

THE CONSTITUTION OF
THE EAST ALABAMA AMATEUR RADIO CLUB

ARTICLE I

Section 1. The name of this organization shall be the East Alabama Amateur Radio Club (EAARC) herein after referred to as the "CLUB".

ARTICLE II

Section 1. All persons interested in amateur radio communications shall be eligible for membership. Membership shall be by written application and subject to such terms as the CLUB shall, by its By-Laws, provide. Any person, who is an approved member according the procedures of the By-laws, is a "member in good standing" and is eligible to vote at CLUB meetings on matters before the membership.

ARTICLE III

Section 1. The officers of the CLUB shall be: President, Vice-President, Secretary / Treasurer, Trustee and three Directors.

Section 2. The officers of the CLUB shall be elected for a term of one year by a simple majority of the members in good standing present at the regular CLUB meeting in December of each year. Nominations for office shall be made no later than the November Club meeting and nominations are closed thereafter.

Section 3. Vacancies occurring between elections shall be filled by special elections at the first regular meeting following the withdrawal or resignation of that officer.

Section 4. Officers may be removed by a two-thirds vote of the members in good standing by secret ballot at a club meeting with notice to the membership, counted and certified by the CLUB Directors, the results of which shall be announced to the CLUB membership at that meeting.

Section 5. It is the duty of all club officers to keep the membership informed of matters affecting the club including but not limited to expenditures of any monies, accounting matters of the treasury, membership objections, damage or loss of equipment, money, licensing, insurance, or other necessities, breach of any fiduciary duty, reports containing important errors or omissions, and any other matter to which the membership may inquire as to the operations of the CLUB, being consistent with the published By-Laws of the CLUB.

Section 6. The Club Officers comprise the Business Committee and may spend up to a maximum of \$100 per calendar quarter for necessary expenses related to the administration of the club including but not limited to printing, stamps, envelopes, post office box fees and other administration related expenses. Expenses beyond \$100 per quarter in addition to Club insurance policy provider selection, policy premiums and other assessed fees upon the Club must be approved by a majority vote of the Club membership in good standing present at the next club meeting.

ARTICLE IV

Section 1. The President shall preside at all meetings of the CLUB and conduct the same according to the rules adopted. He or 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, appoint such committees as provided by the By-Laws, and perform all other all other customary duties pertaining to the office of the President.

Section 2. The Vice-President shall assume all the duties of the President in the absence of the latter.

Section 3. The Secretary-Treasurer shall keep a record of the proceedings of all meetings, keep a roll of the members, keep a key to the club post office box and key distribution list, submit applications for membership, carry on all correspondence, read communications at each meeting, and mail written meeting notices to each member. The Secretary-Treasurer shall also receive and receipt for all monies received and disbursed. At the end of each calendar quarter, the Secretary-Treasurer shall submit to the CLUB a written itemized statement of receipts and disbursements. At the expiration of his or her term of office the Secretary-Treasurer shall turn over everything in his or her possession to the successor. The Treasury must have an audit by a selected person who is a member in good standing in the CLUB in January. All checks must be signed with two signatures on file with the bank.

Section 4. The Trustee shall be responsible for the maintenance, licensing, and inventory of any Station, equipment or other items owned or sponsored by the Club.

Section 5. A. The three elected Directors shall serve two-year terms commencing upon their election in the annual December elections, being elected in the same manner as the other officers. The duties of Directors include but are not limited to interpreting the Constitution and By-Laws of the Club when questions are presented as to meaning or effect, reviewing applications of potential members where an objection is made by a member in good standing, resolving disputes among officers, presiding over the balloting during the removal of a CLUB officer, resolving disputes in situations where the membership has become factionalized and other peace keeping duties as required to maintain the good fellowship within the CLUB.

B. Any finding or direction issued by the Directors must be made in writing to the President of the CLUB. The Directors may not substitute their own judgment for that of the President absent a palpable abuse of power, an unresolved breach of any fiduciary duty, or when the personal safety of members or the public requires it. Such an extraordinary action requires unanimous consensus among the Directors to vacate or modify in part any executive decision of the President of the CLUB.

