

CONSTITUTION OF THE CHAMPLAIN VALLEY AMATEUR RADIO CLUB. INC.

ARTICLE I

NAME:

The name of the Club is Champlain Valley Amateur Radio Club. Inc.
its principle office shall be maintained in the County of Clinton, State of New York. Hereinafter,
in the Constitution, It shall be referred to as CVARC.

ARTICLE II

CLUB CALL:

The call sign of the CVARC shall be W2UXC. The call sign is permanent and may only be removed by the F.C.C.. An Extra Class licensee or the highest- class license within the CVARC shall sponsor the call sign.

ARTICLE III

PURPOSES:

- A. To maintain and carry on a nonprofit amateur radio club.
- B. To provide study, training, experimental and demonstration activities and facilities for the advancement of radio, electronics and related arts and sciences by the interchange of information relating to the use, purposes design, construction and development of radio, electronics and similar apparatus and devices;
- C. To co-ordinate and promote the general welfare incident to such sciences but not for higher gain or for the purpose of soliciting or promoting administrative or legislative action in relation there to as such;
- D. To carry on such educational and recreational activities for the benefit of those interested in the purposes of the CVARC as shall be consistent with the foregoing;
- E. To assemble, maintain, display and exchange radio and electronic equipment and devices, but not for profit or gain, to the extent permitted by law including such equipment and devices as shall have antique, historical and educational values.
- F. To use, own, rent, lease, hold, enjoy and sell such real and personal property as is consistent with the foregoing purposes within the limitations permitted by law, but no part of the income, gain, profits of any operation or transaction of the CVARC shall directly or indirectly, insure to the benefit of any other member of any class.

- G. To provide emergency communications and resources to public and private agencies on a voluntary basis with a priority given to the Clinton County Office of Emergency Services “Radio Amateur Civil Emergency Service” (RACES) program.
- H. To provide public service communications to various public and private agencies and organizations on a voluntary basis with a priority given to the Amateur Radio Emergency Service (ARES) program.

ARTICLE IV

MEMBERSHIP:

Any person interested in the amateur radio and promotion of the CVARC, upon recommendation of the Officers and vote of the members, shall be eligible for membership, as follows:

- A. Active Membership, entitling the member to one vote in all members’ meetings; or
- B. Student Membership, entitling the member to one vote in all members meetings, if such a person is not primarily interested in amateur radio activities, but has a major field of interest bearing on amateur radio activities; or
- C. Honorary Membership, without voting rights, if such persons by voting of a majority of the members present and voting at any regular or special members meetings, shall determine that such a person has rendered distinguished service in the field of amateur radio or the public in a manner tending to aid amateur radio and the art; or
- D. Life Membership, with voting rights may be granted to any CVARC member who has rendered distinguished service to amateur radio.
- E. Club Activity Supporter Membership, with no voting rights.
- F. Any class of membership shall be suspended or terminated in the manner hereafter set forth:
 - (1) Any member, for cause and on hearing by vote of the members may be terminated.
 - (2) Any member of any class may terminate membership upon filing a resignation with the Secretary.
 - (3) Any member whose membership is suspended, revoked or terminated and upon approval of the Officers and vote of the members will be reinstated as long as there has been full payment of dues back to the first quarter of the current calendar year.

ARTICLE V

DUES:

The members of the CVARC at the annual meeting of the members shall fix the annual dues, if any, for any class membership:

- A. Membership rights in the CVARC shall cease upon default in payment of the annual dues for a period of 30 days after the due date. This provision may be suspended for cause as to any member by the President or his designee. For reinstatement, dues must be paid with full payment back to the first quarter of the current calendar year.
- B. New Members dues will be pro-rated quarterly by the Calendar Year. The Calendar Year is from January 1st to December 31st.

ARTICLE VI

ANNUAL MEETING:

- A. The annual meeting of the CVARC shall be the December meeting.
- B. The Officers shall assign the place where the annual meeting shall be held within the State of New York.
- C. 2/3 rds of the qualified members present and voting at the annual meeting shall constitute a quorum. (See Article XVIII)

ARTICLE VII

SPECIAL MEETING:

- A. Special meetings shall be called at the request of the Officers, or on written petition of five or more members of the CVARC filed with the Secretary. The Secretary shall notify the members by E-mail or telephone three working days (3) before the meeting.
- B. The Officers shall assign the place where all special meetings shall be held within the State of New York.
- C. A majority of the qualified members present and voting at a special meeting shall constitute a quorum.

ARTICLE VIII

OFFICERS:

- A. The Board shall consist of five elected officers who are elected by the membership at each annual meeting to serve as officers for the ensuing year. Term to become effective on January 1st. Vacancies in the offices of the Board with the exception of President shall be filled by appointment of the remaining members of the board.
- B. The Officers as provided by law shall manage the affairs of the CVARC. A majority of the Officers shall constitute a quorum for the transaction of business. (Minimum of 3)
- C. Officers must be licensed Amateur Radio Operators and a current CVARC member in good standing.

ARTICLE IX

PRESIDENT:

The President shall preside at the meetings of the members, and shall sign official documents on behalf of the CVARC, and act in behalf of the Officers in all matters arising under their jurisdiction. In the event of the President's absence or inability to perform such duties, the 1st Vice President shall act in his place.

