

AARC Bylaws

Article I: General

The Albemarle Amateur Radio Club, Inc. is a dues-paying, non-stock, non-profit, incorporated organization dedicated to the advancement of Amateur Radio and to public service. Incorporated under the laws of the Commonwealth of Virginia, the corporation has been determined by the Internal Revenue Service to be a 501 (c) (3) tax-exempt public charity effective November 3, 2008

Article II: Membership

Section 1: Eligibility.

Any person having a bona fide interest in Amateur Radio is eligible for membership by submitting, in writing to the Secretary, a request to join the Club and by agreeing to adhere to the Club's bylaws. The written request shall be submitted to the Secretary and approved by the members at a regular meeting. A person so approved shall be declared a member of the Club upon payment of the appropriate dues.

Section 2: Types of Membership.

Full Member:

A Full Member is any member holding an Amateur Radio License of any class.

Associate Member:

An Associate Member is any member not holding a valid Amateur Radio License.

Youth Member:

Dues are waived for qualified Youth Members who are twenty-one years of age or younger

Honorary Member:

A person, not a regular member, who has performed a meritorious service on behalf of Amateur Radio or the Albemarle Amateur Radio Club or is deemed to be eligible for some other reason may be proposed to become an Honorary Member. An Honorary Member is not entitled to vote, be a member of the Board, or make motions. An Honorary Member shall be exempt from paying dues. Any member proposing someone for Honorary Membership shall submit the name of that person and the justification for such membership in writing to a member of the Board. The Board shall then review the application to assure that the person meets the qualifications, and if determined to be appropriate, submit the application at the next regular Club meeting. An affirmative vote by a majority of those present is required for acceptance.

Life Membership:

Life Membership can be conferred upon a Full Member who has rendered notable service to the Club or Amateur Radio and has been a continuous Full Member for a minimum of eight years or has a total of ten years as a Full or Associate Member. A Life Member shall be entitled to all of the privileges of a Full Member, and shall be

exempt from paying dues. Any member proposing another Member for Life membership shall submit the name of the person and the justification for such membership in writing to a member of the Board. The Board shall review the application to assure that the person meets the qualifications for such membership, and if determined to be appropriate, submit the application at the next regular Club meeting. An affirmative vote by a three quarters majority of those present is required for acceptance.

Section 3: Termination of Membership.

Any member desiring to resign from the Club shall submit his resignation in writing to the Secretary, who shall present it to the Executive Committee for action. Any member whose Amateur activity is regarded to be detrimental to the Club or the Amateur Radio community may have his membership terminated by a three-fourths majority vote at any club meeting at which a quorum is present. Allegations of misconduct shall be presented in writing, signed by the complainant detailing the misconduct, to a member of the Board. The Board shall review the allegations and give the accused member an opportunity to refute the allegations. The Board, should they deem the allegations valid, shall present the details and their recommendation to the members at a regular Club meeting.

Article III: Officers

Section 1

The officers of the Club shall be a President, a Vice-President, a Secretary, a Treasurer, and they shall comprise the Executive Committee. The Executive Committee and six Directors shall comprise the Board of Directors. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Club.

Section 2

At the regular meeting held on the second Tuesday in November, a Nominating Committee of three members shall be appointed by the President. It shall be the duty of this committee to nominate candidates for the offices to be filled and present these at the Annual Meeting in January. Before the election and following the presentation of the nominations by the Nominating Committee at the Annual Meeting in January, additional nominations from the floor shall be solicited.

Section 3

The officers shall be elected by a plurality of the votes cast for the names appearing on the ballot. The directors shall be elected by a plurality of the votes cast for those names appearing on the ballot in descending order until all open directorships are filled. Terms of office shall begin immediately following the Annual Meeting at which they are elected to serve one year for officers and two years for directors or until their successors are elected.

Section 4

No member shall hold more than one Board office at a time, and no member shall be eligible to serve as President or Vice-President for more than three consecutive terms.

Should an officer or director fail to fulfill his or her term of office for any reason, such vacant seat shall be filled for the remainder of the term by appointment of the Board of Directors to be determined by a majority vote of those present at a regular or specially called Board Meeting.

Section 5

The President shall preside over all regular and special meetings, appoint committees, and call special meetings. The Vice-President shall assume the duties of the President during his absence, shall act as club program chairman, and shall perform other duties as may be assigned by the President. The Secretary shall keep the minutes in writing of all regular and special meetings; maintain the Charter and bylaws; maintain a current listing of all members, and notify all members of every meeting; prepare and mail or distribute correspondence and perform other secretarial duties as the President may direct. The Treasurer shall receive and receipt for all monies and make payments only as directed by the following approvals: up to \$100 by direction of the President; up to \$300 by direction of the Board; and all above \$300 with the Club approval. The Treasurer shall receive and determine the fair market value of all donations to the club and acknowledge such donations in writing to the donor for their tax records. In addition he or she shall maintain a record of all transactions and provide a statement of account at each regular meeting and shall provide a detailed summary of income and outgo at the Annual Meeting.

