

W2SO

Lancaster Amateur Radio Club, Inc.

525 Pavement Road
Lancaster, New York 14086

**Constitution and By-laws of the
Lancaster Amateur Radio Club, Inc.**
Revised September 5, 2017

We, the membership, desiring to secure for ourselves the pleasure and benefits of an association of individuals commonly interested in amateur radio, do hereby constitute ourselves as the Lancaster Amateur Radio Club, Inc., (commonly referred to as LARC), an incorporated body under section 402 of the Not-for-Profit Corporation Law of New York State, filed on February 9, 1988.

The purpose of the corporation is to recognize and enhance the value of the amateur radio service to the public as a voluntary, non-commercial radio service, particularly with respect to providing emergency radio communications. The club shall maintain a program to foster public relations favorable to amateur radio. All individuals interested in amateur radio are eligible for membership.

Article I: FUNCTION and BUSINESS of the CLUB

Section 1 - Function

LARC shall function as prescribed by the Constitution and By-laws and will follow Robert's Rules of Order when conducting club business. All members in good standing are entitled to all the rights and privileges of their membership class as described in Article II. Conduct of the membership when interacting with the public, or with each other, is expected to be civil, polite, trustworthy and honest. They shall also portray a positive image and the highest favorable view to the general public. Club members, especially those licensed, are obligated to conduct themselves in such a manner as to abide by all FCC rules and regulations, including but not limited to a generally accepted code of good conduct so as to not place the club's license or reputation in jeopardy. The club guards its existence and service to the community with serious and sober regard. All members are expected to guard and protect that trust. Any member who deviates from these goals may be considered not acting in the club's best interest and will be addressed as set forth in Article III.

Section 2 - Business

The fiscal year (FY) is from January 1 through December 31 of each year. It will be the duty of the Board of Directors to ensure that a budget is prepared for each year. The Board shall create an Audit Committee, consisting of the Treasurer and two (2) Board members who are not officers, to review and attest to the accuracy of the financial books and records. The frequency of audits is left to the Board's discretion. The Treasurer will properly maintain any checking and savings accounts. The President and the Treasurer shall be the only individuals who are authorized to sign checks.

Article II: MEMBERSHIP

Section 1 - Membership

Membership in LARC provides an individual with the opportunity to practice and enjoy the art of amateur radio with individuals of like interest. To become a club member, a signed application for membership must be completed. The Membership Chairman shall contact the applicant to validate the application information. Acceptance or rejection of the applicant will be made by the Board of Directors in executive session and will take place at the next convenient Board meeting. An application can be voted on during a regular Board of Directors session if the President calls for a vote. Applicants will be notified of the results of the vote by the Membership Chairman. If rejected, the applicant may reapply for membership in one year from the date of the rejection. All members in good standing may attend meetings, have one vote, hold office and have full use of all facilities and property. A member in good standing is an individual in any class of membership whose dues are current and whose membership has not been suspended or revoked according to Article III. New members are entitled to hold office and vote during elections upon completion of a six (6) month probationary period. New members will receive a LARC membership packet, including all current club information, from the Membership Chairman. New member packets, when completed, will be placed at the clubhouse for the new member to pick up during his or her next visit. New members will also be added to the club e-mail reflector.

Section 2 - Classes of Membership

There will be eight (8) classes of membership. They are Regular (including Regular Pre Paid), Student, Life, Patron, Founding/Charter, Family Associates, Silent Key, and Inactive.

Section 2.1 - Regular Membership (RM)

Regular Membership applies to any individual who is 18 years of age or older. RMs are entitled to hold office and will pay annual dues. Each RM is entitled to one vote in all elections.

Section 2.1.1 - Regular Membership - Pre Paid (RMPP)

An RMPP is available to any RM for a one-time fee. The fee will be determined by the Board of Directors at the time the RMPP is applied for. The minimum fee will be 10 times of the amount of the current annual dues. The person applying for an RMPP will be notified of the cost as determined by Board of Directors. The RMPP membership is until death. The RMPP will no longer be subject to annual dues assessments. All rules and regulations of LARC will be applicable and administered. Should expulsion of the RMPP occur, no refund of monies will be made. An RMPP is not to be confused with a LM, which is an honor bestowed upon a club member. The person purchasing a prepaid RMPP will not be listed on the LM plaque.

