

ARRL BOARD OF DIRECTORS ANNUAL MEETING
January 17-18, 2020

- 1) Roll Call (**Friday, January 17, 2020, 9:00 A.M.**) and announcement that meeting is being recorded
- 2) Moment of Silence
- 3) Courtesies
 - a) Introduction and welcome of first-time participants and guests
 - b) Remarks/greetings from IARU
 - c) Remarks/greetings from Radio Amateurs of Canada
 - d) Remarks/greetings from ARRL Foundation
- Doc. #1 4) Consideration of the agenda of the meeting
- 5) Elections
 - a) Officers
 - i) President
 - ii) First Vice President
 - iii) Second Vice President
 - iv) International Affairs Vice President
 - v) Secretary
 - vi) Treasurer
 - vii) Chief Executive Officer
 - viii) Chief Financial Officer
 - b) Executive Committee
 - c) ARRL Foundation Directors
- Doc. #6 6) Receipt and consideration of financial reports
 - a) Treasurer's report, Mr. Niswander
 - Doc. #8 b) Chief Financial Officer's report, Ms. Middleton
- 7) Motion to Adopt Consent Agenda (**Any Board member may request that any item on the Consent Agenda be removed and discussed separately. Otherwise, the listed items will be considered as a whole without debate or amendment. Receipt of a report does not include approval of any recommendations contained in the report. Consideration of such recommendations comes later in the agenda. Listed reports that are not received and distributed prior to the meeting will be removed from the Consent Agenda.**)
 - a) Receipt of other officers' reports
 - Doc. #2 i) President Roderick
 - Doc. #3 ii) First Vice President Widin
 - Doc. #4 iii) Second Vice President Vallio
 - Doc. #5 iv) International Affairs Vice President Bellows
 - Doc. #7 v) Chief Executive Officer Michel
 - Doc. #9 b)
 - i) Receipt of Communication Counsel's report, Mr. Siddall
 - ii) Receipt of Connecticut Counsel's report, Mr. Spinella
 - c) Receipt of committee and coordinator reports
 - Doc. #10 i) Executive Committee, Mr. Roderick, Chair
 - Doc. #11 ii) Administration & Finance Committee, Mr. Ryan, Chair
 - Doc. #12 iii) Programs & Services Committee, Mr. Williams, Chair
 - Doc. #13 iv) Ethics & Elections Committee, Mr. Blocksome, Chair

- Doc. #14 v) Amateur Radio Legal Defense & Assistance Committee, Mr. Raisbeck, Chair
- Doc. #15 vi) RF Safety Committee, Mr. Zygielbaum, Liaison
- Doc. #16 vii) EMC Committee, Mr. Carlson, Chair
- Doc. #17 viii) Public Relations Committee, Mr. Morine, Liaison
- Doc. #18 ix) Historical Committee, Mr. Blocksome, Chair
- Doc. #19 x) Logbook of the World Committee, Mr. Widin, Chair
- Doc. #20 xi) ARDF, Mr. Jerry Boyd, WB8WFK, Coordinator
- Doc. #21 xii) Contest Advisory Committee
- Doc. #22 xiii) DX Advisory Committee, Mr. Norris, Liaison
- Doc. #23 xiv) Legislative Advocacy Committee, Mr. Tiemstra, Chair
- Doc. #24 xv) P&S Committee Public Service Enhancement Working Group, Mr. Hippisley,
Chair
- Doc. #25 xvi) HF Band Planning Committee, Mr. Widin, Chair
- Doc. #26 xvii) ARISS Committee
- Doc. #27 xviii) Committee on Communications to Members, Mr. Widin, Chair
- Doc. #28 xix) Legal Structure Review Committee, Dr. Michel, Chair
- Doc. #29 xx) Technical Relations Office, Mr. Siverling, Technical Relations Manager

[END OF CONSENT AGENDA]

- 8) Receipt of Officer's reports
- 9) Consideration of items removed from Consent Agenda
- 10) Consider recommendations of the Standing Committees (Additional recommendations as contained in the reports will be added to this agenda item as the reports are received.)
 - a) Executive Committee
 - b) Administration & Finance Committee
 - c) Programs & Services Committee
- 11) Consider additional recommendations as contained in reports
- 12) Proposals for amendments to Articles of Association and Bylaws
(In accordance with the AA/BL formal resolutions must be submitted to the Board 30-days prior to the meeting in order to qualify to be approved by the 10-vote majority.)
- 13) Directors' motions:
 - a) Mr. Tiemstra Pacific Division
 - b) Mr. Hippisley Roanoke Division
 - c) Mr. Ryan Rocky Mountain Division
 - d) Mr. Baker Southeastern Division
 - e) Mr. Norton Southwestern Division
 - f) Mr. Stratton West Gulf Division
 - g) Mr. Abernethy Atlantic Division
 - h) Mr. Carlson Central Division
 - i) Mr. Holden Dakota Division
 - j) Mr. Norris Delta Division
 - k) Mr. Williams Great Lakes Division
 - l) Ms. Jairam Hudson Division
 - m) Mr. Blocksome Midwest Division

- n) Mr. Hopengarten New England Division
- o) Mr. Ritz Northwestern Division
- 14) Election of Executive Committee
- 15) Election of ARRL Foundation Directors
- 16) Final Director Motions
- 17) Appointment of Standing Committees and Committee Chairs
- 18) Other Business
- 19) Closing courtesies
- 20) Adjournment

1. Pursuant to due notice, the Board of Directors of the American Radio Relay League, Inc. met in annual session at the Hartford/Windsor Airport Marriott in Windsor, Connecticut. The meeting was called to order at 9:00 AM ET Friday, January 17, 2020 with President Rick Roderick, K5UR, in the Chair and the following Directors present:

Tom Abernethy, W3TOM, Atlantic Division
 Kermit Carlson, W9XA, Central Division
 Matt Holden, KØBBC, Dakota Division
 David Norris, K5UZ, Delta Division
 Dale Williams, WA8EFK, Great Lakes Division
 Ria Jairam, N2RJ, Hudson Division
 Rod Blocksome, KØDAS, Midwest Division
 Fred Hopengarten, K1VR, New England Division
 Mike Ritz, W7VO, Northwestern Division
 Jim Tiemstra, K6JAT, Pacific Division
 George "Bud" Hippiisley, W2RU, Roanoke Division
 Jeff Ryan, KØRM, Rocky Mountain Division
 Mickey Baker, N4MB, Southeastern Division
 Dick Norton, N6AA, Southwestern Division
 John Robert Stratton, N5AUS, West Gulf Division

Also present without vote were:

Greg Widin, KØGW, First Vice President
 Robert Vallio, W6RGG, Second Vice-President
 Jay Bellows, KØQB, International Affairs Vice President
 Howard Michel, WB2ITX, Chief Executive Officer and Secretary
 Diane Middleton, W2DLM, Chief Financial Officer
 Frederick Niswander, K7GM, Treasurer

The following Vice Directors were also in attendance:

Robert Famiglio, K3RF, Atlantic Division
 Carl Luetzelschwab, K9LA, Central Division

Lynn Nelson WØND, Dakota Division
Ed Hudgens, WB4RHQ, Delta Division
Thomas Delaney, W8WTD, Great Lakes Division
Bill Hudzik, W2UDT, Hudson Division
Art Zygielbaum, KØAIZ, Midwest Division
Mike Raisbeck, K1TWF, New England Division
Mark Tharp, KB7HDX, Northwestern Division
Kristen McIntyre, K6WX, Pacific Division
Bill Morine, N2COP, Roanoke Division
Robert Wareham, NØESQ, Rocky Mountain Division
James Schilling, KG4JSZ, Southeastern Division
Mark Weiss, K6FG, Southwestern Division
Lee Cooper, W5LHC, West Gulf Division

Also present were:

Tim Ellam, VE6SH, International Amateur Radio Union President
Norm Fusaro, W3IZ, ARRL Director of Operations
Dan Henderson, N1ND, Assistant Secretary / Regulatory Information Manager.
Glenn MacDonell, VE3XRA, President of the Radio Amateurs of Canada
Carla Pereira, KC1HSX, Executive Manager
David Siddall, Esq., K3ZJ, FCC Communications Counsel
Jon Siverling, WB3ERA, Technical Relations Specialist
Edward Spinella, Esq., Connecticut Counsel
Former ARRL President Rod Stafford, W6ROD, was in attendance as an observer.

