

Policy and Procedures of SANDRA, Inc.

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Section 1 – Purpose

1. The principal office of this State of California corporation shall be located with-in the County of San Diego.
 - a. The corporation may have such other offices, either within or without the County of San Diego, as the Board of Directors may determine or as the affairs of the Corporation may require from time to time.
 - b. The Board of Directors is hereby granted full power and authority to change said principal office from one location to another.
2. SANDRA shall promote the importance of amateur radio by encouraging the operation of public service Nets on its repeaters.
 - a. Organizations run by recognized amateur radio groups such as ARES (Amateur Radio Emergency Service), San Diego County Humane Animal Rescue, American Red Cross, California Department of Forestry other agencies that benefit the public and conform to the amateur rules and regulations as set forth by the Federal Communications Commission are welcome to utilize our repeater systems.
3. The SANDRA Board shall maintain a list of public service Nets and agencies authorized to operate on the association's repeaters.
 - a. Each agency must submit a request to SANDRA as to the time and purpose of each scheduled Net.
 - b. The SANDRA Board shall evaluate the request to determine if the Net can operate without conflict to other scheduled repeater activities.
 - c. In a time of actual emergency, ARES should be given priority but not sole use of the repeaters during actual emergency conditions.
4. SANDRA shall encourage the technical advancement of amateur radio by staying up to date with the latest technological advances.
 - a. Maintaining equipment in a high state of proper maintenance and upgrading equipment, as time and monies permit is an organizational priority.

Section 2 – Members

1. Dues are \$25.00 per year.
 - a. Upon payment of dues, membership is valid for 12 continuous months.
 - b. Dues are payable by mail, the Internet, or in person at a Club function.
2. The Membership Chair shall mail an expiration notice to members at least 60 days prior to the expiration of membership.

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- a. The Membership Chair shall submit a report to the Board, at each Board Meeting, with names and call of each member whose membership lapses.
- b. The Membership Chair shall follow-up by contacting members who have not renewed their membership.
- c. Members should report change in license, call sign, address and phone number to the SANDRA Membership Chair or other Club Director.
- d. Membership dues are set by a majority vote of the Board.

Section 3 – Meetings of Members

1. Meeting Location / Day and Time
 - a. The meeting location for all established meetings shall be the San Diego County Educational Center, 6401 Linda Vista Road, San Diego on the first Thursday of the month.
 - b. Starting time shall be 7:00 PM.
 - c. Time, place and date may be changed by the Board of Directors.
 - d. A minimum of a ten day (10) advance notification shall be provided prior to any meeting changes.
2. General Membership Meetings shall be held a minimum of four (4) times a year in the following months:
 - a. March, June, September and December
3. The Annual Meeting of the Association shall be held in November.
 - a. Election of SANDRA Officers / Director shall take place at the Annual Meeting.
 - b. Only current members as outlined in the By-Laws shall be allowed to vote.
 - c. Members must be present to vote.
4. SANDRA Inc. shall sponsor a Holiday Party at the December General Membership Meeting.
 - a. The meeting location and time shall be as noted in Section 3, Paragraph 1, subparagraph (a) unless scheduling conflicts require changes.
 - b. If changes are required, advance notification shall be provided.
 - c. Newly elected members of the organization should be formally introduced at this meeting.
 - d. Any member(s) leaving office should also be recognized.

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5. Special Meetings can be called by the President, Directors or Members in accordance with the By-Laws and California law.
6. Nominations for new Officers and the 3-year term Member at Large Director position shall be accepted beginning at the September Membership meeting and close at the end of the October Board meeting.
 - a. Nominations may be submitted in person, by mail, email, SANDRA website or telephone.
7. Members may be required to vote on matters relating to SANDRA, Inc. other than the annual election vote. This voting shall take place in the following manner:
 - a. A current list of members shall be made available at any meeting at which a vote is to be held.
 - b. A Director or designee shall verify current paid-up/valid membership for each person wishing to vote.
 - c. A hand shall be raised when the President calls for a vote.
 - d. The use of a voting “paddle” is optional, if directed by the Board.
8. The yearly election of SANDRA Officers and the 3-year term Member At Large Director shall take place at the November Annual meeting.
 - a. The casting of a vote is a personal decision, and the identity of the voting member shall be kept secret.
 - b. A ballot shall be issued to each verified SANDRA member wishing to vote.
 - c. Ballots are to be printed by a recognized member of the Election Committee.
 - d. Once all votes are counted, verified and accepted, the ballots shall be maintained by a member of the Election Committee until the next scheduled meeting, upon which time, those who served on the Election Committee shall destroy all ballots.
9. SANDRA, Inc Meeting Matrix

