

**BYLAWS OF THE
DELAWARE VALLEY RADIO ASSOCIATION, INC.**

ARTICLE I

SECTION I: Basic disclosure for the requirements for membership is set forth in the Corporation Charter and Constitution. Additional requirements for and categories of membership may be set forth in the Bylaws, as provided in the Charter.

SECTION II: Application for membership in the Delaware Valley Radio Association, Inc., hereinafter called the DVRA, Corporation or Association, shall be made in writing to the Board of Directors on a form prescribed by them. The application shall be accompanied by and the first year's dues, with certain exceptions as per *Article I, Section VI*) The board of directors shall review the application, report their recommendation in the newsletter and solicit comments from the membership. The board shall then act upon the application.

SECTION III: Any member's membership may be rescinded by the board of directors if, after review to which the said member is invited, the conduct of the member is found gravely detrimental to the stated purposes of the DVRA, or his actions are found to constitute a breach of contract with this Corporation. The results of any such action by the board of directors will be announced to the membership in the newsletter.

SECTION IV: Full membership and voting privileges shall be granted only to those possessing a valid amateur radio operator's license issued by the Federal Communications Commission. Those without a valid license may be conferred associate membership having no voting privilege.

SECTION V: Provided that a member is without sight or otherwise disabled or is unable to provide for his own welfare or is confronted with a hardship, the board of directors may waive membership dues on a yearly basis. Members of the immediate family living at the same address qualify for a reduced rate and questionable situations can be decided by the board of directors. Eligibility for the special family rate shall cease upon the resignation, termination or death of the original member.

SECTION VI: The director of membership of the Association shall notify members not less than thirty days in advance of the expiration of their membership. Members whose dues are more than sixty days in arrears shall be deemed to have resigned their membership without further action.

SECTION VII: From time to time the board of directors shall review and make recommendations, subject to the approval of the membership at a regular meeting, for revised dues rates for all membership categories. Notice of such revisions shall be published in the newsletter at least 30 days before the meeting.

ARTICLE II

SECTION I: Regular monthly meetings of the DVRA shall be held. The day, time and location shall be selected by the board of directors and announced in advance. Monthly meetings of the directors shall be set by the president. Special meetings of the Association or directors may be called by the president at any time.

SECTION II: A quorum of at least one-fifth (1/5) of the total voting membership present in person or proxy is necessary to enact any legislation, with the exceptions provided in the corporate charter.

ARTICLE III

SECTION I: The elected officers of the DVRA shall be the president, vice-president, secretary and treasurer. These shall constitute the Executive Committee.

SECTION II: The elected officers shall be chosen from the current roster of members in good standing. A nominating committee shall be appointed each October by the president. The nominating committee shall submit its recommendations to the members at the November meeting. Other nominations may be made at this meeting by the voting membership from the floor. A majority vote at the December meeting shall be taken to elect the officers. An officer's term shall commence at the January meeting. The office of President shall be limited to no more than two consecutive terms.

SECTION III: The Executive Committee, the immediate past president and the following officers appointed by the Executive Committee shall constitute the Board of Directors:

Director of Radio Station	Director of Web Services
Director of Repeater Operations	Director of Special Events
Co-Directors of Physical Plant	Director of Hamfests
Director of Club Publications	Program Director
Director of Training & Examinations	Public Information Officer
Director of Membership	

The appointed officers shall be nominated by the President each January and presented for approval to the remainder of the Executive Committee.

SECTION IV: The Executive Committee may appoint a member or committee from the general membership, including the Executive Committee and Board of Directors, to assist in non-administrative duties or special club functions. Examples of such positions are ARRL club liaison, bylaws committee, etc. Any such appointment is not to be construed as part of the executive committee or board of directors, voting privileges in board matters are not permitted.

SECTION V: The executive committee shall appoint a member to have signatory power for club accounts in the absence or inability of the treasurer to perform his duties.