Moment of Silence

2. A moment of silence was offered in memory of Amateurs who have passed away since the last meeting, especially: *Joseph Areyzaga, K1JGA; Les W. Barclay, G3HTF; Roland Barnaby, NØRAB; Harold F. Blocher, W4YWH; Frederic "Fritz" Bock, WD9FMB; Phil Clements, K5PC; Jack Creed, K4EPC; Frank Dowd, K4BVQ; Frank Fascione, K1MAA; Peter Glasmacher, DK5DC/AA6HM; Joe Gregory, W7QN; Erwin Grossman, KØIVO; Mike Hoeft, K2MPH; George W. "Bill" Henry, Jr. K9GWT; Harold Johnson, W4ZCB; James Johnson, WB8YBA; Larry "LJ" Junstrom, K4EB; Brian Kantor, WB6CYT; Rose Kautz, W5KZ; Kresimir "Chris" Kovarik, 9A5K; George Laurer, K4HZE; Robert Mcanany, KM4VRY; Bob McCaffrey, KØCY; Chuck Miller, N6KW; John Nelson, KØIO; Paul H. Newberry, Jr., N4PN; Reynold L. "Fritz" Nitsch, W4NTO; Ananth Pai, VU2PAI; Millard Parker, WB8RQS; Holly Peacock, KB2ZMM; Dr. Larry Price, W4RA; Dan Pruitt, AE6SX; Herbert "Butch" Reich, KØUBK; Paul L. Rinaldo, W4RI; Doug Robbins, W5DUG; Robert Roehrig, K9EUI; Reginald Russell, NS9H; Bill Santelmann, N1AU; Hisao Shono, JA1AA; Ron Stailey, K5DJ; Myron Steinart, KFØPN; Randy Suess, ex-WB9GPM; Skip Tenney, W1NLB; Harvey C Tewes. KØRY; Stephen Veader, N4DXS; and Glen Whitehouse, K1GW.*

Courtesies

3. President Roderick presented a certificate and Board pin to Director Baker, Vice Director Schilling, and Vice Director Weiss.

4. Mr. Ellam presented greetings from the IARU and its officers and thanked the ARRL for its continued support. He noted the exceptional work of ARRL staff, especially Mr. Siverling. He spoke briefly of the ITU World Radiocommunication Conference he attended in October.

5. Mr. MacDonell brought greetings from the Radio Amateurs of Canada (RAC). He commented on the growth of amateur radio in Canada and RAC membership and stated that helping new licensees become active is a shared concern with the ARRL. He noted that he has been re-elected for another 2-year term as RAC president and thanked Mr. Roderick for attending the RAC meeting on the ARRL's behalf.

6. Director Abernethy presented greetings from the ARRL Foundation. He commented that the Foundation Board began 2019 by reviewing the Foundation's financials and quickly formed Scholarship and Grant Committees to execute the awarding of Foundation funds. He expressed that the Foundation Board strongly believes the scholarship program should receive increased exposure. He noted that despite the resignation of the Development Manager, with the invaluable assistance of Ms. Middleton, Mr. Niswander, and Development Office staff Ms. Regina Galuppi they were able to successfully administer over \$123,000 in scholarships and grants. The Foundation looks forward to working with the new Foundation Secretary and ARRL Development Manager Melissa Stemmer. Mr. Abernethy concluded by reading Dr. Woolweaver's addendum requesting the Board consider adding a new position of ARRL Foundation Director. Mr. Ritz also thanked Ms. Middleton and her staff for their work in helping the Foundation Board successfully accomplish its duties.

Consideration of the Agenda

7. On the motion of Mr. Norris, seconded by Mr. Ryan the Agenda was **APPROVED**.

Election of Officers

8. The President appointed Vice Directors Luetzelschwab, Zygielbaum and Tharp as tellers. First Vice President Widin took the chair and opened the floor for nominations for President. Mr. Ritz nominated Mr. Tiemstra for President. Mr. Norris nominated Mr. Roderick for President. On the motion of Mr. Ryan, seconded by Mr. Holden, it was VOTED to close nominations. Ballots were distributed, collected and counted by the tellers with the following results: Mr. Roderick, 8; Mr. Tiemstra, 7. Mr. Roderick was declared **re-elected** President (with applause)

9. President Roderick opened the floor for nominations for the First Vice President. With Mr. Widin not seeking re-election, Mr. Holden nominated Mr. Raisbeck. On the motion of Mr. Carlson, seconded by Mr. Abernethy, it was VOTED to close nominations, and Mr. Raisbeck was declared **elected** First Vice President (with applause).

10. President Roderick opened the floor for nominations for Second Vice President. Mr. Williams nominated Mr. Vallio. On the motion of Mr. Abernethy, seconded by Mr. Carlson, it was VOTED to close nominations, and Mr. Vallio was declared **re-elected** Second Vice President (with applause).

11. President Roderick opened the floor for nomination for International Affairs Vice President. With Mr. Bellows not seeking re-election, Mr. Tiemstra nominated Mr. Rod Stafford. Mr. Blocksome nominated Mr. Bruce Frahm. On the motion of Mr. Norris, seconded by Mr. Williams it was VOTED to close the nominations. Ballots were distributed, collected and counted by the tellers with the following results: Mr. Stafford, 13; Mr. Frahm, 2. Mr. Stafford was declared **elected** International Affairs Vice President (with applause).

12. President Roderick opened the floor for nominations for Treasurer. Mr. Ryan nominated Dr. Niswander. On the motion of Mr. Williams, seconded by Mr. Norris, it was VOTED to close the nominations, whereupon Dr. Niswander was declared **re-elected** as Treasurer (with applause).

13. President Roderick opened the floor for nominations for Chief Executive Officer. Mr. Carlson nominated Dr. Michel. President Roderick stated that this would be a Yes/No vote. Ballots were distributed, collected and counted by the tellers with the following results: Yeas, 6; Nays, 9. Dr. Michel was **not re-elected** Chief Executive Officer.

The Board was on break from 9:40 – 9:59 AM with all returning as noted above except for Dr. Michel.

14. President Roderick opened the floor for nominations for CFO. Mr. Ryan nominated Ms. Middleton. On the motion of Mr. Carlson, seconded by Mr. Norris, it was **VOTED** to close the nominations, whereupon Ms. Middleton was declared **re-elected** as CFO (with applause).

The Board was on break from 10:02 – 10:15 AM with all returning as noted above.

15. President Roderick opened the floor for a discussion preceding the motion to appoint an interim Chief Executive Officer. A debate ensued on whether the vote should occur today or tomorrow following a discussion of the details of the interim position. There was a conversation regarding what the title of the interim officer should be, and the Board agreed that the title shall be Interim Chief Executive Officer to comply with the By-Laws.

16. On the motion of Mr. Stratton, seconded by Mr. Norris, it was **VOTED** that:

Whereas, A vacancy exists in the office of Chief Executive Officer;

Whereas, The ARRL Board of Directors wishes to ensure continuous leadership for the ARRL during the period of its search for a new executive officer;

Whereas, Mr. Barry Shelley has previously served the ARRL with distinction in a capacity as Chief Financial Officer and interim Chief Executive Officer;

Whereas, Mr. Barry Shelley, N1VXY, has agreed to serve as Interim Chief Executive Officer during the period of the ARRL's search for a new executive officer;

It is accordingly resolved:

- (1) That the President of the ARRL is authorized, with the assistance of such staff and legal advisors as he deems necessary, to negotiate the terms of an employment contract with Mr.

- Barry Shelley to serve as Interim Chief Executive Officer of the ARRL for such terms as are reasonable;
- (2) That the proposed contract with Mr. Barry Shelley be submitted to the Board of Directors for final approval prior to execution.

After discussion the motion was **APPROVED**.

17. President Roderick opened the floor for nominations for Secretary. Mr. Stratton nominated Mr. Shelley. On the motion of Mr. Carlson to close the nomination, seconded by Mr. Abernethy, Mr. Shelley was declared **elected** as Secretary.

Nomination for Honorary Vice President

18. Mr. Stratton moved, and Mr. Norris seconded that:

Whereas, Pursuant to Standing Order 69 at Minute 38 of the 2002 Annual Meeting of the ARRL Board of Directors distinguished Members of the League may be elected as Honorary Vice Presidents of the League for the purpose of recognizing their outstanding contributions to the ARRL and Amateur Radio;

Whereas, there is an upper limit of 10 Honorary Vice Presidents;

Whereas, there are as of the date of this Motion 8 Honorary Vice Presidents;

Whereas, Standing Order 69 requires 60-days' notice before the election of an Honorary Vice President;

Whereas, the Board of Directors may waive the requirement for 60-days prior notice;

Whereas, the Board desires to waive the requirement for 60-day prior notice for the purpose of electing an Honorary Vice President at the January 2020 Annual Meeting;

It is hereby **MOVED**:

That the ARRL Board of Directors at its January 2020 Annual Meeting hereby waives the 60-day notice requirement of Standing Order 69 for the purpose of bestowing the honor of Honorary Vice President on John B. "Jay" Bellows, KOQB at its January 2020 Annual Meeting.

After discussion the motion was **APPROVED**.

19. Mr. Stratton moved on behalf of Mr. Raisbeck, and Mr. Norris seconded that:

Whereas, Pursuant to Standing Order 69 at Minute 38 of the 2002 Annual Meeting of the ARRL Board of Directors distinguished Members of the League may be elected as Honorary Vice Presidents of the League for the purpose of recognizing their outstanding contributions to the ARRL and Amateur Radio;

Whereas, there is an upper limit of 10 Honorary Vice Presidents;

Whereas, there are, at the date of this Motion 8 Honorary Vice Presidents;

Whereas, John B. “Jay” Bellows, KOQB has been serving the League with distinction for 22 years,

- starting as Dakota Division Vice-Director from 1998 to 2000
- then Dakota Division Director from 2000 to 2010
- then International Vice President from 2010 to 2020

as well as years of service as counsel on numerous groundbreaking antenna and tower legal cases, on ARRL Board committees too numerous to list, and in the international Amateur Radio arena; and

Whereas, Jay is recognized, both within the League and among Radio Amateurs worldwide for outstanding and diligent leadership in each and every role and position that he has undertaken; and

Whereas, Jay is retiring from the Board this year; and

Whereas, The League and its Board wish to recognize and honor Jay’s long and outstanding service;

It is hereby MOVED:

that in recognition of his outstanding contributions to the League and Amateur Radio, John B. “Jay” Bellows, KOQB, is nominated as ARRL Honorary Vice-President.

