

CONSTITUTION
OF THE
NEW ENGLAND ANTIQUE RADIO CLUB, Inc.

As amended 22 July 2006

ARTICLE I NAME

The name of the non-profit corporation shall be "New England Antique Radio Club, Inc.", hereinafter referred to as the "Club" or as "NEARC".

ARTICLE II PURPOSE

The purpose of the New England Antique Radio Club shall be:

(a) To encourage the preservation, collection, restoration and enjoyment of antique and collectible radios, televisions, and related hardware items (eg. test equipment, electronic components, cabinets, speakers, etc.) as well as related printed matter (eg. magazines, user's manuals, advertising, textbooks, etc.) and radio/television broadcasting memorabilia.

(b) To publish, for circulation among the members and not for retail sale, a quarterly newsletter entitled "Radio News", whose purpose shall be to provide information about the Club and its members and about the subjects set forth in Article II (a) above.

(c) To sponsor twice yearly "Radio Shows" which are "Swap and Sell Meets" (hereinafter referred to as "Swap Meets") to be held in April ("Spring") and October ("Fall") of each year. These Swap Meets provide both Club members and interested non-members the opportunity to gather together to buy (all attendees), to sell (members only), to trade/swap, and to generally discuss informally such items as radios, TVs, related hardware components, and related printed matter. The buy/sell/trade/swap transactions are not for the profit of the Club.

(d) To do anything necessary and proper for the accomplishment of any purposes outlined above.

ARTICLE III NON-PROFIT ORGANIZATION

The New England Antique Radio Club, Inc. is not intended, nor has it been formed, as a profit-making organization. NEARC shall derive revenues from membership dues, Swap Meet admissions and table rental fees, and any other Club activities approved by the Board of Directors. Such revenues will be used in the furtherance of the purposes previously listed herein.

ARTICLE IV LOCATION

The location of the New England Antique Radio Club shall be:

(a) The official United States Postal Service mailing address for the New England Antique Radio Club, Inc. will be determined by the Club President who shall inform all members via NEARC's Radio News newsletter.

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(b) Records of the Corporation, including the Constitution itself and the minutes of each meeting of the Officers and Directors, will be kept at the residence of the Club Secretary.

(c) Membership records will be kept at the residence of the Membership Secretary. Accounts and balances of the revenues of the Club and the Club checkbook and statements shall be kept at the residence of the Club Treasurer.

(d) Revenues of the Club will be deposited into the Club's checking account and/or savings account at a designated FDIC-insured bank.

There will be a yearly accounting of all financial records printed in the "Radio News" newsletter. All records of the Club may be made available for inspection by any Club member upon request.

ARTICLE V **MEMBERSHIP**

(a) **Active Members**

There are no qualifications or requirements for membership in the New England Antique Radio Club, Inc., other than the annual payment of dues. Payment of the annual dues entitles a member to the following:

- (i) Membership number
Each member is assigned a unique membership number.
Previously assigned membership numbers shall never be reused.
- (ii) Membership card
Issued upon initial payment of dues when joining and upon a specific request by a currently paid-up member.
- (iii) Newsletter
Free issues of the Club's "Radio News" newsletter. These shall be distributed via the United States Postal Service surface mail
- (iv) Swap meet table rentals
The opportunity to rent table space at the quarterly Swap Meets.
Actual rentals will depend upon table space availability.
- (v) Access to NEARC library services
- (vi) One vote in any general election of Officers and Directors of the Club.

(b) **Family Members**

The immediate family of Club members are entitled to the same benefits outlined above without the payment of dues, except:

- (i) Such family members of Club members cannot vote in Club elections.
- (ii) Such family members will NOT receive separate copies of the "Radio News" newsletter.
- (iii) Such family members will NOT receive a membership card or membership number.

Exceptions to this rule are cases where non-dues paying family members are elected or appointed as NEARC Officers, Directors, or Staff. In such case the family member shall have a vote as an Officer or Director in any official club meeting, but will not have a vote in Club elections.

(c) **Honorary Members**

Any individual may be nominated an honorary member by any Club member. Honorary membership in the Club is conferred by majority vote of the Officers and Directors. All honorary members are entitled to the benefits of membership listed in (a) above. However, honorary members are not required to pay annual dues.

ARTICLE VI **OFFICERS, DIRECTORS AND APPOINTED STAFF**

(a) **Elected Officers**

The New England Antique Radio Club, Inc. shall have the following officers elected by ballot:

- (i) President
- (ii) Vice President
- (iii) Treasurer
- (iv) Club Secretary

(b) **Elected Directors**

In addition to the elected officers listed above, the Club shall have an elected Board of Directors consisting of no fewer than three (3) and not more than six (6) members.