	J	F	M	A	M	J	J	A	S	O	N	D
Annual											X	
Board	X	X		X	X		X			X	X	
Membership			X			X			X			X

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Section 4 – Officers

1. Each Officer of SANDRA, Inc. shall be elected at the Annual meeting of the membership in November.
 - a. Their term begins January 1st of the upcoming year.
 - b. Their term shall run for the SANDRA fiscal year, Jan. 1 through Dec. 31.
2. Each Officer shall hold office for a period on (1) one year or until their successor has been elected.
 - a. An Officer may be re-elected to the same office or to another office.
 - b. There are no term limitations within SANDRA for any office.
 - c. All incumbent Officers shall be listed on the upcoming November ballot unless they decline, and notify the Board of Directors.
3. Any Officer may be removed in accordance with the By-Laws
4. The duties of each officer shall be in accordance with the By-laws and as outlined below:
 - a. President: Shall preside over parliamentary procedure.
 - b. Vice President: Shall preside over meetings in the absence of the President and shall assume all duties of the President should he or she step down for any reason.
 - i. In addition, the Vice President shall be responsible for obtaining speakers for meetings when requested.
 - c. Secretary: Shall take Minutes of each meeting and submit a report for approval at each Board meeting.
 - i. In addition the Secretary shall submit the report to the Editor of the newsletter for inclusion in the newsletter.
 - ii. The Secretary should enter corrections and or additions to each report.
 - iii. Responsible for maintaining all corporate documents and records.
 - iv. The Secretary shall follow guidelines as outlined in any current work instructions documentation as authored by the Board of Directors, if available.
 - v. Shall acknowledge all donations and correspondence.
 - vi. Shall coordinate all repeater use requests.
 - d. Treasurer: Shall receive all monies from membership and donations and deposit these monies in a bank account in the name of SANDRA Inc.
 - i. The Treasurer shall be solely responsible for invoicing and fee collection, with the exception of membership dues.
 - ii. Special accounts may be opened with the approval of a majority of the Board.
 - iii. The Treasurer shall maintain complete records of all transactions.

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- iv. The Treasurer shall prepare checks and submit payment for all authorized expenses within the Organization.
- v. Authorized expenses are utilities, newsletter printing and mailing, insurance payments, alarm payments, corporation payments, site fees domain name registration and website fees, and up to \$300.00 in parts procurement, without prior approval of the Board, as long as the parts procurement expenses do not exceed \$300.00 in a single calendar month.
- vi. Any other expenses shall be approved by a majority vote of the Board.
- vii. At each Board Meeting, the Treasurer shall submit a written "Treasurers Report" which should be a month by month reporting of the finances. Such report requires no action.
- viii. In January, the Treasurer shall furnish each Officer and Director with a full annual financial report for the previous fiscal year.
 - 1. This report shall consist of the twelve monthly Treasurers Reports for the year.
 - 2. The annual report shall be audited by each Officer and Director for accuracy and accountability.
 - 3. The annual report shall be an agenda item at the following Board meeting.
- x. The Treasurer shall follow guidelines as outlined in any current work instructions documentation as authored by the Board of Directors, if available.
- xi. The Treasurer shall submit an annual budget estimate in January for the upcoming fiscal year.
- e. Membership Chairman: Shall maintain a complete record of all qualified members of the organization.
 - i. These records should include but not be limited to name, address, call sign, phone number, date of membership expiration.
 - ii. Upon request by the Board, the Membership Chairman shall submit a list of information to represent a SANDRA roster.
 - 1. The Membership Chairman shall make provisions to delete addresses and phone numbers from a printed or posted SANDRA roster for those requesting such service.
 - iii. Neither the SANDRA roster nor any of its information shall be used for commercial purposes, published without the approval of a majority of the Board or used for any commercial purposes whatsoever.

