

**CONSTITUTION
OF THE
SIOUX EMPIRE AMATEUR RADIO CLUB, INC.**

As Amended June 6, 2006

PREAMBLE

As of this date, March 17, 1986, this organization's name shall be changed from "Sioux Falls Amateur Radio Club, Inc." to "SIOUX EMPIRE AMATEUR RADIO CLUB, INC," referred to as the "CLUB." This revised version of the Constitution shall supercede all others prior to this date, pertaining to the former "Sioux Falls Amateur Radio Club, Inc."

It shall be our purpose to foster and promote interest in amateur radio, fraternalism and operating efficiency, and to assist radio amateurs in the Sioux Empire area in maintaining reliable communications.

The membership shall be open to all who seek to further their interest in the arts of radio communication. There shall be no discrimination as to race, creed, sex, age, or marital status.

ARTICLE I – MEMBERSHIP

Individuals possessing a valid and current amateur radio license are eligible to become Full Members of the Club upon payment of dues. Full Membership entitles an individual to all rights, benefits, and privileges of the Club, including, but not limited to, voting on all matters and serving as an officer, director, or committee member.

Any licensed amateur in the immediate family of the Primary Full Member of the Club is also eligible to become a Full Member of the Club upon payment of family member dues.

Individuals who do not possess a valid and current amateur radio license are eligible to become Associate Members of the Club upon payment of associate member dues.

Associate Membership entitles an individual to all the rights, benefits, and privileges of the Club, except the right to vote on all matters, hold an office, or serve as a committee head in the Club.

ARTICLE II – OFFICERS

The officers of the Club shall be the President, Vice President, Secretary, and Treasurer. They shall be elected by majority vote of the Membership of the Club at the first meeting in January of each year.

The President shall preside at all meetings of the Club and the Board of Directors. He shall report periodically to the Club Membership regarding the progress and standing of the Club regarding his official acts. He shall appoint and may be a member of all committees of the Club.

The Vice President will assist the President in the work of his office. In the absence of the President or his inability to serve, the Vice President shall preside at all meetings and perform all duties otherwise performed by the President.

The Secretary shall keep a record of all membership meetings and of all Board of Director meetings. He shall carry on the official correspondence of the Club, except as the Board of Directors may direct otherwise. He shall perform such other duties as the Board of Directors may require.

The Treasurer shall receive monies of the Club. He shall deposit all money in the name of the Club in a bank or banks selected by the Board of Directors, and money so deposited shall be withdrawn only by check signed by the Treasurer. He shall prepare and sign checks for such purposes as are required by the Constitution or are authorized by the Membership or the Board of Directors. At the option of the President or the Board of Directors, the Treasurer may be called upon for a financial report at any time. He shall prepare a certified list of all paid-up members in full, as of the first regular Club meeting in January, eligible to be candidates for election, and to vote in the election process.

ARTICLE III – BOARD OF DIRECTORS

The Board of Directors shall be the governing body of the Club, except when meetings of the Club are in session. All matters affecting the policies, aims, and means of accomplishing the purpose of the Club not specifically provided for in this Constitution or by action of the Membership at a regular or special meeting shall be decided by the board of directors. The Board shall meet at the call of the President or a majority of the members of the Board. A report on all actions taken by the Board shall be made to the Membership at the next meeting. A majority of the members of the Board of Directors shall be required for a quorum.

The Board of Directors shall consist of the President and four Full Members. Each Director shall serve a term of two years. Two members shall be elected at the first meeting in January to succeed those whose terms are expiring at that time. Installation shall be immediate.

Reports by the Board of Directors may include a majority and a minority statement. A tally vote shall be given to the Club on all matters decided by the Board.

Any decision of the Board may be overridden by a two-thirds majority of the Membership present at the first meeting following the decision. No Board member may participate in this action.

At the end of the Club's fiscal year, the Board of Directors shall prepare a report showing the achievements of the Club for that year and shall make recommendations for the following year.

ARTICLE IV – NOMINATIONS AND ELECTIONS

To be eligible to be a candidate for an Officer or Director, or to vote in the election process, the individual must be a paid-up Member in Full of the Club.

Nominations for candidates will be taken as the first order of new business. Nominations will be received from the floor.

At the close of nominations, the Secretary will distribute a paper ballot for those offices where two or more nominations were made. A secret vote will take place and the Secretary will collect all ballots.

In the event only one candidate is nominated for an office, the candidate will be confirmed viva voce by the membership.

Any eligible Club Member may request a ballot for voting by absentee ballot or proxy by submitting a written statement to the Treasurer.

The Secretary shall keep a written tally, available to the Membership, during the ballot counting. Any candidate shall have the right to have an observer of his choosing, observe the ballots and the counting process.

The election of Officers and Directors for the Club's new fiscal year shall be at the first Club meeting in January, which is the beginning of the Club's fiscal year.

ARTICLE V – VACANCIES

Vacancies occurring between elections must be filled by special elections. At the first meeting following the vacancy, withdrawal, or resignation, nominations shall be taken, with the election by majority vote of attending members. Installation shall be immediate.

ARTICLE VI – REMOVAL

Officers or Directors may be removed from office by three-quarters majority vote of the total voting membership.

ARTICLE VII – ABSENTEE OR PROXY VOTES

Properly filed absentee ballots shall be accepted for any election of Directors or Officers. A signed statement of the Member's assignment of power to vote by proxy to a specific Member, shall be submitted to the Club Treasurer. Written proxy votes shall be accepted only on business requiring a vote from the total Membership. They shall not be accepted for regular business matters.

ARTICLE VIII – QUORUM

At Club meetings, a minimum of ten voting Members and one Officer shall constitute a quorum for the transaction of business.

ARTICLE IX – AMENDMENTS

This Constitution or amendments may be amended at a Club Meeting by a two-thirds majority vote of the total voting membership present of at least a Quorum.

ARTICLE X – RULES

Robert's Rules of Order in its most current edition shall govern all Club proceedings. The President may appoint a Parliamentarian to interpret such rules as they apply to the proceedings.

ARTICLE XI – MEMBERSHIP FEES

The fees or dues shall be fixed at the beginning of the Club fiscal year. If the need for additional funds becomes necessary, a special levy may be made, with the approval of the Membership. Other methods may be used to raise funds.

ARTICLE XII – MEETINGS

The time and place of the Club meetings shall be determined by the Club Officers and Board of Directors.

ARTICLE XIII – SPECIAL COMMITTEES

Special committees may be appointed by the President for any and all situations and may be a member of those committees ex-officio.

ARTICLE XIV – CLUB FUNDS ACCOUNTING

Members shall have the right to a full and clear accounting of all Club funds at all levels. Such accounting shall include, but not be limited to, periodic reports to the Membership by the appropriate fiscal Officers and periodic audit by Officers (Auditing Committee) elected for that purpose, or by independent auditors not otherwise connected with the Club.

An audit will be performed with the approval of the membership. Upon a majority vote of the present voting members at any Club meeting, an Auditing Committee shall be convened. The Auditing Committee, consisting of two Full Members at large, shall audit the books of the Treasurer and shall present a written statement of their findings to the Club. The members of the committee shall be appointed by the President.