

# **The Constitution and By-Laws of the Amateur Radio League of Lawrence County Articles of Incorporation**

## **PREAMBLE**

On this date, November 24, 1995, we, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves as the AMATEUR RADIO LEAGUE OF LAWRENCE COUNTY (hereafter abbreviated as ARLLC) and enact this constitution as our governing law. It shall be our purpose to further the exchange of information and cooperation between members, to promote assistance to members and potential members, to promote knowledge in the state of the art in all aspects of Amateur Radio, to relay messages by radio without compensation of any kind to cooperate and assist the general public in any emergency, and to offer our many resources such as mobile equipment, repeaters, generators, and other equipment, along with trained organized personnel from this organization. Above all, we shall conduct associated programs and activities so as to advance the general interest and welfare of Amateur Radio in Lawrence County.

## **ARTICLE I NAME**

The Name of the organization or Club is **AMATEUR RADIO LEAGUE OF LAWRENCE COUNTY**. The Club was incorporated on November 4th, 1998 in compliance with the ARTICLES OF INCORPORATION-DOMESTIC NONPROFIT CORPORATION (DSCB: 15-5306 (REV 90) and with the requirements of 15 Pa. C. S. section 5306 (relating to the articles of incorporation) and under the Nonprofit Corporation Law of 1988. On November 4th, 1998 the petition for incorporation was approved and filed with the Pennsylvania Department of State (Corporation Bureau). The ENTITY NUMBER is 2844363 and the MICROFILM NUMBER is 098810326-0327.

## **ARTICLE II PRINCIPLE OFFICE**

The principle office of the Club shall be The Shenango Municipal Building, 1000 Willowbrook, New Castle, PA. 16101. The principle mailing address of the Club shall be: A.R.L.L.C., P.O.BOX 7931, New Castle, PA. 16107

## **ARTICLE III MEMBERSHIP**

All persons interested in Amateur Radio communication shall be eligible for membership. Membership shall be by application and election upon such terms as the Club shall provide in its by-laws.

## **ARTICLE IV OFFICERS**

Section 1: The officers of this Club shall be: President, Vice-President, Secretary, and Treasurer.

Section 2: Provided there be a quorum at the November meeting, the officers of this Club shall be elected by ballot of the members present to serve a term of one (1) year or until their successors are elected. and their term of office shall begin at the close of the December meeting.

Section 3: Vacancies occurring between elections must be filled by special elections at the first regular

meeting following the withdrawal or resignation of the officer or trustee.

Section 4: Officers may be removed by a vote from three-fourths (3/4) of the full membership.

Section 5: a) No member shall hold more than one office at a time. b) No member shall be eligible to serve more than two (2) consecutive terms in the same office. Part (b) shall be suspended whenever the full membership voting falls below 25.

#### **ARTICLE V TRUSTEES**

There shall be elected a total of two (2) Trustees to serve on the Executive Board. Trustees shall be elected for a two (2) year term with one half of the board elected each year. The immediate Past President shall be an Ex-officio member of the board of Trustees. The Trustees shall, along with the elected officers oversee the operation of the Club and supervise expenditure of funds.

#### **ARTICLE VI CLUB STATION TRUSTEE**

There shall be a Club Station Trustee who has the responsibility for the Club's Amateur Radio License. This is an elected position for a term of five (5) years. The duties of this Trustee shall be in compliance with all F.C.C. Regulations in order to safeguard the Club's Station License.

#### **ARTICLE VII MEETINGS**

The By-Laws shall provide for regular and special meetings. At regular meetings, a minimum of one-third (1/3) of the membership including a minimum of three officers or two (2) officers and one (1) trustee shall constitute a quorum for transaction of business. ROBERT'S RULES OF ORDER shall govern all proceedings not covered by this Constitution or Its By-Laws.

#### **ARTICLE VIII AMENDMENTS**

These Articles and/or By-Laws may be amended by 51% vote of the full membership present. Any proposals for amendments shall be submitted in writing at a regular monthly meeting and shall be voted on at the next regular monthly meeting, provided all members have been notified by E-mail of the intent to amend the Articles and/or By-Laws at the next regular meeting.

