

# **ARRL 2022 ANNUAL BOARD of DIRECTORS MEETING**

**JANUARY 21 – 22, 2022 – 9:00 AM ET**

## **MINUTES**

### *Summary Agenda*

- 1. Roll call*
- 2. Moment of silence*
- 3. Courtesies*
- 4. Consideration of the agenda of the meeting*
- 5. Elections*
- 6. Receipt and consideration of financial reports*
- 7. Motion to adopt consent agenda*
- 8. Consideration of items removed from consent agenda*
- 9. Consider recommendations of the standing committees*
- 10. Consider additional recommendations as contained in reports*
- 11. Proposals for amendments to Articles of Association and Bylaws*
- 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 annual session. The meeting was called to order at 9:00 AM, Friday, January 21, 2022, with President Rick Roderick, K5UR, in the Chair and the following Directors, constituting a quorum, present:

Tom Abernethy, W3TOM, Atlantic Division  
Carl Luetzelschwab, K9LA, Central Division  
Vernon "Bill" Lippert, ACØW, Dakota Division  
David Norris, K5UZ, Delta Division  
Dale Williams, WA8EFK, Great Lakes Division  
Ria Jairam, N2RJ, Hudson Division  
Art Zygielbaum, KØAIZ, Midwest Division  
Fred Kemmerer, AB1OC, New England Division  
Mike Ritz, W7VO, Northwestern Division  
Kristen McIntyre, K6WX, Pacific Division  
Jim Boehner, N2ZZ, 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:

Mike Raisbeck, K1TWF, First Vice-President  
Rod Stafford, W6ROD, International Affairs Vice-President  
Rick Niswander, K7GM, Treasurer  
David Minster, NA2AA, Chief Executive Officer and Secretary  
Diane Middleton, W2DLM, Chief Financial Officer

The following Vice Directors were also in attendance:

Robert Famiglio, K3RF, Atlantic Division  
Brent Walls, N9BA, Central Division  
Lynn Nelson WØND, Dakota Division  
Scott Yonally, N8SY, Great Lakes Division  
Bill Hudzik, W2UDT, 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

Also present were:

Tim Ellam, VE6SH, International Amateur Radio Union President  
Phil McBride, VA3QR, President of the Radio Amateurs of Canada  
David Siddall, Esq., K3ZJ, FCC Communications Counsel  
Fred Hopengarten, K1VR, former New England Director  
Cathleen Curry, Recording Secretary

Not present at the meeting were:

Robert Vallio, W6RGG, Second Vice-President  
Ed Hudgens, WB4RHQ, Vice Director Delta Division  
Jim Schilling, KG4JSZ, Vice Director Southeastern Division  
Ned Stearns, AA7A, Vice Director Southwestern Division  
Lee Cooper, W5LHC, Vice Director West Gulf Division

### ***Moment of Silence***

2. A moment of silence was observed in memory of Amateurs who have passed away since the last meeting, especially: Mary Hobart, K1MMH; John Tudenam, WØJRP; Joe Muscanere, W5HMK; Gordon

Pettengil, W1OUN; Andy MacAllister, W5ACM; Reinaldo Leandro, ex-YHAMH, ex-HP1YV, ex-YN1AM; Lynn Lamb, W4NL; Tuck Miller, N9FT, ex-NZ6T; Carlos Menem, ex-LU1SM; Art Goddard, W6XD; Michael Marinaro, WN1M; Roger Turner, W1ZSA; Steve Ostrove, K2SO; Dr. Allan Taflove, WA9JLV; Mark Sheppard, N7LYE; Paul Kwarta, NOPK; Ed Benkis, W2HTI; Hal Souillard, KC2HAL; Bill Londell, N2CZD; Raymond Wemple, KA2DVM; Andy Stillinger, WA2DKJ; Joseph Palsa, K3WRY; Joel Hallas, W1ZR; Bill Somerville, G4WJS; Phil Kane, K2ASP; Claude Maer, WØIC; Will Roberts, AA4NC; Rich Arland, K7SZ; Tom Clark, K3IO; Sir Clive Sinclair; Cliff Peoples, KE8QR; Bob Carnahan, N3LL; Wolf Harranth, OE1WHC/OE3WHC; Keith Miller, Sr., N9DGK; Ron Hall, KP2N; Dan Arnold, W1CNI; Donald Drayton, AA7DD; Richard “Dick” Right, W1UBC/W1UC; Sheldon (Mike) Goldberg, K1LJN; Randy Greeley, NU7D; Harry Hudson, K7LAZ; Norman Harrill, N4NH; Allan Muise, K1NZQ; Lerma Swartz, KD6ANH; Nels Harvey, WA9JOB; William “Bill” Turner, W4WNT; Gerald Miller Jr., AA2ZJ; William Koeth, W2WK; Daniel Carter, N2ERH; Daniel Murphy, W2GZB; Jay Hoffman, KA5OST; Harvard Hechter, KC2AWX; Ken Woodard, WA4BVW; Ralph Roberts, W5VE; and Pete Cecere, N2YJZ.

