

ARTICLE ONE: Name and Principal Office

- 1.1 The name of the Organization shall be METROCREST AMATEUR RADIO SOCIETY, INC. (herein referred to as MARS).
- 1.2 The principal office shall be as determined by the Board of Directors and published in the Operations Manual.
- 1.3 The registered agent shall be determined by the Board of Directors and published in the Operations Manual.
- 1.4 The Secretary of State of the State of Texas shall be notified of any change in the registered agent, or change of address as required by the laws of the State of Texas.
- 1.5 The Internal Revenue Service shall be notified of any change of address of the principal office.

ARTICLE TWO: Purposes

- 2.1 The METROCREST AMATEUR RADIO SOCIETY, INC. shall be a Membership organization incorporated as below, whose purposes are as follows:
- 2.2 Exclusively charitable, scientific, literary, recreational and educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Law. To that end, MARS shall operate as a non-profit corporation with incorporation in the State of Texas, and recognized as a Section 501(c)(3) non-profit by the Internal Revenue Service.
- 2.3 To provide the public, without charge, education in electronics, radio, and related subjects.
- 2.4 To otherwise encourage, support, and develop Amateur Radio to the end that the science of electronics may be advanced, and that others may become proficient in electronics and communications.
- 2.5 To provide radio communications for Federal, State, County, and Municipal authorities in the event of local, county, state, and national emergencies.
- 2.6 To provide radio communications for tax exempt, nonprofit organizations.
- 2.7 To provide radio communications necessary to meet essential communication needs and to facilitate relief actions.
- 2.8 To have and exercise all the rights and powers conferred on nonprofit corporations under the Texas Non-Profit Corporation Act, as such law is now in effect or may at any time hereinafter be amended.
- 2.9 To carry on any lawful purposes permitted a nonprofit corporation, within the meaning of section 501 (c) (3) of the Internal Revenue Code, or the corresponding provisions of any future United States Internal Revenue law, not prohibited by law, or the By-Laws of this Corporation.

- 2.10 To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this Corporation.
- 2.11 Notwithstanding any other provisions of these By-Laws, MARS shall not carry on any activities not permitted to be carried on:
 - (a) by an organization exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Code; or,
 - (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Code.
 - (c) any provision hereof which would disqualify MARS as exempt from Federal Income Tax under section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future Internal Code, are null and void.
- 2.12 No part of the activities of MARS shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE THREE: Fiscal Year

- 3.1 The fiscal year of MARS shall begin on July 1 and end on June 30.

ARTICLE FOUR: Meetings

- 4.1 Regular meetings of the Membership are scheduled not less than monthly on a recurring day of the month as determined by a vote of the Membership. An exception is provided for the month of December if the Board schedules a Christmas Party in lieu of a regular meeting.
- 4.2 The Board of Directors may call Special Membership meetings as deemed necessary. Notice of such meetings shall be provided to the Membership not less than seven (7) days before such meeting.
- 4.3 Special Membership meetings may also be called by twenty-five percent (25%) of the voting members, by petition in writing, delivered to any officer or director of the Board of Directors. If a petition is presented, the Board shall notify the Membership immediately and call the special meeting not less than seven (7) days after receiving the petition but not later than the next regularly scheduled Membership meeting.
- 4.4 The Annual Meeting of the Membership shall be held during the month of June each year in conjunction with the Regular monthly meeting. If a meeting cannot be held in June, the Board of Directors shall determine a new meeting date and notify the members not less than ten (10) days prior to the meeting date.
- 4.5 The Board of Directors shall meet once each month prior to the regular meeting. Meeting time and location shall be decided by the Board members, and shall be open to all members to observe. Notification of Board meeting date, time, and location must be

provided to the Membership and the Board members not less than three (3) days in advance.

- 4.6 The President may call a special meeting of the Board to conduct business that cannot be delayed until a regularly scheduled Board meeting. If such meeting is for an expenditure of MARS funds, approval will be by a majority vote of a quorum present. Notification of Board meeting date, time, and location must be provided to the Membership and the Board members not less than three (3) days in advance except in the case of an emergency where the notice period is likely to result in adverse effect on MARS, in which case the notification period is waived.
- 4.7 The meetings shall be conducted in accordance with these By-Laws and the current edition of *Robert's Rules of Order*. In event of conflict between these By-Laws and *Robert's Rules of Order*, these By-Laws shall prevail.

