



Patoka Valley Amateur Radio Club, Inc.

Constitution

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 Patoka Valley Amateur Radio Club, Inc. of Jasper, Indiana, and enact this constitution as our governing law. It is our purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and to so conduct club programs and activities as to advance the general interest and welfare of Amateur Radio in the community. The Club is organized as an Indiana nonprofit corporation under the Indiana Nonprofit Corporation Act.

Article I

Membership

All persons interested in Amateur Radio communications are eligible for membership. Membership is by application and election upon such terms as the club shall provide in its By-laws. Membership is not denied because of race, creed, color, religion, gender, sexual orientation, political affiliation, marital status or any other biased or prejudicial reason.

Article II

Officers

Section 1. Offices

The officers of the Corporation shall be the elected President, elected Vice President, elected Secretary/Treasurer, and the appointed Director of Presentations. These officers shall constitute the Board of Directors of the Corporation. Acting as the Board of Directors, they shall exercise all powers and duties vested in directors under the Indiana Nonprofit Corporation Act, except those powers reserved to the membership by law or by this Constitution or the By-laws. The Board of Directors shall act by majority vote at any meeting where a quorum is present. A majority of the Directors shall constitute a quorum. No individual may hold more than one elected office at the same time.

Section 2. Election & Appointment

The President, Vice President, and Secretary/Treasurer of this club are elected for a term of one year by ballot of the members present, provided there be a quorum, at the annual meeting. The Director of Presentations shall be appointed by the Board of Directors and shall serve at the pleasure of the Board.

Section 3. Term Limits

There are no limits on the number of terms an officer may serve.

Section 4. Vacancies

Any vacancy in an elected office shall be filled by special election at the first regular meeting following the vacancy at which a quorum is present.

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

An officer may resign by providing written notice to the Board of Directors. Upon resignation, the officer shall promptly deliver all records, property, funds, and other assets of the Corporation in the officer's possession to the Board of Directors or to a person designated by the Board.

Section 7. Removal of Officers

Officers may be removed from office for cause, upon written petition to the President or Vice-President by a majority of active members. After appropriate investigation, the petition is presented at the next regular meeting of the club and voted on by the membership. Removal of an officer requires a three-fourths vote of the active members. Removal from an elected office shall simultaneously constitute removal from the Board of Directors. The Director of Presentations may be removed by majority vote of the Board of Directors and any vacancy in that office shall be filled by appointment of the Board.

Article III

Duties of Officers

Section 1. President

The President presides at meetings, enforces due observance of this Constitution and By-laws; decides all questions of order, signs all official documents adopted by the club, and ensures Club participation in the Amateur Radio Emergency Service ®.

Section 2. Vice-President

The Vice-President assumes the leadership duties in the absence of the President. In addition, the Vice President organizes club activities, plans and recommends contests for operating benefits, and advances club interest and activity as approved by the club.

Section 3-4. Secretary/Treasurer

The Secretary/Treasurer records the meeting minutes, maintains roll of active and inactive members including email and mail addresses, processes membership applications, reads communications at each meeting, emails or mails written meeting notices to each member and keeps an accounting of all monies received and expended. The Secretary/Treasurer pays no bills without proper authorization by the Club or its Officers. At the end of each quarter the Secretary/Treasurer submits an itemized

statement of disbursements and receipts (these are presented at the January, April, July, and October meetings). At the expiration of the term all items belonging to the club are passed on to the successor.

Section 5. Director of Presentations

The Director of Presentations oversees the scheduling of informative presentations to further develop our skills as effective communicators and enhance our enjoyment and understanding of amateur radio.

Article IV

Meetings

The By-Laws provide for regular and special meetings. At the meetings, a minimum of one-half the active membership constitutes a quorum for the transaction of business. Robert's Rules of Order govern proceedings.

Article V

Article V is deleted in whole as it is covered elsewhere in the constitution.

Article VI

Membership Assistance

The club provides technical advice to members concerning equipment design and operation to assist in frequency observance, clean signals, uniform practice, and absence of spurious [emissions](#) from club member-stations. The club shall also maintain a program to foster and guide public relations.

Article VII

Club Call Sign

The club holds call sign KD9LLH as provided by FCC Rules Part 97. The President assigns trusteeship of the club call sign as needed. The trustee is a member of the club in good standing and meets FCC trustee requirements.

