at least 75% of the FULL members conducted by secret ballot in accordance with clause J3.

**I. VISITORS TO SFDXA GATHERINGS**

1. Any regular member may invite a guest to any regularly scheduled general meeting or SFDXA sanctioned special event activity.
2. A visitor shall indicate their status as a guest or prospective member on the meeting roster.

**J. VOTING**

1. Only FULL and DX ASSOCIATE members shall have the right to vote.
2. There will be no proxy votes. However, this by-law does provide for absentee and mail-in ballots as prescribed by the Board of Directors.
3. All voting for Officers and Directors, amendments to Articles of Incorporation or By-Laws, motions for removal from office, or motions for termination, shall be by secret ballot either mailed by the SFDXA Secretary to all of the FULL members or, at the discretion of the Board of Directors, voting may be conducted by any other fair and appropriate means in accordance with the Articles of Incorporation.
4. The By-laws may be amended by at least a two-thirds majority vote of all the FULL members. The Secretary shall advise the entire voting membership of such pending action by ballot, to be completed and returned to the SFDXA Secretary in accordance with Clause J-3.

**K. OFFICERS & DIRECTORS**

1. The Office of President, Vice President, Secretary and Treasurer shall have a term of one year.
2. All Officers and Directors must be FULL members and shall be elected by a simple majority of the votes cast by all of the FULL members. The same person shall not hold more than one Office concurrently nor exercise more than one Board vote.
3. Nominations for Officers and Directors for the following year will be accepted from the regular members and the Nominations Committee at the last general meeting of each calendar year. In accordance with Clause J4, election ballots will be provided by the Election Committee to all FULL members following the last general meeting of the year for return prior to the first general meeting of the new year.
4. Ballot tabulation is to take place at the first general meeting of the year under the direction of the Election Committee. The new officers and Directors will assume their duties beginning with the March meeting or second regular meeting of the year, whichever is earlier.
5. Any officer or Director may be removed while in office by an affirmative vote of at least 75% vote of all the FULL members voting by secret ballot in accordance with clause J3. The procedures outlined by Paragraph H. (3) herein shall be used with the exception that the Officer or Director in question will not be included in the Board of Directors vote, but can be counted for the purpose of a quorum.

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6. The President shall have the authority to spend up to \$250.00 per quarter for operational and/or SFDXA project expenses without prior approval of the FULL members. The Board of Directors shall have the authority to spend up to an additional \$250.00 per quarter for operational and/or SFDXA project expenses without prior approval of the FULL members. A description of all such expenditures, along with receipts, shall be promptly submitted to the Treasurer and be a part of the Treasurer's report at the next general meeting thereafter. This authority is limited to expenditures on The SFDXA's own activities, station, and projects and shall not be used to support third party projects such as DXpeditions.
7. The Board of Directors shall consist of no more than eight (8) elected positions: President, Vice President, Secretary, Treasurer, and a maximum of four (4) Director positions. One of the Director positions will be filled for the succeeding one year (only) by the outgoing President when there is a change in presidential leadership. If the outgoing President is unable to serve as a Director, that Director position will become a Director-at-large position. In those years where there is no change in presidential leadership (due to the re-election of the President), that Director position will remain a Director-at-large position. The remaining Director positions will be all be at-large positions. Each Board member will have one vote on matters brought before the Board for consideration.
8. The primary responsibilities of each officer and each Director will be as follows:
  - a. President: Presides at all general meetings and Board meetings; Builds consensus on policy issues among Board members; Acts as chief spokesperson for SFDXA; Supervises programming.
  - b. Vice President: In the absence of the President, presides at general meetings and Board meetings; Handles special assignments as delegated by the President.
  - c. Secretary: The Secretary shall maintain minutes of all meetings of the membership, Board of Directors, and Committees and all official SFDXA correspondence with external parties. The Secretary shall further take an accurate attendance count at each regular or special meeting.
  - d. Treasurer: The Treasurer shall maintain a complete and accurate written ledger of revenues and expenses and file timely annual reports with the State of Florida.
  - e. Directors: All Directors are expected to be active participants, rather than passive observers, in sharing with club officers the workload entailed in maintaining club functions. These functions include general activities (such as programming, special events, etc.), membership development, technical

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affairs (repeater and HF station operations and maintenance, website development, etc.), and inter-club relations.

