

BY-LAWS OF THE NITTANY AMATEUR RADIO CLUB, INCORPORATED
AS ADOPTED JULY 11, 1989
Including amendments as of November 7, 2002
Including amendments as of November 14, 2006

ARTICLE I – PURPOSES

SECTION 1 - PURPOSES OF THE NITTANY AMATEUR RADIO CLUB,
INCORPORATED (NARC)

- A. The NARC is organized exclusively for charitable purposes as such purposes are defined by § 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Internal Revenue Law of the United States).
- B. Without limitation of the foregoing, the NARC shall be operated for charitable, religious, scientific, literary, or educational purposes and does not contemplate pecuniary gain or profit, incidental or otherwise. No part of the net earnings of the NARC shall inure to the benefit of any individual and no member, director, officer or employee of the NARC shall receive any pecuniary benefits of any kind except reasonable compensation for services in effecting the NARC purposes.
- C. No substantial part of the activities of the NARC shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall the NARC participate or intervene in (including the publishing or distributing statements of) any political campaign on behalf of any candidate for public office.

SECTION 2 - PURPOSE OF THESE BY-LAWS

- A. These By-laws shall provide rules and procedures for the operation of and conducting of business by the Nittany Amateur Radio Club, Incorporated. These By-Laws and any amendments to them shall be in accordance with the Articles of Incorporation and Charter of the NARC as they are recorded in the Recorder's Office at the Centre County Courthouse in Bellefonte, Pennsylvania.

ARTICLE II - MEMBERSHIP

SECTION 1 - CLASSES

A. FULL MEMBERSHIP

Persons who hold a valid amateur radio operator's license are eligible for full membership in the NARC. Licensed amateurs residing in Centre

County, Pennsylvania shall only be eligible for full membership. Full membership gives the holder all rights and privileges granted by the By-Laws. Full members make up the voting membership of the NARC. Full members shall pay full dues.

B. ASSOCIATE MEMBERSHIP

Non-licensed persons interested in amateur radio activities and licensed amateurs residing outside Centre County, Pennsylvania may join the NARC as associate members. Associate members of the NARC have all rights and privileges of participation in club activities but do not have a vote in club business. Associate members shall pay one-half full dues. If the above mentioned dues results in a fractional dollar value, it is rounded up to the next whole dollar amount.

C. FAMILY MEMBERSHIP

If more than one member of a family residing in the same household desires to become members of the NARC, only one of them will be assessed the full amount of his dues. Other members of the family shall pay one-fourth of the normal dues for their membership class. Family members may be either Full or Associate members in accordance with paragraphs A and B above and shall have the same rights and privileges as other members in their membership class. If one of the members of the family is a full member, he must be the member who pays the full amount of his dues. With such membership, single mailings shall be made to the household. If the above mentioned dues results in a fractional dollar value, it is rounded up to the next whole dollar amount.

D. HONORARY MEMBERSHIP

Honorary memberships may be given by the Board of Directors. Honorary members have the same rights and privileges as associate members. The term of an honorary membership shall be determined by the Board of Directors at the time it is given.

SECTION 2 - APPLICATION AND ACCEPTANCE PROCEDURES

A. NEW MEMBERSHIPS

Applications for new memberships in the NARC shall be accepted from anyone who has not been a member within the past twelve months. Applications shall be submitted to the Board of Directors in writing on a form approved by the Board. The Board shall screen each application for completeness and accuracy and shall submit all applications to the general membership for approval. The Board may, if it wishes, make a

recommendation to the general membership for or against the approval of any application. Applications shall be accompanied by the appropriate dues.

B. RENEWAL MEMBERSHIPS

Applications for membership renewal shall be accepted from anyone who has been a member within the past twelve months and not expelled under Section 4 of this Article. Renewal applications shall be submitted and processed the same as new membership applications except that renewal applications do not need approval by the membership.

SECTION 3 - DUES

A. TERM

The dues year shall begin July 1 and end June 30.

B. AMOUNT

The Board of Directors shall determine the amount of dues to be paid for full membership in the NARC.

C. PRORATING

If a person applies for new membership of any class in the NARC at any time other than the beginning of the dues year, his dues shall be prorated according to the following schedule:

July 1 to December 31	Full year's dues
January 1 to March 31	Two-thirds of annual dues
April 1 to June 30	One-third of annual dues

If the above mentioned dues results in a fractional dollar value, it is rounded up to the next whole dollar amount.

