

THE CANTON AMATEUR RADIO CLUB, INC.  
C O N S T I T U T I O N

ARTICLE I

The name of said corporation shall be "CANTON AMATEUR RADIO CLUB, INC."

ARTICLE II

The purpose of this corporation shall be to provide educational, charitable, scientific purposes and facilities for its members, to bring together at frequent intervals, those who are interested in the betterment of Amateur Radio conditions, for the advancement of the radio art and of the public welfare, for the promotion of interest in Amateur Radio communications and experimentation through educational classes, sponsored by the radio club and to provide representation at functions of a charitable, technical and educational nature.

ARTICLE III

To provide radio communications to local government and quasi-government agencies, in the event of a disaster where our services would be needed. To affiliate communications of the ARES (Amateur Radio Emergency System).

ARTICLE IV

The CANTON AMATEUR RADIO CLUB, INC., shall operate exclusively for educational, charitable, public service and scientific purposes, entitling it to exemption under the provisions of Section 501 (C) (3) of the Internal Revenue Code of 1954.

ARTICLE V

Nothing herein shall authorize this Corporation, directly or indirectly, to engage in, or include among its purposes, any of the activities mentioned in Not-for-Profit Corporation Law Section 404 (b)(p) of Executive Law, Section 757.

ARTICLE VI

In the furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in Section 202 N-PCL, together with the power to solicit contributions for corporate purposes

ARTICLE VII

The Corporation shall distribute its income for each taxable year, at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1954, as amended and the Corporation shall not (a) Engage in any act of self-dealing as defined in Section 4941 (d) of the code; (b) Retain any excess business holdings as defined in Section 4943 (c) of the Code; (c) Make any investments in such manner as to subject the Corporation to tax under 4944 of the code; or (d) Make taxable expenditures as defined in Section 4945 (d) of the code.

ARTICLE VIII

In the event of dissolution of the Corporation and after payment of all necessary expenses and obligations thereof, any remaining assets shall be distributed to such organizations having an exempt purpose similar or analogous to that of this Corporation and which shall at the time, qualify as an exempt organization, under Section 501 (C) (3) of the Internal Revenue Code.

# THE CANTON AMATEUR RADIO CLUB, INC.

## BY-LAWS

### I. ELIGIBILITY

Any person of good character, having a bona-fide interest in Amateur Radio, is eligible for membership.

### II. OFFICERS

1. The officers of the CANTON AMATEUR RADIO CLUB, INC., shall be a President, a Vice-President, a Secretary and a Treasurer.
2. All officers shall hold office for ~~one~~ <sup>two</sup> year or until their successors are elected and installed. Amended 08/20/86
3. The above officers shall be ex-officio members of the Board of Trustees and shall be entitled to vote at all meetings of such Board.
4. All officers and members of the Board of Trustees, shall be active members of not less than twenty-one years of age.

### III. BOARD OF TRUSTEES

1. There shall be elected from the active members of the club, six members who together with the officers named in BY-LAW II, herein, shall constitute the Board of Trustees.
2. At the annual election meeting, two members shall be elected for the terms of three years each.

### IV. MEETINGS

1. Meetings shall be held at the clubrooms on the third Wednesday of each month at 7:30 PM or at such times and places as are decided upon by the Board of Trustees.
2. Only Full and Sustaining members shall be entitled to vote.
3. Seven members, at least three of whom shall be duly elected or appointed Trustees and/or officers of the CANTON AMATEUR RADIO CLUB, INC., shall constitute a quorum.
4. Special meetings may be called by the President or by any three members of the Board of Trustees.
5. All members of the CANTON AMATEUR RADIO CLUB, INC. in any grade shall have the privilege of discussing technical material presented before the club.

### V. MEMBERSHIP

1. The membership of the CANTON AMATEUR RADIO CLUB, INC. shall consist of Full Members, Associate Members, and Sustaining Members.

