



# **MOTOR CITY RADIO CLUB**

## **CONSTITUTION**

**AND**

## **BYLAWS**

**Formed 1932**

Adopted December 1932

Approved by Membership

Revised and Published

September 8, 2023

"We, the people of the United States, in order to form a more perfect union, establish justice, insure domestic tranquility, provide for the common defense, promote the general welfare, and secure the blessings of liberty to ourselves and our posterity, do ordain and establish this Constitution for the United States of America."

--Preamble to the Constitution of the United States of America.

## **ARTICLE I**

A non-profit Corporation with Articles of Incorporation on file with the State of Michigan. The organization formed by and embodied in these Articles shall hereafter be known as the "Motor City Radio Club" also known as "MCRC."

## **ARTICLE II**

The Motor City Radio Club is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

In addition, we will strive to:

- A. Preserve the memory and history of the early contributors to the art of Amateur Radio;
- B. Promote interest, advancement and education in Amateur Radio;
- C. Improve operating ability;
- D. Exchange technical and educational information;
- E. Promote good-will for the interest and education in of Amateur Radio;
- F. Prepare for emergency communications;
- G. Uphold the Radio Amateur's code of ethics as published by the American Radio Relay League (ARRL).

## **ARTICLE III**

Any licensed Amateur Radio Operator or person interested in the art of Amateur Radio may become a member of the Motor City Radio Club, provided the membership requirements are met as set forth in the by-laws.

## **ARTICLE IV**

Elective officers of the Motor City Radio Club shall consist of a President, a Vice-president, a Secretary, and a Treasurer. Additional officers, such as Trustee of the Radio Station license, a Custodian of the Club property, and a Parliamentarian shall be appointed by the President and ratified by the members of the board.

Election of officers shall be held annually at the first regular meeting in the month of October, or at the next succeeding meeting at which a quorum, as defined in the By-Laws, is present. Election will be by secret ballot and a system will be used whereby the lowest candidate after the first ballot will be dropped and another ballot will then be taken on the remaining candidates for the office. This procedure will continue until only one candidate remains. The purpose of using this system of voting is to assure that elected officers are a choice of a majority of the membership present and voting.

## **ARTICLE V**

Meetings of the Motor City Radio Club, Inc. will be held at a time, place and date to be designated by the Board of Directors. In addition, special meetings may be called by the President provided that each member is notified at least 24 hours in advance of the contemplated special meeting.

**MOTOR CITY RADIO CLUB  
BYLAWS**

Approved by Membership  
Revised and Published  
September 8, 2023

## ARTICLE I - MEMBERSHIP

### Section 1 - GENERAL

#### A. Definition of Members:

1. **Charter (voting) member:** These are licensed radio amateurs who joined MCRC when the club was first formed. At this time (April 2023) there are no active Charter members.
2. **Full (voting) member:** Licensed radio amateur who has been admitted to MCRC Membership.
3. **Associate (non-voting) member:** Any person interested in and/or the advancement of the amateur radio art.
4. **Honorary (non-voting) member:** A person, who is granted membership in the Motor City Radio Club for service to MCRC and/or amateur radio.
5. **Life (voting) member:** Life membership may be awarded by the MCRC board of directors if (a) the radio amateur has been licensed for at least 15 (fifteen) years and has been a Motor City Radio Club member for at least 5 (five) years or (b) at the discretion of the Board by a unanimous vote.
6. **Student (voting) member:** This membership class requires that the person be a licensed radio amateur and also be currently enrolled in a recognized educational institution on a full time basis. Student memberships will expire on September 30th of the year that the member is no longer enrolled in a recognized educational institution on a full time basis.
7. **Family membership:** Family membership covers husband, wife and all dependents, however only licensed radio amateurs within the family are allowed to vote.
8. **Incentive (voting) member:** Persons who have attended an MCRC license class and have received a radio amateur license as a result will be offered free membership in the MCRC for the balance of the membership year. The appropriate initiation fee is still required.

#### B. Dues:

1. Membership dues are to be paid annually in October.
2. Dues shall be determined by the board for the following membership definitions:
  - a. Full Memberships
  - b. Associate Memberships
  - c. Retiree and Senior Citizen Memberships (age 60+)
  - d. Family Memberships
  - e. Student Memberships
3. Charter, Honorary and Life Memberships are exempt from paying dues.
4. Membership dues may be amended once annually as deemed necessary by the Board. A vote shall take place at any regular meeting by a two thirds approval of a quorum after one month's advance written notice of proposed dues in the bulletin. Any ratified dues shall not take effect until the next October payment deadline.
5. Dues currently in effect shall at all times be posted to (1) the Motor City Radio Club website (2) a section of the bulletin.