Dues prorating is not applicable to membership renewals.

SECTION 4 - DISCIPLINE

EXPULSION

1. OFFENSES

A member may be expelled from the NARC for:

- a. Willfully or maliciously destroying any NARC property, facility or equipment.
- b. Willfully or maliciously disrupting or interfering with any NARC sponsored activity.
- c. Knowingly and intentionally violating any FCC rule or regulation.

2. PROCEDURE

After notification of intent, the Board of Directors may, with the approval of the voting membership, expel any member of the NARC. An expelled member forfeits all dues paid to the NARC.

3. REINSTATEMENT

After a period of one year from the date of his expulsion, an expelled member may apply for a new membership provided that his application is endorsed in writing by at least three full members of the NARC.

SECTION 5 – LIMITATION OF LIABILITY AND INDEMNIFICATION

1. No member shall be personally liable for the debts, liabilities or other obligations of the NARC.
2. The members of the NARC shall be indemnified by the corporation to the fullest extent permissible under the laws of the Commonwealth of Pennsylvania

ARTICLE III – OFFICERS

SECTION 1 - DESIGNATED

The officers of the NARC shall be the President, the Vice-President, the Secretary, the Treasurer, the Trustee(s) and the Directors.

SECTION 2 - DUTIES

A. PRESIDENT

The President shall act as the Chairman of the Board of Directors and shall preside at all membership and Board of Directors meetings. The President shall appoint all committees authorized by the membership or Board of Directors. In the absence of the Secretary, the President or presiding officer shall appoint any attending Board member to fulfill the secretary's duties.

B. VICE-PRESIDENT

In the President's absence, the Vice-President shall act as President.

C. SECRETARY

The Secretary shall take the minutes of all membership and Board of Directors meetings and shall distribute them to the membership prior the next meeting. The Secretary shall keep a register of all paid up members and issue all notices and correspondence as directed by the membership and Board of Directors. In the absence of the President and the Vice-President, the Secretary shall act as President.

D. TREASURER

The Treasurer shall receive all monies due to the NARC and shall pay, subject to the approval of the membership, all claims against the NARC. He shall deposit all funds of the NARC in a bank or trust company as directed by the Board of Directors. All bank accounts shall accept either the Treasurer's or President's signatures. The Treasurer shall make a report on the financial condition of the NARC to the membership on a monthly basis. Additionally, The Treasurer shall perform an annual audit of all financial transactions of the previous twelve months and distribute the results of the audit to the membership. An Audit Committee may be appointed by the President to assist with the audit if the membership, Board of Directors or Treasurer so desires. In the absence of the President, the Vice-President and the Secretary, the Treasurer shall act as President.

E. TRUSTEE(S)

A Trustee holds in trust any license, permit or contract necessary to accomplish the purposes of the NARC.

F. DIRECTORS

The Directors shall perform the duties prescribed by these By-Laws.

SECTION 3 - NOMINATION AND ELECTION

A. GENERAL QUALIFICATIONS

To be eligible to become an officer of the NARC, a person shall be a full member of the NARC.

B. DIRECTORS

1. At least one month prior to the nominating meeting, the President or presiding officer shall appoint a Nominating Committee consisting of at least three full members. The Nominating Committee shall prepare a preliminary ballot containing at least one candidate for each directorship available and distribute it to the voting membership at least ten days before the nominating meeting.
2. At the nominating meeting, additional nominations may be received from the floor and added to the ballot.
3. Voting shall take place at the election meeting and all ballots will be distributed at this meeting. Members who wish to vote and know in advance that they will be absent from the election meeting shall request an "absentee ballot" from the NARC secretary in writing. Such ballots shall be mailed to the applicant in sufficient time to be returned to the NARC secretary to be counted at the election meeting. The ballots shall be counted at the election meeting by a committee of tellers selected by the President or presiding officer. Current board members and nominees are ineligible tellers.

(For schedule of meetings, see Article IV, Section 1)

C. TRUSTEE(S)

The Board of Directors shall select a full member (or members) of the NARC to be Trustee(s). The selection shall be confirmed by the voting membership.

