

This sample constitution is for illustrative purposes only.

The text in **RED** is to provide discussion points as you draft your club's constitution. Please, if you use any of the text in this example, be certain that you have removed any unwanted or informational text.

What's the difference between a constitution and by-laws?

A constitution provides the framework to govern the club or empowers the club administrators to do certain things on behalf of the club.

The by-laws detail specific actions as guided by the constitution.

As an example your constitution may authorize the club to collect dues from its members whereas the by-laws will specify the amount of the dues to be collected and when they will be paid.

Must we be incorporated?

It is not required that a club be incorporated or be a non-profit corporation. There are sever pros and cons to incorporating and the club should weigh them when deciding what direction the organization will take.

Amateur Radio Emergency Service - ARES ®

ARES ® and Amateur Radio Emergency Service ® are registered trademarks of the ARRL. Any use of these trademarks must have the registered trademark notation (circle R ®)

ARES ® is a program of the ARRL. Local ARES ® groups under the direction of the ARRL field organization or its appointees (SEC, DEC, EC) cannot be organized as a club or incorporated as this will conflict with the ARES ® program.

What is a Constitution?

*By Dan Henderson, N1ND,
ARRL Regulatory Specialist*

What is a Constitution?

A constitution is the document that lays out the rules for the operation of your club. It spells out the name and purpose of the club, establishes the method of management of the organization, and established the guidelines for implementing the decisions of the club. It also sets out the working relationship of the organization between its officers, memberships and other groups or parties with which it is affiliated.

Why do we need a Constitution?

Simply put, it allows you to explain what the organization is about and how you “do the business” of the club. It allows you the basis by which to resolve internal problems that may arise in a consistent, organized manner according to the guidelines accepted by the group. In essence, a club constitution is “the law” of the club and becomes the internal authority for conflict resolution.

There is another big reason for the need of a club constitution. If the club wishes to become incorporated or apply for tax-exempt status, a constitution is required.

What should a Constitution include?

The document itself can be very simple or it can be very complex, depending on the needs of the organization. For the most part, the actual constitution itself should be the broad overview of the basic tenets necessary for the club. These would be the things that should only be changed by the group as a whole. Things that might be more subject to change (such as meeting times and places or dues for example) might be better left for accompanying By-Laws of the organization.

Note that if your organization is looking to incorporate and apply for tax-exempt status there are probably specific items that will be required by the statutes of your state government. If this is the case, we strongly encourage you to get professional help when drafting a club constitution. It is probably easier to change problems before they go into force than to try and address them once they become a problem after the fact.

The rules in the constitution should relate directly to the administration of the organization. Things relating to the conduct of activities of the club should probably be part of the By-Laws instead of the Constitution. Of course, you should include in the Constitution details of how to amend the Constitution and how the By-Laws are set and amended.

What are the basic parts of the Constitution?

While this may vary from group to group, in general a club constitution should include:

- I. Name of the Organization
- II. Purpose of the Organization
- III. Membership requirements
- IV. Meetings
- V. Officers of the Organization
- VI. Election / Removal of Officers
- VII. Finances
- VIII. Dissolution of Assets if necessary
- IX. Permanent Committees of the Organization
- X. Process for Writing/Amending By-Laws or Constitution

Some of these broad areas are pretty self-explanatory. For example, naming the Organization may be easy and straight-forward. Some of these areas will require a lot of work and thought as you develop them into the document. We offer a few suggestions on some of these areas below. By no means are these the only things that you need to consider as part of these broad areas, but they are ones that your organization should give careful consideration to as you write your constitution.

Specific Areas to Address/Consider

Purpose of the Organization:

As an amateur radio club, this point seems pretty obvious. But you may want to consider several additional aspects of the club beyond just promoting amateur radio in your area. Will your club be a general interest club or will you seek to be a specialty club – with a particular interest in a more specific part of the hobby (a DX club? a Contest club? an Emergency Service club?) The goals and interests of your members will help define the stated purpose of your club. Most clubs will probably be general interest clubs, but some will want to specialize in areas of specific interest.

If your club is going to become an ARRL Affiliated club, keep in mind that your stated purpose and goals should not conflict with those of the ARRL. To help guide you in this part of your work, the ARRL Articles of Information states the purposes of the ARRL as:

“... the promotion of interest in Amateur Radio communication and experimentation; the establishment of Amateur Radio networks to provide electronic communications 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; the promotion and conduct of research and development to further the development of electronic communication; the dissemination of technical, educational and scientific information relating to electronic communication; and the printing and publishing of documents, books, magazines, newspapers and pamphlets necessary or incidental to any of the above purposes.”

