



Constitution

Rome Radio Club, Inc.

November 1, 2011



REVISION CONTROL

Revision #	Date	Purpose
Revision 1.0a	1-Nov-2011	Initial revision of the Rome Radio Club Constitution.



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PREAMBLE

We, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves the Rome Radio Club, Inc. of Rome, New York and enact this Constitution as our governing law. Nothing in the Constitution or any enacted by-laws shall contradict the club's Certificate of Incorporation.

The Rome Radio Club Inc. (RRC) is duly incorporated under section 102(a)(5) of the not-for-profit law of the State of New York. It is a type-B corporation under section 201 of the same law. The club was first incorporated in 1955, with the Certificate of Incorporation having been amended in 1982 and again in 1983.

The objective of this document is to provide the framework for governing the Rome Radio Club Inc., in accordance with Federal and State statutes and for the purpose set forth in the amended Certificate of Incorporation.

Note: a glossary of terms is included in the RRC By-Laws

ARTICLE I - MEMBERSHIP

SECTION 1 MEMBERSHIP REQUIREMENTS

All persons interested in Amateur Radio communications shall be eligible for membership. Membership shall be by application and election upon such terms as the club shall provide in its By-Laws.

Membership may not be denied because of race, creed, color, religion, gender, sexual orientation, political affiliation, marital status or any other reason that would be biased or prejudicial.

SECTION 2 MILITARY SERVICE

Members of the Rome Radio Club in good standing who are deployed in military service shall remain in good standing for the entire deployment, regardless of their dues status, and for up to three (3) months after the termination of deployment without penalty.



SECTION 3 DISCIPLINARY ACTION

The membership may enact a method of applying disciplinary actions on any club member for just cause; however, the By-Laws must provide the subject person with due process.

The provisions of this section relate to matters other than failure to pay dues.

ARTICLE II - OFFICERS

SECTION 1 OFFICES

The officers of the Rome Radio Club shall be President, Vice-President, Secretary, Treasurer, Technical Director, Program Director, and Information Director. Where applicable, this shall be the order of rank.

The officers of the club will make up the Board of Directors.

An individual may not hold more than one office at the same time.

SECTION 2 ELECTION

The officers of this club shall be elected for a term of one year by ballot of the members present at the Annual Meeting.

SECTION 3 TERM LIMITS

There are no term limits for any officer positions.

SECTION 4 VACANCIES

Vacancies occurring between elections must be filled by special elections at the first regular meeting following the officer's resignation or removal.

SECTION 5 ELIGIBILITY

In order to hold an office an individual must be a member in good standing and hold a valid Amateur Radio license.

SECTION 6 RESIGNATION

Officers may resign their positions by notifying the club President, in writing, of their intentions.



SECTION 7 REMOVAL OF OFFICERS

Officers may be removed from office for cause, upon written petition of six (6) or more members presented to the President or Vice President.

After investigation, the petition will be presented to the membership at the next regular meeting of the club and a voted on by the membership.

Removal of an officer requires a three-fourths (3/4) Majority Vote of the full membership.

The procedure to remove an officer shall be the same procedure as the By-Laws provide for disciplinary actions, as long as they do not conflict with this section of the Constitution.

ARTICLE III - DUTIES OF OFFICERS

SECTION 1 PRESIDENT

The President shall preside at all meetings, and conduct them according to the rules adopted. The President shall enforce due observance of the club Constitution and By-Laws; decide all questions of order; sign all official documents adopted by the club, and perform all other duties pertaining to the office of President.

The President appoints members to all committees following any guidelines and rules created by the Board of Directors or the general membership. The President appoints all non-elected positions [note – non-elected positions are not members of the Board of Directors]. The President is an ex-officio member of all committees and boards.

The President shall call special meetings of the Club at the request of the Board of Directors or upon petition signed by five (5) Club Members. At the expiration of term, the President shall turn over all records and assets of the club, pertaining to the position as officer, to his/her successor.

SECTION 2 VICE PRESIDENT

The Vice-President shall assume all the duties of the President in his/her absence. In addition, the Vice-President shall act as the Hamfest Committee Chairman. The Vice-President shall maintain close liaison with the ARRL's local ARES® Emergency Coordinator to further club participation in the Amateur Radio Emergency Service®. At the expiration of term the Vice-President shall turn over all items belonging to the club, pertaining to the position as officer, to his/her successor.

