

Peoria-Area Amateur Radio Club Constitution

Article I.

Name, Legal Status, and Affiliations

Section 1. Name

The name of this organization shall be the Peoria-Area Amateur Radio Club, Inc.

Section 2. Legal Status.

a. The Peoria-Area Amateur Radio Club, Inc., shall be incorporated under the State of Illinois as a not-for-profit corporation and shall conform to all applicable state and Federal laws.

b. The Peoria-Area Amateur Radio Club, Inc., shall maintain such offices, registrations, mailing addresses, and listed telephone numbers as may be required by applicable state and Federal laws.

c. Any provision of this Constitution that conflicts with the regulations of the Federal Communications Commission, or with any provision of any law of the State of Illinois or of the United States of America shall be null and void to the extent to which it conflicts with such law.

Section 3. Affiliations with Other Organizations.

a. The Peoria-Area Amateur Radio Club, Inc., by action of its Board of Directors, may affiliate itself with such groups and organizations as the Board of Directors sees fit.

Section 4. Abbreviations and Definitions.

a. The Peoria-Area Amateur Radio Club, Inc., may be referred to as PAARC, "P.A.A.R.C." and/or as "the Club."

b. The Federal Communications Commission may be referred to as the "FCC."

c. The American Radio Relay League may be referred to as the "ARRL" or as the "League."

d. The Board of Directors may be referred to as the "Board."

Article II.

Objectives

Section 1. Objectives.

The objectives of the Peoria-Area amateur Radio club, Inc. are to:

a. facilitate the exchange of information and general cooperation between members,

b. promote radio knowledge,

c. promote fraternalism among Amateur Radio enthusiasts,

d. conduct club programs to benefit members, the Amateur Radio community, and the Public at large,

e. advance the general interest and welfare of Amateur Radio in the general community.

Article III.

Membership

Section 1. Membership.

All persons interested in Amateur Radio shall be eligible for membership in the Club. There shall be five types of club memberships available as follows:

a. Full Membership shall be required of all FCC-licensed Amateur Radio operators desiring to join the Club, except as provided for elsewhere in this document. Full Members may vote in Club elections and meetings, and may hold office in the Club.

b. Family Membership shall be available to two or more FCC-licensed Amateur Radio operators who are members of the same family and have the same principal address. All persons holding family membership may vote in club elections and meetings, hold office in the club and shall enjoy all privileges of full membership in the club.

c. Beginner's Membership shall be available to those persons interested in becoming licensed amateurs. This membership shall not include voting privileges and must be exchanged for a full membership when the member becomes licensed.

d. Associate Membership shall be made available to out of area amateurs who are interested only in occasional participation in P.A.A.R.C. activities. Associate members may not vote in Club meetings and elections, and may not hold any office in the Club.

e. Honorary Life Membership may be awarded to persons who have been members of P.A.A.R.C. in good standing for at least 10 consecutive years. Any member of the Club may nominate a member for Honorary Life Membership. An affirmative majority vote of at least two-thirds of the voting members present at a regular Club meeting shall be required for a member to be elected to Honorary Life Membership. Any person designated an Honorary Life Member shall enjoy all privileges of full membership in the Club, and shall not be required to pay any membership fees after election as an Honorary Life Member.

Section 2. Term of Membership.

All memberships shall be for one calendar year, except for Honorary Life Membership, which shall be for the remainder of the honoree's life. Except as otherwise provided, the membership term will be from January 1 of the calendar year through December 31 of the same calendar year.

Section 3. Membership Application and Fees.

a. The Secretary of the Club shall prescribe and supply appropriate application forms for membership.

b. All persons wishing to join or continue membership in the Peoria-Area Amateur Radio Club, Inc., shall file the appropriate application form with the Secretary of the Club, accompanied by the appropriate fee, if applicable.

c. Members of the Club who fail to renew their memberships by March 1 of the following year will be

dropped from the membership roster and will lose all benefits of club membership, except that Honorary Life Members will be automatically continued on the membership roster from year to year, and will retain all benefits of membership.

d. Membership fees will be established from time to time by the Board of Directors and published in the Club newsletter and at other times and places as may be appropriate. No membership fee will be charged to Honorary Life Members.

Section 4. Membership Roster.

a. The Secretary will maintain a membership roster, which shall be made available for inspection and copying by any Club member. The roster shall include names, callsigns, license classes, e-mail addresses, street addresses and city of residence, and may include telephone numbers if not objected to by individual members.

Article IV. Officers

Section 1. Names of Officers.

a. The officers of the Club shall consist of a President, a Vice-President, a Secretary, a Treasurer, a Trustee and two Directors.

b. Officers appointed by the board shall be a Trustee, a Superfest Chairman and a Repeater Chairman.

