

ARRL 2023 SECOND BOARD of DIRECTORS MEETING

JULY 21 - 22, 2023 – 9:00 AM ET

Summary Agenda

- 1) Roll Call*
 - 2) Moment of Silence*
 - 3) Courtesies*
 - 4) Consideration of the agenda of the meeting*
 - 5) Receipt and consideration of financial reports*
 - 6) Motion to Adopt Consent Agenda*
 - 7) Receipt of Officer's reports*
 - 8) Consideration of items removed from Consent Agenda*
 - 9) Consider recommendations of the Standing Committees*
 - 10) Proposals for amendments to Articles of Association and By-Laws*
 - 11) Consider additional recommendations as contained in reports*
 - 12) Directors' motions*
 - 13) Other business*
 - 14) Closing courtesies*
 - 15) Adjournment*
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1. Pursuant to due notice, the Board of Directors of the American Radio Relay League, Inc. met in second session. The meeting was called to order at 9:00 AM, Friday, July 21, 2023, with President Rick Roderick, K5UR, in the Chair and the following Directors, constituting a quorum, present:

Bob Famiglio, K3RF, Atlantic Division
Carl Luetzelschwab, K9LA, Central Division
Vernon "Bill" Lippert, ACØW, Dakota Division
David Norris, K5UZ, Delta Division
Nomar Vizcarrondo, NP4H, Hudson Division
Art Zygielbaum, KØAIZ, Midwest Division
Fred Kemmerer, AB1OC, New England Division
Mike Ritz, W7VO, Northwestern Division
Kristen McIntyre, K6WX, Pacific Division
James Boehner, N2ZZ, Roanoke Division

Jeff Ryan, KØRM, Rocky Mountain Division
Mickey Baker, N4MB, Southeastern Division
Dick Norton, N6AA, Southwestern Division

Director Dale Williams, WA8EFK, of the Great Lakes Division was unable to attend. Great Lakes Division Vice-Director Scott Yonally, N8SY, served as Director during the meeting pursuant to Article 7 of the Articles of Association.

Director John Robert Stratton, N5AUS, of the West Gulf Division was unable to attend. West Gulf Vice-Director Lee Cooper, W5LHC served as Director during the meeting pursuant to Article 7 of the Articles of Association.

Also present without vote were:

Mike Raisbeck, K1TWF, First Vice-President
Robert Vallio, W6RGG, Second Vice-President
Rod Stafford, W6ROD, International Affairs Vice-President
John Sager, WJ7S, Treasurer
David Minster, NA2AA, Chief Executive Officer and Secretary
Diane Middleton, W2DLM, Chief Financial Officer

The following Vice Directors were also in attendance:

Brent Walls, N9BA, Central Division
Lynn Nelson WØND, Dakota Division
Scott Yonally, N8SY, Great Lakes Division
Ed Wilson, N2XDD, Hudson Division
Dave Propper, K2DP, Midwest Division
Phil Temples, K9HI, New England Division
Mark Tharp, KB7HDX, Northwestern Division
Anthony Marcin, W7XM, Pacific Division
Bill Morine, N2COP, Roanoke Division
Dan Grady, N2SRK, Rocky Mountain Division
Jeff Beals, WA4AW, Southeastern Division
Ned Sterns, AA7A, Southwestern Division
Lee Cooper, W5LHC, West Gulf Division

Also present were:

Tim Ellam, VE6SH, President of the International Amateur Radio Union
Phil McBride, VA3QR, President of the Radio Amateurs of Canada

David Siddall, Esq., K3ZJ, FCC Communications Counsel
Tom Frenaye, K1KI, Director Emeritus
Sabrina Martin, Executive Assistant
Cassidy Martin, Recording Secretary

Not present at the meeting were:

Dale Williams, WA8EFK, Director Great Lakes Division
John Robert Stratton, N5AUS, Director West Gulf Division
Marty Pittinger, KB3MXM, Vice Director Atlantic Division
Ed Hudgens, WB4RHQ, Vice Director Delta Division

Moment of Silence

2. A moment of silence was observed in memory of Amateurs who have passed away since the last meeting, especially: Louis E. Frenzel Jr., W5LEF; Raymond "Ry" Paul Richard, W4RPR; Winston "Woody" A. Richardson, 8P6CC; John Walker, WZ8D; Robert "Bruce" Clark, KØYW; Stephen Szabo, WB4OMM; Raymond "Ray" Paul Richard, W4RPR; Ron (Ronald Eugene) Cramer, KD8ENJ; Marc Tarplee, N4UFP; Carl Gardenias, WU6D; Charles "Chip" Margelli, K7JA; Lee Fish, K5FF; Thomas Crelling, KE7SW; Dave Johnson, NOKBD; Ed Hickenbotham, KD0NJK; Ted Windus, KD0DZY; Al Doree, W0RC; Gary Peterson, N0ZOD; Linton Hansen, KBOUCO; Bob Franson, KD0USN; Judith Sigelman, N0OEL; Dean Johnson, KA0RMP; Jim Junkert, KOJUH; Kenneth H. Kester, K7IJB; Richard King, K5NA; Mitch Wolfson, K7DX; Raymond Richard, W4RPR, and Jeffrey J. Karpinski, AB0L; Leonard Mendel, K5OVC; Rory Bowers, K5CKS; Rick Mobley, WB5FDP; Keith Barnes, W5KB

Courtesies

3. President Roderick greeted the board and guests and welcomed first time members. He noted that he expected a productive meeting with all the appropriate courtesies while the meeting was in session. President Roderick presented an ARRL certificate and pin to new Board member, Vice Director Ed Wilson, N2XDD, of the Hudson Division.

4. Mr. Ellam brought greetings on behalf of the IARU's officers. He summarized IARU efforts and plans for the upcoming year. Mr. Ellam discussed the World Radio Conference and expressed his desire to make the IARU more efficient and progress towards a new structure in the upcoming years.

5. Mr. McBride brought greetings from the Radio Amateurs of Canada (RAC). He stated that they are celebrating their 30th anniversary and it has been a busy year thus far. RAC is hosting the Youth on the Air Americas Camp at Carlton University in Ottawa. He also noted that a major communications outage in Canada last year resulted in RAC receiving queries from various levels of government centered around how radio amateurs can provide support in a time of need. RAC

seized the opportunity to work with various government bodies to assist with various emergency plans. He also informed the Board that Innovation, Science and Economic Development Canada ratified RBR4 earlier this year, solidifying the new 15 kilohertz 60-meter segment while maintaining the current five channels at 100 watts.

6. Director Norris, as President of the ARRL Foundation, brought greetings from the Foundation. Director Norris reported that the Foundation awarded \$609,000 in scholarships to 114 students this season. He expressed that, overall, this was a successful year. He read a thank you letter written by a scholarship recipient and noted that many more had been received. The ARRL Foundation Grant Program awarded a total of \$17,000 to 15 organizations to support education and growth of amateur radio. As directed by the ARRL Board and requested by the CEO, the Foundation accepted the task of creating and implementing The Division Convention Grants Program to aid new and struggling conventions at the division level.

