

# **Constitution of The Northern Ohio Amateur Radio Society**

## **Preamble:**

To promote the advancement of amateur radio as a hobby and to provide public service communications in time of need, an organization is hereby formed to be known as the Northern Ohio Amateur Radio Society, hereafter referred to as "Club".

## **Membership:**

1. Membership is open to all who have an interest in amateur radio.
2. Membership categories, obligations and privileges are defined in the by-laws.

## **Board of Directors:**

1. The principal governing body shall be a Board of Directors, consisting of the four current officers (President, Vice President, Secretary, and Treasurer), plus the most recent past president and three (3) full members from the general membership, hereafter known by and referred to as the Directors.
2. Should a vacancy exist after appointments are made, the President may select and appoint full members to serve as Directors for a period not to exceed one (1) year. The term of a Director, appointed from the membership, will be commensurate with the president's term in office, and must be appointed annually

## **Duties of the Board of Directors:**

1. To serve as the general policy making body of the society.
2. Prepare an annual budget defining the anticipated expenditures of the standing committees, said budget to be presented at the January Club meeting for approval by the membership.
3. The board may authorize, during one administrative year, a single expenditure of up to \$100.00 outside of, or in excess of the budget for a given committee at their sole discretion. Amounts greater than \$100.00 must be approved by the general membership at a regular membership meeting, or a special meeting.
4. The Board of Directors will meet regularly a minimum of four (4) times each year, one per quarter, at a location mutually agreed upon by both the President and the Board of Directors.
5. At any meeting of the Board of Directors, a quorum shall consist of five (5) members.

6. The board of directors shall represent the Club in all capacities in a positive manner, and act as the Club's public relations persons to all entities, guests and potential new members.

### **Officers:**

1. Officers of the society shall be: President, Vice President, Secretary, and Treasurer.
2. Officers shall be elected annually in accordance with Article VII of the By-laws, for a term of one year. Only Full Members in good standing shall be eligible to be officers.

#### **1. President:**

- a) Shall preside at all board meetings and at all general Club meetings and enforce the provisions of this Constitution and its By-Laws.
- b) At their discretion, the President may call special meetings of the Board of Directors for the considerations of a specific subject, in addition to the four (4) required meetings.
- c) The President will appoint chairpersons for the standing committees and special committees that may be formed for short-term specific tasks.

#### **2. Vice President:**

- a) The Vice President will assume the duties of the President in his or her absence.
- b) The Vice President will automatically become chairman of either the Field Day or Social committee, as he or she chooses, if not already chaired.

#### **3. Secretary:**

- a) The Secretary will keep Minutes of all Club and Board meetings, be the caretaker of the Club records, and shall carry out General Club correspondence.
- b) It shall be the duty of the Secretary to keep the Constitution and By-Laws of the Club and have the same with him or her at every meeting. They shall cause all amendments, changes or additions to be included in the official copies of the Constitution and By-Laws.
- c) The secretary shall have copies of the Constitution and By-Laws, in the most recent revision, available for members upon request.
- d) The secretary shall keep record of all current standing, special, and temporary committees, their members, duties and actions, the committee chair to submit an action report to the Secretary who will distribute them as necessary.

#### **4. Treasurer:**

- a) The Treasurer shall be responsible for all monies as they are received by the Club, for banking monies or otherwise investing them as directed by the board, for paying bills, and for keeping accurate records of financial transactions.
- b) In the event of the Treasurer's absence, the duties of the collection of funds shall be carried out by a presiding Officer or Director – that Officer or Director to make diligent record of the same, and see to their proper disposal to the Treasurer upon their return.
- c) The financial records of the Treasurer will be audited by a committee of no more than Three (3) appointed Full Members by the President, a Report to be made to the Club no later than the February meeting.

### **Standing Committees:**

Standing Committees shall be appointed by the President, to be published in the January NOARS log. Committee Chairpersons shall submit an action report to the Secretary chronicling their actions on a monthly basis.

#### **1. Parliamentary Committee:**

- a) This committee shall consist of one or more members and shall maintain the Club's copy of Robert's Rules of Order.
- b) No Officer may serve on this committee.
- c) The parliamentarian shall become familiar with the rules of procedure as defined in Robert's Rules of Order, and shall serve as the final arbiter for any disputed procedure not specifically covered by the Constitution and By-Laws.

#### **2. Club Property Committee:**

- a) No Officer may serve on this committee.
- b) The chairman shall maintain proper records of all Club property in accordance with the By-Laws, and shall report any change of status to the Board of Directors.
- c) The chairman shall make an annual audit of the Club's property, indicating the location, condition, and value of the same, to be submitted no later than the March meeting.