C. Directors may meet as often as they deem necessary for the carrying out of their duties. Such meetings are considered an executive session and may be closed during certain times including but not limited to discussion of the good name and character of a person in a matter before it and any other time that the subject matter requires executive sessions for protection of privacy or legal issues.

D. A Director may be removed by a two-thirds vote of the membership by secret ballot, counted and certified by the other two Directors and CLUB President, the result of which shall be announced to the CLUB membership. No Director may serve as President, Vice-President or Secretary/Treasurer during their term as director. They may serve on various technical and service committees within the CLUB. They may also serve in ARRL appointed positions in the Alabama Section.

E. The outgoing President shall be a Director Pro Tem for one year and may vote only when a director is unavailable to cast a vote on a matter before the Directors.

ARTICLE V

Section 1. The By-Laws shall provide for regular and special meetings. At meetings, a minimum of 12 members in good standing of the membership shall constitute a quorum for the transaction of business.

ARTICLE VI

Section 1. The CLUB, by a majority vote of those members in good standing present at any regular meeting, may levy upon the membership such dues or assessments as shall be deemed necessary for the business of this club as set forth in the Constitution and By-Laws. Nonpayment of such dues by March 31st of each year shall cause a member in good standing to be placed in a non-voting inactive status until the current year dues are paid.

ARTICLE VII

Section 1. The activities of the CLUB shall be confined to those set forth in the By-Laws.

ARTICLE VIII

Section 1. This Constitution may be amended by a two-thirds vote by ballot of those members in good standing who chose to vote by returning their ballot to the Club Officers for counting and certification. The By-Laws may be amended by a simple majority vote by ballot of those members in good standing who chose to vote by returning their ballot to the Directors for counting and certification.

Section 2. Proposals for Amendments to either this Constitution or the By-Laws shall be submitted in writing to the Club Officers and copies of the same to the members in good standing present at a regular meeting. Such Amendments shall be voted on within sixty days of the submission. Failure to vote on the Amendments within the sixty days shall deem the Amendments denied. Notice of Amendments and the date of balloting shall be provided to all members. Sufficient Notice for this Article includes but is not limited to email, U.S. Mail, the CLUB website announcing same and/or other written means delivered in person, of the intent to amend the Constitution and/or By- Laws at said meeting.

ARTICLE IX

Section 1. Robert's Rules of Order shall govern all proceedings.

ARTICLE X

Section 1. This Constitution supersedes any previous Constitution or like instrument binding the East Alabama Amateur Radio Club (EARRC) and once ratified by a two-thirds vote of members in good standing, becomes effective January 1st, 2010.

THE BY-LAWS OF
EAST ALABAMA AMATEUR RADIO CLUB
SECTION I. MEMBERSHIP AND PRIVILEGES

A. Membership In General

1. Application for membership shall be submitted at a regular meeting in writing. Each applicant must express a willingness to abide by the Constitution and By-Laws and other rules promulgated by the Club.
2. New memberships with submission of a membership application with the annual membership fee for new members will be granted automatically and will be eligible to vote at the next club meeting.
3. If a member in good standing has a reasonable objection to an applicant's membership, the objector shall notify a club President or a Director in writing of the objection within 90 days of the application of the application of the new member. The Objector's identity must remain confidential.
4. The Directors and the President (the "Membership Committee"), upon receipt of the objection, shall review the membership application and the objection. The Committee shall present the matter to the general membership to be voted upon by secret ballot with a majority vote of the members in good standing in determining the approval or denial of the applicant's membership. The President and one Director shall oversee balloting, receive, count and certify the ballot, announcing the same to the membership.

B. Dues

A regular yearly assessment of \$24.00 per member ("dues") is hereby assessed in accordance with the provisions of Article VI of the Constitution to provide funds for current expenses. Dues shall be payable annually in advance for the calendar year. New members joining after July 1st are assessed \$12 for the remainder of that calendar year. Additional family memberships of a fully paid member are available for \$12 per person.

