

# Dominion DX Group

## By-Laws

### **Preamble:**

We, the undersigned, wishing to secure for ourselves the pleasures and benefits of an association of persons commonly interested in Amateur Radio, constitute ourselves the **Dominion DX Group**, hereinafter referred to as ‘the club’, and enact this constitution as our governing law. It shall be our purpose to further the exchange of information and cooperation between members, to promote radio knowledge, fraternalism and individual operating efficiency, and to so conduct club programs and activities as to advance the general interest and preserve the traditions and future of Amateur Radio.

### **Definitions:**

- A. Board - A Board of Directors shall consist of all officers and directors.
- B. Member in Good Standing – A member in good standing is a member whose dues and American Radio Relay League (ARRL) membership is current and whose license to operate is not suspended.
- C. Executive Committee – Shall consist of the president, vice-president, secretary and treasurer.
- D. Executive Session – A closed meeting of the Board of Directors.
- E. Quorum - A quorum shall consist of eight voting members or 1/3 of the members, whichever is fewer.

### **Membership: Article I**

All holders of U.S. Amateur licenses, or foreign nationals operating in the United States under an equivalent reciprocal license, shall be eligible for membership.

#### Membership Criteria

- A. Membership is open to any amateur radio licensees who:
  - 1. Are current members of the ARRL.
  - 2. Agree to further the goals and mission of the club.
  - 3. Prospective members shall attend at least two club functions and at the third they may request membership.
  - 4. Acceptance will be by majority of members present at the meeting. Voting will be by a show of hands unless a written ballot is requested by a voting member present.

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5. Memberships may be revoked upon the ballot vote of at least 2/3rds of the voting members.

Membership includes all club privileges as well as rights to hold a club office and vote.

B. Life Membership is available to members who meet any of the following criteria:

- a. Have completed 25 years of continuous service as a member.
- b. Have reached age 75 with 10 years of continuous service as a member.
- c. Have reached age 80 with 5 years of continuous service as a member.
- d. Have special circumstances. Life membership due to special circumstances shall require sponsorship and a vote, except that such nomination and vote shall exclude the nominee. Nominees confirmed due to special circumstances shall not be required to pay any fees or dues.

Life membership status because of age or years of service shall be automatic.

### **Directors:** Article II

The directors of this club shall be President, Vice-President, Secretary, Treasurer, and other directors as deemed necessary. The offices of Secretary and Treasurer may be combined.

1. The officers of this club shall be elected for a term of one year by ballot of the members present at the annual meeting, provided there be a quorum.
2. All elections shall be held in accordance with Code of Virginia, Title 13.1, Chapter 10 (Virginia Non-Stock Corporation Act).
3. Vacancies occurring between elections must be filled by special elections at the first regular meeting following the withdrawal or resignation of the officer.
4. Officers may be removed by a 2/3 vote of the membership.

### **Duties of Directors:** Article III

1. The President shall preside at all meetings, and conduct them according to the rules adopted. He/she shall enforce due observance of these By-Laws, decide all questions of order, sign all official documents adopted by the club, and perform all other duties pertaining to the office of President.

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2. The Vice-President shall assume all the duties of the President in his/her absence.
3. The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, submit membership applications, maintain ARRL club affiliation, carry on all correspondence, read communications at each meeting, and communicate meeting notices to each member. It shall be the duty of the Secretary to keep the By-Laws of the club and have the same with him/her at every meeting. The Secretary shall conduct an annual inventory of club assets within 60 days of taking office. At the expiration of the Secretary's term he/she shall turn over all items belonging to the club to the successor.
4. The Treasurer shall receive and receipt for all monies paid to the club; keep an accurate account of all monies received and expended; pay no bills without proper authorization by the club or its officers constituting a board. At the end of each quarter the Treasurer shall submit an itemized statement of disbursements and receipts. At the end of the term he/she shall turn over everything in his/her possession belonging to the club to the successor.
5. An audit shall be conducted annually within 60 days of taking office. An audit shall be conducted within 30 days of the end of any term resulting from resignation or removal.
6. The duties of additional directors shall be defined in *Club Policy and Procedure*.

### **Mission Statement:** Article IV

The mission of the Dominion DX Group shall be to ensure the future viability of amateur radio by teaching radio history, the radio art, encouraging experimentation with new radio technologies, and maintaining high standards for its members.

Further, the Dominion DX Group embraces the Amateur's Code, hereby incorporating it into its By-Laws.

