

# MT. BEACON AMATEUR RADIO CLUB

a DIVISION of CVT, Inc.

**BYLAWS as approved 11 May, 2010.**

## **PREAMBLE**

We do hereby constitute ourselves the MT. BEACON AMATEUR RADIO CLUB (hereinafter referred to as the CLUB) a DIVISION of CVT, INC. and do enact these BY-LAWS as our governing laws.

## **ARTICLE I - PURPOSE**

The aims of this CLUB are: To promote amateur radio activities in the amateur radio service with supporting activities and to encourage public service participation by the membership. To sponsor or engage in not-for-profit activities on behalf of CLUB membership or other public service groups.

## **ARTICLE II - MEMBERSHIP**

**Section 1.** All persons interested in the activities of the CLUB may be eligible for membership.

**Section 2.** There shall be five types of membership in the CLUB: FULL, ASSOCIATE, FAMILY, STUDENT AND HONORARY.

- A. FULL MEMBER:** Any licensed radio amateur is eligible to become a FULL member. A FULL member may hold office, vote on business brought before the CLUB and/or operate a control point as their license privileges permit.
- B. ASSOCIATE MEMBER:** Any person who is interested in promoting the use of amateur radio communications in public service is eligible to become an ASSOCIATE member. ASSOCIATE member may not hold office, vote on business brought before the CLUB and/or operate a control point. This membership classification exists primarily for amateurs who cannot or do not desire to engage in the business of the CLUB, but who are users of the CLUB repeaters. It also exists for anyone, licensed or not, who wishes to support the CLUB projects and activities.
- C. FAMILY MEMBER:** Any licensed radio amateur who is an immediate family member residing in the same household of a FULL CLUB member is eligible to become a FAMILY member. A FAMILY member may hold office, vote on business brought before the CLUB and/or operate a control point. This membership classification exists primarily to permit multi-family memberships at reduced expense.
- D. STUDENT MEMBER:** Any licensed radio amateur who is a full-time (as defined by the

attending educational institution) student under the age of 25 is eligible to become a STUDENT member. A STUDENT member may not hold office or vote on business brought before the CLUB. This membership classification exists to encourage students to become involved in amateur radio and to be a part of the CLUB structure. Dues shall be waived for STUDENT members.

E. **HONORARY MEMBER:** Any person elected by a majority of the membership is eligible to become an HONORARY member. An HONORARY member is allowed full use of the CLUB facilities and participation in CLUB activities, but may not hold office, vote on business brought before the CLUB and/or operate a control point. Such membership will be renewed on a year-to-year basis as appropriate.

### **ARTICLE III - OFFICERS**

**Section 1.** The officers of the CLUB will be the: President, Vice-President, Recording Secretary, Corresponding Secretary, Treasurer, Director of Engineering and four Directors-at-Large. The preceding officers shall constitute the Board of Directors of the CLUB. The President, Recording Secretary and Treasurer are designated to serve on the Board of Governors of CVT, INC and attend the Corporations' meetings.

**Section 2.** Vacancies occurring between elections shall be filled at a special meeting of the remaining CLUB

officers. Such appointment(s) shall be confirmed by a majority vote of the then incumbent CLUB officers.

**Section 3.** The CLUB officers shall be chosen from among voting membership. The candidate receiving the most votes for a given office is considered to be elected to that office.

**Section 4.** Officers may be removed by a three-fourths (3/4) vote of the voting membership present at a regularly scheduled meeting of the CLUB provided Official Prior Notice of this meeting has been given.

**Section 5.** Officers, except for Directors-at-Large will be elected for a one year term or until their successors are elected. Directors-at-Large will be elected for a term of two years or until their successors are elected. Two Directorships will be designated to end in even-numbered years and two in odd-numbered years. A Director-at-Large who has served for a two-year term may not be elected for a successive term.

**Section 6.** No person may hold a position in this club which would designate them as a Governor of CVT, Inc. if they are a Governor of CVT, Inc. as a result of their position in another division of CVT, Inc.

**Section 7.** No one person may concurrently hold more than one position on the Board of Directors of the CLUB.

## **ARTICLE IV - DUTIES OF OFFICERS**

**Section 1.** The President shall preside at all meetings of the CLUB. She/He shall appoint, as needed, all

necessary committees, decide all questions on order and sign all official documents adopted by the CLUB.