A Full member is one who shall be:

- (a) A licensed Amateur Radio operator and shall have taken the responsibility for the design, installation, or the operation of systems or apparatus pertaining to Amateur Radio and paid the appropriate dues.
- (b) A Full member is privileged to vote and to hold any office in the CANTON AMATEUR RADIO CLUB, INC., subject however, to the provisions of BY-LAW II, herein.

An Associate member shall be a person having a bona-fide interest in Amateur Radio. An Associate member is not privileged to vote or to hold office, although he may serve upon any committee to which he may be appointed, as chairman or otherwise and when so appointed, shall be entitled to the full voting privileges of a committee member.

A Sustaining member is a licensed Amateur contributing substantially to the financial support of the CANTON AMATEUR RADIO CLUB, INC. He is entitled to all membership privileges.

## VI. VACANCIES

1. Vacancies in any office or in the Board of Trustees shall be filled by appointment by the Board of Trustees, for the unexpired term.

## VII. BUSINESS

1. The Board of Trustees shall transact the business of the CANTON AMATEUR RADIO CLUB, INC., between members' meetings and shall meet at the call of the President or of a majority of the Board of Trustees.
2. A majority of the Board of Trustees shall constitute a quorum at Trustee's meetings.

## VIII. DUTIES OF OFFICERS

1. The President shall preside at all business meetings of the CANTON AMATEUR RADIO CLUB, INC. and shall perform the duties pertaining to that office. As such, he shall be the chief executive of the CANTON AMATEUR RADIO CLUB, INC., to whom all other officers shall report. He will have the power to appoint Chairpersons of other club activities.
2. In the absence of the President, the officer next in order as listed in BY-LAW 11 herein, present at the meeting, shall preside at meeting and perform the duties of the President.
3. The Vice-President shall perform the duties enumerated below, or as defined by the President. He shall be responsible for the general initiation, supervision and coordination of the work in and among the committees. He may act as chairman or otherwise be a member ex-officio. He is in charge of all equipment and property of the CANTON AMATEUR RADIO CLUB, INC.
4. The Secretary shall:
  - (a) Keep a record of all proceedings at both regular and special meetings of the CANTON AMATEUR RADIO CLUB, INC. and all committees.
  - (b) Attend to all official correspondence and communications, posting all notices and the custody and care of all records.
5. The Treasurer shall have charge of the funds of the CANTON AMATEUR RADIO CLUB, INC. and disburse them as and when authorized by the Board of Trustees. He shall make an annual report, duly audited, to the CANTON AMATEUR RADIO CLUB, INC. and a report at such times as may be requested by the President, or the Board of Trustees.

## IX. ELECTIONS

1. Nominations for officers and Board of Trustees shall be made at the August meeting of each year. Any member nominated, can withdraw his name prior to election, by announcement at a meeting, or by notifying the President.
2. Elections shall be held at the meeting in September. The elections shall be by written ballot and shall be decided, for the candidate receiving the most votes.
3. Officers elected, shall be installed at the October meeting, following the election.
4. Any officer or member of the Board of Trustees, failing to discharge the duties of his office for four consecutive regular meetings, unless such failure is explained to the satisfaction of the Board of Trustees, or whose resignation has been accepted by the Board of Trustees, shall have his office declared vacant by the President.

When it is decided by proper authority and in accordance with the laws, that an officer, or member of the Board of Trustees, shall be suspended or removed from office, then the President shall declare the office vacant. If this applies to the President, then the Vice-President shall declare the office vacant. The Board of Trustees shall fill the vacancy by appointment for the unexpired term.

5. All officers, at the expiration of their term of office, shall deliver to their successors all books, papers, money, or other property, belonging to the club.

X. DUES AND INDEBTEDNESS

- 1. Dues, as determined by the membership, shall be required for membership in the CANTON AMATEUR RADIO CLUB, INC.
- 2. Any dues or contributions received, shall be deposited in the treasury of the CANTON AMATEUR RADIO CLUB, INC. and be used solely to further the purposes of this organization.
- 3. The funds and property of the CANTON AMATEUR RADIO CLUB, INC., are for the legitimate use of the CANTON AMATEUR RADIO CLUB, INC., while three members remain therein.