D. OTHER OFFICERS

At least one week prior to the installation meeting, the Board of Directors shall meet and elect from among themselves the President, Vice-President, Secretary, and Treasurer.

SECTION 4 - TERM OF OFFICE

A. DIRECTORS

The Director's term of office in the NARC shall be three years beginning March 1 and ending the last day of February. Three directors shall be elected each year.

B. TRUSTEE(S)

A Trustee's term of office shall be the duration of the Trustee's station license. Four months prior to the expiration of his operator's license, the Trustee shall notify the Board of Directors, and the Board shall select a Trustee for the next term.

C. OTHER OFFICERS

The President, the Vice-President, the Secretary, and the Treasurer's terms of office shall be one year beginning on March 1 and ending on the last day of February.

SECTION 5 - REMOVAL FROM OFFICE

Any officer may be removed from his position on the recommendation of the Board of Directors and confirmation by the voting membership.

SECTION 6 - VACANCIES

A. DIRECTORS

If a directorship vacancy exists for any reason, an election shall be held at the next general membership meeting to fill the vacancy for the remainder of the unexpired term.

B. OTHER OFFICES

If a vacancy exists in the office of President, Vice-President, Secretary, Treasurer, or Trustee, the vacancy shall be filled using the normal selection process for that office.

ARTICLE IV - MEETINGS

SECTION 1 - GENERAL MEMBERSHIP

- A. General membership meetings shall be held at least once per month. The date, time, place, and agenda shall be determined by the Board of Directors. The Secretary shall notify all members of the meeting in writing at least seven days in advance of the meeting.
- B. A January meeting shall be the Nominating Meeting.
- C. A February Meeting shall be the Election Meeting.

D. A March meeting shall be the Installation meeting.

SECTION 2 - QUORUM

A quorum to conduct business shall consist of twelve full members.

SECTION 3 - VOTING APPROVAL

A majority vote of all full members at a general membership meeting where a quorum is present shall be sufficient to pass issues brought before it.

ARTICLE V - BOARD OF DIRECTORS

SECTION 1 - COMPOSITION

The Board of Directors shall consist of nine full members as stated in the Articles of Incorporation and elected in accordance with Section 3 of Article III of these By-Laws.

SECTION 2 - DUTIES AND POWERS

- A. The Board of Directors shall see to the management of the affairs of the NARC in order to accomplish its purposes as stated in the Articles of Incorporation.
- B. The Board of Directors may, at its discretion, delegate any of its duties to a committee or manager.
- C. The Board of Directors may spend up to \$300.00 in any given month without prior approval of the general membership. Expenditures in excess of this amount must be submitted at the next general membership meeting for approval.

SECTION 3 - MEETINGS

A. CALL

The Board of Directors shall meet upon the call of the President, the Vice-President, the Secretary, or the petition of three or more Directors, but no less than once every two months.

B. QUORUM

A quorum to conduct business at a Board of Directors meeting shall consist of six Directors.

C. VOTING APPROVAL

A majority vote of all directors at a board meeting where a quorum is present shall be sufficient to pass issues brought before it.

ARTICLE VI - MISCELLANEOUS

SECTION 1 - AFFILIATION

The Nittany Amateur Radio Club, Inc. shall be an affiliate of the American Radio Relay League, Inc.

ARTICLE VII - DISSOLUTION OF THE CORPORATION:

Upon dissolution of the NARC, the remaining assets shall be distributed exclusively to charitable, religious, scientific, public-safety testing, literacy, or educational organizations that would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Internal Revenue Law of the United States).

ARTICLE VIII - AMENDMENTS

SECTION 1 - PROCEDURE

These By-Laws may be amended at any time using the following procedure:

- A. Proposed amendments to these By-Laws signed by at least five voting members shall be submitted in writing for discussion at a general membership meeting.
- B. Prior to the next membership meeting, the Secretary shall distribute the amendment to the voting membership.
- C. At the next membership meeting, a paper ballot vote on the amendment shall be taken.

SECTION 2 - ADOPTION

A two-thirds affirmative vote of the votes cast shall be necessary for the adoption of the proposed amendment.

HISTORY:

11/14/2006

Added Article 1, §1, Changed Old Article 1§1 to §2

Added Article II, §5

Changed Article VII to Article VIII, Added Article VII §5.