Consideration of the Agenda

7. On the motion of Director Norris, seconded by Director Boehner, and seeing no objection, the agenda was **ADOPTED**.

Receipt and Consideration of Financial Reports

8. Treasurer Sager reviewed the second quarter and first half of 2023 investment results. He stated that the theme for his report is “things weren’t as bad as people expected.” The second quarter had a positive investment return of \$1.1 million, or 3.2%, and during the first half of 2023, the investment return was \$2.8 million, or 8.7%. Treasurer Sager stated that despite the good performance for the second quarter and the first half of 2023, it is important to remember that the value of the ARRL portfolio is still recovering from the market declines experienced in 2022 and currently stands at approximately the same value as on December 31, 2021. The balance of ARRL investment assets was \$35.3 million as of June 30, 2023. Treasurer Sager reported that the Investment Management Committee (IMC) continues to function well and congratulated the ARRL board for its foresight in setting up the IMC. He then entertained questions.

9. CFO Middleton presented the report of the Chief Financial Officer. She reported that ARRL had lower deficit spending from operations than expected during the first half of the year due the combination of higher interest and dividends allocated to operations, the timing of new hires and the timing of planned expenses. Due to the partial recovery in the investment markets, the balance sheet has grown since December 2022. Ms. Middleton then entertained questions.

Consideration of the Consent Agenda

The following reports were removed from the Consent Agenda: International Affairs Vice President, Chief Executive Officer, Communication Counsel’s, Programs & Services Committee, Emergency Management and Field Services Committee, Ethics & Elections Committee, EMC Committee, and the Historical Committee.

10. On the motion of Director Luetzelschwab, seconded by Director Famiglio and seeing no objections, the Consent Agenda was **ADOPTED**.

Consideration of items removed from Consent Agenda

11. International Affairs Vice President Stafford explained how the ARRL serves as the International Secretariate for the International Amateur Radio Union (IARU) which includes the responsibility of consulting with the Administrative Counsel in the three regions to present nominations for the office of President and Vice President of IARU. International Vice President Stafford along with representatives from the regions met with a list of candidates and have put forth Mr. Tim Ellam, VE6SH, and Mr. Thomas Wrede, DF2OO, for the positions of IARU President and Vice President, respectively.

International Vice President Stafford moved, seconded by President Roderick that:

WHEREAS, the consultative process leading to nominations for IARU President and Vice President for the five-year term beginning on May 9, 2024 has been completed in accordance with the IARU Constitution and the policies of the IARU Administrative Council;

WHEREAS, IARU President Tim Ellam VE6SH/G4HUA has announced previously that he was available to serve an additional term;

WHEREAS, IARU Vice President Ole Garpestad has announced previously that he was not available to serve an additional term;

WHEREAS, during the consultative process a highly qualified candidate, namely Thomas Wrede DF2OO, was identified for the position of IARU Vice President;

WHEREAS, IARU President Timothy St. J. Ellam, VE6SH/G4HUA and Thomas Wrede DF2OO have been found to be suitably qualified to serve as IARU President and Vice President respectively, and accordingly have been nominated for those offices, and

WHEREAS, the IARU Secretary will be circulating proposals to IARU member-societies for the ratification of these nominations prior to the next meeting of the ARRL Board.

THEREFORE, be it resolved that the ARRL Secretary is instructed to cast “aye” votes on both proposals.

The Motion was **APPROVED** by unanimous vote.

12. Chief Executive Officer Minster explained how the Administration and Finance Committee’s Revenue Growth Sub-committee has been focusing on new ways to increase revenue. One

approach was looking at Amazon's business and attempting to attract members through Amazon purchases of our materials, particularly the licensing products. ARRL has put a major effort into growing the business on Amazon by promoting ARRL books with various search results. Promoting the books led to benefits such as, for the first time, reaching the top 1,000 books on all of Amazon, from purchases. CEO Minster also discussed his experience in Germany this year. International amateurs repeatedly told him they are looking at ARRL as the leader in the industry. Based on this, growing international membership is important. CEO Minster then entertained questions.

13. Mr. Siddall presented the Washington Counsel's Report and responded to questions. He reported that comments on the Shortwave Modernization Coalition petition are due at the end of the month. He reviewed a draft of the ARRL HQ laboratory analysis concluding that the proposed rules pose a clear potential for interference into the Amateur bands. Mr. Siddall also answered questions about the status of the symbol rate proceeding at the FCC, the status of ARRL's petition to update Technician Class privileges, other proposed changes to the Amateur sub bands, and FCC rules that govern software defined transceivers that can be used with software that enables transmissions on a wide range of frequencies that cover multiple services.

The Board was on break from 10:24 AM to 10:45 AM with all members previously noted present.

14. Director Boehner discussed the activities of the various subcommittees of the Emergency Communications and Field Services Committee (ECFSC). He highlighted the work being done with and for NTS 2.0, ARES and Clubs. He reported that progress had been made on electronic certificates for clubs, updates to the ARES Plan, updates to the Emergency Communications courses, and the Field Services reporting mechanism for reporting more information timely. Director Boehner then entertained questions and comments.

15. Director Norton stated that he received a communication from the Ethics and Elections Committee (E&E) Chairman McIntyre that the committee had some questions for him. As the Committee is a subset of the Board of Directors, he requested that the questions be asked at this time so that the full Board could understand the questions and his responses. Chairman McIntyre indicated that the practice has been that the E&E process is a confidential process to protect the deliberations of the committee and the interest of the party being investigated. The findings of the committee may be that the party did nothing wrong and displaying such information would be inappropriate. Director McIntyre concluded by stating that the Board meeting was not the time nor the place for such a discussion.

16. Director Luetzelschwab discussed the plans of the EMC Committee. He discussed the Short-Wave Modernization Coalition and stated that it was not heading in the right direction. He discussed the input from members, and non-members, regarding noise issues. Director Luetzelschwab then entertained questions.

17. Director Luetzelschwab discussed the Historical Committee report. He commented on what is being referred to as “managing software”. The Committee is working on a way to maintain access and control over older software so as not to lose the value the software holds. He explained that this would be a volunteer effort and the first step of the plan would be to find these volunteers to help with software and capture the programs with and without source code. Director Luetzelschwab then entertained questions and comments.

18. Director Ritz, as Chairman of the Programs and Services Committee expressed the need to create a working group to review all awards and standardize the procedures and processes. He also noted that often there are no nominees for some of the awards. He intends to write an article for *QST* and is requesting all the Directors to solicit nominees.

Consider Recommendations of the Standing Committees

19. Director Ryan moved and seconded by Director Kemmerer that:

WHEREAS, economic pressures have increased ARRL’s operational costs over the past two years and are projected to continue to increase costs in the future;

WHEREAS, The ARRL has operated at a loss during 2022 and is projected to do the same in 2023;

WHEREAS, the consumption of printed publications is declining globally resulting in the cost to produce and distribute print publications to increase at a rate faster than inflation and resulting in supply constraints for print materials;

WHEREAS, the ARRL has conducted a member survey to understand our member’s views related to the best path to implement necessary adjustments in member dues and fees;

WHEREAS, there is concern for the financial limitations that some older ARRL members may be experiencing and the ARRL wishes to provide a monthly payment option to ease the financial impact of necessary dues increases for these members;

WHEREAS, the current Life membership fee structure does not appropriately cover costs of membership;

WHEREAS, the membership, through the aforementioned survey, has expressed the desire for the Life Membership program to continue through appropriate fee increases that cover the ARRL’s costs, and

WHEREAS, dues levels and other operational standards that are set by the ARRL’s By-Laws need to be changed to address these financial issues.

