

BY-LAWS
of the
ALABAMA FREQUENCY COORDINATION AND REPEATER ADVANCEMENT SOCIETY
(AFCRAS)

Revised and Approved February 22, 2018

ARTICLE I
NAME AND PURPOSE

1. **NAME:** The name of the organization is the Alabama Frequency Coordination and Repeater Advancement Society, and may be hereinafter referred to as “AFCRAS.”
2. **PURPOSE:** The AFCRAS is a an educational, non-profit, solely volunteer organization of members who who will work together to achieve the following:
 1. Render public service through Amateur Radio.
 2. Gather and disseminate information concerning operation of qualified automatic devices (hereinafter referred to as QADs) and repeaters using any approved emission standards within the frequency bands allocated by the Federal Communications Commission for use in the Amateur Radio Service at frequencies at or above 29 MHz. A QAD is defined as any system or device designed and operated to transmit or retransmit voice, data, or other information in the Amateur Radio frequency spectrum as defined by the FCC which does not require an operator to be physically present while transmitting. The transmitted voice, data, or other information may be “repeated” or may be generated by the system or device itself, or by other interconnected equipment or devices, all of which must be operating in compliance with FCC rules pertaining to Amateur Radio.
 3. Coordinate efforts and establish standards in regards to QAD systems and associated functions.
 4. Encourage and promote communications with and between groups similarly constituted in order to broaden the scope and function of Amateur Radio as a service in the public interest, convenience or necessity.
 5. Encourage experimentation by AFCRAS members in advanced techniques for the utilization and applications of QADs/repeaters in order to promote further advancements in communications technology in general.
 6. Place emphasis on maintenance of communication with AFCRAS members through meetings and written, online, and other forms of communication.
 7. Endeavor to be a model provider of frequency coordination services, doing so through solely volunteer efforts, in a timely manner, and with the utmost of courtesy to all stakeholders, without any goal of monetary compensation or profit.

ARTICLE II MEMBERSHIP

1. AFCRAS Membership will be in three (3) classes: Regular Membership; Associate Membership, and Honorary Membership.
 1. **REGULAR MEMBERSHIP:** Regular Membership may be granted to anyone holding a current Amateur Radio operator's license of any class who is also recognized by the AFCRAS as a QAD owner, trustee, or designated representative of any coordinated QAD located in the State of Alabama.
 1. A "designated representative" must have in effect and present a letter or other acceptable document bearing the signature of the applicable QAD's owner of record stating that he/she is duly delegated to serve in such capacity. Such document will be considered valid and in effect until the expiration date shown on such document (if such date is included), or such time as the coordination of the QAD is canceled, transferred, or a letter revoking such Representative status signed by the QAD owner is received by the AFCRAS.
 2. Regular Membership privileges shall be extended to qualifying individuals upon application and approval of the initial application by the Membership Committee.
 3. The Membership Committee may refuse to grant membership to an applicant for reasons deemed applicable by the committee.
 4. Only one Regular Membership will be allowed per individual QAD. Each Regular Membership shall have one (1) vote.
 5. If an applicant applies for Regular Membership but fails to identify a QAD, the applicant may be granted Associate Member status and will be advised of such by written or electronic communication method. If the applicant re-submits a corrected application with a QAD identified, then the Membership Committee can convert the membership status to Regular Member and will notify the applicant/member in writing or by electronic means.
 2. **ASSOCIATE MEMBERSHIP:** Associate Membership shall be granted to any individual upon application and approval by the Membership Committee. To be and remain eligible for Associate membership, the individual must be the holder of an active FCC Amateur Radio operator's license of any class. Associate Membership may vote and have input and discussion privileges at AFCRAS meetings.
 3. **HONORARY MEMBERSHIP:** Honorary Membership may be granted to individuals who have performed meritorious service and/or made notable contributions to AFCRAS or for the Amateur Radio community. Honorary Membership may be granted by a majority vote of the Board Members. Honorary members will not have speaking or voting privileges; however, this will not preclude the Honorary Member from being able to make technical or other presentations during meetings if such is an approved agenda item for a specific meeting.
2. **TERM OF MEMBERSHIP:** Except for Honorary Membership, the term of membership is concurrent with the calendar year.

