



Policies and Procedure Manual

The purpose of this manual is to provide the Board of Directors and club members with guidelines to use in the operation of the Valley Radio Club of Oregon, Inc.. It is to be used in conjunction with the VRC Constitution and Bylaws. This manual may be updated in the future by the Board of Directors.

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Article I: Location

Section 1: Official Mailing Address

2637 Quince St
Eugene, OR 97404

Article II: Dues

Section 1: Dues Amounts

Dues are payable in advance for a calendar year, as follows:

Full Member	\$12.00
Family Member	\$18.00
Youth Member	\$6.00
Associate Member	\$12.00

Section 2: Prorating Dues

When a person joins the VRC the initial dues for that person will be equal to the number of full months, including the month they join through December, multiplied by 1/12th the annual dues.

Section 3: Collecting Dues

Dues are only collected or accepted from approved members.

Article III: Club Officer Responsibilities

The following duties are in addition to those responsibilities listed in the club's constitution and by-laws in Article VIII: Board of Directors

Section 1: President

Additional duties of the president shall include:

- A. Planning agendas for club meetings
- B. Presiding at club meetings
- C. Planning agendas for board meetings
- D. Communicating with club members and the board
- E. Approving financial transactions appropriate for the running of the club
- F. Attend club and board meetings regularly

Section 2: Vice President

Additional duties of the vice president shall include:

- A. Assisting the president as needed
- B. Arranging for regular presentations at club meetings
- C. Presiding over club meetings in the absence of the president
- D. Attend club and board meetings regularly

Section 3: Secretary

Additional duties of the secretary shall include:

- A. Publishing a club newsletter on a regular basis. This role may be delegated to a club volunteer.
- B. Attending club and board meetings regularly

Section 4: Treasurer

The duties of the treasurer shall include:

- A. Collect annual dues and provide member with a receipt
- B. Providing a yearly expense and income report
- C. Filing State of Oregon documents in a timely manner
- D. Annually obtain from the Club Trustee a current inventory of station equipment and its value
- E. Pay for insurance when due as approved by the Board of Directors
- F. Produce a yearly budget in conjunction with the Board of Directors
- G. Maintaining the club roster and dues-paying member list
- H. Attending club and board meetings regularly

Section 5: Member-at-Large

Additional duties of the member-at-large shall include:

- A. Maintaining website content and mail lists
- B. Publicizing events
- C. Distributing publications
- D. Attending club and board meetings regularly.

Article IV: Appointed Position Responsibilities

Section 1: Trustee

The Trustee shall

- A. Be appointed by the president.
- B. Be an amateur extra class licensee.

- C. Be designated as the Trustee for the club repeater, W7PXL, and call sign.
- D. Be authorized as the amateur responsible for the club repeater under part 97 of the FCC rules.

Section 2: Equipment Manager and Librarian

The Equipment Manager/Librarian shall

- A. Be appointed by the president.
- B. Manage the equipment and library Inventory
- C. Facilitate a means for club members to check out and return equipment.
- D. Provide recommendations for equipment purchases and disposal to the board.

Section 3: Eugene Science Center Radio Manager

The Eugene Science Center (ESC) Radio Manager shall

- A. Be appointed by the president
- B. Complete a background check as required by the Eugene Science Center Policy.
- C. Provide a monthly report of ESC radio activity to the club membership.
- D. Coordinate other ESC Volunteers.

Article V: Voting

Section 1: Voting

- A. Must vote in person or by a secure method of online voting
- B. Proxy votes are not accepted

Article VI: Meetings

Section 1: Meeting Times

Regular meetings will usually be held on the first Friday of the month.

Section 2: Annual Meeting

The annual meeting shall be in September.

Section 3: Board Meetings

Board of Directors meetings will be held as needed. Minutes of board meetings will be available to the membership.

Article VII: Elections

Section 1: Nominating Committee

Each June, the President will appoint a nominating committee of at least three Voting Members of the VRC to recommend at least one candidate for each office of the Club and present those names at the August meeting for the term commencing after the elections at the annual meeting in September.

Section 2: Additional Candidates

Additional candidates for the offices may be nominated from the floor until the end of the August meeting, at which point the nominations will be closed.

Section 3: Time of Voting

The election of new officers shall be held at the September meeting, the winner to be by a majority vote of the Voting Members for each office.