THEREFORE, be it resolved that the Board approves the following changes in the ARRL By-Laws:

Change Existing By-Law 4 (a) and 4 (b) to read substantially in the form of the following:

4. (a) The dues of Members shall be \$59.00 U.S. dollars annually, payable in advance. Members choosing to pay dues for more than one year in advance, but for no more than three years, may be entitled to lower rates as determined periodically by the Chief Executive Officer and as published in *QST*.

(b) The Chief Executive Officer may establish a monthly payment plan for membership dues to be offered to ARRL members and prospective members age 70 years and older. Such a monthly payment plan is required to include a financial consideration to offset the additional costs related to the payment option.

Change Existing By-Law 44 to read substantially in the form of the following:

44. There shall be an official publication maintained by the League, in the form of a monthly journal, the name of which shall be *QST*. A copy of this journal shall be supplied digitally online each month to every member of the League in good standing. The general management of this journal shall be in the hands of the Chief Executive Officer. The policy of the journal shall be determined by the Board of Directors.

Change Existing By-Law 8 to read substantially in the form of the following:

8. Life Membership in the League is available upon payment in full of the established Life Membership program rate in effect. The Life Membership rate shall be established on a revenue-neutral basis to cover the annual dues rates set forth above. This includes a revenue-neutral Life Membership program for individuals age 70 or older.

Change Existing By-Law 38 which outlines the responsibilities of the Administration and Finance Committee substantially in the form of the following:

38. The Administration and Finance Committee shall:

Change the bullet in By-Law 38 which currently reads:

- Review ARRL finances on a continuing basis

To read as follows:

- Review ARRL finances on a continuing basis. This includes conducting a review of the current dues and fees every two years beginning in 2025 and includes providing the Board with recommendations of any adjustments in

dues and fees required to ensure that the ARRL remains on a sound financial footing for a period of at least three years following the review.

In addition to the afore changes to the ARRL By-Laws:

THEREFORE, be it resolved substantially in the form of the following that the current Life Membership Program will be suspended until an actuarial analysis (that takes into consideration age, investment earnings rates and future inflation) can be performed to establish a new rate as recommended by the Administration and Finance Committee with a target date for implementation of January 2024. The Life Membership program shall not be reinstated until a revenue neutral adjustment is approved by the Board. Any members currently in a Life Membership payment plan will be grandfathered at their current rate as long as payments are completed as scheduled.

These changes will become effective on January 1, 2024, except for the suspension of current Life Membership program which shall be effective immediately and the approval of an adjusted Life Membership program which is targeted for January 2024.

After a lengthy discussion, Director Norton moved, seconded by Director Vizcarrondo, to table further discussion until after lunch. The Motion was **APPROVED** by unanimous vote.

The Board was on break for lunch from 12:45 PM to 1:48 PM with all members previously noted present.

The Board continued discussing the proposed motion. A roll call vote was requested. The Directors voted accordingly:

Director Famiglio - No
Director Luetzelschwab - Aye
Director Lippert - Aye
Director Norris - Aye
Vice Director Yonally - Aye
Director Vizcarrondo - Aye
Director Zygielbaum - Aye
Director Kemmerer - Aye
Director Ritz - Aye
Director McIntyre - Aye
Director Boehner - Aye
Director Ryan - Aye
Director Baker – No
Director Norton - No
Vice Director Cooper - No

The Motion was **APPROVED**, 11 Aye, 4 No.

20. Director Ryan moved, seconded by Director Kemmerer that:

WHEREAS, economic pressures have increased ARRL's operational costs over the past two years and are projected to continue to increase costs in the future;

WHEREAS, The ARRL has operated at a loss during 2022 and is projected to do the same in 2023;

WHEREAS, the consumption of printed publications is declining globally resulting in the cost to produce and distribute print publications to increase at a rate faster than inflation and resulting in supply constraints for print materials;

WHEREAS, the ARRL has conducted a member survey to understand our member's views related to the best path to implement necessary adjustments in member dues and fees;

WHEREAS, there is concern for the financial limitations that some older ARRL members may be experiencing and the ARRL wishes to provide a monthly payment option to ease the financial impact of necessary dues increases for these members;

WHEREAS, the current life membership fee structure does not appropriately cover costs of membership, and

WHEREAS, the membership, through the aforementioned survey, has expressed the desire for the Life Membership program to continue through appropriate fee increases that cover the ARRL's costs.

THEREFORE, be it resolved that the Board approves the following:

- Per revised By-Law 44, all members receive access to digital editions of publications via online means as part of their base membership.
- The Chief Executive Officer (CEO) will be responsible for setting and adjusting pricing as necessary for print and mailed publications including *QST* and *On the Air (OTA)*.
 - Print and mailed copies of *QST* and *OTA* may be optionally purchased by ARRL members in good standing at an initial cost set by the CEO of \$25/year. Maxim level donors will continue to receive print and mailed *QST* or *OTA* as a benefit of Maxim donor status.
 - For members outside the United States, except for international members who elect not to receive *QST* and/or *OTA* by mail, the Chief Executive Officer shall

assess such additional mailing costs as are consistent with the postal rates for destinations outside the United States.

- Other add-on ARRL publications remain priced at current levels.
- Per revised By-Law 4(b) enabling the CEO to establish a monthly payment plan for ARRL members 70+ years of age and older, the initial monthly pricing will be established by the CEO as follows:
 - Monthly Dues Payment - \$6/month
 - Monthly *QST* or *OTA* Print Payment - \$3/month

The CEO is requested to periodically review the cost of processing monthly transactions and implement revenue neutral adjustments in these prices to ensure that the costs of processing monthly transactions remain adequately covered.

- Per revised By-Law 4(a), multi-year membership renewals may continue to be discounted by the CEO. Term memberships purchased in 2023 and earlier will not include print *QST* or *OTA* beyond year-end 2023. Life memberships purchased after July 23rd, 2023, will also not include print *QST* or *OTA*.
- Life members who have purchased their Life membership prior to July 23rd, 2023, and who remain current on any associated payment plan in effect may opt-in to continue receiving print *QST* or *OTA* after January 1st, 2024, at no additional charge. The opt-in period for eligible Life members shall begin September 2023, and end June 30th, 2024.
- The board authorizes the CEO to establish a refund program applicable to unexpired Term memberships that are in effect prior to the passage of this motion.

These actions will become effective on January 1st, 2024, except for 1) multi-year membership renewals and Life Memberships purchased after July 23rd, 2023, will not include print *QST* or *OTA* beyond year-end 2023 which shall be effective immediately, 2) the opt-in period for Life members to continue print *QST* or *OTA* which is effective August 2023, and the CEO's authorization to establish a refund program which is effective immediately.

