

BY LAWS OF THE ROCKINGHAM COUNTY AMATEUR RADIO CLUB

ARTICLE I

PURPOSE

The purpose of the Rockingham County Amateur Radio Club, Inc. (RCARC) is to promote awareness and growth of Amateur Radio, strive for every member to get involved, get active, and get on the air, encourage radio experimentation and advance radio technology and education, and to serve the community by providing public service and emergency communications. The club is organized exclusively for charitable, educational, scientific, and public safety purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ACTIVITIES NOT IN FURTHERANCE OF EXEMPT PURPOSES

No part of the net earnings of RCARC shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3). No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

DISSOLUTION OF THE CORPORATION

Upon the dissolution of RCARC, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE II

MEMBERSHIP

A. MEMBERSHIP ELIGIBILITY

All persons interested in amateur radio communications shall be eligible for membership. Discrimination due to race, religion, creed, sex or age shall be prohibited. Prospective members shall submit a completed club application form along with payment of dues to the Treasurer. Each applicant must agree to familiarize himself with, and agree to abide by, the Articles of Organization, By-Laws, and policies of the club.

B. CATEGORIES

Categories of membership are defined as:

1. Regular: Member holding a valid FCC amateur radio license, or who has expressed a significant interest in amateur radio communication and who has paid Club membership dues and assessments in accordance with the provisions of these By-Laws.
2. Patron: Member, which is a recognized organization, institution, company, association, partnership, or corporation, which demonstrates interest in furthering the purpose and objectives of the Club. The submission of a completed application form signed by an authorized officer of the organization and payment of dues is required
3. Honorary: Member having no privileges, dues, or assessments.
4. Family: Spouse/Significant other and dependent(s) residing in the household as a Regular member and who also holds a valid FCC amateur radio license.

C. VOTING ELIGIBILITY

Any Regular member may participate in any vote conducted by the club. A quorum must be present for a vote to be conducted concerning removal from office, modification of bylaws, or officer election. An eligible member for purposes of establishing quorum is defined as Regular member who has attended at least ONE of the previous THREE club business meetings. The Attendance log from each business meeting will be the basis of confirming eligibility

D. REPRESENTATION OF THE CLUB

No member shall represent the Club in any manner without the specific authorization of the Executive Board, the Club membership or the Articles of Organization and By-Laws.

ARTICLE III

MANAGEMENT

A. EXECUTIVE BOARD/BOARD OF DIRECTORS

Management: A. EXECUTIVE BOARD/BOARD OF DIRECTORS Management of the Club shall be the Executive Board, subject to the approval of the membership. The Executive Board shall recommend general policies of the Club. It shall ensure that committees are active and functioning and shall ask for committee reports as necessary. The Executive Board shall supervise all committee chairmen and shall have oversight of Club finances. The Executive Board shall meet at least quarterly and shall manage Club business between regular meetings. The Executive Board shall consist of the President, Vice President, Secretary, and Treasurer. The President shall be chairman of the Executive Board. The Board Of Directors shall consist of (3) three regular Club Members. One BOD Member shall be the immediate Past President of the Club. His term shall run until the time that he/she is replaced by an outgoing President. In any year where the club's membership of full paid members exceeds 50, the club may by simple motion and approval, add two additional BOD positions to the upcoming year's nomination's slate of officers. The remaining two members of the BOD shall be elected in staggered terms of (1) one and (2) two year terms. There will be no time limit or term limit for the BOD Members.

No person shall be permitted to serve on the BOD and hold any Officer position at the same time

B. REMOVAL FROM THE BOARD

An Executive Board member may be removed from office because of malfeasance, poor attendance at meetings, failure to perform in an adequate manner the duties entrusted to him, or for any other reason deemed appropriate by the Executive Board. In writing, with justification, five members may petition the Executive Board to take necessary action to allow the membership an opportunity to participate in any removal action. An officer removed from office for cause shall not be eligible to hold any office for a period of two years.