ARTICLE FIVE: Quorum

- 5.1 A quorum for conducting business at any meeting - regular, Annual or special - of MARS, shall be defined as 20% of the members eligible to vote who are present at the meeting. Where absentee ballots are permitted, they do not count towards the determination of a quorum.
- 5.2 A quorum is present at a meeting of the Board of Directors when five or more officers or directors are present, except that there must be at least one officer and one director present. "Present" is defined as personally attending the meeting of the Board of Directors or attending via two-way electronic communications.

ARTICLE SIX: Membership

- 6.1 All persons interested in the activities of MARS shall be eligible for Membership, regardless of race, color, gender, religion, or country of national origin.
- 6.2 There shall be four (4) classes of Memberships: Full, Associate, Lifetime and Honorary.
 - (a) Full Member: A Full member must hold a current Federal Communications Commission Amateur License and be accepted for Membership. A Full member may hold a club office, provided they meet the qualifications for that office; vote on business brought before the Membership if they meet the requirements for voting, and enjoy the full use of the facilities of MARS and participate in all activities of MARS to the extent his/her Amateur Radio License permits.
 - (b) Associate Member: Any person who is interested in promoting the activities of MARS and Public Service, or is interested in becoming a licensed radio amateur, but does not have a valid Amateur Radio License, is eligible to become an Associate member. Associate members will not have voting privileges nor will they be eligible to hold any elected or appointed office.
 - (c) Lifetime Member: Any person eligible to be a Full Member can become a Lifetime Member by having the Membership, at the recommendation of the Board of Directors, vote to bestow a Lifetime Membership.

- (d) **Honorary Member:** Any person elected by a majority of the Membership present and voting may become an Honorary member. Honorary members may not hold office or vote on matters brought before the Membership. Honorary appointments are permanent unless rescinded by vote of the Membership.
- 6.3 Members may be suspended or expelled from Membership in MARS if such member knowingly refuses or fails to observe the rules and regulations of MARS or the FCC.
- 6.4 Suspension or expulsion of a member shall require a three-fourth (3/4) vote of the Membership present and eligible to vote at any regular, Annual or special meeting, duly called and held, at which a quorum is present.

ARTICLE SEVEN: Dues

- 7.1 Dues must be paid before a membership application can be accepted.
- 7.2 All dues shall be due and payable on or before the member's anniversary date. The Board shall determine the anniversary date for active members in good standing who had joined or renewed under the previous fiscal year aligned system.
- 7.3 Non-payment of dues after 60 days of the date due shall result in loss of Membership.
- 7.4 A former member may be re-instated with the approval of the Board and upon payment of the current period's annual dues. A reinstated member's rights and privileges begin with the date of payment, not with their anniversary date. Furthermore, a reinstated member begins accruing membership tenure from the date of payment and there is no carryover of membership time for any purpose, including but not limited to voting or eligibility for office.
- 7.5 Discounts may be offered for demographic groups as determined by the Membership. Under no circumstances are discounts to be offered to individuals; discounts may only be enabled for classes of individuals within a Membership class.
- 7.6 Dues are waived for Lifetime and Honorary members.
- 7.7 The dues and discounts of each class of Membership shall be determined or changed as needed by a majority vote of the members present and eligible to vote during a regular, Annual or special meeting. Any proposal for changing the dues shall be presented to the Membership during a regular meeting for discussion and then announced to the entire Membership within seven days. At the next regular meeting, with a quorum present, the proposal shall be presented for consideration and voting. The current dues shall be reflected in the Operations Manual.

ARTICLE EIGHT: Voting

- 8.1 No proxy votes will be permitted at any meeting – Board, regular member, Annual member or special.
- 8.2 The voting for all regular elected positions of MARS will be done at the Annual Meeting.
- 8.3 Voting privileges are extended to Full and Lifetime members who, at the time of the vote:
 - (a) Possess a valid FCC amateur radio license, and

- (b) Are 18 years old or older, and
- (c) Are current with dues, and
- (d) If a Full member, must have been a member for the previous six (6) months, or
- (e) If a Lifetime member, must have been eligible to vote for the previous twelve (12) months.

8.4 Absentee Ballots are available to members eligible to vote upon request for the following:

- (a) After publication of the slate of candidates for MARS office.
- (b) After announcement of a proposal to change dues or discounts.
- (c) After publication of a proposal to change recurring meeting dates.
- (d) After notice of a proposed change in by-laws.

8.5 Members must request an absentee ballot at least seven (7) days prior to the meeting at which the matter is to be voted. A properly-completed printed Absentee Ballot must be received by the Secretary before the call to order of the meeting during which balloting is performed.