ARRL Board Rules requiring a secret ballot, the committee of tellers reported Mr. John B. “Jay” Bellows, KOQB, was **elected** as an Honorary Vice-President (with an extended standing ovation).

The Board was on a break from 11:01 – 11:12 AM with all returning as noted above.

Elections for Executive Committee and ARRL Foundation Board

20. The Board next returned to elections. President Roderick opened the floor to nominations for the ARRL Executive Committee and briefly explained the voting process. Mr. Stratton nominated Mr. Abernethy, Mr. Carlson, Mr. Williams, Mr. Hippisley, and Mr. Stratton. Mr. Holden nominated Mr. Hopengarten. Mr. Hippisley nominated Mr. Tiemstra. The tellers distributed, collected and counted the ballots with the following results: Mr. Abernethy, 12; Mr. Carlson, 13; Mr. Williams, 9; Mr. Hippisley, 15; Mr. Stratton, 8; Mr. Hopengarten, 11; Mr. Tiemstra, 7.

Directors Abernethy, Carlson, Hippisley, Hopengarten and Williams, having received the most votes and all receiving a majority were declared **elected** to the Executive Committee.

21. President Roderick opened the floor to Mr. Abernethy for nominations to the ARRL Foundation Board. Mr. Abernethy moved to nominate Director Jairam for a 3-year term. The motion was seconded by Mr. Norris. Ms. Jairam was declared **ELECTED** to the Foundation Board for a 3-year term (with applause).

Mr. Abernethy then moved to nominate the following non-Board member to a 3-year term: Mr. Tim Duffy, K3LR. Upon being seconded by Mr. Hippisley, Mr. Duffy was **VOTED** elected to the Foundation Board for a 3-year term.

Mr. Abernethy then moved to nominate the following non-Board member to a 3-year term: Mr. Jim Fenstermaker, K9JF. Upon being seconded by Mr. Ritz, Mr. Fenstermaker was **VOTED** elected to the Foundation Board for a 3-year term.

Receipt and Consideration of Financial Reports

22. Mr. Niswander presented the Treasurer's Report and entertained questions. He reported on the ARRL's investment portfolio including stock performance and the bond market. He noted that the credit quality of ARRL's investments has risen and he has been preemptively conservative with bonds after decades of falling interest rates and a concern about credit-quality corporate debt. There was also a brief discussion of benchmarks, dividend-paying stocks and diversity of investments.

23. Ms. Middleton presented the report of the Chief Financial Officer. She reported that the League generated a larger than expected gain from operations for 2019. ARRL also experienced a \$4 million growth in the Balance Sheet. Cash balances continued to be healthy. She then entertained questions. Ms. Middleton noted that the income statement reflects a new federal accounting standard requiring a one-time adjustment to the statement. Ms. Middleton also commented that upcoming staff retirements could have an impact on resources. There was a brief discussion of the Spectrum Defense Fund and associated costs.

Consideration of the Consent Agenda

24. The following reports were removed from the Consent Agenda: FCC Counsel; Connecticut Counsel; Administration & Finance Committee; DX Advisory Committee; Legislative Advocacy Committee; Programs & Services Committee; HF Band Planning Committee; and Legal Structure Review Committee. On the motion of Mr. Carlson, seconded by Mr. Abernethy, the Consent Agenda was **ADOPTED**.

The Board was on break for lunch from 11:57 – 1:35 PM with all returning.

25. President Roderick added the report of the Emergency Communications Manager Requirements Committee to the Consent Agenda per the Board's request.

Consideration of Items Removed from the Consent Agenda

26. The Board considered the report of Mr. Spinella, who answered questions primarily regarding the contractual agreement with Mintz + Hoke.

27. Mr. Siddall presented his report and entertained questions. He commented on spectrum allocation threats, protecting primary bands, and 5G concerns. There was an extended discussion of spectrum allocation and protection, both primary and secondary.

28. Mr. Norris commented that the Research Working Group created at the last Board meeting and which was tasked to present at this Board meeting has been communicating with other members on their directive. Mr. Ryan concurred and stated that the RWG is on the agenda for the next Administration & Finance Committee meeting in April.

29. Mr. Norris presented the report of the DX Advisory Committee and entertained questions. There was an extensive discussion by the DXAC on a proposal to change the 5-Band DXCC award from the current required bands, which the DXAC committee unanimously rejected. There was also commentary on varying the committee's focus to fully reflect the concerns of our constituents.

30. Mr. Tiemstra presented the report of the Legislative Advocacy Committee, noting that details of the report were extensively discussed during the Thursday evening informal session. He stated that based on the Thursday discussions, the LAC has determined they should stay flexible and not foreclose use of any variation in versions of the legislation as discussed.

31. Mr. Hippisley presented the report of the Public Service Enhancement Working Group and began by thanking the previous committee chair Mr. Williams for the work he and the committee started. Mr. Hippisley summarized the current communication between the committee, Radio Relay International (RRI), the ARRL National Traffic System (NTS), and the volunteers. The next step is to schedule a meeting with the various parties and there is active ongoing dialogue on working together. There was also a brief discussion regarding how ARES Connect is being received, which has been both positive and negative. The PSEWG intends to collect and prioritize field feedback to guide the League's requests for updates to ARES Connect.

32. Mr. Widin presented the report of the HF Band Planning Committee, and entertained questions. He began by expressing his appreciation to the committee, especially former Vice Director Ned Stearns. Mr. Widin noted that the recommendations in the report are evolving subject to FCC decisions, and Mr. Siddall will need flexibility in his communications with the FCC, especially with their staff turnover. There was a discussion of CW identification requirements for different modes, as well as narrow versus wide-band operations. The Committee was encouraged to incorporate additional membership input as they explore the possible recommendations to the FCC.

The Board was on break from 2:58 – 3:41 PM.

33. The Board resumed their discussion of the HF Band Planning Committee report. It was noted again that staff turnover and funding limitations at the FCC might impact our efforts. There was an extended conversation about sharing communications with members, and how to solicit their comments over a specific period. The Board agreed the League should post an article to the website soliciting comments on the report, with instructions for leaving feedback. There was then an extended conversation debating whether members' responses should be sent to the committee, full Board, or individual directors, with the goal of facilitating communications between the Board and membership. It was suggested that the ARRL article instruct members to contact their individual Director with their feedback over a 2-week period. If a Director needs additional support to answer member comments, s/he can forward the comments to the full Board via an HF Band Planning reflector that will be set up by ARRL IT staff.

Mr. Roderick asked for a show of hands in support of this process. A majority **AGREED** to proceed with the 2-week comment period as described.

34. Mr. Widin presented the report of the Logbook of the World Committee and entertained questions. There was a conversation about the significant improvements to LoTW over the last few years and how to convey that to users. He stated that the committee is currently working on “Logbook 2.0” which will continue improvements to the logging process, and that it will be going into a beta testing phase soon. Mr. Norton noted his appreciation for Mr. Widin’s continuing to chair the LoTW Committee after retiring from the Board.

35. The report of the Legal Structure Review Committee will be addressed at another time.

Consideration of Recommendations from Standing Committees

36. On behalf of the Administration & Finance Committee, on the motion of Mr. Ryan, seconded by Mr. Carlson, the ARRL 2020-2021 Plan was **ADOPTED** by voice vote following discussion.

37. Mr. Ryan moved, seconded by Mr. Carlson, that:

In an effort to better serve and expand the younger market, ARRL By-Law 6 which presently reads as follows:

The Chief Executive Officer may establish a reduced dues rate for Full members who have not reached the age of 22 years, provided that this rate shall not be less than 50% of the rate established in By-Law 4. This rate shall not be available for Life membership.

is amended to read as follows:

The Chief Executive Officer may establish a reduced dues rate for Full members who have not reached the age of 26 years, provided that this rate shall not be less than 50% of the rate established in By-Law 4. This rate shall not be available for Life membership.

After discussion the motion was **APPROVED unanimously** by roll call vote.

38. Mr. Ryan moved, seconded by Mr. Holden, that:

To add language to accommodate a discount for a digital only membership, ARRL By-Law 4, which presently reads as follows:

4. The dues of Members shall be \$49.00 annually worldwide, payable in advance. For members outside the United States, except for International members who elect not to receive QST 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. Members choosing to pay dues for more than one year in advance, but for no more than

five years, may be entitled to lower rates as determined periodically by the Chief Executive Officer and as published in QST.

is amended to read as follows:

4. (a) The dues of Members shall be \$49.00 annually worldwide, payable in advance. For members outside the United States, except for International members who elect not to receive QST 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. Members choosing to pay dues for more than one year in advance, but for no more than five years, may be entitled to lower rates as determined periodically by the Chief Executive Officer and as published in QST.

(b) A discounted membership allowing for digital-only access may be offered at the discretion of the Chief Executive Officer. If a digital-only membership is offered, it shall not be discounted more than 10% of the rate established in By-Law 4a.

After discussion the motion was **APPROVED unanimously** by roll call vote.

The Board recessed for the day at 4:58 PM and returned on Saturday January 18, 2020 at 9:21 AM with all members previously noted present except for Mr. Hudgens.

