

**CONSTITUTION
Of
THE NORTH RICHLAND HILLS AMATEUR RADIO CLUB, Inc**

Preamble:

We, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves the **North Richland Hills Amateur Radio Club, Inc.**, hereinafter referred to as the "Club" or "NRHARC and enact this constitution as our governing law.

It shall be the Club's purpose 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 knowledge, interest and welfare of Amateur Radio in the community. The Club will provide radio and communication assistance to federal, state and municipal agencies in times of emergency, including but not limited to times of impending storms and severe weather, and to assist in disaster relief operations and other community functions through support of other non-profit service relief organizations. We will promote and further the art of amateur radio through education programs.

Article I: Membership

Section 1 All persons interested in Amateur Radio communications 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 II: Board of Directors

Section 1 The Board of Directors of this club shall consist of nine (9) members. The current elected club officers of President, Vice-President, Secretary, Treasurer and the appointed positions as indicated in Article V below. Additionally there will be three "at large" members of the Board of Directors. All business and affairs of the club shall be under the direction and control of the Board of Directors. All members shall serve without remuneration.

Section 2 The At Large members of the board shall be nominated and then elected for a term of two years by ballot of the members present, provided there is a quorum, at the annual meeting in February. The current outgoing President shall continue as an At Large member of the board for a period of two years. In the event that this outgoing officer is elected to another club position, or can not fulfill this role, a third nomination for an At Large board member position would be required to maintain a total of nine (9) board members.

Section 3 Vacancies occurring between elections must be filled by nomination and special election at the first regular meeting following the withdrawal or resignation. They will serve the remainder of the vacated term.

Section 4 At Large board members may be re-elected for a maximum of one (1) consecutive two year term. They must sit out for one term before being eligible again for election.

Section 5 Should an At Large position not have any new nominees either in advance or from the floor, the existing member may, if approved by a majority of those members present and voting, serve an additional two (2) year term on the board.

Section 6 Quorum. Five (5) or more members of the Board shall constitute a quorum.

Section 7 Any At Large board member may be removed by a three-fourths vote of the voting membership present at a regularly scheduled club meeting.

Section 8 At Large members of the Board shall act on behalf of the general membership, to oversee the actions and programs undertaken by the board.

Section 9 The Board shall have a discretionary spending limit of \$500. Amounts exceeding that shall require a vote of the general membership.

Section 10 The board shall meet once each month at a place and time announced by the President.

Article III: Club Officers

Section 1 Qualification for Office - Every officer and director shall be a minimum of twenty-one (21) years of age, shall be the holder of a valid amateur radio license and a Full or Family Member for one (1) year immediately preceding their nomination for office.

Section 2 The President shall preside at all meetings, shall be chairman of the Board and conduct them according to the rules adopted. He/she shall enforce due observance of this Constitution and By-Laws; decide all questions of order; appoint committees as outlined in the By-Laws; sign all official documents adopted by the club, and perform all other duties pertaining to the office of President.

Section 3 The Vice-President shall assume all the 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 serve as Secretary should the regular Secretary be absent.

Section 4 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 make available notices to each member. At the expiration of his/her term he/she shall turn over all items belonging to the club to his/her successor.

Section 5 The Treasurer shall receive and provide receipts for 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 the end of each quarter he/she shall submit an itemized statement of disbursements and receipts. At the end of his/her term, he/she shall turn over everything in his/her possession belonging to the club to his/her successor. He/she shall be responsible to ensure that all IRS and State of Texas rules are followed and reports associated with the club's 501(c)3 and tax exempt status are submitted.

Section 6 Club officers are elected to a term of two (2) years. An officer may be re-elected or elected to another office for a maximum of one (1) additional two year term. No one can serve more than two consecutive terms as an officer except as set forth in Section 8 below. They must sit out for one term before being eligible again for election.

Section 7 An elected officer may be removed from office for cause upon a motion presented to and approved by a three-fourths vote of the voting membership at a regular or special meeting of the Club.

Article IV: Elections

Section 1 Officers and Directors shall be elected by a majority of votes duly cast by the voting members at the annual meeting of the Club held in February of each year or, if a quorum is not present, then at the next regular or special meeting called for the purpose, notice of any such meeting having been emailed to each voting member in advance of the meeting.

Section 2: The Board shall meet prior to the election to consider and submit the names of qualified candidates for nomination as officers and directors, at the January Club meeting next preceding the election. An email notice will be sent to all voting members in advance of the election. Additional nominations may be made from the floor prior to the election.

Section 3 A newly elected Officer or Director shall take office immediately upon his or her appointment.

Section 4 Removal or Resignation. Any Officer or Director may be removed from office by an affirmative vote of two-thirds of the voting members present at a regular meeting. Any Officer or Director may resign by written notice to the Board mailed to the usual address of the Club. Such resignation is effective upon receipt by the Club at its usual address. Acceptance of such notice is not necessary to make it effective.

Section 5 Quorum. For regular and special meetings the presence of forty (40) percent of the voting membership shall constitute a quorum. "Voting Membership" shall be defined as one (1) per home address. If 4 family members live at one home address they would count as one (1) for the purpose of determining a quorum. All members at that address would still have an individual vote consistent with By-Laws, item 2, Membership.

Article V: Appointive Positions

The following positions may be appointed by the President with the consent of the Board of Directors. Each shall serve a term concurrent with that of the President, or until replaced by the President, and shall perform the duties specified.

Section 1 The **Education Coordinator** is an appointed position and shall be responsible for all training within the club. He/she shall arrange for training materials, training presentations, VE (or equivalent) scheduling, testing, tracking and recognizing member advancement. He/she is a voting member of the Board of Directors.