Section 2. Terms of Office.

a. The president shall be elected for one calendar year and shall be limited to a maximum of two consecutive elected terms.

b. The Vice President shall be elected for one calendar year and shall be limited to a maximum of two consecutive elected terms. The Vice President shall serve concurrently with the President elected on the same slate.

c. The Secretary shall be elected for one calendar year and shall be limited to a maximum of two consecutive elected terms. The Secretary shall serve concurrently with the President elected on the same slate.

d. The Treasurer shall be elected for one calendar year and shall serve at the pleasure of the general membership. The Treasurer shall serve concurrently with the President elected on the same slate..

e. The Trustee is appointed to a one year term concurrently with the President. The Trustee may be reappointed to unlimited successive terms as outlined in this article.

f. The Directors shall serve for two consecutive years with one director being elected each year. The Directors may not be elected to a successive consecutive term.

g. The Superfest Chairman is appointed to a one year term concurrently with the President. The Superfest Chairman may be reappointed to unlimited successive consecutive terms.

h. The Repeater Chairman is appointed to a one year term concurrently with the President. The Repeater Chairman may be reappointed to unlimited successive consecutive terms.

Section 3. General Qualifications.

a All officers shall be Full or Family Members in good standing, and shall have been members of P.A.A.R.C. for at least six months prior to the year in which they will hold office. If membership in the American Radio Relay League is required by the League in order for the Club to maintain any special affiliation with the League, the officers shall also be members of the said League.

b. No individual may concurrently hold more than one officer position in the Club.

Section 4. Specific Qualifications.

The Trustee shall hold a valid Extra-Class or Advanced-Class Amateur Radio license as issued by the Federal Communications Commission.

Section 5. Method of Nomination and Election.

a. A proposed slate of officers will be presented to the Club members at the regular Club meeting in October. Nominations may also be made by any voting member at the October meeting. The names of all nominees will also be printed in the Club newsletter prior to the regularly scheduled November Club meeting.

b. Should a member of the Club find cause to contest the eligibility of any nominee, a written notice shall be given to the Past President within ten (10) days after nominations are closed at the October Club meeting, after which time the slate becomes incontestable. The President is charged with the responsibility of serving notice on the contested nominee and extracting a poll of at least two-thirds (2/3) of the members of the Board of Directors regarding the contested nominee. The decision of the Board of Directors shall be final.

c. All officers, except the trustee, shall be elected by ballot of all Full Members present and voting at the first regular Club meeting in November of each year, provided that there shall be a quorum present. A quorum is defined as 10% of the eligible voting membership. Balloting shall be done by secret ballot, except in the case of an uncontested office where a voice vote may be taken. A simple majority shall be sufficient for election.

d. The trustee shall be appointed by the President and must be ratified by a majority vote of the board of directors.

e. If any candidate elected should be unable to assume the office to which elected on January 1, the next ranking candidate on the election return, if there was one, shall assume the position. If there is no next ranking candidate, then a special election shall be held following the procedures defined in this article.

f. Vacancies occurring between elections shall be filled by appointment by the Board of Directors, and persons so appointed shall fill the vacancy for the remainder of the term of office. Any person appointed to fill a vacancy under this section may run for and be elected to the same office for a full successive term.

Section 6. Duties of Officers.

a. The President shall serve as presiding officer at meetings of the Club and as a member and chair of the Board of Directors. The President shall, with the approval of the Board of Directors, appoint all necessary committees, approve the proper disbursement of Club funds, enforce due observance of this constitution and by-laws, decide all questions of order, sign all official documents adopted by the Club, and perform all other customary duties pertaining to the office of the President.

b. The Vice-President shall assume all duties of the President in the absence of the President, serve as an elected member of the Board of Directors, shall be in charge of and responsible for all programs at club meetings, and shall perform such other duties as may be directed by the President and/or the Board of Directors.

c. The Secretary shall be responsible for the recording of proceedings at all official meetings; shall be custodian of all past records; shall keep a list of all members; shall carry on all required correspondence; shall accept and process all membership applications; shall maintain a listing of all club assets; shall do such other duties as may be directed by the President and/or the Board of Directors; and shall turn over all records at the expiration of the term of office.