SECTION 3 SECRETARY

The Secretary shall keep a record of the proceedings of all meetings, submit membership applications, carry on all correspondence, read communications at each meeting, and through defined communication methods, provide meeting notices (and other official correspondence) to each member. At the expiration of



term, the Secretary shall turn over all items belonging to the club, pertaining to the position as officer, to his/her successor.

SECTION 4 TREASURER

The Treasurer shall pay club expenses, keep a roll of members, receive and receipt for all monies paid to the club; keep an accurate account of all monies received and expended. The Treasurer shall pay no bills without proper authorization (by the club or its officers constituting a business committee). On a regular basis, as defined by the By-Laws, the Treasurer shall submit an itemized statement of disbursements and receipts to the Board of Directors. At each regular club meeting the Treasurer shall provide a summary of the financial health of the club. At such times specified, the Treasurer shall make available all financial records for auditing purposes. At the expiration of term, the Treasurer shall turn over all items belonging to the club, pertaining to the position as officer, to his/her successor.

SECTION 5 TECHNICAL DIRECTOR

The Technical Director is the Chairman of the Technical Committee. With the guidance of the President, the Technical Director oversees and has control over the club equipment, real property and club radio stations. At the expiration of term, the Technical Director shall turn over all items belonging to the club, pertaining to the position as officer, to his/her successor.

The Technical Director may recommend to the President club members for certain committee positions, for example: Repeater Trustee(s), Equipment Custodian(s), Real Property Custodian(s), Trustee of the Club Call Sign and general committee members [note – each these positions may be filled by any club member, including the Technical Director or another Board Officer].

SECTION 6 PROGRAM DIRECTOR

The Program Director is the Chairman of the Program Committee. With the guidance of the President, the Program Director oversees and has control over the club meeting program and all other club events or programs (except the Hamfest). At the expiration of term, the Program Director shall turn over all items belonging to the club, pertaining to the position as officer, to his/her successor.

The Program Director may recommend to the President, club members for positions within committees the Director oversees, for example: Meeting Program Coordinator, Net Managers, Field Day Coordinator, Sunshine Representative and general committee members [note – each these positions may be filled by any club member, including the Program Director or another Board Officer].

SECTION 7 INFORMATION DIRECTOR

The Information Director is the Chairman of the Information Committee. With the guidance of the President, the Information Director oversees and has editorial control over the club newsletter, website, social media pages and any other written or electronic publications that are not the responsibility of the Secretary. At the expiration of term the Information Director shall turn over all items belonging to the club, pertaining to the position as officer, to his/her successor.



The Information Director may recommend to the President, club members for committee positions, for example: Newsletter Editor, Webmaster, Social Media Page Blogger, Historian and general committee members [note – each of these positions may be filled by any club member, including the Information Director or another Board Officer].

ARTICLE IV - MEETINGS

The By-Laws shall provide for regular and special meetings. At meetings, a quorum shall be required for the transaction of business. The By-Laws shall define a quorum.

When not otherwise specified, Robert's Rules of Order shall govern proceedings.

The membership may enact special rules as long as they do not conflict with the club's Certificate of Incorporation, Constitution or By-Laws.

ARTICLE V - DUES

The club, by majority vote of those present at any regular meeting, may levy upon the general membership such dues or assessments as shall be deemed necessary for the business of the organization. Non-payment of such dues or assessments shall be cause for expulsion from the club within the discretion of the membership.

ARTICLE VI - MEMBERSHIP ASSISTANCE

The club, through designated Committees, shall provide technical advice to members concerning equipment design and operation to assist in frequency observance, clean signals, uniform practice, and absence of spurious radiations from club member-stations. The club shall also maintain a program to foster and guide public relations.

ARTICLE VII – PUBLIC RELATIONS

The club shall maintain a program or programs to foster and guide public relations.



ARTICLE VIII - CLUB CALL SIGN

The club may elect to apply for a club call sign as provided by FCC rules Part 97.

The President shall assign trusteeship of the club call sign.

The trustee shall:

- Be a member of the club in good standing.
- Meet FCC requirements.
- Not had his/her Amateur Radio license revoked or sanctioned at any time.

ARTICLE IX - DISSOLUTION OF THE CLUB

SECTION 1 TERMINATION OF OPERATIONS

In the event the Board of Directors votes that the Club be dissolved, the motion for dissolution must receive more than two-thirds (2/3) Majority Vote of the full membership to pass.

SECTION 2 DISPOSITION OF ASSETS

The Board of Directors shall handle the disbursement of all assets of the club. The Board shall dispose of the club assets in accordance with the Certificate of Incorporation.

