

# CONSTITUTION OF THE SMOKY MOUNTAIN AMATEUR RADIO CLUB

## PREAMBLE

We the undersigned, wishing to further the Amateur Radio hobby, and to share the pleasures and benefits of the association with persons commonly interested in amateur radio and pursuant to the provisions of Section 501(c)(7) of the Internal Revenue code of 1986, organize exclusively as a social club. Under section 48-51-101 of the Tennessee Nonprofit Corporation Act, have incorporated ourselves as the Smoky Mountain Amateur Radio Club and do enact this Constitution as the governing law of the corporation. To carry out the aforementioned objectives, we do hereby ordain and enact the following articles:

## ARTICLE 1. CLUB NAME

1-1. The name of this organization is: "Smoky Mountain Amateur Radio Club" (SMARC)

## ARTICLE 2. MEMBERSHIP

2-1. Any person having an interest in amateur radio shall be eligible for membership. Membership shall be by application upon such terms as the club's Constitution shall provide.

2-2. There shall be two classes of membership as follows: (a) Member: Any person holding a duly authorized and valid F.C.C. Amateur License shall be entitled to vote and hold office. (b) Associate Member: Any person not holding a F.C.C. Amateur License shall be entitled to attend meetings, but not have the right to vote or hold office.

2-3. A person shall no longer be considered a member if their dues are in arrears and their name will be removed from the membership roster after March 31<sup>st</sup> of each year.

2-4. The responsibility for the recruitment of members shall rest upon each member.

## ARTICLE 3. OFFICERS

3-1. The duly elected officers of this club shall be as follows:

- President
- Vice-President
- Secretary
- Treasurer

3-2. The elected officers shall constitute the club's Board of Directors (previously defined as staff). No one member shall hold more than one officer position. If not already an officer, the Club Trustee (as defined in Article 5.3) shall also be considered a member of the Board of Directors.

3-3. The officers of this club shall be elected for a term of two years. The election shall be held at the regular November meeting of the odd number year by a ballot of the members present, provided a quorum is present. A quorum shall consist of at least one half of the members in good standing (dues paid up to date) of the club. The term of office of those elected at the November meeting shall commence upon the first day of January of the new year.

3-4. Vacancies occurring between elections must be filled by a special ballot, at the first regular meeting following the notification of a vacancy. Written notice via the Secretary shall be given to all members via email, thus allowing input into filling the vacancy.

3-5. Officers may be removed from office upon a motion, seconded and approved by a three-fourths vote of the membership at a meeting called for that purpose. Notice of this meeting must state this purpose and be made at least seven days in advance of the meeting and shall be made via email and by announcement on at least one regularly scheduled weekly net on the club repeater. The called meeting can be at a regularly scheduled meeting as long as the required notices have been made.

3-6. The Club President shall hold Board meetings where all Club Officers are expected to attend plus any other member who desires.

3-7. Board meetings shall be held on a regular schedule to be announced to club members and an agenda for each meeting shall be made available as part of the Board meeting announcement at least 48 hours before said meeting.

3-8. The Board is charged with establishing the direction of the club and will bring motions to the full club for a vote regarding all non-budgeted expenditures, any changes to the budget and/or changes to the normal routine.

#### ARTICLE 4. DUTIES OF OFFICERS

4-1. The President shall preside at all meetings of this club, including Board Meetings and conduct same according to Article 10 - Rules. He/she shall enforce due observance of the Constitution, decide all questions of order, sign all official documents adopted by the club, and none other, and perform the customary duties pertaining to the office of President.

4-2. The Vice - President (VP) shall assume all the duties of the President in the absence of the latter. (a) He/she shall be responsible for assuring advance announcements of all meetings to all members in a timely manner. (b) He/she shall also be an active recruiter of potential new members. (c) It shall further be the duty of the VP to supply information concerning membership and membership application forms to all eligible persons desiring membership, and to collect said membership application forms when completed. (d) He/she shall be responsible for seeing a program has been arranged for each meeting.