3. **TERMINATION OF MEMBERSHIP:** Membership will be automatically terminated for the following:
 1. Written letter of request or request submitted by email, either being submitted and addressed to the AFCRAS Membership Committees
 2. Failure of the member to submit his/her annual membership renewal form (either in writing or via email or electronic means)
 3. Any membership may be terminated for conduct deemed detrimental to the AFCRAS or to the Amateur Radio Service and community in general, following a hearing conducted by the Board of Directors.
 1. The hearing before the Board of Directors may not be scheduled until at least thirty (30) calendar days after a special committee appointed by the President has investigated the alleged conduct and recommended a hearing by the full Board of Directors. The President may appoint an individual to investigate the matter, or a committee of two or more current members, in which case he will designate one member to serve as chair of the investigative committee. The appointed member conducting the investigation (or chair of the committee appointed to do so) will notify the President of the findings in writing or by electronic means, specifically stating whether or not a formal hearing by the Board of Directors is warranted.
 2. The member whose membership is being considered for termination will be notified by written or electronic means and given the opportunity to address any concerns under consideration by the Board of Directors. Such notice will be issued to the member no less than fifteen (15) calendar days prior to the scheduled hearing date. Any replies from the member whose membership is under consideration for termination must submit his/her reply in written form no less than ten five (5) calendar days prior to the date of the scheduled hearing.
 3. A two-thirds (2/3) majority of the voting Board Members is required to terminate the Membership in question.
 4. If the Membership of the President is the Membership in question, the Vice-President shall appoint the individual (or committee and chair) to conduct the investigation and make the recommendation on whether or not a hearing and further action by the Board of Directors is warranted. If the recommendation to proceed with a formal hearing, the Vice President shall preside and assume the duties of the President until the hearing and any subsequent proceedings are concluded.
 5. If the Membership of a Board Member is in question, that Director shall not have a vote in determining the question of termination of his/her Membership.
 4. The Board of Directors may restrict voting on matters deemed to be of more direct interest to the owners/holders of record or trustees with Regular Members status. At any time during discussion of such matters and motions, the President (or meeting chairperson) may call for a meeting "recess" and call for a Board vote on whether the matter is to be voted on by the Regular Members, or Regular and Associate Members combined.

ARTICLE III DIRECTORS

1. The affairs of the AFCRAS shall be overseen by a Board of Directors. They shall be responsible for conducting all AFCRAS business between Regular Membership meetings.

2. **NUMBER OF DIRECTORS:** There shall be three (3) Directors on the Board of Directors, consisting of:
 - President
 - Vice President
 - Secretary
3. **DIRECTORS TERM OF OFFICE:** Directors will serve two-year terms beginning with Directors elected at the February 2018 foundational meeting, whose terms will expire December 31, 2018.
4. Current Bylaws shall be available and distributed electronically (by email) to all elected Officers and Directors following bi-annual elections but prior to the date on which their new terms of office begin.

ARTICLE IV OFFICERS

1. PRINCIPAL OFFICERS

1. PRESIDENT

1. The President shall serve as chair of all meetings of the AFCRAS membership and all Directors meetings.
2. He/She shall be an ex-officio member of all AFCRAS committees.
3. He/She must sign all authorized contracts and other obligations and undertakings in the name of and on behalf of AFCRAS.
4. He/ She shall be the principal officer of the AFCRAS and shall have general charge of and supervision of the AFCRAS's affairs.
5. He/She shall perform such duties as may from time to time be assigned him/her by the Board of Directors.
6. The President may delegate any specific signatory power to another Board Member upon approval of the majority of the Board of Directors.

2. VICE-PRESIDENT

1. At the request of the President, or in the event of his/her absence or disability, the Vice-President shall carry out the duties assigned to the President, and shall have other powers and perform such other duties as the Board of Directors or President may assign from time to time.

3. SECRETARY

1. The Secretary shall attend, and disseminate the minutes of, all meetings of the AFCRAS membership and of the Board of Directors.
2. He/She shall promptly disseminate such minutes to each Director, following each membership or Director's meeting.

3. He/She shall keep reports on all meetings of AFCRAS committees, unless otherwise directed by the President.
4. He/ She shall submit applications for membership and maintain a current list of AFCRAS members. The Secretary shall have other powers and perform such other duties as the Board or President may assign from time to time.
5. He/She shall, in general, perform all duties incident to the office of Secretary-Treasurer, subject to the oversight by the of the Board of Directors.
6. He/She will maintain an up to date copy of Bylaws and have them with him at all meetings. He/she will cause all amendments, changes, and additions to be noted therein and will permit the same to be consulted by Officers and Board Members on request.
7. The Secretary may select a person to perform the physical duties of his/her office in the event of illness or other unavoidable temporary absence or inability to perform his/her duties of office; however, the Secretary will be responsible for the proper management of the office in any event.