Section 4: Method of Voting

In the case of an uncontested position, a simple majority vote by those present at the annual meeting will constitute an election. If a contested position arises, the nominating committee will utilize a secure online voting method selected by the board, with a voting deadline that allows sufficient time for the results to be tabulated and announced at the annual meeting. Members who are unable or have difficulty with online voting may contact the nominating committee to provide their vote.

Section 5: Post Election Changes

Board elections may require the following to be reviewed:

- Groups.io VRC board's member list
- Permissions for "Board Documents" folder on Google Drive
- Permissions for the club's Google Calendar
- Access to treasurer@valleyradioclub.org email account
- Email forwarders (president@valleyradioclub.org, vicepresident@valleyradioclub.org, etc.) on club website
- "President" user account on the club website
- Club Info Page" on the club website
- "Past Presidents" page on the club website
- Groups.io VRC board's member list
- ARRL-affiliated club information

- Leadership information at the Club's financial institution(s)
- Physical paperwork
- Supplies related to board position (recognition items, projector, gavel, ticket jars, etc.)

Article VIII: Communications, Roster & Life Memberships

Section 1: Official Communications

- A. Will be on www.valleyradioclub.org in a designated location.
- B. Will also be sent to the VTC Reflector.
- C. Board communications will be done via the VRC-Board Reflector
 - a. Board communications that require an urgent reply should have "Please Respond" or "Please Reply" added to the subject line.

Section 2: Official Membership Roster

- A. The official membership roster is available to members on request in PDF format only. Excel format distribution must be approved by a board majority vote.
- B. Rosters reflecting current membership used for EchoLink and net check-ins should be updated by February and as needed thereafter.

Section 3: Life Membership Status

- A. .VRC no longer has a life membership option. Current life members are grandfathered and are not required to pay annual dues for the remainder of that member's lifetime.

Article IX: Financial Transactions

The Treasurer of the VRC shall be the primary contact for any financial dealings of the corporation.

Section 1: Financial Accounts

- A. The Treasurer shall ensure that all money is deposited into the Club's checking account in a timely manner, not to exceed 15 days.
- B. Signatures of the President, Vice President and Treasurer shall be on record at the bank, and the signature of one will be required to withdraw funds.
- C. Upon the election of new officers, those names will be changed.
- D. The Treasurer shall submit his or her books and accounts to an audit at least yearly, after a change in treasurer, and whenever the President directs.

- E. The monthly financial documents prepared by the treasurer will be reviewed by other board members every quarter using the following schedule:
 - a. April meeting for March end-of-month report - President
 - b. July meeting for June end-of-month report- Vice President
 - c. October meeting for September end-of-month report - Secretary
 - d. January meeting for December end-of-month report- Member at Large
- F. The board member performing the quarterly review will report a brief overall assessment at a club meeting. The evaluation can be as simple as "Financial documents were reviewed."

Section 2: Payment of Bills

The Treasurer shall pay regular recurring bills of the Club, including postage, membership badges, miscellaneous materials and the like by their due date.

Section 3: Financial Contracts, Checks & Funds, Drafts, Etc.

- A. Payments including reimbursements to members;
 - 1. for amounts less than \$50 beyond a budgeted expense, the expense must be approved by and the check signed by the treasurer, president or vice-president.
 - 2. for amounts \$50 and greater beyond a budgeted expense, the expense must be approved by a board majority.

Section 4: Financial Deposits

- A. Deposits can be made by any elected officer or designated club member.
- B. All funds of the Corporation shall be deposited in an account at Oregon Community Credit Union (OCCU).
- C. The VRC club president, vice-president and treasurer while in elected office shall have full access to all monies available to Valley Radio Club.
- D. The VRC club president, vice-president and treasurer while in elected office shall have full check signing, money transfer, and other payment order authority on any accounts available to Valley Radio Club.

Section 5: Expenses/Reimbursements

- A. Requests for reimbursements must include a copy of the original receipt.
 - 1. If a copy of the original receipt is not available, with approval from any board member, the member should submit to the treasurer a document showing the member's name, call sign, the name of the business where

the item was purchased, item description, amount, date of sale, and a reason the receipt is not available. Items \$25 or less should include a copy of the original receipt when possible.

2. All requests for member reimbursements shall be submitted to the treasurer by email, US mail or in person within 30 days of when the expense was incurred.

