

# **YLRL CONSTITUTION** *As amended September 2008*

## **ARTICLE I - NAME**

This Corporation shall be known as the YOUNG LADIES' RADIO LEAGUE, INC.

## **ARTICLE II - PURPOSES**

The purposes of the Corporation shall be:

- A. To encourage and assist Young Ladies (YLS) throughout the world to enter into the Amateur Radio Service.
- B. To sponsor, and otherwise carry out programs to promote YL interest, appreciation, and understanding of radio communications and electronics, and to encourage them to advance and improve their skills as Amateur Radio operators.
- C. To carry out a program of specialized service to blind and otherwise handicapped Young Ladies.
- D. To provide Scholarship funds or other grants to worthy Young Ladies to continue their education, with preference given to those in the academic study of communications and electronics or related arts and sciences.
- E. To host foreign YLS during their visits to the United States and to sponsor their participation in YLRL activities.
- F. To encourage Amateur Radio competition between YLS by offering certificates, trophies, etc., for demonstrated excellence in such operating competitions.

## **ARTICLE III - MEMBERSHIP**

**Section 1** For the purposes of this Corporation, the term Young Lady (YL) is defined as meaning a woman of any age who holds an Amateur Radio license.

**Section 2** Membership in the YOUNG LADIES' RADIO LEAGUE, INC. shall be open to any woman who submits satisfactory proof that she holds an Amateur Radio license issued by the U. S. Federal Communications Commission or the equivalent foreign authority. Continued membership in the League is determined by this license.

**Section 3** Membership in the League shall consist of the following:

- A. FULL MEMBERS who shall be entitled to all rights and privileges of the League.
- B. FAMILY MEMBERS who shall be entitled to all rights and privileges of the League except for receiving the official publications.
- C. ASSOCIATE MEMBERS who shall be entitled to all the rights and privileges of the League except the right to hold office.
- D. LIFE MEMBERS who shall be entitled to all the rights and privileges of the League.
- E. HONORARY MEMBERS who shall be entitled to all the rights and privileges of the League except the right to vote or hold office.

## **ARTICLE IV - OBJECTIVES**

**Section 1** The YOUNG LADIES' RADIO LEAGUE, INC. shall operate exclusively for charitable, educational, and scientific purposes, entitling it to exemption under the provisions of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.

**Section 2** No part of the income of the Corporations shall inure to the benefit of, or be distributable to any member, officer, or director of the Corporation (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its stated purposes set forth in ARTICLE II, Section 1, hereof), and no member, officer or director of the Corporation or any private individual shall be entitled to share in the distribution of any of the Corporation's assets on dissolution of the Corporation.

**Section 3** The private property of the incorporators, members, officers or directors of the Corporation shall not be subject to the payment of corporate debts to any extent whatsoever.

**Section 4** Nothing herein shall authorize this Corporation, directly or indirectly, to engage in, or include among its purposes any of the activities mentioned in Not-for-profit Corporation Law, Section 404 (b) - (p) of Executive Law, Section 757.

**Section 5** No part of the activities of the Corporation shall include participation in or intervening in (including the publication or distribution of statements for) any political campaign on behalf of any candidate for public office or engaging in any substantial way, directly or indirectly in carrying on propaganda or otherwise attempting to influence legislation.

**Section 6** In the furtherance of its corporate purposes, the Corporation shall have all general powers enumerated in Section 202 N-PCL, together with the power to solicit grants and contributions for corporate purposes.

**Section 7** The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1954, as amended, and the Corporation shall not:

- A. Engage in any act of self-dealing as defined in Section 4941 (d) of the Code;
- B. Retain any excess business holdings as defined in Section 4943 (c) of the Code;
- C. Make any investments in such manner as to subject the Corporation to tax under Section 4944 of the Code; or
- D. Make any taxable expenditure as defined in Section 4945 (d) of the Code.

**Section 8** In the event of dissolution of the Corporation, and after payment of all necessary expenses and obligations thereof, any remaining assets shall be distributed to such organizations having an exempt purpose similar or analogous to that of this Corporation and which shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code.

## **ARTICLE V - ORGANIZATION**

**Section 1** For the purposes of organization and Corporation activities, there shall be a division of the organization according to the United States amateur call sign areas and such additional districts as are deemed desirable by the Board of Directors.

