

1 **THE BOSTON AMATEUR RADIO CLUB**
2 **ARTICLES OF ORGANIZATION AND**
3 **BYLAWS**

4 **Name**

5 This organization shall be known as the Boston Amateur Radio Club.
6 (Hereinafter referred to as "The Club.")

7 The Club was previously known as the American Red Cross Amateur
8 Radio Club.

9 **Purpose (Mission Statement)**

10 The Club is a non-commercial association of persons interested in
11 Amateur Radio, organized for the promotion of interest in Amateur Radio
12 communication, experimentation, and education, for the establishment of
13 emergency communications in the event of disasters or other
14 emergencies, for the advancement of the radio art and the public welfare,
15 for the representation of the radio amateur in legislative matters, and for
16 the maintenance of collegiality and a high standard of conduct.

17
18 **Non-Profit Organization**

19 The Club is a non-profit organization. No profit or gain shall inure to any
20 individual.

21
22 **Non-Discrimination**

23 The Club shall be open to all persons interested in Amateur Radio without
24 regard to race, color, religion, national origin, gender, handicap or sexual
25 preference.

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27 **Bylaws**

28 The Club may adopt such Bylaws as are necessary or suitable.

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30 **Adoption Of Articles And Bylaws**

31 These Articles and Bylaws shall be presented to a General Meeting for
32 adoption. Upon approval by a majority of the members present they shall
33 be considered adopted and placed in force. These Articles supersede any
34 prior Articles, Constitution, and bylaws previously established. The officers
35 shall affix their signatures to this document pursuant to the vote of the
36 General Meeting.

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39 **Article I: Officers and Elections**

40 **Section 1 Officers**

41 The Officers of The Club shall be a President, Vice-President, Secretary,
42 and Treasurer. The duties of the officers are as follows:

43
44 **President**

45 The President shall be the Chief Executive Officer of The Club.

46
47 The President shall have general supervision of the affairs of the Club,
48 shall be the authorized signatory of all contracts and legal documents
49 executed by The Club or shall assign another member to sign specific
50 contracts or documents, except as indicated by a specific provision of the
51 Bylaws, shall make reports to the members of The Club, and perform all
52 such duties as are incident to the President's office or are properly
53 required of the President by the Bylaws, Massachusetts state, and United
54 States law. In addition, the President shall appoint all standing and special
55 committees, serving as ex-officio member of each. The President shall
56 chair the Executive Committee.

57
58 The President shall receive reports as he/she may direct from all other
59 officers and committee chairs. All updated documents, including but not
60 limited to membership lists, dues receipts, and others pertaining to the
61 organization, shall be provided to the President in a timely manner.

62
63 **Vice-President**

64 The Vice-President shall perform such duties as are incidental to the
65 office. The Vice-President shall assume all duties of the President in the
66 absence, incapacity or at the request of the President, and shall succeed
67 the President in said office should the office be vacant.

68
69 The Vice-President shall chair the standing Repeater Committee.

70
71 **Secretary**

72 The Secretary shall be responsible for all recording duties as required for
73 the operation of The Club, have charge of The Club minutes, sign all such
74 instruments as require the Secretary's signature, and shall make such
75 reports and perform such duties as are incidental to the office. The
76 Secretary shall have responsibility for minutes of all General, Special, and
77 Business Meetings of The Club. The Secretary shall maintain custody of
78 all Club Records, be responsible for assuring that notices for all Meetings
79 or other designated events are issued, and perform such corresponding
80 duties as are required for the operation of The Club. The Secretary shall
81 keep a complete record of The Club's membership.

82 **Treasurer**

83 The Treasurer Shall be the Chief Financial Officer of The Club.

84
85 The Treasurer shall have custody of all funds and securities of The Club
86 and deposit same in the name of The Club in such financial institutions as
87 appropriate.

88
89 The Treasurer shall sign all checks, and shall sign all other instruments as
90 require the Treasurer's signature, and shall make such reports and
91 perform such other duties as are incident to the office. The Treasurer shall
92 be responsible for the collecting of dues and all other monies due The
93 Club. The Treasurer shall make no distribution of funds without proper
94 authorization by The Club. The Treasurer shall keep a complete record of
95 The Club's financial condition and accounting of all Club money. An
96 Annual Report shall be submitted to the members. An audit of the
97 Treasurer's accounts may be made at any time by an audit committee
98 appointed by the President. Such committee shall consist of the Vice-
99 President and two members.

100
101 **Eligibility for Office**

102 All members in good standing shall be eligible to hold any of the offices,
103 except that no individual shall hold more than one elected office at any
104 one time. Further, all officers shall be licensed Amateur Radio operators.

105
106 **Term of Office**

107 The officers shall be elected to and serve terms of one year.

108
109 **Resignation of Officers**

110 Resignation of an officer shall be effective when received in writing by
111 another officer. The replacement shall be appointed by the president and
112 approved by the executive committee.

113
114 **Removal of Officers**

115 An officer of The Club may be removed from office only by a two thirds
116 vote of the membership present at a Special Meeting called for that
117 express purpose.

