

# Clearfield County Amateur Radio Club

## Special Meeting Minutes

Thursday December 11, 2025

On December 4<sup>th</sup> the following CCARC members requested club President Tim N3PUL hold a special meeting on Thursday December 11<sup>th</sup> 2025:

- John N3SPW
- Ed KC3ZAL
- Rich N3RBJ
- Jack N3MUX
- Scott W3EOD
- Mike WB3EQW

The purpose of this meeting is to address the following agenda items:

CCARC By Laws allow for a Special Meeting to be held upon the written request of six or more members. Further, the By Laws stipulate that only the agenda items contained in the Special Meeting Notice may be addressed at the Special Meeting. The following agenda items were included in the Special Meeting Notice:

**1. Incorporation of the Club and a subsequent application to the IRS for 501(c)(3) non-profit recognition.** At the November CCARC meeting the topic of becoming a 501(c)(3) non-profit was once again discussed. John N3SPW agree to make some inquiries and bring details of what is involved in this process. We now have those details and will present the complete plan at this special meeting. In short, there are three steps:

- A. Obtain a federal EIN number (we already have this)
- B. File articles of incorporation with the Commonwealth of Pennsylvania.
- C. File IRS form 1023 - application for recognition as a non-profit 501(c)(3) organization.

This process will take four to six months to complete. We have an offer from a CPA firm to take care of the IRS filings for us without any charge. We do, however, still need to pay the state and federal filing fees and public notice costs. The entire process is expected to cost approximately \$600 to \$650.

**2. Amendments to the Constitution and By Laws.** The current Constitution and Bylaws can be found here:

<https://clearfieldcountyarcs.net/wp-content/uploads/2020/05/CCARC-Constitution.pdf>

To qualify for IRS recognition as a 501(c)(3) corporation, the IRS requires several items be incorporated into the club's Constitution and By Laws. To qualify we will need to make the following changes:

**Statement of purpose.** Currently our documents contain a statement of purpose within the Preamble section. The IRS requires a clearly defined purpose, ensuring it aligns with 501(c)(3) requirements. Proposed are the following changes:

In the Preamble section: "...constitute ourselves the Clearfield County Amateur Radio Club of Clearfield County Pennsylvania and ...." Be replaced with "...constitute ourselves the Clearfield County Amateur Radio Club of Clearfield County Pennsylvania for the charitable purposes as such defined by section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Internal Revenue Law of the United States of America..."

**In the Preamble section:** "It shall be our purpose further the exchange....and individual operating efficiency...." Be replaced with "It shall be our purpose to operate for charitable, scientific, or educational purposes and will not contemplate pecuniary gain or profit, incidental or otherwise. No part of the net earnings of the organization shall inure to the benefit of any individual, member, director, officer, or employee except for the reasonable compensation for services in effecting the purpose of the Clearfield County Amateur Radio Club, if authorized by the membership. Further, the Clearfield County Amateur Radio Club is called to conduct club programs..."

**In the Dissolution of the club section:** Section 2 will entirely be replaced with "Upon the dissolution of the organization, the remaining assets shall be distributed exclusively to charitable, religious, scientific, public safety testing, literacy, or educational organizations that at that time qualify under the provisions of Section 510(c)(3) of the Internal Revenue Code, or the corresponding section of any future internal revenue law of the United States of America."

The above changes would bring our Constitution and ByLaws in line with the IRS requirements for a 501(c)(3) non-profit organization. I urge you to attend this meeting so everyone knows the details of what we're doing, how the club will benefit, and why specific changes are necessary.

The CCARC Special Meeting was called to order at 7:09 PM by President Tim N3PUL.

The following members were in attendance:

- John N3SPW
- Ed KC3ZAL
- Tim N3PUL
- Rich N3RBJ
- Mike WB3EQW
- Scott W3EOD

The following guests and/or perspective members were in attendance:

- None

On the matter of if the organization should move forward with the incorporation of the club and a subsequent application to the IRS for 501(c)(3) non-profit recognition.

- Tim N3PUL read aloud the agenda item from the Special Meeting Notice.
- A brief discussion ensued with questions and clarifications.
- A motion to accept the plan and move forward was brought by Mike WB3EQW.
- The motion was seconded by Rich N3RBJ.
- All present were in agreement. The motion is passed.

On the matter of presentation of proposed Amendments to the Constitution and By Laws.

- Tim N3PUL read aloud the proposed changes from the Special Meeting Notice.
- A brief discussion ensued with questions and clarifications.
- It was noted that the CCARC By Laws require any changes to the organization's Constitution and By Laws to be presented at a membership meeting where they would be voted on as "proposed changes". At the subsequent membership meeting the "proposed changes" are to be voted on a second time and accepted.
- In addition to the above, final passage of the proposed changes requires a 2/3 affirmative vote from the total voting membership.
- A motion to accept the plan and move forward was brought by Rich N3RBJ.
- The motion was seconded by Ed KC3ZAL.
- All present were in agreement. The proposed Constitution and By Laws changes are accepted for consideration and will be voted on at the next CCARC membership meeting.

December Meeting Date Noted

- Due to the Christmas Holiday falling on the 4<sup>th</sup> Thursday of December, it was decided to move the December meeting to the 3<sup>rd</sup> Thursday of the month – Thursday December 18<sup>th</sup> at 7 PM.

Close of meeting

- With no further business President Tim N3PUL closed the meeting 8:15 PM..