

# Nashoba Valley Amateur Radio Club Constitution and Bylaws

Revised ~~21 June 2004~~ 31 May 2020

## Preamble

Wishing to secure for ourselves the pleasures and benefits of the association of persons commonly interested in Amateur Radio, we do hereby constitute ourselves The Nashoba Valley Amateur Radio Club (**NVARC**) and do enact this Constitution as our governing law. It shall be our purpose to facilitate the exchange of information and general cooperation and conduct club programs and activities as to advance the interest and welfare of Amateur Radio in the general community. **NVARC** welcomes all persons interested in Amateur Radio and no provision of the Constitution or By-Laws or language thereof shall be construed as discriminating against or making unwelcome any such person by sex, race, creed, nationality, nation of origin, physical ability, age or any other characteristic secondary to an ~~interested~~interest in Amateur Radio.

## Article I -- Membership

### Definitions

**Full Member.** A *Full Member* is a person who has filled out a membership application, is up-to-date in payment of dues and mandatory assessments and who holds a valid amateur radio license. *Full Members* have the right to vote. The number of *Full Members* on the club roll determines the number of persons needed to meet quorum or meet minimum voting requirements as set forth in the Constitution and By-Laws.

**Associate Member.** An *Associate Member* is a person who has filled out a membership application, and is up-to-date in payment of dues and mandatory assessments. *Associate Members* do not vote and are not counted for purposes of meeting quorum or minimum voting requirements.

**Honorary Member.** An *Honorary Member* is a person who has been elected to membership by the NVARC Board of Directors. Honorary Members do not pay dues or assessments. *Honorary Members* do not vote and are not counted for the purposes of meeting quorum or minimum voting requirements.

**Section 1 - Eligibility.** All persons interested in Amateur Radio shall be eligible for membership. Membership shall be granted by application, upon payment of dues and under such terms as provided in the By-Laws unless the applicant is still under sanction following a removal. Members holding a valid Amateur Radio license are granted Full Membership and have the right to vote on matters of club business. All others shall be granted Associate (non-voting) Membership.

**Section 2 - Waiving Voting Privileges.** Members otherwise eligible to vote, may choose to be Associate members if they do not wish to be involved in the decision-making process of the club. Such members may regain Full Membership by declaring their desire to do so to the club Secretary at any time. The intent of this section is to aid the club by allowing people who do not intend to vote or attend meetings on a regular basis to remove themselves from the number of people required to make a quorum.

**Section 3 - Honorary Members.** At its discretion, the Board of Directors may vote to extend Honorary Membership to selected groups or individuals. Honorary Membership has a term of one year. Honorary Members are excused from dues and assessment obligations. Honorary Membership conveys no voting rights.

**Section 4 - Removal.** At a Special Meeting called for that purpose, members may be removed from the club roster by a vote of two-thirds of the Full Members listed on the roll at the time of the Special Meeting. The Motion to Remove shall specify a period of sanction during which the removed member may not reapply for membership.

## Article II -- Officers

**Section 1.** The officers of this club shall be: a President, a Vice-President, a Secretary, a Treasurer and three Directors. These officers shall constitute the NVARC Board of Directors ("The Board.")

**Section 2. Election of Officers.** Each officer of this club shall be elected for the term specified in Article III. Election shall be by ballot of the members present at Special Meeting conducted within the general meeting in April, or by special election, as provided by Section 3 below. If, for any reason, the election cannot be held at the April meeting, it will be held at the first possible meeting following.

**Section 3. Vacancies.** Vacancies occurring between regular elections must be filled by special election at the first general meeting following the meeting at which the vacancy is announced. The person elected will fill the unexpired term of the vacated office.

**Section 4. Removal.** Officers may be removed from office at a Special Meeting called for that purpose by a vote of two-thirds of the Full Members listed on the roll at the time of the Special Meeting. An officer is automatically removed from office for failure to attend three consecutive general meetings or three consecutive Board meetings unless their absence has been satisfactorily explained to the Board of Directors.

## Article III - Duties of Officers

**Section 1 - The President** shall be elected for a term of one year. ~~He~~The President shall preside at all meetings of the club and conduct them according to the rules adopted. ~~He~~The President shall enforce observance of this Constitution and the By-Laws, decide all questions of order, sign all official documents that are adopted by the club and none other, and perform all customary duties pertaining to the Office of President. ~~He~~The President shall, at the expiration of ~~his~~his term, turn over everything pertaining to the commission of ~~his~~his office to ~~his~~his successor.