Section 2.2 - Student Membership (SM)

A Student Membership is a membership for an individual who is less than 18 years of age. SMs must be accompanied by a parent or guardian while at the clubhouse or attending all LARC activities. SMs are not eligible to hold office or vote. Dues will be one half of those for Regular Members.

Section 2.3 - Life Membership (LM)

Life Membership is an honor bestowed upon a club member by a two-thirds vote of the Board of Directors. LMs will have all privileges and rights of membership until death but will not be subject to annual dues assessments. The Life Member will be subject to the Constitution and By-laws, and the LM will be subject to discipline or removal from membership, as any other member, for cause. Nominations for Life Member can be made by any club member. Nominations may be submitted at any time but no later than November 1 of the current FY. The nomination must be made in writing and will be considered by the Board of Directors in executive session. The nominating member will be informed of the Board's decision on an accepted or rejected basis without any further explanation. If a vote for Life Membership is affirmed, the new Life Member designee's name will remain secret and will be announced at the December awards dinner meeting. The member's name will be included in the club's archives and the member's name will be added to the Life Membership plaque.

Section 2.4. - Patron Membership (PM)

A Patron Membership (PM) can be awarded to any person or business that has provided goods or services to the Lancaster Amateur Radio Club, Inc. Goods or services rendered must have been requested by the club and must have been in excess of the current annual dues rate. Only the Board of Directors can submit someone for a PM and the Board must vote on each PM nomination. The Board must also reconfirm each PM when dues come due each year. A PM is considered the same as a regular membership, except that they will not have voting rights in club elections. The Board reserves the right to terminate a PM at any time.

Section 2.5 - Founding/Charter Membership

Founding/Charter Members retain all privileges of membership and are exempt from dues. As Founding Fathers of the Lancaster Amateur Radio Club, Inc., these Charter Members shall hold an honorary state of Emeritus with the Lancaster Amateur Radio Club, Inc. for the duration of their lives and will be considered LMs. They may attend Board meetings and have Board voting rights without holding an elected office. The following are the Founding/Charter Members who formed the Lancaster Amateur Radio Club on March 12, 1987:

Luke Calianno, Jr. N2GDUFounding/Charter Member
Al Petry KE2AJCharter Member
Matt Gorski NS2M.....Charter Member (SK)
Louis Esposito N2SFZ.....Charter Member (SK)
Richard Haungs W2UJRCharter Member (SK)

Section 2.6 - Family Associate (FA)

All members of the immediate family of any RM, LM or Founding/Charter Member, living in the same household, are considered Family Associates. Each FA will enjoy all the privileges of the club, but may not vote or hold office, as long as their sponsor is a member in good standing. Should an FA be less than 18 years of age, Student Membership parental or guardian control conditions apply. FAs will not pay dues and do not have to hold an amateur radio license. FAs will be listed in an addendum to the club roster.

Section 2.7 - Silent Key Membership (SK)

Silent Key Members are members who died while a member of the club in good standing. A plaque listing all deceased members names will be maintained at the clubhouse in their memory.

Section 2.8 - Inactive Membership (IM)

An Inactive Member is any Regular or Student Member whose dues are in arrears. Members may also request transfer to inactive status at any time. Inactive Members may not vote, hold office, or exercise any of the privileges of active membership. An Inactive Membership can be reactivated upon payment of current dues (see Section 3).

Section 3 - Dues and Assessments

Annual dues are determined by the Board of Directors for the coming fiscal year and may be revised from time to time to maintain financial viability. Dues assessments for the coming FY will be determined at the September Board of Directors meeting and will be announced at the October General Membership Meeting. Dues for the coming FY will be announced on the club website beginning in October. Publication on the website constitutes notification of dues requirements for the coming FY and creates a binding addendum to the By-laws each year. **Dues are payable in full by December 31 of the current FY.**

Non-payment of annual dues by December 31 shall result in an individual's membership being declared inactive (see Section 2.8).

Pro rated dues for new members or for Inactive Members wishing to reactivate their memberships after the beginning of the FY may be assessed. The Board of Directors will determine these assessments as required. Waiver or discounted dues for membership on an individual basis shall be permitted at the discretion of the Board. The Board is empowered to assess additional fees over and above annual dues should an urgent need arise during the year to keep the club fiscally sound.