After a discussion, a roll call vote was requested. The Directors voted accordingly:

Director Famiglio - No
Director Luetzelschwab - Aye
Director Lippert - Aye
Director Norris - Aye
Vice Director Yonally - Aye
Director Vizcarrondo - Aye
Director Zygielbaum - Aye

Director Kemmerer - Aye

Director Ritz - Aye

Director McIntyre - Aye

Director Boehner - Aye

Director Ryan - Aye

Director Baker – No

Director Norton - No

Vice Director Cooper - No

The Motion was **APPROVED**, 11 Aye, 4 No.

21. Director Kemmerer moved, seconded by Director McIntyre that:

WHEREAS, it has come to light through the work of a subcommittee of the Administration and Finance (A&F) Committee that a significant portion of U.S. licensed Amateur Radio operators are not utilizing their Amateur Radio privileges fully due to time and/or funds constraints;

WHEREAS, ARRL members have expressed a desire for ARRL to provide information and support to assist Hams with time and/or funds constraints with turn-key projects and training so that that may participate in and enjoy Amateur Radio;

WHEREAS, activities and projects that require 1 day or less of time investment and/or \$250 or less of funds investment appear to be a good target to provide help for folks with time and/or funds constraints in utilizing their Amateur Radio privileges;

WHEREAS, ARRL seeks to proactively address training and skills development and aid in addressing the barriers that prevent Amateur Radio operators from becoming active;

WHEREAS, ARRL magazines including *On the Air (OTA)*, *QST*, and other publications can provide information and suggested activities to assist Hams with limited time and/or funds, and

WHEREAS, training initiatives can be delivered using online conferencing platforms that facilitate live, fully interactive video training across a large base of Hams and potential Hams and that such training can also be recorded and made available through the ARRL Learning Center to enable review and study of interactive video training materials after they are initially delivered.

THEREFORE, be it resolved that the ARRL Board of Directors requests the ARRL CEO to take the following actions:

1. Create a series of how-to articles for publication in ARRL magazines including *OTA* and *QST* and online interactive training that features activities for Hams with time and/or funds constraints. Suggested activities and content to feature include, but are not limited to the following:
 - Online Software Defined Radios to enable folks to experience Amateur radio at low time investment and cost.
 - WSPR and PSKreporter propagation assessment and similar low-cost on-air projects.
 - EchoLink® and other internet access-based techniques to enable on-air operation without a local radio.
 - Simple kits (QRP transceivers, code practice, and others) that require limited time and funds to construct.
 - Easy to build, simple antennas for 10m and above.
 - Fox hunting techniques and homebrew gear (ex. tape measure Yagi)
 - Simple ways to get started in contesting via host stations.
2. Solicit input from ARRL Members for ideas to develop additional activities, content, and training for Hams with time and/or funds constraints.
3. Solicit an author to develop a how-to book covering activities for Hams with time and/or funds constraints.
4. Encourage programs for Hams with time and/or funds constraints via the ARRL Speakers Bureau program.
5. Include online interactive training on activities for Hams with time and/or funds constraints as part of the planned ARRL Ham Bootcamp and Online Interactive Training programs requested via motions passed during the January 2023 Board Meeting.
6. All these activities, training, and articles shall be organized and delivered by ARRL as branded content and may be delivered with the assistance of qualified volunteer ARRL members. A page or section of the ARRL website should be devoted to collecting this material in one place so that members may easily utilize it.
7. Articles, training, and content targeted for Hams with time constraints should be delivered in such a way that its well-tailored for people with time constraints. Short presentations delivered via interactive video formats and direct, how-to online information which utilizes photos to illustrate activities and projects should be utilized wherever possible.
8. The W1HQ facility should be utilized as a showcase for the projects and activities created as part of this motion wherever possible. W1HQ would be well used as a platform

for delivering the associated Online Interactive Training outlined here as well.

9. Implementation of these programs should begin in 2023. We would like to target initial content for *OTA/QST* for the second half of 2023. A plan for a complete implementation of this motion should be provided to the A&F Committee prior to the January 2024 board meeting and updates provided as part of 2024 ARRL Board meetings.

After discussion, the Motion was **APPROVED** by unanimous vote.

22. Director Kemmerer moved, seconded by Director McIntyre that:

WHEREAS, ARRL is seeing a growing interest within the Amateur Radio community for operating stations remotely via the Internet;

WHEREAS, many Hams are facing limitations on their ability to construct Amateur Radio stations at their primary operating location(s) due to space constraints, limitation in funds and/or time, and other restrictions;

WHEREAS, Amateur Radio equipment and software vendors are embracing Remote Operating models and are providing capabilities in their offerings that support remote station operation and management;

WHEREAS, ARRL members have expressed a desire for ARRL provided information and support to assist them in accessing, utilizing, and constructing stations which can be operated remotely;

WHEREAS, ARRL seeks to proactively address training and skills development, and to provide other assistance to aid in addressing the barriers that prevent Amateur Radio operators from securing maximum enjoyment and value from their Amateur Radio privileges;

WHEREAS, ARRL magazines including *On the Air (OTA)*, *QST*, *QEX*, *National Contest Journal (NCJ)*, and other publications can provide information to assist Hams interested in remotely operable stations, and

WHEREAS, training initiatives can be delivered using online conferencing platforms that facilitate live, fully interactive video training across a large base of Hams and potential Hams and that such training can also be recorded and made available through the ARRL Learning Center to enable review and study of interactive video training materials after they are initially delivered.

THEREFORE, be it resolved that the ARRL Board of Directors requests the ARRL CEO to take the following actions:

1. Create a series of how-to articles for publication in ARRL magazines including *OTA*, *QST*, *QEX*, *NCJ*, and online interactive training that features information on the availability, operation, and construction of remotely operable Amateur Radio stations. Suggested topics to feature include, but are not limited to the following:
 - Profiles and capabilities of available remote station services.
 - Developing an understanding of the issues related to remoting stations and how to overcome them.
 - Simple, step-by-step how-to content to enable Hams to set up their stations for remote operation.
 - How-to solutions to address the Networking aspects of remoting stations.
 - Tools available for building remotely controllable stations (ex. NODE-Red).
 - Equipment reviews that include the ability of the reviewed equipment to support remote stations to promote interest in remoting within the Amateur Radio operator and vendor communities.
 - How-to content covering the construction and operation of remote stations ranging from simple/inexpensive stations to larger, multi-user setups.
 - Content promoting how clubs and schools can get involved in remote stations and provide them as resources to their members and students.
 - Content promoting remote stations as a means for young people and new Hams to get involved in Amateur Radio with limited investment of their time and financial resources.
 - Content featuring successful remote station construction projects.
 - Content that highlights the use of remote stations as training resources and provides encouragement for the development of Mentors to assist Hams in operating remotely.
 - Content that highlights creative use of remote stations to bring education opportunities and engagement in Amateur Radio activities to groups outside the Amateur Radio community.
 - Content that provides information on domestic and international rules and protocols for remotely operated stations.
2. The above-mentioned content should be addressed to three main communities: a) Individual Hams who want to remote their stations, b) Clubs and Schools who wish to provide remote access to stations as shared resources for their group, and c) Organizations who wish to provide remote station commercial services to large communities of Hams. ARRL should avoid promoting any specific vendor choices for technology or services to facilitate remote stations.
3. Solicit input from ARRL Members for ideas to develop additional activities, content, and training related to remote stations.

