

CONSTITUTION AND BYLAWS OF THE VILAS COUNTY AMATEUR RADIO CLUB (V2 8-5-18)

EAGLE RIVER, WISCONSIN

Article I – The Club

Section 1. The name of the club shall be “The Vilas County Amateur Radio Club, Inc.”, referred to as VCARC or the “Club”.

Section 2. The club shall be a non-stock not-for-profit corporation to further the exchange of information and cooperation among members, promote radio and electronics knowledge, fraternalism, individual and group operation efficiency, promote the hobby and service of amateur radio, and to conduct Club programs and projects to advance the general interest and welfare of radio communications for community service and support the personal development of amateur operators and others.

Section 3. The fiscal and calendar year of the Club shall run from January 1st to December 31st.

Article II – Membership

Section 1. Membership in the VCARC shall be offered to any licensed amateur radio operator, anyone interested in obtaining a license, or anyone with interest in electronics, radio communications or radio techniques. Membership types shall be as follows:

Full Membership – Full membership is open to licensed amateur radio operators 18 years of age or older. Full membership carries all group privileges including the right to hold office and vote on all questions presented to the membership.

Associate Membership – Associate membership is open to all individuals who do not possess an amateur radio license, but are either interested in the hobby or are working toward their license or are licensed Amateurs under 18 years of age. Associate Membership does not include the right to hold office or to vote.

Family Membership – Family membership is open to multiple licensed amateur operators who live at the same address and are in the same family including spouse and children. Full membership privileges are open to Family members over 18 years of age.

Any Associate Member in good standing between the ages of 16 and 18 who holds a General or Extra class amateur radio license may upon motion by a full member and second by another full member followed by a majority vote of members be granted Full Membership.

Section 2. Any member wishing to resign membership from VCARC shall submit a written notice to the Secretary stating their request.

Section 3. A member may be terminated from membership for cause by a two-thirds vote of the members present at a regular meeting. The Executive Committee must approve such recommendation for termination and a quorum must be present at the meeting at the time of the vote. A minimum of two weeks' notice prior to involuntary termination of membership consideration must have been provided to the general voting membership. FCC action(s) against a member for willful violations of federal rules may constitute cause.

Article III – Officers and Directors

Section 1. The Officers of the VCARC shall include a President, Vice President, Treasurer, and Secretary. The Club Officers shall act as the Club's Executive committee. All Club Officers shall be members in good standing of the Club and licensed amateur radio operators of any class. The President shall be a current ARRL member.

The term of office for Officers is 12 months.

Section 2. The Club shall have a Board of Directors, numbering four to six, as follows:

1. The immediate past President if they so desire, or the current Vice President
2. Up to five members-at-large or community members, renewable at the end of term by majority vote of Officers.

The term of office for Directors is 12 months. Community members who are not club members serve 12 month terms and can be removed by simple majority of officers.

Section 3. The Club Officers shall assist in the planning, supervision, and general welfare of the Club, with due input from the Board of Directors, SIG members, and community partners as appropriate.

Section 4. A two-thirds vote of the general membership shall be deemed sufficient to overturn any determination made by the Officers and/or Board of Directors.

Article IV - Duties of Officers and Directors

Section 1. President

The President shall preside at meetings and conduct them according to the rules adopted. He/she shall enforce due observance of this Constitution and By-Laws document, sign all official documents adopted by the club, post and email meeting agendas and notices, and perform any other duties pertaining to the office of President.

Section 2. Vice President

The Vice-President shall assume all the duties of the President in his/her absence.

Section 3. Secretary

The Secretary shall keep a record of the proceedings of all meetings and read prior minutes at each meeting, and with the President, Vice President, and Treasurer keep a roll of members, carry on correspondence, and conduct club document management. At the expiration of the term of office turn over all items belonging to the club to the successor or other club officer or director.

Section 4. Treasurer

The Treasurer shall receive and receipt for all monies paid to the club; keep an accurate account of all monies received and expended; submit membership applications, and pay bills with proper authorization by the club or its officers constituting a business committee. At the end of each month submit an itemized statement of disbursements and receipts. At the end of the term of office turn over all materials to the successor or other club Officer or Director.