XI. AMENDMENTS

These BY-LAWS may be amended at any regular or special meeting of the CANTON AMATEUR RADIO CLUB, INC. by a two-thirds vote by ballot of the members present at the meeting, a quorum being present.

Proposed amendments shall be submitted, in writing, to the Board of Trustees, at any members' meeting. If the Board of Trustees approve said proposed amendment, they shall submit same for discussion at the next succeeding meeting. Any proposed amendment, not approved by the Board of Trustees, may be presented at any meeting, to the presiding officer, in writing, and countersigned by not less than five (5) full or sustaining members.

The proposed amendment will then be presented to the members present, for discussion. Notification that a proposed amendment will be submitted to the members at the next meeting, shall be sent by mail to all members and a vote shall be taken at the next meeting, succeeding the discussion of said proposed amendment. Two-thirds vote shall be required to carry the amendment.

XII. RULES OF ORDER

Unless otherwise specified in these BY-LAWS, all meetings of the CANTON AMATEUR RADIO CLUB, INC. shall be conducted in accordance with and governed by "ROBERT'S RULES OF ORDER".

We, the undersigned officers and Board of Trustees of the CANTON AMATEUR RADIO CLUB, INC., hereby adopt these BY-LAWS this \_\_\_\_\_ day of \_\_\_\_\_, 1984, in the City of Canton, County of Stark, State of Ohio.

PRESIDENT..... Scott A. Duncan - KKFD

VICE-PRESIDENT..... Frank C. Clayton WR3AOS

SECRETARY-TREASURER..... Cathleen S. Salomon-Linn - WDFEC

TRUSTEE..... Frank D. Paryzicki - KE8G

TRUSTEE..... Frank K. Galt W5ETA

TRUSTEE..... Herb Bushong

TRUSTEE..... \_\_\_\_\_

TRUSTEE..... \_\_\_\_\_

TRUSTEE..... \_\_\_\_\_

Canton Amateur Radio Club  
By-Law Amendment

By-Law section. Eligibility of offices paragraph II is here by amended. As directed by Canton Amateur Radio Club Inc by-laws section XI Amendments. As follows:

5) All officers and members of the Board of Trustees shall be an active member, in good standing for not less than six months prior to holding office. For the purpose of this section, an active member means a full or sustaining member who has demonstrated regular meeting attendance of at least four out of last six months. A good standing member means a dues current full or sustaining member with at least six months concurrent membership prior to office.

We, the undersigned officers and Board of Trustees of the Canton Amateur Radio Club Inc. here by adopt the by-law amendment on this nineteenth day of June 2000, in the city of Canton, County of Stark, state of Ohio.

| <u>Title</u>   | <u>Signature</u>           | <u>Date</u>                     |
|----------------|----------------------------|---------------------------------|
| President      | <u>Walter E. Stroy</u>     | <u>July 31, 2000</u><br>K88CW P |
| Vice President | <u>Roger E. King</u>       | <u>July 30, 2000</u>            |
| Secretary      | <u>Vacant</u>              |                                 |
| Treasurer      | <u>Larry W. Parrish</u>    | <u>19 June</u>                  |
| Trustee        | <u>Michael S. Robinson</u> | <u>19 June 00</u>               |
| Trustee        | <u>David P. Oist</u>       | <u>19 JUN 00</u>                |
| Trustee        | <u>Paul V. Pugh</u>        | <u>19-JUNE-00</u>               |
| Trustee        | <u>Ed L. Siga</u>          | <u>19-June 00</u>               |
| Trustee        | <u>Ed W.</u>               | <u>21 June 00</u>               |
| Trustee        | <u>Barry Stroy</u>         | <u>10 Aug 00</u>                |