**Section 2** The fiscal year and membership year shall begin on January 1.

## **ARTICLE VI - OFFICERS**

**Section 1** Officers of the Corporation, hereafter referred to as "the League", shall consist of the following: President, Vice-President, Secretary, Receiving Treasurers, and Disbursing Treasurer.

**Section 2** At the time of election of officers, there shall be elected one District Chairwoman from each of the YLRL Districts.

**Section 3** Only full, family, or life members who have been members in good standing for at least two consecutive years immediately prior to taking office shall be eligible to hold office as defined in Sec. 1 of this Article, or one year in the case of District Chairwomen.

## **ARTICLE VII - ELECTION OF OFFICERS**

**Section 1** All officers and District Chairwomen shall be elected by the membership for a term of two years. They shall take office at the beginning of the fiscal year following their election and each shall hold office until her successor has assumed the duties of office.

**Section 2** Election of all officers and Chairwomen shall be in accordance with the regulations prescribed in ARTICLE X of the By-Laws.

**Section 3** Simple plurality vote shall govern in all elections of officers.

## **ARTICLE VIII- MEETINGS**

**Section 1** All "meetings" will normally be conducted by mail or e mail.

**Section 2** No regular membership meetings are specified.

**Section 3** Action of the Board of Directors shall be called by the President at least twice a year; one "meeting" being near the end of the fiscal year.

## **ARTICLE IX – AMMENDMENTS**

The Constitution or By-Laws may be amended by membership vote, a two-thirds majority of the total votes cast being required.

## **YLRL BY-LAWS** *As amended September 2008*

### **ARTICLE I – MEMBERSHIP**

**Section 1** Pursuant to ARTICLE III of the Constitution, the following membership requirements are established:

- A. FULL MEMBERSHIP shall be open to all women who possess a valid renewable Amateur Radio license issued by the U.S. A. or Canada.
- B. FAMILY MEMBERSHIP shall be open to Full Members residing at the same address.
- C. ASSOCIATE MEMBERSHIP shall be open to all women who meet the general membership qualifications but who reside outside the U.S.A. and its possessions or Canada.
- D. LIFE MEMBERSHIP shall be granted to licensed women Amateur Radio operators who may be elected thereto by formal action of the League.
- E. HONORARY MEMBERSHIP shall be granted to those individuals who may be elected thereto by formal action of the League.

**Section 2** Application for membership shall be submitted in writing to a Receiving Treasurer and may be endorsed by a member in good standing. Each applicant must express her willingness to abide by the Constitution and By-Laws and such rules as may from time to time be promulgated.

**Section 3** Expiration of amateur license or equivalent foreign authorization shall automatically disqualify a person from membership. However, the YL shall be entitled to receive YL Harmonics as a subscriber for the remainder of the membership year for which her dues were paid.

**Section 4** Expulsion from membership shall be in accordance with the provisions of Roberts' Rules of Order.

### **ARTICLE II - DUES**

**Section 1** The annual dues shall be as follows:

A. FULL MEMBER	\$15.00
B. FAMILY MEMBER	3.00
C. ASSOCIATE MEMBER	15.00
D. LIFE MEMBER	0.00
E. HONORARY MEMBER	0.00

All dues are payable in U.S.A. funds or their equivalent amount based on the current rate of exchange.

**Section 2** Members and subscribers not eligible or not desiring to receive YLH by bulk mail shall be charged an additional amount to cover first class or air mail postage for mailing the League publications. This additional amount shall be determined by the Board of Directors upon recommendation of the Disbursing Treasurer, Budget & Finance Committee, and the Publications Committee. Majority of the votes cast shall be required.

**Section 3** Dues for renewal of continuous membership shall be paid in advance, shall be due and payable on January 1<sup>st</sup> of each year and shall become delinquent if not paid by March 31<sup>st</sup> of that year.

**Section 4** For new and reinstating members joining after June 30<sup>th</sup>, the dues may be prorated by half the annual dues for that fiscal year.

**Section 5** Members who fail to pay their dues by March 31<sup>st</sup> shall be considered delinquent, and shall be dropped from the rolls. The Receiving Treasurers shall notify said delinquent member of this action by first class mail or e mail sent to the delinquent member's last address of record or current callbook listing.