ARTICLE X - PERMANENT COMMITTEES

The Rome Radio Club shall have a number of permanent committees. The chairman of each of the permanent committees shall be a member of the Board of Directors as stated in *Article III - Duties of Officers*. Members of these committees shall be appointed by the President, except when committee membership is defined by the Constitution or the By-Laws.

SECTION 1 HAMFEST COMMITTEE

The members of the Hamfest committee may include Hamfest Program Coordinator(s), Prize Coordinator(s), Marketing Manager(s) and other such positions as deemed necessary. The chairman of the committee is the Vice President. The Hamfest shall be held at a time and place determined by the



committee. The committee shall plan and execute the Hamfest within the guidance provided by the Board of Directors and the club membership and follow all applicable By-Laws. The committee shall report to the Board and the membership on a regular basis as required in the By-Laws.

SECTION 2 TECHNICAL COMMITTEE

The members of the Technical committee may include Repeater Trustee(s), Equipment Custodian(s), the club call sign trustee (if the membership chooses to have a club call sign) the VE Team Liaison and any other members of the Board of Directors and any other club members that the committee feels are needed to perform its mission. The chairman of the committee is the Technical Director. The committee is responsible for the radio equipment and associated hardware and software. The committee is responsible for all aspects of any repeater or repeater system the club may own and/or operate. The Technical Committee shall advise the Board of Directors and the membership of any non-operating expenses that are required to keep the equipment operating within all FCC mandated requirements. The Technical Committee shall oversee any operations that involve the club call sign and shall enforce all FCC and RRC operating requirements. The Committee shall act as the liaison with the local or regional frequency/repeater coordinators. The Committee shall oversee any VE teams and act as the liaison to the ARRL VEC through its VE Liaison. The Committee shall be responsible for any educational activities. The committee shall report to the Board of Directors and the membership on a regular basis as required in the By-Laws.

SECTION 3 PROGRAM COMMITTEE

The members of the Program Committee may include the meeting Program Coordinator, Club Net Managers, a Field Day coordinator, a Sunshine Representative, and any focal points for special events the club decides to run. The Chairman of the Program Committee is the Program Director. The committee shall oversee the club's Field Day activities, provide technical programs at club meetings and oversee any educational activities the club may sponsor. The committee shall report to the Board and the membership on a regular basis as required in the By-Laws.

SECTION 4 INFORMATION COMMITTEE

Members of the Information Committee shall include the Newsletter Editor, the Webmaster, the Social Media Page Blogger, and a club Historian. The chairman of the Information Committee is the Information Director. The committee shall publish a periodic newsletter, as required in the By-Laws. The committee shall insure that the club website and any Social Media pages are kept up to date. The committee shall release press releases on the club and its activities as needed to insure the widest possible publicity. The committee shall report to the Board and the membership on a regular basis as required in the By-Laws.



ARTICLE XI - AMENDMENTS

SECTION 1 CERTIFICATE OF INCORPORATION

Proposals for amendments to the Certificate of Incorporation shall be submitted in writing at a regular meeting. The Certificate shall be amended at a special meeting called strictly for the purpose of amending the document, provided the Full Membership has been notified by defined communications methods of the intent to amend the Certificate at said meeting.

A simple Majority Vote of the eligible members (as defined in the By-Laws) of the Full Membership of the Rome Radio Club, Inc shall be required to amend the Certificate of Incorporation.

The club shall seek advice and counsel of a lawyer when considering any amendments to the Certificate of Incorporation.

SECTION 2 CONSTITUTION

Proposals for amendments to the Constitution shall be submitted in writing at a regular meeting and shall be voted on at the next regular meeting, provided the Full Membership has been notified by defined communications methods the intent to amend the Constitution at said meeting.

A two-thirds (2/3) Majority Vote of the eligible members (as defined in the By-Laws) of the Full Membership of the Rome Radio Club, Inc shall be required to amend the Constitution.

No amendments shall be considered that conflict with the Certificate of Incorporation (as amended).

SECTION 3 BY-LAWS

Proposals for amendments to the By-Laws shall be submitted in writing at a regular meeting and shall be voted on at the next regular meeting, provided the Full Membership has been notified by defined communications methods of the intent to amend the By-Laws at said meeting.

A simple (>50%) Majority Vote of the eligible members (as defined in the By-Laws) of the Full Membership of the Rome Radio Club, Inc shall be required to amend the By-Laws.

No amendments shall be considered that conflict with the Certificate of Incorporation (as amended) or the Constitution.

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