### ***Courtesies***

3. Mr. Roderick greeted the board and guests and welcomed first time members – Director Kemmerer, Vice Director Tony Marcin and returning Director Boehner. Mr. Roderick noted that he expected a productive meeting with all the appropriate courtesies while the meeting was in session. Mr. Roderick presented ARRL certificates and pins to the new Board members.

4. Mr. Ellam brought greetings on behalf of the IARU’s officers. Mr. Ellam noted that ITU Officers will be elected in May 2022 for the next four-year cycle. One of the officers, Doreen Bogdan Martin, who is the present Director of the ITU Development Sector is the leading candidate for Secretary General. Region 1 held *Shaping the Future Workshop* and there were in-depth discussions on how IARU needs to change to meet new challenges in amateur radio. Amateur radio is very diverse now and the goals of the IARU are to meet the needs of diverse member societies and their members.

5. Mr. McBride brought greetings from the RAC as new President. COVID didn’t change their Board of Director Meetings, but their 2021 RAC meeting was canceled due to COVID. They continue to offer online classes and over 1,000 students completed the basic class and 500 completed the advanced course. A goal of RAC is to expose youth to amateur radio.

6. Mr. Abernethy reported that the ARRL Foundation had \$7.2 million in assets including \$1.1 million in the Goldfarb endowment. It is anticipated that the Goldfarb 4-year scholarship will be awarded this year. A total of 122 scholarships valued at \$564,250 were awarded this past year. There were 7 new annual scholarships created by donors ranging from \$1,000 to \$5,000 each. ARDC scholarship funding has steadily increased each year and is expected to be \$900,000 in 2022. ARDC grant to create a club grant program- \$500,000 for grants and \$100,000 for set up and administration was requested and awarded to the Foundation. The program will make grants up to \$25,000 available to clubs. Requests for anything above \$25,000 will be referred to the ARDC.

### ***Consideration of the Agenda***

7. On the motion of Mr. Norris, seconded by Mr. Ritz, the Agenda was **ADOPTED**.

### ***Elections of Officers***

8. The President appointed Dan Grady, N2SRK; Mark Tharp, KB7HDX; and Scott Yonally, N8SY as tellers.

9. President Roderick yielded the floor to First Vice President Raisbeck. Vice President Raisbeck opened the floor for nominations for President. Mr. Luetzelschwab nominated Mr. Roderick, K5UR for President. Mr. Luetzelschwab moved to close nominations, seconded by Dr. Boehner. Seeing no objection, the motion was **APPROVED**, and Mr. Roderick was declared **re-elected** as President (with applause).

10. President Roderick opened the floor for nominations for First Vice President. Mr. Williams nominated Mr. Norris. Mr. Baker nominated Mr. Raisbeck. Ms. Jairam moved to close nominations, seconded by Mr. Luetzelschwab. Seeing no objection, the motion was **APPROVED**. Ballots were distributed, collected and counted by the tellers with the following results: Mr. Norris - 7; Mr. Raisbeck - 7; and 1 ballot was deemed invalid as it contained a name for a person who was not nominated. Ballots were distributed again with a reminder to vote only for Mr. Norris or Mr. Raisbeck, collected and counted by the tellers with the following results: Mr. Raisbeck - 8; Mr. Norris - 7. Mr. Raisbeck was declared **re-elected** First Vice President (with applause).

11. President Roderick opened the floor for nominations for Second Vice President. Mr. Stratton nominated Mr. Hopengarten. Mr. Ryan nominated Mr. Vallio. Ms. McIntyre moved to close nominations, seconded by Mr. Norris. Seeing no objection, the motion was **APPROVED**. Ballots were distributed, collected and counted by the tellers with the following results: Vallio - 9; Hopengarten - 6. Mr. Vallio was declared **re-elected** Second Vice President (with applause).

12. President Roderick opened the floor for nominations for International Affairs Vice President. Ms. Jairam nominated Mr. Stafford. Ms. McIntyre moved, to close nominations, seconded by Mr. Zygielbaum. Seeing no objection, the motion was **APPROVED**, and Mr. Stafford was declared **re-elected** as International Affairs Vice President (with applause).

13. Mr. Roderick commented that the Secretary position is tied to the Chief Executive Officer position. Mr. Ritz brought a motion to move into the Committee of the Whole to discuss a personnel matter, seconded by Mr. Norris. It was requested the following individuals leave the meeting for the discussion: Mr. Minster, Ms. Middleton, Ms. Curry, Mr. Hopengarten, Mr. McBride, and Mr. Ellam. Seeing no objection, the motion was **APPROVED** by unanimous vote.

