

BYLAWS OF THE **INTERNATIONAL AMATEUR RADIO UNION** **REGION II**

1. LOCATION OF SECRETARIAT OF THE UNION

1.1. The principal location of the Secretariat of the Union shall be in the country or territory where the Secretary of the Union resides and shall be in or in the vicinity of the residence of the Secretary. The site selected as the principal location shall have facilities to store the records of the Union and to maintain and store the physical assets of the Union, if there are any.

1.2. The principal location of the Secretariat of the Union shall have adequate means of communication to maintain permanent contact with the officers and directors of the Union and the member societies of the Union. Such facilities shall include, but not be limited to, email capability, adequate telephone facilities and fax capability.

2. ASSEMBLY OF DELEGATES

2.1. The Assembly will be presided over by the President of the Union who will act, without the right to vote, except to break a tie, as chairman during the debate of the Assembly.

2.2. At least every three years, the Assembly of Delegates will convene for a meeting in the country of any of the Member-Societies. The Executive Committee will give notice of the meeting and the Secretary will announce it to all Member Societies. This announcement will be made twice within the period of six months preceding the actual celebration of the meeting.

2.3. The Member-Societies of the Union are entitled to nominate the members of the delegation for that society, who shall be amateurs from that country and active members of that society, to attend the Union Assembly meetings, with a right to speak and to participate in working committees, but the right to vote will only be performed by the Head Delegate of a Member-Society, who must be an active member of that Society.

2.4. Each Member-Society is entitled to one vote at the assembly meetings.

2.5. The members of the Executive Committee, during the General Assembly meetings, have the right to speak but not to vote.

2.6. Any Member-Society may nominate, by proxy, another Member-Society to represent its interests during the Assembly meeting of the Union.

2.7. At the Assembly of Delegates, in addition to each Member Society vote, each Member Society may represent by proxy no more than one additional Member Society.

2.8. No member of the Executive Committee may act as delegate for his Member-Society or for any other Member Society at the Assembly of Delegates.

2.9. A Member-Society that becomes unable to attend an Assembly may furnish its proxy to another Member-Society willing to accept it. The proxy issuing society must notify the Secretary in writing, before of the date set for the Assembly. In any event, said Member-Society retains the right of participating in the Assembly, right up to the moment of registration of the delegates, by furnishing the appropriate credentials.

2.10. The duties and obligations of the Assembly of Delegates are:

1. To interpret and modify the Constitution and/or the By-laws when circumstances so advise.
2. To elect the third Member of the Credentials and Finance Committee.
3. To elect the members of the Executive Committee by majority vote of the Assembly of Delegates.
4. To establish permanent working committees and Assembly working committees and to specify the terms of reference for the permanent working committees or to abolish permanent working committees as deemed necessary. The established committees shall work as prescribed in the terms of reference that the Assembly shall set forth. The Executive Committee shall develop standard operating procedures for the committees.
5. To approve or disapprove the report and financial statement presented by the Executive Committee.
6. To fix the monetary quota payable by all Union members.
7. To adopt those resolutions deemed necessary for the Union's welfare.
8. To study and make decisions on the proposals and projects submitted by the Member-Societies.
9. To select the location of the next Assembly of Delegates.
10. To adopt Standard Operating Procedures for the administration of the Union.
11. The work of the Assembly of Delegates shall be accomplished in plenary sessions through Assembly Working Committees and related procedures as set forth in the Standard Operating Procedures.

2.11. Triennial Activity Reports as well as proposals and papers that the Member-Societies desire to be seen and studied by the Assembly of Delegates should be sent to the Secretary preferably in both official languages, ninety (90) days before the date fixed for the beginning date of the Assembly of Delegates.

2.12. The Secretary is not obliged to accept propositions and papers that do not comply with by-law 2.11. and therefore may not include non-conforming propositions and papers in the corresponding agenda. If a proposition or paper is accepted, the Secretary may adjust the text of the translation in order for it to conform to the textual meaning of the original language document.

2.13. The Assembly of Delegates is constituted by the presence or representation of the Member-Societies. Any number of members in attendance will constitute a quorum.

2.14. The decisions of the Assembly of Delegates must be approved by a majority of votes, and shall be binding on all Member-Societies of the Union.

Nevertheless. Proposals dealing with modification of the Constitution will be governed by Article 6 of the Constitution

2.15. All voting at the Assembly of the Union shall be by a show of hands except the election of members of the Executive Committee and selection of the next Region 2 Assembly, which shall be secret.

2.16. The President of the Union may invite representatives from one or more amateur radio related organizations to attend the Assembly of Delegates as observers without right to vote.

3. THE PRESIDENT

3.1. The President is the Union's legally constituted representative and is the person designated and authorized to act on behalf of the Union.

3.2. The President will be in charge of the general supervision of all Union matters and will preside over all Executive Committee sessions.