39. Mr. Ryan moved, seconded by Mr. Niswander, that:

WHEREAS, the ARRL desires to open a trading account at Fidelity,

Therefore, be it resolved:

FIRST: That the President hereby is authorized and empowered, for and on behalf of this Corporation, to establish, maintain, and act on this account (which may be a margin account) and that the Treasurer is authorized and empowered for and on behalf of this Corporation, with Fidelity Brokerage Services LLC and its affiliates (collectively "Fidelity") for the purpose of purchasing, investing in, or otherwise acquiring, selling (including short sales), possessing, transferring, exchanging, or otherwise disposing of, or turning to account of, or realizing upon, and generally dealing in and with any and all forms of securities including, but not by way of limitation, shares, stocks, bonds, debentures, notes, scrip, participation certificates, rights to subscribe, options, warrants, certificates of deposit, mortgages, evidences of indebtedness, commercial paper, certificates of indebtedness and certificates of interest of any and every kind and nature whatsoever, secured or unsecured, whether represented by trust, participating and/or other certificates, or otherwise.

The fullest authority at all times with respect to any such commitment or with respect to any transaction deemed by any of the said officers and/or agents to be proper in connection therewith is hereby conferred, including authority (without limiting the

generality of the foregoing) to give instructions (whether oral, written, electronic, or otherwise) to Fidelity with respect to said transactions; to borrow money and securities and to borrow such money and securities from or through Fidelity, and to secure repayment thereof with the property of the Corporation; to bind and obligate the Corporation to and for the carrying out of any contract, arrangement, or transaction that shall be entered into by any such officer and/or agent for and on behalf of the Corporation with or through Fidelity; to pay by checks and/or drafts drawn upon the funds of the Corporation such sums as may be necessary in connection with any of the said accounts; to deliver securities and contracts to Fidelity; to deliver securities to and deposit funds with Fidelity; to order the transfer or delivery of securities to any other person whatsoever, and/or to order the transfer of record of any securities, to any name selected by any of the said officers or agents; to affix the corporate seal to any documents or securities to any name selected by any of the said officers or agents; to affix the corporate seal to any documents or agreements, or otherwise; to endorse any securities and/or contracts in order to pass title thereto; to direct the sale or exercise of any rights with respect to any securities; to sign for the Corporation all releases, powers of attorney, and/or other documents in connection with any such account, and to agree to any terms or conditions to control any such account; to direct Fidelity to surrender any securities to the proper agent or party for the purpose of effecting any exchange or conversion, or for the purpose of deposit with any protective or similar committee, or otherwise; to accept delivery of any securities; to appoint any other person or persons to do any and all things that any of the said officers and/or agents are hereby empowered to do, and generally to do and take all action necessary in connection with the account, or considered desirable by such officer and/or agent with respect thereto.

SECOND: That Fidelity may deal with any and all of the persons directly or indirectly empowered by the foregoing resolution, as though they were dealing with the Corporation directly.

THIRD: That the Secretary of the Corporation be and hereby is authorized, empowered and if requested by Fidelity, directed to certify, under the seal of the Corporation, or otherwise, to Fidelity

(a) a true copy of these resolutions;

(b) specimen signatures of each and every person by these resolutions empowered;

(c) a certificate (which, if required by Fidelity, shall be supported by an opinion of the general counsel of the Corporation, or other counsel satisfactory to Fidelity) that the Corporation is duly organized and existing, that its charter empowers it to transact the business by these resolutions defined, and that no limitation has been imposed upon such powers by the bylaws or otherwise.

FOURTH: That Fidelity may rely upon any certification given in accordance with these resolutions, as continuing fully effective unless and until Fidelity shall receive due written

notice of a change in or the rescission of the authority so evidenced and the dispatch or receipt of any other form of notice shall not constitute a waiver of this provision, nor shall the fact that any person hereby empowered ceases to be an officer of the Corporation or becomes an officer under some other title in any way affect the powers hereby conferred. The failure to supply any specimen signature shall not invalidate any transaction if the transaction is in accordance with authority actually granted.

FIFTH: That in the event of any change in the office or powers of persons hereby empowered, the Secretary shall certify such changes to Fidelity in writing in the matter herein above provided, which notification, when received, shall be adequate both to terminate the powers of the persons theretofore authorized, and to empower the persons thereby substituted.

SIXTH: That the foregoing resolutions and the certificates actually furnished to Fidelity by the Secretary of the Corporation pursuant thereto be and hereby are made irrevocable until written notice of the revocation thereof shall have been received by Fidelity.

SEVENTH: That the Corporation and its officers indemnify and hold Fidelity harmless from any claim, loss, expense, or other liability for effecting any transactions and acting upon any instructions given by the officers or Secretary of the Corporation.

The motion was **APPROVED** by voice vote with Ms. Jairam recusing herself from the vote.

40. Mr. Ryan moved, seconded by Mr. Carlson, that:

(To be inserted in the Life Membership section of the By-Laws, as a new sentence at the end of #8)

The CEO may establish a revenue-neutral Life Membership program for individuals age 70 or older.

The motion was **APPROVED unanimously** by roll call vote following discussion.

41. Mr. Ryan moved, seconded by Mr. Carlson, that:

The ARRL establish a reduced-rate, revenue-neutral Life Membership program for individuals age 70 or older, with cumulative annual membership of 25 years or more, at an initial rate of \$750.

The administrative parameters of the program will be established by staff with approval by the Administration and Finance Committee at its April 2020 meeting.

The motion was **APPROVED** following discussion, with Ms. Jairam and Mssrs. Abernethy, Carlson, Holden, Norris, Williams, Blocksome, Ritz, Tiemstra, Hippisley, Ryan, Norton, and Stratton **in favor** and Mssrs. Baker and Hopengarten **against**.

42. On the motion of Mr. Ritz, seconded by Mr. Norris, it was **VOTED (with applause)** that:

WHEREAS, Amateur Radio provides vital emergency communications in times of disaster, yet many members of the general public are not aware the role Amateur Radio plays, especially behind the scenes, and

WHEREAS, large areas of southern Oregon and northern California are subject to frequent, and sometimes pronounced, natural disasters where conventional communications will be disrupted and,

WHEREAS, the skill sets in emergency communications acquired by ARES® members in this region proved vital to the residents of Puerto Rico when a local operator was deployed there following Hurricane Maria, and

WHEREAS, members of the Jackson County (Oregon) Amateur Radio Emergency Services group have contributed mightily to emergency communications in southern Oregon, and

WHEREAS, Roman Battaglia of Jefferson Public Radio, a service of Southern Oregon University in Ashland, Oregon, serving southern Oregon and northern California, did a feature story on Amateur Radio Emergency Services in and around the Jefferson Public Radio listening area entitled *Amateur Radio Is There When All Else Fails*

THEREFORE, 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 2019 Bill Leonard W2SKE Professional Media Award for Audio Reporting to Roman Battaglia and associated producer and staff of Jefferson Public Radio.

43. On the motion of Mr. Norris, seconded by Mr. Vallio, it was **VOTED (with applause)** that:

WHEREAS, media citations emphasizing the enjoyment of Amateur Radio are always especially appreciated by Amateur Radio operators everywhere, and

WHEREAS, few articles capture the breadth of Amateur Radio in displaying the many facets which show how operators derive satisfaction from Amateur Radio as a hobby, and

WHEREAS, Zack Plair of the *Columbus and Starkville Dispatch* in Mississippi featured several area operators who described how Amateur Radio has been fulfilling to them, both for those who have been licensed for many years and those who are relatively new to the hobby,

THEREFORE, 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 2019 Bill Leonard W2SKE Professional Media Award for Print Reporting to Zack Plair and the *Columbus and Starkville Dispatch*.

44. On the motion of Mr. Hopengarten, seconded by Mr. Williams, it is **VOTED (with applause)** that:

WHEREAS, ARRL has enjoyed a long and productive relationship with the American Red Cross, and underscores that bond with a continually updated Memorandum of Understanding, and

WHEREAS, throughout the years ARRL has provided emergency communications both in conjunction with and on behalf of the American Red Cross, and

WHEREAS, the American Red Cross requested that ARRL participate in a May 2019 drill revolving around a massive hurricane inundating the east coast of the United States, and

WHEREAS, ARRL and W1AW successfully demonstrated the reliability to relay a large amount of messages and traffic to the headquarters of the American Red Cross exercise in Baltimore, Maryland, and

WHEREAS, Fox61 News based in Hartford, Connecticut, recorded the event and explained the importance of such reliability in times of disaster,

THEREFORE, 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 2019 Bill Leonard W2SKE Professional Media Award for Video Reporting to reporter Jim Altman for his report entitled *American Radio Relay League Ready For Hurricane Season* and to affiliated producers and staff of Fox61 News, part of WTIC-TV, Hartford, Connecticut.

Additional Recommendations as Contained in Reports

45. On the motion of Mr. Stratton, seconded by Mr. Carlson, the Board moved into a Committee of the Whole to discuss a legal matter from 11:28 – 11:29. On the motion of Mr. Ryan, seconded by Mr. Hippisley, the report of the Committee of the Whole was approved.