Article IV: Board of Directors

The Board of Directors (hereafter called the Board) shall be composed of ten Full Members. The Board shall consist of the Club President, Vice-President, Secretary, Treasurer, and six Directors three of whom are elected annually for a term of two years commencing immediately following the Annual Meeting. Club officers shall have a term of one calendar year. During the first year under these Bylaws, the club shall nominate three directors for two-year terms and three directors for one-year terms. Thereafter three directors will be nominated and elected each year for two-year terms

The Board shall have general supervision of the affairs of the Club between its business meetings, fix the hour and place of meetings, make recommendations to the Club, and shall perform such other duties as are specified in these bylaws. The Board shall be subject to the orders of the Club, and none of its acts shall conflict with action taken by the Club. If not elected or appointed to the Board, the Trustee shall be an ex officio member of the Board.

Unless otherwise ordered by the Board, regular meetings of the Board shall be held at least quarterly. Special meetings of the Board can be called by the President and shall be called upon the request of three members of the Board. Board Meetings can be held in person or by electronic means provided all members are notified and given adequate opportunity to participate fully.

Each member of the Board shall assist in the operation of the Club as requested by the President.

Article V: The Trustee

As required by the Federal Communications Commission, there shall be a Trustee responsible for the proper operation of the Club's licensed radio stations. The Trustee shall be appointed by the Board for an indefinite period until relieved of his duties by his own action or that of the Board. The Trustee shall be an elected or ex officio member of the Board.

Article VI: Committees

Section 1: Technical Committee

A Technical Committee composed of a Chairperson, a Director, the Trustee, and at least two other members shall be appointed by the Board at the first Board Meeting following the Annual Meeting. It shall be the duty of this committee to oversee and maintain all Club equipment, including any radio stations licensed in the Club's name. This committee will maintain an up-to-date inventory of all club radios, repeaters, antennas, test equipment and other electronic devices and related items (except Field Day equipment). A copy of this inventory will be provided to the Secretary at the Annual Meeting each year. The committee's written report shall be submitted to the Club for its approval at the Annual Meeting.

Section 2: Fund Raising Committee

A Fund Raising Committee composed of a Chairperson, the Treasurer, and at least two other members shall be appointed by the Board at the first Board Meeting following the Annual Meeting. It shall be the duty of this committee to organize fund-raising events and perform any other fund-raising activities as directed by the Club. This committee will maintain an up-to-date inventory of all items held for fund raising. A copy of this inventory will be provided to the Secretary at the Annual Meeting each year. The committee's written report shall be submitted to the Club for its approval at the Annual Meeting.

Section 3: Education Committee

An Education Committee composed of a Chairperson, a Director, and at least two other members shall be appointed by the Board at the first Board Meeting following the Annual Meeting. This committee shall be responsible for organizing Amateur Radio classes, fostering the further education of Club members and performing any other educational duties as directed by the Club. This committee will maintain an up-to-date inventory of all items held for education and training. A copy of this inventory will be provided to the Secretary at the Annual Meeting each year. The committee's written report shall be submitted to the Club for its approval at the Annual Meeting.

Section 4: Public Relations Committee

A Public Relations Committee composed of a Chairperson, a Director, and at least two other members shall be appointed by the Board at the first Board Meeting following the Annual Meeting. This committee is responsible for public relations and media releases pertaining hereto. It shall be the duty of this committee to publish a Club newsletter, and a Club directory and to assist any other Club officer or committee in the preparation and publishing of Club publications. This committee will maintain an up-to-date inventory of all items held for public relations. A copy of this inventory will be provided to the Secretary at the Annual Meeting each year. The committee's written report shall be submitted to the Club for its approval at the Annual Meeting.

Section 5: Public Service Committee

A Public Service Committee composed of a Chairperson, a Director, and at least two other members shall be appointed by the Board at the first Board Meeting following the Annual Meeting. This committee shall be responsible for organizing volunteers for Public Service events, acting as a liaison with ARES and RACES organizations and performing any other duties as directed by the Club. This committee will maintain an up-to-date inventory of all items held for activities, including such things as Field Day antennas and supplies, banners, tents, shelters, etc. A copy of this inventory will be provided to the Secretary at the Annual Meeting each year. The committee's written report shall be submitted to the Club for its approval at the Annual Meeting.