#### C. All Members are entitled to participate in all club activities.

## Section 2 - NEW MEMBERS

- A. Prospective members should submit a completed application with the Club Secretary who will present it to the Board.
- B. If agreed upon by a majority vote of the Board, the applicant will be notified by the Secretary at the next regular meeting. The applicant will be required to pay an Application Fee of \$10 along with the required dues to become a member of the club.

## Section 3 - MAINTENANCE OF MEMBERSHIP

Members more than three months in arrears in dues will be dropped, unless excused by a majority vote of the Board.

## Section 4 - EXPULSION

- A. Any member may be expelled from the Club, with a quorum present, by two-thirds affirmative vote of a quorum.
- B. All voting members shall receive one-month written notice before a vote on expulsion is taken.
- C. Grounds for expulsion may include, but are not limited to;
  - (1) failure to uphold the Radio Amateur's Code of Ethics,
  - (2) loss of FCC operator's license, or
  - (3) gross negligence and or fraudulent conduct.

## Section 5 - LEAVE OF ABSENCE

- A. If a member is to be away for a stated period of time, or feels that business pressure or unusual working hours makes it impossible to continue as an active member of the Club, he the member may apply for a leave of absence for a stated period of time.
- B. Members on leave of absence are excused from paying dues.
- C. Members on leave of absence will not be counted in determining if a quorum is present at a meeting, nor may members on leave of absence vote on any issue or at any election.
- D. Leave of absence may be granted or terminated by a majority vote of the Board.

## **ARTICLE II - OFFICERS**

### Section 1 - ELECTIVE OFFICERS

- A. Elective officers of the Motor City Radio Club shall be licensed amateur radio operators and members of the Motor City Radio Club and shall consist of:
  - (1) President, whose duties are:
    - (a) to preside at and conduct meetings;
    - (b) to make committee appointments;
    - (c) to appoint appointive officers; and
    - (d) to perform such other duties as are generally associated with the office.
  - (2) Vice-president, whose duties are:
    - (a) to assist the President in all matters.
    - (b) to assume the duties of president in the president's absence.

- (c) to perform such other duties as are generally associated with the office.
- (3) Secretary, whose duties are:
  - (a) to take minutes of meetings;
  - (b) to call roll;
  - (c) to keep attendance records;
  - (d) to handle all correspondence; and
  - (e) to perform such other duties as are generally associated with the office.
- (4) Treasurer, whose duties are:
  - (a) to collect dues and initiation fees;
  - (b) to notify members whose dues are in arrears;
  - (c) to have custody of all Club money, bank books and check books; and
  - (d) to perform such other duties generally associated with the office.

Removal of Officers:

- (1) Any elected or appointed officer may be removed from office by a two-thirds affirmative vote of a quorum.
- (2) All voting members shall receive one-month written notice before a vote on the removal of an officer.

Vacancies

Should any vacancy occur, the vacant office will be filled at a special election.

Section 2 - APPOINTIVE OFFICERS

- A. The Motor City Radio Club shall have the following appointed officers:
  - (1) A Trustee, whose duties are:
    - (a) to keep in force the station licenses for the Club Stations and
    - (b) to see that the Club Stations are kept in working order and that all F.C.C. regulations are complied with in its operation.
  - (2) A Custodian, whose duties are:
    - (a) to keep an account of all Club property; and
    - (b) to issue and store such Club property.
  - (3) Three Auditors, whose duties are:
    - (a) to audit all club financial records; and
    - (b) the audit shall be performed once each year in the month of October.
  - (4) A Historian whose duties are:
    - (a) to maintain custody of Club historical memorabilia;
    - (b) to take responsibility to update, collect and establish the Club history; and
    - (c) to promote by example the preservation of the memory and history of the Club member's contribution to the art of Amateur Radio.
  - (5) Parliamentarian, whose duty is to ensure the proper application of Robert's Rules of Order (current edition).
- B. The President's appointees shall be confirmed by a simple majority affirmative vote of a quorum at the next regular meeting after an election.
- C. The appointed officers shall not be held personally liable for loss of equipment unless shown to have been guilty of gross negligence or fraudulent conduct.

