

**Murgas Amateur Radio Club, Inc**

**CONSTITUTION AND BY-LAWS**

APPROVED: 03/01/2023

FINAL MASTER

**Preamble**

We, wishing to secure for ourselves the pleasures and benefits of the association of persons commonly interested in Amateur Radio, constitute ourselves the Murgas Amateur Radio Club, Inc., and enact this constitution as our governing law. It shall be our 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 interest and welfare of Amateur Radio.

**ARTICLE I**

**MEMBERSHIP**

All persons interested in amateur radio communication shall be eligible for membership. There shall be two classes of membership:

**REGULAR MEMBER** – Any person holding an amateur radio license, who completes an official application, presents himself/herself for membership, preferably at a monthly meeting, is approved by the membership and pays the membership dues. Regular Members will have full voting privileges and eligible to hold club office.

**ASSOCIATE MEMBER** – Any unlicensed person interested in amateur radio communications who completes an official application, presents himself/ herself at the monthly meeting, is approved by the membership and pays membership dues. Associate Members will not have voting privileges and may not hold a club office.

**ARTICLE II**

**OFFICERS**

1. The officers of this club shall be; president, vice-president, secretary, and treasurer.
2. The officers of this club shall be elected from the regular membership for a term of one year by ballot of the members present, provided there be a quorum, at the meeting specified in the by-laws for such an election.
3. Vacancies occurring between elections must be filled by special elections at the first regular meeting following the withdrawal or resignation.
4. Officers may be removed by a three-fourths vote of the membership.
5. Election shall be by secret written ballot.

**ARTICLE III**

**DUTIES OF OFFICERS**

1. The president shall preside at all meetings of this club and conduct the same according to the rules adopted. He/she shall enforce due observance of this constitution and by-laws, decide all

questions of order, sign all official documents that are adopted by the club, and none other, and perform all other duties pertaining to the office of president.

2. The vice-president shall assume all the duties of the president in the absence of the latter. He/she shall also act as an activities and program manager.
3. The secretary shall keep a record of the proceedings of all meetings, keep a role of members, carry on all correspondence, read communications at each meeting, and publicize activities by any means available He/she shall at the expiration of his/her office turn over all items belonging to the club to his/her successor.
4. The treasurer shall receive and receipt all monies paid to the club. He/ she shall keep an accurate account of all monies received and expended. He/ she shall pay no bills without proper authorization. At the end of each quarter, he/she shall submit an itemized statement of disbursements and receipts. He/she shall at the expiration of his/her office turn over everything in his/her possession belonging to the club to his/her successor.
5. Officers are the custodians of all club property, materials and records in their possession. In the event any officer of the club is unable to complete his/her duties, a committee shall be appointed to initiate reasonable action to recover any and all property belonging to the club.

#### **ARTICLE IV MEETINGS**

1. The by-laws shall provide for regular and special meetings. At meetings a minimum of 25% of the regular membership shall constitute a quorum for the transaction of business. The count of members in attendance will include those who have attended in person as well as those attending remotely via the club's conference call.

#### **ARTICLE V DUES**

1. The club, subject to Article VI, Section 2, may levy upon the membership such dues or assessments as shall be deemed necessary for the business of the organization within its objects as set forth in the preamble. Non-payment of such dues or assessments shall be cause for expulsion from the club at the discretion of the membership.

#### **ARTICLE VI AMENDMENTS**

1. This constitution may be amended by a two-thirds vote of the regular membership present at the regularly scheduled monthly meeting at which the amendment is voted upon. Proposals for amendments shall be submitted in writing at a regularly scheduled monthly meeting, reviewed at the next regularly scheduled monthly meeting, and shall be voted on at the third regularly scheduled monthly meeting providing notice has been sent by mail of the intent to amend the constitution at said meetings to the members.
2. The by-laws may be amended by a majority vote of the regular membership present at the meeting at which the amendment is voted upon. Proposals for amendment shall be submitted in writing at a regular meeting and shall be voted on at the next regular meeting providing notice has been sent by mail of the intent to amend the constitution at said meetings to the members.