**Section 6** A former member whose name has been dropped from the rolls for a period of less than one membership year shall have the balance of that membership year as a grace period. If, before the end of her grace period, the lapsed member pays dues for that full year, her name shall be restored to the rolls, there

shall be no break in her membership continuity, and she shall regain her good standing. If she pays the prorated amount of the dues, she shall forfeit her membership continuity.

**Section 7** A former member who has been dropped from the rolls for a period exceeding one membership year may rejoin on the same basis as a new member. Her membership continuity shall be considered broken for the year(s) or portions thereof in which her dues were unpaid and she was not a member. She shall be called a reinstated member.

**Section 8** Dues may not be paid for more than one year in advance, except when a reinstatement or a new member's application is accepted on a prorated basis, and then she may include dues for the following year. In the event the membership year is changed, dues may be paid to cover through the period of the next full membership year.

### **ARTICLE III - OFFICERS**

**Section 1** The officers of the League shall be elected for a term of two years. They shall assume office on January 1<sup>st</sup> of the year following their election.

**Section 2** The President and Vice-President shall not be eligible to succeed themselves. (This does not mean that they cannot run for ANOTHER office -only that they cannot hold the office of President or Vice-President for more than two consecutive years.)

**Section 3** No member shall hold more than one elective office at anyone time.

**Section 4** A vacancy in the President's office before the expiration of term shall be filled by the Vice-President. Should both the President and Vice-President be unable to act, the Secretary shall notify the Board of Directors who shall then designate an Acting President. Vacancies other than that of President occurring between elections shall be filled by appointment of the President under whom that officer shall serve.

**Section 5** All officers shall serve without compensation in any form. This shall not preclude reimbursement of necessary expenses incurred in the conduct of their respective offices and approved by the Board of Directors.

**Section 6** Should an officer or District Chairwoman fail to carry out their duties adequately, the person holding that position may be removed from that position by a two-thirds vote of the Board of Directors.

### **ARTICLE IV - DISTRICT CHAIRWOMEN**

**Section 1** Election of District Chairwomen shall be made at the same time and on the same ballot as the election of primary officers.

**Section 2** All regulations regarding eligibility (ARTICLE VI, Sec. 3 of Constitution) and election of officers shall apply, except that members shall vote for only one District Chairwoman to represent the district in which the member resides, and except that RT #4-DX shall be elected by all members except Honorary Members.

### **ARTICLE V - BOARD OF DIRECTORS**

The Board of Directors shall consist of the President, Vice-President, Secretary, Receiving Treasurers, Disbursing Treasurer, District Chairwomen, Chairwomen of each of the Standing Committees, all appointed positions, and the immediate Past President of YLRL.

### **ARTICLE VI - EXECUTIVE BOARD**

The Executive Board shall consist of the President, Vice-President, Secretary, Receiving Treasurers, and Disbursing Treasurer, who shall have all the powers of the Board of Directors between the "meetings" of that Board. The Board of Directors shall define in broad terms the duties and authority of the Executive Board.

### **ARTICLE VII - DUTIES OF OFFICERS**

**Section 1** The President shall preside at all official meetings and/or conventions of the League and shall act as Chairwoman of the Board of Directors. She shall be an ex-officio member of all Standing Committees. She shall call meetings of the Board by air, in writing, or by e mail at least twice a year. The

President shall appoint one of the District Chairwomen to serve as Chairwoman of the Nominating Committee during her first year in office and no later than July of that year. She shall make all appointments whenever vacancies occur in offices. She shall retain the corporate seal and shall affix it to all Certificates and/or Awards she signs.

#### **Section 2**

**A.** The Vice-President shall assume all duties of the President in the absence or disability of the latter. She shall have charge of all League station activities, with the exception of the League Club call K4LMB, contests, rules of same, nets, etc. In this work she will be assisted by a committee of at least three members, preferably Past Vice Presidents, of her choice, each from a different district. She shall appoint a custodian for awards such as WAS/YL, YLCC, WAC/YL, DX/YL, and DX/YLCC and Continuous Membership Certificate. She may appoint committees or assistants to aid her in specific branches of activities under her jurisdiction. She shall serve as a member of the Board of Directors.

**B.** Rules governing the issuance of YLCC, WAS/YL, WAC/YL, DX/YL and the DX/YLCC certificates may only be changed or amended by following the procedures for Constitution and By-Laws changes set forth in ARTICLE XV, Section 1 of the By-Laws.

