

# **The Delaware-Lehigh Amateur Radio Club, Inc.**



## **Constitution & By-laws**

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# Delaware-Lehigh Amateur Radio Club, Inc.

## Constitution and By-laws

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# Delaware-Lehigh Amateur Radio Club

## Constitution and By-laws

### *Article I: Name*

Section 1. The name of this association shall be the “Delaware-Lehigh Amateur Radio Club, Inc.” – hereafter referred to as “the Club.”

Section 2. The principal office of the Club shall be at 14 Gracedale Avenue, Greystone Building, Nazareth, PA 18064. It may have such other offices as designated by the Board of Directors.

### *Article II: Purposes*

Section 1. The purposes for the Club are:

- a. the promotion of interest and experimentation in amateur radio communications;
- b. the establishment of amateur radio networks to provide communications in the event of emergencies;
- c. to provide communication support for qualifying public events and activities;
- d. the advancement of the radio art;
- e. the promotion of, and education in, techniques of electronic non-commercial communication.

### *Article III: Membership*

Section 1. Membership shall be divided into three classifications:

- a. **Voting Members** are those at least 18 years of age, licensed and in good standing.
- b. **Associate Members** do not have voting privileges, may not hold office, or chair committees. Unlicensed persons and anyone under 18 years of age, may belong only to the Associate class. Licensed persons may prefer to be Associate Members and pay reduced dues.
- c. **Honorary Life Members** are Voting Members who have distinguished themselves for outstanding contributions to the Club, and are elevated unanimously by a Committee comprised of all current Honorary Life Members.

Section 2. Application for membership to the Club may be made by anyone with interest in radio communication and/or related experimentation.

Section 3. Applicants for membership must be sponsored by a Voting Member.

### *Article IV: Dues*

Section 1. Changes in the amount of dues shall be established by the Board of Directors.

Section 2. Annual dues are valid from January 1<sup>st</sup> through December 31<sup>st</sup>.

Section 3. Membership applications presented at, or after, the July meeting shall be accompanied by one-half the annual dues rate. New members whose applications are presented in November or December shall pay dues to include membership for the forthcoming calendar year.

Section 4. A dues-delinquent member is not in good standing. Good standing is reinstated upon payment of dues.

Section 5. Participants in the Club's spring licensing classes who test with the Club and earn their first amateur radio license, apply and are approved for membership, will have their Associate Member dues paid by the Club until December 31<sup>st</sup>. Participants in the Club's fall licensing classes who test with the Club and earn their first amateur radio license, apply and are approved for membership, will have their Associate Member dues paid by the Club for the forthcoming calendar year.

Section 6. Any person under 18 years of age who is accepted for Associate Membership will have their dues paid by the Club through the calendar year in which they turn 18.

Section 7. A licensed Associate Member 18 years and older may become a Voting Member by paying the difference in dues.

Section 8. Persons residing in the same household as Club Members who wish to become Members themselves, shall pay a reduced rate established by the Board. Their level of privileges cannot exceed those of the primary Member.

Section 9. Termination of membership, for any reason, shall not warrant a refund of any part of dues collected, except as authorized by the Board.

### ***Article V: Finances***

Section 1. The fiscal year for the Club shall be January 1 through December 31.

Section 2. Each year by the September Board meeting, the Board of Directors will produce a budget proposal for the incoming Board members for the following fiscal year. The annual budget must be approved by a two-thirds majority of the Board.

Section 3. All non-budgeted expenditures will require the approval of two-thirds of the Board. Any item which exceeds the budget bottom line will require approval of two-thirds of the Board.

Section 4. The Club shall maintain more than one signatory on its financial instruments.

Section 5. An Auditing Committee shall be appointed whenever a new Treasurer is elected, and at such other times as may be deemed necessary.

## ***Article VI: Governance***

Section 1. A Board of Directors consisting of the four (4) elected Officers, five (5) Directors plus the immediate Past President, shall govern the affairs of the Club. Board members shall serve a term of one (1) year and shall be elected by Voting Members at the October general membership meeting.

Section 2. The October General membership meeting shall serve as the required Corporate annual meeting.

