

LeeARES Inc.

Constitution

LeeARES Inc. is dedicated to facilitating and perpetuating Emergency Amateur Radio Communications and educating the public on amateur radio service centered in Lee County Florida.

The principal place of business and mailing address for LeeARES Inc. is:

LeeARES Inc.
6865 Eagle St
Ft Myers, FL 33966

We, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio and Emergency Communications, constitute ourselves LeeARES Inc. and enact this constitution as our governing law. It will be our purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism, and individual operating efficiency, and to so conduct disaster communications programs and activities as to advance the general interest and welfare of Amateur Disaster Radio Communications in the impacted community.

Article I Membership

Section. 1. Member Group Organization

LeeARES Inc. shall be an organization of volunteers who are licensed amateur radio operators and have expressed a desire to support served agencies with emergency and backup communications. Control of LeeARES Inc. rests with the ARRL (Amateur Radio Relay League) appointed Emergency Coordinator (EC) and his appointed Assistant Emergency Coordinators (AEC).

Section. 2. Associate Members Non-Voting

Any licensed amateur who wishes to support LeeARES Inc.

Section. 3. Corporate Members Non-Voting

Any corporation who wishes to support LeeARES Inc.

Membership may not be denied because of race, creed, color, religion, gender, sexual orientation, political affiliation, marital status, or any other reason that would be biased or prejudicial.

Article II Officers

Section. 1. Offices

The officers of the LeeARES Inc. will be Emergency Coordinator (EC) as appointed by the American Radio Relay League (ARRL), who will serve as President and Assistant Emergency Coordinators (AEC) as appointed by the EC who will serve as Board Members.

Section. 2. Appointments

The appointment of the President will remain in effect until such time as the ARRL appoints another EC for Lee County. The Board Members will serve at the discretion of the President, but the addition of new board members and removal of existing board members is subject to the approval of the entire board.

Section 3. Term limits

There are no term limits.

Section. 4. Vacancies

Vacancies will be filled by either the ARRL appointing a new EC for Lee County or by the EC appointing new AECs at his or her discretion. New appointments will be subject to the approval of the existing members of the board.

Section 5. Eligibility

To hold an office an individual must be a Member of the LeeARES Inc. in good standing. The individuals must meet all Lee County Florida Emergency Management Volunteer requirements.

Section 6. Resignation

Any officer may resign his/her position in writing at which time all records and assets possessed by the resigning officer of the LeeARES Inc. will be turned over to the President or a member of the Board.

Section 7. Removal of Officers

Officers may be removed from office for cause at the discretion of the Board Chair and by a majority vote of the entire board.

Article III Duties of Officers

Section 1. President or Emergency Coordinator (EC)

The President will preside at all meetings and conduct them according to the rules adopted. They will enforce due observance of this Constitution and By-Laws, decide all questions of order, and perform all other duties pertaining to the office of President.

Section 2. Leadership Staff or Assistant Emergency Coordinators (AEC)

By appointment by the EC or by general agreement of the AECs, one AEC will serve as interim President in the event of the unavailability of the EC. That individual will perform the duties of the EC until the EC returns or is replaced by the ARRL.

Section 3. Vice President

The Vice-President will assume all the duties of the President in his/her absence. The Vice-President will be designated by the President from among the AECs he or she appoints to the Leadership Staff. The appointment will be subject to a vote of the members of the full Board of Directors.

Section 4. Leadership Staff

The members of the Leadership Staff will each function as an officer of LeeARES Inc. They are appointed by the EC and serve as AECs. They will individually be responsible for support functions as determined by the EC. There will generally be an AEC Planning, AEC Administration, AEC Operations and AEC Logistics but the determination of the make-up of the Leadership Staff is at the discretion of the EC. The appointment will be subject to a vote of the members of the full Board of Directors.

Article IV Duties of Directors

Section 1. Emergency Coordinator or Chairman

The Chairman will preside at all Board of Director meetings and conduct them according to the rules adopted. They will enforce due observance of this Constitution and By- Laws, decide all questions of order, sign all official documents adopted by the LeeARES Inc. board of directors and perform all other duties pertaining to the office of Chairman. The Chairman will designate specific AECs to other specific duties as required. The appointments will be subject to a vote of the members of the full Board of Directors.