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### **The Amateur's Code**

The Radio Amateur is

**CONSIDERATE**...never knowingly operates in such a way as to lessen the pleasure of others.

**LOYAL**...offers loyalty, encouragement and support to other amateurs, local clubs, and the American Radio Relay League, through which Amateur Radio in the United States is represented nationally and internationally.

**PROGRESSIVE**...with knowledge abreast of science, a well-built and efficient station and operation above reproach.

**FRIENDLY**...slow and patient operating when requested; friendly advice and counsel to the beginner; kindly assistance, cooperation and consideration for the interests of others. These are the hallmarks of the amateur spirit.

**BALANCED**...radio is an avocation, never interfering with duties owed to family, job, school or community.

**PATRIOTIC**...station and skill always ready for service to country and community.

*--The original Amateur's Code was written by Paul M. Segal, W9EEA, in 1928.*

### **Meetings: Article V**

The By-Laws shall provide for regular and special meetings.

- A. Regular Meetings - Regular meetings are defined as those held each calendar month as designated. All members, as well as visitors, may attend regular club meetings.
- B. Special Meetings - The President, upon the written request of any five (5) or more voting club members, shall call special meetings. Members shall be notified concerning special meetings and the business to be transacted. Only such business as designated shall be transacted. Such notices shall be sent so they arrive not less than 24 hours before the meeting. Only members may attend special club meetings. Every effort should be made to provide more than 7 days notice if the situation allows.
- C. Annual Meetings – Yearly, one regular meeting shall be designated an “annual meeting” for the purpose of election of club officers.
- D. Board Meetings, Executive Sessions and Meetings of the Executive Board – Board meetings shall be held as needed and unless otherwise denoted, shall be open to attendance by all members. Non-Board Members may speak only at the discretion of the Board. At the request of any Board member a Board meeting may be declared closed to non-Board members, if such request is made 24 hours before the meeting convenes.
  1. Members invited to speak at Board meetings are restricted to speaking on the matters for which they are invited. The Board may go into Executive Session without prior notice, whether during a meeting or not. Executive Sessions and meetings of the Executive Committee shall not be open to any other members, but

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the minutes of such shall be recorded by the Secretary and presented at the next regular meeting.

### **Dues:** Article VI

The club, by majority vote of those present at any regular meeting, may levy upon members such dues or assessments as shall be deemed necessary for the business of the organization. Non-payment of such dues or assessments shall be cause for expulsion from the club.

### **Amendments:** Article VII

The By-Laws may be amended by a two-thirds (2/3) vote of the members casting a ballot. Proposals for amendments shall be submitted in writing at a regular meeting and shall be delivered to all voting members immediately afterward, including ballot questions. Members may then vote electronically or in person by the next following regular meeting, provided all members have been notified of the intent to amend the By-Laws at said meeting.

- A. Any member in good standing who is unable to attend any meeting where a vote to amend the By-Laws will take place may submit to the Secretary, the ballot question, with their vote clearly marked, either by mail or email.
- B. Ballots not clearly marked will not be counted.
- C. The Secretary shall maintain a list of those members voting via absentee ballot in order to ensure no ballots are given to those members should they attend the meeting.
- D. The ballot count shall remain secret until all members have been given an opportunity to vote.

### **Proceedings:** Article VIII

Robert's Rules of Order shall govern proceedings, unless otherwise prescribed in the By-Laws.

1. Guidelines, Directives and Resolutions – The Secretary shall have available at all meetings the ***Club Policy and Procedure***. The manual consists of all operating parameters, including, but not limited to: board resolutions, the establishment and duties of committees, and other items not otherwise warranting a change in the bylaws.

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- A. Changes in procedures are the responsibility of the Board, however, suggested changes may be submitted by any member for consideration. Changes must be submitted to the President at least one week prior to the meeting date.
  - B. Any change to club procedures passed by the membership present at a meeting shall be signed by the club President and shall become part of ***Club Policy and Procedure*** until such time as it is rescinded.
2. Disclosure – The minutes of all meetings and financial reports of the club shall be kept up to date on a timely basis and shall be available for inspection by any member, given reasonable notice. The By-Laws of the club and ***Club Policy and Procedure*** shall be provided to all members, either electronically or in print at the discretion of the Secretary.
  3. Elections
    - A. Nominating Committee – A nominating committee of at least two persons with a designated chairman shall be appointed by the President and will be responsible for selecting candidates and counting ballots.
    - B. Acclamation – No ballot vote is required for elected officers where there is only one candidate nominated for an office. However, any one member can cause a ballot vote by requesting such.

Elements of the By-laws may be further defined in ***Club Policy and Procedure***.