Section 3. Approved Board meeting minutes and General membership meeting minutes shall be published in the Club newsletter.

## ***Article VII: Board of Directors***

Section 1. The Board of Directors shall consist of a President, a Vice President, a Secretary, and a Treasurer, herein referred to as the Officers; five Directors, plus the immediate Past President, all of whom must be Voting Members and maintain good standing throughout their terms.

Section 2. The Board of Directors shall exercise supervision and have control of the affairs of the Club. It shall determine the policies or changes therein, within the limits of the By-laws, shall actively pursue the Club's objectives, and shall control the disbursement of its funds.

Section 3. The Board of Directors is responsible for timely payment of the Club's financial obligations, not prohibited by law or contradictory to the By-laws.

Section 4. Meetings of the Board of Directors shall be held regularly at such times and places as the Board shall designate. Additional meetings may be called by the President, or at the request of three (3) Board members, with due and timely notice to all Board members, stating the topics to be addressed.

Section 5. Visitors may observe any Board meeting as spectators and shall not participate or vote on any matters. Persons with business for the Board must schedule their presentation with the Club Secretary. Non-Board members may be temporarily excused if the Board goes into Executive Session.

Section 6. A Presidential vacancy shall be filled by the Vice President. A vacancy in the office of Vice President shall be filled by a current Board member. All other Board vacancies shall be filled by a qualified Voting Member in good standing selected by the remainder of the Board of Directors.

## ***Article VIII: Officers***

Section 1. President

- a. The President shall preside at all meetings of both the General membership and the Board.
- b. The President is ex officio on all committees.
- c. The President shall lead the body in reciting the Pledge of Allegiance at the General membership meetings.
- d. The immediate Past President becomes the President of the Christmas Cities Amateur Radio Club (WX3MAS).

Section 2. Vice President

- a. The Vice President, in the absence of the President, shall assume the duties of the President.
- b. As soon as practicable, the Vice President shall relate to the President all that transpired during such absence.

Section 3. Secretary

- a. The Secretary shall record the proceedings of all meetings of the Club and of the Board of Directors and shall have general charge of the records of the Club, other than those maintained by the Office of the Treasurer.
- b. As directed by the President or the Board of Directors, the Secretary shall compose correspondence as may be related to the needs of the Club.
- c. In the absence of both the President and the Vice President, the Secretary shall appoint a Chairman pro tem of the Board.
- d. The Secretary shall maintain a faithful copy of the current version of the By-laws, and an up-to-date list of eligible Voting Members.
- e. The Secretary shall make a full report to the membership regarding all matters and business conducted.

Section 4. Treasurer

- a. The Treasurer shall maintain an account of all receipts and disbursements authorized by the Board of Directors and shall have the responsibility to pay all normal and regular bills.
- b. A financial report shall be given at all regular meetings. The accounts, with the exception of confidential reports, shall be subject to inspection by Club members.
- c. At the expiration of the term of office, the Treasurer shall deliver to the Treasurer-elect, or the President, all accounts, instruments and other Club property.

***Article IX: Elections***

Section 1. The Election process is comprised of the Nominating Committee, Ballot Committee, and Teller Committee.

Section 2. Elections shall be conducted by secret ballot.

Section 3. The Nominating Committee shall present a slate of candidates for Officers and Board members at the September meeting, after which nominations from the floor shall be opened. Once closed, nominations shall not be reopened unless a vacancy still exists.

Section 4. The Ballot Committee shall ensure that ballots are distributed only to Voting Members.

Section 5. The Teller Committee shall verify the integrity and tabulation of the ballots cast and submit the results to the Board. No candidate may be a member of the Teller Committee.

Section 6. There shall be nine positions filled: President, Vice President, Secretary, Treasurer, and five Directors. Officers and Directors shall be elected for a term of one year.

- Section 7. The Secretary shall cast the necessary vote in cases of uncontested positions.
- Section 8. Newly elected Club Officials shall assume their responsibilities on the day after the election.
- Section 9. The President may not be elected to that office for more than two full, consecutive terms.

