

# Highway Amateur Radio Club



## Constitution

Last amendment: 20 June 2017

### 1. NAME:

The club shall be known as the HIGHWAY AMATEUR RADIO CLUB (HARC).

### 2. AFFILIATION:

The Club may affiliate to the South African Radio League (SARL), or any other organization, if it is deemed to be in the interest of the Club to do so.

### 3. AIMS:

The aims of the Club shall be to further the interests of its members in all aspects of amateur radio, electronics, computer science and related activities. *The Club endorses the Amateur Code as found in the ARRL Handbook and written by Paul M. Segal*

### 4. MEMBERSHIP:

Membership shall be open, subject to the discretion of the Club Committee, to all persons having an interest in amateur radio and electronics and in the aims of the club. With the exception of Social and Student members, all members shall be in possession of valid, full amateur radio licences. There shall be the following classes of membership:

#### 4.1 Full Member:

A Full member shall have the interests and aims as referred to above and must hold a valid Class A South African Amateur Radio Licence, either a ZR or a ZS, issued by the Independent Communications Authority of South Africa (ICASA). Such member shall enjoy full voting rights.

**4.2 Disabled member:**

A member who suffers from a debilitating condition or permanent injury may, on request and at the discretion of the Club Committee, be considered for special annual subscription fees. Such member shall enjoy full voting rights

**4.3 Senior member:**

A member who has attained the age of Sixty Five (65) years. Such member shall enjoy full voting rights.

**4.4 Student Member:**

A person who is the holder of a Class B Novice licence (ZU), is under the age of Twenty-five (25) years and is a full time student at a recognized educational institution and can furnish proof of such attendance. Such member shall enjoy full voting rights.

**4.5 Associate member:**

A person who is a fully licensed radio amateur but whose registered amateur radio licence address is more than 100 kilometers from the HARC Clubhouse and who does not attend more than 3 meetings in any calendar year. Such member shall have NO voting rights.

**4.6 Social member:**

A person who has an interest in radio, electronics and related activities but is not a Licensed Radio Amateur. Such member shall have NO voting rights.

**4.7 Honorary Life Membership:**

This may be granted to any member of the Club who currently holds a radio amateur licence for an unbroken period of Twenty (20) years and has been a member of the SARL and the HARC (previously the Highway Branch of the SARL) for an unbroken period of at least 5 years and who, in the opinion of the Club Committee, has given long and meritorious service to the Club, either directly or indirectly. Such membership shall be free from annual subscription. Honorary Life Members shall have the same rights and privileges as an ordinary member. A candidate for such membership may be nominated by two long-standing members of the Club and ratified by the entire Club Committee, alternatively such candidate may be unanimously nominated by the Club Committee. No more than 5 members of the Club shall hold Honorary Life membership at any one time.

**4.8 Conduct of Members:**

All members shall abide by the constitution of the Club as amended from time to time. The Club Committee shall have the power to expel any member whose conduct, in the opinion of at least three-quarters of the full Committee, renders that person unfit to continue membership of the club. However, no member shall be so expelled without first having been given an opportunity to appear before the Club Committee and present his/her case.

**4.9 Visitors:**

Members may invite guests to Club meetings, however, with the exception of a member's spouse and children, no visitor may attend more than three (3) meetings in each year.

**4.10 Application for Membership:**

- (a) All applicants must complete the official HARC Application Form and all details required must be furnished. The applicant shall also obtain the signatures of a Proposer and a Seconder, from members of the Club in good standing, who are personally acquainted with the applicant. The relevant fees shall accompany the Application Form.
- (b) All applications shall be subject to the approval of the Club Committee.

## 5. SUBSCRIPTIONS:

- 5.1 The Financial Year shall run from 1 July to 30 June of the following year.
- 5.2 Annual Subscriptions for the various membership Classes shall be set by the Club Committee from time to time and shall be effective from the next 1 July.
- 5.3 All subscriptions shall be due and payable on or before 1 July.
- 5.4 A Member shall be deemed to have resigned from the Club if, by the following 30 September, the subscriptions have not been paid. Members in arrears shall lose all benefits and voting rights.
- 5.5 The committee shall have the power to waive or reduce subscriptions in special circumstances for a period not exceeding two years at a time.

## 6. FINANCE:

- 6.1 All monies received by the Club shall be promptly deposited in the Club's bank account.
- 6.2 Withdrawals require the signatures of at least two of the three nominated Committee members.
- 6.3 Expenditure incurred by the Club, other than normal running expenses, shall be authorized by the Club Committee prior to payment being effected. All relevant invoices, approved for payment and countersigned by the Club Chairperson, together with respective statements and/or receipts, must be in the hands of the Treasurer prior to the next Committee meeting.
- 6.4 The Committee shall cause proper Financial Records, showing all income and expenditure of the Club, to be kept current and available for inspection. These records shall be maintained by the Treasurer.
- 6.5 The Financial Records shall be certified prior to the Annual General Meeting every year by a recognized individual appointed for the purpose and copies shall be provided to all members at the AGM.
- 6.6 An Assets Register, wherein shall be reflected all assets of the club, shall be kept by the Treasurer. Any decision to dispose of, or add to, Club assets, or in any way alter the Assets Register, must be ratified at a Club meeting.

