

# Constitution of the Grayson County Amateur Radio Club

## Preamble:

*The Grayson County Amateur Radio Club (GCARC) is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Some of the purposes of the GCARC include but are not limited to:*

- a. To provide instruction and training of individuals in the knowledge and skills required to be federally licensed amateur radio operators.*
- b. To furnish communication services and support to local charitable organizations such as the March of Dimes, United Way, and others as requested.*
- c. To provide trained, licensed radio operators to support the American Red Cross, and federal, state, county, and local agencies during times of emergency, disaster, and distress.*
- d. To provide disaster relief and public service by providing trained and licensed amateur radio operators to participate in the Radio Amateur Civil Emergency Service (RACES), Amateur Radio Emergency Service (ARES), and the U.S. Weather Service's SKYWARN program.*
- e. To provide open meetings to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and to so conduct club programs and activities as to advance the general interest and welfare of Amateur Radio in the community.*

*No part of the net earnings of the Grayson County Amateur Radio Club shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the Grayson County Amateur Radio Club shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the Grayson County Amateur Radio Club shall engage in propaganda, or otherwise attempting to influence legislation, the Grayson County Amateur Radio Club shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document,*

*the Grayson County Amateur Radio Club shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future tax code.*

*Upon dissolution of the Grayson County Amateur Radio Club, 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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Grayson County Amateur Radio Club is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.*

*We, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio and promote public service constitute ourselves the Grayson County Amateur Radio Club (GCARC) and enact this constitution as our governing law.*

## **Article I: Membership**

All persons interested in Amateur Radio communications shall be eligible for membership. Membership and member status shall be by application and election upon such terms as the club shall provide in its Bylaws.

## **Article II: Officers**

Sec. 1] The regular officers of this club shall be President, Vice President, Secretary, Treasurer, and Director at Large. These positions will constitute the Executive Board of the Club. Other appointed positions may be designated as provided in the Bylaws.

Sec.2] The regular officers of this club, with the exception of the Director at Large, shall be elected for a term of one year by ~~secret ballot of~~ the members present at the annual meeting. The Director at Large shall be elected ~~by secret ballot~~ for a term of two years ~~with the election being held in August~~ of odd numbered years. ~~Ballots shall have a space for a write in candidate.~~ No regular officer shall hold the same office for more than two years consecutively. In the event there are no qualified candidates or no candidate is nominated for the position, this section of this article may be suspended by a majority vote by the members present at the meeting in which the votes are cast for election to the positions.

Sec. 3] Vacancies occurring between elections must be filled by special elections at the first regular meeting following the resignation or reason of vacancy.

Sec. 4] Officers may be removed by a three-fourths vote of the entire voting membership.

or as excepted herein.

### Article III: Duties of Officers

Sec. 1] The President shall preside at all meetings, and conduct them according to Robert's Rules, as newly revised. He/she shall enforce due observance of this Constitution and Bylaws, decide all questions of order, sign all official documents adopted by the club, and perform all other duties pertaining to the office of President. The President will not have a vote in any matter unless a tie shall result. He/She shall then cast the tie-breaking vote.

Sec. 2] The Vice President shall assume all the duties of the President in his/her absence. In addition, he/she or his//her designee shall act as the Public Information Officer for public relations and media publicity concerning the club. He/she shall maintain close liaison with the ARES County Emergency Coordinator to further club participation in the ARES or the ARRL Section Emergency Coordinator if there is not an appointed ARES County Emergency Coordinator. The Vice President shall oversee the maintenance and inventory of GCARC assets to include but not limited to tents, antennas, towers and any other tangible property.

Sec. 3] The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, submit membership applications, carry on all correspondence, read communications at each meeting, and mail notices to members as required. The Secretary shall also be responsible for required filings and reports in relation to the Club's 501[c]3 status. At the expiration of his/her term he/she shall immediately turn over all items belonging to the club to his/her successor.

The Secretary shall keep the Constitution and By-Laws and provide copies of them when asked.

Sec. 4] The Treasurer shall receive and receipt all monies paid to the club, keep an accurate account of all monies received and expended, ~~pay no bills without proper authorization (by the club or its officers constituting a business committee)~~. At each club meeting he/she shall submit an itemized statement of disbursements and receipts. At the end of his/her term, he/she shall immediately turn over everything in his/her possession belonging to the club to his/her successor.

and pay all bills.