#### **ARTICLE IX MEMBERS NOT TO BENEFIT**

a. No part of the net earnings of the **AMATEUR RADIO LEAGUE OF LAWRENCE COUNTY** shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the **AMATEUR RADIO LEAGUE OF LAWRENCE COUNTY** shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purpose set forth in the purpose clause hereof.

#### **ARTICLE X POLITICAL CAMPAIGNS, ENDORSEMENTS, AND LOBBYING.**

a. No substantial part of the activities of the **AMATEUR RADIO LEAGUE OF LAWRENCE COUNTY** shall be the carrying on of propaganda or otherwise attempting to influence legislation. The **AMATEUR RADIO LEAGUE OF LAWRENCE COUNTY** 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.

#### **ARTICLE XI OTHER ACTIVITIES APPROPRIATE FOR TAX-EXEMPT ORGANIZATIONS.**

a. Notwithstanding any other provision of this document, the **AMATEUR RADIO LEAGUE OF LAWRENCE COUNTY** 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.

#### **ARTICLE XII DISSOLUTION**

Upon the dissolution of our Club, the Executive Board shall, after paying or making provision for the payment of all of the liabilities, dispose of all of the assets of our Club exclusively for purposes of the Club in such manner. or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at that time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Revenue Law). as the Executive Board shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county, in which the principle office of our Club is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine.

#### **ARTICLE XIII DUES**

The Club, by majority vote of those present at any regular meeting may levy upon the general membership such dues as shall be deemed necessary for the business of the organization. Non-payment of such dues shall be cause for expulsion from the Club within the discretion of the membership

### **BY-LAWS**

#### **MEMBERS**

1. Membership: Application for any of the following memberships shall be submitted at a regular meeting and then voted on by the members present at the next regular meeting,

a) FULL MEMBERSHIP is open to any amateur with a valid amateur license and includes all Club privileges.

b) ASSOCIATE MEMBERSHIP is open to those actively engaged in pursuing an Amateur Radio license and all other interested persons.

Associate Membership has all Club privileges except the right to hold office and the right to vote.

c) FAMILY MEMBERSHIP is available when two (2) or more family members, one of which is an amateur, are residing at the same residence. The amateur would join under Full Membership and the remaining family member(s) would join under Family membership. If the member who joined under Family Membership is also an amateur, he/she will have all Club privileges.

d) STUDENT MEMBERSHIP is open to any school student up to and including college and has a valid

amateur license. He/She will have all Club privileges.

## 2. Dues :

a) Any person applying for Full Membership, shall be assessed as follows:

- i) During the 1st quarter of the calendar, dues are \$12.00.
- ii) During the balance of the year, dues will be prorated at a rate of \$1.00 per month
- iii) Family membership dues are \$15.00

b) Any person who has participated in the Club's classes and has passed the related F.C.C. test, shall have his/her dues waived for the remaining portion of the calendar year (Jan 1- Dec 31) in which he/she joins the club with full membership privileges.

c) Associate, and Student Membership shall be assessed at 50% of the Full Membership dues.

d) All dues are payable in the first quarter of the respective calendar year. If not paid by March 31st, a member loses all rights and privileges and is subject to loss of membership at the discretion of the Club. All delinquencies must be paid in full to maintain full membership and all privileges.

## SUSPENSION AND EXPULSION

3. If, in a written and signed communication addressed to the Executive Board, any member of ARLLC is charged with conduct detrimental to the objectives or interest of ARLLC or in violation of its rules or regulations, By-Laws, or generally accepted Amateur Radio Code of Conduct, or violation of general communication law, the Executive Board shall consider the matter.

4. If the Executive Board decides to take further action, the Secretary shall send a copy by registered U.S. mail of the charges to the accused member, who shall be given adequate time as set by the Executive Board to reply, whereupon the Executive Board shall take further action as they deem proper.