C. Voting Privileges

Only those members who are in good standing, having paid their annual dues, may vote upon any matter. Non-members or inactive members have no vote. Non-members may not participate in the discussion of a matter to be voted upon unless the Presiding Officer deems their input to be necessary in order to provide the voting members with information that is essential to the subject matter under discussion.

D. Resignations of Office

No member who has resigned their office before their term has expired may hold any office or position of responsibility at the next election. Any person who has resigned their office for acts of malfeasance or impropriety is permanently barred from holding any office or any position of responsibility in the club.

E. Net Control Stations

All Net Control Stations for VHF/UHF nets sponsored by the CLUB must be members in good standing and appointed to the position by the Net Manager. The Club President appoints the CLUB Net Manager and serves at the President's discretion.

F. Annual ARRL Field Day Coordinator

The Annual ARRL Field Day, sponsored by the CLUB, shall appoint a Field Day Coordinator who is a member in good standing. Non-members may operate Field Day stations. The Field Day Coordinator may ban any person from the EAARC Field Day participation who has violated the rules of the Club, Field Day Site Rules, the rules of the FCC or operates in a manner that is harmful or disruptive to the equipment, operations or the good order and fellowship of the CLUB-sponsored Field Day Activities.

SECTION II. MEETINGS

A. Meeting Times and Place

Regular meetings shall be held on the **THIRD TUESDAY** of each calendar month at such place as the President shall designate. Special meetings may be called by the President upon the written request of five club members. Notices shall be sent to members concerning special meetings and the business to be transacted. Only such business as designated in the notice shall be transacted at such special meetings.

B. Agenda for New Business

The subject of New Club Business conducted at regular club meetings shall be governed by the use of an Agenda. Any member in good standing who wishes to bring any club business related matter before the membership for discussion and resolution, must enter their matter in the agenda form provided before every club meeting. The Agenda shall be open only to members in good standing. Once the Presiding Officer has called the monthly or special meeting to order, agenda additions may be added solely at the discretion of the Presiding officer. The Presiding officer has the discretion to table an agenda item for one month. This rule governs only New Business and has no effect on old business items, reports or other routine and customary matters of club concern.

SECTION III. COMMITTEES

A. Committees

The President shall have the authority to appoint such committees as he or she thinks are reasonable and necessary for carrying out the functions and activities of the Club.

SECTION IV. ACTIVITIES

A. Club Activities

The Club will engage in the following activities:

1. Affiliate with and cooperate with the American Radio Relay League (ARRL), promote amateur radio in East Alabama among licensed amateurs and the general public.
2. Promote radio communication knowledge among its members and prospective amateurs through the holding of code and theory classes for those aspiring to become licensed amateurs.
3. Sponsor at least one two-meter FM repeater station.

SECTION V. CLUB-OWNED EQUIPMENT AND INVENTORY

A. Safekeeping of Club Property

The Trustee shall be responsible for the maintenance, licensing, and inventory of any Station, equipment or other items owned or sponsored by the Club and shall provide and maintain an annual inventory and condition report to the incoming President-elect in January of each year. No equipment or items shall be disposed of, regardless of current usage, status or value, without a majority vote of the membership. The Trustee shall designate the place of storage of Club-owned equipment and document with particularity any the condition and location of any club property that is not in the Trustee's personal possession or at club facilities.

SECTION VI. CONSTITUTION and BY-LAWS

A. Access to Documents

It shall be the duty of the President to keep the constitution and by-laws of the Club and have the same at every meeting. He or she shall be noted thereon and shall permit the same to be consulted by members upon request.

The Constitution and By-Laws of the East Alabama Amateur Radio Club contained herein, are hereby adopted by two-thirds ballot vote of the members in good standing, counted and certified by the President of the CLUB on this, the 1st day of January, 2010.

President of the East Alabama Amateur Radio Club

Witness: Vice President

Witness: Secretary Treasurer