4. Solicit an author to develop a how-to book covering the design, construction, and operation of remotely controllable stations.
5. Include training on the construction and operation of remotely operable stations as part of the planned ARRL Ham Bootcamp and Interactive Training programs requested via motions passed during the January 2023 Board Meeting.
6. All these activities, training, and articles shall be organized and delivered by ARRL as branded content and may be delivered with the assistance of qualified volunteer ARRL members. A page or section of the ARRL website should be devoted to collecting this material in one place so that members may easily utilize it.
7. The W1HQ facility should be utilized as a showcase for the projects and activities created as part of this motion wherever possible. W1HQ would be well used as a platform for delivering the associated Online Interactive Training outlined here as well.

Implementation of these programs should begin in 2023. We would like to target initial content for *OTA/QST/QEX/NCJ* for the second half of 2023. A plan for a complete implementation of this motion should be provided to the A&F Committee prior to the January 2024 board meeting and updates provided as part of 2024 ARRL Board meetings.

After discussion, the Motion was **APPROVED** by unanimous vote.

23. Director Ritz moved, seconded by Director Zygielbaum that:

WHEREAS, the internet and social media platforms have opened up many avenues for instruction and learning, especially in the realm of video productions, and

WHEREAS, the efforts to generate productions of high levels of content - and effective and entertaining instruction of that content - all while maintaining rigorous technical standards, demand consistent discipline and rigor, and

WHEREAS, ARRL recognizes and embraces new modes of learning and information conveyance which enhance further education of Amateur Radio operators everywhere,

THEREFORE, be it resolved that the ARRL Board of Directors, with the recommendation of the Public Relations Committee and the concurrence of the Programs and Services Committee, does hereby bestow the *2023 ARRL Bill Leonard Professional Media Award for Video Reporting* to the University of Montana – School of Journalism - Grace Wolcott – Director/Producer for the video – “*HAM – Official Documentary 2022*”, which generated more than 153,000 views on YouTube, and was aired on several PBS television stations across the country.

The Motion was **APPROVED** by unanimous vote (with applause).

24. Vice Director Yonally moved (on behalf of Director Williams), seconded by Director McIntyre that:

WHEREAS, Amateur radio has many facets which are of interest to the public in the areas of radio sport, emergency communications, and experimentation/do-it-yourself (DIY), and

WHEREAS, ARRL particularly appreciates a Public Information Officer who successfully promotes all aspects of amateur radio so officials as well as the public at large can better understand the many contributions amateur radio makes to education, public safety, and recreation, and

WHEREAS, Linda “Lyn” Alfman, N8IMW, of Norwich, Ohio, exemplifies the skills and depth of understanding to convey to media outlets the fascinating world of amateur radio through her encouragement for media to cover stories about the exciting world of amateur radio and how you can “talk around the world” from any location; demonstrating how emergency communications during times of adversity can be set up quickly and effectively; demonstrating the importance of ARRL Field Day as an annual event to help operators enhance their skills in emergency operations and teaching those newly interested, getting them licensed, and then mentoring them to become the next generation of amateurs, and

WHEREAS, Linda “Lyn” Alfman, N8IMW, has demonstrated a body of work overtime that captures the many avenues of opportunities of amateur radio as a hobby, an education tool, and a service for public safety,

THEREFORE, be it resolved that the ARRL Board of Directors, with the recommendation of the Public Relations Committee and the concurrence of the Programs and Services Committee, does hereby bestow the *2023 ARRL Philip J. McGan Memorial Silver Antenna Award* to Linda “Lyn” Alfman, N8IMW.

The Motion was **APPROVED** by unanimous vote (with applause).

25. Vice Director Cooper as serving Director moved, seconded by Director Lippert that:

WHEREAS, the *ARRL Hiram Percy Maxim Memorial Award* is given annually to a licensed radio amateur under the age of 21. The nominee must be a current ARRL member. The nominee's accomplishments and contributions to both the community of Amateur Radio and the local community should be of the most exemplary nature;

WHEREAS, the ARRL's Programs and Services Committee serves as the award panel, and reviews the nominations received from the members and selects the winner of this award;

WHEREAS, Samuel Lovett, KI5RSV, has been licensed and active in amateur radio since September 2021 at age 13, upgraded to General class just four months later, and has completed the beginner CW Academy Course. He is an ARRL member, a very active member of the Denton County (Texas) Amateur Radio Association, (demonstrated by building fox hunt antennas for fellow club members), operates as a Net Control operator for the Denton County Association Training and Information Net, and is active in other local nets.

Samuel has been an active participant in his club's Field Day activities, and as part of a Muti-Op contest team at KG5VK.

He also averages over 100 hours of volunteer work per year in his local community and is active in Trail Life USA, where he holds the rank of Ready Trail Man. He is actively pursuing his Freedom Award, the highest award in the Trail Life USA program.

Samuel is on an archery competition team, where he is currently ranked 5th in the state for his division.

THEREFORE, be it resolved that the ARRL Board of Directors, with the recommendation of the Programs and Services Committee, does hereby bestow the *2023 ARRL Hiram Percy Maxim Award* to Samuel Lovett, KI5RSV.

The Motion was **APPROVED** by unanimous vote (with applause).

26. Director Baker moved, seconded by Director Luetzelschwab that:

WHEREAS, Herb S. Brier, W9AD, long-time CQ Novice Editor, represented the spirit of effective and caring Amateur Radio instruction, and the ARRL sponsors this award in conjunction with the Lake County Indiana Amateur Radio Club, in his memory to recognize the very best in Amateur Radio instruction and recruitment;

WHEREAS, The ARRL's Programs and Services Committee serves as the award panel and reviews the nominations received from the members and selects the winner(s) of this award, and

WHEREAS, Albert Moreschi, AG4BV, is an Extra Class amateur, ARRL member, an ARRL Registered Instructor, and promotes the value of ARRL membership to his students. He has spearheaded amateur radio recruitment, enthusiasm and ham radio instruction in the Jupiter, FL area for 20 plus years. Over the last five years he has introduced an average of

44 Technicians, 17 Generals, and 14 Extras *per year* to amateur radio, and his tireless efforts have produced close to 1,000 new licensed hams over the last 20 plus years.

THEREFORE, be it resolved that the ARRL Board of Directors, with the recommendation of the Programs and Services Committee does hereby bestow the *2023 Herb S. Brier Instructor of the Year Award* to Albert Moreschi, AG4BV.

The Motion was **APPROVED** by unanimous vote (with applause).