4-3. The Secretary shall (a) keep a record of the significant proceedings of all meetings, keep a roll of members, submit applications for membership, carry on all correspondence and read communications at each meeting. (b) He/she shall check attendance at meetings and keep a record of the attendance of each member. (c) It shall be the duty of the Secretary to keep the Constitution of the club and have the same with him/her at every regular meeting. (d) During any voting, the Secretary shall assure the President of the number of paid members present.

4-4. The Treasurer shall maintain the official paid-up membership list, receive and receipt all monies paid to the club. (a) He/she shall pay no bills without proper authorization by the club. (b) At the end of each quarter, the Treasurer shall submit a written itemized statement of disbursements and receipts to club members. (c) Upon the expiration of his/her term of office, the Treasurer shall surrender and convey to the person succeeding him/her any and all funds belonging to the club, which are in his/her possession or over which he/she may have control. (d) At the end of each calendar year the Treasurer shall provide financial records to an audit committee per Article 5.6 who will conduct a review the records (audit). This audit shall assure members of the transparency of the Club's financial record and all funds.

4-5. The Board of Directors, as per IRS regulations, is responsible for fiscal and day to day operation of the club including the protection of the club's assets, liabilities and legal matters.

## ARTICLE 5. APPOINTMENTS/COMMITTEES

5-1. Appointed positions, as deemed appropriate by the Board and approved by a voice vote of the membership shall potentially include: Club License Trustee, Repeater Committee, Life Member, Honorary Member, Public Information Officer (PIO), Activities Coordinator, Field Day Coordinator, Health & Welfare, Net Coordinator, Training Coordinator, Social Media Coordinator, Audit Coordinator, etc. It is acceptable for appointees to also be an officer, however at Board meetings each person has only one voice relative to recommendation and decisions.

5-2. Members who accept an appointment shall, if needed, request other members to join them, thus forming a committee focusing on said activity. Members who accept an appointment shall be invited to attend regular Board meetings in an advisory capacity.

5-3. The Club License Trustee must be a member and must hold at least a General Class Amateur Radio License. (a) He/she shall have absolute authority over the use of the station call, W4OLB. (b) He/she shall act to interpret and enforce within the club such rules and regulations as may be promulgated by the Federal Communications Commission, Part 97. (c) The Club License Trustee's term of office shall continue with the term of the club's Station License or until the person appointed either elects to resign from the appointment or is no longer a club member.

5-4. The Public Information Officer is an appointed position and his/her duties include providing the local and social media with information regarding club activities to inform the community and further interest in amateur radio.

5-5. The Repeater Committee shall be appointed and ultimately be responsible for the operation and maintenance of the club's repeater and shall coordinate the repeater operations with the concurrence of the Club License Trustee.

5-6. At the end of each calendar year the President shall appoint not less than two members, neither of whom are officers, as an Audit Committee to review the financial records of the previous year. The committee members shall sign off on a letter as to the status of the financial records as maintained and present this to the club membership.

## ARTICLE 6. MEETINGS/EVENTS

6-1. The club shall hold regular meetings on a monthly basis (other than defined in 6-3) plus special meetings when needed. Special meetings shall require a minimum of ten days advance notice to the membership per Tennessee law (§48-57-105). Regular meetings shall basically be social events allowing for face-to-face exchange of thoughts and ideas about ham radio.

6-2. When an action requiring a vote is required, one third of the members in good standing (dues paid) shall constitute a quorum for the normal transaction of business and a minimum of one half of the members in good standing present for election of officers.

6-3. In April, Flea/Tailgate Market, in June, Field Day and in December, the Christmas Party shall each constitute the monthly meeting where no business is conducted.

6-4. In addition to the monthly meetings, the club shall arrange for as many other social activities as possible for member and future members, including fox hunts, face to face breakfasts, lunches and discussion sessions.