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- iv. The Membership Chairman shall print and provide mailing labels for each newsletter.
- v. The Membership Chairman shall follow guidelines as outlined in any current work instructions documentation as authored by the Board of Directors, if available.
- f. Meeting Chairman: Shall be responsible for all matters pertaining to the meeting place and refreshments (audio / video needs, refreshments if so directed by the Board) at the meeting of Members and Directors, with the exception of the speaker at the meetings.
 - i. The Meeting Chairman may assist the Vice President in selection of a speaker if it is so desired.
 - ii. The Meeting Chairman shall submit financial reimbursements to the Board for approval. Reimbursable items may include, but not be limited to:
 - 1. refreshments
 - 2. utensils
 - 3. decorations
 - 4. prizes
 - iii. The Meeting Chairman shall follow guidelines as outlined in any current work instructions documentation as authored by the Board of Directors, if available.”
- 5. In the event of the absence of a SANDRA Officer or Director, either short term (from two to four weeks) or prolonged, the President must immediately appoint another SANDRA Director to temporarily assume the duties, roles and responsibilities created by the absence.
 - a. This will be a collateral duty until the return of the absentee Director.
 - b. If the vacancy is that of the President, the Vice President shall assume the duties, obligations and role of the President.

Section 5 – Board of Directors

- 1. The SANDRA, Inc. Board of Directors consists of the Club Officers and three (3) Members At Large.
- 2. The election to fill the expiring Member At Large Director position shall take place at the November Annual Meeting.
 - a. The incumbent Member at Large Director up for re-election shall be listed on the upcoming November ballot unless they decline.

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- b. The incumbent Member at Large Director must notify the Board of Directors if s/he wishes to decline.
3. The three Members At Large (MAL) consists of one 3-year, one 2-year and one 1-year MAL term of office.
 - a. At the beginning of each year, the 3-year MAL rotates to 2-year position, the 2-year MAL rotates to 1-year MAL position and the 1-year MAL leaves office.
 - b. The annually elected MAL assumes the 3-year MAL position.
 - c. The 3-year and 2-year Members At Large shall be responsible for overseeing elections such as passing out ballots to eligible members and counting votes.
4. The Board of Directors shall meet at least six (6) times per year.
 - a. Meetings shall be held in any month except August.
 - b. In the months of March, June, September and December, the Board Meeting, if held, can immediately follow the Membership Meeting.
 - c. Board meeting for December is optional, based on organizational needs.
5. SANDRA, Inc, shall establish a Past President position as an Advisory Director.
 - a. This position is not a voting position, but will have duties as directed by the Board.
 - b. The Past President may be tasked assist with securing locations and speakers for meetings.
6. SANDRA, Inc. may establish a Chief Operating Officer with the duties as directed by the Board if they deem necessary.
 - a. The Chief Operating Officer is responsible for the daily operations of the corporation, and reports to the Board.
7. Reports to the Board
 - a. At each Board Meeting, all Board Members and appointed Committee Chairs of the Organization shall have prepared in advance, a written report of their activities in connection with their administrative and collateral duties since the last Board Meeting.
 - b. These reports shall be submitted to the Secretary.
 - c. If the Board member has nothing to report, the Board member shall notify the Secretary via email at least 48 hours in advance of a scheduled or special meeting of the Board that s/he has nothing to report.
 1. Alternatively, the Board member may note that s/he has nothing to report in a written report of activities.
 - d. An email or written report stating that the Board member has nothing to report requires no action.