8.6 Absentee Ballots received for members who then appear in person at the meeting shall be voided and the member must submit a ballot in order to vote.

ARTICLE NINE: Officers, Directors and Individual Duties Thereof

9.1 The Officers shall be: President, Vice-President, Secretary, and Treasurer.

9.2 The Directors shall be: three at-large Directors, plus the Immediate Past President who functions as a Director.

9.3 The Officers and Directors together comprise the Board of Directors.

9.4 No person shall hold more than one office, except as provided below.

9.5 All Officers and Directors serve without compensation of any kind.

9.6 Duties and Responsibilities of the President

- (a) The President shall act as chair-person of all MARS meetings.
- (b) The President shall decide all questions of order.
- (c) The President shall sign all documents authorized by the Board or a vote of the Membership.
- (d) The President shall have general supervision of all activities of all other officers and committees of MARS.
- (e) The President shall not vote at a Board meeting except to break a tie vote.
- (f) The President shall be empowered to pay the expenses of MARS in the absence of the Treasurer.

- (g) The President shall perform such other duties generally performed by a President of an organization.

9.7 Duties of the Vice-President

- (a) The Vice-President shall perform all duties of the President in the absence of the President.
- (b) The Vice-President shall serve as activities director, whose duties shall include all public service activities and general MARS activities, except for those that are assigned to other committees or members.
- (c) The Vice-President shall conduct such other activities as may be determined by the Board of Directors and the President.

9.8 Duties of the Secretary

- (a) The Secretary shall keep a record (minutes) of the proceedings of all meetings of the Membership and of the Board of Directors of MARS. The Secretary will publish the minutes of meetings and where appropriate read minutes for approval.
- (b) The Secretary shall keep a roll of the members.
- (c) The Secretary shall submit Membership applications to the Membership.
- (d) The Secretary shall maintain all correspondence for and on behalf of MARS; retain the original Articles of Incorporation and historical and current By-Laws and all Amendments thereto.
- (e) The Secretary shall have present at all meetings a copy of the Articles of Incorporation and current By-Laws and all Amendments thereto.
- (f) The Secretary shall, when directed by the President, send notices of regular and special meetings of the Membership of MARS to each member thereof.
- (g) The Secretary shall ensure that electronic records of MARS be backed-up in an industry standard manner, and be made accessible to the other officers and directors.
- (h) The Secretary shall file all required documents and updates with the State of Texas in a timely manner to ensure the continuance of MARS, and its status as a non-profit.
- (i) The Secretary shall conduct such other activities as may be determined by the Board of Directors and the President.

9.9 Duties of the Treasurer

- (a) The Treasurer shall receive all funds paid by way of dues, contributions, or otherwise.
- (b) The Treasurer shall issue payment for all expenditures made by MARS, as may be approved by the Board of Directors.
- (c) The Treasurer shall keep a record of all receipts and expenditures.

- (d) The Treasurer shall maintain bank and other accounts in the name of MARS, in banks and other financial institutions approved by the Board of Directors.
- (e) The Treasurer shall give reports of the financial condition of MARS at meetings of the Membership and Board, including receipts, disbursements, and amounts on hand, when called upon by the President. These reports may include the financial performance of ticket sales and other activities.
- (f) The Treasurer shall maintain and expand giving campaign programs as may be offered through retailers both local and online, in order to effect additional revenues.
- (h) The Treasurer shall file federal taxes and file such documents and postcards and perform such other actions as required in order to maintain the non-profit status of MARS. Specifically, the Treasurer will file the MARS tax return with the Internal Revenue Service at least one month before the due date, or designate someone to file the IRS tax return by such date.
- (i) The Treasurer shall file State sales tax and similar reports, and remit payments, if applicable.
- (j) The Treasurer shall conduct ticket sales for raffles and the annual party.
- (k) The Treasurer shall conduct such other activities as may be determined by the Board of Directors and the President.

9.10 Duties of the Immediate Past President

- (a) The Immediate Past President is responsible for acting as a resource to the newly-elected President.
- (b) The Immediate Past President is responsible for ensuring the President's success and responsible management of MARS.

9.11 Duties of the Directors

- (a) Directors are responsible for ensuring the continuity of MARS through the normal election and replacement of officers.
- (b) Directors are responsible for ensuring that the overall direction and culture of MARS is consistent with its guiding principles as understood by the Directors and Membership.