**C.** Major changes relating to YLRL contests shall be handled as follows: The proposed change shall be first sent to the current President of YLRL and the current President's Advisory Committee for discussion and opinion. If their approval is forthcoming, the proposal shall be sent to the Board of Directors for vote. A majority vote by this Board shall make the change effective immediately.

**Section 3** The Secretary shall keep a record of all proceedings of the League. She shall keep a complete and accurate record of amendments to the Constitution and By-Laws. She shall maintain a file of all new applications for membership for six months and shall handle all matters pertaining to membership and voting in accordance with the provisions of the By-Laws and Procedure Policy. She shall mail or e mail to each new member a letter of welcome. She shall serve as a member of the Board of Directors.

#### **Section 4**

**A.** The Receiving Treasurers shall receive all money for dues and forward this money to the Disbursing Treasurer. They shall send dues receipt cards to each member. They shall forward all new applications for membership to the Secretary for her files and shall keep the Secretary, Database Manager and Editor advised of dues payment and of all changes in the membership records. They shall serve as members of the Board of Directors.

**B.** The Disbursing Treasurer shall receive and receipt all money sent to her by the Receiving Treasurers and all other money paid to the League, and shall make payment of all obligations known to her to be proper and authorized. She shall appoint two members who shall be approved by the Executive Board to serve as auditors. She shall submit an itemized financial statement semi-annually to them for auditing. She shall file all reports required by the Federal, State and local governments. She shall serve as a member of the Board of Directors and shall be an ex-officio member of the Budget and Finance Committee.

**Section 5** Each District Chairwoman, the Youth Chairwoman and RT #4-DX shall be responsible for gathering news for YL Harmonics and forwarding same to the Editor at appropriate intervals. She shall assist the Vice-President in organizing contests, traffic schedules, nets, and all League activities. She shall serve as a member of the Board of Directors.

**Section 6** The Board of Directors shall be responsible for all matters of League policy. The Board shall be called to meet at least twice a year, one meeting being near the close of the club year. Additional meetings may be called by the President at her discretion or by a written request of three or more members of the Board. All business of the Board will normally be handled by mail or e mail.

**Section 7** The Executive Board shall act for the Board of Directors when necessary between meetings of the Board of Directors.

### **ARTICLE VIII - STANDING COMMITTEES**

**Section 1** The Standing Committees of the League shall consist of the following: PUBLICATIONS PUBLICITY, BUDGET & FINANCE, , SUPPLIES and AFFILIATED CLUBS.

**Section 2** The Publications Committee shall edit a publication to be known as YL Harmonics. The policy of the publication shall be determined by the board of Directors and the Editor. The general management of this publication shall be in the hands of the Editor who shall be Chairwoman of this Committee.

**Section 3** The Publicity Committee shall be responsible for publicizing the League in every way possible. It shall provide news items concerning the League and/or its members to newspapers and magazines.

It shall cooperate with the District Chairwomen in all publicity work and aid them whenever requested. The Publicity Committee shall maintain a League Scrapbook and a Photo Album which shall be sent upon request to Affiliated Clubs or conventions.

**Section 4** The Budget & Finance Committee shall act as advisor to the Board of Directors. It shall advise the Board in regard to investing League funds. It shall act as advisor to the Disbursing Treasurer.

**Section 5** The Affiliated Clubs Committee shall act as liaison between YLRL and affiliated YL radio clubs.

**Section 6** The Supplies Chairwoman will work closely with the Disbursing Treasurer since she will handle funds from the sale of pins, charms, etc. She will maintain other supplies for distribution to the officers in the conduct of their respective offices.

## **ARTICLE IX - 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 to be voted on. This may be done through publication in YL Harmonics, provided each Family Member shall also receive a copy of the ballot. A closing date for voting shall be stated in the notice and shall be not less than six weeks from the date the notice is mailed.

**Section 2** Votes shall be returned to the Secretary in an envelope signed by the voting member. The Secretary shall verify the eligibility of each voter, shall count and tabulate the votes, and submit them to an auditor designated by the Board of Directors. After auditing, if there are no discrepancies, the votes shall be returned to the Secretary for retention. If there is a discrepancy between the count of the Secretary and that of the auditor, the ballots shall be forwarded to the President for final decision. The Board of Directors shall direct the Secretary to send written notice of election results to all candidates and shall cause the results of the balloting to be published in the next regular issue of YL Harmonics.