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Section 6 – Standing Committees / Operations

1. All appointed committee Chairs and their members shall serve at the pleasure of the Board, but may not be removed without the consent of the majority of the Board of Directors.
2. The Membership Committee shall be appointed by the President, with the approval of the Board of Directors.
 - a. The Membership Chairman shall Chair this committee.
3. The Membership Committee shall have the general responsibility for the recruitment and retention of members and other duties as assigned by the Board of Directors.
4. The Meeting Committee shall be appointed by the President, with the approval of the Board of Directors.
 - a. The Meeting Chairman shall Chair this committee.
5. The Meeting Committee shall be responsible for all arrangements relating to the meetings and other duties as assigned by the Board of Directors.
6. The Election Committee shall be appointed by the President, with the approval of the Board of Directors, to make all the arrangements for, and to oversee the election of Officers and Directors.
7. The Election Committee shall be formed at least (90) ninety days prior to the Annual Meeting.
 - a. The Chair shall be the Three-Year Member At Large Director, and Co-Chair shall be the Two Year Member At Large Director.
 - b. One or more additional Club members, with no vested interest in the election, shall be appointed to this committee.
8. The Election Chair and Committee members shall serve from the inception of the committee until the election results have been announced to the membership.
9. The Technical Committee Chair and members shall be appointed by the President, with the approval of the Board of Directors.
 - a. The Chair of the Technical Committee is the Organization's Technical Operations Manager.
10. The Technical Committee shall oversee and maintain the Corporation's radio equipment, facilities, technical operations and planning, and other technical duties as directed by the Board.
11. The Technical Committee Chair shall provide an inventory of equipment owned by the Corporation to the Board of Directors at the Annual Meeting.
12. The Technical Committee shall approve all equipment installed and operated under the licenses of the Corporation or within any SANDRA, Inc. facility.

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13. The Technical Committee shall approve all amateur radio equipment installed by other organizations, clubs or individuals in SANDRA, Inc. maintained facilities.
 - a. New site users must receive approval by a majority of the Board prior to installation of equipment.
 - b. It is forbidden for amateur radio operators to install anything other than equipment operating on amateur radio frequencies at any SANDRA, Inc. facility.
 - c. A list of all SANDRA facility users, to be known as a “facility users list”, shall be presented to the Board by the Technical Committee Chair at the October Board meeting. The facility users list shall include:
 1. organization/user name
 2. call sign
 3. mailing address
 4. phone number
 5. email address
 6. date of original occupation of facility
 - d. The Treasurer shall rely upon the facility users list as a point of reference for invoicing and fee collection as outlined in Section 4, Paragraph 4, subparagraph (d, i).
14. Organizations with equipment in SANDRA, Inc. facilities shall reimburse SANDRA for all costs associated with the operation of their equipment.
 - a. The Technical Committee shall assess costs for each facility user and provide a written facility user cost assessment to the Board of Directors at the November Board of Directors meeting.
 - b. The Treasurer shall use the facility user cost assessment to engage in invoicing and fee collection as outlined in Section 4, Paragraph 4, subparagraph (d, i), and ensure that site users are invoiced no more than 30 days from the January meeting.
15. The SANDRA Trustees shall be appointed by the President, with the approval of the Board of Directors.
16. Trustees shall be responsible for the administrative duties and obligations as it relates to equipment and the Organization’s Federal Communications Commission licensing requirements at the various SANDRA, Inc. repeater locations.
 - a. A list of Trustees shall be included in the Club publication.

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Section 7 – By-Laws

1. The SANDRA, Inc. By-laws and Articles of Incorporation shall be reviewed by the Board on an annual basis.
 - a. This shall be completed by the end of each year.