9.12 Each officer or appointee, at the expiration of the officer's or appointee's term of office, shall deliver and turn over all papers, documents, property, and other assets, which are the property of MARS, to the officer's or appointee's successor in office, immediately or as soon as practical after announcement of the successor's appointment or election. In all cases the transition must be completed before the start of the successor's term of office.

ARTICLE TEN: Election, Removal and Appointment of Officers and Directors

- 10.1 The officers shall be elected during the Annual Meeting by a majority of the written ballots submitted and counted.

- 10.2 Any Full or Lifetime member twenty-one (21) years of age or older who has been a member of MARS for at least twelve (12) consecutive months and who possesses a current FCC Amateur Radio license shall be eligible for election as an officer or Director.
- 10.3 The voting for all elected positions of MARS must be done by written ballot, unless ALL elected positions are running unopposed. A voice vote of affirmation may be substituted for a written ballot in that event. If substituted, the voice vote will be noted in the minutes of the meeting.
- 10.4 The term of office for President, Vice-President, Secretary, and Treasurer shall be for one (1) year and shall correspond with MARS fiscal year.
- 10.5 The term of office for a Director shall be three (3) years. Of the three Directors elected at large, one shall be elected each year, to serve a three-year term on rotating basis.
- 10.6 The term of office for the Immediate Past President begins with the term of office of a newly elected President and continues until that President leaves office, or until the Immediate Past President takes another Officer or Director position.
- 10.7 Any interim elected or appointed officer regardless of time served as an interim can run for the office without any term limits imposed due to interim status.
- 10.8 An officer shall not serve in the same elected office for more than four (4) consecutive terms.
- 10.9 A Director shall not serve in the same elected office for more than two (2) consecutive terms.
- 10.10 Vacancies in any elected office shall be filled by following the following procedures:
 - (a) President: The Vice-President will finish the balance of the term as President no matter when the vacancy occurs. This will create a vacancy in the office of Vice President.
 - (b) Vice President: The office will remain vacant until the election or appointment process is complete.
 - i. In the First (1st) and Second (2nd) Quarter of the term year the position will remain vacant until an election can be held. This election will be for the unexpired term.
 - ii. In the Third (3rd) Quarter of the term year, the Board will appoint a temporary replacement.
 - iii. In the Fourth (4th) Quarter of the term year no action is required.
 - (c) Secretary: The office will remain vacant until the election or appointment process is complete. A temporary replacement will be assigned by the Board to fulfill the Secretary's critical duties until the process is complete in order to ensure business continuity.

- i. In the First (1st) and Second (2nd) Quarter of the term year the position will remain vacant until an election can be held. This election will be for the unexpired term.
 - ii. In the Third (3rd) Quarter of the term year, the Board will appoint a temporary replacement.
 - iii. In the Fourth (4th) Quarter of the term year no action is required.
- (d) Treasurer: The office will remain vacant until the election or appointment process is complete. A temporary replacement will be assigned by the Board to fulfill the Treasurer's critical duties until the process is complete in order to ensure business continuity.
 - i. In the First (1st) and Second (2nd) Quarter of the term year the position will remain vacant until an election can be held. This election will be for the unexpired term.
 - ii. In the Third (3rd) Quarter of the term year, the Board will appoint a temporary replacement.
 - iii. In the Fourth (4th) Quarter of the term year no action is required.
- (e) Director: The position will remain vacant until the election process is complete.
 - i. In the first (1st) term year, second (2nd) term year, and through the Second (2nd) Quarter of the third (3rd) term year the position will remain vacant until an election can be held. This election will be for the unexpired term.
 - ii. In the Third (3rd) Quarter of the third term year, the Board will appoint a replacement.
 - iii. In the Fourth (4th) Quarter of the third year no action is required.
- (f) Immediate Past President: In the event that the outgoing President is elected to a different office or director position or otherwise becomes unavailable to fill the Immediate Past President position, the most-recent available Past President shall assume the Immediate Past President position. In the event that there is no Past President available, the Board may appoint any past officer who would otherwise be eligible to be an elected officer to fill the Immediate Past President position.

10.10 Any Board member of MARS may be removed from office by three-fourths (3/4) vote of the Membership eligible to vote in attendance at a general or special meeting.