ARTICLE IV

SECTION I: The President shall preside at all meetings of the DVRA. He shall be chairman of the Executive Committee and the Board of Directors. He shall be an *ex officio* member of all boards and committees except the nominating committee and the audit committee. He shall be the spokesman for the Association and shall assume the legal responsibilities nominal to the corporate office.

SECTION II: The Vice-President shall assume the office and duties of the president in the president's absence, and perform other duties delegated to him by the president. He shall co-work with and help coordinate the other directors in expediting Association matters.

SECTION III: The Secretary shall record, make available and store minutes of all meetings, prepare and mail legal notices, sign, file and safeguard documents as may be required. He shall make available the attendance log at each monthly meeting.

SECTION IV: The Treasurer shall receive and deposit all monies in the corporation's bank accounts, issue checks and disbursements as directed by the Board of Directors, prepare and maintain current books of account, and execute and file documents as required by law. All duties may be assumed by an assistant treasurer in the absence of the treasurer, including signatory power.

SECTION V: The Director of Radio Station shall oversee all DVRA club station communication activities, promote emergency preparedness and good operating procedure among Association members. He shall coordinate an equipment preventive maintenance program and repairs of all non-repeater related equipment with the directors of physical plant and others as each may delegate. He shall ensure that all members receive instruction in correct operation of Association equipment, as may be necessary.

SECTION VI: The Director of Repeater Operations shall maintain and coordinate repair for all repeater systems. He shall ensure that members receive instruction in correct operation of the repeater systems. He will be responsible for submitting/updating all repeater registrations to be filed with the presiding frequency coordinating group.

SECTION VII: The Co-Directors of Physical Plant shall be custodians of property and shall oversee and direct the physical plant and grounds of the DVRA. They shall maintain a current file of Association property: their location, acquisition cost and condition. They shall ensure that necessary repairs and facility maintenance are effected and will co-work with the director of radio station and director of repeater operations.

SECTION VIII: The Public Information Officer shall act as liaison with the media and general public, and coordinate publicity for the Association.

SECTION IX: The Immediate Past President shall make available his advice and experience in guiding the board of directors.

SECTION X: The Program Director shall plan and provide for speakers or entertainers for regular meetings.

SECTION XI: The Director of Training and Examinations shall provide the necessary classes and training to enable those interested in amateur radio to become licensed operators or to upgrade to a higher class license. The director shall also be responsible for making available regularly scheduled examinations for those wishing to upgrade, as provided by the Volunteer Examiners program of the American Radio Relay League.

SECTION XII: The Director of Membership shall be responsible for maintaining an accurate roster of the club members, distribution of name tags and shall provide the treasurer and director of club publications with information needed regarding expiration of memberships. A current roster shall be made available periodically to the membership. He will also provide information about the organization and distribute orientation materials to each new member.

SECTION XIII: The Director of Club Publications shall be responsible for the editing and monthly publishing of the club newsletter.

SECTION XIV: The Director of Web Services shall be responsible for the club webpage and related internet matters.

SECTION XV – The Director of Hamfests shall be responsible for heading up all aspects of the club hamfests.

SECTION XVI – The Director of Special Events shall be responsible for coordinating all special events such as public service activities, Field Day, emergency communications, etc.

ARTICLE V

SECTION I: The Board of Directors shall execute routine matters of business administration for the Association, execute legal and financial papers as required by law, and help coordinate and channel the needs and aspirations of the membership to promote efficient operation and growth of the Association. They shall review and act on applications for membership, meet on a regular basis at the discretion of the president, and report abstracts of their transactions at regular monthly meetings.

SECTION II: Each member of the Board shall have one vote when considering matters before the Board.

SECTION III: Any director or elected officer may by written instrument resign his position.

SECTION IV: Any director may by appropriate instrument, upon mutual consent of involved parties, delegate part of his responsibilities (but not his vote) to others, including other directors, for such periods and subject to such conditions as the delegating director shall determine, to ensure optimum implementation and discharge of his duties.

SECTION V: A member of the Board of Directors may be removed from office by vote of the Executive Committee. A member of the Executive Committee may be removed from office upon recommendation of the Board of Directors and approval of the membership.