Article III: DISCIPLINE or EXPULSION of a MEMBER

Any club member is permitted to petition the Board with an allegation in keeping with this article or any material fact believed to be contrary to the welfare of the club. In the event a member has a grievance, that member shall present it in writing to the Secretary who will then present it to the Board of Directors in executive session. Upon receipt of the written allegation, the Board of Directors shall meet in executive session to investigate the merits of the charges and determine a proper course of action. The Board will schedule this at its earliest convenience. The Board shall investigate the alleged grievance to objectively review the facts and arrive at a just solution. Every effort for prompt review and disposition shall be made in as a timely manner as possible. A member is subject to discipline or expulsion when the Board of Directors has determined the member has violated the purpose or Constitution and By-laws of the club. Once a decision has been reached, both the petitioner filing the allegation and the subject of the allegation will be notified in writing by the Secretary as to the judgment of the Board. All parties are to keep these actions as private and confidential.

Article IV: FORM of the CLUB and GOVERNMENT

Section 1 - Form

The club leadership will follow the Constitution and By-laws currently in effect. The Board of Directors will consist of four (4) officers, five (5) directors, the Membership Chairman, and all Founding/Charter Members still alive, and collectively they are the legislative body of the club. Officers and directors will be duly elected by the club's members in good standing who are eligible to vote. The Membership Chairman will be appointed by the President. No Board member may hold more than one elected or appointed office at a time. Attendance at monthly Board meetings is required (excused absences with permission of the President are recognized). The Board will address unexcused and excessive absences.

Section 2 - Offices Defined

The duties of the officers and the directors are described below. They are general in nature and are not limited to those listed. Such other reasonable actions in keeping with the club's purpose and welfare are expected and granted, but subject to Board review and approval.

Section 2.1 - President

The President will preside at all Board meetings, executive sessions and any other special meetings. He will sign all official documents and perform all other customary duties of the office. The President appoints all committees and non-elective club officers, unless otherwise specified in these Bylaws, and is responsible to monitor all committees, officers, and all functions of the club. The President may sign checks in the absence of the Treasurer.

Section 2.2 - Vice President

The Vice President will assist the President. In the event the President is unable to carry out the duties of the office, the Vice President shall assume those duties until the President is able to resume his or her office or until a new President is selected.

Section 2.3 - Secretary

The Secretary will keep a record of minutes of all meetings, call the roll and record attendance at each meeting, and determine that a quorum is present before a meeting can begin. He or she will read the minutes of the previous meeting, report all correspondence received and sent to date, maintain custody of all current club records and documents and have them in possession at all Board meetings.

Section 2.4 - Treasurer

The Treasurer will maintain custody of all current financial books and records of the club. The Treasurer will execute all financial transactions, maintain all bank accounts, pay all bills, create and maintain the budget, create and maintain all reports of financial condition and provide a report to the Board at each meeting. The Treasurer is empowered to disperse funds for routine expenses (power, phone, etc.) that are budgeted as designated liabilities, and all expenditures approved by the Board of Directors. The Treasurer will prepare a budget to be presented to the Board of Directors, for their approval, informing them of the anticipated financial requirements for the next coming year, by September 1 of the current fiscal year.

Section 2.5 - Board of Directors

The Board of Directors is required to act, supervise, and hold all offices to a standard in keeping with the prescribed purpose, intent and welfare of the Lancaster Amateur Radio Club as set forth in the Constitution and By-laws. The Board of Directors will direct that the club provide fire and theft-proof containment for all club documents and records at the club's official location and that all documents and records shall be accessible at all times to all authorized officers as set forth in the Constitution and By-laws, on a need to know basis. Immediate access, control and secure maintenance of all documents and records, will be the responsibility of the elected officers of LARC. The Board must pre-approve all expenses estimated to be in excess of \$50, and must also pre-approve all non-budgeted expenses, regardless of amount. For the purposes of conducting Board business, a quorum of at least six (6) members is required.

Section 2.6 – Membership Chairman

The Membership Chairman is appointed by the President and is responsible for maintaining the club's membership records. These records include dues payment status for all classes of membership and will be available to all Board members for review. The Membership Chairman will present new applications for membership to the Board for their vote at the Board of Directors meetings, and will prepare membership packets for those individuals whose applications are approved.

Section 2.7 - Vacancies

Vacancies in the offices of Vice President, Secretary and Treasurer, and among the directors, will be filled by appointment by the President and approval by the Board of Directors. A vacancy in the office of President will be filled temporarily by the current Vice President until a new President can be voted into office or selected by the Board (see Article IV, Section 2.2).