27. Director Luetzelschwab moved, seconded by Director Ritz that:

WHEREAS, The *ARRL Technical Service Award* is given annually to a licensed radio amateur or to individuals who are licensed radio amateurs whose service to the amateur community and/or society at large is of the most exemplary nature within the framework of Amateur Radio technical activities;

WHEREAS, The ARRL's Programs and Services Committee serves as the award panel and reviews the nominations received from the members and selects the winner of this award, and

WHEREAS, Jeffrey DeLucenay, KB9QG is a Technical Specialist for DeKalb County Indiana, and Vice President and Training Officer for the Northeastern Indiana Amateur Radio Association. He serves as technical mentor for the club, training members in many technical aspects of the amateur radio hobby, including radio setup, the designing and building of antennas, and on various digital modes. He also provides training classes for all three levels of amateur licenses and runs the club's Field Day and K9A special events station activities.

THEREFORE, be it resolved that the ARRL Board of Directors, with the recommendation of the Programs and Services Committee does hereby bestow the *2023 ARRL Technical Service Award* to Jeffrey DeLucenay, KB9QG.

The Motion was **APPROVED** by unanimous vote (with applause).

28. Vice Director Cooper as serving Director moved, seconded by Director Zygielbaum that:

WHEREAS, The George Hart Distinguished Service Award is named in honor of George Hart, W1NJM, long time Communications Manager at ARRL Headquarters and chief developer of the National Traffic System;

WHEREAS, The George Hart Distinguished Service Award may be presented to an ARRL member whose service to the ARRL's Field Organization is of the most exemplary nature;

WHEREAS, Jo Ann Keith, KA5AZK was first licensed in 1971 and has been active in amateur radio for 44 years. She serves as an ARRL North Texas Section Assistant Traffic Net Manager and as a West Gulf Division Assistant Director. She is also Manager of the 7290 Traffic Net and has presented seminars on Traffic Handling at HamCom for 13 years. She does on-the-air Traffic Handling Training on a regular basis, and her Traffic Handling training materials that she wrote are in use with many clubs and ARES groups, as far away as Yellowknife, Canada, and

WHEREAS, Jo Ann has always proudly distinguished herself as an outstanding amateur radio operator, mentor and contributing citizen, not only for the Amateur Radio community, but the community at large.

THEREFORE, be it resolved that the ARRL Board of Directors, with the recommendation of the ARRL Programs and Services Committee, does hereby bestow the *2023 ARRL George Hart Distinguished Service Award* to Jo Ann Keith, KA5AZK.

The Motion was **APPROVED** by unanimous vote (with applause).

29. Directors Vizcarrondo, Baker, and Boehner moved, seconded by Second Vice President Vallio that:

WHEREAS, The ARRL Technical Innovation Award is granted annually to the licensed radio amateur or to individuals who are licensed radio amateurs whose accomplishments and contributions are of the most exemplary nature within the framework of technical research, development and application of new ideas and future systems in the context of Amateur Radio activities;

WHEREAS, The ARRL's Programs and Services Committee serves as the award panel and reviews the nominations received from the members, and selects the winner(s) of this award;

WHEREAS, James C. Ahlstrom, N2ADR has made major contributions to ham radio hardware and software by creating the Quisk SDR transceiver, and through designing numerous other innovations within the Hermes Lite 2 SDR hardware transceiver platform. All software products are open-source and free to users;

WHEREAS, Pierre-Emmanuel Deliou, W4CKX, is the leader of a team that includes Ahmet Inan (no callsign) of Gilching Germany and developed the Ribbet app for Android devices. The innovative and open-source Ribbet app allows amateurs to utilize audio from amateur radio transceivers such as VHF/UHF handhelds to send and receive text messages across the devices. The Ribbet app utilizes OFDM technology, currently seen in cellular 4G and 5G networks and WiFi, and

WHEREAS, Tadd Torberg, KA2DEW and Rene Carrillo, KK4HEJ, developed an affordable and configurable TNC for amateur radio packet radio operation, the NinoTNC, and sold them at production cost for the benefit of amateurs. When the major supplier of TNC modems that supported the Terrestrial Area Packet Network (TAPN) went out of business, Tadd and Rene reworked the NinoTNC modem to be compatible with requirements of the TAPN network, and again sold them at production cost to amateurs, with hundreds of unit sales since.

THEREFORE, be it resolved that the ARRL Board of Directors, with the recommendation of the Programs and Services Committee does hereby bestow *2023 ARRL Technical Innovation Awards* to James Ahlstrom, N2ADR, Pierre-Emmanuel Deliou, W4CKX, and Tadd Torborg, KA2DEW/Rene Carillo, KK4HEJ.

The Motion was **APPROVED** by unanimous vote (with applause).

The Board was on a break from 3:07 PM to 3:32 PM with all members previously noted present.

Proposal for amendments to Articles of Association and By-Laws

30. Director Zygielbaum moved, seconded by Director Norris and Vice Director Yonally as serving Director that:

WHEREAS, it is in the best interest of the ARRL and the Board of Directors to communicate in a consistent manner with major donors (contributions totaling \$10,000 or more received from individuals and organizations) and

WHEREAS, the analogous authority for such consistent authority is placed upon by the Board President with respect to contacts with government officials in ARRL By-Law 31.

THEREFORE, be it resolved that the Board approves modification of ARRL By Law 31 to include reference to major donors:

31. The President shall preside over all meetings of the Board of Directors. He shall, subject to instructions from the Board of Directors, and with the assistance of the Chief Executive Officer, represent the League in its relationships with the public, major donors (contributions totaling \$10,000 or more received from individuals and organizations) and the various governments, governmental agencies and officials with which the League may be concerned, and shall be the official spokesman of the Board of Directors in regard to all matters of League policy. Any vacancy occurring from time to time by death, resignation or incapacity of any member of the Executive Committee may be filled by appointment made by the President, for the balance of the original term of such member. The President shall be an ex-officio member of all Committees unless otherwise designated.

After discussion, Director Baker moved, seconded by Director Norris to table the motion to a future time. The Motion was **APPROVED** by unanimous vote.

Consider Additional Recommendations as Contained in Reports

31. First Vice President Raisbeck moved, seconded by Director Baker that:

WHEREAS, the standing orders require that all Board members be permitted to attend standing committee meetings per SO #20-2.35 and

WHEREAS, electronic meeting access has become both inexpensive and easy to configure.

THEREFORE, be it resolved that all standing committee meetings shall be made electronically accessible to the Board in real time.

After discussion the Motion **FAILED**, 5 Aye, 10 No.

Director Baker moved, seconded by Director Famiglio, to tally the vote by roll call. The Motion **FAILED**, 7 Aye, 8 No.

The Board recessed for the day at 4:35 PM, Friday, July 21 and returned on Saturday, July 22 9:00 AM with all members previously noted present except Mr. Frenaye.

32. Director Ryan moved, seconded by Director Kemmerer, to pull Director Zygielbaum's motion to change By-Law 31 from the table. With no opposition, the Motion returned to the table.

After additional discussion, Director McIntyre called the question, seconded by Director Norris, The Motion **CARRIED** 13 Aye, 2 No.

A roll call vote was requested. The Directors voted accordingly:

Director Famiglio - No
Director Luetzelschwab - Aye
Director Lippert - Aye
Director Norris - Aye
Vice Director Yonally - Aye
Director Vizcarrondo - Aye
Director Zygielbaum - Aye
Director Kemmerer - Aye
Director Ritz - Aye
Director McIntyre - Aye
Director Boehner - Aye
Director Ryan - Aye

Director Baker – No
Director Norton - No
Vice Director Cooper - No

The Motion was **APPROVED**, 11 Aye, 4 No.