*Note: the fact that the officers constitute a business committee is explained in Article V, thus deleted here.*

Checks may be signed by the Treasurer, the President or the prior Treasurer. Checks of \$300 or more need to be signed by both the Treasurer and the President. Appendix Jan 2019

Sec. 5] The Director at Large shall act as the liaison and coordinator to the other outgoing and incoming Directors. The Director at Large shall assume the duties of the activity director if there is not an activity director appointed by the board. Since this is a two (2) year term it affords continuity to the other offices.

New expenditures or bills shall be approved by the Executive Board. Any large purchase or expenditure that exceeds the amount decided upon by the current board shall be approved at a Business Meeting and the club membership shall be made aware of this item by email at least 24 hours before the Business Meeting.

### Article IV: Club Trustee

Sec. 1] The club trustee shall serve at the will of the Executive Board and the membership, and the performance shall be reviewed annually as provided in the Bylaws. The trustee shall be a holder of the highest order class of license available among those both interested and able to serve the office.

### Article V. Meetings

The Bylaws shall provide for regular and special meetings. At meetings, a minimum of ten percent of the eligible voting members, in addition to a minimum of (3) three of the Board of Directors, shall constitute a quorum for the transaction of business unless otherwise stated.

## **Article VI: Dues**

The club, by majority vote of those present at any regular meeting, may levy upon the general membership such dues or assessments as shall be deemed necessary for the business of the organization. Non-payment of such dues or assessments shall be cause for removal from membership status.

## **Article VII: Membership Assistance**

The club, through designated Committees on Interference, Public Relations, Operating Procedures, and others, as needed, will provide technical advice to members concerning equipment design, installation and operation to assist in legal compliance and achieve good operating practices from club member-stations. The club shall also maintain a program to foster and guide public relations.

## **Article VIII: Amendments**

This constitution or Bylaws may be amended by a two-thirds vote of the qualified members present at the meeting at which the amendments are presented for actual vote. Proposals for amendments shall be submitted in writing at a regular meeting and shall be voted on at the next following regular meeting, provided all members have been notified by mail or email of the intent to amend the Constitution and/or Bylaws at said meeting.

# ***Bylaws of the Grayson County Amateur Radio Club***

### **Sec. 1] Maintenance of the Bylaws**

- a) It shall be the duty of the Secretary to keep the Constitution and Bylaws of the club and have the same with him/her at every meeting. He/she shall note all amendments, changes and additions on the constitution and shall permit it to be consulted by members upon request.
  
- b) The Bylaws of the club shall be posted on the club website at all times. Any member can request to obtain a copy of the Bylaws by email at any time.

### **Sec. 2] Election of Regular Officers**

- a) Nominations for President, Vice President, Secretary, and Treasurer shall be made in the regularly scheduled meeting in October. In the event that some or all of the offices receive no accepted nominations, nominations from the floor will be allowed prior to the elections during the regular meeting in November. Election for officers shall be conducted by secret ballot with a write in option.
  
- b) The vote for election of President, Vice President, Secretary, and Treasurer shall be taken in the regularly scheduled meeting in November following the nominations.

c) The President, Vice President, Secretary, and Treasurer elect shall assume their office on January 1 of the New Year.

d) Nominations for Director at Large shall be taken at the regularly scheduled meeting in July. In the event that there is not an accepted nomination, nominations from the floor will be allowed prior to the election during the regular meeting in August. Election for Director at Large shall be conducted by secret ballot with a write in option.

e) The vote for Director at Large shall take place at the regularly scheduled meeting in August. The new Director at Large shall immediately take office.

### **Sec. 3] Trustee**

a) The club trustee shall be responsible for maintaining the club's FCC license. This shall include, but not be limited to, all communications with the FCC, and others, for renewal and legal maintenance, verifying the proper use of the radio call-sign, maintaining the current club log book on all use of the call-sign and reporting to the club, matters related to this maintenance

b) The Executive Board shall review the position of Club Trustee. At the first club meeting of the calendar year, the Executive Board shall recommend to the membership, the continued service of the current trustee or they shall recommend a qualified person to serve as a new trustee. The recommendation must be approved by a majority vote of the membership present at the meeting.

c) If removed from office, or not recommended to continue in the position by the Executive Board, pursuant to these rules, replacement shall be immediate, or no later than the next regularly scheduled meeting. The club president shall initiate necessary actions to make the change official in necessary filings with the FCC and/or other agencies.

