

Oregon Region Relay Council, Inc.

P.O. Box 4402
Portland, OR 97208-4402

ORRC Inc. Final BYLAWS Approved June 8, 2008

Notice

Article I Name

Section 1. This organization shall be known as the Oregon Region Relay Council, Inc., hereinafter referred to as ORRC. The term "relay" shall be defined as including repeaters, remote bases, Digital systems, and remotely controlled amateur stations, hereinafter referred to as systems.

The ORRC encompasses the following area with boundaries as follows. Starting at the Pacific Ocean and going east along the Washington / Oregon border to a point just North of Woodland, then Eastward, through I-5 exit #21 to the Lewis River. Following the Lewis River to it's North fork, a line from the North fork of the Lewis River to the summit of Mount Adams then to the junction of Oregon Highway 97 and Oregon Interstate 84 then following the Washington –Oregon border Eastward to Idaho. Following the Oregon-Idaho border south to the Nevada border then westward along the Oregon-Nevada and Oregon-California border to the Pacific Ocean.

Article II Purpose

Section 1. The purpose of the ORRC shall be:

- A. To furnish system coordination, conversation and management.
- B. To determine and recommend technical and operational standards and policies to amateur relay system operators.
- C. To help minimize radio interference between and among systems and system users.
- D. To represent system operators and system users in policy and regulatory matters.

Article III Membership

Section 1. Membership in the ORRC shall be open to licensed amateurs.

- A. Regular Members of the ORRC must be coordination holders of an amateur radio relay system or amateur radio digital system[s] that is sanctioned by the ORRC who have made application and been accepted for membership with dues paid for the current calendar year. Coordination holders are those who are the Trustee or the certified organizational representative, of a system or the owner of the system. Clubs or groups holding coordination(s) shall certify an organizational representative who shall speak, vote, and represent that club or group.
- B. All other members shall be associate members of the ORRC. Associate members shall have all membership privileges except voting and as further defined by these bylaws.
- C. The membership period shall be from January 1 to December 31 of any given year. Dues must be paid and be current to exercise the privileges of membership to coincide with the ORRC, Inc. fiscal year.
- D. All ORRC elected officials, Appointees and Representatives shall sign and agree to a non-disclosure

and Property Return Contract.

- E. In the event that an ORRC Member lives outside all ORRC Regions, they will be assigned where their first ORRC coordinated machine is located

Article IV Voting

- Section 1. The right to vote in matters of the ORRC business shall be accorded to regular members. Each regular member shall receive one vote.
- A. Only certified and credentialed members present at an ORRC Annual Membership Meeting, Special Membership Meetings or Regional Meetings shall be allowed to vote. Within the first 30 days of each calendar year or within the first 30 days of regular membership, organizations or groups who are coordination holders shall submit written certification of their voting organizational representative. This certification will contain the name of the organization or group, name of the organizational representative, signatures of two officers of that organization or group and the effective date of the certification. Organizations without such certification will not be credentialed to vote. Each member organization or individual member owner shall have one vote.
 - B. The ORRC Treasurer and his appointees will be responsible for certifying membership and supplying voting Credentials.

Article V Board of Directors

The Board of Directors shall carry out the purpose of the organization.

Section 1. The Board shall consist of Regional and 5 At-Large Directors.

Section 2. The Directors must be Regular Members of the ORRC.

- A. The At-Large Directors are elected at each Annual Meeting by Regular Members of the ORRC.
- B. The Regional Directors representing even numbered regions are elected on even numbered years and odd numbered regions are elected on odd numbered years. Regional Directors elections may be conducted at a regional meeting, held less than 90 days prior to the Annual Meeting. Regional Directors elections may be conducted by mail in accordance with the procedures published by the ORRC Board of Directors. ORRC Regular Members residing in the region shall be eligible to vote.
 - 1. The Region Director shall live in the region he/she represents.
 - 2. The Region Alternate shall also live in the region he/she will represent.
 - 3. Should a Region Director / Alternate, not be elected as prescribed, or they fail to complete their term for any reason, the Board of directors may assign a Board Member to represent the region as a "Liaison" for the interim, but not to exceed the normal length of time remaining in the term. It shall not give them an additional vote. The Board may also remove the assigned representative at their pleasure.
 - 4. **If the election in the Region is not held and certified by the date required, the current Director shall not be given the privilege of running for re-election to the Director position for the next said term (2 years).**
 - 5. **Any member who is not eligible for the Region Director shall not be eligible as an Alternate Director..**

- C. Any member of the ORRC Inc. representing the ORRC at any meeting, gathering or otherwise assemblage, shall be designated by a majority vote of the ORRC Board of Directors,
- D. The Region 7 or 8 Director may appoint an out of area At-Large Director "Liaison." Said "Liaison" due to travel, shall have no board vote, but shall vote on coordination matters affecting that region.