ARTICLE X

1ST VICE-PRESIDENT:

The 1st Vice-President shall assist the President in all matters pertaining to the organization, serve as President in the absence of the President for any cause. The 2nd Vice-President shall assume the duties and be vested with the rights and privileges provided for the 1st Vice President. In the event of the office of the President becoming vacant, the 1st Vice-President shall assume the office of President for the balance of the term of office. In addition, the 1st Vice-President shall assist the 2nd Vice-President with organizing club activities.

ARTICLE XI

2ND VICE-PRESIDENT;

The 2nd Vice-President shall, organize club member radio station activities, plan and recommend contests for operating benefit and to advance the general interest and activity as approved by the CVARC. He shall coordinate activities for the membership meetings, i.e., speakers, demonstrations, etc. and may appoint traffic committees or assistants to aid him in special activities.

ARTICLE XII

SECRETARY:

The Secretary shall serve as secretary at all members meetings and meetings of the Officers. The Secretary shall keep a record of all actions and proceedings at such meetings, give all required notices, keep a roll of members, carry on all correspondence, read communications at such meetings, notify members of special meetings, read the minutes of previous meeting and/or post in the CVARC Packet, and upon relinquishing office, promptly deliver all memos, books records and vouchers to the successor.

ARTICLE XIII

TREASURER:

The Treasurer shall receive and disburse all funds of the CVARC in accordance with the purposes of the CVARC and pursuant to authorization by the members or Trustees. The Treasurer shall have charge of the books of account, keep and maintain accurate records of all receipts and disbursements, such records shall be available upon reasonable notice or inspection by the Trustees or any member. The Treasurer shall deposit all moneys in a bank designated by the members. The Treasurer shall at each monthly meeting turn in a copy of his/her monthly report along with a copy of the most recent reconciled Bank Statement to the Club Secretary.

ARTICLE XIV

OFFICERS:

The Officers, subject to the general policies and authorization of the members, shall have charge of all property of the CVARC, its funds, conduct, management and operation.

ARTICLE XV

TRUSTEES:

The purpose of the Trustees is three fold:

1. To act as advisors to the Officers when interpreting the wording and the intent of the club Constitution.
2. To generate and formalize ideas and prepare them as proposals for presentation to the club.
3. To maintain control of the club property and assets, and audit the club financial records bi-annually.

Trustees will govern itself, but is not a governing body. It has no authority other then to make proposals to the Officers and club members.

The Trustees shall be composed of five positions as follows:

1. The previous club President.
2. The current club President.
3. A short-term position, 1 year term
4. A medium-term position, 2 year term
5. A long-term position, 3 year term. This person will also be the Equipment Manager who will work with the rest of the Trustees for inventory of club equipment.

With the exception of the current club President no other club officer may serve as a trustee, but are encouraged to attend.

Note: This does not preclude another officer acting on the Presidents behalf

The club membership may, at any time, vote to remove a Trustee, with the exception of the previous and current club President.

Should a position become vacant, the trustees will nominate candidates to be approved (voted on) at the next general club meeting to fill the remainder of term of the vacant position.

Trustees have the power to select it's own chair person and recorder. All trustee meetings will be open to general club membership.

ARTICLE XVI

REGULAR MEETINGS:

- A. General meetings of the CVARC in connection with its activities and the furtherance of its aims, purpose and projects, shall be held at such times and places as the Officers or any special committee authorized by the members from time to time shall determine.
- B. Officers meetings shall be called when needed and notice sent by the Secretary. Notice may be waived by the Officers.

ARTICLE XVII

AMENDMENT TO THE CONSTITUTION:

This Constitution may be amended by 2/3's vote of the members present. Any amendment, additions or deletions to the Constitution will be voted only at the Annual meeting, Special meeting, or amendments read at two (2) continuous regular meetings and voted upon on the third regular meeting.

All proposals for the current Annual meeting or Special meeting must be submitted to the Trustees no later than three (3) months prior to that meeting. Such proposals will be presented to the general membership by mail/newsletter and at a general meeting prior to at least seven (7) days of the Annual meeting or Special meeting.

ARTICLE XVIII

ELECTION OF OFFICERS:

Nominations for the election at the Annual meeting will be closed at the end of the November meeting.

Absentee ballots will be posted with the November news letter. Mail-in ballots must be received by noon on the day of the December Annual meeting.

Only in the event that there are less than two nominees for a position will nominations be taken from the floor for that position at the Annual meeting.

Elected officers will assume their positions at the annual "Club Installation of Officers" dinner held in January of that year.

All candidates must be a member in good standing prior to nominations. (Member in Good Standing: Members with full paid membership.)

ARTICLE XIX

RULES:

Roberts Rules of Order shall govern proceedings where not governed by the Constitution.

CLUB DISSOLUTION:

- A. Champlain Valley Amateur Radio Club Inc. is organized exclusively for charitable, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify' as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- B. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof no substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal

Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

- C. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

This Amended Constitution was approved by the members at the regular meeting on October 13th 2010.

Robert W Cook

President: Robert W Cook

Robert J Dwyer

Secretary: Robert J Dwyer