### **Sec. 4] Special Appointments**

The Executive Board shall have the authority to create special positions as the need arises. The Executive Board shall jointly seek the interest of members to fill the various appointed positions. They shall be installed by voted approval of membership in a regularly scheduled meeting.

The appointees to the positions shall be members in good standing of GCARC and shall serve a term, and perform such duties as the Executive Board may, from time to time, determine.

The term of office of all appointed officers shall be indefinite, subject to review and either denied or confirmed in the regular meeting in January.

The following positions shall be established to serve the needs of the organization.

a) Activities Director: The activities director shall organize club activities for social fun, entertainment, education and training. He/she shall plan and make recommendations to advance club interest and activity as approved by the club.

b) Newsletter Editor/Publisher: The newsletter editor/publisher shall publish and distribute a regularly scheduled newsletter to the club, as deemed appropriate, and provide public news release and information support in other functions of the club.

### **Sec. 5] Business Committee**

The Executive Board shall constitute the Business Committee. The Business Committee shall have the authority to discharge obligations of urgency needing attention prior to a regular meeting and of expenditures not to exceed an amount specified by the club in default, or of an amount designated specifically for a given matter. No monies shall be spent on any matter disapproved by club vote.

### **Sec. 6] Membership**

There are two classes of membership: Full and Associate.

Full membership is open to licensed amateurs. Full membership includes all club privileges as well as rights to hold a club office and to vote for club officers.

Associate membership is open to those actively engaged in a class leading to an Amateur Radio license and all other interested persons. Associate membership includes all club privileges except for the right to hold office and vote.

A family membership is available. This provides membership for all licensed individuals living in the same household.

Membership shall run for one (1) year from the date of application and payment of club dues.

Applications for membership and change in member status shall be submitted and voted at regular meetings. Qualified members shall have the right to vote on any item brought to a vote.

## **Sec. 7] Meetings**

The regular meeting date and time shall be determined by a two-thirds vote of qualified members present at a regular meeting at which the issue is presented for a vote. A 25 day notice shall be sent to all members that a vote will take place to amend the meeting date and time. Meetings can be held at any location the Board of Directors finds suitable for the club.

Special meetings may be called by the President upon the written request of any five club members. Notices shall be sent to members concerning special meetings and the business to be transacted. Only such business as designated shall be transacted. Such notices shall be sent so that they arrive not less than 24 hours before the meeting.

After missing 3 consecutive meetings a member will be moved to inactive status. Members on inactive status shall not count toward the number needed for a quorum. A member will return to active status upon attending a meeting.

A vote by written proxy shall be allowed only for voting on the Board of Directors and amending the Bylaws. In these elections proxies shall count toward a quorum.

## **Sec. 8] Dues**

Annual dues are assessed in accordance with the provisions of Article VI of the Constitution for the purpose of providing funds for club expenses.

A new Licensed HAM who passed a test session or has a CSCE and who has completed the current club application form will be granted membership and have current dues waived for six (6) months at which time full dues will be required. NOTE: This applies only to new licenses, not upgrades.

## **Sec. 9] Special Committees**

Special committees shall be appointed as needed. These committees shall consist of five appointed members.

An example would be an interference committee. The committee shall direct investigations, invite proper inquiries, establish technical facts and testimony and report its results to the club.

Constitution and Bylaws approved by the club membership at the club meeting in August, 2019.

**Appendix]** This section is to be used to note items of importance that have been approved by the members of the club. It is to be used as a reference only. A vote to amend the Bylaws is not required to add to and/or update this section.

February, 2018

The club membership approved a motion to allow the Treasurer and/or the President to sign checks for the clubs expenses.

May, 2018

The club membership approved a motion to change the monthly club meeting night to the 3<sup>rd</sup> Tuesday of every month.

January, 2019

The club membership approved a motion to require two signatures on checks of \$300.00 or more.

The club membership approved a motion to allow the prior Treasurer to also sign checks for club expenses.

February, 2019

The club membership approved a motion to allow the Board of Directors of the club to spend up to \$150.00 per occurrence on "Emergency" needs without the approval of the membership of the club.

Appendix revised November 4, 2019