She/He shall vote on matters brought before the CLUB only in cases of a tie-vote. She/He shall have general supervision over the officers and the business of the CLUB and perform all customary duties pertaining to the office of President. She/He shall also serve as an officer on the Board of Governors of CVT, Inc.

**Section 2.** The Vice-President shall perform all of the duties of the President in her/his absence and assist the President in the discharge of her/his office. She/He shall also serve as Activities Director overseeing and/or coordinating all public service activities and general CLUB activities which are not a part of other designated committees.

**Section 3.** The Recording Secretary shall keep a record of the proceedings of all meetings in a book kept for that purpose, read the minutes of the last meeting, keep the CORPORATION's CONSTITUTION and CLUB's BY-LAWS and have the same present at all meetings to allow consultation by members upon request. The Recording Secretary, with the assistance of the membership, shall also record, file, and keep a historical record of the newspaper and magazine articles pertaining to the CLUB and its activities. She/He shall also serve as an officer on the Board of Governors of CVT, Inc.

**Section 4.** The Corresponding Secretary shall keep a roll of members, submit membership applications and carry on all correspondence. She/He shall, when directed by the President, mail notice of each regular or special meeting to every CLUB member.

**Section 5.** The Treasurer shall receive and receipt for all monies paid to the CLUB and keep an accurate account of monies received and expended in a book kept for that purpose. At each regular meeting of the CLUB, she/he shall submit an itemized statement of disbursements and receipts to the membership. At the CLUB's last regular meeting of the fiscal year, he/she shall present a balanced budget for the upcoming fiscal year, for the CLUB to approve. The Treasurer, the CLUB President, and the CLUB Vice-President shall be the only persons authorized to deposit and withdraw funds from the CLUB checking and/or savings account(s). The Treasurer shall also serve as an officer on the Board of Governors of CVT, Inc.

**Section 6.** The Director of Engineering shall be responsible for the maintenance, updating and documentation of all CLUB owned equipment. She/He shall explore and develop new amateur radio units and/or systems as activity requires. She/He shall appoint a committee of at least five members to be known as the Engineering Committee to assist her/him with her/his various duties.

**Section 7.** The Directors-at-Large shall be liaisons for the membership, bringing issues and concerns of the general membership to the Board of Directors. Activities of the Directors-at-Large may be directed by the President to organize and/or coordinate special projects as needed. Examples of such projects are, but not limited to, fund-raising activities, public relations activities, etc.

**Section 8.** The Board of Directors shall meet at least once between the regularly-scheduled membership meetings.

Its authority shall be to make recommendations on matters it feels should be brought before the regular membership and to make decisions on any matters delegated to it by the membership. Meetings of the Board of Directors shall be open to any member in good standing.

**Section 9.** Meetings of the Board of Directors and Trustees may enter Executive Session. The Board of Directors may invite other parties as deemed advisable and needed to attend the Executive Session. No CLUB business may be concluded while in Executive Session.

**Section 10.** Each officer shall be responsible for CLUB-owned materials while in their positions. Each officer, at the expiration of her/his term, shall turn over everything in her/his possession belonging to the CLUB to his successor. In the same vein, she/he shall help and advise the new officers on past/present matters and activities to see that the transition of officers goes as smoothly as possible.

## **ARTICLE V - MEETINGS**

**Section 1.** Regular general membership meetings will be scheduled as decided by the CLUB officers and voting membership (number-per-year, day-of-week, time-of-day and location).

**Section 2.** Special voting membership or general membership meetings may be called, as necessary, by a majority vote of the CLUB officers. Such meetings shall be called by Official Prior Notice to the general

membership. Such notice shall clearly indicate the purpose of the special voting membership meeting.

**Section 3.** Special voting membership or general membership meetings may be called, as necessary, by a demonstrable minimum of 25% of the voting membership. Requests for such meetings must be petitioned in writing and delivered to any of the CLUB officers. Such meetings shall be called via Official Prior Notice.

**Section 4.** No business of any kind can be concluded at any meeting unless there is a quorum present at that meeting. In the absence of a quorum, business will be conducted by the Board of Directors.