Membership requirements:

Who may be a voting member of the organization is definitely something to consider. Most amateur radio clubs require its full members to be licensed amateurs. You may want to consider what other additional types of memberships your club wishes to offer and the rights of those other memberships within the club. You will also want to decide if membership dues or fees will be part of your membership requirements (though the actual amount of those dues/fees can be part of your By-Laws). If appropriate, consider taking a look at pro-rated dues for those joining the club in mid-year

Meetings:

While the By-Laws can be used to set specific dates, times and places of meetings, the constitution should establish how often meetings will take place. Some clubs have more than one meeting a month – one for business and another for a social activity. If this is the case, the constitution should include under what circumstances club business may be conducted at a non-business meeting. You should include what the quorum of membership is required for the conduct of business at a regular club meeting. Also, you may want to include provisions on how any special or emergency meeting can be called at which club business will be conducted. You will also want to consider what the rules of conduct will be for a formal meeting. Most organizations use “Roberts Rules of Order” to define how their meetings are conducted. Remember, when a controversial decision is made, you need to be able to explain under what authority that decision was reached, so be sure to give this aspect of your constitution serious thought.

Officers of the Organization:

It is the fact of organizations that there needs to be an individual or group of individuals that are responsible for seeing that the work of the organization is carried out. This is where the officers of the organization come in. Whatever title you choose to call them, the officers are charged with a TOUGH task. To help them best perform those duties, you need to decide what officers your organization will have and what the specific duties of each office will include. Most clubs have a minimum of four elected officers – a president, vice-president, secretary and treasurer. Many clubs will include additional elected or appointed officials working with the officers to help handle the day-to-day operation of the organizations. These might include members of an “executive committee,” quartermaster, trustee of club equipment, or other leadership roles.

Be as specific in defining the tasks/duties of each officer. Some of the tasks are pretty obvious (such as chairing meetings, takes minutes, handling any club funds). But there are always other tasks and duties that the club will need to have covered (such as arranging for programs at meetings or who in the liaison to emergency officials or other clubs for example). Remember, it's easier to do a job well if you know what things you are responsible for handling.)

Election / Removal of Officers

The facts of “club life” are that people move in and out of membership and there always should be an orderly transition from one administration to the next. Making that transition smooth means having in place the election process for club officers. You should include a process for filling any vacancy as well as the process for removing an officer if necessary. If you have an

“executive committee” which includes persons other than the officers you should also determine how they are selected.

Finances

Some clubs don't have dues or membership fees and don't accrue property or resources. If that is the case with your group this will be an easy area for you to handle. However most clubs to build resources. Probably no area causes more problems or potential problems to a club or organization than dealing with the club finances. So be sure to spend attention to how these are handled.

You should have a process in writing for who is authorized to disperse the club's money and the procedure they must use in order to disperse the funds. It may be as simple as reimbursing someone for picking up the donuts and coffee for the club meeting or it could be as complicated as signing the contract for the site of your club's hamfest. You are encouraged to have a process for the frequent (at least annual) review of the club's books by someone other than the elected officers. Some checks and balances on the financial side of the club affairs will save lots of hurt feelings in the long run.

Keep in mind that if you wish to incorporate your club and attain tax exempt status there will be specific requirements from the government that you will have to meet.

Dissolution of Assets

Over time the club is bound to acquire assets, - radio equipment, library materials, a communications van, generator, a club house for example. However, there may come a time that the club has outlived its purpose and is being disbanded. You don't have to specifically list what equipment or asset goes to a particular party or organization in the constitution, but you do need to include the process by which those decisions will be made should that need arise. And if you are an incorporated tax exempt group there will probably be limitations on how those assets can be divided. This doesn't have to be spelled out in detail in the document, but the basic process needs to be addressed.

Permanent Committees

Most clubs will have at least one or two permanent committees – something along the lines of Activities Committee, Emergency Preparedness Committee and Membership Committees are common. If you have these type committees, it is good to mention them in your constitution along with their basic purposes or areas of concern. Also include the process by which the committees are “populated” – that is, who serves on the committee. In most cases this will be something simple, such as “appointed by the president.” But in some cases membership on the committee may be by election or as an ex officio member. Again, you don't have to be too specific, but make sure you address the basics as necessary.

