

CONSTITUTION AND BY-LAWS OF THE NEW RIVER VALLEY AMATEUR RADIO CLUB, INC.

PREAMBLE

We, the undersigned, wishing to secure for ourselves the pleasures and benefits of the association of persons interested in amateur radio, do hereby constitute ourselves as the New River Valley Amateur Radio Club, without pecuniary interest, hereinafter called The Club, and do enact this Constitution as our governing law. It shall be our purpose to facilitate the exchange of information and general cooperation between members, to promote radio knowledge, fraternalism, and individual operation, and to conduct club programs and activities as to advance the general interests and welfare of amateur radio in the general community.

ARTICLE 1- MEMBERSHIP

Section 1: All licensed amateur radio operators shall be considered for membership. Membership shall be by written application and election upon such terms as the Club By-Laws shall provide.

Section 2: Club members may nominate an individual or a group of individuals for honorary membership with the election of same upon such terms as the By-Laws shall provide.

Section 3: A club member may invite guest(s) to any club activity.

Section 4: A membership shall terminate upon the occurrence of any of the following events:

a) Members may resign. Resignation must be in writing, sent by paper or electronic mail to a member of the Executive Committee. Any dues already paid for the current year will be refunded pro-rata based on the calendar year.

b) Membership may be terminated for cause. "For cause" is herein defined as any action or actions taken by a member of the Club in violation or disregard of any Article and/or Section contained in the Club's Constitution and By-Laws. The total membership shall be notified of the two Special Business Meetings by written form via paper and/or by electronic format at least fifteen (15) calendar days prior to each stated Special Business Meeting. At the first Special Business Meeting, a member may, by proper motion including the provision of information to support such motion, propose termination of a membership. A majority vote in the affirmative, comprised of two thirds of the members present shall be required in order to notify the Member in question of this pending action. The Member in question shall be notified by registered letter of the pending action by the Secretary so that the Member receives the notification at least twenty (20) calendar days prior to the second Special Business Meeting. At the second Special Business Meeting, the Member in question shall be given the opportunity to

present evidence and arguments in their defense. A majority vote in the affirmative, comprised of two-thirds of the members present at the second Special Business Meeting, shall be required to terminate membership. A membership termination (written) notice shall be sent by registered mail to the affected member within five (5) calendar days of membership termination.

c) Membership will be automatically terminated for members who do not pay applicable dues by the end of the grace period specified in By-Law 3 (e). Memberships terminated for this reason may be reinstated upon payment of applicable dues.

d) Persons whose memberships are terminated for any reason shall immediately return any and all Club property in their possession to a member of the Executive Committee.

ARTICLE 2 - OFFICERS

Section 1: The officers of the Club shall be President, Vice President, Secretary, and Treasurer. The Executive Committee shall consist of these elected officers.

Section 2: The officers of the club must be club members in good standing and hold a valid amateur radio license. They shall be elected for a term of one year or until their successors are chosen. They shall be elected by a majority vote comprised of two-thirds of the members present at the club meeting.

Section 3: The members present at a club meeting shall by a two-thirds majority vote, fill a vacancy occurring in any elected office with the exception of the President. A vacancy in the office of the President shall be filled by the Vice President and a new Vice President shall be elected.

Section 4: Any club officer or appointed official, may be removed from his or her office and/or appointment by a majority vote in the affirmative, comprised of two-thirds of the members present at two successive regular or special business meetings. Any matter regarding *termination of membership* will be subject to the provisions under Article 1, Section 4.

ARTICLE 3 - RESPONSIBILITIES OF OFFICERS

Section 1: The President shall preside at all meetings of the Club and conduct the meetings according to the Club's Constitution and By-Laws, and in accordance with Roberts Rules of Order. The President shall enforce due observance of the Club's Constitution and Bylaws, decide all questions of order, sign all official documents adopted by the Club, and perform all customary duties pertaining to the office of the President.

Section 2: The Vice President shall assume all duties of the President in the absence of the latter and shall assist the President, Secretary and Treasurer in their respective responsibilities where requested by same. The Vice President shall serve as Publicity Director and will be responsible for promoting the Club by communicating to the general public with the Executive Committee's approval, the interests and/or activities of the Club.