### ***Article X: Meetings***

Monthly General Membership and Board meetings shall be held as prescribed by the Board notifying the date, time, and place to the membership in a timely manner.

### ***Article XI: Quorums***

- Section 1. At regular general meetings, a quorum shall be ten (10) percent of the Voting Membership.
- Section 2. Six (6) Board Members shall comprise a quorum at Board meetings.
- Section 3. Any scheduled meeting at which the attendance does not meet the requirements of Sections 1 or 2, after a reasonable delay for latecomers, shall not have any business of the Club transacted except to schedule a replacement meeting.

### ***Article XII: Committees***

- Section 1. The President or the Board of Directors shall appoint Standing, ad hoc committees and subcommittees as required by these By-laws, or necessary for the orderly operation of the Club.
- Section 2. Standing Committees shall include, but not be limited to, the following:
- a. Membership – to maintain an up-to-date membership roster
  - b. Program – to secure and/or plan programs of instructive and/or an entertaining nature
  - c. Technical – to provide technical expertise to include equipment and vendor selection, and interference issues
  - d. Publications – to publish a Club newsletter and maintain the Club website
  - e. Education – to foster education in electronics and regulations, including licensing
  - f. Honorary Life Member – to confer the title to proposed candidates.

### ***Article XIII: The Club Station***

- Section 1. The Club Station is a facility maintained by the Club where members and guests may learn about radio and electronic communications, utilize Club equipment, participate in radio contesting and receive technical assistance.
- Section 2. A Trustee shall be appointed as licensee for the Club Station, W3OK and shall be a member in good standing.

Section 3. Oversight of the Club Station shall be the responsibility of the Club Station Manager, designated by the Board of Directors and shall be responsible for the maintenance of the Club Station.

Section 4. The Club Station shall be provided an annual stipend subject to an approved line item in the budget.

Section 5. The Club shall secure insurance coverage for the replacement value of the equipment scheduled in the Club station's inventory. Personal property stored, housed or left at the Club station shall not be insured.

#### ***Article XIV: Website and Newsletter***

Section 1. The Club shall maintain methods to provide important information to its members in a timely fashion.

Section 2. The website and newsletter are the Club's official vehicles to disseminate pertinent information.

Section 3. A Club member in good standing shall maintain the Club's website registered domain.

Section 4. A qualified Webmaster appointed by the Board, who shall be a member in good standing, will have full access and be responsible for the maintenance and development of the website.

Section 5. A qualified Newsletter Editor appointed by the Board shall be a member in good standing.

#### ***Article XV: Amendments***

Section 1. A motion to amend these By-laws may be made by any Voting Member at a regular General Meeting. After the motion has been seconded and discussed, it shall be referred to an appointed committee for conformity and merit. The recommendation out of the committee shall be returned to the Board for approval and recommendation.

Section 2. The text of the motion shall be published in the Club newsletter at least 30 days prior to the vote, informing the membership that said motion to amend the By-laws will be brought to the floor for a vote at the following scheduled General Meeting. The Board shall include its final recommendation of the motion to the General Membership in the newsletter.

Section 3. The adoption of the motion requires approval of two-thirds of the Voting Members present at a General Meeting.

#### ***Article XVI: Suspension/Expulsion***

Section 1. Any member may be brought up on charges for violations of these By-laws, or any Club rules or policies, or FCC rules and regulations, or any conduct that may be determined by the Board to be detrimental to the reputation of the Club or to amateur radio.



Section 2. The member charged shall have the right to receive charges in writing, know the identity of the source(s), have access to all evidence, be notified of when and where a hearing will be held, where the member may introduce facts, testimony and/or witnesses as may be necessary to refute such charges.

Section 3. The decision of the Board shall be sent in writing to the charged member by Registered Mail within ten days. In the case of expulsion, the decision shall be reported to the membership at the next regular meeting.

### ***Article XVII: Dissolution***

Upon the dissolution of the Corporation, the Board shall, after paying or making provision for the payment of all outstanding liabilities of the Corporation, dispose of all assets to organizations operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or any corresponding provision of any future United States Internal Revenue Law, as the Board shall determine.

