

1994



*Canadian Ladies Amateur Radio
Association*

**CONSTITUTION
& BY-LAWS**

CONSTITUTION

MAY 1994

ARTICLE I -Name

This organization shall be called THE CANADIAN LADIES AMATEUR RADIO ASSOCIATION -CLARA.

ARTICLE II - PURPOSE

To encourage and promote proficiency and fellowship between Canadian Lady Amateurs Radio Operators.

To further a good relationship between the Amateur and the general public.

CLARA shall be known as a non-profit organization.

ARTICLE III - MEMBERSHIP

Section 1. FULL MEMBERSHIP shall be granted to all Canadian Lady Amateurs (YLS) who, upon payment of dues, shall be entitled to all the rights and privileges of the Association. A one-time only initial fee for new CNIB members to cover "initial costs".

Section 2. LIFE MEMBERSHIP shall be granted to all Canadian Lady Amateurs (YLS) who, upon payment of life dues, shall be entitled to all rights and privileges of the Association.

Section 3. FAMILY MEMBERSHIP shall be granted to any additional YL family members living at the same address and they shall be entitled to all the rights and privileges of CLARA, but only one CLARION per family.

Section 4. ASSOCIATE MEMBERSHIP shall be granted to all unlicensed Canadian Ladies and to all foreign YLS. Upon payment of dues, they shall be entitled to all rights and privileges of CLARA except the right to vote or hold office.

Section 5. HONOURARY MEMBERSHIP may be granted by the executive to individuals only, who are deemed worthy of the honour. These individuals shall be entitled to all rights and privileges of the Association except the right to vote or hold office.

Section 6. SUBSCRIBERS to The CLARION shall have non-member status; shall not vote or hold office. CNIB members may subscribe to the printed CLARION.

ARTICLE IV -OFFICERS

Section 1. Only LIFE or FULL MEMBERS in good standing shall be eligible to hold office.

Section 2. The elected officers of the Association shall be known as the EXECUTIVE:

PRESIDENT, VICE- PRESIDENT, SECRETARY and TREASURE

ARTICLE V - ELECTION OF OFFICERS

Section 1. All officers shall be elected bi-annually by the membership. They shall take office at the beginning of the club year and each shall hold office until her successor has assumed the duties of the office.

Section 2. Election of all officers shall be in accordance with the regulations prescribed in ARTICLE VII of the BY-LAWS.

ARTICLE VI -APPOINTMENTS

Section 1. On taking office, the PRESIDENT shall appoint, if necessary, Committee Chairpersons to head the following Committees:

Publicity
CLARION Editor
Supplies
Friendship
Nominating

and members to fill the following positions:

Certificate Custodian
Ballot Auditor
Tapes for CNIB CLARA members
DX-YL Sponsorship & column Editor
Photo album & scrapbook.

Section 2. The PRESIDENT shall appoint AREA REPRESENTATIVES in each of the following organizational divisions:

Atlantic Provinces
Quebec
Ontario
Manitoba
Saskatchewan
Alberta
British Columbia
Yukon
Northwest Territories

There shall be TWO Area Representatives for the Atlantic Provinces.

ARTICLE VII -BOARD OF DIRECTORS

Section 1. The business and affairs of CLARA shall be under the control and direction of the BOARD OF DIRECTORS.

Section 2. The BOARD OF DIRECTORS shall consist of the Executive, Past President, Area Representatives, and Standing Committee Chairpersons.

ARTICLE VIII - MEETINGS

Section 1. All meetings will be conducted by mail or by Amateur Radio unless otherwise directed. Be discreet on the air.

Section 2. The PRESIDENT shall convene meetings with the BOARD OF DIRECTORS using Amateur Radio and/or mail, not less than TWICE yearly. THE BOARD OF DIRECTORS shall represent the membership in all decisions and policy making.

There shall be one meeting held in the FALL of the year, to include the newly elected officers and this date shall include any PROPOSED AMENDMENTS and BALLOTS pertaining to the CONSTITUTION.

ARTICLE IX - AMENDMENTS

Section 1. The Constitution or By-Laws may be amended by a two-thirds membership vote with a minimum of 30\ of the eligible voters casting a ballot.