## 7. MEMBERSHIP OF THE CLUB'S COMMITTEE:

- 7.1 The Club's affairs shall be administered by a Committee elected at the Annual General Meeting. Qualification for membership of the Committee shall be as follows:
- 7.2 Only Members, who have been members of the Club for at least Twelve (12) months and are in good financial standing, shall be eligible for nomination and election to the Committee, unless he or she has desirable qualifications for a position on the Committee.
- 7.3 Only Members present at the AGM, or who have given written notice to the Secretary prior to the meeting of their availability for election, may be elected to the Committee.
- 7.4 The committee, in whom the Club's property shall be vested, shall consist of:-
  - (a) **A Chairperson** - who shall preside at all meetings at which he or she is present. No member may hold this position for more than two consecutive years. However, he or she may be re-elected after a break of one year.
  - (b) **A Vice-Chairperson** - who shall act as Chairperson in the absence of the Chairperson.
  - (c) **A Secretary** - who shall be responsible for:-
    - i. Keeping the Minutes of all meetings of the Club;
    - ii. Ensuring that all correspondence is handled correctly and timeously;

- iii. Maintaining a comprehensive database of all members. This function may be delegated to a dedicated and responsible member of the Club at the discretion of the Club Committee;
- iv. Obtaining progress reports of all Sub-Committee activities; and
- v. If a Club Public Relations Officer (PRO) is not appointed, the Secretary shall act as the Club PRO.

- (d) **A Treasurer** – who shall be responsible for:
  - i. Keeping the Club's accounts;
  - ii. Liaising with the Club Committee on all financial matters;
  - iii. Preparing the accounts for Certification and presenting same at the Club AGM;
  - iv. Maintaining a Register of all Club Assets; and
  - v. Assisting the Secretary, or other duly delegated member, with maintaining the Members' database.
- (e) **Committee Members** - the number of Committee members shall be at least eight (8) in total, including the four (4) Office Bearers, dependent on the responsibilities to be assigned.
- (f) **Co-opted members** - the Club Committee shall have the power to co-opt additional members to the Committee if it is considered to be in the interest of the Club. Such co-opted members shall have full voting rights on Committee.
- (g) **Appointees** – the Club Committee shall have the power to nominate Appointees for various special functions of the Club wherever prudent. Such Appointees shall not be members of the Club Committee and shall have no voting rights.

7.5 Any Member who undertakes to serve on the Club Committee and who fails to fulfil his or her obligations whilst a Committee Member may be removed from office after a full enquiry by the Committee.

## 8. COMMITTEE MEETINGS:

- 8.1 The quorum at any Club Committee Meeting shall be 60 per cent of the full Committee present with not more than Three (3) Committee members absent
- 8.2 In the absence of a quorum, business may be dealt with but any decisions taken only become valid after ratification at the next Committee Meeting at which a quorum is present.
- 8.3 Committee Meetings may be called by the Chairperson, the Secretary or any Three (3) Full members of the Committee.
- 8.4 A simple majority in all decisions shall be final. A secret ballot may be called for by any Committee member.
- 8.5 The Chairperson may cast a vote and, in the event of a tie, he or she shall have a casting vote.
- 8.6 The Committee shall have the power to establish Sub-Committees or Appointees as and when required.
- 8.7 Should any member of the Committee be absent for Three (3) consecutive Committee Meetings, without leave of absence, the member concerned shall automatically cease to hold office. Written notice to this effect shall be sent to the member and the Club notified of this action.
- 8.8 Any vacancy on the Club Committee may be filled by the Committee and the Club members duly notified.

- 8.9 The Club Committee shall meet at least once in every calendar month except the month of December.
- 8.10 Any resolution passed at a Committee meeting may only be rescinded or altered by a two-thirds majority at a subsequent meeting of the Committee.
- 8.11 Should any section of the Constitution be found to be creating a conflict with the normal functioning of the Club, the Committee, after due consideration of all available options, may continue with their functions until the following AGM, when the matter shall be discussed and suitable action taken to rectify the situation.