## **ARTICLE VI - DUES**

**Section 1.** The voting membership, by a 25% vote of those present at a regular meeting, may propose a levy upon the general membership such assessments and payment thereof as shall be deemed necessary for the business of the CLUB within its object as set forth in ARTICLE I.

**Section 2.** Such an assessment meeting must be made known to the general membership via Official Prior Notice. Additionally, for such an assessment meeting, a mailing via the US Postal Service must be made to the general membership in accordance to the same time periods in effect as in Official Prior Notice.

**Section 3.** A dues change can not be instituted until the beginning of the next fiscal year.

**Section 4.** The dues for the various membership types shall be payable no later than the beginning of the fiscal year (July 1).

**Section 5.** Non-payment of assessments or dues shall be cause for the expulsion from the CLUB. (See ARTICLE X).

## **ARTICLE VII - POWERS**

The CLUB, for the non-profitable purposes set forth in ARTICLE I, shall have the power to purchase, lease, hold, sell, develop, mortgage, convey or otherwise acquire or dispose of real and personal property, to do and perform all lawful acts necessary and proper in the judgment of the officers and members and to promote the non-profitable objectives of the CLUB subject in all particulars to the limitations relative to not-for-profit organizations contained in the general laws of the State of New York.

## **ARTICLE VIII - MEMBERSHIP ASSISTANCE**

**Section 1.** The CLUB, when necessary, shall enact appropriate rules for the prevention of interference and set a precedent for operation to be followed by all users of CLUB equipment and repeater(s). The CLUB shall cooperate with any members or other people when called upon to handle any case of interference linked to an

amateur operating via the CLUB repeater(s) or other CLUB amateur equipment.

**Section 2.** All reports of interference shall be relayed to the appropriate trustee(s) and/or the Director of Engineering.

## **ARTICLE IX - MEMBERSHIP PRIVILEGES**

Except where expressly prohibited in ARTICLE II, all members may attend and participate in CLUB meetings and other events, may serve on committees, will receive notice of CLUB activities and may operate equipment belonging to the CLUB (all within the limit of their amateur license).

## **ARTICLE X - MEMBERSHIP ACCEPTANCE / SUSPENSION / EXPULSION**

**Section 1.** Persons interested in membership must submit their completed and signed applications to the CLUB Corresponding Secretary either by mail or at a regular general membership meeting.

**Section 2.** Applicants for other than ASSOCIATE membership must receive a two-thirds (2/3) vote of the voting members present at the regular membership meeting before they can become members. All applicants will pay the then appropriate dues before they are considered as CLUB members. Applicants for all classes of membership may be accepted as ASSOCIATE members upon verification of their qualifications by the

Corresponding Secretary and receipt of dues. Applicants for other than ASSOCIATE member will remain as ASSOCIATE members until receiving the required membership vote.

**Section 3.** Members renewing their memberships at the end of a fiscal year must submit their dues no later than July 1st or lose their CLUB membership status and privileges. They can be reinstated upon payment of the then appropriate dues by September 30th.

**Section 4.** Members wishing to “upgrade” their membership type from a non-voting status to a voting status must receive a two-thirds (2/3) vote of the voting members present at a regular general membership meeting and pay the then appropriate dues.

**Section 5.** Members wishing to “downgrade” their membership type from a voting status to a non-voting status must only pay the then appropriate dues if applicable. No dues rebates will be paid under such circumstances.

**Section 6.** Past members, those not holding a CLUB membership as of September 30th of the current fiscal year, must receive a two-thirds (2/3) vote of the voting members present at a regular general membership meeting and pay the then appropriate dues before they are considered as a voting CLUB member.

**Section 7.** Any member may be suspended or expelled from the CLUB if she/he refuses to comply with CLUB rules or FCC regulations. A two-thirds (2/3) vote of the voting members present at a meeting where such matters are discussed is required to suspend or expel a CLUB member. The Board of Directors may temporarily

suspend a member until the next general membership meeting at which a vote on the suspension can be executed. All CLUB resources are closed to members that are suspended or expelled. Members suspended or expelled from the CLUB will be notified in writing.

## **ARTICLE XI - QUORUM**

Fifteen (15) voting members shall constitute a quorum and have the authority to transact any business at any meeting of the CLUB.