5. A member whose membership has been revoked may reapply for membership after one year providing the detrimental conduct has been corrected and the individual is otherwise eligible for membership.

## MEETINGS

6. Regular meetings shall be held each calendar month. Special meetings may be called by the President and also upon the written request of any 5 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. The regular meeting in October shall be known as the nomination meeting and shall be for the purpose of nominating officers and trustees, receiving reports of officers and committees, and for any other business that may arise.

## OFFICERS

7. **PRESIDENT:** The President shall be the Chief Officer of ARLLC and shall be present and preside at all meetings. He/She shall enforce due observance of this Constitution and By-Laws and decide all questions of order. He/She shall be a member Ex-officio of all committees, sign all official documents that are adopted by the club, serve as Chairperson of the Executive Board, and performs all other customary duties pertaining to the office of President. The President shall carry the tie-breaking vote of both the Regular meetings and the Executive Board meetings.

8. **VICE-PRESIDENT:** The Vice-President shall assume all duties of the President in his/her absence. In

addition. he/she shall organize club activities, plan and recommend contests for operating benefits, and advance club interest and activity as approved by the Club. He/She shall maintain close liaison with the ARRL Section Emergency Coordinator to further club participation in the Amateur Radio Emergency Services [ARES]. In addition, the Vice-President shall be a member Ex-officio of all committees.

9. SECRETARY: The Secretary shall keep a record of the proceedings of all meetings, keep a roll of all members, submit applications for membership, carry on all correspondence, and read communications at each meeting. At the expiration of his/her term, he/she shall relinquish all items in his/her possession belonging to the Club to his/her successor.

10. TREASURER: The Treasurer shall receive and give receipt for all monies received and expended, shall pay no bills without proper authorization, and shall provide a treasurer's report at each monthly meeting. The Treasurer shall be authorized to open an account in a bank or banks approved by the Executive Board. All sums received by him/her shall be deposited in a timely manner. Funds may be drawn on the signature of the Treasurer. No disbursements shall be made by the Treasurer without a written receipt satisfactory to the Treasurer. The Treasurer may pay club related bills up to a maximum of \$25.00 without prior Executive Board approval.

The funds, books, and vouchers in his/her hands shall, with the exception of confidential reports submitted by members, at all times be subject to verification and inspection by the officers of ARLLC. Prior to the November meeting an audit will be conducted of all books and money in the Treasurer's possession.

At the expiration of his/her term of office, the Treasurer shall deliver to the successor all books, money, and all other property of ARLLC.

#### EXECUTIVE BOARD

11. EXECUTIVE BOARD: The officers of the Club shall constitute the Executive Board. For the purpose of conducting Executive Board business, a minimum of three (3) officers and one (1) trustee shall constitute a quorum. The Executive Board shall have general supervision of the affairs of the Club between its business meetings, make recommendations to the Club, and shall perform such other duties as are specified in these by-laws. The Executive Board shall be subject to the orders of the Club and none of these acts shall conflict with the action taken by the Club.

Unless otherwise ordered by the Executive board, regular meetings of the Executive Board shall be held within two (2) weeks prior to the regular monthly meeting, at a time and place reasonably convenient to all members of the Executive Board. Special meetings of the Executive Board can be called by the President, or by written request of three (3) members of the Executive Board.

#### ELECTIONS

12. ELECTIONS: Nominations for officers and/or trustees shall be made at the October meeting each year. Additional Nominations from the floor will be accepted at the beginning of the November meeting. Election of Officers shall be conducted by open ballot at the end of the November business meeting. Election requires fifty-one percent (51%) of those full members attending the meeting and casting ballots.

#### TERM OF OFFICE

13. Newly elected officers and/or trustees will assume office at the close of the December meeting.

#### ATTENDANCE

14. Officers who are absent from three (3) consecutive meetings without good or excused reason shall have this brought to the attention of the Executive Board. The Executive Board shall have the authority to determine that the subject individual "resigned the position as a result of lack of interest", and recommend the President fill the position in accordance with the By-Laws.