#### **9. ANNUAL GENERAL MEETING (AGM):**

- 9.1 The Annual General Meeting (AGM) shall normally be held on the Third Tuesday in August each year.
- 9.2 The date of the AGM shall be set by the Club Secretary, who shall give at least 14 days notice of such meeting to each member in writing, by e-mail or by publication in the Highway Hotline.
- 9.3 The quorum at an AGM shall be Twenty (20) per cent of the Club's voting membership.
- 9.4 The Agenda of the Meeting shall be a closed Agenda as follows:
- (a) Notice of Meeting
  - (b) Apologies for absence
  - (c) Confirmation of the Minutes of the previous AGM
  - (d) Matters arising from the Minutes
  - (e) Chairperson's Report
  - (f) Secretary's Report
  - (g) Treasurer's Report and Financial Statements
  - (h) Presentation of Awards (Unless a special and separate function is held for this purpose)
  - (i) Election of new Committee for the ensuing year
  - (j) General. Note that only items that have been advised to, and lodged with, the Club Secretary at least Twenty One (21) days before the AGM may be discussed at the AGM. No other matters may be discussed.
- 9.5 Items a) to h) shall be chaired by the outgoing Chairperson and item i) shall be chaired by an Acting Chairperson who is not standing for election to office. Item j) shall be chaired by the incoming Chairperson.
- 9.6 Nominations of Committee members will only be valid if confirmed by the nominee at the meeting or in writing prior to the meeting.
- 9.7 The new Committee shall be elected at the AGM and shall, after election, hold a brief Committee Meeting to elect the Chairperson, Secretary and Treasurer.
- 9.8 A decision taken at an AGM may only be rescinded or amended at a subsequent AGM, or at a Special General Meeting (SGM) called for that specific purpose.
- 9.9 **Proxies** – Any member, who is unable to attend any AGM, or SGM, personally, may appoint another member, who is entitled to vote, to cast a vote on his or her behalf at such meeting. A Club Proxy Form shall be completed and handed to the Secretary before the Meeting commences. Any vote so cast shall be binding as if cast by the member personally.
- 9.10 **Only fully paid up Members in good standing may vote at an AGM or SGM, or be elected as an office bearer at such meeting.**

## **10. SPECIAL GENERAL MEETING (SGM):**

- 10.1 A Special General Meeting (SGM) for a specific purpose may be called by the Club Committee, or by not less than Ten (10) Voting Members of the Club. The date of the SGM shall be the earliest convenient date as decided by the Committee, but shall not be longer than two (2) months after the decision to call such SGM.
- 10.2 At least 21 days' notice in writing, or by e-mail, must be given to the Secretary who, in turn, shall give Members at least 14 days' notice, in writing or by e-mail or publication in the Highway Hotmail, of the exact business to be conducted at the SGM. No other business may be conducted at the SGM.
- 10.3 A quorum at any SGM shall be Twenty (20) per cent of the Club's Voting Membership and shall include the 10 Members calling the SGM.

## **11. CLUB MEETINGS:**

Club Meetings shall take place as determined by the Club Committee. There shall be at least one Official Meeting each year and all the other meetings shall be informal meetings. The Official Meeting shall be the Club's AGM which shall be held on, or as close as possible, to the 3<sup>rd</sup> Tuesday in August.

## **12. BY-LAWS:**

The Club Committee shall have the power to make By-Laws consistent with this Constitution, to ensure the proper running of the Club, the Club premises and Club assets. All such By-Laws shall be published in the Highway Hotline. Any new By-Law must be brought to the attention of Club Members by publication in the Highway Hotline at least two (2) weeks prior to the introduction of such By-Law.

## **13. AMENDMENTS TO THE CONSTITUTION:**

The Constitution may be amended at the AGM, or at a SGM called for the purpose, and at which at least Sixty (60) per cent of the members voting shall be in favour of such amendment. At least 14 days' notice in writing, or by e-mail, shall be given to members.

## **14. WINDING UP OF THE CLUB:**

- 14.1 Any decision to Wind Up The Club may only be taken at a SGM called for that specific purpose. 30 days' Notice in Writing or by e-mail, of such a meeting shall be given to all members of the Club at that time.
- 14.2 In the absence of a quorum at such meeting, a motion signed by the remaining members of the Club shall constitute the same decision.
- 14.3 The funds and assets of the Club shall, after the payment of all outstanding debts, be put into a "Highway Amateur Radio Club Trust Fund" to assist any future re-activation of the Club as per the existing Constitution and within a maximum period of two (2) years following the date of winding up. If, after this two year period, the HARC has not been reactivated, said funds and assets shall be handed over to the SARL for disposal or to use as the SARL sees fit, to the benefit of all amateurs. The Trustees of the Highway Amateur Radio Club Trust Fund shall be appointed at the SGM mentioned in 14.1 above, with due consideration given to the South African Radio League.

## **15. CLUB CONTACT:**

All communication with the Highway Amateur Radio Club shall be via the Club Secretary

### **Footnote:**

*Wherever the term "in writing" occurs in this Constitution, it shall mean by forms of writing such as a printed copy or by e-mail. A broadcast of information by means of the Club weekly bulletin shall NOT be deemed to be "in writing".*