Section 2. The Constitution can only be changed ONCE a YEAR, with proposed amendments allowed any time of the year. Written notice of amendments to be sent to the Executive at least THREE months in advance of the voting date. The Executive shall give them consideration and, if approved, shall cause the proposed amendments with

appropriate ballot and explanation of the reasons for the proposal to be published in the next regular issue of the CLARION or in a special notice.

BY-LAWS

ARTICLE I - MEMBERSHIP.

Section 1. Application for membership shall be submitted to the Treasurer, and shall be considered valid upon payment of dues.

Section 2. Expiration of Amateur license shall automatically disqualify a person from full membership; however, the YL shall be entitled to remain an Associate member for the remainder of the fiscal year for which her dues are paid.

Section 3. Life members who allow their Amateur license to expire shall be entitled ONLY to the privileges and rights of ASSOCIATE membership. Upon renewing their Amateur Radio License, they shall resume full privileges of Life membership,

Section 4. The Board of Directors may, by written notice, TERMINATE or SUSPEND the membership of any person who acts contrary to the Articles and By-laws of CLARA or who fails to support the objectives as laid out in the Constitution. Except to the member concerned, the Board need not give any explanation for the termination to the membership.

ARTICLE II -DUES

Section 1. The Board of Directors will decide on any changes in the annual membership dues structure.

Section 2. Notice of dues payable shall be sent to each full member in the FALL issue of The CLARION.

Section 3. The Fiscal Year shall be from January 1st to December 31st of each year. Members may pay dues for the following year beginning September 1st. If joining CLARA after July 1st, each new member shall pay half of the annual dues for the remainder of the current year PLUS dues for the following full year. (one and a half years of membership dues)

Section 4. Members whose dues are late will not have their names printed in the January membership list and will be contacted by the Area Representative. Members, whose dues are not received by March 31st, will be dropped from the membership list.

Section 5. Dues shall not be paid -in advance, except for LIFE MEMBERSHIP.

Section 6. There shall be no refund of dues.

Section 7. Members who sponsor DX YLs shall be given the option to pay a specified amount over and above their dues for first class mailing of the CLARION.

ARTICLE III -OFFICERS

Section 1. All officers shall serve without compensation in any form. This shall not preclude the reimbursement of necessary expenses incurred in the conduct of their .respective offices and approved by the Board of Directors.

ARTICLE IV -DUTIES OF OFFICERS

Section 1. The PRESIDENT shall:

- call and preside at all meetings of the membership, Board of Directors, and Conventions, with the exception of the Nominating Committee, or appoint another Executive Officer to preside;
- cast her vote only in the case of a tie;
- sign all contracts and obligations of CLARA, together with the Secretary and/or Treasurer, with the knowledge .and approval of a majority of the Board of Directors;
- appoint Committee Chairpersons (Nominating Chair- person to be other than an elected official) and Area Representatives as required;
- make appointments, whenever vacancies occur in office;
- supervise the duties of CLARA officers;
- call meeting of the Board of Directors either by mail or radio not less than twice yearly.

.Section 2. The VICE-PRESIDENT shall:

- assume the duties of the President in the event of the President's absence or inability to act or preside;
- be in charge of contests and nets, and their rules;
- serve as a member of the Board of Directors;
- perform additional duties as determined by the Board and appoint committees or assistants to help fulfill these duties.

Section 3. The SECRETARY shall:

- record the minutes of all meetings of general membership, the Board of Directors, and Executive;
- complete club correspondence as directed by the Board;
- notify the members of meetings and other events using The CLARION, on the air or by mail;
- shall sign all contracts and obligations of the club together with the President and/or Treasurer;
- shall receive and file copies of correspondence, reports of officers and committees;
- shall provide a copy of the minutes to each elected officer not present at any of the meetings;
- shall maintain a permanent file on all membership information, shall appoint assistants when necessary;
- complete additional duties as determined by the Board and appoint committees or assistants to help fulfil these duties.

