**CONSTITUTION & BYLAWS**

**CENTRAL DAKOTA AMATEUR RADIO CLUB**

**PREAMBLE**

Wishing to secure for ourselves the pleasures and benefits of the association of persons commonly interested in Amateur Radio, we enact this Constitution and Bylaws as our governing law. The name of the association shall be the Central Dakota Amateur Radio Club.

Our purpose shall be to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism, individual radio operating efficiency, and to conduct programs and activities that advance the general interest and welfare of the United States, North Dakota, our community, and amateur radio.

**ARTICLE I - MEMBERSHIP**

All persons interested in amateur radio communications shall be eligible for membership. Amateur radio shall be defined as radio communications between amateur stations solely with a personal aim and without pecuniary interest.

**ARTICLE II - OFFICERS**

SECTION 1. Executive Officers. Club executive officers shall be: President, Vice-President, Secretary, Treasurer, and Member at Large. Elected executive officers, subject to these Bylaws and the membership, are final authority for administration of club business.

SECTION 2. Board of Directors. A Board of Directors shall consist of current executive officers, Newsletter Editor, and Club Station Trustee. Board of Director members shall be elected in the same manner as officers but are not considered as executive officers.

SECTION 3. Terms. Officers and Board members shall be elected for a staggered two year term to provide continuity. The election will be by a majority vote of members, provided there is a quorum at the regular March meeting. The election following the adoption of staggered terms for 2023, the President, Secretary and 1 Member at Large will be elected for a one year term and the positions will come up for election to begin every even number year thereafter. Vice-President, Treasurer, and other Member at Large will be elected for a two year term and the positions will come up for election to begin every odd number year thereafter. New officers and Board members will assume their duties following the regular March meeting.

SECTION 4. Vacancy. Vacancies occurring between elections must be filled by special membership election at the the first regular meeting following the vacancy.

SECTION 5. Removal. Any officer, director or committee chairperson may be removed from office by majority vote of the paid membership present at the meeting, provided there is a quorum. Unexcused absences of any officer at three consecutive board and/or regular meetings shall be considered grounds for removal.

SECTION 6. Trustee. A Trustee of any club amateur radio station shall be diligent to duties and powers defined in these Bylaws. A Trustee shall serve as a member of the Board of Directors from year-to-year or until resignation, replacement, or vacancy occurs.

**ARTICLE III - DUTIES OF EXECUTIVE OFFICERS**

SECTION 1. President. The President shall preside at all meetings of the club and shall conduct meetings according to the rules adopted by these Bylaws. He/She shall enforce due observation of this Constitution and Bylaws, decide all questions of order, sign official documents adopted by the club, assign committee chairpersons, and perform all other customary duties pertaining to the office of President.

SECTION 2. Vice-President. The Vice-President shall assume the duties during the absence of the President. The Vice-President shall also maintain an inventory of all club owned equipment. Club inventory shall include descriptions, serial numbers, locations, purchase prices, and acquisition dates. He/She shall, promptly and at term expiration, turn over all records and property belonging to the club to the incoming Vice-President.

SECTION 3. Secretary. The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members in good standing, carry on all correspondence, and read communications at each meeting. The Secretary shall have a copy of inventory maintained by the Vice-President. The Secretary shall, promptly and at term expiration, turn over all records and property belonging to the club to the incoming Secretary.

SECTION 4. Treasurer. The Treasurer shall receive and receipt all monies due the club and keep an accurate account of all monies expended. The Treasurer shall pay no bill without proper authorization by club membership, officers, or Board of Directors. Monthly, there shall be submitted a categorized statement of disbursements and receipts. The Treasurer shall, at term expiration, turn over all records and property belonging to the club to the incoming Treasurer.

SECTION 5. Powers. Club executive officers shall carry out the general business of the club including: payment of bills up to $50.00 for approved activities, petty cash expenditures, legal activities, insurance, etc., as determined by the membership of the club.

**ARTICLE IV - MEETINGS**

SECTION 1. Quorum. At all regular or special CDARC meetings, all members in good standing and present shall constitute a quorum for the transaction of business.

SECTION 2. Regular Meetings. Regular meetings shall be held on the fourth Tuesday of each calendar month at such time and place as the President shall order.

SECTION 3. Special Meetings. Special meetings must be called by the President on written request from any five club members, the Member at Large, or at the request of any member of the Board of Directors.

