

**ARTICLES OF
INCORPORATION OF
SOUTHERN PENINSULA EMERGENCY COMMUNICATIONS
SYSTEM USERS GROUP**

ADOPTED – April 2, 1988
Amended – January 20, 2007
Amended – January 12, 2019

Article 1. Name

Section 1. The name of this corporation shall be the **SOUTHERN PENINSULA EMERGENCY COMMUNICATIONS SYSTEM USERS GROUP** (hereinafter referred to as **SPECS-UG**).

Article 2. Object

Section 1. The object of the SPECS-UG shall be generally to promote, encourage and assist all radio amateurs in preparing for and carrying out emergency communications, and specifically to organize the users of and to support the Southern Peninsula Emergency Communications System Repeater.

Section 2. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Non-profit Public Benefit Corporation Law for charitable purposes.

Section 3. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

Section 4. No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

Section 5. The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

Article 3. Membership

Section 1. All persons interested in amateur radio activities shall be eligible for

membership, subject to approval by the Board of Directors.

Section 2. A member in good standing is one whose dues are current, with no charges pending.

Article 4. Officers

Section 1. Officers of this Group shall be the President, First Vice-President, Second Vice-President, Secretary, Treasurer, and Training Officer.

Section 2. Officers must be licensed radio amateurs, and members of SPECS-UG.

Article 5. Board of Directors

Section 1. The Board of Directors shall be the governing body of SPECS-UG and shall consist of the elected officers. The immediate past President shall be an ex officio member of the Board and shall have the voting privilege. The Repeater Liaison, a person designated by the Southern Peninsula Emergency Communication Repeater Association (SPECS-RA), shall be an ex officio member of the Board and shall have the voting privilege. The Board, with membership approval, may establish additional Director positions.

Section 2. All Directors shall serve without compensation.

Article 6. Amendments

Section 1. These Articles of Incorporation may be amended at any regular meeting of SPECS-UG, provided said amendment is passed by a two-thirds vote of the members present in good standing.

Section 2. Notice of a proposed amendment shall be given to all members in good standing at least seven days prior to the meeting at which the amendment is to be presented.

Section 3. Amendments shall not conflict with Article 2 of these Articles of Incorporation.