46. Mr. Stratton moved, seconded by Mr. Tiemstra, that:

Whereas, The Board created the Legal Structure Review Committee at its January 2019 Meeting;

Whereas, John B. “Jay” Bellows, a Member of the Committee has retired;

Whereas, two new attorneys, Vice Director Robert Famiglio and Vice Director Robert Wareham have become members of the Board;

Whereas, Rod Stafford has joined the Board as International Vice President;

Whereas, the Committee requests Mr. Famiglio, Mr. Wareham and Mr. Stafford be approved as Members of the Committee to permit it to complete its work;

Whereas, the structure set forth in the Director’s Workbook, Section 3.9 is no longer consistent with the legal and regulatory environment in which the ARRL operates and needs to be updated to reflect the current operational needs of the ARRL;

It is accordingly resolved that: Vice Director Robert Famiglio, Vice Director Robert Wareham, and International Affairs Vice President Rod Stafford are appointed as Members of the Committee.

The motion was **APPROVED** following discussion.

The Board was on break for lunch from 12:15 – 1:32 PM with all returning as noted above.

47. On the motion of Mr. Roderick, seconded by Mr. Carlson, the Board resolved into a Committee of the Whole to discuss a personnel matter at 1:34 PM with Mr. Ellam, Mr. Fusaro, Mr. Henderson, Mr. MacDonell, Ms. Pereira and Mr. Siverling excused. The Committee of the Whole rose at 1:49 and on the motion of Mr. Abernethy, seconded by Mr. Norris, the report of the Committee of the Whole was **ADOPTED**.

48. Mr. Ritz moved, seconded by Mr. Norris, that:

To better encourage Field Day participation from newly licensed or generally inactive amateur licensees;

RESOLVED: That the maximum cap of Field Day QSOs made by a GOTA station is raised to 1,000.

The motion was **APPROVED**.

49. Mr. Ritz moved, seconded by Mr. Norris, that:

RESOLVED that the RTTY Roundup rules shall be amended to make the following changes:

- 1) To add a Multi-Two and Multi-Multi category for the event;
- 2) To permit multi-operator stations to operate the entire contest period;
- 3) That the categories be divided into the following:
 - RTTY Only
 - Digital Only (no-RTTY)
 - Mixed (both RTTY and Digital)

The motion was **APPROVED** following discussion.

50. Mr. Ryan moved, seconded by Mr. Holden, that:

To add language to accommodate an alternative magazine in print instead of QST, ARRL By-Law 43, which presently reads as follows:

43. 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 each month to every member of the League in good standing, except those International, blind and family

members. 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.

is amended to read as follows:

43. 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 or by mail each month to every member of the League in good standing. Members may elect to receive a printed alternative publication of the League in lieu of the printed version of QST. 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.

The motion was **APPROVED unanimously** by roll call vote following discussion.

51. Mr. Tiemstra moved, seconded by Mr. Abernethy, that:

Whereas, the ability of the Amateur Radio service to maintain and expand its benefits to the public rests on the ability to install and operate effective Amateur Radio stations; and

Whereas, the Ad Hoc Legislative Advocacy Committee has provided the Board with drafts of three approaches to model legislation affording the League's membership with relief from private land use restrictions; and

Whereas, it would be beneficial to the achievement of this goal to obtain the input and advice of the League's lobbyists and its sponsors and legislative assistants in Congress; and

Whereas, the process of achieving the adoption of such legislation necessarily involves discussion, negotiation and possible alterations by or in response to the League's advisors and sponsors:

NOW, THEREFORE IT IS HEREBY RESOLVED that the draft legislation presented to and discussed by the Board describing different but acceptable approaches to obtain relief from private land use restrictions impacting Amateur Radio station antenna structures are approved as presented and possibly modified, and directs the Ad Hoc Legislative Advocacy Committee to proceed to obtain Congressional sponsorship, employing any of these three approaches and using its best judgement on any alterations or modifications that our advisors or sponsors may require or suggest.

The motion was **APPROVED** following discussion.

52. Mr. Hopengarten moved, seconded by Mr. Blocksome, that:

WHEREAS, the By-Laws of the ARRL may be found at <http://www.arrl.org/arrl-by-laws>, and

WHEREAS, the recently completed election cycle for Directors and Vice-Directors caused the Ethics and Elections Committee to consult the By-Laws, and

WHEREAS, the By-Laws may benefit from gender-neutral wording, the By-Laws do not have a consistent numbering scheme, and a By-Law may benefit from adding a cross-reference; and

WHEREAS, the changes proposed here may be executed by Staff at no marginal cost,

Therefore, it is moved that the following changes shall be made to the By-Laws:

1. Change to the format of By-Law 36 by using gender-neutral wording. By-Law 36 currently reads:

36. The following officer shall report to the Chief Executive Officer:

(a) The Chief Financial Officer, who shall have responsibility for and supervision over any matters related to personnel policies, comptroller functions, purchasing and administrative services and data processing. He shall, under the general direction of the Chief Executive Officer, employ such personnel as may be necessary for the effective accomplishment of the duties set forth above. He shall be the Business Manager of the League. He shall collect all monies due the League and shall deposit the same in the name of the League in the depository specified by the Board of Directors, and shall deliver to the Treasurer such surplus funds as may be available for investment. He shall certify the accuracy of bills and vouchers on which money is to be paid and shall draw and countersign checks. He shall have charge of the books and accounts of the League and shall furnish the Chief Executive Officer from time to time such statements as may be required. He shall be in responsible charge, under the Chief Executive Officer, of all the property of the League. He shall perform such other duties as may be assigned to him by the Chief Executive Officer. His entire time shall be devoted to the duties as set forth above. He shall furnish a bond satisfactory to the Board of Directors, the expense of the same to be borne by the League.

Comment: By-Law 36 has an (a) sub-paragraph and no other sub-paragraphs. Therefore the "(a)" has been removed.

For gender-neutral wording, By-Law 36 shall be changed to read:

36. The Chief Financial Officer ("CFO") shall report to the Chief Executive Officer ("CEO"). The CFO shall have responsibility for and supervision over any matters related to personnel policies, comptroller functions, purchasing and administrative services and data processing. The CFO shall, under the general direction of the CEO, employ such personnel as may be necessary for the effective accomplishment of the duties set forth above. The CFO shall be the Business Manager of the League. The CFO shall collect all monies due the League and shall deposit the same in the name of the League in the depository specified by the Board of Directors, and shall deliver to the Treasurer such surplus funds as may be available for investment. The CFO shall certify the accuracy of bills and vouchers on which money is to be paid and shall draw and countersign checks. The CFO shall have charge of the books and accounts of the League and shall furnish the CEO from time to time such statements as may be required. The CFO shall be in responsible charge, under the CEO, of all the property of the League. The CFO shall perform such other duties as may be assigned to the CFO by the CEO. The CFO's entire time shall be devoted to the duties as set forth above. The CFO shall furnish a bond satisfactory to the Board of Directors, the expense of the same to be borne by the League.

2.Change to the numbering format of By-Law 45. The format of By-Law 45 currently reads:

45. Conflict of Interest Policy.

a. Purposes

b. Conflicts of Interest

(1)

(2)

(3)

(4)

c. Duty to Disclose

(1)

(2)

(3)

(4)

And so forth. But the format for 45.f. reads:

f. Annual Statements

(i)

(ii)

(iii)

(iv)

Therefore, the format of By-Law 45.f. shall be changed to read:

f. Annual Statements

(1)

(2)

(3)

(4)

Comment: No wording is changed, only the numbering.

3.Change to By-Law 41, by inserting a cross-reference.

By-Law 41, **first bullet**, currently reads:

Apply guidelines for ethical conduct by ARRL officials adopted by the Board and make recommendations to the Board in specific cases to address noncompliance with those guidelines

By-Law 41, **first bullet**, shall be changed to read:

Apply guidelines adopted by the Board concerning ethical conduct by ARRL officials, including By-Law 45 on Conflicts of Interest, and make recommendations to the Board in specific cases to address noncompliance with those guidelines

Comment: The first clause has been changed at the suggestion of Director Hippisley, on the grounds that it is the guidelines that are adopted by the Board, and not the ARRL officials. This wording change is not substantive.

Execution

The Secretary of the Corporation is granted the power to make such editorial changes as may be necessary or appropriate for filing with the proper authorities, and the Secretary is directed to see that the ARRL web page and any necessary filings with the Secretary of State shall be changed accordingly.

The motion was **ADOPTED unanimously** by roll call vote.

53. It was moved by Mr. Blocksome, seconded by Mr. Hippisley, that

Whereas, The Ethics and Elections Committee has carefully examined the *Rules and Regulations Concerning American Radio Relay League Division and Section Manager Elections* during the recent election period, and

Whereas, the election rules and regulations must be clear, concise, and fair to all nominees, and

Whereas, the proposed clarifications and improvements were suggested by Director Michael Ritz, W7VO, and Bob Thompson, W7CO, a professional in election procedures and rules regarding trade union representative elections, and changes are now proposed by the Ethics and Elections Committee, and

Whereas, the proposed changes:

1. Clarify the definition of the terms
 - a. Campaign Material
 - b. Campaign Period
 - c. Mass Communications
2. Redefine the Campaign Period
 - a. Originally: From “deadline for nomination petitions” to “deadline for ballots received” (3rd Friday of August, to 3rd Friday of November)
 - b. Proposed: From “call for nominations” to “deadline for ballots received” (1st business day of July, to 3rd Friday of November)
3. Provide other miscellaneous changes

Therefore, be it resolved that the ARRL Rules and Regulations Concerning American Radio Relay League Division and Section Manager Elections be revised in accordance with the attached revised copy effective no later than February 15, 2020.