Process for Writing/Amending By-Laws or Constitution

Try as we might, it is inevitable that some part of the constitution that you work hard on will eventually have to be amended or new things will have to be included. You should include the mechanics for how the constitution can be changed in your document.

Since much of the routine “detail” stuff of running the club day to day will be included in the By-Laws, make sure you include the process of how they will be initially approved and amended down the road. Again, keep in mind the premise that the constitution should probably comprise the “big picture” stuff that is less likely to change while the by-laws will continue the things more apt to be changed or require attention over time.

Some Closing Thoughts and Comments

The key part of drafting your club constitution is to make sure it meets the needs of your group. It doesn't have to be written in “legal-ese” or try to cover every feasible loophole that might emerge. But it should be a well-crafted, thoughtful look at how your club will be organized. One of the key challenges is drafting a document that meets the goals of the club without getting in the way of the club having fun while trying to meet those goals. Good luck as you start the writing process!

Constitution

Preamble:

This opening statement simply says who you are and what your mission is.

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

Of (city)

(State)

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 welfare of Amateur Radio in the community.

Article I

Membership

Consideration should be given to this section because these are the people that you want to be a part of your club. Be careful not to use any language that could be deemed as discriminatory or illegal.

All persons interested in Amateur Radio communications shall be eligible for membership. Membership shall be by application and election upon such terms as the club shall provide in its By-Laws.

Membership may not be denied because of race, creed, color, religion, gender, sexual orientation, political affiliation, marital status or any other reason that would be biased or prejudicial.

Article II

Officers

The Officers section should be given careful consideration as these are the people who will be empowered to make decisions and effect policies for your club.

Section. 1. Offices

The officers of this club shall be President, Vice-President, Secretary and Treasurer.

This language is illustrative. The length of terms and term limits is up to the club.

Section. 2. Election

The officers of this club shall be elected for a term of one year by ballot of the members present, provided there be a quorum, at the annual meeting.

Section 3. Term limits

An individual may not hold the same office for more than two terms and may not serve more than three consecutive terms as an officer.

An individual may not hold more than one office during the same term.

Section. 4. Vacancies

Vacancies occurring between elections must be filled by special elections at the first regular meeting following the withdrawal or resignation.

Section 5. Eligibility

In order to hold an office an individual must be a member in good standing for at least one year and hold a valid Amateur Radio license.

Section 6. Resignation

Any officer may resign his/her position in writing at which time all records and assets of the club will be turned over to the President or Vice President.

Section 7. Removal of Officers

Here is area that should be given careful consideration.

Officers may be removed from office for cause, upon written petition of six (6) or more members presented to the President or Vice President.

After investigation the petition will be presented to the membership at the next regular meeting of the club and a voted on by the membership.

Removal of an officer requires a three-fourths vote of the full membership.

Article III

Duties of Officers

Section. 1. President

The President shall preside at all meetings, and conduct them according to the rules adopted. He/she shall enforce due observance of this Constitution and 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.

Section. 2. Vice President

The Vice-President shall assume all the duties of the President in his/her absence. In addition, he/she shall organize club activities, plan and recommend contests for operating benefits, and advance club interest and activity as approved by the club. He/she shall maintain close liaison with the local ARRL's local ARES ® Emergency Coordinator to further club participation in the Amateur Radio Emergency Service. ®

(Note that ARES ® and Amateur Radio Emergency Service ® are registered trademarks of ARRL.)

Section. 3. Secretary

The Secretary shall keep a record of the proceedings of all meetings, keep a roll of members, submit membership applications, carry on all correspondence, read communications at each meeting, and mail written meeting notices to each member. At the expiration of his/her term he/she shall turn over all items belonging to the club to his/her successor.

Section. 4. Treasurer

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 business committee). At the end of each quarter he/she shall submit an itemized statement of disbursements and receipts. At the end of his/her term he/she shall turn over everything in his/her possession belonging to the club to his/her successor.

Article IV

Meetings

The By-Laws shall provide for regular and special meetings. At meetings, a minimum of one-third of the membership shall constitute a quorum for the transaction of business.

Robert's Rules of Order shall govern proceedings.

Article V

Dues

The club, by majority vote of those present at any regular meeting, may levy upon the general membership 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 within the discretion of the membership.