A board member that is unable or unwilling to serve on the board may in writing to the BOD, resign their office.

C. REQUIREMENTS TO REMOVE FROM BOARD

Quorum: A minimum of one third of the eligible voting members must be present for a vote on a removal from office. A majority affirmative vote will constitute removal.

D. EXECUTIVE BOARD/BOARD OF DIRECTORS VACANCIES OCCURRING BETWEEN NOVEMBER MEETINGS

When vacancies occur less than four months before the November meeting, the Executive Board may make a temporary appointment to fill the vacancies until the next November meeting. Under such circumstances a majority vote of Executive Board members present will constitute appointment. If a vacancy occurs four months or more before the next November meeting, a special election to fill the vacancy shall be held no later than the second regular Club meeting after the vacancy occurs. The preceding statement does not apply to a vacancy, which occurs for

President. The President is filled by the automatic succession of the Vice President. A vacancy then occurs in the vice-presidency.

E. MEETINGS

Meetings shall be held by the Board as necessary to properly carry out the objectives of the Club. Any two members may petition the Chairman to call a meeting. Such petition shall be binding on the Chairman. A quorum of three members shall be required to conduct formal business. A meeting of the newly elected Board members and the outgoing Board members shall be held between the November meeting and the December meeting for the purpose of arranging the transition from the outgoing to the incoming administration. Any member of the Club may attend any Executive Board meeting, but shall have no vote in the process.

ARTICLE IV

OFFICERS/EXECUTIVE BOARD

A. OFFICERS/EXECUTIVE BOARD

These shall be: President, Vice-President, Secretary, and Treasurer. Members who agree to be nominated for office should be prepared to fulfill their responsibilities to the Club to the fullest possible extent if elected. The Club depends largely on the willingness of the officers to effectively function in the position sought.

B. QUALIFICATIONS

Officers shall be regular members.

C. ELECTION

Officers shall be nominated and elected at the November business meeting. Prior to being nominated, a member must have agreed to have his name placed in nomination and serve if elected. Installation of Officers shall be the final item of business at the December meeting.

D. TENURE

Officers shall serve a term of one year and may be re-elected to the same or another office. A member may not serve more than FOUR consecutive terms in any combination of multiple single office terms.

E. QUORUM

A minimum of one third of the eligible voting members must be present for election of Officers. A majority affirmative vote will elect.

ARTICLE V

DUTIES OF EXECUTIVE BOARD/BOARD OF DIRECTORS

A. PRESIDENT

The President shall preside at all membership meetings of the Club and conduct it according to the rules adopted. He shall enforce due observance of the Articles of Organization and By-Laws; decide all questions of order; and sign all official documents that are adopted by the Club, appoint chairman and all members of committees, and perform all other customary duties pertaining to the Office of President.

B. VICE PRESIDENT

The Vice President shall assume the duties of the President in the absence of the President, and shall assume, the Presidency if a permanent vacancy occurs in that office. The Vice President is the chairman of the Program Committee and the major duty is to be responsible for planning and scheduling programs for the Club membership.

C. SECRETARY

The Secretary shall keep the Articles of Organization and the By-Laws of the Club and shall assure that they are available at every meeting. He shall cause all amendments, changes and additions to be noted on the Articles of Organization or By-Laws, and shall permit the same to be consulted by members. He shall assure the current approved copy is posted on the website for reference of all members. He shall immediately notify all members of proposed amendments to the Articles of Organization and/or By-Laws. Notification via a Club publication will satisfy this requirement. He shall prepare an attendance log to be passed among all people present at a membership meeting. This log shall include station call (if any), name, phone number, and remarks as a minimum. The log shall be filed with the minutes of the meeting. The Secretary shall keep a record of the proceedings of all membership meetings, keep a roll of members, submit completed application for membership to the Club, carry on all appropriate correspondence, read communications at each meeting, and shall notify each member if there is a change in the normal meeting place/time. He shall keep an inventory of all Club property, and at the expiration of his term, submit to his successor all secretarial items belonging to the Club, which are in his possession.