9. The Chairman of the Board of Directors shall be the current President. It shall be the duty of the Board of Directors to see that the Association follows all of the rules as set forth in the State of Florida Not-For-Profit Corporations Act, and as it may be henceforth amended.
10. The Board of Directors shall meet a minimum of twice per year.
11. A quorum of the Board of Directors shall consist of no fewer than 50% of the Directors.
12. In the event that a Board member is unable to actively serve, the Board candidate who received the next greatest number of votes in the most recent election shall be requested to serve on the Board. The list of eligible Board candidates, in order of votes received but without the actual vote count, will be retained by the President throughout the year for this purpose and then destroyed after the next SFDXA election. Should the list of Board candidates become fully exhausted, the current President with majority consent of the remaining Board members shall appoint a FULL member to fill a given Board vacancy for the remaining portion of its term.

### **L. COMMITTEES**

The President shall appoint or request volunteers to serve on committees as the need arises.

1. There shall exist the following permanent committees, each consisting of one or more SFDXA regular members:
  - a. Membership Development: This committee will handle all of the membership services.
  - b. Activities: This committee will assist with regular and special programs including the club picnic, BBQ and other SFDXA sponsored activities.
  - c. Technical Affairs: This Committee will make timely recommendations regarding the SFDXA website, repeater and HF station equipment and be responsible for related maintenance as well as equipment acquisition and disposal.
2. In addition, the President may form or disband the following temporary committees:
  - a. Nominations Committee
  - b. Election Committee

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- c. Special Event committee
  - d. Service Committees (such as "Antenna Busters")
3. In addition, the Board may form or disband the following temporary committees if and when needed:
  - a. By-Laws Committee
  - b. Audit Committee

### **M. DUES**

1. An initiation fee shall be \$7.00 shall be paid by all FULL and DX ASSOCIATE Members. Annual calendar year dues of \$20.00 will be paid by each FULL and DX ASSOCIATE member. Annual calendar year dues of \$10.00 will be paid by each ASSOCIATE member. All dues for membership renewal shall be payable no later than December 31 of each year preceding the renewal. Those FULL members remaining unpaid after January 31 for the year due will be ineligible to vote until fully paid-up. If renewal dues are not paid to the Treasurer by February 28 for the year due, delinquent members shall be automatically dropped from the Association membership roster. Members paying between January 1-st and February 28-th of the year due will be subject to a late fee of \$5.00 in addition to the respective annual dues. Members Emeritus and Hall of Fame Full Member honorees shall be exempt from paying annual dues.
2. Membership dues shall be adjusted accordingly for any regular SFDXA member whose membership reclassification during the year of reclassification results in a dues increase or decrease.
3. Family plan membership fees shall apply where more than one member of a family within the same household qualifies as a FULL member. Annual dues for each additional FULL member (beyond the first FULL member under the family plan) will be one-fourth (1/4) that of the FULL member.
4. At the discretion of the Board of Directors, all membership dues may be increased or decreased when warranted to maintain the financial viability of SFDXA.

### **N. GENERAL**

The SFDXA shall be governed by the Not-For-Profit Corporation Act of the State of Florida or as thereafter amended.



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### **O. REGISTERED AGENT**

The Corporation shall have a Registered Agent and Registered Office provided for in the Not-For-Profit Corporation Act of the State of Florida or as thereafter amended.

### **P. ANNUAL REPORT**

The Annual Report of The SFDXA, Inc, shall be filed with the Secretary of the State of Florida and it shall be executed on the form provided by the Secretary of the State of Florida and filed by the stated deadline by the outgoing Treasurer of SFDXA. The SFDXA Treasurer shall forward a copy of the Annual Report to the SFDXA President for reference purposes.

### **Q. STOCK**

The issuance of stock certificates by the Corporation is prohibited.

### **R. ASSOCIATION BY-LAWS**

The current SFDXA By-Laws and any Amendments thereto shall be published on the SFDXA website and shall be readily available to all regular members by mail upon request to the SFDXA Secretary.