Article V: CLUB TRUSTEE

Section 1 - Appointment

The Club Trustee will be appointed by the President and approved by the Board of Directors. The Club Trustee may simultaneously hold other positions within the club, including elected office.

Section 2 - Duties and Responsibilities

The Club Trustee is responsible for those legal and financial club activities necessary for the continued operation of the club. These include, but are not limited to:

FCC license renewal.

Filing annual tax returns.

Obtaining and maintaining continuous insurance coverage as directed by the President and approved by the Board.

Maintaining ARRL club affiliation.

Coordination with the Town of Lancaster on club facility issues.

The Club Trustee may coordinate with other club officers and members as necessary to ensure these activities are accomplished on time. He or she will report all actions to the Board of Directors, either through the President or at monthly Board of Directors meetings.

Article VI: MEETINGS

Section 1 - General Membership Meetings

General membership meetings will be called to order at a scheduled time, date and place determined by the President and will be announced on the club website. There shall be no general membership meetings during the months of July and August. The agenda for General Membership meetings will be as follows:

Pledge to the Flag

Moment of silence for silent keys (SKs)

Roll call, introduction of new members and guests

Announcements

Reports from committees

Open discussion period

Program

Adjournment

Section 2 - Board of Directors Meetings

Board of Directors meetings will be determined and announced by the President or the Board. Meetings will be called to order at a scheduled time, date and place as determined by the entity that calls the meeting. All Board meetings are open to the general membership; however, general members have no voting rights. General members attending board meetings cannot comment or offer suggestions until either the end of the board session, when discussion is called for, or unless called upon or recognized by the President. The agenda for Board Meetings will be as follows:

- The President will call the meeting to order
- Roll call - given and recorded by the Secretary
- Reading of the minutes of the prior meeting
- Announcements
- Committee reports
- Old business
- New business
- Open discussion period
- Adjournment

Article VII: CLUB CALL

Section 1 - Club Call

W2SO is the official club station call sign of LARC. A copy of the FCC station license shall be posted in the radio room at all times.

Section 2 - Use by Club Members

W2SO shall be used by all LARC members during club functions and events.

Section 3 - Repeater Call

W2SO will be used as the club's repeater call.

Section 4 - Transfer

The club call W2SO will remain the possession of LARC and is not transferable.

Article VIII: FACILITIES

Section 1 - Lease

LARC holds an open-end lease agreement with the Town of Lancaster to occupy demised premises, rent-free, at the Lancaster Town Center at 525 Pavement Rd., Lancaster, New York. The lease is dated April 23, 1992 and has no expiration date. As per the lease agreement, LARC shall provide the Town a communications network in the event of a declared disaster or any other type of emergency. LARC shall have unlimited access to the demised premises. LARC will be responsible to pay all bills that it incurs at this facility.

Section 2 - Clubhouse Usage

All members in good standing shall have access to the facility during designated open hours. Members issued a key have access granted to them at any time. All members and guests will conduct themselves in a civil manner while at the clubhouse or any LARC event. The LARC facility is designated as a smoking and alcohol free facility. Any member or guest exhibiting conduct that is improper and contrary to LARC's rules and regulations will be asked to leave immediately. Guests are allowed access to the facility by invitation from any club member. The inviting member must be present and accompany their guest at all times while at the facility. Should an unannounced visitor or prospective member call to enter, an officer or Board member will be assigned to the visitor for the duration of their visit so that the guest will receive a favorable impression of the visit and the club.

Section 3 - Turnkey

All keys and access codes for the facility are the responsibility of the designated club Turn Key Chairman. The Turn Key Chairman shall keep updated and accurate record of all facility keys and access codes and deposit it in the club's secure containment container. Keys to the facility shall be limited for security reasons to only those members designated by the Board of Directors or the Turn Key Chairman. Any member who terminates his membership must turn-in all keys and or access codes to the Turn Key Chairman. In the event the Turn Key Chairman relinquishes his duties he shall turn over all keys and records to the President.

Section 4 - Club Equipment

All equipment and property will be accounted for and stored in a proper manner at the facility and will be the responsibility of the Property Chairman. Equipment or property may be loaned out to LARC members in good standing under the supervision of the Property Chairman or a member of the Board of Directors. A request to borrow property by a club member must be made in writing. The request will be filed in the facility logbook and shall include a description of the item, its condition at the time of removal, the date removed and the agreed-to date of return. Once the item is returned, its condition shall be verified and recorded in the logbook. All items loaned shall be returned on time and shall be in like condition when loaned, save normal wear and tear. The club member who borrowed the equipment is responsible should repairs or replacement of the borrowed item be necessary. The Property Chairman will perform an annual inventory and maintain a record of all club equipment for insurance purposes.