**Section 2 - The Vice-President** shall be elected for a term of one year. ~~He~~The Vice President shall assume all duties of the President in the absence of the latter. The Vice-President or ~~his~~ appointee shall act in the capacity of Activities Manager. ~~He~~The Vice President shall maintain close liaison with the ARRL Emergency Coordinator or SEC to promote the fullest possible club participation in the Amateur Radio Emergency Service. ~~He~~The Vice President shall, at the expiration of ~~his~~his term, turn over everything pertaining to the commission of ~~his~~his office to ~~his~~his successor.

**Section 3 - The Secretary** shall be elected for a term of one year. HeThe Secretary shall keep a record of the proceedings of all meetings and publish minutes of each in a timely fashion. HeThe Secretary shall carry on all correspondence, read communications at meetings as directed by the Board. HeThe Secretary shall mail written notices to each member as required in the By-Laws. HeThe Secretary shall keep informed by questionnaires or other means of the capabilities and type of operation of such members as possess station equipment to facilitate emergency organization and to help in planning general interest activities. It shall be the duty of the Secretary to keep the Constitution and By-Laws of the Nashoba Valley Amateur Radio Club and have them with-him-in hand at every general and special meeting. The Secretary shall cause all amendments, changes and additions to be noted thereon and shall permit them to be consulted by members upon request. HeThe Secretary shall, at the expiration of his term, turn over everything pertaining to the commission of his office to his successor.

**Section 4 - The Treasurer** shall be elected for a term of one year. HeThe Treasurer shall receive and receipt (as required) for all moneys paid to the club. HeThe Treasurer shall keep an accurate account of all moneys received and expended. HeThe Treasurer shall make disbursements as directed by the club or its officers. HeThe Treasurer shall publish regular summaries of club accounts for the general membership. At the end of each quarter he shall submit an itemized statement of disbursements and receipts to the club directors. HeThe Treasurer shall receive applications for membership and keep the official roll of current NVARC members. HeThe Treasurer shall have such roll with-him-in hand at each general and special meeting. HeThe Treasurer shall, at the expiration of his term, turn over everything pertaining to the commission of his office to his successor.

**Section 5 - The Directors** will be elected for a term of three years. They are charged with the responsibility of guiding the club in all its endeavors. They shall interpret the wishes of the general membership and guide the officers in that direction. They shall decide questions of interpretation of the NVARC constitution when required. They may elect Honorary members. They shall audit the financial accounts of the club. They shall review and approve agreements prior to submittal to the general membership for approval. They shall monitor agreements accepted by the club for compliance.

**Section 6 - The Order of Succession** in the absence of the president shall be:

1. Vice-President
2. Secretary
3. Treasurer
4. The Director present who has served the longest period of his current term

## Article IV -- Meetings

### Definitions

**General Meeting** - The regularly scheduled membership meeting as provided for in the By-Laws. At a general meeting, a quorum for the conduct of business is **15%** of the Full Members. A motion will be passed if a **majority** (51%) of the votes cast are in favor.

**Special Meeting** - A meeting called by the president for a specific purpose and requiring Notification as defined in this article. Special meetings may be convened within a general meeting and to the extent it is practical, should be so convened. Notice of special meeting may be included

in the club newsletter, and to the extent it is practical, should be so sent. At a special meeting, a quorum for the conduct of business is **20%** of the Full Members either present or represented by absentee ballot. A motion will be passed if two-thirds (**2/3**) of the members present or represented by absentee ballot vote in favor.

**Extraordinary Meeting** - A meeting called by petition to the president of **20%** or more of the Full Members. Extraordinary Meetings require Notification as defined in this Article. To the extent possible, Extraordinary Meetings should be scheduled during a general meeting and notice should be made via the club newsletter. At an Extraordinary Meeting, the subject matter of the meeting shall determine the quorum and voting requirements in accordance with the definitions of General Meeting or Special Meeting. Any reasonable, documented costs resulting solely from calling the meeting shall be borne by those members petitioning for the meeting unless these costs be waived by vote of the membership.

**Business Meeting** - A meeting held by the Board of Directors for the purpose of general administration of the club or to discuss topics deemed uninteresting to the general membership. Within the discretion granted by the membership, the Board may expend up to \$200 in any calendar month for the benefit of the club.