(c) **Appointed Staff Positions**

In addition to the elected Club Officers and Directors listed in (a) and (b) above, the Club shall have the following appointed positions:

- (i) Membership Secretary
- (ii) Swap Meet Chairperson
- (iii) Newsletter Editor/Publisher
- (iv) Contest Chairperson
- (v) Club Librarian
- (vi) Club Photographer
- (vii) Meet Publicity
- (viii) Other appointed positions as deemed necessary by the Club President

The NEARC President shall appoint Club members or immediate family members of Club members to these appointive offices. The terms of these appointive offices shall be two years and will coincide with the terms of elected Club offices.

ARTICLE VII **ELECTIONS OF OFFICERS AND DIRECTORS**

Any Club member, immediate family member of a Club member, or honorary member may serve as an Officer or Director of the Club. Elections of Officers and Directors shall occur every two years in the following manner:

(a) **Nominations**

The President shall appoint a Nominating and Election Committee to review and confirm nominations and prepare the official ballot. Nomination forms will appear in the Spring issue of the "Radio News" newsletter. Each member will have an opportunity to nominate one Club member, or immediate family member, for each elected office or Board of Directors seat. The nomination forms will be mailed to the Club Secretary whose address will be listed in the "Radio News". After the nominations have been received, the names of all persons who have accepted nominations will appear in the Summer issue of the "Radio News" newsletter.

(b) **Ballots**

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Each Club member will receive an official ballot by United States Postal Service mail with a pre-addressed return envelope. For ballots to be returned by USPS mail, postmarking deadlines will be set forth on the ballot. For ballots to be hand-carried to the Fall Swap Meet and handed directly to the ballot collection person designated by President, a specific hand-in time deadline will be set forth on the ballot.

The Election Committee will open and count all ballots during the Fall Swap Meet. The elections results will be announced to the membership during the Fall Swap Meet. Election results will also be published in the Winter issue of the "Radio News" newsletter.

ARTICLE VIII **CLUB GOVERNANCE**

The New England Antique Radio Club, Inc. shall be governed by the following Club Officers, Directors, and Appointed Staff:

- (i) President
- (ii) Vice President
- (iii) Treasurer
- (iv) Club Secretary
- (v) Membership Secretary
- (vi) Swap Meet Chairperson
- (vii) Board of Directors

ARTICLE IX **QUORUM**

A quorum, consisting of a simple majority of Club Governance Officers and Board members listed in Article VIII above, must be present to conduct a board meeting where voting on official Club business will take place. Majority vote rules during any board meeting vote where a quorum is present. Board meetings are open to all members.

ARTICLE X **DUTIES OF OFFICERS, DIRECTORS AND APPOINTED STAFF**

All those nominated as NEARC Officers or Directors will be contacted by the President who will explain the duties associated with the position. Each nominee will have an opportunity either to accept or to decline the nomination. Officers and Directors may be nominated for succeeding terms, and there is no limit to the number of terms an Officer or Director may serve, provided that he or she has been duly elected.

There will be no compensation of Officers, Directors, or Appointed Staff. However, the Treasurer will reimburse Club Officers and Appointed Staff for expenses incurred in the furtherance of the duties outlined below, provided they submit receipts therefore.

A Club member is permitted to serve in more than one of the positions described in this Article X.

The duties associated with the various offices of the Club are as follows:

(a) **President**

The President will be the Chief Executive Officer of the New England Antique Radio Club, Inc. It will be his or her duty to preside at all meetings of the Board of Directors and the general membership, and to have general supervision of the affairs of the Club. He or she will execute, on behalf of the Club, all contracts, conveyances and other agreements between the Club and any third

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party, that may be required or authorized by the Board of Directors for the proper and necessary transaction of Club business.

In the event that any Officer or Director cannot complete their term of office, the President may appoint another Club member to fill the unexpired term.

(b) Vice President

The Vice President will act in the absence or disability of the President and will perform other duties as may be assigned to him or her by the President or the Board of Directors. In the absence or disability of the President, the execution by the Vice President on behalf of the Club, of any instrument will have the same force and effect as if it were executed by the President. Should the office of the President become vacant during the President's term, the Vice President will assume the office for the remainder of the term of office.

(c) Treasurer

The Treasurer will be responsible for the books and accounts of the Club, for the deposit into the Club bank account of all revenues derived from membership dues, Swap Meet admissions and table rental fees, and any other Club activities approved by the Board of Directors. The Treasurer will have authority to write checks from the Club checking account for expenses associated with the operation of the Club. The Treasurer will be responsible for securing insurance for all NEARC functions, including Swap Meets and auctions. The Treasurer will be responsible for filing forms for and issuing checks in payment of any federal, state and local taxes that may be levied. The Treasurer will report on a quarterly basis to the Officers and Directors on the financial condition of the Club.