Section 3 - THE BOARD - DEFINITION AND DUTIES

- A. The Board shall be composed of the Elected Officers, namely, President, Vice-president, Secretary, Treasurer and the appointed officers, Trustee, Custodian and Parliamentarian.
- B. The Board shall hold one (1) meeting per month or more if necessary.
- C. Duties of the Board
  - (1) The Board shall establish and maintain the Club policy consistent with the Constitution and By-laws.
  - (2) To recommend the location where all regular meetings shall be held, and is subject to approval by a quorum of the membership.

### **ARTICLE III - ELECTIONS**

#### Section 1 - ELECTION OF OFFICERS

- A. Election of officers will be held annually at the first regular meeting in the month of October, or at the next succeeding meeting at which a quorum is present.
- B. The new officers shall assume office at the start of the next general meeting following the election.

#### Section 2 - VOTING

- A. Candidates for office will be nominated by oral motion and support.
- B. Election will be by secret ballot and a system will be used whereby the lowest candidate after the first ballot will be dropped and another ballot will then be taken on the remaining candidates for the office. This procedure will continue until only one candidate remains.
- C. A majority vote of a quorum is required for election of a candidate to any office. Ordinarily, the President will not vote. If it is necessary to break a deadlock, then the President may cast the deciding vote.

#### Section 3 - QUORUM DEFINED

- A. A quorum is defined for any scheduled meeting as thirty percent (30%) of the voting members in good standing.
- B. Unless stated otherwise, with a quorum present, a majority is sufficient to carry any issue or to elect any officer.

#### Section 4 - PROXIES

- A. Proxies will be honored for purposes of voting on any issue providing:
  - (1) Said proxy is in writing and enclosed in a sealed envelope; and
  - (2) An agent is designated to cast the ballot; and
  - (3) Said proxy is dated and signed; and
  - (4) Said proxy is for a specific meeting or purpose.
- B. Blanket proxies for all purposes will not be honored.

### **ARTICLE IV - DISBURSEMENTS**

#### Section 1 - GENERAL

- A. Ordinary expenses approved by the board of directors, such as operating expenses, may be disbursed without a vote of the membership.

- B. Disbursements over four hundred dollars (\$400.00) must be approved by two-thirds of a quorum present. The membership must be given a one-month written notice in the bulletin.

## **ARTICLE V - GENERAL**

### Section 1 - GIFTS

The Motor City Radio Club shall not accept any gifts of whatever nature which will obligate the club in any manner.

### Section 2 – AFFILIATION

The Motor City Radio Club shall be affiliated with the American Radio Relay League.

### Section 3 - CONDUCT OF BUSINESS MEETING

All business meetings shall be conducted under the rules established in Robert's Rules of Order, Current Edition.

### Section 4 - REVISION OF BY-LAWS

The By-Laws of the Motor City Radio Club may be revised or amended at any regular meeting by a two thirds approval of a quorum plus one month's advanced written notice in the bulletin

### Section 5 - INTERNET VOTING

- A. In extenuating circumstances it may be necessary to vote remotely using the internet to conduct business instead of holding a vote in person such that:
- (1) a justification for internet voting of a motion is provided to and accepted unanimously by the Board; and
  - (2) the internet is the only way to vote on said motion; in person voting is not permitted; and
  - (3) the motion to be voted upon is communicated to members via email and posted to the MCRC website with a clear outcome for a yea vs. nay vote as well as the minimum number of votes required to constitute a quorum for the particular motion; and
  - (4) three (3) days are allocated for public discussion on a public forum located on the MCRC website; and
  - (5) no less than seven (7) days are provided for voting members to cast their vote to the MCRC website; and
  - (6) the identity of the voting member is able to be clearly established; and
  - (7) the member is in good standing with the club; and
  - (8) secure transmission of the ballot can be established; and
  - (9) the way the member voted is kept secret if the vote is for an election or other sensitive motion; and
  - (10) a motion may pass only if the number of votes meets or exceeds the number of votes to constitute a quorum as published with the motion; and
  - (11) a clear and transparent way of presenting the results of the vote is established; and
  - (12) a mail-in ballot option be made available if a voting member is unable to access the internet to vote provided the mail in ballot is bound by all of the conditions above.

## ARTICLE VI - DISSOLUTION

Dissolution of the Motor City Radio Club may be proposed as set forth in Article V - Section-4 - Revision of By-Laws, except that dissolution must be by a two-thirds majority of the voting membership for it to be binding upon the Board of Directors.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Amended June 3rd, 2016. IRS 501(c)(3) specific wording added to "Purpose" and "Dissolution" sections.

Amended June 9th, 2023. Membership type definitions; Rules for setting dues; Membership application process; President's confirmation vote; Provision added for internet voting.