Article VIII

Dissolution of the Club

Section 1. Termination of Operations

In the event that the [Board of Directors](#) unanimously votes [to dissolve the corporation](#), the motion for dissolution must receive more than two thirds vote of the full membership to pass.

Section 2. Disposition of Assets

[Upon dissolution of the corporation, all liabilities and obligations of the corporation shall be paid, satisfied, and discharged, or adequate provision shall be made therefor. The Board of Directors shall](#)

oversee the disposition of all corporate assets. No member or group of members shall receive any benefit from the corporation's assets. Corporate equipment shall be sold or otherwise donated, with any net proceeds donated to the American Radio Relay League (ARRL) or other qualified nonprofit organizations. Officers and members may purchase equipment on the same terms as the general public, provided the sale is conducted fairly and at fair market value. Any remaining cash shall be donated to one or more nonprofit organizations selected by the officers of the corporation.

Article IX Amendments

The Constitution or By-Laws **may be** amended by a majority vote of the full membership. Proposals for amendments are submitted in writing at a regular meeting and are voted on no sooner than the next following regular meeting, provided all members have been notified by mail or email of the intent to amend the Constitution and/or By-Laws at said meeting.

By-Laws

1. Secretary/Treasurer

It shall be the duty of the Secretary/Treasurer to keep the Constitution and By-Laws of the Club and have the same available at every meeting. The Secretary records all amendments, changes and additions on the Constitution and provides it to members upon request.

2. Membership

Full membership is open to licensed Radio Amateurs. Associate membership is open to all other interested persons. Full membership includes all club privileges as well as rights to hold a club office and to vote for club officers. Associate membership includes all club privileges except for the right to hold office and vote for club officers. Applications for membership are submitted at regular meetings.

Active membership are those members who hold a valid Amateur Radio license and who have paid annual dues.

3. Meetings

Regular meetings are held on the third Tuesday of each calendar month. Special meetings are called by the President. Notices are sent to members by mail or email concerning special meetings and the business to be transacted. Only such business as designated is transacted. Such notices are sent so that they arrive not less than 24 hours before the meeting.

4. Dues Fees and Assessments

Annual dues of \$25.00 per member are hereby assessed for the purpose of providing funds for expenses. Membership dues are payable at the December meeting. A grace period to pay annual dues will be given till the end of January. Dues not paid by the end of December will increase in price to \$30.00. Any member whose dues are not paid by the last day of January is considered inactive and is placed on the inactive membership roster. Inactive members have no voting privileges. Termination of membership either by resignation or expulsion will not constitute a refund of dues paid. Dues for new members shall be pro-rated at \$10 for those members joining after the June meeting. No dues are

assessed for members joining after the September meeting.

5. Elections

Officer elections are held annually at the regular November meeting. Officers assume their elected office January 1 of the following year.

Nominations. The President calls for nominations at the October meeting. The Secretary/Treasurer publishes the final ballot and makes it available to all club members by mail or email immediately following the October meeting.

Voting, Voting is done using secret paper ballots. Immediately after voting the ballots are counted openly in front of the membership. Any candidate may request a recount of the ballots. In the case of an unopposed slate the President may entertain a motion for the Secretary to cast a single ballot.

6. Establishment of Additional Committees

Additional committees for technical, program, publicity and other matters may be established by amending the By-laws.

7. Amateur Radio Emergency Service -ARES ®

ARES® is a program of the American Radio Relay League. The Club abides by the Rules and Regulations of the ARRL's Field Organization as they may be amended from time to time, and by ARRL policies, rules, and guidelines contained in ARRL publications.

8. Safety

All members shall comply with the Club Safety Plan and all applicable safety procedures established by the club officers at all times while participating in Club-sponsored activities.

9. Conflict of Interest

Any officer, director, committee chair, or member acting on behalf of the Club who has a financial, personal, or other interest that could reasonably be perceived as influencing the impartial performance of their duties shall promptly disclose that interest to the Board of Directors. The individual shall abstain from discussion and voting on the matter. The disclosure and abstention shall be recorded in the meeting minutes. No officer, director, or member shall use their position for personal gain or to benefit any private interest at the expense of the Club.

As approved by the membership on October 10, 2017 MRV on October 24, 2017

Modified by approval of the members on January 8, 2019 Modified by approval of the members on June 20, 2023

Modified by approval of the members on May 20, 2025

Modified by approval of the members on August 18, 2026

President

Date