#### **3. Program Committee:**

- a) The Program Committee shall be responsible for having a program for each regular monthly Club meeting.

#### **4. Repeater:**

- a) The Repeater Committee shall be responsible for the operation and maintenance of the Club's Repeaters and, shall advise the Board of Directors in matters regarding repeaters.

#### **5. Field Day:**

- a) This committee shall be responsible for organizing and carrying out the annual Field Day exercise, with the help of the entire membership.

#### **6. Social Committee:**

- a) This committee shall be responsible for organizing and carrying out the annual Club Picnic, Holiday Gathering and any other social event.
- b) This committee shall consist of three (3) Full Members.

#### **7. Hamfest:**

- a) The committee shall be responsible for organizing and carrying out the NOARSFest and Winter Hamfest.

#### **8. Sunshine:**

- a) The committee shall be responsible for expressing the care and concern of fellow Club members in times of celebration and in times of trouble by sending wishes of congratulations, encouragement or sympathy.

#### **9. Special Committees:**

- a) The President may activate special committees for carrying out a specific task. These committees shall be dissolved when their function is no longer necessary, or by order of the President.

### **Amendment of the Constitution and/or By-Laws:**

An Amendment to the Constitution shall be by an affirmative vote of two thirds of the voting members present at a regular Club meeting, as stated in Article X of the By-Laws. All other requirements in Article X of the By-Laws must be followed.

# BY-LAWS OF THE NORTHERN OHIO AMATEUR RADIO SOCIETY

## ARTICLE I

### GOVERNING RULES:

The rules contained in Robert's Rules of Order shall govern the deliberations of the society in all cases in which they are applicable except where they are contrary to the Constitution and/or By-Laws of the society.

## ARTICLE II

### MEMBERSHIP:

A member shall be considered "In Good Standing" when they have satisfied the requirements of their Membership class and paid the respective dues in full.

There shall be the following classes of members:

1. **Full Member:**

- a) Must be a licensed radio amateur
- b) Enjoys all Club privileges and obligations, including full voting rights and eligibility to hold office.

2. **Associate Member:**

- a) Should have a genuine interest in amateur radio but not hold an amateur license.
- b) Enjoys all Club privileges and obligations except:
  - a. May not hold office
  - b. May not vote on official Club business.
- c) May be a committee member or chairperson.
- d) Should an Associate Member acquire their license, they will receive their Full Membership for no additional cost for the remainder of that year.

3. **Family Member:**

- a) Must be a member of the family of a full or associate member.
- b) Must reside in the same household as the full/associate member.
- c) Family Members receive their Full Member status at a discounted rate, assuming they meet all the requirements for Full Members and pay their dues in full.
- d) Family Members who are not licensed radio amateurs receive the Associate Member status at the Family Member rate.

4. **Life Members:**

- a) Members wishing to purchase a Life Membership may do so by paying in full twenty (20) years dues at the current rate.
- b) Life Members will have the same obligations and privileges as Full Members defined above except; the obligation to pay dues is recanted.

5. **Special Life Membership:**

- a) Members may be honored by election to Special Life Membership when nominated by the Board of Directors and confirmed by an affirmative vote of the Members present at a Regular or Special Club meeting.
  - b) Special Life Members will have the same obligations and privileges as defined by Full Members above except the obligation to pay dues is recanted.
6. **Automatic Special Life Membership:**
- a) Members meeting the following eligibility requirements shall be considered to be automatically elevated to the status of Special Life Member, and shall continue to receive the benefits of Full Member status except the obligation to pay dues is recanted
  - b) Requirements
    - i. The member will be age 75 or above upon the commencement of the election year.
    - ii. The member has remained a Member “In Good Standing” for the past five (5) consecutive years.
  - c) It shall be the duty of the eligible member to notify the Membership Committee of their eligibility to effect a status change in the Membership Roster.

### **ARTICLE III**

#### **DUES:**

1. Annual dues shall not exceed \$15 for full members, \$7 for associate members or \$4 for family members, and are payable by the first day of January of the membership year. A member shall be stricken from the membership roll if his/her dues are not paid by the adjournment of the membership meeting in January of the membership year.
2. Changes in dues shall be recommended by the board of directors and must be approved by a majority vote of the members present at a regular Club meeting.