D. TREASURER

The Treasurer shall maintain all financial records of the Club. These records will include receipt of membership dues and assessments, receipts from other sources, and disbursements. The Treasurer shall email the current, paid club membership roster monthly to the entire newsletter mailing list with a reminder to those who haven't renewed for the current year. At each membership meeting, the Treasurer shall have available a report of receipts, disbursements, and financial status of the Club since the last report. The Treasurer shall receive and receipt all monies paid to the Club, and keep appropriate accounting of the same. He shall cause funds to be deposited in a financial institution covered by the F.D.I.C. and approved by the Executive Board. He shall pay no bills without proper authorization by the membership or the Executive Board. He shall sign all checks drawn on the account of the Club. He shall, at the expiration of his term,

submit all Club treasury property and records in his possession to his successor. At the January meeting, he shall submit a written financial report covering all activities in this area for the fiscal year ending on December 31 of the previous year.

E. REPEATER TRUSTEE

The Repeater Trustee shall be the primary person responsible for maintaining the Club repeater(s) in accordance with the standards of the Federal Communications Commission. Such control operators as shall be appointed by the President shall assist the Trustee in operation of the Club repeater(s). The Trustee shall maintain the Club repeater(s) in accordance with the directions of the Club membership and shall report to the Technical Committee, which shall ensure that policies and directives of the Club are carried out. The Trustee shall ensure that the Chairman of the Technical Committee and all control operators have a complete copy of the repeater(s) operating manual and technical specifications. These may be provided at the Club expense.

F. BOARD OF DIRECTORS

The Board of Directors shall attend all RCARC functions, within reason, shall participate in Board Of Director activities, deliberations and discussions, and shall perform such adhoc task as appropriate.

ARTICLE VI

MEMBERSHIP MEETINGS

A. MEETINGS

Regular meetings shall be held monthly on a schedule and location established by the Board of Directors and published in the club newsletter. The President upon the written request of five members may call special meetings provided adequate justification is given. The Secretary of special meetings not later than twenty-four hours before the meeting time shall notify members. The business of the special meeting shall be included in the notification and only such business shall be transacted at the meeting.

The opening order of business for all regular meetings shall be:

- 1- Call to order
- 2- Approval of the minutes of the last regular meeting and of any intervening meetings.
- 3- Treasurer's report
- 4- Reports of committee chairmen at the discretion of the President.

A minimum of one third of the eligible voting membership shall constitute a quorum for the transaction of routine business except when quorum requirements differ for other matters of business as set forth elsewhere in these By-Laws. The President, when presiding at a meeting under his jurisdiction, shall have no vote except to break a tie.

B. ATTENDANCE

Members are expected to attend all regularly scheduled meetings and participate in Club functions and activities. There are no attendance requirements to maintain membership.

C. RULES

The current Robert's Rules of Order, as amended, shall govern proceedings unless the By-Laws specifically abrogate such rules.

ARTICLE VII

DUES AND OTHER REQUIREMENTS

A. DUES

The Club dues for a Regular member shall be proposed by the Treasurer at the November meeting and agreed to by vote of club membership (\$25/year as of 2017). Dues cover the period of January thru December of each year. New members joining the Club during the year will be pro-rated on a per quarter basis for the remainder of that year. Dues for Regular members are due no later than the January business meeting. The Treasurer shall notify members who remain in arrears after the January meeting. Dues are due and payable in advance. Dues will include membership of spouse, dependants under eighteen years of age, providing they hold a valid amateur radio license. Non-payment of such dues shall be cause for termination of membership and privileges in Club. Regular members, who are in arrears after the first quarter of the year, shall be reinstated upon payment of normal yearly dues and shall not be pro-rated.

B. ASSESSMENTS

If an assessment appears to be necessary, it shall be an item of business at an Executive Board meeting. If the Executive Board decides that an assessment is necessary, the matter shall be presented at a regular meeting for disposition by the membership.