SECTION VI: In the event of a vacancy on the Board of Directors, a replacement shall be nominated by the president and approved by the remainder of the Executive Committee.

SECTION VII: In the event of a vacancy on the Executive Committee, the Board of Directors shall fill the vacancy subject to the approval of the membership.

ARTICLE VI

The current edition of *Robert's Rules of Order* shall prevail whenever question(s) of parliamentary procedure may arise at any meeting of this Corporation.

ARTICLE VII

This Corporation shall not engage in or exercise powers beyond those authorized in its Certificate of Incorporation, Constitution and Bylaws and other resolutions defining conduct of business, nor beyond those authorized in Title 15 of the N.J.S. and section 501(c)(3) of the Internal Revenue Code of 1954, and amendments thereto and supplements thereof.

ARTICLE VIII

No person shall be eligible for election to the Executive Committee unless he has reached the age of majority, as may be required by state or federal law, to enable him to discharge the legal responsibilities of the office.

ARTICLE IX

In accordance with *Article III, Section IV* of these Bylaws, the Executive Committee shall appoint an audit committee of three members, who are not officers or directors, at the end of each fiscal year, which shall be the calendar year. The audit committee shall work with the Treasurer to audit the books of account of this Corporation. This committee shall present a report of their findings to the Board of Directors which shall be filed with the corporate records and minutes of that meeting.

ARTICLE X

The Delaware Valley Radio Association, Inc. has maintained active affiliation with the American Radio Relay League (ARRL) since 1931 to assist this Association in carrying out its primary aims and objectives as stated in the Certificate of Incorporation. To this end, the DVRA will maintain its affiliation with the American Radio Relay League. An annual club report will be filed by the club's acting ARRL club liaison in accordance with ARRL policy.

ARTICLE XI

SECTION I: Members with voting privileges are permitted to vote by proxy in the manner and subject to the conditions enumerated herein. Proxies in writing directly generated by members entitled to vote, shall be accepted by the secretary of a given meeting. Proxies may be delivered to the Secretary by hand or via mail and may be delivered electronically. The intent is to permit members to be represented when, for non-frivolous reasons such as illness, commitments to work, church or family, they are unable to personally cast the vote to which they are entitled. This intent is not to be construed as encouragement of absenteeism and/or inactivity, or abuse of this provision to vote by proxy by members who have demonstrated inactivity, to override the wishes of that majority which is active, working and demonstrating concern for and within this Association.

SECTION II: The format of proxies may be prescribed by the Board of Directors. However, proxies minimally shall contain: identification of the question(s) upon which vote is being taken; the actual statement of vote "*for*" or "*against*" the question(s); the date(s) for which the ballot shall be valid; name and amateur radio callsign of the member so voting.

SECTION III: As herewith stipulated, each voting member is entitled to one vote, Therefore, although the proxy may be transmitted or delivered by another member to the Secretary of a

given meeting, any member's vote (and therefore proxy) cannot be transferred, assigned or otherwise left to the discretion of another voting member.

SECTION IV: The Secretary of the meeting shall be responsible for filing and counting proxies during or before the vote to which the proxies are addressed, and shall include such proxies in corporate minutes.

ARTICLE XII

SECTION I: In accordance with *Article III, Section IV* of these Bylaws, the Executive Committee may appoint, as needed, a committee to amend the Bylaws, Constitution or Certificate of Incorporation of the Delaware Valley Radio Association.

SECTION II: Amendments to the Bylaws shall be filed with each member at least 30 days prior to the meeting at which the proposed alteration is to be voted upon. A quorum of at least one-fifth (1/5) of the total voting membership must be present in person or proxy at this meeting and a two-thirds (2/3) majority shall be required to adopt the amendment.

ARTICLE XIII

Any reference to he, him or his for simplicity in these Bylaws shall be construed to refer equally to she, her or hers.

For the Bylaws Committee

Don Wright, AA2F

These Bylaws duly adopted by the membership of the Delaware Valley Radio Association, Inc. on August 12, 2015.