#### COMMITTEES

##### MEMBERSHIP ASSISTANCE

15. The Club, through designated Interference, Public Relations and Operating committees will provide technical advice to members concerning equipment design and operation to assist in frequency observance, clean signals, uniform practice, and absence of spurious radiations from the club member-stations. The Club shall also maintain a program to foster and guide public relations.

##### INTERFERENCE COMMITTEE

16. INTERFERENCE COMMITTEE: This committee shall consist of five (5) members appointed by the Club President. The committee shall direct investigation, invite proper inquiries, establish technical facts and testimony, and report its results to the Club.

##### PUBLIC RELATIONS COMMITTEE

17. PUBLIC RELATIONS COMMITTEE: This committee shall consist of two (2) members appointed by the Club President. This committee shall be responsible for maintaining a public awareness of the Club and its activities via the news media and the Internet.

##### OPERATION COMMITTEE

18. OPERATION COMMITTEE: This committee shall consist of two (2) members appointed by the Club President. This committee will be responsible for providing guidance to members in proper operation of Amateur Radio Stations in accordance with the Amateur Radio Rules and Regulations in Part 97 set down by the FCC.

## ***REVISIONS***

### REVISION 2 DATED MARCH 09,1999

Revision 2 is a major revision of the original and 1st revision of this Constitution. The preamble, all articles, and by-laws have been revised to reflect all changes such as including the purpose, incorporation, membership, officers, trustees, elections, dues, etc. Four committees have also been added.

### REVISION 3 DATED MAY 08, 2001

Revision 3, 1st Part. Changed Article VIII from " These Articles and/or By-Laws may be amended by 51% vote of the full Membership." to "These Articles and/or By-laws maybe amended by 51% of the full

membership present."

Revision 3, 2nd Part. Changed Article IV, Section 5 from "No member shall hold more than one office at a time and no member shall be eligible to serve more than two (2) consecutive terms in the same office." to "a) No member shall hold more than one office at a time. b) No member shall be eligible to serve more two (2) consecutive terms in the same office. Part (b) shall be suspended whenever the full membership voting falls below 25."

#### REVISION 4 DATED JANUARY 17, 2002

Revision 4. 1st Part. Changed Article VII from "At regular meetings, a minimum of one-third (1/3) of the membership including a minimum of two (2) officers and one (1) trustee shall constitute a quorum for transaction of business." to "At regular meetings, a minimum of one-third (1/3) of the membership including a minimum of three officers or two (2) officers and one (1) trustee shall constitute a quorum for transaction of business."

Revision 4, 2nd Part. Changed Article VII from "Regular meetings will be held on the second Tuesday of every month." to "Regular meetings will be held on the Third Thursday of every month."

Revision 4, 3rd Part. Changed BY-LAW number 6 from "Regular meetings shall be held on the Second Tuesday of each calendar month." to "Regular meetings shall be held on the Third Thursday of each calendar month."

#### REVISION 5 DATED MAY 5, 2011

Revision 5, 1<sup>st</sup> The principle office of the Club shall be The Shenango Municipal Building, 1000 Willowbrook Rd.

Revision 5, 2<sup>nd</sup> ARTICLE X changed to ARTICLE XII.

Revision 5, 3<sup>rd</sup> ARTICLE IX ,X and XI added.

Revision 5, 4<sup>th</sup> Student membership is open to any school student up to and including college.

Revision 5, 5<sup>th</sup> Family Membership dues are \$15.00.

Revision 5, 6<sup>th</sup> Regular **meetings** shall be held on the First Thursday of each calendar month. \_

#### REVISION 6 DATED NOVEMBER 3, 2011

Revision 6, 1<sup>st</sup> ARTICLE VII Amendments Change mail to E-mail Provided all members have been notified by E-mail .

Revision 6 2<sup>nd</sup> By-laws Meetings # 6 remove on the first Thursday of