Section 8 – Parliamentary Authority and Procedures

1. In order to maintain an orderly organization, the SANDRA Board of Directors shall use the most current edition of Robert's Rules of Order.
 - a. As of this writing the most current issue is the 11th edition.
2. The SANDRA Board shall conduct a yearly audit of the Articles of Incorporation, By-Laws and Policy and Procedures.
 - a. Updates, revisions, changes and amendments that are not otherwise conducted during the normal course of business throughout the year shall be an agenda item at the November Annual meeting of the Association.
3. SANDRA, Inc. shall maintain an up to date copy of the Official Robert's Rules of Order, Newly revised.
4. The Board shall appoint a member of its Board to the collateral duty of Parliamentarian.
 - a. This member shall maintain the Robert's Rules of Order, and have the publication available as reference at all meetings.
 - b. Additionally, the assigned Board Member shall have a working knowledge of Robert's Rules of Order, so as to provide continuity to the proceedings.
 - c. When required by the President, they shall research the point and report back at the current or next meeting to the Board of Directors.
 - d. In the absence of the Parliamentarian the President shall assume those duties for the period of absence.
5. Business shall be conducted in accordance to Robert's Rules of Order and the Rules and laws pertaining to non-profit corporations in the State of California.
6. Two copies of Robert's Rules of Order, most current edition, shall be purchased by the SANDRA organization.
 - a. One for the President and one for the appointed Parliamentarian.
7. The Parliamentarian acts as a consultant to the Election Committee.
 - a. The Parliamentarian oversees the orderly election of Officers and Directors, along with the Committee appointed by the President.

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- b. The election is to be a secret ballot election and upon counting of ballots they are to be destroyed per Section 3, Paragraph 8, subparagraph (d), and the President notified of the candidates elected.
 - i. The only exception is when the Parliamentarian is a candidate and then the President shall appoint the Election Committee not to include the Parliamentarian or any other candidate.

Section 9 – Documentation

1. The SANDRA, Inc. documentation policy defines the requirements for the control, creation, maintenance and distribution of club paper forms, such as the by-laws, policy manual, promotional brochures and other promotional material, newsletter, letterhead, business cards, contracts, agreements, or any other paper document that is an official representation of the organization.
 - a. This policy defines the level of documentation required for continuity in management of club operations.
 - b. This policy defines who will have access to read documentation and who will have access to change it.
 - c. This policy defines who shall be notified when changes are made.
2. By-laws
 - a. The parent version of the corporation's by-laws shall be in Microsoft Word format 5.0 or greater.
 - b. The corporation's by-laws shall be maintained by the club Secretary.
 - c. A digital back-up of the corporation's by-laws shall be stored on a sufficiently resilient digital storage medium and kept at our financial institution in a safe deposit box.
 - d. An Adobe Acrobat (.pdf) version of the by-laws may be distributed by the Secretary or any official of the organization via email.
 - e. An Adobe Acrobat (.pdf) version of the by-laws shall be made available for download from the club website.
 - f. A printed version of the by-laws may be obtained from any party upon written request to the SANDRA corporate address as long as the request includes an SASE and sufficient postage affixed.
3. Policy Manual
 - a. The parent version of the corporation's policy manual shall be in Microsoft Word format 5.0 or greater.
 - b. The corporation's policy manual shall be maintained by the club Secretary.

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- c. A digital back-up of the corporation's policy manual shall be stored on a sufficiently resilient digital storage medium and kept at our financial institution in a safe deposit box.
 - d. An Adobe Acrobat .pdf version of the policy manual may be freely distributed by the Secretary or any official of the organization via email if required.
 - e. An Adobe Acrobat .pdf version of the policy shall be made available for download from the club website.
 - f. A printed version of the policy manual may be obtained from any party upon written request to the SANDRA corporate address as long as the request includes an SASE and sufficient postage affixed.
4. Promotional Brochures and Other Promotional Material
- a. Promotional brochures and other promotional material may be maintained in whatever format is deemed appropriate by the owner/creator of that material.
 - b. Promotional brochures and other promotional material may not be created without the prior approval of the Board of Directors.
5. Newsletter
- a. The official newsletter of SANDRA, Inc. shall be named Squelch Tales.
 - b. The newsletter shall be authored using Microsoft Publisher 2002 or greater.
 - c. The publishing schedule of the newsletter shall be no less than four (4) times per year and at least 3 weeks prior to any scheduled general meeting.
 - d. The newsletter shall be provided to the webmaster in the form of an Adobe Acrobat (.pdf) file, suitable for download by the membership on or about the date of newsletter mailing.
 - e. A notification shall be distributed to the membership via the wb6wlv Yahoo group upon the successful upload of the newsletter to the website by the webmaster.
 - f. All members should avoid distributing the Adobe Acrobat (.pdf) file version of the newsletter via email, and instead, refer the interested party to the location of the newsletter on the SANDRA website.
 - g. The newsletter shall never contain the call signs, user group names or amount of reimbursement received, in part or in total, by any Otay site occupants.
 - h. The newsletter shall not contain financial balances.
6. Letterhead
- a. The letterhead master document shall be maintained by the club Secretary.

