Resolution

Resolution #1 (tabled at November 22, 2025 Club meeting)

Resolution Name – Board of Directors Proposal to Modify the Red River Valley Amateur Radio Club Constitution & Bylaws

Whereas membership participation is imperative to the success of any organization such as the Red River Valley Amateur Radio Club (RRVARC or "the Club"); and,

Whereas the Club adopted a new Constitution & Bylaws (C&B) in 2021; and,

Whereas provision was made for modification to that C&B; and,

Whereas the threshold for a quorum at a meeting was established as thirty percent (30%) of the Full membership ~~and a vote to change the C&B was established at two-thirds (2/3) of the membership~~; and,

Whereas Club growth is a net positive, but persons joining to financially support the Club but who never wish to attend a meeting affects the ability to make a quorum; and,

Whereas the Club leadership wants meaningful attendance while also providing for regular business in order to brief the membership, seek approval from the membership, vote on new members and generally take care of all member business and it can at times be hard to make that thirty percent (30%) requirement; and,

Whereas Club growth is a net positive, but also means an increasingly large group of members must be present in order to modify the C&B; and,

Whereas the C&B states:

Section 12.01 Amendments to the Constitution & Bylaws shall be initiated as follows:

(a) By proposed resolution of the Board of Directors and confirmation of the membership as further defined by Article XII Amendments, Section 12.01d Method of Amendment,

Therefore be it resolved the RRVARC board of directors proposes to modify the following C&B language (Remove where struck out, add where **bolded**.):

Section 7.05 Quorum

(b) At all other meetings of the organization, a quorum shall consist of not less than ~~thirty percent (30%)~~ **twenty percent (20%)** of the Full members in good standing, except if Full members in good standing is fewer than thirty (30), in which case no less

than eleven (11) Full members in good standing, one of whom shall be the President, or in his/her absence the Vice President.

~~Article XII. Amendments~~

~~(iii) No amendment or amendments shall be adopted, except by the affirmative vote of two-thirds (2/3rds)~~ **~~fifty percent plus one (50%+1)~~** ~~of the Full members in good standing, in person at the second meeting after the amendment was proposed for a vote and tabled.~~

Be it further resolved resolved the RRVARC board of directors proposes to modify the following C&B language (Remove where struck out, add where **bolded**.):

Article II. Membership

Section 2.03 Termination of Membership

(a) Lapsing: A membership will be considered lapsed and membership automatically terminated if such member's dues remain unpaid ~~one year and ninety (90) days after their last dues payment~~ **based on current RRVARC policy**. ~~However, the Board may grant an additional ninety (90) days of grace to such delinquent members in meritorious cases.~~ In no case may a person be entitled to vote at any Club meeting whose dues are unpaid as of the date of that meeting.

Be it further resolved, the RRVARC shall adopt and maintain a policy that establishes when the numbers are determined to comply with the new percentages above.

Maker: Phillip Beall Passed:

Second: T. Wayne Moore Failed:

Motion to postpone to next meeting: Phillip Beall

Second: Steven Lott Smith

Vote to postpone passed unanimously.