d. The Treasurer shall maintain the financial records of the Club, and will be responsible for maintaining a balanced budget. Deficit spending is prohibited. The Treasurer shall receive and receipt all moneys paid to the Club, pay all incidental and regular expenses of the Club as defined by an approved annual budget, report all unusual or extra expenses and shall obtain permission before assuming any such obligation in the name of the Club, report the financial status of the treasury at each monthly meeting, and shall turn over all moneys and records at the expiration of the term of office. The Treasurer shall be bonded, with the cost of the bond to be paid by the Club. The Treasurer's records shall be audited at least annually by at least three persons appointed by the President from the general membership.

e. The Trustee shall be the keeper of the Club's FCC-issued radio license, and shall be responsible for the proper operation of all radio equipment operated under the Club callsign. The Trustee shall have the power to enforce all reasonable operating procedures and shall take all necessary steps and actions to ensure that any and all equipment operated under the Club callsign is

operated in accordance with all FCC rules and regulations and good Amateur Radio practice. This power shall include the authority to grant or deny access to and use of radio equipment operated under the Club callsign.

f. Each Director shall serve as an at-large representative of the general membership, and shall represent the general membership on the Board of Directors. A Director may also have specific powers and duties as appointed or authorized by the President and/or the Board of Directors.

Section 7. Authority of Officers.

Authority for all acts and powers of all officers, trustees, and directors is derived from the consent of the Full Members of the Club. In the event that a significant number of members are opposed to or object to a policy or act of any officer, trustee, or director, or the Board of Directors, said policy shall be withdrawn or shall be submitted for approval to the membership at the next monthly meeting. A simple majority of the Full Members voting at the meeting shall be sufficient to decide the issue. No officer, trustee, or director, and no Board of Directors, has the authority to act in conflict with a resolution, vote, or policy established by the Full Membership.

Section 8. Removal of Officers.

a. Any elected officer or member of the Board of Directors may be removed from office by a two-thirds (2/3) majority vote of voting members present and constituting a quorum at a regular meeting of the Club, whenever the best interests of the Club will be served thereby.

b. An appointed member of the Board of Directors may be removed by a majority vote of the Board.

c. Any voting member may move for the removal of an officer or member of the Board of Directors at any regular or special meeting of the Club. The motion must be seconded. A vote shall be taken at the same meeting in which the motion was made. Voting on the motion shall be done by secret ballot. If the motion is passed, the office will be declared vacant upon announcement of the results of the balloting.

Article V.

Board of Directors

Section 1. Board of Directors.

The affairs of the P.A.A.R.C. shall be managed by a Board of Directors, which shall meet at such times and places as may be determined by the Board and publicly announced.

Section 2. Number and Composition of the Board of Directors.

The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, Trustee, two Directors, a Repeater Chairman and a Superfest

Chairman selected as provided elsewhere in this document.

Section 3. Vacancies on Board of Directors.

Vacancies on the Board of Directors shall be filled as provided elsewhere in this document.

Section 4. Quorum of Directors.

Unless otherwise provided in the Articles of Incorporation or this document, the presence of a simple majority of the total number of members of the Board of Directors shall constitute a quorum. No business may be transacted if a quorum is not present. The act of the majority of the Directors at a meeting at which a quorum is present shall be the act of the Board of Directors unless the act of a greater number is required by the applicable laws of the State of Illinois or the United States of America, the articles of incorporation, or this document.

Article VI.

Club Meetings and Activities

Section 1. Club Meetings.

a. Regular Club meetings shall be held monthly at a time and place to be determined by the Board of Directors or by vote of the membership. The dates, times, and places of Club meetings will be announced in the Club newsletter at least one month in advance of the scheduled meeting and may be announced in such other manner as may be determined by the Board of Directors.

b. Special Club meetings shall be held at such times and places as are necessary, and shall be called by the President at his discretion or at the request of a majority of the members of the Board of Directors. At least 7 calendar days notice will be given to all club members by such form of contact as may be determined by the President, including notification on local radio nets and packet radio bulletin boards.

Section 2. Club Activities.

a. Participation in Club activities by all members is encouraged.

b. Club activities shall be designated by the Board of Directors and/or by the general membership by majority vote, and may include such events as periodic radio nets, hamfests, contests, and Field Day.

Section 3. Emergency Service.

a. The facilities and capabilities of the Club and its membership shall be made available to governmental, public and private emergency services agencies at the discretion of the Club for use in emergency situations or at times when the public safety is threatened by local or other conditions.

b. Nothing in this section shall be interpreted as permitting non-licensed persons to use the Club equipment or callsign, and such non-licensed person shall use such equipment or callsign only as designated by the Trustee.

c. Nothing in this section shall require individual members to participate in emergency services activities, and all participants shall be volunteers.

d. Members who desire to participate in emergency drills and activities should make themselves known to the designated Club contact person. Members shall undertake any necessary or required training at their own expense. Club meetings may be used for obtaining any required training. Cooperating agencies shall be invited annually to provide any necessary training.

