

# THE PEACE RIVER RADIO ASSOCIATION, INC.

## CONSTITUTION

Amended \_ June 2017

### **Preamble:**

As amateur radio operators duly licensed by the Federal Communications Commission and wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio. We constitute ourselves as The Peace River Radio Association, Incorporated (PRRA), and herewith enact this Constitution as our governing law. The PRRA shall be organized and operated exclusively for exempt purposes as set forth in section 501(c)(7), and none of its earnings shall inure to any member of the Club. In addition, the PRRA shall not be an action organization, *i.e.*, it shall not attempt to influence legislation as a substantial part of its activities and it shall not participate in any campaign activity for or against political candidates. The Club may wish to affiliate with the American Radio Relay League or other organizations.

### **Article I. Purposes.**

The purposes of the PRRA shall be the promotion of interest in Amateur Radio communication and experimentation, the establishment of Amateur Radio networks to provide electronic communications to assist local and state governments in the event of disasters or other emergencies, the furtherance of the public welfare, the advancement of the radio art, the fostering and promotion of noncommercial intercommunication by electronic means throughout the world, the fostering of education in the field of electronic communication, and the promotion of and conduct of scientific research and development to further the enhancement of electronic communication.

### **Article II. Membership.**

Any person having an interest in Amateur Radio shall be eligible for PRRA membership. Applicants for membership and members shall not be discriminated against based on race, color, or religion. Members shall be encouraged to become members of the American Radio Relay League. There shall be different classes of membership based on licensing status.

### **Article III. Officers and Directors.**

Section 1. The PRRA shall have Officers elected by the membership and which shall consist of a President, Vice President, Secretary, and Treasurer. The Club Officers shall be responsible for the Club's management and operations.

Section 2. The PRRA shall have a Board of Directors elected by the membership and which shall consist of a minimum of three (3) Directors. The Directors, along with the Officers, shall be responsible for providing general guidance and direction of the Club.

Section 3. The PRRA shall have a Board-appointed non-Officer, non-Director position known as the Club License Trustee and whose responsibility shall encompass all activities involving the legal operation and use of the Club licenses. The Club License Trustee shall also be responsible for maintaining the Club callsign.

Section 4. The PRRA shall have a Board-appointed Registered Agent whose responsibility shall include filing and maintaining the legal documentation of the PRRA corporate status with the Florida State and Federal Governments.

Section 5. Each Club Officer shall be a member in good standing and shall hold a valid FCC Amateur Radio license. The Officers' duties shall include interpreting the PRRA Constitution and Bylaws for the development and implementation of appropriate policies, plans, procedures, and objectives for the club.

Section 6. The Club Officers and Directors shall be elected by simple majority vote of the members at an annual election meeting. Members may be re-elected to additional terms with no limit.

Section 7: Vacancies occurring between elections shall be filled by a special election at the first general membership meeting following the withdrawal and/or resignation of an Officer or Director.

Section 8: Officers or Directors may be removed by the membership when deemed to be in the best interest of the Club.

#### **Article IV. Meetings.**

The PRRA shall conduct regular and periodic general membership, Board of Directors', and special meetings.

#### **Article V. Dues.**

The PRRA shall collect dues from the membership for its ongoing operations at an amount deemed necessary to conduct the business of the Club. At no time shall dues or other monies raised from club activities (e.g. hamfests) inure to the benefit anyone or group of the membership in accordance with IRS rules for tax-exempt organizations which prohibit such benefit.

## **Article VI. Committees.**

From time to time and as deemed necessary, committees, (e.g. Nominations, Programs, Hamfest, Field Day, and Activities committees), shall be formed to enhance and promote Club interests and facilitate Club operation

## **Article VII. Amendments.**

Section 1. The PRRA Articles of Incorporation, Constitution, and Bylaws may be amended from time to time as deemed necessary.

Section 2: The PRRA Articles of Incorporation, Constitution, and Bylaws shall be kept current and documented and contain all amendments as they are approved by the membership and shall be available for review by the membership at all meetings.

## **Article VIII. Dissolution and Merger.**

The PRRA shall have procedures in place for the merger with another not for profit tax-exempt corporation or its complete dissolution when, at such time, it is desirous to do so as deemed appropriate by the membership. The procedures shall satisfy the requirements for such action as defined in Florida Statue Section 617 and the Federal Internal Revenue Service regarding 501(c)(7) corporations.