Section 2 The **Emergency Management Coordinator** is an appointed position and is the link between the club and the Emergency Services organizations which the club supports. This includes the City of North Richland Hills Office of Emergency Management and RACES, American Red Cross, Salvation Army (SATERN), Tarrant County RACES and FEMA as well as any other Emergency Service organizations requesting our assistance. This person will be the primary source of information for updating the club members on requirements, certifications and other matters which affect our ability to serve. He/she is a voting member of the Board of Directors.

Section 3 A **Trustee for Club call K5NRH** shall be appointed by the President with the consent of the Board of Directors. The Trustee shall be a minimum of twenty-one (21) years of age and a holder of a valid Amateur Extra class radio license as required by FCC regulations, shall have been a Full Member of the Club for one (1) year immediately preceding their appointment to office. He/she shall be responsible for the proper and legal operation of the Club station(s) and repeater(s) if they exist, as provided in the FCC rules and regulations. He/she

shall, in a timely manner following their appointment, prepare for the President's signature the necessary papers for filing with the FCC the change of Trustee. Whenever possible, the term of office shall be concurrent with the ten (10) year station license. The Trustee may be removed from office for cause upon a motion presented to and approved by a majority of the Board of Directors at a regular or special meeting of the Board. Upon the resignation or removal of the Trustee, the President shall, not later than its next regular meeting, present to the Board of Directors for approval their new appointment for Trustee. He/she is not a voting member of the Board of Directors. He/she may also hold another office, or appointed position and shall assume the duties and Board membership and responsibilities associated with that position.

Article VI: Meetings

Section 1 The By-Laws shall provide for regular and special meetings.

Article VII: Dues

Section 1 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 loss of voting rights and eligibility for holding an office of the club.

Article VIII: Membership Assistance

Section 1 The club, when asked, will provide technical advice to members concerning equipment design and operation, assist in locating spurious radiations from club member stations and in the proper operation of their station.

Article IX: Amendments

These By-laws may be amended at any regular meeting of the Club by a two-thirds majority of the votes duly cast by voting members, notice of the proposed amendment having been submitted in writing at a previous regular meeting and notification of the proposed vote emailed to each voting member in advance of the meeting at which it is to be voted upon.

Section 1: NOTIFICATION. The membership shall be notified of proposed by-law changes by email at least 30 days prior to the meeting at which the vote on the amendment(s) is to be taken.

Section 2: TIME OF EFFECT. Unless otherwise noted, any amendments to this constitution or its by-laws shall be effective immediately upon passage.

Article X: Assets

Section 1 Disposal, relocation, operation or use of club property, with a fair market value of greater than \$100, other than routine maintenance and equipment operation, shall be determined by a two-thirds vote of a quorum present at a regular meeting. The Treasurer shall maintain inventory records of all club-owned property. This record shall be presented in writing at the February meeting.

Section 2 The private property of the members of this Club may be used at club functions but the Club will not be liable for any use there from to the member and the members will not be liable for the debts of this Club and shall be wholly exempt there from.

Article XI: Dissolution

Section 1 The Club shall be considered dissolved whenever:

A. So voted and approved by two-thirds of a quorum in attendance at a Club meeting, provided all Club members have been notified in writing or via electronic mail that a vote shall be taken on the disbandment of the Club.

B. So voted by two-thirds of the Board of Directors if no other members exist.

Section 2 Upon dissolution of this organization, after payment of all just liabilities, any remaining assets shall be conveyed to an organization having similar purposes or to a recognized charitable organization under Section 501(c)3 of the Internal Revenue Code of 1986, as amended. No portion of the assets may be transferred to any Member or Board Members and no Member or Board Member may benefit from the disposal of club assets.

By-Laws:

1. Secretary. It shall be the duty of the Secretary to keep the Constitution and By-Laws of the club and have the same with him/her at every meeting. He/she shall note all amendments, changes and additions to the constitution and shall permit it to be consulted by members upon request.

2. Membership. Full membership is open to licensed amateurs. Associate membership is open to those actively engaged in a class leading to an Amateur Radio license and all other interested persons. Full membership includes all club privileges as well as rights to hold a club office and to vote for club officers. Associate membership includes all club privileges except for the right to hold office and vote for club officers. Applications for membership shall be submitted at regular meetings.

3. Meetings. Regular meetings shall be held on the 4th Monday of each calendar month. Special meetings may be called by the President upon the written request of any five club members. Notice shall be sent to members via electronic mail 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.

4. Dues. A regular annual assessment of \$20.00 per membership address is hereby assessed in accordance with the provisions of Article V of the constitution for the purpose of providing funds for expenses. This annual assessment is due by the February Meeting or upon acceptance of club membership for new members. New Members joining the club after July 1 shall be assessed \$10. As of the first of the following year, that member shall be assessed the regular assessment of \$20 which is due by the February meeting. Members who have not paid dues by the March Meeting will be considered inactive and dropped from the roles.

5. Committees. The President or the Board of Directors shall establish standing and ad-hoc committees as needed. The tenure and powers of the committees shall be enumerated in writing by either the President or the Board of Directors. The President shall appoint the chairperson for each such committee. All committees shall expire at the end of the term of the President, or at the completion of the task or purpose for which the committee was formed, whichever occurs first. The incoming President shall have the authority to make new or re-appointments after his term of office begins.

By our signatures below, we testify that this document is a true copy of the Constitution and By-laws of the North Richland Hills Amateur Radio Club.

PRESIDENT _____ DATE _____

VICE PRESIDENT _____ DATE _____

Witnessed by:
SECRETARY _____ DATE _____