



Revised November 11, 2023

## ARTICLES OF ASSOCIATION OF THE ADXA

ARTICLE 1. The name of this organization shall be: The Arkansas DX Association (ADXA).

ARTICLE 2. The general aim of this organization shall be to further the interest of our members in the pursuit and enjoyment of DXing (distant or international amateur radio communications) with the benefits of an association of like-minded individuals. It shall be our purpose to promote the exchange of information and foster cooperation between members, to enhance the members knowledge of the art and science of radio communications, to develop individual's operating skills, to promote fraternalism, and to encourage International Goodwill. ADXA shall also provide necessary support for well-organized DXpeditions to desirable locations around the world. This association is organized exclusively for charitable purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

ARTICLE 3. Membership in this organization shall be based on the following:

- (a.) Prospective members must be sponsored by an ADXA member in good standing.
- (b.) Prospective nominees for full membership (voting) shall have the following qualifications:
  1. Membership in DXCC or 100 DXCC countries confirmed, as certified by the ADXA Board of Directors.
  2. Nominee shall be a member of ARRL.
- (c.) Prospective nominees for Associate Membership (nonvoting) shall have the following qualifications:
  1. Hold a current, valid FCC license.
  2. Have a genuine interest in DX.
  3. Be a member of ARRL.
- (d.) Any currently active member reaching 75 years of age and having 15 years of previous membership may be considered for Honorary Life Membership. Recommendation may be made by any active full member and shall require a three-fourths (3/4) majority vote of full members present at any regular quarterly meeting. Honorary Life Memberships shall be limited to no more than five (5) at any one time.
- (e.) Any person may be elected as an Honorary Member by a three-fourths (3/4) majority vote of full members present at any regular quarterly meeting. An Honorary Member shall not be entitled to any of the rights and/or benefits of full or associate members.

ARTICLE 4. The following activities shall be established by these articles:

- (a.) Quarterly meetings at a site and time to be determined by the membership.
- (b.) The fourth quarterly meeting to be an annual meeting at a site and time to be determined by the membership.

ARTICLE 5. Annual dues for full members and associate members shall be \$25.00 for the period January 1 through December 31. Family membership is available at \$35.00 and will include all family members who qualify for Full membership and who live at the same residence. Family associate membership is available at no charge to family members who meet the requirements for associate membership and who live at the same residence as a dues paid member. There will be no proration of dues for a period of membership of less than one (1) year except in the case of new members joining after the first quarter of the year whose dues will be prorated on a quarterly basis. Dues are collected for the purpose of providing operating funds and for support of DXpeditions.

ARTICLE 6. The routine business of the Arkansas DX Association shall be conducted by the Board of Directors prior to each quarterly club meeting at a board meeting open to the observation of the membership. No business shall be conducted at a board meeting at which less than a quorum is present. A Board meeting quorum is defined as the ADXA President plus two (2) Board members. Any action of the ADXA Board of Directors may be overridden by a majority vote of the membership present at a quarterly ADXA club meeting providing a quorum of seven (7) voting members is present.

ARTICLE 7. The following officers shall be elected by a majority vote of those full members present at the fourth quarter (annual) meeting:

- (a.) President.
- (b.) Vice President.
- (c.) Secretary/Treasurer.
- (d.) Board Members (2 at large).

The term of office shall be for a one-year period beginning January 1 and ending December 31. Nominations for candidates shall be made from the floor. The candidates for office receiving the highest number of votes shall be declared elected.

ARTICLE 8. Duties of elected officers:

President: Shall preside over all regular, special meetings, and Board meetings which shall be conducted in accordance with Robert's Rules of Order. The President shall have the power to appoint any other committees and shall be a member of the Board of Directors serving as its Chairman. Upon vacancy of any office, the President shall appoint a replacement from the membership to serve for the balance of the unexpired term.

Vice President: Shall preside over any meeting in the absence of the President. In the event of the resignation or inability of the President to serve, the Vice President shall automatically assume the office of President for the balance of the unexpired term. The Vice President shall be a member of the Board of Directors, serve as Program and Awards Chairman, and assume the responsibility of ensuring that ADXA is operating pursuant to IRS 501(c)(3) rules.

Secretary/Treasurer: Shall record the minutes of all meetings and maintain a permanent record of said minutes, maintain a current roster of the (OVER)

membership, collect and disburse the monies of the Association as directed by the membership, submit at all quarterly meetings a written financial statement showing income and expenses of the Association for the prior quarter, and keep a record of the dues status of all Association members. The Secretary/Treasurer shall be a member of the Board of Directors.

Board of Directors (at large members): Shall aid, advise, and assist the Association's officers in the conduct of the Associations business.

ARTICLE 9. Notwithstanding any other provision of these Articles, the ADXA shall not engage in any activities not permitted by (a), an association exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or by (b), an association to which, contributions are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE 10. In the event the ADXA dissolves its association and after paying or adequately providing for the debts and obligations of the association, the remaining assets shall be distributed to an Amateur Radio non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, and or scientific purposes and which has established its tax-exempt status under section 501(c) (3) of the Internal Revenue Code.

ARTICLE 11. These Articles may be amended at any business meeting by a two-thirds (2/3) majority of the full members present.

Articles revised and adopted February 2, 1973.

Amended June 1, 1974

Amended December 13, 1975

Amended March 13, 1976

Amended September 17, 1977

Amended September 23, 1980

Amended December 13, 1980

Amended August 24, 1985

Amended December 2, 1989

Amended February 9, 1991

Amended December 7, 1996

Amended December 1, 2001

Amended March 19, 2005

Amended March 3, 2018

Amended November 11, 2023

Charter Members:

Richard N. Freeling (SK) W5TIZ also K5FJ

Lawrence S. Woolsey (SK) W5HJA also NY5F, W5LW

Warren C. Daunhauer Jr (SK) W5WZN

Paul E. Wynne (SK) AF5M (ex WA5YMW)

Robert J. Rose (SK) WB5BID

J.M. Jolly III (SK) W5ZXS

John R. Aubrey W5EQ (ex WA5WMD)

William H Priakos W5SJ (ex W5KGJ) 1st President