An Alternate Regional Director may partake in any Board or Committee meeting, with all the power and the right to vote of that Region Director when such Director is not present. If a Region Director can not serve for any reason, the Alternate shall act as the Region Director until the next scheduled election. A person may serve as both an At Large Director and as an Alternate at the same time, and shall be allotted one vote for each position. There shall be no Alternate for At Large positions.

Section 3. Installation of the New Directors and selection of the New Officers shall be the first item of business at the first Regular Board meeting after the Annual Membership Meeting.

Section 5. The removal of a regional Director shall be done by 2/3 of the ORRC Regular Members in that Directors region.

- A. Any regular member of that region may obtain a list (within 30 days) of the members in a particular ORRC region or regions upon request. This list will include the member's names, call signs, and mailing address. Requests for a particular list of members for the region should go through the region representative and the requests for the entire membership of regular members, should go to the Secretary via the P.O. Box.

Section 6. Duties of the Board:

- A. The duties of the Board shall be to carry out the purposes of the organization.

Section 7. The removal of an At-Large Director shall be done by 2/3's of the voting members.

- A. The Board shall take no action without providing reasonable notice to, and an opportunity to be heard by all members affected by such action as specified in the rules and procedures.

Article VI Officers

Section 1. The Board shall select its own Officers from the Board.

- A. The Chair of the Coordination Committee shall be elected at the first Board meeting after the elections.

Section 2. Offices to be filled are Chairman, Vice Chairman, Secretary, and Treasurer.

- A. In the event an Officer is unable to complete his term of office, the Board shall elect a replacement from the Board.

Section 3. Duties of the Officers shall be:

Chairman

- A. Preside over all ORRC meetings
- B. Supervise the activities of all standing committee's.

Vice Chairman

- A. In the absence of the Chairman, preside over all ORRC meetings. If the Chair is not available or incapacitated in any way, The vice chair will handle the day to day tasks of the Chair until he/she is available.

Secretary

- A. Keep accurate records of all meetings, and correspondence.
- B. Perform such secretarial duties as may be required by the Directors and/or Coordinators.

Treasurer The Board shall select the Treasurer from the members of the ORRC. Duties of the Treasurer shall be:

- A. Keep accurate records of all financial transactions of the association.
- B. Keep and publish the list of all current members of the association.
- C. Perform such financial duties as may be requested by the Directors.

Section 4.

- A. The Board shall appoint a Web Master, to maintain the Web Page. The Web Master shall post minutes, meeting schedules, and any phone numbers of current Board Members. Additional data shall be at Board discretion. The Web Master shall comply with all non-disclosure and return or property agreements.

Section 5. Any officer may be removed from his office by a vote of the membership. The reason with petition for removal must be Presented in writing and signed by 10 percent of the membership, and must be formally read at the next scheduled ORRC meeting. A vote may be made by mail or by special membership meeting. Vote by mail will indicate the deadline for mail-in response. Notification to the membership of a Special Membership meeting about this proceeding shall be mailed 30 days prior to a special meeting. The Officer shall be removed by a 51% of the membership voting in the affirmative.

**Article VII
Committees**

Section 1.

- A. The following committees shall be “Standing committee’s” of the ORRC, Coordination and Technical committee’s. The committee’s approval and then the Boards approval are required. The committee’s shall carry out such duties and responsibilities as may be assigned by the Board.
- B. Any elected representative has the right to be a full voting member of the Coordination Committee.

Section 2. An Audit Committee shall be appointed by the Board of Directors, from the membership at large, to audit the books and provide a report at the Annual Meeting.

Section 3. The ORRC Chair may establish such other committees and appoint committee members as may be necessary to carry out ORRC business. All committees and committee members shall be responsible to the Board.

Section 4 The ORRC Chair shall appoint a member of the ORRC to be the Database Manager.

- A. The Database Manager shall keep and maintain the database of the organization. Use only the ORRC approved database Software. The Database Manager and software shall be approved by a majority vote of the Board of Directors. Copies of the database shall be sent to the board, no later than 30 days after any coordination meeting.
- B. The Database shall clearly reflect the full name and address of the coordination holder. If the coordination holder is other than an individual, the database shall note that full name and address of the coordination holder and the organizational representative. (Not just the Initials of the sponsor)

Article VIII Meetings

All Meetings of the ORRC shall be governed by Robert's Rules of Order unless superseded by the Bylaws.

Section 1. Annual Meeting

- A. The ORRC shall hold an Annual Membership Meeting in the **month of June** at a place to be established by the Board, not to coincide with Sea-Pac.
- B. Written notice shall be mailed to the membership at least 30 days prior to the Annual and Membership meetings.
- C. Quorum for conducting business at all Membership Meetings shall be those members present.
- D. Special Membership Meetings may be called by 25% of the Regular Membership, or by the ORRC Chair, or by 51% of the Board approving the reason for the meeting.