3.3. The President shall preside over the General Assemblies of Delegates as Chairman.

3.4. The President shall assign specific tasks to the Vice President.

3.5. In the case of a temporary absence of the President, the Vice-President will assume those functions and in case of permanent absence of the President the Vice-President will assume those functions and in case of a permanent absence shall succeed the President.

4. VICE PRESIDENT

The Vice-President shall serve in the absence of the President and shall be responsible for such matters of general supervision as may be delegated to him by the President.

5. SECRETARY

5.1. The duties and obligations of the Secretary are as follows:

1. To deal with the Union's routine matters.
2. To keep a record of all activities which are undertaken controlling their execution and formulating pertinent recommendations.
3. To take minutes of all Executive Committee sessions as well as those of the Assembly of Delegates.
4. To act as Secretary of all General Assembly meetings.
5. To act as administrative chief of the office of the Secretary of the Union and of the Secretariat of the General Assembly for the duration of the same.
6. To maintain close contact with Member-Societies, the IARU Administrative Council and International Secretariat and other organizations and officers of the IARU.

7. To perform, in addition, the duties, which the Executive Committee may assign him.

8. Budgeted and approved operating expenses of the Secretariat shall be reimbursed by the Treasurer on production of the appropriate vouchers.

6. TREASURER

6.1. The Treasurer will have the following duties and obligations:

1. Will be responsible for all the funds and assets of the Union.
2. Will keep the accounts up to date, submitting at each session of the Executive Committee a current financial statement.
3. Will make all payments authorized by the Executive Committee.
4. Whenever required, will present his accounting books for inspection by the Auditor.
5. Every month will send to the members of the Executive Committee a report of the statements of account delivered by the banks.
6. Will send the annual audited financial statement of accounts promptly to all Member-Societies following review by the Executive Committee.
7. Will prepare the Union's financial statement to be presented to the General Assembly by the Executive Committee.
8. Will preside over the Credentials and Financial Committee at the Assembly of Delegates.

6.2. The Executive Committee will decide the necessity of subscribing to the cost of a fidelity bond for the Treasurer, so that the funds of the Union in his custody will be always protected. Such bond would be paid for by the Union.

6.3. The Union funds will be deposited in a bank of the United States of America or that of any other country as circumstances may dictate, with safety of funds as the main concern over all others.

6.4. The monetary unit to be used for all purposes of the Union shall be the United States Dollar or that of any other country as circumstances may require as decided by the Executive Committee.

7. EXECUTIVE COMMITTEE

7.1. The Executive Committee with full executive powers will be in charge of the Union's administration.

7.2. The Executive Committee shall be composed of nine members, which are President; Vice-President; Secretary; Treasurer and Five Directors, which are duly elected according to the

Standard Operating Procedures ("SOP"). The members of the Executive Committee shall be elected each from a different geographical area listed in Article 7.3, except that those elected as President; Vice President; Secretary or Treasurer, two of them shall not be elected on the basis of their representing one of the geographical areas ("Areas") established by these bylaws, but taking into account that no Member Society shall have more than one person elected to the Executive Committee. These Members shall be elected according to electoral procedures established in the Standard Operating Procedures.

7.3 The Areas are:

Area "A" - Northern part of North America including Canada and Bermuda.

Area "B" - Central part of North America including the United States of America: also including Puerto Rico and the U. S. Virgin Islands, and also Hawaii and all of the Pacific Ocean islands administered by the United States of America within the boundaries of IARU Region II.

Area "C" – Mexico and the Caribbean Islands of Antigua-Barbuda, Bahamas, Cayman Islands, Cuba, Dominican Republic, Guadeloupe, Haiti, Jamaica, Martinique, Montserrat, Anguilla, British Virgin Islands, St. Kitts and Nevis, and Turks and Caicos.

Area "D" - Central America including Belize, Guatemala, El Salvador, Honduras, Nicaragua, Costa Rica and Panama.

Area "E" - Northern part of South America including Colombia, Venezuela, Guyana, Suriname, and the Caribbean Islands of Netherlands Antilles, Trinidad and Tobago, Aruba, Barbados, St. Vincent and the Grenadines, St. Lucia, Grenada and Dominica.

Area "F" - Central part of South America including Bolivia, Brazil, Ecuador and Peru.

Area "G" - Southern part of South America including Argentina, Chile, Paraguay and Uruguay.

7.4. The Executive Committee members' period in office will begin on the 15th of the month following the closing of the Assembly that elected them, and end the 14th of the month following the closing of the next Assembly.