Section 5 - Insurance

The club will maintain liability insurance to protect itself against lawsuits and similar claims. The club will also maintain property insurance on club-owned equipment (but not the building) to protect against loss or damage. The Board of Directors will select an insurance carrier and determine the amounts of coverage.

Article IX: CLUB ELECTIONS

Section 1 - Schedule

The following calendar schedule will be used regarding nominations and elections:

October: At the October general membership meeting the membership shall submit names of qualified members for Member of the Year and for officers and directors as set forth in Sections 2 and 3 of this article. The names of members who are nominated for these positions will be posted on the club website.

November: At the November general membership meeting an Election Chairperson will be appointed. All nominations will then be announced by the Election Chairperson. Ballots will be handed out to the membership to vote. Only members in good standing are allowed to vote.

Members must be present at the meeting to vote; no ballots will be mailed out. The Election Chairperson, along with one helper, will collect all of the ballots, count the votes and announce the results. The Secretary will record the results of the vote into the minutes of the meeting.

January 1: Newly elected and current officers and directors will assume their respective offices.

Section 2 - Term Limits

There will be a two (2) consecutive term limit for any officer or director (applies to consecutive terms only). A member wishing to retain his or her position for more than two consecutive terms must:

Be nominated by a club member other than himself.

The nomination must then be approved by at least a two-thirds vote of the Board of Directors.

Section 3 - Terms of Office

The terms of office will alternate for election each year in two groups:

President, Secretary and two (2) directors (elections in even years).

Vice-President, Treasurer and three (3) directors (elections in odd years).

Article X: SUNSHINE

The Lancaster Amateur Radio Club shall have a Sunshine Chairman. The Sunshine Chairman will send club members who are in ill health a get-well card on behalf of the club. It shall be sent to either the ill member or their immediate family. The family of a club member that has passed away will be sent a sympathy card signed by the Lancaster Amateur Radio Club, Inc., or any other consideration as deemed appropriate by the Sunshine Chairman and will only be sent to his or her immediate family. The deceased member's name and call shall be placed on the Silent Key plaque kept at the clubhouse.

Article XI: CLUB WEBSITE

The President will appoint a Website Editor. It will be his or her duty to maintain the currency of the information posted on the website. The website will be the official means of notifying club members of announcements such as dues, news, elections, and other club happenings. It is the responsibility of each club member to check the website to stay informed of club happenings.

Article XII: DISSOLUTION of the CLUB

In the event that the Lancaster Amateur Radio Club, Inc. should be dissolved, all of the club's remaining outstanding bills will be paid first. Any remaining assets, including any monies or equipment owned by LARC, shall be liquidated and used to pay any remaining outstanding liabilities. Any remaining funds will then be distributed to those members in good standing as of the date of dissolution in equal shares. The club may decide to donate any remaining assets to a like (amateur radio) non-profit organization. The decision to liquidate assets or donate them to another club will be made by majority vote at a general membership meeting. In order to be included in the distribution of any shares, a member must have been a member in good standing of LARC for the previous three (3) years before the dissolution and liquidation takes place.

Article XIII: AMENDMENTS

The Constitution and By-laws of the Lancaster Amateur Radio Club, Inc. may be amended as necessary by recommendation of a committee appointed by the President. Any RM may serve on the committee. Once the proposed amendments are completed by the committee, the amendments will be presented to the Board of Directors for consideration and approval. Upon the Board's approval, the amendments will be posted on the club website for all members to review, and an e-mail via the club's reflector will be sent out to notify club members of the posting. Once the amendments have been posted, no changes will be made prior to the general membership vote. The vote will take place at a general membership meeting at least one month after the amendments are posted on the website. An up or down vote by the majority of the members in attendance will be final.

Article XIV: AFFILIATIONS

The Lancaster Amateur Radio Club will maintain affiliations with the American Radio Relay League (ARRL).

End of Constitution and By-laws

Approved by the Lancaster Amateur Radio Club membership on this day:
September 5, 2017 and attested by:

Joseph Gearhart, WV2NY, President