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- b. Letterhead may be printed for official use by any member of the Board of Directors.
- c. Letterhead format shall only consist of:
 - i. The SANDRA, Inc. circular logo located in the document header, center justified, and not to exceed 1.25” in diameter.
 - ii. The SANDRA, Inc. mailing address in the document footer.
- d. The font used in SANDRA, Inc. letterhead shall be Verdana, 10 point.
- e. The font color used in SANDRA, Inc. letterhead shall be black.
- f. Only pure white paper may be used for printing.

7. Business Cards

- a. Business cards that appear to represent any individual in SANDRA, Inc. are strictly forbidden.

8. Contracts

- a. The parent version of any contract authored by the corporation or a party representing the corporation shall be in Microsoft Word format 5.0 or greater.
- b. The corporation’s contracts shall be maintained by the club Secretary.
- c. A digital back-up of the corporation’s contracts shall be stored on a sufficiently resilient digital storage medium and kept at our financial institution in a safe deposit box.
- d. Corporate contracts may only be distributed by approval of the Board of Directors

9. Agreements

- a. The parent version of any agreement authored by the corporation or a party representing the corporation shall be in Microsoft Word format 5.0 or greater.
- b. The corporation’s agreements shall be maintained by the club Secretary.
- c. A digital back-up of the corporation’s agreements shall be stored on a sufficiently resilient digital storage medium and kept at our financial institution in a safe deposit box.
- d. Corporate agreements may only be distributed by approval of the Board of Directors

10. Other Paper Documents Not Specified

- a. Any paper document not specified in this policy shall be reviewed by the Board of Directors prior to creation or distribution.

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- b. Any paper document not specified in this policy should be maintained by the club Secretary unless the Board of Directors determines that another club official is better suited to maintain the paper document.

11. Safe Deposit Box Key

- a. Both the President and the Treasurer shall maintain a copy of the SANDRA safe deposit box key.
- b. In the event of a change in the President or Treasurer positions as a result of an election or other circumstance as defined in our by-laws:
 - i. The safe deposit box key shall be transferred to the new President or Treasurer at the next scheduled Board of Directors meeting.
 - ii. The Secretary shall immediately send a letter to the club financial institution informing them of the change.
- c. In the event that the President or Treasurer has vacated office with the key in his/her possession and is unable to participate in a key transfer:
 - i. The Secretary shall immediately send a letter to the club financial institution informing them of the key disposition and request that the box lock be changed.
 - ii. The Board shall appoint an elected officer to work with the club financial institution to finalize the release and proper assignment of the new key.

Section 10 – Internet and Website

- 1. This section addresses to the control, creation and maintenance of all SANDRA, Inc. on-line content, including digital versions of paper documents as described in Section 9 and inclusive of all club image files and audio files, on-line discussion groups, websites, internet domain hosting services, website hosting services and related services.
- 2. The primary responsibility for Section 10 oversight and compliance is that of an appointed Advisory Director or club officer as recognized by the Board of Directors.
- 3. SANDRA, Inc. operates the following on-line distribution mediums for documents, forms, photos and related digital products:
 - a. Yahoo Groups <http://groups.yahoo.com/groups>
 - i. SANDRADIRECTORS Yahoo Group
 - 1. Closed group.
 - 2. Invitation only.