**Section 3** On ballots involving the entire membership, a simple plurality of votes cast shall govern in all matters except amendment of the Constitution and By-Laws, which shall require a two-thirds majority of the votes cast.

**Section 4** On ballots of the Board of Directors, a majority of the votes cast shall govern in all matters.

## **ARTICLE X - ELECTIONS**

**Section 1** During her first year in office, and no later than July of that year, the President shall appoint one of the District Chairwomen to serve as Chairwoman of the Nominating Committee. The Chairwoman shall then appoint two more District Chairwomen to assist her in selecting qualified candidates for each of the offices stipulated in ARTICLE VI 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 five members in good standing.

**Section 3** No member may be nominated to office without her written consent. Write-in votes will not be allowed.

**Section 4** The nominating Committee shall check on the eligibility of each candidate and shall cause to be published in YL Harmonics, or in a special bulletin, a slate of candidates for office together with a brief review of each candidate's qualifications.

**Section 5** If there is any office for which there is no candidate, the President under whom she is to serve will appoint a member who qualifies under ARTICLE VI, Sec. 3 of the Constitution.

**Section 6** Prior to July 15, ballots for the general election shall be provided for each member. Ballots may be included in YL Harmonics if desired, provided each family member shall also receive a copy of the ballot.

**Section 7** Voting shall be conducted in accordance with ARTICLE IX of the By-Laws.

## **ARTICLE XI - QUORUM**

The members participating in any meetings of voting shall be considered a quorum, providing all members have been notified of the activity by mail sent to the last address of record. Such notice shall be mailed at

least six weeks prior to the closing date of the ballot.

## **ARTICLE XII - LEAGUE PAPER**

**Section 1** There shall be an official publication of the YLRL to be known as YL Harmonics which shall be published by the Publications Committee in accordance with the provisions of ARTICLE VIII, Sec. 2. A copy of YL Harmonics shall be supplied to every member of the League in good standing with the exception of Family Members.

**Section 2** The expenses of YL Harmonics shall be governed by the Board of Directors.

**Section 3** Subscription to YL Harmonics may be obtained by any interested persons upon payment of a subscription fee of \$15.00 per year, plus any additional postage required. Subscriptions shall run from January 1<sup>st</sup> to January 1<sup>st</sup>.

## **ARTICLE XIII - AFFILIATED CLUBS**

**Section 1** Local clubs of women radio amateurs shall be eligible for YLRL Affiliated Club Membership when 50% of the licensed members of such club are YLRL members in good standing. Written application for affiliation shall be made to the Affiliated Clubs Chairwoman, accompanied by a designation of the geographical area covered. A certificate of affiliation shall be issued by the YLRL Secretary.

**Section 2** Affiliation of the YLRL Affiliated Clubs shall be renewable at the beginning of the YLRL membership year and shall require submission of an affirmation of eligibility.

**Section 3** YLRL Affiliated Clubs shall be independent organizations and shall pursue no course of action in the name of YLRL without first obtaining written permission of the Executive Board. If the name "Young Ladies' Radio League" or "YLRL" is incorporated in the name of the club, it shall be qualified as to location or territory served by the local club.

**Section 4** Any action or policy pursued by an Affiliated Club which is in opposition to the Constitution or policy of YLRL shall be cause for cancellation of affiliation within the discretion of the Board of Directors.

## **ARTICLE XIV - SCHOLARSHIP FUND**

The young Ladies' Radio League, Inc. shall establish a scholarship fund to provide scholarships or other grants to worthy Young Ladies for continuing their education, with preference given to those in the academic study of communications and electronics or related arts and sciences.

## **ARTICLE XV - AMENDMENTS**

**Section 1** An amendment to the Constitution or By-Laws may be proposed at any time by written request of five or more members. Such proposal shall be submitted to the Board of Directors who shall give it consideration, and if approved, shall cause the proposed amendment together with appropriate ballot and reasons for the proposal to be published in the next regular issue of YL Harmonics, or by special bulletin. Voting shall be conducted in accordance with the provisions of ARTICLE IX of the By-Laws. Approved amendments shall be recorded by the Secretary.

**Section 2** On questions of order and procedure not otherwise determined by these By-Laws, the provision of the current editions of Roberts' Rules of Order shall prevail.

**Section 3** The present By-Laws shall become effective September 2008.