33. Director McIntyre moved, seconded by Directors Boehner, Kemmerer, Lippert, Luetzelschwab, Norris, Ritz, Ryan, Zygielbaum and Vice Director Yonally serving as Director that:

WHEREAS, ARRL as an organization is a Connecticut Nonstock Corporation, governed by Connecticut law;

WHEREAS, certain information is deemed to be Confidential by the ARRL.;

WHEREAS, unfettered and unauthorized disclosure of such Confidential information to staff, board members, or external parties is not in the interest of the organization, and

WHEREAS, when it becomes necessary for E&E to investigate the unauthorized disclosure of Confidential information by an individual or individuals, those individual(s) may be temporarily restricted from receiving such information during the period of the investigation.

THEREFORE, be it resolved that the Executive Committee and CEO are directed to create a procedure for appropriately restricting disclosures of Confidential information during such an investigation, to be applied until the investigation completes.

After discussion, Director Norris called the question, seconded by Director Kemmerer. Motion **CARRIED**, 11 Aye, 4 No.

A roll call vote was requested. The Directors voted accordingly:

Director Famiglio - No
Director Luetzelschwab - Aye
Director Lippert - Aye
Director Norris - Aye
Vice Director Yonally - Aye
Director Vizcarrondo - Aye
Director Zygielbaum - Aye
Director Kemmerer - Aye
Director Ritz - Aye
Director McIntyre - Aye
Director Boehner - Aye

Director Ryan - Aye
Director Baker – Aye
Director Norton - No
Vice Director Cooper - No

The Motion was **APPROVED**, 12 Aye, 3 No.

Directors' Motions

34. On the motion of Vice Director Cooper serving as Director, seconded by Director Famiglio that:

WHEREAS, approximately 50% of newly licensed hams become licensed due to an interest in Emergency Communications yet only small percentage join ARRL or become ARES members;

WHEREAS, the existing pool of available volunteers able to respond to disaster zones is decreasing;

WHEREAS, the ARRL recognizes the value and importance of the ARES program in providing support to both our served agencies and the community at large;

WHEREAS, the ability to provide emergency communications support is a core reason the Amateur Service exists, and

WHEREAS, the need exists to attract these new members into the ARES program if we are to maintain our ability to respond when needed.

THEREFORE, be it resolved a permanent recruiting program is to be established that is focused on increasing the awareness to all licensees of the existence and benefits of membership in the Amateur Radio Emergency Service (ARES).

This program is to consist of several levels of effort, including:

- New brochures and marketing materials specifically focused on recruiting into the ARES program;
- A permanent themed marketing campaign in the *QST* and *OTA* magazines that will appear on a regular basis designed to recruit new members into the ARES program;
- The details of the development of materials and marketing will be reviewed and approved by the EC-FSC Committee;

After discussion, Director Ryan moved, seconded by Director Ritz, to refer this motion to the Emergency Communications Field Services Committee. The Motion **CARRIED**, 13 Aye, 2 No.

The Board was on break from 10:18 AM to 10:40 AM with all members previously noted present.

35. On the motion of Director Lippert, seconded by Director Zygielbaum that:

WHEREAS, The Minnesota Wireless Association, W0AA, was founded in May 1910 making it among the oldest amateur radio clubs still in existence in the world today;

WHEREAS, The Minnesota Wireless Association continues its tradition of excellence in operating since its founding by training and educating today's contest operators on proper operating methods;

WHEREAS, The Minnesota Wireless Association today is one of the premier contest clubs in the United States having earned ARRL Contest Gavels, and

WHEREAS, The Minnesota Wireless Association started the National Contest Journal in 1973 which is celebrating its 50th Anniversary this year and is now an ARRL publication.

THEREFORE, be it resolved the ARRL Board of Directors congratulates and recognizes the Minnesota Wireless Association on the 113th Anniversary of its founding and on the 55th Anniversary of being an ARRL affiliated club.

The Motion was **APPROVED** by unanimous vote (with applause).

36. On the motion of Director Kemmerer, seconded by Directors McIntyre and Vice Director Yonally on behalf of Director Williams that:

WHEREAS, the Harvard Wireless Club (HWC) of Cambridge, Massachusetts, in the ARRL Eastern Massachusetts section, has long supported the American Radio Relay League, Inc., being an Affiliated Club since 1973;

WHEREAS, the HWC was formed in 1909 as The Radio Society of the Institute of Geographic Exploration at Harvard, and changed its name to the Harvard Wireless Club in 1910 (original call 1AF);

WHEREAS, the esteemed Rumford Professor of Physics and Director of the Crufts High Tension Laboratory, Professor George W. Pierce, was its first president; Nikola Tesla, Thomas A. Edison, Guglielmo Marconi, Greenleaf W. Pickard and R. A. Fessenden were honorary members;

WHEREAS, in 1922, the HWC voted that a "Continuous Wave set should be installed as soon as possible" to replace the rotary spark transmitter;

WHEREAS, HWC member George W. Bailey, '07, W1KH and W2KH, contributed greatly to radio and the wartime effort, and served as President of the ARRL from 1940-1952;

WHEREAS, eight HWC members conducted an historic US1A DXpedition in 1989 in the former Soviet Union; the following year, HWC hosted a visiting delegation of Soviet amateurs in Cambridge;

WHEREAS, the HWC currently maintains a club station located at 6 Linden Street in Cambridge;

WHEREAS, in recent years, HWC members have enjoyed participating in various ARRL DX and WPX contests, volunteering in the community, conducting moon bounce, ballooning, field day, and much more, and

WHEREAS, the HWC is looking to the future and is excited to remain current in the life of Harvard for the next century and beyond.

THEREFORE, be it resolved that the ARRL Board of Directors hereby congratulates and recognizes the Harvard Wireless Club for its contributions to Amateur Radio during its 50 years of ARRL affiliation.

The Motion was **APPROVED** by unanimous vote (with applause).

37. On the motion of Director Ritz, seconded by Ms. McIntyre that:

WHEREAS, The Legal Structure Review Committee (LSRC) was created as noted in Minute 11 of the ARRL Board of Director's Meeting Minutes of January 2019;

WHEREAS, As noted in Minute 11, the Legal Structure Review Committee was chartered with "studying the current legal structure of the ARRL, and with recommending such changes in that structure as is consistent with ARRL's current and future needs";

WHEREAS, The Legal Structure Review Committee "...is charged with submitting recommended changes and improvements, if any, to the ARRL Board of Directors at its July 2019 meeting", and

WHEREAS, Neither a committee report, nor motions were submitted by the LSRC as part of the July 2019 ARRL Board meeting, and with the work accomplished to date in improving ARRL Board documents, the need reflected in the original charter has been met and the need for the committee, as chartered, no longer exists.

THEREFORE, be it resolved that the current LSRC committee is hereby sunset, and LSRC members are sincerely thanked for their service.

After discussion, the Motion was **APPROVED** 13 Aye, 2 No.