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3. Board of Directors only may join.
 4. Group owner and any moderator(s) shall be an officer of the corporation.
 - ii. SANDRATECH Yahoo Group
 1. Closed group.
 2. Invitation only.
 - a. Any member supporting SANDRA technical operations may request to join; non-members may not join.
 3. Owner and any moderator shall be, at minimum, a recognized Advisory Director.
 - iii. SANDRA Net Control Group
 1. Closed Group.
 2. Invitation only.
 3. Board of Directors and any current Net Control operator may request to join.
 4. Owner and any moderator shall be, at minimum, a recognized Advisory Director.
 - iv. WB6WLV Yahoo Group
 1. Closed Group.
 2. Anyone may request to join.
 3. Owner and any moderator shall be, at minimum, a recognized Advisory Director.
 - v. Flickr <http://www.flickr.com>
 1. Sole distribution vehicle for SANDRA, Inc. event and activity photos, past and present.
 2. Owner of the Flickr photo library shall be, at minimum, a recognized Advisory Director.
4. SANDRA, Inc. Domain Host
- a. Godaddy.com is the recognized host for all SANDRA, Inc. domain names.
 - b. Domains currently hosted:
 - wb6wlv.com

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5. SANDRA, Inc. Website

- a. SANDRA, Inc. shall use the domain wb6wlv.com as the primary host for its website and email aliases.
- b. Use of other domains established by the corporation shall be determined by the Board of Directors and implemented by a specific Advisory Director or club officer as recognized by the Board of Directors.
- c. The Board of Directors shall appoint a webmaster responsible for designing, developing, marketing, and maintaining the club website.
 - i. The webmaster may also be the Domain Trustee.
- d. The webmaster shall not transfer his/her web maintenance responsibilities, in part or in full, to another member of the organization without prior written approval from the Board of Directors.
 - i. Not applicable to corrections that must be made to any web pages.
- e. The webmaster shall provide all website account information, passwords and related information to the Board of Directors, at any time, upon request, and immediately upon changing any access or account information.
- f. All website design and materials is exclusively owned by SANDRA, Inc.

6. On-line content

- a. SANDRA, Inc. may distribute its own documents, forms and photos via established on-line distribution mediums as described as long as those documents, forms or photo formats do not conflict with any file format(s) established per policy Section 9.

Section 11 – Liability and Indemnification

1. SANDRA, Inc. is an all-volunteer organization.

- a. All Directors and members volunteer their time to this organization. Volunteers acting within the scope of their responsibilities to the organization are provided specific liability protections under the Federal Volunteer Protection Act of 1997 (Public Law 105-19).

2. The Officers and Directors of SANDRA, Inc. owe fiduciary duties, obligations and responsibilities to the organization. These duties include obedience, loyalty and due care.

- a. The duty of obedience forbids acts outside the scope of corporate powers.
- b. The Board of Directors must comply with Local, State and Federal laws and regulations, and conform to the Organization's Articles of Incorporation, By-laws, Policies and Procedures.

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- c. The duty of loyalty dictates that the Board of Directors must act in good faith and must not allow their personal interests to prevail over the interests of the organization.
 - d. The duty of care requires the Board of Directors to be diligent and prudent in managing the Organization's affairs.
 - e. The individuals charged with governing must handle the organizational duties with such care as an ordinarily prudent person would use under similar circumstances.
3. SANDRA, Inc. shall maintain an insurance policy which covers its equipment. SANDRA, Inc. is not responsible for claims for bodily injury, sickness, death and others' property damage or loss.
 4. SANDRA, Inc. shall maintain a liability insurance policy in the amount of \$1,000,000.00 or greater.
 5. All Clubs, Organizations, groups or individuals who have equipment at the SANDRA, Inc. repeater sites are responsible for their own equipment and safety.
 - a. The Board shall ensure that for each radio system installed, the responsible party completes an "Otay Mountain Site User Agreement and Release and Hold Harmless Agreement" as supplied by the Technical Committee.
 6. The "Otay Mountain Site User Agreement and Release and Hold Harmless Agreement" shall be filed with the Technical Committee.
 7. A new "Otay Mountain Site User Agreement and Release and Hold Harmless Agreement" must be completed any time any of the items in the document are modified.

Section 12 – Dissolution

1. In the event of a corporate dissolution, all assets, property and other SANDRA licenses, repeater coordinations and items and interests shall be distributed to another local amateur radio organization or organizations as determined by the Board at that time, and in accordance with the law.
2. No property of SANDRA shall be given to any Board member.
3. Owners of property not belonging to SANDRA shall be notified with ample time to arrange for the extraction of their equipment from any SANDRA owned repeater site.