

# **CONSTITUTION of the VACA VALLEY RADIO CLUB. Incorporated**

Adopted: January 1988: Amended: 1988, 1989,1991,1992,1993, 2008, 2015, 2019

## **PREAMBLE**

We, the undersigned, wishing to secure for ourselves and our communities, the rights and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves the Vaca Valley Radio Club and enact this constitution as our governing law and guide. It shall be our purpose to further the education and cooperation of all members, to promote fraternalism and operator proficiency, educate the public and encourage the development of new amateurs and members, assist in emergencies and with public welfare and safety, promote Amateur Radio through public service participation, conduct meetings to promote radio knowledge and greater cooperation between members, act to resolve radio interference problems and coordinate the use of the radio frequencies allocated by the Federal government in the best interest of all amateurs residing with the stated jurisdiction of the club, and to so conduct club programs and activities as to advance the general interest and welfare of Amateur Radio in the communities.

## **ARTICLE 1: MEMBERSHIP**

**Section 1.** All persons Interested in Amateur Radio communications shall be eligible for membership. Membership shall be by application and acceptance upon such terms as the club shall provide in its By-Laws.

**Section 2.** Members may be removed by a two-thirds vote of the voting membership using secret ballot. The vote must be taken at a business meeting following a business meeting at which the action and vote are proposed.

**Section 3.** Full membership entitles the member to attend all club activities, vote in elections, hold club office, propose a vote from the floor, and seek club participation in proposed projects and activities.

**Section 4.** Associate or student membership entitles the member to attend all club activities, speak during meetings, propose a vote from the floor and avail themselves of educational opportunities sponsored by the club.

## **ARTICLE 2: OFFICERS**

**Section 1.** The officers of this club shall be: President, Vice-President, Secretary, Treasurer, and four Directors.

**Section 2.** The officers of this club shall constitute the board of directors.

**Section 3.** The officers of this club shall be elected for a term of one year by ballot of the members present at the stated annual meeting during November, with the exception of the treasurer whose term shall be two calendar years.

**Section 4.** Vacancies occurring between elections must be filled by presidential appointment with approval by five members of the board of directors. The appointee will then serve for the remaining term of office.

**Section 5.** Officers may be removed by a three-fourths vote of the membership attending a business meeting following the next business meeting at which the vote is proposed.

**Section 6.** The president ex-officio shall endeavor to be an advisor to the board of directors.

## **ARTICLE 3: DUTIES OF OFFICERS**

**Section 1.** The president shall preside at all board meetings and club meetings. The president shall 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 duties pertaining to the office of president.

**Section 2.** The vice-president shall in the absence of the president preside at all board meetings and club meetings. The vice-president shall supervise and be responsible for weekly radio nets for the dissemination of information of common interest to members. The vice-president shall be responsible for scheduling of club activities and meeting programs.

**Section 3.** The secretary shall keep a record of the proceedings of board of director's meetings and club meetings, compile records of all duly constituted committees and conduct all written correspondence and forms submitted directly by committees. The secretary shall turn over all items pertaining to their office and belonging to the club to the duly elected successor at the expiration of the term of office.

**Section 4.** The treasurer shall receive and receipt for all moneys paid to the club; keep an accurate account of all moneys received and expended; pay bills when properly authorized; and submit all necessary forms to Federal and State agencies. The treasurer shall maintain a current list of all members in good standing and present membership applications. The treasurer shall submit bills for payment to those owing money to the club. The treasurer shall turn over all items pertaining to their office and belonging to the club to the duly elected successor at the expiration of their term of office. The term of office shall be two calendar years.

**Section 5.** The four directors will attend the board of directors meetings. The four directors are responsible for voting in the best interest of the club and Amateur Radio. The directors are expected to solicit opinions and ideas from the general membership and represent them at the board of directors meetings.

#### **ARTICLE 4: RULES OF GOVERNMENT**

**Section 1.** There will be three types of membership: Full, Associate, and Student, Full membership requires a current amateur radio license. Associate and student memberships are provided for non-licensed persons.

**Section 2.** Only full members in good standing can vote or hold elective office.

**Section 3.** Club officers and four full members constituting the board of directors will be elected by ballot and require a plurality of the voting membership present for the election. Any club member may nominate themselves or another member as long as the nominee meets the qualifications for the position. A nominee must acknowledge acceptance of the nomination to the club secretary prior to balloting. All nominations shall be presented to the club secretary in writing. There shall be provision for verbal nominations from the floor prior to balloting. Nominations will be accepted at the October and November business meetings with voting at the November business meeting. The new officers will be installed at the December Social Meeting/Christmas Party.

**Section 4.** Club meetings are to be of two types: Business and Social. The business meetings will be for the conduction of business. Social meetings are for membership education and the furtherance of the clubs' fraternal relationship.

**Section 5.** Regularly scheduled business meetings will be held at least 2 times per year and will begin at 6:00 P.M., unless the board of directors deems it necessary to change, at which time the membership shall be informed by email and the weekly club net.

**Section 6.** Business and board meetings shall be conducted according to Robert's Rules of Order unless otherwise superseded by the club by-laws.

**Section 7.** Business meetings are required for the election of officers, changing the articles or bylaws, changing the dues of assessment of members, removal of officers or members, and conditions affecting the continual functioning of the club as specified in the articles and bylaws.

**Section 8.** A business meeting may be called by the president after notification of the general membership five days in advance. The general membership may request a business meeting by a majority vote of the full membership present at a properly scheduled social meeting. The board of directors may request the scheduling of a business meeting by a vote of the majority of its members. Circumstances for an emergency meeting require a two-thirds vote of the board of directors and notification of the full membership by email or radio net. Business meetings shall be held as necessary.

**Section 9.** A social meeting will be held on the stated meeting date whenever a business meeting is not scheduled. The order and nature of the meeting will be determined by the president. Social meetings should be held, when possible, and with sufficient notification, at regular locations and times to encourage greater overall participation.

**Section 10.** The president may take emergency action on activities, events, and expenditures, providing that the actions are reported to the board of directors as soon as possible. The president must then request a vote to determine if the actions will be endorsed and supported by the board.

**Section 11.** The president may call a business meeting during a regularly scheduled social meeting for the purpose of transaction of urgent or emergency business. This requires the approval of a majority of the members of the board of directors in attendance.

**Section 12.** The board of directors is required to meet at least twice a year. The date and times are to be selected by the president and approved by the board of directors.

**Section 13.** Board of directors meetings requires a minimum of four board members to be present to constitute a quorum and conduct club business.

**Section 14.** The president may be counted for constituting a quorum, but can vote only to make, or break a tie.

**Section 15.** The board of directors has the authority to approve all expenditures, events, activities, and incidental matters pertaining to the club.

**Section 16.** Any club member may attend a board of directors meeting.

## **BY-LAWS**

**Section 1.** Full and associate membership dues will be \$25.00 per year. Dues are valid for 12 months through the end of the month in which they were originally paid. Family members at the same residence may become Full or Associate members by paying \$2.00 per person per year. Student membership will be \$5.00.

**Section 2.** The club shall maintain legal corporate status.

**Section 3.** The club shall maintain, advance, and support communications equipment and projects common to Amateur Radio and club interest.

**Section 4.** The club shall recognize that there are many aspects of Amateur Radio and it endorses individual participation. The club shall provide for activities and events to educate and advance members' proficiency and to further the best interest of the community and Amateur Radio in general.

**Section 5.** If practical the club shall publish and distribute the club newsletter as determined by the BOD.

**Section 6.** The club shall endeavor to maintain membership in the American Radio Relay League, so far as the relationship does not interfere with the best interest of the club.

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