4. FREQUENCY COORDINATOR

1. The Frequency Coordinator shall be appointed by the Board of Directors.
2. He/she will be responsible for making recommendations on frequency utilization and and repeater operations upon request from AFCRAS members.
3. The Frequency Coordinator will make such recommendations using the latest Coordination Policies and Guidelines (CP&G) and band plan information published and in use by the SouthEastern Repeater Association (SERA). This is to minimize the chances of interference between repeaters coordinated in adjacent states utilizing the services of SERA and/or adjacent states and/or areas which have adopted the same band plan and coordination policies.
4. The Frequency Coordinator shall be appointed an Assistant Frequency Coordinator by the Board who shall be responsible for carrying out the duties of the Frequency Coordinator in his/her absence or as requested by the Frequency Coordinator.
5. The Frequency Coordinator shall refer any requests for coordination, or operation recommendations (or modifications to either) for any QAD of which he/she is an owner, trustee, sponsor, or designated representative to the Assistant Frequency Coordinator for review prior to finalization.
6. In the event that multiple coordination requests are received which can not simply be approved without special coordination agreements between repeaters, etc., the requests will be handled in the order in which they were received.
7. The Frequency Coordinator and Assistant Frequency Coordinator shall work together to maintain the AFCRAS's Repeater Coordination Database.
8. The AFCRAS Frequency Coordinator and Assistant Frequency Coordinator shall maintain the AFCRAS Coordination Database and a publicly viewable Coordinated Repeater Database. The publicly viewable database shall be a matter of public record and freely accessible by any visitor to the AFCRAS website.
 1. AFCRAS will not attempt to sell data in the Coordination Database or the publicly viewable database. Personal contact information (address, telephone, and email data), and street addresses of coordinated repeaters will not be included in the publicly viewable database.
 2. The publicly viewable, online database will include (at minimum) the following information for each QAD/repeater for which it has issued coordination

recommendations:

1. Geographic coordinates of the device (in DD.dd format.)
 2. Device input and output frequencies (as applicable.)
 3. Effective Radiated Power (ERP) of the device (in Watts.) If a directional antenna is used, the ERP will be calculated based on the maximum gain lobe(s.)
 4. Applicable input/output PL tones, DCS codes, and any information such as digital mode, reflector, or other parameters needed for user access.
9. AFCRAS will seek mutual working agreements with other providers of coordination services within a one hundred (100) mile radius of the Alabama state lines, and agree to mutually accessibility to data on coordinated repeaters (with the exception of contact information.) Should another coordination entity which overlaps AFCRAS's coordination/service area(s) refuse to participate in mutual exchange of such data (including GPS coordinates of coordinated repeaters in DD.dd to two (2) decimal place degrees), then AFCRAS will permit said other entity access to the operational data in the AFCRAS Repeater Database, and will make every reasonable effort to provide frequency coordination and operational guidance "in good faith" in such instances. The AFCRAS Repeater Coordination Database will contain a clear statement that AFCRAS bears no responsibility should interference occur between repeaters coordinated by AFCRAS and those coordinated by any other entities should those entities elect not to operate under mutual data sharing agreements.
10. The Frequency Coordination Director and Frequency Coordination and Technical Standards Committee will develop and maintain a set of guidelines for Special Coordination. These guidelines will be used for the purpose of providing QAD/Repeater operational recommendations in situations where simply using the established coordination distances, frequency spacings, etc. are not possible. Such Special Coordination guidelines will be based on the Federal Communications Commission (FCC) Land Mobile Radio rules as used for other services in the same frequency band areas, including consideration of such parameters as "Service Contours" and "Interference Contours."

2. VACANCIES

1. In the event of death or resignation or inability to serve of any Board Member or Officer, the Board is responsible for selecting an interim Board Member or Officer until the President can conduct a regular meeting to fill the vacancy.
3. REMOVAL FROM OFFICE: Any Officer or Board Member may be removed from office for conduct deemed detrimental to the AFCRAS or to the Amateur Radio Service in general, following a hearing before the Board of Directors.
1. The hearing before the Board of Directors may not be scheduled until at least thirty (30) days after a committee appointed by the President has investigated the alleged conduct and recommended a hearing by the full Board of Directors.
 2. If the President is the person to be removed, then the Vice-President shall preside and assume the duties of the President until the hearing and any subsequent proceedings are concluded.
 3. A two-thirds (2/3) majority of the voting Board Members shall terminate the Regular

Membership or the Board of Directors position or both of the Officer/Board Member in question.

ARTICLE V COMMITTEES

1. Committees shall be authorized by the Board of Directors as required and shall be confirmed at least every two (2) years.
 1. STANDING COMMITTEES: There shall be five (5) standing committees:
 - Frequency Coordination and Standards
 - Membership
 - Bylaws
 2. COMMITTEE POWERS: The Board shall delineate areas of authority and responsibility to each committee on an individual basis subject to Board review at least every two (2) years.
 3. REMOVAL OF COMMITTEE CHAIRMAN FROM OFFICE: The President may remove any Committee Chairman or Committee Members from office for neglect of duty or for conduct detrimental to the AFCRAS, subject to confirmation by majority vote of the Board of Directors.
 4. REVIEW OF DIRECTORS: Decisions of all committees are subject to the review of the Board of Directors and may be overruled by them.