Section 2. The AEC designated as Vice Chairman

The Vice-Chairman (as designated by the EC) will assume all the duties of the Chairman in his/her absence.

Section 3. The AEC designated as Secretary

The Secretary (as designated by the EC), will keep a record of the proceedings of all board meetings, keep a roll of directors and members, carry on all correspondence, and read communications at each meeting. Upon resignation or departure, they will turn over all items belonging to the LeeARES Inc. to his/her successor.

Section 4. The AEC designated as Chief Financial Officer

The Chief Financial Officer (as designated by the EC), will receive and issue receipts for all monies paid or donated to LeeARES Inc., keep an accurate account of all monies received and expended and pay no bills without proper authorization by the Chairman of the Board of Directors. At the end of each quarter, they will submit an itemized statement of disbursements and receipts as well as the statement for the membership accounts. The CFO is assigned to be the Liaison if a contracted CPA firm is retained. The CFO is responsible for all financial audits pertaining to LeeARES Inc. Upon resignation or departure, they will turn over all items belonging to LeeARES Inc. to his/her successor.

Section 5. Other AECs as designated by EC

The above and remaining AECs not already designated will be members of the Leadership Team. They will perform duties as required by the EC.

Article V Meetings

Section 1. Board of Directors and Officers

The By-Laws will provide for a semiannual meeting of the Board of Directors. At meetings, a minimum of two-thirds of the membership will constitute a quorum for the transaction of business. At Board of Directors meetings, a minimum presence of two-thirds in person or via video or teleconference of the Directors will constitute a quorum for the transaction of business.

Section 2 Officers

The By-Laws will provide for quarterly meetings of the Officers. At meetings, a minimum of two-thirds of the membership, in person or via video/teleconference will constitute a quorum for the transaction of business.

Section 2 Annual Meeting

The LeeARES Inc. annual meeting shall be the first Saturday in March each year.

For the quorum count only filled positions will be counted. Robert's Rules of Order will govern proceedings.

Article VI Dues

LeeARES Inc., by majority vote of the Board of Directors present at the annual meeting, or at any other time, may levy upon the general membership such dues or assessments as will be deemed necessary for the business of the organization.

Associate Members Non-Voting

Dues are initially levied at \$0.00 per year for all Associate Members

Article VII Fundraising Activity

Section 1. Fundraising Activity

All fundraising activity will be conducted within the LeeARES Inc. name. All collected funds will be remitted to the LeeARES Inc. Chief Financial Officer to be recorded according to the record-keeping requirements of the IRS and State of Florida for the fundraiser. Funds may also be raised by donations, grants and in-kind services performed for LeeARES Inc. A receipt for funds raised will be supplied upon request.

Article VIII Dissolution of LeeARES Inc.

Section 1. Termination of Operations

In the event that the Board of Directors votes that LeeARES Inc. should be dissolved the motion for dissolution must receive more than a two-thirds vote of the Board of Directors to pass.

Section 2. Disposition of Assets

The Board of Directors will handle the disbursement of all assets of LeeARES Inc. No member or group of members will receive benefit from the assets.

All equipment will be sold, and net proceeds donated to a non-profit organization to further amateur radio. All remaining cash will be donated to a non-profit organization within amateur radio.

Article IX Amendments

Section 1. Constitution

This Constitution may be amended by a two-thirds vote of the Board of Directors. Proposals for amendments shall be submitted in writing at any regular meeting of the Board of Directors and will be voted on at the next Annual Meeting, provided all Directors have been given notice of the intent to amend the Constitution at said meeting.

Section 2. By-Laws

LeeARES Inc. By-Laws may be amended by a two-thirds vote of the Board of Directors at the Annual Meeting. Proposals for amendments shall be submitted in writing at any regular meeting of the Board of Directors, provided all Directors have been notified of the intent to amend the By-Laws

LeeARES Inc.

Original Signatories at Incorporation:

EC/President/Board Chair: Richard Schnieders


_____ Date 3/2/24

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AEC/Vice President/Vice Chair: Dave Sheppard


_____ Date 3/1/24

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AEC/Board Member: Jeff Kennedy


_____ Date 3/1/24


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AEC/Board Member: John Wells


_____ Date 3-1-24

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AEC/Board Member: Don Domina


_____ Date 3/1/24