Section 4. Special Events.

a. Participation by Club members in special events is encouraged. The Board of Directors or any member of the Club may recommend participation in a special event. Special event activities shall be announced to the general membership at Club meetings and in the newsletter. Participation by members in special events shall be voluntary.

Section 5. Community Involvement.

a. The Club shall participate in community events as recommended by the Board of Directors or as approved by resolution of the general membership. Community involvement activities shall be announced at Club meetings and in the newsletter. Such activities do not need to be related to Amateur Radio but must provide some benefit to the community at large or to a specific population, group, or organization. Participation in such community involvement activities shall be voluntary.

Article VII.

Club Station

Section 1. Club Radio License and Callsign.

The club shall obtain and maintain a club license and callsign issued by the Federal Communications Commission. The Trustee shall be responsible for the maintenance of the license and for the proper operation of all amateur radio stations using the club license.

Section 2. Use of Club License.

The Club license and callsign shall be used under the direction of the Trustee at all official club activities and events. The trustee shall be the sole authority pertaining to operation under the club license and callsign, and may establish rules and authorize operation of the club station by eligible club members. Violation of any FCC regulation or violation of any rule established by the trustee shall constitute grounds for refusing operating privileges of any club member found guilty of such violations.

Section 3. Modification of License.

In the event of a change in Trustees, the new trustee shall be required, as the first act of office, to submit an application for modification of license to the Federal Communications Commission. The Trustee shall be responsible for applying for any and all necessary modifications of the Club license during the Trustee's term of office.

Article VIII. Newsletter

Section 1. Newsletter.

a. The Club shall publish a monthly newsletter, which shall be the official publication of the Club. The name of the newsletter shall be determined by the Board of Directors.

b. The newsletter shall be sent to all members of the Club as a benefit of membership. At the direction of the Editor, or by resolution of the Board of Directors, only one copy of the newsletter may be sent to the same address where more than one club member resides, unless individual members living at the same address desire their own copies, in which case they shall receive individual copies.

c. Non-members may subscribe to the newsletter on an annual basis according to rates and policies set by the Board of Directors.

d. The newsletter may be sent to individuals, organizations, and governmental entities without charge according to policies set by the Board of Directors or as the result of resolutions approved by the voting members at a regular Club meeting.

Section 2. Editor and Editorial Policy.

a. The Board of Directors shall appoint an Editor and such other staff as may be appropriate, and shall define the duties and responsibilities of such persons. These persons shall serve at the pleasure of the Board of Directors.

b. Editorial policy shall be determined by the Editor in consultation with the Board of Directors. Editorial policy will be reduced to writing and made a part of the records of the Club.

Section 3. Official Announcements.

The Club newsletter will constitute the sole official public channel for written communications of Club business. Publication of notices concerning club business, meeting minutes, constitutional amendments, special announcements, and related items shall be deemed to have satisfied all requirements for notices to members.

Section 4. Articles and Information.

Articles and information contained in the newsletter shall pertain primarily to items of interest to Amateur Radio enthusiasts.

Section 5. Advertising and Revenue.

a. Advertising of Amateur Radio-related items by club members shall be a benefit of membership and shall be at no charge. Advertisements may be edited by the Editor or staff to meet space requirements, and the Editor may establish and shall publish information concerning the placement and format of such advertisements.

b. Advertisements by commercial organizations may be accepted if permitted by editorial policy.

c. Advertisements by non-profit and not-for-profit entities may be accepted if permitted by editorial policy.

d. Advertising rates shall be determined by the Editor in consultation with the Board of Directors.

e. Advertising revenues shall be forwarded to the Treasurer for deposit into the Club treasury. Such revenues shall be used to defray expenses of the newsletter.

Section 6. Expenses.

Expenses incurred in the publishing, printing, and dissemination of the newsletter shall be budgeted in the Club's annual budget. Any advertising revenues shall be used to defray such expenses.

Article IX.

Business Affairs and Operations

Section 1. Fiscal Year.

The fiscal year of the club shall be from January 1 to December 31.

Section 2. Property.

a. In the event that the Club should be dissolved, none of its property shall be distributed to any of the members. It may be donated to another amateur radio organization, or it may be publicly sold.

b. The Secretary shall maintain a listing of club property, equipment and assets and shall make the listing available for review by the Board of Directors or the General Membership.

c. The Board of Directors shall establish a policy and procedure on the use of club equipment by club members. The Secretary will execute this policy by providing the forms, documentation and approvals required by the policy.