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119 **Vacating Of Office**

120 When any officer shall vacate their office for any reason, they shall
121 immediately turn over all items in their possession that belong to The Club
122 to their successor or another officer if no successor is currently available.

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Vacancy Of An Office

Vacancy of an office shall be filled by appointment by the president and approved by the executive committee. The Officer so appointed serve the unexpired term of the vacant office.

Section 2: Elections

General Elections

A nominating committee shall be appointed by the President at the April General meeting. The nominating committee shall present the nominees at the May General meeting.

The officers of The Club shall be elected at the June General meeting and shall assume their duties at that time.

Signed, sealed absentee ballots enumerating specific candidates for office may be accepted anytime prior to the vote for that office. No proxy ballots shall be accepted.

Article II: Committees and Meetings

Section 1: Committees

There shall be three standing committees: Executive, Membership, and Repeater Committees. The President shall appoint the chairperson of the Membership Committee and of any ad hoc committees.

The Executive Committee shall be chaired by the President or his/her designated representative and consist of the elected officers and such members as shall be appointed by the President.

Committees shall meet at a time and place as prescribed by the President or the Chair of the committee.

Committee membership shall be at the discretion of the committee chair with guidance from the President. Preference shall be considered for knowledge and/or skills necessary for the committee to effectively perform its duties.

Ad hoc committees shall be formed as needed. The President shall appoint the chair of such a committee and define its scope. Ad hoc committees shall submit necessary reports and dissolve upon completion of their designated work.

171 **Section 2: Meetings**

172 **Types of Meetings**

173 There shall be three types of meetings. Business, General, and Special.

174

175 **Business Meetings**

176 Business Meetings shall be held quarterly at the time and location
177 designated for such purpose by the President. Business Meetings were
178 formally known as Executive Committee Meetings.³

179

180 Financial and committee reports shall be given at the Business Meeting.

181

182 **Quorum**

183 A quorum shall be necessary to conduct business at any meeting. For a
184 General or Special meeting a quorum shall consist of a minimum of ten
185 per cent of the membership including a minimum of two elected officers.
186 For a Business Meeting, a quorum shall consist of three officers and one
187 Executive Committee member, or two officers and three Executive
188 Committee members.

189

190 **Executive Committee Meeting**

191 The Executive Committee shall meet at such times and places as directed
192 by the President. Club Officers and appointed members shall be eligible to
193 vote. The Executive Committee meetings Shall be known and referred to
194 as Business Meetings.³

195

196 **General Meeting**

197 A General Meeting shall be called at least 10 months of each calendar
198 year at a time and place as directed by the President.² Said meeting
199 should be scheduled at a time and place so as to reasonably allow the
200 maximum number of members to attend. Said meeting shall conduct such
201 business as the membership shall deem appropriate except where
202 restricted by these Articles and Bylaws.

203

204 If a General Meeting must be delayed or canceled due to unforeseen
205 circumstances, such as, but not limited to, a snowstorm or other natural
206 event, and there is no pending business of an immediate nature to be
207 conducted, another club event such as Field Day or a holiday party may
208 be substituted for the canceled meeting in order to meet the required
209 number of monthly meetings.

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211 If pending business of an immediate nature exists, it shall be disposed of
212 by the Executive Committee through the communications methods of e-
213 mail and telephone. The President shall be empowered to act in such
214 matters subject to the advice and consent of the Executive Committee.

215

216 **Special Meeting**
217 A Special Meeting shall be called by a majority vote of the members
218 present at a General meeting or an Executive Committee meeting and
219 shall be held at a time and place directed by the President. A Special
220 Meeting must be held no sooner than 10 days nor later than 30 days after
221 the meeting at which the Special Meeting was called. Proper notice of said
222 meeting must be given and shall consist of transmittal of the proposed
223 action and the time and place of the meeting to the membership. The
224 agenda of a Special meeting shall be restricted to the matter(s) for which it
225 was called.
226

227 **Article III: Membership**

228 All members shall be entitled to such privileges as are not prohibited by law,
229 regulation or the rules of affiliated organizations. ¹

230 **Section 1: Types Of Membership**

231 **Regular Membership**

232 A Regular member shall receive all benefits of membership.
233

234 **Adult Member:**

235 An Adult Member shall receive all benefits of membership. An Adult
236 Member shall be considered a Regular Member. ¹

237

238 **Junior Member:**

239 An individual who is under the age of eighteen shall join as a Junior
240 Member. A Junior Member shall receive all benefits of membership.
241 Dues for a Junior Member will be one half ($\frac{1}{2}$) of the amount required of
242 an Adult member. A Junior Member shall be considered a Regular
243 Member. ¹

244

245 **Senior Member:**

246 An individual who is sixty-five years of age or older may join as a Senior
247 Member. A Senior Member shall receive all benefits of membership. Dues
248 for a Senior Member will be one half ($\frac{1}{2}$) of the amount required of Adult
249 member. A Senior Member shall be considered a Regular Member. ¹