### **ARTICLE IV**

#### **MEETINGS:**

1. Regular business meetings will be held the third Monday of each month at a time and place determined by the President with the consent of the board. Meetings may be changed due to holidays or special events.
2. Special meetings may be called by the President with approval of the Board. Advance notice shall be sent to members specifying date, time, and business to be transacted. Such notices shall be sent via email so that they arrive at least 24 hours prior to the meeting.
3. Special interest meetings may be held on the fourth Monday of each month at 1900 hours local time at a place designated by the President. The purpose of these meetings is to plan special Club projects, have committee meetings, and to carry out other non-business activities. These meetings are open to all members and their guests.

## ARTICLE V

### CARRYING OUT BUSINESS:

1. A quorum shall consist of ten (10) voting members and two presiding officers.
2. Business may be passed by a simple majority of those voting, unless the Constitution or By-Laws direct otherwise.
3. In the event that a quorum cannot be achieved for two (2) consecutive months, the Board of Directors shall convene a special meeting for the purpose of discussing any business needing attention during those times, and shall have the full force of a quorum in a regular business meeting. This meeting *must* meet the requirements of a quorum for a meeting of the Board of Directors as defined in the Constitution.

## ARTICLE VI

### ORDER OF BUSINESS:

#### **Business will be conducted in the following order:**

1. The presiding officer calls the meeting to order.
2. Reading of the minutes of the previous meeting and approval.
3. Treasurer's report.
4. Presidents report, including board meeting, if held.
5. Committee reports
6. Old business
7. New business
8. Adjournment
9. Program

## ARTICLE VII

### ELECTION OF OFFICERS:

In addition to the restrictions in Article III, a candidate for office must be a member in good standing and must have attended at least four (4) meetings during the previous 12 months. Terms of office shall run for a one (1) year period for all officers. The current President and Vice President may not run for reelection if he/she has held that office for the four previous consecutive terms.

For the transition from two-year term to one-year term in the election held in November 2024, the current Treasurer and Secretary will not be required to run for office and will continue in the second year of their term. The Treasurer and Secretary positions will be a one-year term in the 2025 election and beyond. The president and vice-president positions will be a one-year term starting with the 2024 election.

### Regular annual elections

1. **Nominating committee**

- a) At the regular business meeting in September the President shall appoint two (2) members and must accept up to three (3) volunteers from the membership to form the nominating committee. If further participation is required, the members may make a motion, second and pass by a two-thirds majority to accept additional appointments.
- b) The committee will select a slate of candidates for the offices consisting of at least two nominees for each office. If a Candidate runs unopposed whether as a nominee to an office, or an existing officer, with the exception of the president or vice-president ending a fourth term, that candidate shall be considered nominated and the balloting procedure shall continue as specified herein. At the regular business meeting in October, the chairman will present the slate of nominees for each office. Each nominee must have given prior consent to run.
- c) Upon presentation of the slate of nominees the nominating committee is automatically dissolved.

## **2. Nominations**

- a) Nominations for office shall take place at the October business meeting.
- b) As the first item under new business the President shall cause the meeting to be open for nominations and shall first recognize the chairman of the nominating committee, who will then present the committee's slate of nominees. The Secretary will record the slate, provided there are no objections from the members present.
- c) The President will then open nominations from the floor, one office at a time, and upon completion of the proper nominating procedure, the names of those nominated shall be added to the slate presented by the committee. Nominees from the floor must meet the requirements previously defined herein and must agree to run prior to printing ballots.
- d) The Secretary shall then read the total slate. If there is no objection the President will close the nominations.
- e) The Secretary will include the complete slate of nominees in the Minutes of the Meeting. The slate will also be included in the following Club Newsletter.

## **3. Balloting Procedure**

- a) At the October business meeting the President shall appoint an election committee, consisting of not less than two (2) or more than four (4), whose duties shall be to prepare, email to membership, collect, verify identity and tally ballots. This committee is automatically dissolved when the election is finalized.
- b) An election ballot will be created and attached to the October newsletter and posted on the NOARS website making it available to each voting member. The election ballot will contain the following information:
  - i. All officer positions

- ii. Nominees listed for each position
- c) Election ballots will be accepted in one of the following ways:
- i. Sealed in an unmarked envelope. The unmarked envelope will then be placed in an addressed envelope with the member's call printed on the inside of the envelope and mailed back to the election committee.
  - ii. Present it to the election committee in person at the November business meeting.
  - iii. Completion of the online ballot on the NOARS website.
- d) The election committee will make a final pickup of ballots from the predetermined postal address on the day of the regular business meeting in November as late in the day as is practical. **NO FURTHER MAIL-IN BALLOTS WILL BE ACCEPTED.**
- i. Any member not wishing to mail in his ballot may turn it in to the election committee at the November business meeting.
  - ii. Those members who do not have E-Mail access will have an election ballot made available to them at the November business meeting.
  - iii. It is the responsibility of the election committee to verify that each member only casts one ballot.
  - iv. The first order of business, under new business, at the November meeting shall be the final call for ballots by the election committee. After all ballots are received the chairperson shall declare that voting is officially over. No further ballots will be accepted.