**ARTICLE VII  
RULES**

1. Deleted
2. No alcoholic beverages shall be served or consumed at any business meeting of the club.

**ARTICLE VIII**

1. Deleted

**ARTICLE IX**

1. In the event of dissolution of this corporation all assets will be donated to charitable organizations as defined under section 501c.3 of the Internal Revenue Code.

**ARTICLE X**

**BOARD OF DIRECTORS**

1. The board of directors of the club shall consist of the four officers and an additional five members elected at large by secret ballot for terms of one year by the same method by which club officers are elected.
2. Vacancies occurring between elections must be filled by special election at the first regular meeting following the occurrence of the vacancy.
3. At-large directors may be removed by a majority vote of the membership.
4. The board shall manage club affairs and act as a steering committee, but shall not perform any of the following functions, which are expressly reserved to the membership
  - a. Make expenditures of club funds in excess of \$100
  - b. Permanently dispose of club property of obvious value
  - c. Make changes in the club by-laws or constitution
  - d. Expel members from the club or remove one of their own number
  - e. Dissolve the club.
5. Meetings of the board of directors shall be open to the membership and shall be reported to the club at the next regular meeting.

**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 cause all amendments, changes, and additions to be noted thereon and shall permit the same to be consulted by members upon request.
2. **Membership.** Applications for membership shall be submitted in person or by the applicant's sponsor at a regular meeting. Each applicant must express a willingness to abide by the constitution, by-laws, and other rules promulgated by the club. At the next regular meeting at which the applicant is present, two-thirds of the regular members present must approve the application before the applicant shall be considered accepted. An applicant for regular membership must have an FCC amateur radio license in good standing.

- a) Regular members may not hold any office or board of director position in the club for a period of 1 year from the acceptance of their membership application. Members must be at least 18 years of age to hold an office or board of director position, but are encouraged to attend all meetings (including board of directors meetings) to vote and provide input.
3. The requirement that the membership applicant be present as stated in by-Law 2 when the application is presented for acceptance may be waived if the following conditions are met:
    - a) The applicant's sponsor is present and stands to vouch for the applicant, and
    - b) the presiding officer at the meeting the application is presented requests a suspension of the rules by a majority vote of the members present. Special consideration for applicants that are out of the area or are unable to physically attend a meeting due to a disability should be considered or
    - c) when the officers and board of directors of the club conduct exclusively virtual meetings.
  4. **Meetings.** Regular meetings shall be held on the first Wednesday of each calendar month except on legal holidays, at such place as approved by the board of directors, upon suggestion of a voting member, when required on a temporary basis. Any permanent changes will be subject to the approval of the board of directors and membership at large. Emergency and temporary changes may be approved by the board of directors via amateur radio or conference call polling. ~~the president shall order.~~ In addition to providing a physical meeting location, the club will provide a conference call number ~~of~~ for any member who is unable to attend in person.
  5. The agenda for the meeting shall be determined by the president. Members may propose additional items for the agenda in line with the preamble of the Constitution when the president requests new business. Discussion of political, religious, and other topics not directly related to amateur radio should not be presented for the agenda. Special meetings may be called by the president upon the request of any five regular club members. Notice shall be given to all members concerning special meetings and the business to be transacted. Only such business as designated shall be transacted.
  6. **Dues.** Dues of \$15.00 per year per member are hereby assessed in accordance with the provisions of Article V of the constitution for the purpose of providing funds for the current expenses. The payment of dues will be as follows;
    - a) The dues of any person joining as a Regular Member after the June meeting will be prorated to one half of the yearly dues provided the person has not been a Regular Member of the Murgas Amateur Radio Club, Inc (hereafter referred to as MARC) previously.
    - b) Any person who passes his initial Amateur Radio license exam at a MARC sponsored VE Testing Session before the September regular MARC meeting will have his dues forgiven for the current calendar year.
    - c) Any person passing his initial Amateur Radio Exam at a MARC sponsored VE Testing Session at or after the September Regular Meeting will have his dues forgiven for the remainder of the current calendar year and the following calendar year.
    - d) Family members residing in the same household as a regular member that desire membership will be assessed at ½ the regular membership dues and will enjoy the same privileges as outlined in Article I of the Constitution.

