

CONSTITUTION OF THE MERCER COUNTY AMATEUR RADIO CLUB

PREAMBLE

We, the club members, wishing to secure for ourselves the pleasures and benefits of the association of persons commonly interested in a Amateur Radio, constitute ourselves, the Mercer County Amateur Radio Club, and enact this constitution as our governing law. It shall be our purpose to so conduct club programs and activities as to advance the general interest and welfare of amateur radio operators of the community, and to provide for the education and training of both members and non-members. This Constitution shall replace the original Constitution and shall be the controlling document for the Club from this day forward. The Mercer County Radio Amateur Club is a non-profit corporation organized under the Laws of the Commonwealth of Pennsylvania.

ARTICLE 1 – ORGANIZATION NAME

The name of the organization shall be the Mercer County Amateur Radio Club.

ARTICLE 2 – OFFICES

The office of the Mercer County Amateur Radio Club shall be the mailing address of the Secretary, or the Club Post Office Box as designated by the Board of Directors. The club may maintain additional mailing addresses as necessary for compliance with Local, State, or Federal Regulations.

ARTICLE 3 – PURPOSES

1. Emergency Preparedness
2. Operating activities
3. Education and training
4. Experimenting and exchanging of ideas.
5. Social activities

ARTICLE 4 – OFFICERS

The officers of the Club shall be a President, a Vice President, a Secretary, and Treasurer. Each officer shall be at least 18 years of age and shall be a member in good standing.

ARTICLE 5 – TRUSTEE

The Club Trustee shall be responsible for legal control of any Club radio repeaters and other Club stations. This person shall maintain a extra class license with the Federal Communications Commission and shall oversee, supervise and ensure that on-the-air operations of all the Club radio equipment is in accordance with the Federal Communications Commission rules and regulations. The Trustee shall also perform other such duties as directed by the president and approved by the Board of Directors.

ARTICLE 6 – BOARD OF DIRECTORS

There shall be a Board of Directors. The makeup of the Board of Directors and its duties shall be as defined in the By Laws.

ARTICLE 7 – COMMITTEES

The President shall appoint the chairperson of all standing committees and any other committees as the President desires. The committee chairperson shall be a regular member, but other Committee persons may be student or associate members.

ARTICLE 8 – MEMBERS

SECTION 1 – MEMBERSHIP CLASSES

Membership in the club shall be divided into three classes.

Regular Members are members holding a valid amateur radio license.

Student Members are members that are full time students having a valid amateur radio operator's license.

Associate Members are members any persons interested in Amateur Radio Communications not having a valid amateur radio license.

SECTION 2 – VOTING RIGHTS

Regular and Student Members shall have voting rights. Associate Members may participate in all Club activities, but may not hold office or vote.

SECTION 3 – VOTING

Only Regular Members and Student Members are entitled to vote. However, comments by Associate Members will be accepted before voting is taken. Voting for officers shall be by written ballot in cases where there are competing candidates for the same office or on questions where there is a close division of sentiment on the question. In all other cases, voting will be by a show of hands.

SECTION 4 – NOTICE OF MEETINGS

Advance written notice shall be given to all Club Members in advance of any meeting at which business is to change the By-Laws or other rules or procedures affecting the rights of the Club Members. Notices shall be sent to members concerning special meetings, and the business to be transacted. Only business as designated in the notice shall be transacted. Such notices shall be sent by email to all club members with an email address on file, or if a paid member does not have an email address on file, ordinary postal delivery. All notices must be mailed at least 4 days prior to the meeting.

SECTION 5 – QUORUM

A quorum for any constitution change shall consist of two-thirds of the paid up members of the club by referendum. A three fourths majority present is required for approval of the changes.

A quorum for the transaction of any other business shall consist of 8 paid up Regular and Student Members of the Club.

ARTICLE 9 – AMENDMENTS

Any amendment(s) to this constitution shall be presented to the Secretary in writing. The amendment shall be read at a monthly meeting, and again at the following monthly meeting. Provided that all members have been notified of the intent to amend the constitution, after the second reading the amendment shall be voted on and required a two-thirds (2/3) vote of the members present at that meeting to pass. If passed it shall immediately become part of the constitution.