SECTION 4. Notice of Special Meetings. Notice 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. Such notices shall be sent so that in ordinary postal delivery they arrive not less than 24 hours before the meeting time.

SECTION 5. Planning. The Board of Directors shall normally meet at a time and place called by the President for the purpose of planning club business.

**ARTICLE V - VOTING**

SECTION 1. Each member in good standing shall be entitled to one vote on questions for the business of the organization during both regular and special meetings except as otherwise stated in these Bylaws.

SECTION 2. All questions shall be decided by a majority of members voting except as otherwise provided by law, the articles of incorporation or these Bylaws.

**ARTICLE VI - DUES AND ASSESSMENTS**

Club membership, by a two-thirds vote of members present at any regular meeting, may levy such dues or assessments as deemed necessary for the business of the organization within its objectives and 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 VII - STANDING COMMITTEES**

SECTION 1. Activities Committee. An Activities Committee shall exist to foster membership interest and participation through activities such as: films, speakers, an annual Christmas party, etc.

SECTION 2. RFI Committee. A Radio Frequency Interference (RFI) Committee shall exist to assist club membership in avoiding interference with other communications services and to obtain legal assistance when necessary.

SECTION 3. Technical Committee. A Technical Committee exists to make repairs and perform maintenance on club equipment. This committee recommends equipment purchases and shall have authority, without prior approval, to purchase parts and outside labor, up to $50.00 per month, for repairs and maintenance of club equipment. Receipts for such purchases shall be submitted at a Board of Director meeting, for approval and reimbursement at that meeting.

SECTION 4. Chairpersons. The chairperson of each committee shall be appointed by the President and noted in the minutes of a regular membership meeting.

**ARTICLE VIII - AMENDMENTS**

SECTION 1. Vote. This Constitution and Bylaws may be amended by a two-thirds majority vote of the paid members present at a regular meeting.

SECTION 2. Amendment Process. Proposals for amendments shall be submitted in writing at a regular meeting and shall be voted on a the next following regular meeting, provided all members have been mailed a notification of intent to ament the Constitutions and Bylaws at said meeting.

**ARTICLE IX - CLUB AMATEUR RADIO STATION**

It shall be the duty of the club station Trustee to obtain a station license from the Federal Communications Commission (FCC). The Trustee shall be responsible to the F.C.C. for the proper club station operation. The Trustee shall see to it that station operation is in accord with provisions stated in regulations of the FCC (Part 97) governing Amateur Radio. Any person(s) desiring to operate the club station shall obtain Trustee permission and shall operate the station only after being fully checked out by the Trustee or a club executive officer designated by the Trustee. The Trustee, for cause, shall have the right to suspend anyone from operating the club station. Anyone suspended will not operate the club station until such time as proper action can be documented and resolved by the Trustee and officers of the club. A final decision of the Trustee and club executive officers regarding suspension shall be irrefutable and without recourse. All operators of the club station shall see that the station log is in proper order before operating, shall log all contacts made, and shall legibly sign the log using both their full name and call sign.

**ARTICLE X - MEETING RULES**

Robert’s Rules shall govern all official proceedings.

**ARTICLE XI - SOLICITING GAMBLING FUNDS**

A member shall notify the Board of Directors, at an official meeting, or the membership at a regular meeting, before soliciting any gaming funds on behalf of the club and, on approval, shall receive a letter from the secretary granting permission before proceeding. Said letter shall state the purpose of the funds and the organization(s) to be solicited.

**ARTICLE XII - DEDICATION OF ASSETS**

The property of this corporation is to be used for educational and scientific purposes, and no part of its net income or assets shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private individual. Upon dissolution of this non-profit corporation its remaining assets after payment of, or provision for payment of, all debts and liabilities shall be distributed to the American Radio Relay League, Inc, if it is then in existence and exempt under Section 501(c )(3) of the Internal Revenue Code; but if it is not then in existence and exempt, to another organization which is organized and operated exclusively for the educational and scientific purposes and which has established its tax exempt status under Section 501 (c )(3) of the Internal Revenue Code.

Adopted March 21, 1978; Amended April 21, 1981; Amended October 25, 1983; Amended September 12, 1986; Amended October 24, 1995, Amended April 23, 1996; Amended November 23, 2004; Amended June 26, 2018. Amended January 25, 2023