Rules and Regulations Concerning American Radio Relay League Division and Section Manager Elections

Revised January ~~2013~~2020

Campaign Statements

Each candidate for Director, Vice Director, or Section Manager may submit a 300-word statement for inclusion with the ballot. The submission of this statement shall be filed as elsewhere required, and must be, in all material respects, truthful and not misleading, ~~which matters will be conclusively determined by the Election Committee~~. With this statement, the candidate may submit his or her black and white photograph not larger than 3 inches high and 2 inches wide to likewise be included with the ballot. Alternatively, an equivalent electronic photograph in .jpg format at a minimum of 200 dpi may be submitted.

The standard of truth applies to all ~~mailings~~campaign material by a candidate. Campaign statements may include opinions (stated as such). Only complaints from a member eligible to vote in that election shall be accepted. All matters with respect to campaigns, including remedies for issues that arise, will be conclusively determined by the Ethics and Elections Committee.

Mass Communications at League Expense

In any contested election for Director, Vice Director, or Section Manager ~~election~~, during the campaign period no mass communication at League expense, in whole or in part, dealing with any candidate in any way or issued by a candidate, or any League ~~or section~~ official in the Division of the candidate, shall contain election campaign material.

Definitions

_____ Campaign material is defined as any material that might reasonably be expected to affect the outcome of such election.

_____ The campaign period is defined as the period from the official "Call for Nominations" date ~~deadline for receipt of nominating petitions for~~ for Director, Vice Director or Section Manager until the day ballots are due in the election.

_____ Mass communication is defined as communications by mail, electronic distribution, posting to a web site, email, hand- delivery or by any other means of distribution to League members in the particular Division or Section involved in the contested election.

"Campaign" address labels, mailing lists, or other membership data are furnished upon request, to any election candidate whose eligibility has been properly certified for the purpose of campaigning for office in the League. All requests shall be made in writing on a form to be provided by ~~the~~ ARRL Hq. (No telephone requests will be honored.) The form will require that the purpose for requesting the list be stated, and will require a signed statement that the list is being used only for the purpose requested. Lists are furnished at the cost of production. ~~Two copies~~ An electronic or physical copy of all material mailed, using address labels provided by ARRL Hq., shall be sent to Hq. the ARRL Secretary, ~~and a copy shall be sent to each director concerned, via first class mail, at the time of the first mailing.~~

Please refer to “Terms and Conditions Governing Availability of Mailing Lists from HQ” for detailed and precise instructions concerning the use of membership lists.

Ethics

It may not be appropriate for candidates to conduct on-the-air campaigning for elected office in the League. The ARRL does not, therefore, sanction such on-the-air activity. Because incumbent directors are in a policy-making role in a corporation, it is better if their campaign activities are conducted in some fashion other than via Amateur Radio.

Articles by or about, or photos of, an incumbent director, or a candidate, ~~(or photos of same)~~ will not be published in an issue of QST that will appear during the campaign period ~~of the election process~~.

No candidate or person on behalf of a candidate shall distribute campaign literature on official ARRL stationery, except that ARRL member or club stationery may be used. “Campaign literature” is defined as any item in support of a specific person for the office of Director, Vice Director, or Section Manager.

Time Table for ARRL Director and Vice Director Elections

First business day of July – “Call for Nominations” announcement published on ARRL web site and in July QST

Noon -- 2nd Friday of August -- Deadline to request official nominating petition forms

Noon -- 3rd Friday of August -- Deadline for receipt of completed nominating petition forms by Secretary

Monday after 3rd Friday of August -- The Secretary notifies each candidate of the names and callsigns of other candidates in his or her specific race.

4th Friday of August -- Deadline for the Ethics and Elections Committee to determine eligibility and notify candidates

7 days after the 4th Friday in August -- Deadline for receipt by the Secretary of 300-word statement and photo, if candidate desires they accompany the ballot. This date is also the deadline for protests of qualification decisions.

~~Also, deadline for protests of qualification decisions~~

September 10 -- Membership cutoff date (By-Law 19). Begin printing ballots.

September 23 - October 1 -- Ballot mailing period (By-Law 19)

Noon -- ~~October 1~~ First Monday of November -- Deadline for petitioners or their representatives to request to watch the ballot counting (By-Law 20)

Noon -- 3rd Friday of November -- Deadline for return of ballots (By-Law 20). Ballots will be counted that day. Candidates will be notified of results electronically.

5 days after the 3rd Friday of November -- Any protests must be received by the Secretary in writing and forwarded to the Ethics and Elections Committee.

The motion was **APPROVED** following discussion.

54. On the motion of Mr. Stratton, seconded by Mr. Hippisley, the Board entered into a Committee of the Whole to discuss the motion of the Committee for Communications to Members from 2:11 – 2:16 PM. On the motion of Mr. Abernethy, seconded by Mr. Carlson, the report of the Committee of the Whole was **accepted**.

55. Mr. Widin moved, seconded by Mr. Hopengarten, that:

Whereas, members of ARRL have indicated a desire for additional details of ARRL Board meetings to be reported; and

Whereas, members of the Board have from time to time desired more details of historical Board actions than are captured in the current format of Board minutes; and

Whereas, the Committee on Communications with ARRL Members has recommended a more extended report which may provide additional detail and rationale about the discussion and passage of Board motions; now

Therefore, the Board requests staff to produce a sample, expanded report for Board-confidential distribution only, of the January 2020 Annual Meeting of the Board of Directors per the extended format proposed by the Committee on Communications.

The motion was **APPROVED** following discussion.

The Board was on break from 2:20 – 2:49 PM with all returning as noted above.

56. President Roderick read the statement for public distribution regarding the CEO's non-renewal of contract and interim appointment. Following discussion, the Board **agreed** to the wording of the statement.

57. On the motion of Mr. Widin, seconded by Mr. Hopengarten, it was **VOTED (with applause) that:**

Whereas, the ARRL President's Award is presented to ARRL members who have shown long-term dedication to the goals and objectives of ARRL and Amateur Radio, and whose support of individual programs and/or goals has been above and beyond the normal efforts of ARRL members; and

Whereas, Dave Bernstein, AA6YQ, of Wayland, Massachusetts, was an early member of the team working on TQSL, the Trusted QSL component of Logbook of the World, and continues in that

role; and

Whereas, he was a charter member of the ARRL Logbook Committee and served with distinction for many years, in particular being a champion of reducing Logbook's "technical debt"; and

Whereas, he was largely responsible for a complete re-write of the Help material available online for Logbook of the World; and

Whereas, he continues to serve as an advocate of Logbook on the ARRL-LoTW reflector on groups.io and on the Logbook developers' reflector; and

Whereas, he has been a founding, influential, and devoted member of the Committee on Communication with ARRL Members; and

Whereas, he has been largely responsible for the successful implementation of numerous user groups as part of the Committee on Communication; now,

Therefore, the Board of Directors confers the ARRL President's Award on David H. Bernstein, AA6YQ, in recognition of his exemplary, outstanding and continuing service to the members of ARRL and the community of active amateurs everywhere.

Directors Motions

58. Mr. Stratton moved, seconded by Mr. Abernethy, that:

Whereas, Open, honest and fair elections are integral to good governance and the continuing support of the ARRL by its Members;

Whereas, the current limitations on the right of candidates and Members to be present or represented during the counting of ballots for the election of Directors is not consistent with the ARRL's policies of openness and fairness;

It is accordingly resolved: That By-Law 20 of the By-Laws of The American Radio Relay League, Inc. is amended as follows:

20. (a) Ballots, to be counted, must reach the address established for their return no later than noon Eastern Time on the third Friday of November of the election year. The Ethics and Elections Committee shall appoint a committee of three tellers including at least one Director and shall arrange to have a certified public accountant present to certify the results of the balloting. No outer envelopes marked as containing ballots shall be opened until the meeting of the committee of tellers held for the purpose of counting the ballots. The committee of tellers shall meet at the headquarters office of the League as soon thereafter as possible and in the presence of each other shall open the envelopes containing ballots and shall count the vote, after eliminating the ballot of anyone disqualified from voting.

(b) Alternatively, the Ethics and Elections Committee may arrange for the distribution of ballots and tabulation of results by a qualified and disinterested entity provided that the tabulation is observed by a representative of the Committee and the qualified and disinterested entity attests to the accuracy of its tabulations.

(c) Up on completion of the ballot count and/or receipt of the attested ballot tabulation, a report of the results of the vote shall be prepared and signed, in the name of the Ethics and Elections Committee, declaring duly elected as Director the candidate in each division receiving the greatest number of votes therein; and all records and ballots shall be turned over to the Secretary for presentation at the next annual meeting of the Board of Directors.

(d) A candidate for election as Director is entitled to be present, subject to the provisions of this By-Law, during the counting of the ballots for the election in which he or she is a candidate, without regard to whether the ballots are counted in accordance with Paragraph 20(a) or 20(b) of this By-Law.

(e) Any candidate qualified to be present during the counting of the ballots for the election at which he or she is a candidate must notify the Secretary of the ARRL in writing no later the first Monday of November before the time and date that the ballots for that candidate's election are to be counted that he or she wishes to be present. Notice by email to the email address of the Secretary of the ARRL is sufficient notice.