**Section 1 - General and Special Meetings.** The By-Laws shall provide for general and special meetings. A special meeting must be called to act on any motion to:

- (1) Amend the NVARC Constitution,
- (2) Change the NVARC By-Laws,
- (3) Remove members from the roll,
- (4) Remove officers from office, except such removal be automatic as defined in Article II.
- (5) Expend money in an amount greater than \$200 in a calendar month when the Board determines that the membership should be polled in matter of the expenditure,
- (6) Levy a special Assessment upon the membership.

Special meetings may also be required for reasons specified in the By-Laws.

**Section 2 - Business Meetings.** The Board of Directors shall conduct business meetings when necessary to ~~insure~~ensure proper operation of the club, thereby leaving the general meetings for more pleasurable things. Business ~~meeting~~meetings may be conducted at the place and time agreeable to the Board of Directors but must be open to any member of the club.

**Section 3 - Notification.** ~~Certain meetings require that~~ Notification ~~of all~~must be sent to members ~~must be made to announce Special and Extraordinary meetings.~~ The notice must specify the business to be transacted ~~and no~~No other business may be discussed at that meeting. The notice must contain the motion to be voted upon and any special information required with that motion. Additional requirements may be specified in the By-Laws. Notices must include an absentee ballot by which a member may give unambiguous voting instructions to the club secretary. ~~Notices must be mailed~~Notices may be delivered either by email or postal mail to a member's email or home address as listed in the member roll, and must be sent such that with normal delivery they will be received by members residing in Massachusetts at least 48 hours before the special meeting. Notification is deemed made when sent to the member's mailing address as listed on the roll.

**Section 4 - Absentee Ballots.** Absentee ballots shall be provided for all meetings requiring Notification and in such other circumstances as the constitution or By-Laws may specify. These Ballots must give unambiguous voting instructions to the NVARC secretary. The ballot must be registered with the secretary in advance of the vote and shall constitute the member's presence and vote for the purposes of determining quorum and outcome of the election. ~~The~~Any physical absentee ballot given to the secretary must have written in ink the member's signature and the date the ballot was signed. ~~Any cost~~Any emailed absentee ballot is considered valid if it is a response to an emailed notice and the reply address matches the address to which the notice was sent. ~~Costs~~ associated with registering the absentee ballot with the secretary (e.g., postage) shall be borne by the member.

## Article V -- Dues and Assessments

**Section 1 - Dues.** The Nashoba Valley Amateur Radio Club, shall provide a schedule of dues in the By-Laws. All membership categories specifying payment of dues shall grant membership contingent upon payment.

**Section 2 - Assessments.** From time to time NVARC may require special assessments for the business of the club within its object as set forth in the preamble of this Constitution. Assessments must be authorized at special meeting. The Motion for Assessment must state if non-payment of such assessments shall be cause for loss of membership.

## Article VI - Amendments

**Section 1 - The Constitution.** This Constitution may only be amended by Special Meeting. The Motion for Amendment must specify the exact text of the amendment. The President shall schedule the Special Meeting in a timely fashion within the guidelines for Special Meetings. Any change to the text of the amendment, except for corrections of grammar or spelling, will require Notification, as provided for in Article IV, to be made again and the Special Meeting be continued with the vote deferred.

**Section 2 - The By-Laws.** The By-Laws may only be changed at a Special Meeting. The Motion to Change the By-Laws shall specify the substance of the change. The President shall schedule the Special meeting in a timely fashion within the guidelines for Special Meetings. The exact text of the change shall be worked out by debate at the Special Meeting and when consensus is reached, the outcome decided by vote.

## Article VII - Meeting Rules

Robert's Rules of Order shall govern proceedings when not superseded by our custom or By-Laws.

## Article VIII - Dissolution

The Nashoba Valley Amateur Radio Club will be dissolved if any of the following conditions exist:

- a. The membership is unable or unwilling to fill the positions of President and Vice President for a period of sixty days after both offices become vacant.

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- b. NVARC does not hold a regular monthly meeting for more than four consecutive normal meeting months as defined in Section 2 of the Bylaws.
- c. The membership votes to dissolve the club with a majority vote at a special meeting conducted in accordance with Article IV.

Upon a determination of dissolution, as defined above, by the remaining elected Officers the Treasurer or acting Treasurer is instructed to settle all unpaid debts and then transfer all remaining assets to the ARRL Foundation or its successor.

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## By-Laws of the Nashoba Valley Amateur Radio Club (NVARC)

Revised 21 June 2001

**Section 1 - NVARC Dues Schedule.** Membership dues are paid in advance. All memberships are for a term of one year.

Full Member	\$15
Full Member under 16 years of age	\$7.50
Associate Membership	\$15
Associate Membership under 16 years of age	\$7.50
Family Membership	\$20.00
Honorary Membership	No Dues

**Section 2 - General and Special Meetings.** General Meetings shall be held monthly except July and August at such place and time as the President shall order. Special Meetings shall be called by the President as required.