#### **4. Special Elections**

- a) Any vacancy of office occurring due to resignation or removal from office shall be filled as soon as possible, utilizing the following procedures:
- b) In the case of the office of President, the Vice President shall become President immediately and automatically. The resulting vacancy of Vice President shall then be handled in accordance with the procedures in Article VII Section 4 Paragraph c.
- c) In the case of the office of Vice President, Secretary, or Treasurer the following procedure will be utilized.
  - i. The Secretary, or the Vice President if the Secretary office is vacant, shall cause to be published in the first newsletter after the vacancy occurs that there is a vacancy of office and that nominations will be taken for said office at the next Club meeting, followed by elections, and that any eligible member who desires to fill the unexpired term should indicate their desire in writing via email to the President or a Member of the Board.
  - ii. At the first meeting following the publication the chair shall ask for nominations from the floor for the vacant office, after which a member of the board will nominate those who have indicated a desire to serve. When nominations are closed an election by ballot will be held. The President shall appoint an election committee who will pass out, collect, and count the ballots, and announce the winner, who will then immediately assume office. Upon completion of this duty, the election committee will be considered immediately dissolved.

### **Removal from office:**

At any regular business meeting, a motion may be made from the floor to have a special vote to remove a member from office. If this motion is seconded and if three-fourths of the voting members present approve, the following procedure is set in motion:

- a. The Secretary shall cause to be published in the minutes of the meeting and the next newsletter that at the next regular business meeting a vote to remove from office (naming the office) will be held. In the event that the Secretary is the Officer subject to removal, the duties of Secretary will be carried out by the Vice President until either; the motion resolves and the new Secretary can conduct his or her duties, or the motion fails and the previous Secretary resumes.
- b. The President - or Vice President if the office in question is President - will appoint an election committee which, in accordance with Article VIII, paragraph A 3 will conduct a vote for removal at the next regular business meeting.
- c. Upon an affirmative vote (a majority of the voting members present) the office shall become vacant and the procedures of Article VII{I}, Section 5. Paragraph B will be followed.

## **ARTICLE VIII**

### **NEWSLETTER:**

The newsletter will be published and posted on the website and shall serve as the official Bulletin of the Club. The website shall serve as the official publication of the Club. An E-Mail shall be sent to the Membership by the Membership Committee notifying the Club that the publication is available, which will include a link to the Bulletin.

## **ARTICLE IX**

### **CONSTITUTIONAL COMMITTEE:**

The President shall appoint a Constitutional Committee, consisting of at least two (2) and not more than four (4) members, whose duties shall be:

- a) To act as the final arbiters as to the meaning of the Constitution and By-Laws.
- b) To propose changes to the Constitution and By-Laws. Individual members may propose changes at a regular Club meeting, or by contacting a member of the Constitutional Committee. If supported by a two-thirds vote of those voting, the Constitutional Committee will write up the proposed change(s) and proceed in accordance with Article X.
- c) As it is the duty of the Secretary to keep, maintain and understand the Constitution and By-Laws as defined in the Constitution, it is understood that the Secretary is a member

of this Committee by default, in addition to the members defined at the beginning of this Article.

## **ARTICLE X**

### **CHANGES TO CONSTITUTION OR BY-LAWS:**

1. The proposed change must be published in the newsletter prior to the next regular business meeting and must be read to the members prior to voting.
2. For a constitutional change, an affirmative vote of two-thirds of those voting at two consecutive business meetings is necessary for adoption.
3. For a change in By-Laws, an affirmative vote of two-thirds of those voting at one business meeting is necessary for adoption.
4. The change(s) as accepted will be published in the next newsletter.

## **Record of Revision**

REV 8/85

REV 11/96

REV 1/06

REV 11/18/2013

Revision V. 1.0 09/18/2017

Revision V. 1.1 10/22/2017

Revision V. 1.2 10/23/2017

Revision V. 1.3 10/26/2017

Revision V 1.4 3/9/2020

Revision V 1.5 2/15/2021

Revision V 1.6 5/1/2024

Revision V 1.7 9/16/2025