(f) A candidate may designate up to one Member of the ARRL to either represent the candidate at the counting of the ballots, if the candidate does not or is unable to attend the counting of the ballots, or attend and observe the counting of the ballots with the candidate. Such designation must be provided to the Secretary of the ARRL in accordance with Paragraph 20(e) of this By-Law.

(g) A Member designated by a candidate pursuant to Paragraph 20(f) of this By-Law must be and have been a Member in good standing of the ARRL for at least 180 days prior to the counting of the ballots for which the Member is designated.

(h) Any Member of the League who shall deliver to the Secretary on or before the first Monday of November of an election year, a written petition signed by at least ten full members of a division stating their desire that he or she witness the counting by the committee of tellers of the ballots from that division, shall be permitted to do so. Delivery of the written petition by email to the email address of the Secretary of the ARRL will be deemed sufficient.

(i) Attendance by any candidate, a candidate's representative or other qualified Member at the counting of the ballots for the candidate's race will be at the sole expense of that individual.

The motion was **APPROVED** by roll call following discussion, with Ms. Jairam and Mssrs. Abernethy, Carlson, Norris, Williams, Hopengarten, Ritz, Tiemstra, Hippisley, Ryan, Baker, Norton, and Stratton **in favor** and Mssrs. Holden and Blocksme **against**.

59. On the motion of Mr. Abernethy, seconded by Mr. Carlson, it was **VOTED (with applause)** that:

Whereas: The Delaware Valley Radio Association of New Jersey was first formed in April 1930, some 90 years ago this year, having remained an active amateur radio club to the present day;

Whereas: Delaware Valley Radio Association of New Jersey, an ARRL affiliated Club became affiliated with the ARRL in 1931 as evidenced by the original certificate signed by Hiram Percy Maxim, the first president of the ARRL;

Whereas: The Delaware Valley Radio Association of New Jersey, with some 120 plus members, continues to provide a wide variety of engaging programs and services that not only serve the people of their community in the greater Southern New Jersey and Southeastern Pennsylvania area, but also undertake the promotion of Amateur Radio, experimentation and operation from their association owned radio facilities at W2ZQ, ensuring the future success of Amateur Radio;

Therefore: Let it be known that The Delaware Valley Radio Association of New Jersey is hereby recognized and sincerely thanked by the ARRL Board of Directors for its 90 years of assistance in fulfilling the ARRL Mission, "Advancing the art, science and enjoyment of Amateur Radio" within in their community, and wish them many more years of success.

The Board was on break from 4:18 – 4:32 PM with all returning as noted above.

60. President Roderick announced the following committee appointments:

Administration & Finance Committee: Mr. Ryan (Chair), Ms. Middleton (Staff Liaison), Ms. Jairam, Mr. Norton, Mr. Stratton, Mr. Tiemstra, Mr. Delaney, Mr. Niswander, and Mr. Raisbeck (Officer Liaison).

Programs & Services Committee: Mr. Holden (Chair), Mr. Fusaro (Staff Liaison), Mr. Baker, Mr. Blocksome, Mr. Norris, Mr. Ritz, Mr. Hudgens, and Mr. Vallio (Officer Liaison).

ARDF: Mr. Jerry Boyd (Co-Coordinator), Mr. Charles Scharlau (Co-Coordinator), Mr. Richard Arnett, Ms. Ruth Bromer, Mr. Joseph Burkhead, Mr. Thomas Chen, Mr. Brian DeYoung, Mr. Robert Frey, Ms. Jennifer Harker, Mr. Cameron Haynes, Ms. Lori Huberman, Mr. Joseph Huberman, Mr. Donald Pitchford, Ms. Nadia Scharlau, and Mr. Ken Harker.

ARISS: Mr. Tharp (Chair), Mr. Schilling, Mr. Nelson, Mr. Kris Bickell (Consultant), Mr. David Isgur (Consultant), and other consultants as needed (e.g., Ms. Rosalie White).

CAC: Mr. Dennis Egan (Chair) and Mr. Norton (Board Liaison).

DXAC: Mr. John Yodis (Chair) and Mr. Ritz (Board Liaison).

Electromagnetic Compatibility: Mr. Carlson (Chair), Mr. Paul Cianciolo (Lab Staff), Mr. Ed Hare (Staff Liaison), Mr. Bob Allison (Lab Staff), Mr. Gordon Beattie, Mr. Brian Cramer, Mr. Mike Gruber (ARRL Volunteer), Mr. Ron Hranac, Dr. Greg Lapin, Mr. Jerry Ramie, Mr. James Roop, Dr. Richard Dubroff, Mr. Riley Hollingsworth, Mr. Hudgens, Mr. Luetzelschwab, Ms. McIntyre and Mr. Ned Stearns.

Historical Committee: Mr. Blocksome (Chair), Mr. Bob Allison (Staff Liaison), Mr. Norton, Mr. Delaney, Mr. Hudzik, Mr. Luetzelschwab, Mr. Nelson, and Mr. Michael Marinaro.

Legal Defense & Assistance: Mr. Stafford (Chair), Mr. Tharp, Mr. Raisbeck, Mr. Bellows, and legal counsel as needed.

Legal Structure Review: Mr. Barry Shelley (Chair), Mr. Roderick, Mr. Stafford, Mr. Hopengarten, Mr. Stratton, Mr. Tiemstra, Mr. Famiglio, and Mr. Wareham.

Legislative Advocacy: Mr. Tiemstra (Chair), Mr. Abernethy, Mr. Stratton, Mr. Hopengarten, Mr. Wareham, Mr. Roderick, Mr. Shelley, and legal counsel as needed.

LoTW: Mr. Widin (Chair), Mr. Niswander, Mr. Fusaro (Staff), Mr. Keane (Staff), Ms. McIntyre, Mr. Stearns, and Mr. Rick Murphy.

Public Relations: Mr. Sid Caesar NH7C (Chair), Vice Director Morine (Board Liaison), Mr. David Isgur (Staff Liaison), Mr. John Bloodgood, Mr. Ed Efchak, Mr. Andy Milluzzi, Mr. Gordon Mooneyhan, Mr. Scott Roberts, Mr. Angel Santana, Ms. Michelle Patnode (Staff) and Mr. Alan Griffith (RAC Representative).

RF Safety: Dr. Gregory Lapin (Chair), Dr. Zygielbaum (Board Liaison), Mr. Ed Hare (Staff Liaison), Dr. Robert Gold, Mr. William Kaune, Dr. James Ross, Dr. Kai Siwiak, Mr. Bruce Small, Dr. Guy “Bud” Tribble, Mr. Gerald Griffin (Emeritus) and Dr. William Raskoff (Emeritus).

Ethics & Elections: Mr. Hopengarten (Chair), Mr. Ritz, and Mr. Ryan.

HF Band Planning: Mr. Raisbeck (Chair), Mr. Steve Ford (Staff Liaison), Mr. Carlson, Ms. Jairam, Mr. Ritz, Mr. Williams, and Mr. Ned Stearns.

Other appointments to the various committees will be shared with the Board once they are finalized.

61. Mr. Carlson moved, and Mr. Stratton seconded, that:

Whereas it has become necessary for the Board to select a new CEO, and

Whereas any extended time without a permanent CEO in place could be harmful to the League

It is thereby **MOVED:**

That the President create a CEO Selection Committee to be made up as follows:

- Directors Abernethy, Carlson, Williams, Hippisley, and Hopengarten and, without vote; President Roderick and 1st Vice President Raisbeck;
- Treasurer Niswander, as an advisor without vote;
- CFO Diane Middleton, as an advisor without vote;
- And a representative to be named from the A&F Committee, with vote;
- The President is entitled to vote in the event of any tie.

This Selection Committee is tasked with

- Collecting and screening a list of suitable CEO candidates;
- Reducing the list of candidates down to 3;
- Presenting these 3 candidates to the Board for consideration;
- Organizing a Board meeting to select a candidate;
- Managing the negotiation process with the selected candidate;
- Providing bi-weekly updates to the Board of its progress, including, but not limited to, the job qualifications and selection criteria chosen and used by the Committee.

The presentation to the board is to be done as expeditiously as possible, but no later than the end of June 2020.

The motion was **APPROVED** following discussion.

62. Mr. Holden moved, and Mr. Ryan seconded, that:

Whereas, Pursuant to Standing Order 69 at Minute 38 of the 2002 Annual Meeting of the ARRL Board of Directors distinguished Members of the League may be elected as Honorary Vice Presidents of the League for the purpose of recognizing their outstanding contributions to the ARRL and Amateur Radio;

Whereas, there is an upper limit of 10 Honorary Vice Presidents;

Whereas, there are as of the date of this Motion 9 Honorary Vice Presidents;

Whereas, Standing Order 69 requires 60-days' notice before the election of an Honorary Vice President;

Whereas, the Board of Directors may waive the requirement for 60-days prior notice;

Whereas, the Board desires to waive the requirement for 60-days prior notice for the purpose of electing an Honorary Vice President at the January 2020 Annual Meeting;

It is hereby MOVED: That the ARRL Board of Directors at its January 2020 Annual Meeting hereby waives the 60-day notice requirement of Standing Order 69 for the purpose of bestowing the honor of Honorary Vice President on Gregory Widin, KØGW, at its January 2020 Annual Meeting.

The motion was **APPROVED**.