ARTICLE VI MEETINGS

1. GENERAL MEMBERSHIP MEETINGS
 1. AFCRAS General Membership meetings must be conducted a minimum of four (4) times per calendar year.
 2. Other AFCRAS General Membership meetings may be called and scheduled by the President when requested by a majority of the Board.
 3. All AFCRAS General Membership meetings will be “open” for attendance by all members and the public.
 4. The location of each General Membership meeting shall be determined by President and Board with the meeting date, time, and location distributed via email to all Officers, Directors, and Members and posted on the AFCRAS website no less than ten (10) days prior to the meeting date.
2. SPECIAL BUSINESS MEETINGS
 1. Special Business meetings shall be called by the President or Board, subject to approval of a majority of the Board.
 2. The agenda for Special Business meetings shall be stated in the announcement of the meeting and shall be limited thereto.
 3. Electronic devices and means may be used to provide the communications medium for any Special meetings with the concurrence of the Board of Directors.
 4. Special membership meeting dates and times shall be posted on the AFCRAS website and e-mail notification sent to all Regular and Associate Members no less than five (5) calendar

days prior to the meeting date.

3. The President (or Vice President in his/her stead) will initiate email communications with the Officers and Board Members no less than three (3) calendar days prior to General and Special Membership Meetings in order to facilitate the setting of the agenda for the meeting, with the tentative meeting agenda distributed via email to all members no less than one (1) day prior to the meeting date.
 1. Members and non-members should contact an Officer or Board Member to place items on the agenda of the upcoming meeting.
 2. Any subject not on the agenda may be brought up after the items on the current agenda have been discussed in the case of General meetings, subject to time constraints. In the case of Special membership meetings, only the items on the distributed agenda will be considered for discussion, unless the board approves otherwise prior to the special meeting being conducted.
 3. Should time not permit being able to handle the subject in question, it may be placed on the agenda for the next meeting.
4. BOARD MEETINGS
 1. A Board Meeting shall be held in January and July of each year, locations, date, and time to be set by the President.
 2. Electronic devices and means may be used to provide the communications medium and conduct Board Meeting if approved by the majority of the Board of Directors.
 3. Additional Special Board meetings may also be called by the President with approval of the Board.
 4. QUORUM At any Board meeting, a majority of the Board being present or participating electronically will be considered a quorum for the transaction of business.
 5. VOTING: Each Board Member Director has only one (1) vote in any Board of Directors meeting. Directors may vote by proxy, absentee ballot, or via email submission under certain conditions stipulated by the Board.
5. ELECTRONIC/EMAIL BOARD MEETINGS
 1. The President may call an Electronic/Email Board Meeting with the approval of the majority of the Board.
 2. In such cases, agenda items and relevant information will be distributed to all Officers and Board Members via email distribution.
 3. Board members will be given five (5) calendar days during which email discussion of the matter may be conducted.
 4. The President will be considered as “chair” of such meetings, and all comments, replies, information, etc. pertaining to the matter under discussion shall be submitted in the form of email message, with the President in turn redistributing such information to all Officers and Board Members for consideration.
 5. For voting purposes in Electronic/Email board meetings, a “voting window” shall be set (at the end of the five (5) day discussion and consideration period) at which time the President will send each Board Members an “Electronic Board Member Ballot” email, with a CC: to the Secretary via email, stating the exact wording of the motion the Board Member is voting on, and the deadline for submitting his/her vote via email reply to the ballot.
 6. Each Board Member shall in turn submit his/her vote in the form of an email replay to both the President and the Secretary.

7. At the expiration of the email “voting window,” the President and Secretary will confer and confirm that each received the same number of return ballots and calculate the same vote count. Both shall print and maintain a copy of each returned ballot.
 8. The Secretary shall distribute the results of the email vote to all Board Member via email notification and shall maintain a printed copy of that email for future reference.
6. All decisions at any Board of Directors meeting shall be by a majority vote of a quorum (except where stipulated otherwise). Each Director shall have one and only one vote.
 7. Notwithstanding the provisions of any other part of these Bylaws, any officer may interrupt ordinary parliamentary procedure at any time to conduct a non-binding straw vote on any issue, whether or not that issue is under discussion at the time of the interruption.

**ARTICLE VII
PARLIAMENTARY PROCEDURE**

Revised Roberts Rules of Order shall serve as the parliamentary authority of the AFCRAS for all rules and procedures not otherwise specified in the Bylaws.

Certification of Bylaws Adoption

This revision/updated version (version 1.2) of the AFCRAS Bylaws has been voted on and approved by the AFCRAS Board of Directors.

Meeting Date: February 22, 2018

Meeting Location: Auburn, AL

_____ * Signed Copy On File * _____
Signature of President (or Vice President if serving as chair