## **ARTICLE XII - RULES**

Robert's Rules of Order (Revised or Newly Revised) shall govern the deliberations and be utilized as the final monitor on all CLUB matters and proceedings not clearly defined in these BY-LAWS.

## **ARTICLE XIII - NAME / ADDRESS**

**Section 1.** The name of the CLUB shall be the MT. BEACON AMATEUR RADIO CLUB which will be a division of CVT, INC.

**Section 2.** The address shall be that designated by the Corresponding Secretary.

## **ARTICLE XIV - SUBSIDIARY CONDITIONS**

**Section 1.** The CLUB may maintain bank account(s) separate from CVT, INC.

**Section 2.** In cases of conflict between these BY-LAWS and the CONSTITUTION of CVT, INC., the Corporation's CONSTITUTION, and none other, shall prevail.

**Section 3.** The CLUB's fiscal year shall start on July 1 and end on June 30.

**Section 4.** CLUB financial records shall be audited as described in Article XXI.

## **ARTICLE XV - AMENDMENTS**

**Section 1.** Proposed amendments to these BY-LAWS, signed by at least three (3) voting members of the CLUB, shall be submitted to the Recording Secretary at a regular general membership meeting.

**Section 2.** Proposed amendment(s) may be discussed, changed or withdrawn, but not voted on at the meeting where they are first submitted. They must also be considered as appropriate or inappropriate for CLUB consideration by the BY-LAWS Committee.

**Section 3.** The Recording Secretary, in conjunction with the BY-LAWS Committee, shall make available a copy of the proposed amendment(s) via Official Prior Notice to the voting members with a notice that such amendment(s) will be voted on for adoption at the next regular general membership meeting. A two-thirds (2/3) vote of the voting members present at that meeting shall

be necessary for ratification of the proposed amendment(s).

## **ARTICLE XVI – EQUIPMENT**

**Section 1.** The Director of Engineering is responsible for maintaining an inventory of:

- A.** All assets/equipment owned by the CLUB.
- B.** All equipment borrowed by, loaned to, or leased by the CLUB.
- C.** Physical equipment location.

These inventories will describe the equipment in detail to include the manufacturer, make/model, age, serial number, replacement cost and, if not an owned asset, the owner of record. The CLUB shall assume liability for all equipment in its possession.

**Section 2.** The equipment inventory shall be updated and made available for the membership at the last general membership meeting of the fiscal year.

**Section 3.** Equipment leased by, borrowed by or loaned to the CLUB shall be acknowledged by a receipt signed by the owner and the Director of Engineering. Such a receipt must describe the equipment as to manufacturer, make/model, age, serial number, replacement cost, condition, and source/current owner. A similar receipt for such equipment must be obtained prior to releasing/returning the equipment. This receipt must release the CLUB from any further liability for damages to the equipment unless specifically stated in the release.

**Section 4.** Owner of borrowed or loaned equipment must acknowledge that such equipment cannot be returned until 30 days after the submission of a written request to the Director of Engineering. This time delay can be waived if the Director of Engineering decides that the specified equipment is no longer needed by the CLUB. Such equipment shall be returned to the CLUB in the same condition as originally obtained subject to normal wear and tear.

**Section 5.** Any issue relating to equipment in Section 3 above shall be resolved or adjudicated by the officers based upon past precedent.

## **ARTICLE XVII - TERMINATION / LIQUIDATION**

In the event of dissolution, all assets of the organization shall after necessary expenses thereof be distributed to such organizations as shall qualify under section 501 (c) (3) of the Internal Revenue Act of 1954, as amended, or, to another organization to be used in such manner as in the judgment of the Justice of the Supreme Court of the State of New York will best accomplish the general purposes for which this organization was formed.

## **ARTICLE XVIII - TRUSTEE(S)**

**Section 1.** The CLUB officers shall be empowered as a committee to nominate and present a petition for removal

of a CLUB Trustee(s). Said nominations or proposed removal shall be decided by a two-thirds (2/3) vote of the voting membership at the first regular general membership meeting following such appointments or removal, provided Official Prior Notice to the general membership has been given.

**Section 2.** In the interim period that a vacancy of a Trustee may exist, the Director of Engineering is deemed to be the acting Trustee.