Section 3. Committees.

a. The President shall have the power to establish committees as needed or required to carry out the business and functions of the Club. The power to establish committees includes the power to define the duties of the committee, define the composition and membership of the committee, and establish goals and timeframes for the work of the committee.

b. The Nominations and Elections Committee shall be created annually and shall be chaired by the Past President. The Past President with the approval of the President and/or Board of Directors will appoint additional committee members.

c. Removal of a committee chair requires a majority vote of the Board of Directors.

d. Each committee chair shall report in writing in a reasonable and timely manner to the President of the Club as to the salient activities, financial information, and progress of the committee. Committee reports shall be made a part of the records of the club, and shall be announced to the general membership.

Section 4. Task Forces.

The President may establish special task forces as is deemed necessary to conduct the affairs of the club. The power to establish task forces includes the power to define the duties of the task force, define the composition and membership of the task force, and establish goals and timeframes for the work of the task force. Each Task Force shall report in writing in a reasonable and timely manner as to the salient activities, financial information, and progress of the Task Force as directed by the President. Task Force reports shall be made a part of the records of the Club and shall be announced to the general membership.

Article X.

Constitutional Authority, Amendments, and Resolutions

Section 1. Constitutional Authority.

This document shall be the sole constitutional authority of the Peoria-Area Amateur Radio Club, Inc., except where provisions conflict with legal requirements, in which case the legal requirements shall prevail.

Section 2. Publication.

a. Each member of the Club, upon joining the Club, shall receive a current copy of this Constitution from the Secretary as a benefit of membership.

b. All members of the Club shall receive a copy of this document in its entirety every five (5) years, beginning in 1990, as a benefit of membership. All amendments adopted during a calendar year shall be printed on a yearly basis in the Club newsletter.

Section 3. Amendments.

a. Any member of P.A.A.R.C. may propose one or more amendments to this constitution. Proposed amendments shall be read at two consecutive regular club meetings, and shall be published in at least one issue of the Club newsletter before being acted upon.

b. Voting on amendments shall be at a regular meeting of the club and all members shall be so notified. Passage of amendments shall require a two-thirds majority vote of the eligible voting membership present at the voting meeting.

c. Any amendment shall take effect on the first day of the month following the date of passage, unless otherwise provided for in the amendment.

Section 4. Resolutions.

a. All resolutions passed under provisions of any part of this document shall be kept on file by the Secretary of the Club and available for reference at Club meetings and Board meetings.

b. Resolutions passed under provisions of any part of this document shall include wording to identify the applicable Article, Section, and paragraph under which it is allowed.

Article XI. Rules of Order

Section 1. Parliamentary Authority.

The parliamentary authority for meetings of the Club will be Robert's Rules of Order current edition.

This constitution was Adopted June, 2006 and amended as follows:

Amendments per second voice vote of general membership September 9, 2011:

[June 2006 constitution]

Article IV.

Officers

Section 3. General Qualifications.

a. All officers shall be Full or Family Members in good standing, and shall have been members of P.A.A.R.C. for at least one full calendar year prior to the year in which they will hold office.

[Proposed change]

Section 3. General Qualifications.

a. All officers shall be Full or Family Members in good standing, and shall have been members of P.A.A.R.C. for at least *six months* prior to the year in which they will hold office.

[June 2006 constitution]

Article IV.

Officers

Section 1. Names of Officers.

a. The officers of the Club shall consist of a President, a Vice-President, a Secretary, a Treasurer, a Trustee and two Directors.

[Proposed addition]

b. *Officers appointed by the board shall be a Trustee, a Superfest Chairman and a Repeater Chairman.*

Section 2. Terms of Office.

[Proposed additions]

g. The Superfest Chairman is appointed to a one year term concurrently with the President. The Superfest Chairman may be reappointed to unlimited successive consecutive terms.

h. The Repeater Chairman is appointed to a one year term concurrently with the President. The Repeater Chairman may be reappointed to unlimited successive consecutive terms.

[June 2006 constitution]

[Change label of existing paragraph b to paragraph c. No other changes to existing paragraph b.]

[Proposed addition]

b. An appointed member of the Board of Directors may be removed by a majority vote of the Board.

[June 2006 constitution]

Article V.

Board of Directors

Section 2. Number and Composition of the Board of Directors.

The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, Trustee, and two Directors selected as provided elsewhere in this document.

[Proposed addition]

The Board of Directors shall consist of the President, Vice-President, Secretary, Treasurer, Trustee, two Directors, ***a Repeater Chairman and a Superfest Chairman*** selected as provided elsewhere in this document.