7. Yearly Dues are due no later than April 1. All Regular Members wishing to renew must pay either in person or by mail to the Club's current mailing address. Any member who has not paid the assessed dues by April 1 will be considered in arrears and their membership placed in a dormant status for the remainder of the calendar year. Memberships that fall into a dormant status will have their voting privileges revoked until such time that all dues in arrears are paid in full. If a membership has not paid their dues by April 1 of the following year and has not paid their dues for the current calendar year then their membership will be de-listed and they will be required to submit application to the Club as a new member.
  
8. **Elections.** Election of club officers and board of directors shall be held during the regular monthly meeting in December. Nominations for all positions shall take place during the November meeting and be reopened at the December meeting before elections. The term of all officers shall commence on the first day of January following elections.
  - a) All nominations and elections must take into account those members who are attending remotely via the club's conference call. In order to vote a member must be present in person or have checked in on the conference call and their attendance recorded.
  - b) All members who are attending remotely via the club's conference call will be allowed to cast their vote for one of the nominated officers or board of directors. The officers of the club will designate two regular members in good standing to collect each individual's vote in private via the conference call and will record their vote on a separate ballot. These ballots will be given to the other members who have been assigned the responsibility of counting all ballots. All ballots will be tabulated in private and the results provided to the officers of the club to be announced.
  
9. All meetings shall be conducted according to Robert's rules of Order and a parliamentarian shall be appointed by the president then in office.
  
10. **Handling of Donations** (monetary, services, or material) to the MARC. MARC welcomes donations in Monetary, Materials, or Services to assist the MARC with its goal of furthering the service of Amateur Radio. The MARC will always be grateful for those donations and to those who are offering them.
  - i) The donation must be free of obligations by the MARC to the donor(s) or any other entity.
  - ii) The acceptance of the donations may not impose any immediate or future financial burden on the MARC.
  - iii) The Donor(s) must clearly state that the donation becomes the property of the MARC to use, dispense, or dispose of as the regular MARC members decide by vote at a regular MARC meeting.
  - iv) The MARC Board of Directors will be the sole deciders of whether to accept or reject a donation. The purpose of this policy is not to discourage donations to the MARC but to insure that the value of the donation can be fully utilized by the MARC.
  
11. **Auditing** of the MARC Financial Records It is a standing practice of the MARC to audit its financial records at the beginning of each calendar year. The following are guidelines for that purpose:
  - i) The financial records will be audited at the beginning of the calendar year with the results posted no later than the second regularly scheduled meeting of the year.
  - ii) Two Auditors will be selected by the January meeting with the following criteria: a) Must be regular MARC members in good standing. b) Must not be an immediate, previous, or current

- member of the MARC officers or Board of Directors. c) Will be selected during a regular MARC meeting.
- iii) The Audit will be performed in private with only the selected auditors present.
  - iv) The Auditors will have the sole discretion of consulting with the immediate past MARC Treasurer and the current MARC Treasurer to resolve any issues noted.
  - v) The results of the Audit will be presented at the MARC regular meeting at the time of the Audit.
  - vi) The audit results will be voted on by the regular members at the current meeting. If the regular members disapprove the audit findings the Club President will be required to find an independent party, acceptable to the MARC regular membership, to resolve the Audit issues.
  - vii) If the Audit is not performed by the end of the February MARC regular meeting the Treasurer will not issue any checks from the MARC general fund until the Audit is completed.

12. Compensation for MARC Member's Expenses At times MARC members will pay out of pocket expenses for items required by the MARC for normal business, events, or other MARC functions.