ARTICLE ELEVEN: Board of Directors

- 11.1 The Board of Directors has the responsibility to carry on the business of MARS and shall refer all matters requiring a vote of the Membership to the Membership.
- 11.2 Minutes of Board meetings will be kept and be made available to any member upon request.
- 11.3 MARS may indemnify directors, officers, and employees against judgments, penalties (including excise and similar taxes), fines, settlements and reasonable expenses incurred

to the extent and in the manner permitted by law, including, without limitation, Article 1396-2.22A of the Texas Non-Profit Corporation Act.

- 11.4 MARS shall make no loans to Board members.
- 11.5 The Board of Directors shall maintain current and accurate financial records in accordance with generally accepted accounting principles and in compliance with all applicable tax laws and regulations. The financial records of MARS shall be open to inspection by any Member upon advance notice.
- 11.6 The Board shall establish an expenditure limit for the Treasurer for routine expenses. Any expense that exceeds the pre-established expenditure limit will require approval of the Board. This limit shall be recorded in the Operations Manual.
- 11.7 MARS shall not borrow money.

ARTICLE TWELVE: Operational Radio Systems

- 12.1 MARS may operate radio systems for the benefit of members, government agencies such as the National Weather Service and local cities, other amateur radio operators and the public. Operational radio systems require installation, management and maintenance, and because they can become very important to users, the following definitions and bylaws are enacted.
- 12.2 Definitions
 - “Operational Radio System” – a repeater, link radio, gateway, data node, relay, translator or similar system including the transceivers, antennas, duplexers, filters, feedline, towers and support structures, power supplies, batteries, cables and wiring, controllers, computer systems, software, spares and additional and miscellaneous equipment required for operation.
 - “Direct Responsibility” – an entity – such as MARS – having control and decision-making authority.
 - “MARS System” – an Operational Radio System where MARS has Direct Responsibility for all aspects as described below.
 - “Affiliated System” – an Operational Radio System where MARS has Direct Responsibility for at least one, but not all aspects as described below.
 - “Other System” – an Operational Radio System where MARS has no Direct Responsibility but the entity or entities who do have Direct Responsibility wish to use MARS communication vehicles such as but not limited to newsletters and online presence to promote the availability of said System.
- 12.3 Aspects: the following aspects of an Operational Radio System are defined to determine the level of Direct Responsibility MARS may have, and therefore, which category (MARS, Affiliated or Other) describes the System. This may also affect the level of liability, insurance and other responsibilities that MARS may incur.

- (a) Venue: the installation site, and backup sites if applicable. If MARS holds an agreement with the site owner or manager, or if the site is one owned or leased by MARS, and MARS has final determination on where the Operational Radio System is located, then MARS is considered to have Direct Responsibility for the Venue aspect. In all other cases, MARS does not have Direct Responsibility for the Venue aspect.
- (b) Equipment: if the Equipment used to provide the Operational Radio System, including all necessary components and spares, is under the direct ownership of MARS, or is owned by an entity who have entrusted the equipment to MARS, and MARS has final determination on how or if the equipment is to be deployed, then MARS has Direct Responsibility for the Equipment aspect. In all other cases, MARS does not have Direct Responsibility for the Equipment aspect.

If MARS has Direct Responsibility for the Equipment, then MARS may provide insurance to cover damage or loss of use. If MARS does not have Direct Responsibility for the Equipment, then MARS shall not provide insurance for the Equipment.

- (c) Frequency Coordination: if the frequencies of the Operational Radio System are coordinated to MARS, then MARS has Direct Responsibility for the Frequency Coordination. The Board will then appoint a Trustee for the Operational Radio System. If MARS does not have Direct Responsibility for the Operational Radio System, then MARS shall not appoint a trustee or accept any liability for legal or ethical use of the System.
- (d) Technical Operation: if MARS provides ongoing Technical Operation, including programming, controller programming, maintenance support or any other support other than advisory, and incurs responsibility or liability for same, then MARS has Direct Responsibility for Technical Operation of the Operational Radio System.
- (e) Call Sign: the MARS Call Sign may be authorized to identify an Operational Radio System by approval of the Board of Directors, and such authority may not be delegated. The use of the MARS Call Sign creates a liability for MARS and for the MARS-appointed Call Sign Trustee.

If an Operational Radio System has been authorized to use the MARS Call Sign, then by extension MARS has Direct Responsibility for the call sign used on the Operational Radio System.

12.4 Determination of Operational Radio System Classification

The Board of Directors will, from time to time, review the aspects of each Operational Radio System to verify or establish its classification, whether or not insurance is required, whether or not a trustee should be appointed, and the degree to which the Operational Radio System should be advertised to the membership and to the public.