6-5. Board (staff) meetings shall be held a minimum of once per quarter and generally one week before the regular club meeting. These meetings, potential agenda and their location will be announced at least 2 days in advance.

6-6. During situations when a face-to-face board meeting is just not possible due to extreme weather or other events, the Board (staff) may meet via electronic means, as long as the usual meeting notices are given and the membership is able to observe or monitor the electronic proceedings.

#### ARTICLE 7. BUDGET and DUES

7-1. The Board, in cooperation with the Treasurer, shall develop an estimated budget for the upcoming year and present this for approval by the membership at the January meeting. The Budget shall provide an estimate of projected income from dues and expected expenditures such as insurance, food, repeater operating costs, Field Day costs, etc.

7-2. The Budget, once approved by the membership at the January meeting, can only be amended by the membership via a vote at a meeting per Article 6.1 and 6.2. Notice of any special meetings must state the business to be conducted. The special meeting announcement shall be made via email and via the normal weekly repeater net.

7-3. The club, by a majority vote of the paid-up members present, provided there is a quorum consisting of one half of the membership, will levy upon all members such dues or assessments as shall be deemed necessary for the normal operation of the club within its stated purposes as set forth in this Constitution. Non-payment of such dues or assessments by March 31<sup>st</sup> will void the membership of the non-paying member and his/her name shall be removed from the membership rolls. Consideration of dues shall occur at the November meeting for the next year.

7-4. The Board may recommend select members or non-members to be given special recognition, including the potential of not paying dues. A reason shall be provided to the general membership for said action. These positions will typically be designated as Life Member or Honorary Member. A typical Life Member is a member in good standing who has paid dues for at least 50 years. An Honorary Member designation may be given for a special (to be defined) purpose.

7-5. Any major non-budgeted expenditure or any acceptance of funds for a particular purpose as defined by the giver shall come before the Board for discussion and only then to the membership for a vote.

7-6. All donations or any proposals made by a member at a regular meeting shall be automatically referred to the next board meeting for consideration prior to being allowed a vote by the membership. Members are encouraged to submit information to the Board for said action.

## ARTICLE 8. MEMBERSHIP ASSISTANCE

8-1. The club will provide technical advice to members concerning equipment design and operation to assist in frequency observance, clean signals, uniform practice and absence of spurious radiation from club stations.

8-2. The club shall also maintain a program to foster and instruct beginners interested in amateur radio to increase their knowledge and amateur radio skills toward the goal of their becoming licensed radio amateurs. This activity shall include classes, mentoring and routine testing.

8-3. Club members shall all attempt to arrange for educational programs for each meeting to help members better understand ham radio technology in general and specifically focusing on new technologies.

## ARTICLE 9. AMENDMENTS and ASSOCIATIONS

9-1. This updated Constitution and any subsequently adopted bylaws may be amended by a two-thirds vote of the total membership. Proposals for amendments shall be submitted in writing at a regular meeting and may not be voted on until the next regular meeting.

9.2. The SMARC is an Amateur Radio Relay League (ARRL) Affiliated Club and as such there is an expectation that at least 50% of its members maintain ARRL membership.

## ARTICLE 10. RULES

10-1. Meetings shall be governed by Roberts Rules of Order.

10-2. Notwithstanding any other provision of these articles, this social club shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(7) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

10-3. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(7) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose. This amended Constitution has been adopted 8/27/2020 (date) by a vote of the club members at the regular meeting of the Smoky Mountain Amateur Radio Club and supersedes any previous club constitution or bylaws.

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Robert L Wilson

Robert L Wilson  
PRESIDENT

Tom Jenkinson

Tom Jenkinson  
VICE PRESIDENT

ROBERT O. LOVING, JR

Robert O. Loving Jr.  
SECRETARY

CARROLL PEABODY

Carroll Peabody  
TREASURER