Section 5. Board of Directors

The Board of Directors shall provide direction, advice, and recommendations to the club in its conduct of business and report to the Officers and Membership periodically as determined by the Board and Officers. The frequency of Board meetings will be determined by the Board. The Board is encouraged with the support of the club to focus on developing programs, creating special interest groups, planning and sponsoring social activities, scheduling Tech Talk topics, pursuing community outreach, and any other activities or communications that further the interests of the club and the growth of amateur radio and community telecommunications.

Article V -Elections

Section 1. Officer and Board of Directors elections are held in July. At the May club meeting the President shall appoint a Nominating Committee of three members. The Nominating Committee shall select at least one candidate for each Officer and Board of Directors office. Candidates must be contacted and have accepted to serve before a recommendation can be made. The slate of Officer and Board of Directors recommendations shall be read at the June club meeting and posted to the VCARC website and minutes. Members eligible to vote, but unable to attend the July meeting for the election, may submit their vote prior to the meeting in a manner determined by the Board.

The majority of those attending the July General meeting shall cast secret ballots if there is more than one candidate per office, and email/website votes shall be included. Should there be only one candidate for each office, it can be moved and seconded that the Secretary cast one unanimous ballot for the slate of Officers and Directors.

Section 2. The elected candidates take office on August 1. They will serve a term of minimum 12 months with conditions as stated in Section I.

Section 3. The Executive Committee and Board of Directors shall have the power to fill any vacancy in any elected office between elections.

Section 4. An officer may be removed through a "no confidence vote" by a majority of voting members present at a regular meeting, a quorum having been established. Club members of VCARC shall be notified of the pending confidence vote and the reasons the vote is being requested at least seven days prior to the meeting where the vote is to be held. The officer in question shall be allowed

to address the reason put forward for the vote. Publishing the notice of the upcoming vote, and charges, along with the specific officer's rebuttal on the web site and via email and constitute "informing the members".

ARTICLE VI – Meetings

General membership meetings shall be held no less than every other month, time and place to be announced at least two weeks prior. Special meetings shall be called by the Executive Committee or ordered by the President upon receipt of a written request containing no less than five (5) signatures of voting eligible members. All members must be notified at least seventy-two (72) hours prior to the start of any special meeting, and only such business as is designated in the meeting notice may be transacted at a special meeting. In either case, a meeting attended by at least two members of the Executive Committee and at least two non-office holding members in good standing shall comprise a legal meeting. This Article shall not prohibit emergency meetings of the Executive Committee. An emergency meeting may be held with a majority of Executive Committee members present in person or on the air. The decision to hold an emergency meeting and action taken will be reported to the General Membership as soon as possible.

Board of Directors meetings are held at the discretion of the Board. Meeting minutes shall be taken and submitted to the Secretary for inclusion in General Membership meeting minutes.

Article VII - Amendments

Section 1: This Constitution and Bylaws document may be amended with approval of a simple majority vote of two-thirds of the total eligible voting membership.

Proposals for amendments shall be submitted at a Regular or Annual Meeting, Read into the minutes during a scheduled club meeting, published in the minutes and on the web site, and be voted on at the next following scheduled meeting. The amended constitution shall take immediate effect upon approval by such vote.

Article VIII - Property

Any item donated to or purchased with VCARC funds becomes the sole property of VCARC.

ARTICLE IX – Parliamentary Authority

Robert's Rules of Order, revised, shall govern all cases to which they are applicable and in which they are not inconsistent with this Constitution or By-Laws of the VCARC, Inc., or with any special rules which the group may adopt.

Article VII - Standing Committees

The standing committees may be as follows at the discretion of the Board.

1. Technical Committee (VCARC Tech Team)
2. Amateur radio licensing classes

Article X - Dissolution

In the event of dissolution of the Club, all assets remaining after all debts and obligations are discharged shall be distributed by the Executive Committee to a nonprofit organization in accordance with Internal Revenue Service requirements.