Section 3: The Secretary shall keep accurate, detailed minutes of the proceedings of all meetings to include a written copy of the current financial report made by the Treasurer, maintain a roster of members attending, submit applications for membership, maintain club correspondence, read communications at each meeting, and notify each member of the regular and special meetings of The Club. The Secretary shall keep a copy of the Club's Constitution and By-Laws from which to reference during club meetings.

Section 4: The Treasurer shall receive and give receipt for all monies paid to the Club. The Treasurer shall keep an accurate account of all monies received and expended and will provide a written report at each club meeting of the year-to-date income with expenses listed individually. The written financial report will then be submitted to the Secretary for retention with the minutes of the club meeting. At the end of each fiscal year, the financial records shall be audited by two members of the Executive Committee and a written report as to the findings of this audit will be presented to the Club at the next monthly meeting.

Section 5: The business of the Club shall be administered by the Executive Committee for the efficient management of the Club. Notwithstanding guidelines stated in subsequent Section 6, and/or other articles, actions taken by the Executive Committee must be approved by a two-thirds majority vote of the members present at a club meeting.

Section 6: The President, with the Executive Committee's approval, or the Executive Committee itself, may authorize spending up to \$250.00 for Club's proper operation, maintenance, and support of authorized Club equipment, activities, functions, or programs *without the approval* of the voting membership. A receipt must be filed on a timely basis with the Treasurer in order to be reimbursed for such expenditures. A minimum balance of \$100.00 must be maintained in the Club treasury at all times.

ARTICLE 4 - COMMITTEES

Section 1: In addition to the Executive Committee, other committees, termed auxiliary committees, may be appointed by the President and/or the Executive Committee. All committees shall be approved by a two-thirds majority vote of the members present at a club meeting. These committees will, as directed by the President and/or Executive Committee, provide oral or written report(s) as to their assignment, to the President and/or Executive Committee.

ARTICLE 5 - MEETINGS

Section 1: The By-Laws shall provide for regular and special meetings. At meetings, a minimum of seven (7) members shall constitute a quorum for the transaction of business.

ARTICLE 6 - BY-LAWS

Section 1: The Club shall adopt and maintain a set of By-Laws for the regulation of its business.

ARTICLE 7 - AMENDMENTS

Section 1: The Club Constitution or By-Laws may be amended by a two-thirds majority vote of members in attendance at a Club Business Meeting. Proposed amendments shall be submitted in writing at a regular meeting to the Executive Committee for evaluation. In a timely manner, the Executive Committee shall present the completed amendment(s) to the total membership for discussion. Notice of the final proposed amendment will be sent by written form via paper and/or by electronic format to the total membership advising of the intent to amend the constitution and or By-Laws at said meeting. A majority vote in the affirmative, comprised of two-thirds of the members present at said Club meeting, shall be necessary in order to adopt the amendment(s) and/or to change the constitution and or By-Laws.

ARTICLE 8 - DISSOLUTION OF THE CLUB

Section 1: Should the Club members find that the Club has outlived its purpose and/or function and desire to disband the Club, the Executive Committee will notify the total membership by written form via paper and/or by electronic format advising of this intent. The total membership shall be notified of the Special Business Meeting by written form via paper and/or by electronic format at least thirty (30) calendar days prior to this Special Business Meeting. After payment of all financial obligations, any remaining funds and/or equipment shall be donated to a charity or an amateur radio club of the membership's choice. A majority vote in the affirmative, comprised of a two-thirds majority of the members present shall be required on all matters pertaining to the dissolution of the Club.

BY-LAWS

Section 1: The classes of membership are Individual, Family, Associate, and Honorary. Family membership is comprised of all licensed members of one's immediate family residing in the same household. Associate membership is applicable to an unlicensed person who is interested in furthering the interest of the Club and of amateur radio in general. Associate members cannot hold a club office and shall not have voting privileges. Honorary membership is granted to any individual or group of individuals who have made significant contributions the Club or to amateur radio. Honorary members shall not have voting privileges.