63. Mr. Holden moved, seconded by Mr. Carlson, that:

Whereas, pursuant to Standing Order 69 at Minute 38 of the 2002 Annual Meeting of the ARRL Board of Directors distinguished members of the League may be elected as Honorary Vice Presidents of the League in order to recognize their outstanding contributions to ARRL and Amateur Radio;

Whereas, Gregory Widin, KØGW, has been serving the League with distinction for 53 years as a volunteer and 12 years as an official of the League, elected by the Board or the membership. Positions held include:

- Official Relay Station in 1967 and active participant in the National Traffic System (NTS)
- Assistant Section Manager and Technical Specialist in the Minnesota section
- Vice Director of the Dakota Division in 2007
- Director of the Dakota Division in 2010
- First Vice President in 2016

As well as years of service as a member and chair of the Administration & Finances Committee as well as the Ethics and Elections Committee.

Whereas, most recently, Greg has chaired the Logbook of the World Committee and several ad-hoc committees that have advanced the art, science, and enjoyment of Amateur Radio.

It is hereby MOVED: that in recognition of his outstanding contributions to the League and Amateur Radio, Gregory Widin, KØGW, is nominated as Honorary Vice President.

ARRL Board Rules requiring a secret ballot, the committee of tellers reported Mr. Greg Widin, KØGW, was **elected** as an Honorary Vice-President (with an extended standing ovation).

64. Mr. Williams moved, seconded by Mr. Blocksome, that:

YOTA in the Americas is a group formed to enrich the amateur radio experience for youth through a variety of activities. It is funded through Electronic Applications Radio Service, Inc. (EARS), an Indiana and 501(c)3 non-profit charitable organization. YOTA in the Americas and EARS share officers to ensure proper allocation of funds. This activity is led by Neil Rapp, WB9VPG, a former ARRL Youth Coordinator.

Earlier this year YOTA in Region 2 held an on the air operating activity. A YOTA camp June 21-26, the week prior to Field Day, at the National Voice of America Museum of Broadcasting in West Chester, OH.

YOTA has similar events in IARU Region 1 that have been very successful in attracting youth to amateur radio.

A copy of the YOTA Youth on the Air Camp brochure is attached to this Motion. The brochure contains list of Sponsors that have donated funds to the YOTA Camp Project.

All adults participating in the YOTA on the Air Camp will be required to undergo a background check as a condition of participation.

In the past ARRL has provided support for similar amateur radio activities involving youth, such as groups participating in ARDF competitions.

Moved: Upon verification that ARRL donate \$500.00 to Electronics Applications Radio Service, Inc. (EARS), a 501(c)(3) non-profit, charitable organization to be used for the support of the 2020 YOTA in the Americas camp (June 21-26 West Chester, OH).

The motion was **APPROVED** following discussion.

65. Mr. Ritz moved, seconded by Ms. Jairam, that:

Whereas: The ARRL Board of Directors last crafted and approved a Strategic Plan for the association in 2016, designed to carry the Company and organization through the year 2020.

Whereas: It is now 2020, and a complete, well-crafted, forward looking, and executable Strategic Plan, is critically necessary for the long-term financial health and growth of the Company and organization, and to ensure the Company and organization remains relevant, vibrant, and competitive in its core markets.

Therefore: The President shall create an ad-hoc committee to craft a new ARRL Strategic Plan, the planning horizon of which shall be determined by a consensus of the committee.

The ARRL Strategic Planning Committee shall be chaired by the ARRL President, or their designate, and will at a minimum consist of the ARRL CEO, and additional ARRL Board members and Officers with experience in strategic planning. The committee shall also include others, (including outside consultants and appropriate ARRL staff), as the committee deems necessary to fully complete its mission.

The ARRL Strategic Plan itself will contain *forward looking* mission and vision statements, identify the organization's core values, address the organizations strengths, weaknesses, growth opportunities, and threats to its business unit and membership levels, and will not only provide goals (both short and long term), and initiatives as a part of the Strategic Plan, but *shall also* include proposed tactics/action plans, and metrics that can be used to measure success.

The Strategic Plan shall also include proposed strategies for "fortify and defend", to ensure retention and expansion of market share in its core markets, and a study of additional external alliances that may be required to successfully execute the plan.

The Strategic Plan shall be a living document, to be reviewed by the ARRL Board and operational management periodically, with review time periods chosen by the consensus of the Committee, and the Plan adjusted as appropriate to match current and anticipated market trends and events during the Plan's horizon cycle.

The Strategic Plan itself shall be vetted and ready for a full Board vote no later than the January 2021 ARRL Board meeting.

The motion was **ADOPTED** following discussion.

66. Mr. Hippisley moved, seconded by Mr. Stratton, that:

Whereas, the EmComm Manager Requirements Committee has developed and delivered a set of requirements for an Emergency Management Director;

Whereas, these requirements have been posted on the ARRL web site, and multiple applicants with excellent and potentially appropriate qualifications have submitted resumé's;

Now therefore it is accordingly resolved that: This Board thanks the EmComm Manager Requirements Committee for its work and discharges it at this time; and it is further resolved, that this Board authorizes the immediate creation of an Emergency Management Director Selection Committee with its members and chair to be selected by the President to include Directors and/or Vice Directors from divisions with the greatest historical exposure to natural disasters, said Committee to work with the Interim CEO, his/her successor, and HQ Human Resources to review, rank, interview, and ultimately select and hire the best possible individual as quickly as feasible.

The motion was **APPROVED** following discussion.

67. Mr. Stratton moved, seconded by Mr. Abernethy, that:

Whereas, The By-Laws of The ARRL do not directly address whether Members of the ARRL in good standing may attend an Annual Meeting of the Board of Directors;

Whereas, Members have expressed an interest in attending the public portion of the Annual Meetings of the Board of Directors;

Whereas, The Board of Directors has a mechanism to permit confidential, sensitive, attorney-client privileged and personnel matters to be discussed in confidence;

Whereas: The Board wishes to have the Programs & Services Committee consider the following By-Law change:

That By-Law 25 of the By-Laws of The American Radio Relay League, Inc. is amended as follows:

25. (a) The Annual Meeting of the Board of Directors shall be held in the vicinity of Newington, Connecticut, beginning on the 3rd Friday of January. The Second Meeting of the Board of Directors shall be held in the vicinity of Newington, Connecticut, beginning on the 3rd Friday of July. The places of the meetings shall be designated by the President and notified by the Secretary. The times and places of the meetings may be changed provided that specific provision is made therefor by (1) majority vote of the directors at the next preceding Annual or Second Meeting, or (2) majority vote of the directors by mail initiated by the Executive Committee or on petition of at least five directors, such mail vote to be taken at least 60 days previous to the date proposed for the meeting.

(b) A Member of the ARRL who is and has been a Member in good standing at least 180 days prior to the Annual Meeting the Member wishes to attend may attend the public portion of the Annual Meeting.

(c) A Member wishing to attend an Annual Meeting must notify the Secretary of the ARRL in writing at least forty-five (45) calendar days before the Annual Meeting. Notice by email to the email address of the Secretary of the ARRL is sufficient notice.

(d) The number of Members that may be physically present in the meeting room with the Board of Directors is subject available space and applicable fire code regulations.

Therefore: The Programs & Services Committee is directed to study this charge.

The motion was **APPROVED** by voice vote.

68. On the motion of Mr. Ritz, seconded by Mr. Blocksome, it was **VOTED (with applause)** that:

Whereas: The Clark County Amateur Radio Club of Vancouver, Washington was first formed in June 1930, some 90 years ago this year, a milestone for any organization.

Whereas: The Clark County Amateur Radio Club, an ARRL Special Service Club, celebrated its 75th anniversary as an ARRL Affiliated Club in 2007, and in a few years also have 90 years as an ARRL Affiliated Club faithfully supporting the ARRL and its mission.

Whereas: The Clark County Amateur Radio Club, with some 300 plus members, continues to provide a wide variety of engaging programs and services that not only serve the people of their community, but greatly add to ensuring the vibrancy and future of amateur radio within their community.

Therefore: Let it be known that the Clark County Amateur Radio Club of Vancouver, Washington is hereby recognized and sincerely thanked by the ARRL Board of Directors for their 90 years of fulfilling the ARRL Mission, "Advancing the art, science and enjoyment of Amateur Radio", and wish them many more years of success.

Closing Courtesies

69. President Roderick thanked Mssrs. Widin and Bellows for everything they've done on the Board and for the ARRL (with extended applause.)

70. On the motion of Mr. Baker, seconded by the Board, it was **VOTED (with applause)** that:

WHEREAS, planning and executing the ARRL Board of Directors is a challenge of great magnitude;

WHEREAS it requires patience, tact, and polite persistence to gain the cooperation of Directors, Officers and guests;

WHEREAS only a select few humans have the capacity to accomplish these tasks while maintaining positivity and helpfulness;

THEREFORE, BE IT RESOLVED that the ARRL Board family recognizes and greatly appreciates Dee Methe, KC1MHN, and the ARRL staff for accomplishing what only a few people have done over human history – arranged and conducted another productive ARRL Board Meeting in January 2020.

71. There being no additional business, on the motion of Mr. Hippisley, seconded by Mr. Norris, the meeting was adjourned sine die at 5:57 PM. (Time in session as a Board 13 hours 14 minutes; Time in session as a Committee of the Whole 22 minutes.)

Respectfully submitted:

Carla Pereira, KC1HSX
Executive Manager