Section 6: Estate Committee

An Estate Committee composed of a Chairperson, a Director, the AARC Treasurer and at least two other members shall be appointed by the Board at the first Board Meeting following the Annual Meeting. This Committee shall act upon notification that an AARC member or local area non-member amateur becomes deceased (Silent Key). The charge to the committee is to assist the family of the Silent Key (with written permission of the family or estate executor) in disposing of any amateur radio or related equipment to the best benefit of the family of the Silent Key. If the activity is undertaken by the Estate Committee, a complete inventory of such equipment should be made, with fair current market values assigned, and a subsequent full accounting made to the family or estate, following any action taken with respect to disposal of the inventory. This committee will maintain an up-to-date inventory of all items received and being held for later transfer to the Fund Raising Committee. A copy of this inventory will be provided to the Secretary at the Annual Meeting each year. The committee's written report shall be submitted to the Club for its approval at the Annual Meeting.

Section 7: Other Committees

Such other committees, standing or special, shall be appointed by the President as the Club or Board shall from time to time deem necessary to carry on the work of the Club. The President shall be an ex officio member of all committees except the Nominating Committee. Any appointed committee's written report shall be submitted to the Club for its approval at the termination of its charge.

Article VII: Dues

The annual dues assessments for the following year shall be presented to the membership for vote at the Annual Meeting. The recommendations shall include considerations for Full and Associate Members, additional Family Members (twenty-one years or older), and Youth Members. If no recommendation is made the current dues will continue for the following year.

Dues are payable in advance on or before January first of each year. The Treasurer shall notify members one month in arrears, and those whose dues are not paid within two months thereafter shall be automatically dropped from membership in the Club. Members joining after July first shall pay one-half of the annual dues.

Article VIII: Meetings

Section 1

The regular meetings of the Club shall be held on the second Tuesday of each month unless otherwise ordered by the Club or the Board.

Section 2

The regular meeting on the second Tuesday in January shall be known as the Annual Meeting and shall be for the purpose of electing officers and directors, and for any other business that may arise. The Annual Meeting of the club shall be held in January to coincide with the fiscal year ending December 31 of each year at which time each Officer and Standing Committee chairman shall provide a copy of his or her annual report to the Secretary to become a part of the permanent records of the Club. Should it be necessary to cancel any Annual Meeting due to weather or other emergencies, the Board shall set the fourth Tuesday in January as the date for the Annual Meeting at the time of the cancellation announcement. The cancellation announcement shall set forth the hour, date and location of the Annual Meeting with a minimum of 10 days notice as required by the Code of Virginia.

Section 3

Special meetings can be called by the President or by the Board and shall be called upon the written request of ten members of the Club. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least ten days notice to the membership shall be given as required by the Code of Virginia.

Section 4

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Club in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Club may adopt.

Section 5

Twenty members of the Club shall constitute a quorum.

Article IX: Amendments

All proposed amendments to the Charter (Articles of Incorporation) or to these bylaws shall be submitted to the Secretary in writing. The President shall have the proposed changes read at the next regular meeting. All members shall be notified that changes in the Charter or bylaws will be acted on at the following regular meeting. At this specified meeting, the proposal shall be voted upon and, upon receiving the required vote; the Charter or By-Laws shall be amended. The Secretary and President shall give proper notice to the State Corporation Commission regarding Charter changes.

Article X: Dissolution

Procedure for dissolution shall follow the same procedure as for amending the Charter. Upon enactment of the motion for dissolution, the full members present shall appoint a board of three trustees. These trustees shall take charge of all the assets of the Corporation, including money and property, dispose of the saleable assets, and make final payment of all debts of the corporation. They shall notify the State Corporation Commission and the Internal Revenue Service of the dissolution

and shall make final payment to these agencies. Within one year from the date of enactment of the motion of dissolution, any residue of assets of the Corporation shall be turned over to the American Radio Relay League, Inc., Newington, Connecticut, an organization exempt from taxation with the meaning of Section 501 (c) (3) of the Internal Revenue Code, for purposes consistent with those described in Internal Revenue Code Section 501 (c) (3).

Should the American Radio Relay League, Inc., Newington, Connecticut, refuse the distribution, or not be tax exempt with the meaning of Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, the assets of the Club, shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the City of Charlottesville, or the Circuit Court of the County of Albemarle, both Courts of Competent Jurisdiction (Courts of Common Pleas) or by the Circuit Court of the City or County, Courts of Competent Jurisdiction (Courts of Common Pleas) in which the principal office of the Corporation is then located, exclusively for such purpose or to such origination or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ATTEST: These Bylaws of the Albemarle Amateur Radio Club, Inc. were adopted by unanimous vote of the general membership of the corporation on a first reading at the meeting on March 8, 2011 and a final reading on April 12, 2011. There were thirty-two members present who constituted a quorum.

___/S/___Patsy S. Crosby, Secretary