ARTICLE IV -DUTIES OF OFFICERS: (Continued)

Section 4. The TREASURER shall:

- keep full and accurate record of all receipts and disbursements on behalf of CLARA.
- : -maintain a bank account on behalf of CLARA, in such bank as approved by the Executive;
- shall disburse funds on behalf of CLARA, as requested by the Executive;
- prepare a financial report for inclusion in each issue of The CLARION;
- prepare an annual financial statement to be audited by an independent auditor and published in the first CLARION of the year;
- sign all contracts and obligations of CLARA together with the PRESIDENT and/or SECRETARY;
- publish a dues reminder in the fall/winter issue of The CLARION;
- publish an up-dated membership list in each issue of The CLARION;
- inform The CLARION Editor of new members for the mailing list;
- send a list of unpaid members to each AREA REPRESENTATIVE before March 31 of each year;
- complete additional duties as determined by the Board and appoint committees or assistants to help fulfil these duties.

Section 5. All Association officers shall keep a record of expenses incident to the conduct of their office, regardless of whether or not they intend to donate such expenditures. These records shall be sent to the Treasurer who shall maintain them in a permanent file.

Section 6. Should both the PRESIDENT and VICE-PRESIDENT be unable to act, the Board of Directors shall appoint an acting President.

Section 7. Each AREA REPRESENTATIVE shall be responsible for:

- gathering news of interest, for The CLARION; -membership recruiting in her area;
- liaison between her area and the Executive;
- serving as a member of the Board of Directors; -assisting the Vice-President in finding Net Control Stations from her area;
- assisting the Treasurer in contacting area members who are late with their dues;
- promoting CLARA projects in her area;
- appointing as many deputies as required to assist with these duties.

Section 8. The Executive shall act for the Board of Directors as necessary.

Section 9. Retiring officers and chairpersons shall pass to their successors, all information acquired during their term of office, President of CLARA to write accounts of her term, to provide a documented history for CLARA files.

ARTICLE V STANDING COMMITTEES

Section 1. Committee Chairpersons, with the exception of the Nominating Committee Chairperson, and the members who fill these positions, shall serve for an indefinite term. Committee Chairpersons may appoint more members to their committees.

Section 2. The Publicity Committee shall:

- be responsible, with the co-operation of the Area Reps, for publicizing CLARA. This should include write-ups and if possible, photos, to Amateur Radio magazines, Amateur Radio Club Bulletins in the Provinces and in the YL publications circulated by other National Women's Amateur Radio organizations;
- liaise with other National Women's Radio organizations for mutual promotion of activities, awards, certificates and contests;
- produce a leaflet about CLARA, that any member can post at Radio Flea Markets; Conventions and hamfests;
- work closely with the Area Reps to promote CLARA;
- work in tandem with the Publications Committee;

NOTE: The Club historian should be on this committee to maintain the CLARA scrapbook and photos. The scrapbook and photo album should be made available for special occasions, with precautions taken so they are not lost.

Section 3. The Publications Committee shall edit a publication at least four times a year to be known as the Canadian Ladies Amateur Radio Item of News, to be called The CLARION, and supply each member with a copy as soon as it is published. The policy of the publication shall be determined by the purpose of the Association as stated in ARTICLE II of the Constitution. The general management of this publication shall be in the hands of the Editor who shall be Chairperson of the Committee and, shall work in tandem with the Publicity Committee.

Section 4. The Friendship Committee shall be responsible for expressing, on behalf of CLARA: good wishes, congratulations, get well messages, condolences etc. to members.

Section 5. The Supplies Committee shall be responsible for:

- receiving and disbursing all CLARA supplies;
- maintaining an accurate record of supplies and monies received and disbursed;
- submitting a quarterly report to the Treasurer. All monies received shall be sent to the Treasurer.

Section 6. The Nominating Committee shall be responsible for selecting qualified and eligible candidates for each of the offices stipulated in ARTICLE IV of the Constitution. They shall be responsible for publication of the slate of officers in The CLARION in accordance with ARTICLE VII of the By-Laws.