250

251 **Family Membership**

252 Family membership in The Club shall be open to all persons living in the
253 same household as a Regular Member. Family Members shall have the
254 same rights and privileges as regular members, except that mailed
255 announcements shall be addressed to only the designated member in that
256 household. ¹

257

258 **Partial Year Membership Dues**
259 Dues paid after June 30 shall be eligible for a rate of one half (½) of the
260 amount for the full year. A member paying such amount shall be eligible
261 for full membership benefits the same as if the full year rate were paid.
262

263 **Section 2: Conditions Of Membership**

264 **Term of Membership**

265 The term of membership shall run concurrent with the calendar year.
266

267 **Application for Membership**

268 Application for Membership shall be made on an approved form and
269 accompanied by payment of Dues. However, lack of filing the approved
270 form shall not be sufficient cause for denial of membership.
271

272 **Member in Good Standing**

273 A Member shall be considered to be in good standing if their dues are
274 current or in arrears by not more than three calendar months after the start
275 of the fiscal year.
276

277 **Revocation of Membership**

278 Membership may be revoked by The Club for cause, pursuant to a review
279 by the Executive Committee and presentation to the membership at a
280 General Meeting for a majority vote. The person whose membership is
281 being considered for revocation has the right to be heard before the
282 Executive Committee at a Business Meeting, and by those members
283 assembled at a General Meeting that are considering the revocation.
284

285 **Article IV: Fiscal Matters**

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287 **Section 1: Fiscal Matters Of The Club**

288 **Fiscal Year**

289 The Fiscal year shall be the Calendar year.
290

291 **Membership Dues**

292 Dues shall be payable in an amount decided by a majority vote of an
293 Executive Committee Meeting. Dues shall be payable at the beginning of
294 a calendar year, or at such time as an application for membership is
295 made.
296

297 **Expenditure Authorizations**

298 A General Meeting or Executive Committee Meeting may authorize the
299 expenditure of any amount for any purpose. A Special Meeting may
300 authorize the expenditure of any amount, but such expenditure(s) are

301 restricted to the agenda of the meeting. An individual Officer may
302 authorize the expenditure of up to \$100 dollars.
303

304 **Article V: Other**

305 306 **Section 1: Dissolution**

307 **Dissolution Of The Club**

308 The Club may be dissolved only by a two-thirds vote of the membership
309 present at a Special Meeting properly called.
310

311 In the event of the dissolution of The Club, the assets shall be donated by
312 the officers of The Club to one or more non-profit organizations in such
313 manner as defined in the bylaws. Such distribution of assets shall be
314 determined at this Special Meeting and shall be implemented by the
315 officers per the direction of The Club membership.
316

317 **Section 2: Bylaws**

318 **Adoption Of Bylaws**

319 These Articles and Bylaws shall be presented to a General Meeting. Upon
320 approval by a majority of members present they shall be adopted and
321 immediately placed in force.
322

323 **Amendment Of Articles And Bylaws**

324 These Articles and Bylaws may be amended by a two-thirds vote of the
325 members present at a either a General Meeting or a Special Meeting
326 called for such purpose.
327

328 **Section 3: Parliamentary Authority**

329 **Parliamentary Authority**

330 The parliamentary authority of The Club shall be the most recent edition of The
331 Modern Edition of Robert's Rules of Order, published by Berkely Books.
332 However, in any case where the Articles of Organization or the Bylaws of the
333 Club differ from said authority those governing instruments shall prevail. ¹

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336

337 **Amendments to the Bylaws of the Boston Amateur Radio Club**

338

339 1. Per amendments passed by vote of the general meeting held January 20,
340 1993. The officers of the Boston Amateur Radio Club hereby attest the

- 341 passage of the Amendments to the Bylaws as voted by the General
 342 Meeting held January 20, 1993.
- 343 2. Passed by vote of the special meeting called prior to business meeting
 344 held June 6, 2002, as announced in the May 2002 SPARC. Changed
 345 from “monthly” to “at least 10 months.”
- 346 3. Passed by vote of the General Meeting held June 6, 2002. The officers of
 347 the Boston Amateur Radio Club hereby attest the passage of the
 348 Amendments to the Bylaws as voted by the General Meeting held June 6,
 349 2002.
 350

Ratification

351

352 ***Be it known by all who shall see these presents that these Articles and By-***
 353 ***Laws have been duly accepted by the members of the Boston Amateur***
 354 ***Radio Club sitting in meeting on this _____th day of***
 355 ***_____ in the year _____ A.D. and, at the***
 356 ***direction of the members, the currently elected officers do hereby set forth***
 357 ***their signatures upon which these Articles and By-Laws shall become***
 358 ***effective.***

359

360 ***Thomas Bertolino, KB1P, President*** _____

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362 ***Linda M. Blair, NA1I, Vice President*** _____

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364 ***James Bradley, KB1JKJ, Secretary*** _____

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366 ***James Clogher, N1ICN, Treasurer*** _____