ARTICLE 10 – REMOVAL OF OFFICER

Any officer of the MCARC may be removed from office for the abuse of authority, failure to perform duties of that office, or misconduct in office, by a vote of two-thirds (2/3) of the members present provided that the charges against the officer be in writing, signed and dated and filed with the Secretary at least one month before the vote shall be taken on it. A copy of said charge shall be served upon the officer by the Secretary at least two (2) weeks before such vote shall be taken.

ARTICLE 11 – NON DISCRIMINATION

No discrimination, interference, restriction, or coercion shall be exercised by reason of physical or mental disability, (whether perceived or actual, temporary or permanent), race, creed, color, ancestry, citizenship, ethnic or national origin, political or religious affiliation, belief or practice, sex, sexual orientation, gender identity, marital status, family relationship or responsibility, personal or social style, or behavior, or age by the Mercer County Amateur Radio Club.

ARTICLE 12 – DISSOLUTION OF THE CLUB

In the event that the Mercer County Amateur Radio Club should be dissolved, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the club, dispose of all the assets of said Club exclusively for the purpose of the club, in such manner, or to such organization or organizations organized exclusively for charitable, educational, religious, or scientific purposes as at the time shall qualify as an exempt organization or organizations under 501 © (3) (attached to the Constitution as Attachment A.), of the Internal Revenue Code of 1954 (or the corresponding provision of any further United States Internal Revenue Law.), as the Board of Directors shall determine based on any provision of the Constitution and By-Laws of the Mercer County Amateur Radio Club. Any such assets which are not able to be disposed of shall be disposed by the Court of Common Pleas on the County of Mercer, exclusively for such proposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

AMENDMENT TO THE
CONSTITUTION OF THE
MERCER COUNTY AMATEUR RADIO CLUB

ARTICLE 13. — LIABILITY AND INDEMNIFICATION

SECTION 1. LIABILITY OF DIRECTORS

No Director or Officer shall be personally liable for monetary damages as such for any action taken or for failure to take any action for and on behalf of the Mercer County Amateur Radio Club unless the Director has breached or failed to perform the duties of his office under Title 15 Subchapter F (SS 8361 — 8367) was added November 1986, P.L. 1458, No. 1445, and repealed December 19, 1990, P.L. 834, No 198, effective immediately. The subject matter is now contained in Subchapter B of Chapter 5, Subchapter B of Chapter 17 and Subchapter B of Chapter 57 of Title 15. (Relating to standard of care and justifiable reliance), or the breach or failure to perform constitutes self-dealing, willful misconduct, and recklessness. (The above referred to Title 15 is attached to the Constitution as Attachment B).

SECTION 2. INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Mercer County Amateur Radio Club shall indemnify any Director or Officer who is a party to or is threatened to be made a party to, or who is called as a witness in connection with any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including any action by or in the right of this Mercer County Amateur Radio Club. The indemnification is to include Attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by said person in connection with such action, suit, or proceeding, unless the act or failure to act giving rise to the claim for indemnification is determined to have constituted willful misconduct or recklessness. The Mercer County Amateur Radio Club shall pay expenses incurred by said Officer or Director in defending said actions in advance of final disposition of such action, suit or proceeding, which the sum shall be repaid by the Officer or Director if it shall be ultimately be determined that said Officer or Director is not entitled to be indemnified by the Mercer County Amateur Radio Club.

SECTION 3. CONFLICT OF INTEREST POLICY

Is attached as Attachment C: MCARC Conflict of Interest Policy Rev 02 2014

In testimony whereof, the Signatures below are given as evidence of the acceptance and agreement of the members of the Mercer County Amateur Radio Club to the regulation and rules evidenced by this document as of the date of signature.

President	_____	_____
Vice President	_____	_____
Secretary	_____	_____
Treasurer	_____	_____
Director	_____	_____
Director	_____	_____
Trustee	_____	_____