ARTICLE THIRTEEN: Committees and Appointments

13.1 Nominating Committee

- (a) The President shall appoint a Nominating Committee at least three months prior to the Annual Meeting.

- (b) The Nominating Committee shall speak with all prospective candidates; explain the duties and responsibilities of each office; and determine, by consensus, the slate of candidates to be presented to the Board of Directors.
- (c) Ideally, the Nominating Committee will propose multiple candidates for each position.
- (d) The Nominating Committee will present its proposed slate to the Board at a regular Board meeting in the month prior to the Annual meeting. The Board reserves the right to decline individual candidates who are deemed unsuitable for specific positions.
- (e) During the regular meeting in the month prior to the Annual meeting, the President will accept additional nominations from the floor and submit the complete slate of candidates to the voting Membership prior to the conclusion of that meeting. The complete slate will also be published to the Membership within seven (7) days.
- (f) The Nominating Committee shall act as the tally committee at the Annual meeting. The Nominating Committee will count the ballots at the Annual meeting, and announce the results unless all candidates are unopposed. Note also that members of the Nominating Committee who themselves are candidates for office shall not participate in the tally process. If necessary, the President will appoint other members to join the tally committee.

13.2 Auditing Committee

- (a) The Board of Directors may appoint an Auditing Committee to audit MARS finances. The Auditing Committee may be appointed upon resignation of the Treasurer, or at such other times as may be directed by the Board of Directors.
- (b) The committee shall present the results of each audit in writing to the Secretary, immediately after the completion of the audit and report the results of its audits at the next regular monthly meeting of the Membership.
- (c) The Auditing Committee appointments expire upon presentation and acceptance of the Audit Report.

13.3 Trustees

The Board of Directors shall appoint Trustees for the MARS Call Sign and for various Operational Radio Systems, as appropriate. The Board of Directors may also appoint a Trustee to manage MARS assets, and such other Trustees as may be desired.

13.4 Technical Coordinator/Repeater Committee

The Board of Directors may appoint one or more Technical Coordinators who will be responsible for monitoring and providing support aspects of Operational Radio Systems where MARS has Direct Responsibility. The Technical Coordinator may choose to appoint a committee from the Membership or non-Members to assist him/her with such matters. A Technical Coordinator may or may not be designated as a control operator.

In all cases, the Technical Coordinators and delegated assistants are legally responsible to the Trustee of the call sign associated with the system being supported.

- 13.5 The President may appoint and dissolve ad hoc committees and assign specified duties to individuals as necessary for the operation of MARS. The duties of such committees and individuals shall be set forth in each appointment. These appointments will be temporary in nature and will disband upon completion of duties. Examples of such appointments include a webmaster, a social media manager, an IT manager, an equipment manager, a Field Day Director, and other special event directors.
- 13.6 Except for the committees and Trustees appointed by the Board of Directors, all appointments, individual or committee, will automatically terminate at the end of the President's term of office.

ARTICLE FOURTEEN: Amendments

- 14.1 All proposed amendments to these By-Laws or the Articles of Incorporation shall be in writing and approved by the Board. Any proposal for changing the By-Laws or Articles of Incorporation shall be presented to the Membership during a regular meeting for discussion and then published to the entire Membership within seven (7) days.
- 14.2 The amendments will be voted upon at the next monthly meeting of the Membership at which a quorum is present.
- 14.3 Any proposed amendments shall require two-thirds (2/3) vote of the members eligible to vote and present at any meeting at which a quorum is present, for adoption of the proposed amendment(s).

ARTICLE FIFTEEN: Dissolution

- 15.1 Upon dissolution of MARS, the Board of Directors shall, after paying all liabilities of the Corporation, dispose of all the residual assets of the Corporation to one or more organizations which itself or themselves are exempt as an organization described in section 501 (c) (3) of the Internal Revenue Code of 1954, or any corresponding provisions of any future United States Internal Revenue Law or the Federal, State, of Local Government, for exclusive public purposes, as may be determined by the Board of Directors, in existence at such time, or, if there is no Board of Directors in existence, by a court of competent jurisdiction.

ARTICLE SIXTEEN: Miscellaneous

- 16.1 The singular shall include the plural, and the plural the singular.
- 16.2 The headings of the Articles herein are for reference purposes only and not part of the By-Laws.
- 16.3 All donations become MARS property.
- 16.4 All funds shall be used solely to accomplish the purposes as stated herein and shall be kept in one or more depositories and accounts in the name of MARS.