C. CONTRIBUTIONS AND DONATIONS

The acceptance of equipment donated to the Club that requires storage, shall be presented to the membership for a majority affirmative vote.

D. FCC RULES AND REGULATIONS

All members are expected to abide by the current Rules and Regulations. Non-observance of it is cause for separation from the Club at the discretion of the membership. Adequate plans shall be formulated for disposition of cases of interference to other radio services when reported as caused by the station of a member of the Club. Cooperation with other amateurs concerning such problems shall be undertaken as needed. The Club, through designated committees, shall provide technical advice to members and the general public concerning equipment design and operation, clean signals, elimination of spurious radiations from member stations, observance of recognized operational practices and procedures.

ARTICLE VIII

COMMITTEES

A. COMMITTEES

1. Standing committees shall be:

A. Technical - Responsible for installation, operation, maintained, and modifications to Club equipment. It is the focal point of solving RFI problems, etc. Technical committee shall be responsible for maintaining a log of club equipment. The log will contain the piece of equipment, location, name, check-out date, checked out by (name).

B. Membership - Responsible for continuing efforts to increase Club membership.

C. Club Publications - Responsible for preparation and distribution of it to all members on a monthly/quarterly basis.

D. Publicity/Public - Coordinates with the help of special committees, Field Day, Ham fest, Fund-raising, Public Demonstrations, etc.

E. Historian - Maintains written, photographic, and other documentation of Club activities and history, which shall be the property of the Club.

2. Temporary Committees

A. Audit - Not less than six weeks before the January meeting, the President shall establish this committee to audit the financial records of the Club and to report on it at the January meeting. Coordinates with the Treasurer. Three regular members are necessary to carry out the audit.

B. Budget - This committee should be formed by the President not later than six weeks before the January meeting, and submit its report at the January meeting. Coordinate with other committees and Executive Board as needed.

C. Nominations - the President shall form this committee not later than six weeks before the November meeting for the purpose of selecting nominees for election to offices of the Executive Board. Any member may make nominations from the floor also. All nominees must have agreed to serve if elected.

B. CHAIRMEN OF COMMITTEES

The President shall ordinarily appoint the Chairman of each committee. Committee Chairman shall keep the membership aware of committee activities through the Executive Board

ARTICLE IX

AMENDMENTS

These By-Laws may be amended by a three-fifths vote of the total eligible voting membership present, provided a quorum of one-half the eligible voting membership is met.

(Adopted by the Rockingham County Amateur Radio Club on June 15, 2004)

(Amended October 18, 2005 with the addition of Board of Directors

Amended March 18, 2008 for definition of members, Creation of family member, change in quorum)

Amended June 21, 2016, Under Article II Management - only need to nominate two additional BOD positions when our club has 50+ full paid members and only if the club members decide to do so.)

Amended November 15, 2016, Removed requirement to vote to accept membership applications from Article 1, Inserted definition of quorum and eligible voting member to Article 1; Removed requirement that dependents under Family Membership be under 18 years of age; Moved definition of eligible voting member from Article 2 Section C (and Article 3, Section E) to Article 1, Section C; Changed term limits in Article 3, Section D to allow serving up to four consecutive terms without regard to specific office; Updated Article 4, Section C to reflect that Secretary will ensure "Articles" are posted to website and removed requirement to give a paper copy to each member; Updated Article 4, Section B to remove requirement for Treasurer to contact member delinquent on dues and replace with emailing paid membership roster monthly to entire newsletter distribution list.

Amended July 18, 2017: Inserted "new" Article I covering Purpose, Activities, and Dissolution statements to comply with 501(c)(3) requirements & renumbered subsequent Articles. Article VI, removing reference to specific meeting time and location. Article VII, removing the current dues amount. The last two modifications are intended to avoid a need to change the Bylaws unnecessarily. Article VIII, eliminated the Program and Emergency Preparedness committees. Article IX, removed requirement notification in writing of proposed amendments and the one month waiting period before voting.