Section 6: Use of Club Debit Card

- A. The debit card holder must report all club debit card usage to the club's treasurer via email to treasurer@valleyradioclub.org within 72 hours.
 1. This information must include the transaction date, amount, and the company/vendor/business paid.
 2. If the expense is part of a grant, the grant must be identified along with the amount to be charged against it.
 3. If the expense is not part of a grant, the type of item(s) purchased must be identified. Examples include door prizes, meeting refreshments, printing, etc.
- B. The club treasurer will record all debit card transactions on the club's check register within 72 hours of notice and reconcile the check register against the OCCU checking account.
- C. The club treasurer will reconcile the OCCU checking account regularly, at least every 7 days.
- D. The club member managing a grant must submit a monthly report to the Board of Directors showing the grant's income and expenditures for the month, along with the remaining grant balance.
 1. Reports should be submitted by the 5th of each month for the preceding calendar month
 2. Reports should be submitted via email to board@vrc.groups.io

Section 7: Donations

- A. Items \$100 or less in value,
 1. can be given away as prizes, raffled, auctioned, or retained for club use as determined by the VRC president or his/her designee.
 2. can be declined at the discretion of the VRC president or his/her designee
- B. Items more than \$100 in value,
 1. can be raffled, auctioned, or retained for club use as determined by a board majority.
 2. can be declined at the discretion of a board majority.
- C. Donations will be recorded and recipients given a receipt.

Section 8: Raffles

- A. Board majority determines individual ticket prices
- B. Minimum number of tickets to be sold for each item will be the cost plus a reasonable amount.
- C. Board majority at their discretion can decide to raffle off items before the desired minimum number of tickets have been sold
- D. Revenue from raffles shall go generally towards training or station equipment.
- E. The formula for determining the number of tickets to be sold is to take 110% [?] of the item's cost divided by the cost of each ticket.

Section 9: Silent Key estate sales and equipment dispositions

- A. Helping a Silent Key's family sell radio gear usually includes the following:
 - 1. Contacting the family privately and reviewing with them our typical process
 - 2. Explaining that our process usually takes a while to get the most money for the equipment
 - 3. Designating knowledgeable club members to help value the radio gear
 - 4. Arranging and staff sale of the equipment via garage sale, swap meet and/or on-line sales.
 - 5. Sharing that the VRC usually keeps 10% of the proceeds
 - 6. Providing the family their share of the proceeds in a timely manner.

Section 10: Insurance

- A. VRC shall maintain comprehensive general liability insurance with minimum annual coverage of \$1,000,000 for each occurrence and \$2,000,000 in aggregate coverage. Liability insurance will be obtained from a professional insurance company, as approved by the Board of Directors.
- B. VRC shall provide a certificate of insurance upon request to any provider of repeater site facilities used for Club sponsored repeaters and related equipment.
- C. VRC shall maintain appropriate insurance on amateur radio equipment including radios, antennas and related equipment to protect VRC from loss or damage caused by lightning, theft, accident, fire, flood, tornado and other natural disasters. The Board of Directors will determine the equipment to be covered and their respective replacement values.

Section 11: VRC Youth Testing Program

- A. The VRC Board believes that the recruitment, licensing, and training of young amateur radio operators is beneficial to our club and to our hobby. The VRC will pay the exam fees for all candidates under 18 years old taking any tests at a VRC sponsored ARRL VEC exam session.

- B. Youth who meet the following requirements will also be given an FT-65 or equivalent radio and have their membership fee waived:
- a. Be under 18 years of age
 - b. Test and pass with VRC.
 - c. Apply for membership and be approved as a member of VRC.
 - d. Radio presented on that approval.

Article X: Conflict of Interest Policy

Section 1: Purpose

The purpose of the conflict of interest policy is to protect this tax-exempt organization's (Valley Radio Club of Oregon, Inc.) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the VRC or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Section 2: Definitions

A. Valley Radio Club of Oregon, Inc.

Will be listed as "VRC"

B. Interested Person

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.