Article VI

Membership Assistance

The club, through designated interference, Public Relations, and Operating Committees will provide technical advice to members concerning equipment design and operation to assist in frequency observance, clean signals, uniform practice, and absence of spurious radiation's from club member-stations. The club shall also maintain a program to foster and guide public relations.

Article VII

Club Call sign

It is not a requirement to have a club call sign. < [://www.arrl.org/club-call-signs](http://www.arrl.org/club-call-signs) >

If your club chooses to obtain a call sign form the FCC you may want to include some language about that.

The club may elect to apply for a club call sign as provided by FCC rules Part 97.

The President shall assign trusteeship of the club call sign.

The trustee shall:

Be a member of the club in good standing

Meet FCC requirements.

Not had his/her Radio Amateur licensed revoked or sanctioned at any time.

Article VIII

Dissolution of The Club

The intention may be perpetual however sometimes things must end. Having a plan in place for this is very important.

Section 1. Termination of Operations

In the event that the Board of Director votes that the Club should be dissolved the motion for dissolution must receive more than two thirds vote of the full membership to pass.

Section 2. Disposition of Assets

The Board of Directors shall handle the disbursement of all assets of the club.

No member or group of members shall receive benefit from the assets.

All equipment will be sold and net proceeds donated to a non-profit organization.

All remaining cash will be donated to a non-profit organization.

Article IX

Amendments

This constitution or By-Laws may be amended by a two-thirds vote of the total membership. Proposals for amendments shall be submitted in writing at a regular meeting and shall be voted on at the next following regular meeting, provided all members have been noticed by mail of the intent to amend the constitution and/or By-Laws at said meeting.

By-Laws

1. Secretary

It shall be the duty of the Secretary to keep the constitution and By-Laws of the club and have the same with him/her at every meeting. He/she shall note all amendments, changes and additions on the constitution and shall permit it to be consulted by members upon request.

2. Membership

There is no requirement to have membership tiers. Give some consideration to how members will be selected, member privileges and removal of members for cause.

Full membership is open to licensed Radio Amateurs.

Associate membership is open to those actively engaged in a class leading to an Amateur Radio license and all other interested persons.

Full membership includes all club privileges as well as rights to hold a club office and to vote for club officers.

Associate membership includes all club privileges except for the right to hold office and vote for club officers.

Applications for membership shall be submitted at regular meetings.

3. Meetings

Regular meetings shall be held on (day) of each calendar month. Special meetings may be called by the President upon the written request of any five club member. Notices shall be sent to members concerning special meetings and the business to be transacted. Only such business as designated shall be transacted. Such notices shall be sent so that they arrive not less than 24 hours before the meeting.

4. Dues Fees and Assessments

If your constitution empowers the club to collect dues this is where the amount (if any) and payment schedule will be placed.

Annual dues of \$xx.00 per member is hereby assessed in accordance with the provisions of Article V of the constitution for the purpose of providing funds for expenses.

Membership dues are payable in March of each year.

Any member whose dues are not paid by May 1st will be considered inactive and removed from the membership roster. Inactive members have no voting privileges.

Termination of membership either by resignation or expulsion will not constitute a refund of dues paid.

5. Elections

Elections, nominations and voting should be given careful consideration.

Officer elections will be held annually at the regular November meeting.

Officers will assume their elected office January 1 of the following year.

Nomination Committee

The President will appoint a nomination committee six months prior to elections.

The committee will be charged with finding qualified candidates to run for office.

The committee will present a ballot to the president at the regular meeting one month prior to elections at which time the President will entertain a motion for nominations and to accept the ballot.

The final ballot will be published and made available to all club members by mail.

The president will dissolve the nomination committee after the annual elections.

Voting

Voting will be done using paper ballots.

Immediately after voting the ballots will be counted openly in front of the membership.

Any candidate may request a recount of the ballots.

In the case of an unopposed slate the President may entertain a motion for the Secretary to cast a single ballot.

6. Interference committee

This committee shall consist of five members (appointed by the club President). The committee shall direct investigation, invite proper inquires, establish technical facts and testimony and report its results to the club.

(Additional By-Laws may provide for technical, program, publicity and other committees, or other rules provisions not provided for in this sample constitution.

7. Amateur Radio Emergency service – ARES®

ARES® is a program of the American Radio Relay League -- our club will abide by the *Rules and Regulations of the ARRL's Field Organization* as they may be amended from time to time, and by ARRL policies, rules, and guidelines contained in ARRL publications."