Section 2: Application for membership may be submitted to any club member who will then convey this application to a member of the Executive Committee. The Executive Committee will then present the application to the members in attendance at the next Club meeting. A two-thirds majority vote in the affirmative is required for acceptance of the membership application.

Section 3: Membership Dues

a) All club members with the exception of honorary members, shall be assessed a yearly membership fee which shall be payable at the beginning of the fiscal year. The fee covers all licensed family members residing in the same household. The annual membership fee may be amended by a two-thirds majority vote of the members in attendance at a business meeting.

b) New members will be assessed a prorated fee for the balance of the fiscal year.

c) The fiscal year shall be January 01 to December 31.

d) The Treasurer will bill each member for the upcoming year's membership dues in November.

e) Members shall have a dues grace period of the three months being the term of January 01 to March 31 of each year in which to pay their dues. If dues are not paid by March 31, membership is considered to be null and void.

f) In the event of mitigating circumstances, a temporary leave of absence may be granted by the Executive Committee and/or any applicable dues waived.

Section 4: Regular meetings shall be held once or twice monthly on days and times recommended by the Executive Committee and approved by a two-thirds majority of members in attendance at a club meeting. Special meetings may be called by the President with the approval of the Executive Committee. Members shall be notified of the special meeting(s) and of the business to be transacted. Such notices, to include either oral or written notice via paper or electronic format, must be given to the members at least 24 hours prior to the time of the club meeting. Any matter regarding termination of membership will be subject to the provisions under Article 1, Section 4.

Section 5: Annually, at the first meeting in October, the President will appoint a temporary Nominating Committee to draft a recommended slate of officers for the upcoming year. At the subsequent club meeting in November, the membership shall elect by a two-thirds majority, a slate of officers for the coming year. In addition to the slate of officers recommended by the Nominating Committee, members may nominate candidates from the floor. The newly elected officers will assume their official positions at the first meeting in January of the new year. Presentation of the annual reports by the incumbent President and Treasurer will be conducted at the January meeting.

Section 6: With a voting membership comprised of at least 51% licensed amateurs who are also full or associate members of the ARRL (American Radio Relay League - The National Association for Amateur Radio), the Club may vote to become an ARRL affiliated club by two-thirds majority vote. Those members not wishing to join ARRL will not be penalized in any manner.

Section 7: The NRVARC is the financial sponsor of the Montgomery/Pulaski County Amateur Radio Emergency Service Group. This organization is a separate entity from the Club and acts solely under the leadership of the ARRL Field Organization and the local ARES Emergency Coordinator(s). The Montgomery/Pulaski County ARES Group provides emergency and public service communications support to various nonprofit and governmental agencies.

Section 8: The Club repeater(s), with a coordinated frequency of 147.180, with + 600 offset, and all related equipment shall be funded by and owned by the New River Valley Amateur Radio Club, Inc. The repeater system shall be maintained in good operating condition as set forth by FCC rules and regulations for amateur radio operations. The club members are responsible for funding and providing their expertise and other assistance in maintaining the Club repeater(s).

Section 9: The Executive Committee shall recommend to the membership, an active club member to serve as the Repeater Trustee who shall be approved by a two-thirds majority vote of the members attending a regular or special meeting. The Repeater Trustee, in conjunction with the Club, is responsible for ensuring that use of the repeater(s) is in compliance with the appropriate FCC regulations, and in supervising the ongoing maintenance and repair of the repeater(s) and all related equipment. The Repeater Trustee will, prior to initiating any action regarding said repeater(s), obtain the approval of the Executive Committee on all matters involving the use and/or maintenance of the repeater(s) and will be subject to the guidelines set forth below on monetary expenditures.

Should the expenditure for maintenance and/or repairs exceed the sum of \$250 *or* should the maintenance /repair not be in the best interests of the Club, the Executive Committee shall bring the matter to the members present at the Club meeting for their consideration and approval. A two-thirds majority vote of the members present at said Club meeting is required for approval.

Unless gross negligence is involved, the Repeater Trustee or Electronics Technician shall not be held liable for accidental damage to the Club equipment. When needed, the Club may also appoint or contract an Electronics Technician to either maintain and/or to assist the Trustee in the maintenance of the repeater(s) and all related Club equipment.

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