C. Financial Interest

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

1. An ownership or investment interest in any entity with which the VRC has a transaction or arrangement,
2. A compensation arrangement with the VRC or with any entity or individual with which the VRC has a transaction or arrangement, or
3. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the VRC is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest isn't necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

Section 3: Procedures

A. Duty to Disclose

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

B. Determining Whether a Conflict of Interest Exists

After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

C. Procedures for Addressing the Conflict of Interest

1. An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/ she shall leave the meeting during the discussion of, and the vote on the transaction or arrangement involving the possible conflict of interest.
2. The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
3. After exercising due diligence, the governing board or committee shall determine whether the VRC can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
4. If a more advantageous transaction or arrangement isn't reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the VRC's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

D. Violations of the Conflicts of Interest Policy

1. If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

2. If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

Section 4: Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

1. The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.
2. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 5: Compensation

1. A voting member of the governing board who receives compensation, directly or indirectly, from the VRC for services is precluded from voting on matters pertaining to that member's compensation.
2. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the VRC for services is precluded from voting on matters pertaining to that member's compensation.
3. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the VRC, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Section 6: Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

1. Has received a copy of the conflicts of interest policy,
2. Has read and understands the policy,
3. Has agreed to comply with the policy, and
4. Understands the VRC is charitable and in order to maintain its federal tax exemption it must engage primarily in activities which accomplish one or more of its tax-exempt purposes.

Section 7: Periodic Reviews

To ensure the VRC operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

1. Whether compensation arrangements and benefits are reasonable, based on competent survey information and the result of arm's length bargaining.
2. Whether partnerships, joint ventures, and arrangements with management organizations conform to the VRC's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and don't result in inurement, impermissible private benefit, or in an excess benefit transaction.

Section 8: Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the VRC may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

Article XI: Membership

Section 1: Attaining Membership

1. Membership applications can be submitted to any member of the board of directors in person, via email or via US mail prior to a club meeting or in person during a club meeting.
2. At the applicant's request, the membership application and membership vote can be completed without the applicant being present. This request should be made to a member of the board of directors prior to a regularly scheduled club meeting.

Revision History

09/25/2024 - Updated Nominating Committee Appointment Month to “June” from “July” to comply with date specified in the VRC Bylaws. M Klingler N7RGF VRC Secretary.

12/22/2024 - Added Use of Club Debit Card - Section 6, Article IX. M Klingler N7RGF VRC Secretary

06/02/2025 - Updated Section 11 VRC Youth Testing. Updated Part A to remove text regarding the timing of treasurer payment as not needed. Added Part B requirements to be awarded a free radio as approved by Board Decision at the April 24th Board Meeting. M Klingler N7RGF VRC Secretary.

06/27/2025 - Updated Article V - Section 1 to add provision for secure online voting and remove restriction on mail or email voting methods. M Klingler N7RGF VRC Secretary.

06/27/2025 - Updated Article VII Section 1 - to change nomination deadline to close of August meeting. M Klingler N7RGF VRC Secretary

06/27/2025 - Updated Article VII added Section 4 - to specify the method of voting for uncontested positions and define online voting requirements for contested positions. M Klingler N7RGF VRC Secretary

06/27/2025 - Updated Article IX Section 1 - added points E & F for quarterly review of financial documents. M Klingler N7RGF VRC Secretary

07/14/2025 - Updated Article IX Section 1 - amended points E & F and Added Point G for quarterly review of financial documents. M Klingler N7RGF VRC Secretary.

9/3/2025 - Removed Article VIII, Section 1 and Section 2 (reference to facility keys and station accesses). M Klingler N7RGF VRC Secretary.

9/3/2025 - Renumbered Section 3 (official communication), Section 4 Official Membership Roster, and Section 5 (Life Membership Status). M Klingler N7RGF VRC Secretary.

9/3/2025 - Adjusted (new Section 1)- B to remove email statement - can post directly to reflector or email reflector. M Klingler N7RGF VRC Secretary.

9/3/2025 - Adjusted (new Section 2) C - removed email statement - can post directly to board reflector or email board reflector. M Klingler N7RGF VRC Secretary.

9/3/2025 - Adjusted (new Section 3) A - removed life membership requirements as that is no longer an option. Added statement regarding current life memberships. M Klingler N7RGF VRC Secretary.

09/29/2025 - Added Article VII Section 5 Post-Election Changes. M Klingler N7RGF VRC Secretary

12/20/2025 - Modified Article IV Section 1: Trustee to clarify requirements. Added Article IV, Section 2, Equipment Manager / Librarian, and Section 3: ESC Manager. M Klingler N7RGF VRC Secretary