38. On the motion of Director McIntyre, seconded by Director Norris that:

WHEREAS, the ARRL Board of Directors is a collaborative body, where no actions of a single Director are to hold sway over the entire body;

WHEREAS, Robert's Rules of Order, in the absence of another rule, recommends a majority vote be required to order a roll call vote (Article IV:25; Article VIII:46);

WHEREAS, the stated purpose of a roll call vote in Robert's Rules of Order is to clarify the count of yeas and nays (Article VIII:46);

WHEREAS, the Board of Directors would like to foster a more collaborative relationship amongst the Directors, and

WHEREAS, there should still be a mechanism where a roll call vote can be requested if a significant minority of the Board wishes to have individual votes recorded in the minutes.

THEREFORE, be it resolved that Standing Order 05-2.38 (section 2.4.2 in the reorganized Standing Orders numbered by topic areas, as updated in January 2022) be rewritten as follows:

2.4.2 [SO #05-2.38] The ARRL Board adopts a policy that for any pending motion, a Roll Call Vote may be requested by a Director making a motion for a roll call that is seconded and voted in the affirmative by at least 5 Directors.

References:

Robert, H. M. (2012). *Robert's rules of order revised* [PDF]. RobertsRules.org. <https://robertsrules.org/robertsrules.pdf>

After discussion, a roll call vote was requested. The Directors voted accordingly:

Director Famiglio - No

Director Luetzelschwab - Aye

Director Lippert - Aye

Director Norris - Aye

Vice Director Yonally - Aye

Director Vizcarrondo - No

Director Zygielbaum - Aye

Director Kemmerer - Aye

Director Ritz - No
Director McIntyre - Aye
Director Boehner - Aye
Director Ryan - Aye
Director Baker – No
Director Norton - No
Vice Director Cooper - No

The Motion was **APPROVED**, 9 Aye, 6 No.

39. On the motion of Director Norton, seconded by Director Famiglio that:

Staff be directed to contain the ARRL's relationship with the *National Contest Journal* to that of publisher and distributor, eschewing editorial control and selection of editor or columnists.

The Board discussed the motion prior to breaking for lunch.

The Board was on break for lunch from 11:43 AM to 1:00 PM with all members previously noted present.

After continued discussions, Director Famiglio moved, seconded by Director Vizcarrondo, to table the motion indefinitely. The Motion was **APPROVED** by unanimous vote.

40. On the motion of Director Norris, seconded by Director Lippert that:

WHEREAS, the intent of the motion passed as part of Minute 31 of the 2023 Annual ARRL Board of Directors Meeting was to create a special semi-annual ARRL Awards and Recognition Day honoring ARRL Affiliated Clubs for their long term commitment to the ARRL as per Standing Order 9.7, honoring ARRL Affiliated Clubs for substantive achievements or milestones, honoring individuals or groups for special achievements and to award the various awards the ARRL has onto the appropriate individuals or groups.

THEREFORE, be it resolved that the motion at Minute 31 of the 2023 Annual ARRL Board of Directors meeting be revised to remove reference to a meeting, and to remove reference to Articles and Bylaws resulting in the creation for the Semi-Annual Awards & Recognition Day of the ARRL Board of Directors. Further and to clarify, there will NOT be a Semi-Annual Awards & Recognition Day of the ARRL Board of Directors. However, in lieu of the subject recognition day, the CEO will direct HQ Staff to determine club anniversary award eligibility and forward all nominations to the Executive Committee (EC) for review and approval on a semi-annual basis. Nominated clubs will be approved by vote of the EC with the corresponding Division Director having the option of making the presentation in person. Individuals being nominated for service awards will be voted upon by the

Programs and Services Committee consistent with current practice with confirmation vote by the EC. The clubs will be recognized in *QST*.

After discussion, the Motion was **APPROVED** by unanimous vote.

41. On the motion of Director Ryan, seconded by Director Kemmerer that:

WHEREAS, ARRL is a Connecticut Nonstock Corporation;

WHEREAS, The registration, protection, enforcement and administrative issues of all matters pertaining to Copyrights, Trademarks, and Intellectual Property is an important part of the operation of ARRL, and

WHEREAS, The ARRL CEO is the primary authority overseeing the operation of the ARRL.

THEREFORE, be it resolved the Board of Directors affirms the CEO's unrestricted authority and responsibility to conduct all matters related to the registration, protection, enforcement, and administration issues related to Copyrights, Trademarks, and Intellectual Property on behalf of ARRL.

After discussion, the Motion was **APPROVED** 11 Aye, 2 No with 2 abstentions.

42. On the motion of Director Norton, seconded by Director Famiglio that:

Staff be directed to assure that all members wishing to participate in ARRL-managed on-line discussion groups are able and encouraged to do so, and that no action is ever taken by staff in retaliation of suggestion of action or criticism. Institute a policy where no member of an ARRL-managed online group may be moderated, banned, or otherwise removed without their first being informed via that group that a cited post violates the group's printed rules.

After discussion, a roll call vote was requested. The Directors voted accordingly:

Director Famiglio - Aye
Director Luetzelschwab - No
Director Lippert - No
Director Norris - No
Vice Director Yonally - No
Director Vizcarrondo - No
Director Zygielbaum - No
Director Kemmerer - No
Director Ritz - No
Director McIntyre - No
Director Boehner - No
Director Ryan - No

Director Baker – No
Director Norton - Aye
Vice Director Cooper - Aye

The Motion **FAILED**, 3 Aye, 12 No.

43. On the motion of Director Norton, seconded by Vice Director Cooper serving as Director that:

The Executive Committee review and approve all *QST* editorials before publication.

After discussion, a roll call vote was requested. The Directors voted accordingly:

Director Famiglio - Abstain
Director Luetzelschwab - No
Director Lippert - No
Director Norris - No
Vice Director Yonally - No
Director Vizcarrondo - No
Director Zygielbaum - No
Director Kemmerer - No
Director Ritz - No
Director McIntyre - No
Director Boehner - No
Director Ryan - No
Director Baker – No
Director Norton - Aye
Vice Director Cooper - Abstain

The Motion **FAILED**, 1 Aye, 12 No, and 2 Abstentions.

44. Director Norton moved, seconded by Vice Director Cooper serving as Director that:

The Executive Committee pre-approve any Executive Office or Human Relations legal expense estimated to be above \$2,500.

Director Famiglio - Abstain
Director Luetzelschwab - No
Director Lippert - No
Director Norris - No
Vice Director Yonally - No
Director Vizcarrondo - No
Director Zygielbaum - No
Director Kemmerer - No

Director Ritz - No
Director McIntyre - No
Director Boehner - No
Director Ryan - No
Director Baker – No
Director Norton - Aye
Vice Director Cooper - Abstain

The Motion **FAILED**, 1 Aye, 12 No, and 2 Abstentions.

Closing Courtesies

45. President Roderick thanked everyone for a good meeting and their hard work.

46. There being no additional business, on the motion of Director Ryan, seconded by Director Vizcarrondo, the meeting **ADJOURNED** at 2:10 PM.

David Minster, NA2AA
Secretary