ARTICLE V -STANDING COMMITTEES (Continued)

Section 7. All Committee Chairpersons shall keep the Secretary informed of activities under her jurisdiction. A copy of each Committee Chairperson's report shall be on file with the Secretary.

ARTICLE VI -VOTING

Section 1. On questions involving the entire membership, the Secretary shall provide each member with a ballot and information concerning the question or candidate. A closing date for voting shall be stated in the notice. This ballot must be included in one of the editions of The CLARION or by special notice.

Section 2. Ballots shall be returned to the Secretary in an envelope marked 'BALLOT' with the member's name and call on the outer envelope only. The Secretary shall verify the eligibility of each voter shall count and tabulate votes and submit them in their respective envelopes, to the Ballot Auditor. After auditing, if there are no discrepancies, ballots shall be returned to the Secretary in their respective envelopes for retention. If there is a discrepancy in the total counts, ballots shall be forwarded to the President in their respective envelopes for final decision. The Secretary shall notify candidates of results and cause results to be published in the next edition of The CLARION. The results are to include such statistics as the number of members voting, percent of the club voting, list of officers nominated and final results. If the voting is not an election of officers, then include the number of ayes, nays, and spoiled ballots.

Section 3. The Secretary shall maintain proof of votes of all election or ballots for a period of 180 days after which the ballot may be destroyed.

Section 4. On ballots involving entire Membership, a simple plurality vote shall govern except in cases of amendment to the Constitution or By-laws which shall require a two-thirds majority, with a minimum of 30\ of the eligible membership casting a ballot.

Section 5. On ballots of the Board of Directors, a majority vote shall govern.

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ARTICLE VII ELECTIONS

Section 1. Pursuant to ARTICLE IV, Section 1 of the By-laws, the retiring President shall appoint the Nominating Committee Chairperson. The Chairperson shall then appoint not less than two other members, elected officers excepted, to assist her in selecting qualified candidates for each of the offices stipulated in ARTICLE VI. Section 2 of the Constitution.

Section 2. In addition to the candidates selected by the Nominating Committee, any qualified member may be nominated for office by written petition of three members in good standing. A nominating and candidate consent form will be published in The CLARION.

Section 3. No member may be nominated to office without her written consent.

Section 4. After verifying the eligibility of each candidate, the Nominating Committee shall cause to be published in the summer issue of the CLARION, or in a special bulletin, a complete slate of candidates, together with a brief profile of each candidate and a ballot form.

Section 5. voting shall be conducted in accordance with ARTICLE VI of the By-laws.

ARTICLE VIII QUORUM

Section 1. The members participating in any general meeting, or those who submit ballots on any item of voting, except the Constitution and By-laws, shall be considered a quorum.

Section 2. On matters requiring decision by the Board of Directors, two-thirds of the Board shall be considered a quorum.

ARTICLE IX -FINANCES

Section 1. The fiscal year of CLARA shall end on the 31st day of December

Section 2. The accounts of CLARA shall, as soon as practical after the end of each fiscal year, be examined and their correctness ascertained by one or more auditors appointed by the Board of Directors, who are not designated signing officers.

Section 3. All cheques written on CLARA accounts must be signed by The Treasurer and one other authorized Executive.

Section 4. All fees and their method of payment shall be decided by the Board of Directors as necessary.

ARTICLE X. AMENDMENTS

Section 1. The By-laws may be amended at time by membership vote and require a two-thirds majority, with a minimum of 30% of the eligible voting membership casting a ballot. Written request for amendment must be submitted by any FULL or LIFE member. Such proposals shall be submitted first to the Executive who shall give them consideration and if approved, shall cause the proposed amendments with appropriate ballots and explanation of the reasons for the proposal, to be published on the next regular issue of The CLARION or in a special notice.

Section 2. Voting shall be conducted in accordance with the provisions in ARTICLE VI of the By-laws.

Section 3. Approved amendments shall be recorded by the Secretary and published in The CLARION.

Section 4. In the event the organization shall be dissolved, the membership at large shall vote the means of disbursing any monies remaining.

Section 5. On question of Order, and Procedure not otherwise covered by these By-laws, the provision of the current edition of Robert's Rules of Order shall prevail.