**Section 3 - Committees.** Committees shall be appointed by the President including, but not limited to:

**Nomination Committee** - appointed in January to develop a proposed slate of officers for the April Election

**Field Day Committee** - appointed no later than April to plan and coordinate Field Day activities for that year.

**Newsletter Committee** - a standing committee with appointments as required to provide the club a newsletter.

**Local Interference Committee** - a standing committee coordinated with the Section Manager and Official Observer Coordinator to investigate interference complaints in accordance with the ARRL/FCC agreement on Local Interference Committees. (The chair of this committee must be a member of the Amateur Auxiliary of the FCC's Field Operations Bureau.)

**RFI/TVI Committee** - a standing committee to attempt to resolve disputes between the public and amateur radio operators.

**Education Committee** - a standing committee to administer amateur radio classes, coordinate volunteer examiner sessions and promote educational programs of interest to the general community as well as the amateur community.

## Appointed Positions

### Property Master

The President shall appoint a Property Master from the full Membership. This appointment becomes effective immediately upon ratification by the Board of Directors.

The duties of the Property Master are:

1. Create and maintain an up-to-date inventory ("Property Inventory") of all Club property (chattel). This inventory shall include the location of all property, including the name of the individual who has custody of each item with the callsign (if any), and shall be in two parts:

(1) All property available for signout. Signout property is RF equipment such as test equipment, radios, microphones, keyers, antennas, power supplies, TNCs, and cabling that is intended for circulation within the Membership (or, with Board approval, outside the Membership); and

(2) All permanently assigned Club chattel such as Adopt-A-Highway equipment, tables, coffee pot, badge punch, excluding Library materials.

2. Provide periodic articles no less often than quarterly to the Signal editor regarding the signout property.

3. File an annual report at the April Board meeting with the Board of Directors containing the Property Inventory and the number of times each item of signout property has been in circulation.

4. Assure that Club signout property is available for circulation to Members with reasonable advance notice. Typically this will require the Property Master or his/her/their representative to be a regular attendee at the monthly meetings so that Members may request in advance that specific items be brought to the Meeting.

5. Signout property may be held by a Member until the next regularly scheduled Monthly Meeting. Members holding signout property must present it to the Property Master or his/her/their representative at the Monthly Meeting. Signout property is made available to Members on a first-come, first-served basis. A Club activity requesting the signout property will always have priority. If the Member who currently holds a piece of signout property wishes to sign out the same piece of property again, that Member's name is placed last on the request list at the next Monthly Meeting. With the exception of a Club activity, the Member requesting signout property must be present at the Monthly Meeting to claim the property. The request list shall carry over month to month. If the member(s) whose name(s) are first on the list when an item becomes available are not present at the meeting, their names are removed from the list.

6. The Board of Directors retains responsibility for making all acquisitions or accepting donations of property.

### **Librarian**

The President may appoint a Librarian from the full Membership. This appointment becomes effective immediately upon ratification by the Board of Directors.

The duties of the Librarian are:

1. Create an inventory of all Club-owned lending materials ("Library"). Lending materials are materials such as books, videotapes, and other training materials that are intended for circulation within the Membership.
2. Maintain an up-to-date account of the location of all Club-owned lending materials, providing periodic articles to the Signal editor about the Library, and file an annual report with the Board of Directors of the inventory and the number of times each item in the Library has been in circulation.
3. Assure that Club-owned lending materials are available for circulation to Members with reasonable advance notice. Typically this will require the Librarian or ~~his/her~~their representative to be a regular attendee at the monthly meetings so that Members may request in advance that specific items be brought to the Meeting.
4. Propose new Library acquisitions to the Board of Directors. The Board retains responsibility for making all acquisitions of Library materials and for accepting any donations to the Library.

### **Emergency Coordinator**

The President may appoint an Emergency Coordinator from the full Membership. This appointment becomes effective immediately upon ratification by the Board of Directors.

The duties of the Emergency Coordinator (EC) are:

1. Work with or in support of the Vice President on matters of Emergency Communication.
2. Communicate with local ARES and RACES organizations to keep the Officers and members of NVARC up to date.
- 3. Promote ARES/RACES participation for NVARC members.
4. Promote emergency preparedness within NVARC.
5. Organize and chair an NVARC Emergency Communications Team (ECT).