Section 2. Board of Directors Meetings

- A. The Board of Directors shall hold meetings at least four times a year at a time and place established by the Board.
- B. Notice of the meetings shall be mailed to all Board members at least 30 days prior to the meeting.
- C. Quorum for business at Board of Directors meetings shall be a simple majority of Board members.
- D. All Board meetings shall be open.

Section 3. Regional Meetings

- A. Regional meetings shall be held regularly for the purpose of airing local regional problems and for discussion of issues to be addressed by the Board of Directors at their meetings. These meetings shall be held at a time and place established by the Regional Director.
- B. The members of the region shall be notified of these meetings 30 days in advance.
- C. Quorum for conducting business at regional meetings shall be those members present.
- D. Special Meetings of the region may be called by 2/3 of the Regular Members of that region.
- E. The minutes and results of each meeting of the membership of each Region shall be submitted to the ORRC Secretary within 30 days of the date of the meeting.

**Article IX
Dues and Assessments**

Section 1 ORRC dues shall be set by the membership at the annual meeting following a recommendation by the Board.

**Article X
Disbursement of Funds**

Section 1. Should the ORRC become un-incorporated or disband, the remaining assets shall be donated to another non-profit amateur radio related organization.

**Article XI
Bylaws Amendments**

Section 1.

A. These Bylaws may be amended by a majority vote of Regular Members present at an Annual Membership Meeting or Special Membership Meeting. Official notice of the intention to amend and the content and scope of the amendment(s) shall be received by the ORRC Secretary of the Board no less than 60 days prior to the next scheduled Annual Meeting or Special Meeting. Notice of the proposed amendments and the meeting of the proposed approval shall be sent to Regular Members no less than 30 days from the scheduled meeting date. Amendments shall take effect 30 days after their date of approval. New amendments to the Bylaws will be **posted by the ORRC Secretary or his appointees within 10 days of approval.**

Section 2. The Secretary to mail out to regular members, the Bylaws, each time they are changed. This must be done within 90 days of any changes to the Bylaws.

**Article XII
Regions of the ORRC**

Section 1. The Regions of the ORRC May be changed to better serve the Members and Regular Members, as voted on by the Regular Members at the Annual Meeting in the month of June.

Section 2 In order to protect all coordination's, before the ORRC agrees to the release of any area from ORRC jurisdiction, to any coordination body or entity, such body or entity shall first demonstrate that it is representative of the majority of the area's coordination holders by display of votes or a petition signed by at least 51% of the existing coordinated systems requesting release by the ORRC. Further, such coordination entity shall first demonstrate it has published and made available set of election and governance bylaws, and has a clean and available set of coordination procedures, all of which comply with the minimum standards for a coordination body. In the absence of NFCC published standards, the election procedures, bylaws, and coordination policies shall be posted on the web and approved by ORRC membership.

**Article XIII
Coordination Policies**

Section 1. The Policies are the governing instrument for the selection of frequencies used in coordinating ORRC coordinated Operations.

Section 2. The Coordination Policies of the ORRC shall be amended to comply with changes in FCC rules, regulations and policies by the ORRC Board of Directors.

Section 3. The Coordination Policies, not related to FCC rules, regulations and policy changes, may be amended to serve amateur radio relay and digital system users by a majority vote of **the Board.**

Section 4. All 70 cm repeaters that are Low In and High Out shall be reversed by June 1, 2001

Section 5. The ORRC shall de-coordinate those amateur radio relay systems and amateur digital systems that:

- A. Do not meet the definition and standards of the FCC and the ORRC for an amateur relay system or amateur.
- B. Have not submitted annual system update information with the ORRC for 3 years or more.
- C. Have an ORRC sanctioned system that has been off the air for more than 120 days without notice to the coordination committee via the P.O. Box. The notice must include the date the system went out of service, the reason for the outage, the estimated date of restoration of service and the reasons for any delay for return to service.

Section 6 - Notification

- A. The ORRC shall notify, in writing, the organizational representative, contact person or system owner within 15 days of decision to de-coordinate. The notice shall include the name of the organization or group, the organizational representative, contact person or system owner, the nature of the decision to de-coordinate, the possible steps to ameliorate the problem and the time period required for response.
- B. The ORRC shall make notification of any decision that will affect applicants for coordination or coordinated system operators within 90 days of the decision.

=====

Revised text and new paragraphs are shown in BOLD type!!

=====

ORRC BYLAW REVISION 6-11-2005

ORRC BYLAW REVISION 2-10-2008

ORRC BYLAW REVISION 6-8-2008