7.5. The duties and obligations of the Executive Committee are:

1. To call and convene the General Assemblies of Delegates.
2. To prepare the agenda of the Assemblies and send said agenda to the Member-Societies at least forty-five (45) days before the opening of the Assembly.
3. To take such actions as deemed necessary to implement the By-laws.
4. To authorize payment of all Union operating expenses.
5. To approve the annual statements submitted by the Treasurer.
6. To approve the expense budgets.
7. To choose an independent Certified Public Accountant that will, at least once a year, audit the books of the Union and submit a financial report.
8. To take all the necessary measures it sees fit for the Union's welfare.

9. To advise and guide all Member-Societies of the Union in matters, which they may submit for consultation.

10. The Executive Committee, like the Assembly of Delegates, may adopt Standard Operating Procedures ("SOP") for the orderly administration of the business of the Union.

11. To name the chair and members of any permanent working committee. The Executive Committee shall consult with the Member Society in which the prospective committee member or chair resides about that person's selection to a permanent working committee.

7.6. The Executive Committee will meet at least once a year. The President may call an extraordinary meeting in matters of utmost importance, or at the request of at least five Committee members.

7.7. The Executive Committee will be responsible for implementing the resolutions and recommendations taken by the Assembly of Delegates and shall decide on the best method for their execution.

7.8. The Executive Committee will act primarily in all matters related to the International Telecommunication Union (ITU), regional telecommunications organizations and Amateur Radio in general, with particular attention to the defense of amateur radio interests.

7.9. The Executive Committee will have power to create special advisory committees whenever these are deemed necessary; likewise, it will be empowered to invite one or several persons with specialized knowledge on any particular subject to attend the Committee sessions, and particularly the officers of IARU.

7.10. The Executive Committee will have the power to fill a vacancy occurring among its members. In such case, it will request from the Member Society to which the outgoing member belonged that it designate a new member for the duration of the term. If the designation is not made within a period of thirty (30) days, the Executive Committee will designate some other person from a country or territory not represented on the Committee and from the same geographical area as the person substituted. In the event of a vacancy of the Vice-President, the Secretary or the Treasurer, a replacement shall be named by the Executive Committee from its own members.

7.11. The members of the Executive Committee will cease to act in their elected function for the following reasons:

a. Resignation.

b. Death.

c. Unjustified absence from any meeting of the Executive Committee.

d. Any other reason or any disability that prevents a member of the Executive Committee from performing their duty under these By-laws.

7.12. The presence of six members of the Executive Committee is required to constitute a quorum at its meetings.

7.13. The IARU Region II will cover the Executive Committee Members' travel, board and hotel expenses and it may offer the same to persons invited to participate in its meetings

7.14. All Executive Committee decisions will be taken by consensus or by a majority of votes of the members attending the meeting.

7.15. The Executive Committee shall convene an Extraordinary Assembly of Delegates when this is requested by at least two thirds of the Member Societies of the Union. The reason for the request should be given therein. Matters at Extraordinary Assemblies shall be confined exclusively to the specific matter for which the Assembly was convened.

7.16. The Executive Committee may conduct business and adopt resolutions by use of electronic mail so long as all of the members of the Executive Committee have the opportunity to participate in the electronic mail discussions and voting.

7.17. The Area Directors are responsible for discharging the duties and obligations set forth in the Standard Operating Procedures related to Area Directors.

8. PERMANENT WORKING COMMITTEES

8.1. The members selected by the Executive Committee to serve on the Permanent Working Committees will begin their term as a member of the Permanent Working Committee on the 15th of the month following the Assembly meeting, if not otherwise decided by the General Assembly. They shall remain a member until the next Assembly of Delegates, unless they voluntarily resign from the committee or are removed from the committee by the Executive Committee before the next Assembly.

8.2. To coordinate its activities, each committee will elect a Secretary who will submit to the Executive Committee for approval, the Committee's expense budget. He is responsible also for the work assigned by the Assembly and for keeping the Secretary of the Union informed as to the progress of the work of the Committee.

8.3. If for any reason a working committee is unable to complete its assignment, the Executive Committee may make partial or complete changes of said Committee, appointing the substitutes and submitting a report of its decision at the next Assembly meeting.

8.4. The Permanent Working Committees are listed in the Standard Operating Procedures along with the terms of reference for each Permanent Working Committee.

9. IARU REGION II LIAISON OFFICER (ILO)

Each Member Society within Region II is encouraged to designate and appoint one of its members to act as IARU Region II Liaison and to notify the Secretary of the Union of the appointment. The Terms of Reference for such IARU Region II Liaison are included in the Standard Operating Procedures of the Union.

10. MISCELLANEOUS PROVISIONS

10.1. Any references in these By-laws to the masculine shall also include the feminine.

10.2. Heading and numbering within these By-laws is for reference only and does not affect the interpretation or meaning of the By-laws.

Approved by the Extraordinary Assembly of Delegates in Guatemala, Guatemala, on September 30, 2001

/s/ _____
Thomas B Atkins VE3CDM, President

/s/ _____
Reinaldo Leandro YV5AMH, Secretary