**Section 3.** The Trustee(s) shall enforce all legal requirements of the FCC as they apply to ownership and/or operation of the stations licensed to the CLUB under said Trustee(s) and act as the official liaison between the FCC and the CLUB.

**Section 4.** The Trustee shall be the CHIEF control operator for the CLUB station covered by the license bearing her/his name and that of the CLUB. She/He shall appoint/remove additional control operators to assist her/him with his duties. The trustee(s) shall also maintain proper licensing for CLUB station(s) and keep members abreast of FCC rules/regulations changes.

## **ARTICLE XIX - COMMITTEES**

Except where specified otherwise, the President shall appoint committee chairpersons. Committees shall hold meetings as they see fit, invite any participant(s) they desire and present any and all recommendations at any special or regular membership meeting.

## **ARTICLE XX - NOMINATING COMMITTEE**

**Section 1.** The President shall, no later than the end of the fiscal year, appoint a Nominating Committee. Said Committee, of at least three (3) voting members, shall compile a list of interested members, take additional names from the floor and submit a total slate of officer candidates to the voting membership. The nominating committee may close nominations for officer candidates no sooner than January 31. The committee members shall send, receive, validate and count all ballots of voting members.

**Section 2.** Write-ins on the ballot will be accepted. If a write-in is proposed by a member, that write-in candidate's permission to be on the ballot must be obtained prior to ballot distribution. A write-in candidate's approval if elected must be obtained prior to the result's announcement.

**Section 3.** The committee members shall announce the results of the election at a general membership meeting, said meeting held no later than March 31.

**Section 4.** An election may be nullified or postponed for any reason by a two-thirds (2/3) vote of the voting members present at a general membership meeting. The current President shall establish a date, that is no later than May 30th, for the completion of a new election.

**Section 5.** It shall be the duty of the committee to meet/talk with prospective candidates, inquire completely into their qualifications and explain all

duties and responsibilities of said office to candidates as enumerated in these BY-LAWS.

**Section 6.** Members of the nominating committee are not eligible to be candidates in the pending election.

## **ARTICLE XXI AUDITING COMMITTEE**

At the beginning of the fiscal year or upon the resignation of the Treasurer, the President shall appoint an Auditing Committee to audit CLUB financial records. This committee, of at least three (3) voting members, will examine the financial records of the CLUB and present a statement to this effect upon completion to the CLUB officers.

## **ARTICLE XXII - DEFINITION OF TERMS**

**Section 1.** The terms “general member(s)” or “general membership” are defined as persons holding a valid FULL, ASSOCIATE, FAMILY, STUDENT or HONORARY membership in the CLUB — a person or persons who may or may not have voting privileges in the CLUB.

**Section 2.** The terms “voting member(s)” or “voting membership” are defined as persons holding a valid FULL or FAMILY membership in the CLUB — a person or persons who have voting privileges in the CLUB.

**Section 3.** The term “Official Prior Notice” refers to the required dissemination of information on the regularly scheduled Mt. Beacon ARC net, with one or more of the following:

- CLUB website notice
- “*REPEEPER*” publication
- email to the CLUB membership list
- presentation at a prior general membership meeting
- US Mail notice

Such notice shall be given a with a minimum of seven (7) days to a maximum of thirty (30) days notice for the notification of the event.

**Section 4.** If Official Prior Notice is being given to the general membership because of the need for a vote on CLUB business, such information must also provide for the topic, possible discussion points, and reason, as much as reasonably may be given.

## **ARTICLE XXIII - TAX EXEMPT PROVISIONS**

**Clause 1.** Notwithstanding any other provisions of these articles, the organization is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC

501(c)(3) or corresponding provisions of any subsequent tax laws.

**Clause 2.** No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

**Clause 3.** No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501(h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of or in opposition to any candidates for public office.

**Clause 4.** In any taxable year in which the organization is a private foundation as described in IRC 509(a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC 4942, and the organization shall not (a) engage in any act of self-dealing as defined in IRC 4941(d), (b) retain any excess business holdings as defined in IRC 4943(c), make any investments in such a manner as to subject the organization to tax under IRC 4944, or (d) make any taxable expenditures as defined in IRC 4945(d) or corresponding provisions of any subsequent Federal tax laws.