(d) Club Secretary

The Club Secretary will be responsible for keeping the records and for the taking of minutes of each Club Board meeting, and will be the custodian of correspondence and papers relating to the business of the Club.

(e) Membership Secretary

The Membership Secretary will keep records concerning the members of the Club including membership number assignments, the status of their dues payments and their up-to-date USPS addresses, telephone numbers, and internet addresses. He or she will also be available to answer questions regarding membership and to sign up new members. He or she will convey information about members to the Editor of the "Radio News" newsletter and to NEARC Officers and Directors as needed.

(f) Swap Meet Chairperson

The Swap Meet Chairperson will be responsible for scheduling Swap Meets, booking and reserving Swap Meet locations and table layouts, and keeping the membership informed of Swap Meet activities. The Swap Meet Chairperson will collect fees for Swap Meet admissions and table rentals which will be forwarded along with any other Swap Meet income to the Treasurer for deposit.

(g) Newsletter Editor/Publisher

The Newsletter Editor/Publisher will be responsible for publishing the Club's Radio News newsletter quarterly. Among the Newsletter Editor/Publisher's responsibilities are collecting the various items of needed for publication (eg. text, artwork, photos, information, etc.), laying out the newsletter's pages, and making arrangements for the newsletter's actual composition, printing, addressing, and mailing. Newsletter mailings shall be in time to be received one to three weeks before each semi-annual Swap Meet

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(Spring and Fall issues) or in early February and in early August (Winter and Summer issues).

(h) **Meet Contest Chairperson**

The Meet Contest Chairperson will be responsible for organizing and conducting the contest at the quarterly Swap Meets. Among the Contest Chairman's responsibilities are selecting contest categories (eg. old TRF radios, portable radios, radio advertising, etc.), labeling contest entries in preparation for contest balloting, providing blank ballots, tabulating the contest ballots, and supplying the contest results to the Newsletter Editor in time for publication in the next newsletter.

(i) **Club Librarian**

The Club Librarian will be responsible for storing such printed reference materials (eg. textbooks, technical manuals, users manuals, relevant periodicals, advertising, etc.) that the Club may see fit to acquire and place in the Club Library. The Librarian will make these reference materials available to Club members upon request via some mutually agreed upon individual scheduling, ie, the Club Library need not be officially open at any preset published times.

(j) **Club Photographer**

The Club Photographer will be responsible for recording photographically Club activities, using film and/or electronic media, for use in the Club newsletter and in Club publicity.

(k) **Meet Publicity**

The Meet Publicity staff will be responsible for advertising the Swap Meets, ie, making non-members aware of the date, time, and location of the quarterly Swap Meets.

(l) **Board of Directors**

Along with the Club Officers, the Board of Directors will make or change Club policies and procedures as outlined in any and all of these Articles.

ARTICLE XI **IMPEACHMENT OF CLUB OFFICERS AND BOARD MEMBERS**

Under normal circumstances, only the Club President or acting President can call a Board Meeting. However, any Officer or Board member can call an emergency Board of Directors meeting for the express purpose of a hearing on the impeachment or removal of any Officer or Board member. Impeachment or removal from office will only be upon two-thirds majority vote of a quorum of Officers and Board Members. This procedure will allow for the removal of an Officer or Board Member who is not fulfilling the duties of his or her office as described herein.

ARTICLE XII **DUES AND MEMBERSHIP RENEWAL**

Membership dues will be \$12.00 (twelve United States dollars) annually and cover the calendar year, January 1 through December 31. Renewal dues for a year are payable any time before first day of January of that year. New member dues for the initial membership year shall be prorated in monthly decrements from a January new membership dues of \$12.00 through a December new membership dues of \$1.00.

Individual notices of membership renewal will be mailed to each member by the Membership Secretary approximately four to six weeks before the end of each calendar year.

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If no renewal is received by the end of January, one reminder notice will be mailed to the member. If, after one month of this reminder mailing, no response from the member has been received, the member's name will be dropped from the active membership role and all membership benefits shall be forfeited. One pleasant but firmly worded notice (eg. "Your membership has lapsed. We'd really like you to welcome you back by receiving your renewal dues payment.") will be mailed to this recently-lapsed former Club member.

ARTICLE XIII **DISSOLUTION**

The New England Antique Radio Club, Inc., may be dissolved by a simple majority vote of a meeting of a quorum of the Board of Directors and Officers.

Upon dissolution, after payment of all outstanding debts, any remaining assets of the Club shall be distributed by the Treasurer, evenly among the entire membership of record in the form of checks drawn on the NEARC checking account. The Club checking and savings accounts shall then be closed by the Treasurer.

ARTICLE XIV **AMENDMENTS**

These articles may be amended, repealed, supplemented or altered in whole or in part from time to time by a meeting of a quorum of Board members and Officers.