MARC will reimburse the members who pay out of pocket expenses per the following guidelines:

- i) Every attempt should be made beforehand by the MARC member to anticipate expenses and if possible determine the cost before-hand so that a MARC club check can be used to pay for the expense. This is the preferable way of paying for materials and services needed by the MARC.
- ii) If determining the cost before-hand is not possible the MARC member paying the expense must obtain a register receipt documenting the expense and the vendor who provided it. Hand written receipts must be on the vendor's printed receipts or on the vendor's letterhead and signed by an authorized representative of the vendor.
- iii) The MARC member must be authorized either by the Club Officers to incur the expense (less than \$100) or by a passed motion made at a regular meeting of the MARC.
- iv) If the purchase is time sensitive and the opportunity to make the purchase might be missed the MARC member must contact the MARC Treasurer or the MARC President for verbal authorization to make the purchase. If the authorization is given the MARC member must procure all the documentation required to return the product if the MARC Board of Directors or the MARC regular membership disapprove the purchase.
- v) The MARC member will be reimbursed for his approved expenses by presenting the documentation to the MARC Treasurer at a regular MARC meeting. Services provided by members – At times services may be provided by members to the MARC when they are skilled at providing such services. The MARC will reimburse the MARC member for expenses relating to these services provided the expenses are approved before hand and receipts are provided as listed above. MARC members should NOT incur expenses without prior authorization at any time. The MARC Constitution clearly defines the purchasing authority of the MARC Board of Directors and any other expenses must be approved by motion at a regular MARC meeting.

13. **Purging of the Club Roster** - The Club President must request a motion of the Regular Members at the April regular meeting to-purge the Club Roster of members who are not in good standing as defined in by-law # 5 "Dues". The motion must be approved by a majority voice vote of the Regular Members present. If the motion is approved the Club President will direct the Club Secretary to purge the Club Roster of members not in good standing and forward the new roster to the Editor of the MARC Times for his use. The public version of the Club Roster which includes member name and call sign only will be posted in the May MARC Times. A member listing including complete contact

information will also be available, however this information is only made available on those individuals who opt-in to the service.

14. **Constitution Review Requirement** - The Club Constitution will be reviewed and amended as needed every four years by a committee of 3 Regular Members appointed by the Club President. The committee will report at the next Regular Meeting as to any changes that the committee recommends to the Club Constitution and Bylaws. The Club Board of Directors will meet and draft the recommended changes for presentation to the Regular Membership for approval. The Review Committee must be appointed on the 4th anniversary of the last committee appointment. The amendments will be handled according to Article VI of the Club Constitution.
  
15. **Code of Conduct** - Upon recommendation of the Board of Directors at a Board meeting, a vote of the membership must be taken to expel or suspend a member under the following conditions;
  - (1) Failure to discharge debts to the Club.
  - (2) Conduct detrimental to the welfare, interest, character, or order of the Club as determined by the Board of Directors.
  - (3) Conviction of a violation of the FCC rules resulting in the suspension or cancellation of the amateur radio license.
  - (4) Conviction of a felony under the laws of the Commonwealth of Pennsylvania or of the United States of America. Reinstatement of any expelled or suspended member may be made following a unanimous vote by the Board of Directors at a Board meeting, followed by a vote of the membership. Members who have been expelled or suspended or who voluntarily withdraw from the club have no recourse on club assets or property, real or otherwise.
  - (5) Conduct that is not consistent with the club's constitution or utilization of any of the MARC's sponsored social media accounts. This includes but is not limited to youtube, facebook, club's web domain, groupsio, etc. All postings will be submitted to and reviewed by the club information officer or the board of directors delegated social media review committee. Any posting that is deemed to be inconsistent with the constitution of the club will not be posted.
    - (a) The submitting member may disagree in writing and request the club's social media review committee to review for content. The club's social media review committee will respond to the officers of the club, board of directors as well as the submitting member stating the reasons why the post does not meet the club's standards for appropriate material.