***The Board was in a Committee of the Whole from 9:37 AM – 10:27 AM.***

Mr. Abernethy moved, seconded by Mr. Luetzelschwab, to adopt the report of the Committee of the Whole. The motion was **APPROVED** by unanimous vote.

*Board was on break from 10:35 AM-10:59 AM with all returning as noted above.*

14. President Roderick opened the floor for nominations for the Secretary position. Mr. Norris nominated Mr. Minster. Mr. Baker moved to close nominations, seconded by Mr. Zygielbaum. Seeing no objection, the motion was **APPROVED**, and Mr. Minster was declared **re-elected** Secretary (with applause).

15. President Roderick opened the floor for nominations for the Chief Executive Officer position. Mr. Ryan nominated Mr. Minster. Mr. Williams moved, to close nominations, seconded by Mr. Kemmerer. Seeing no objection, the motion was **APPROVED**, and Mr. Minster was declared **re-elected** Chief Executive Officer (with applause).

**16.** President Roderick opened the floor for nominations for the Treasurer position. Mr. Ryan respectfully requested Mr. Morine leave the meeting. Mr. Ryan acknowledged that current Treasurer Niswander is retiring from the position after 10 years of service and that a period of time is needed for a smooth the transition including documents that will need to be executed and nominated Dr. Niswander be re-elected as Treasurer through April 30<sup>th</sup> to allow for a transition period. Mr. Norris moved to close the nominations, seconded by Ms. McIntyre. Seeing no objection, the motion was **APPROVED** and Dr. Niswander was declared **re-elected** as Treasurer through April 30, 2022 (with applause).

Mr. Ryan, on behalf of the Treasurer search committee, nominated John Sager for Treasurer beginning May 1, 2022. Dr. Boehner nominated Mr. Morine. Mr. Norris moved to close nominations, seconded by Mr. Stratton. Seeing no objections, the motion was **APPROVED**. Ballots were distributed, collected, and counted by the tellers with the following results: Mr. Sager - 13; Mr. Morine - 2. Mr. Sager was declared **elected** Treasurer effective May 1, 2022 (with applause).

Mr. Morine returned to the meeting.

**17.** President Roderick opened the floor for nominations for the Chief Financial Officer position. Mr. Ritz nominated Ms. Middleton. Ms. Jairam moved to close nominations, seconded by Mr. Norris. Seeing no objection, Ms. Middleton was declared **re-elected** as Chief Financial Officer (with applause).

**18.** President Roderick opened the floor for nominations for the ARRL Executive Committee and briefly explained the voting process. Mr. Norris nominated Ms. McIntyre, Mr. Lippert, Mr. Abernethy, Mr. Williams, and Mr. Stratton. Mr. Ryan nominated Ms. Jairam and Mr. Baker. Mr. Ritz nominated Dr. Boehner. Mr. Abernethy moved to close the nominations, seconded by Mr. Ryan. Seeing no objection, the motion was **APPROVED**. Ballots were distributed, collected, and counted by the tellers with the following results: Ms. McIntyre - 13; Mr. Lippert - 11; Mr. Abernethy - 10; Mr. Williams - 11; Mr. Baker - 7; Ms. Jairam - 7; Mr. Stratton - 6; Dr. Boehner - 6.

Ms. McIntyre, Mr. Lippert, Mr. Abernethy, Mr. Williams received majority votes and were declared **elected** to the Executive Committee.

Pursuant to ARRL Election Rule 13.216, there was a re-ballot of the remaining four nominees: Mr. Stratton, Mr. Baker, Ms. Jairam and Dr. Boehner. Ballots were distributed, collected, and counted by the tellers with the following results: Mr. Stratton - 6; Ms. Jairam - 3; Mr. Baker - 3; Dr. Boehner - 3. With no nominee receiving a majority vote, another vote was called.

Ballots were distributed, collected, and counted by the tellers with the following results: Mr. Stratton - 7; Ms. Jairam - 3; Mr. Baker - 3; Dr. Boehner - 2. With no nominee receiving a majority vote, another vote was called. Dr. Boehner requested his name be withdrawn from consideration.

Ballots were distributed, collected, and counted by the tellers with the following results: Mr. Stratton - 8; Ms. Jairam - 3; Mr. Baker - 4. Mr. Stratton received majority votes and was declared **elected** to the Executive Committee.

**19.** President Roderick opened the floor for two ARRL Director nominations for Directors of the ARRL Foundation Board. Mr. Abernethy nominated Mr. Ritz and Mr. Luetzelschwab. Mr. Stratton moved to

close the nominations, seconded by Mr. Norris. Seeing no objection, motion was **APPROVED**, and Mr. Ritz and Mr. Luetzelschwab were declared **elected** as Directors to the ARRL Foundation Board.

President Roderick opened the floor for two non-ARRL Director nominations for Directors of the ARRL Foundation Board. Mr. Abernethy nominated Dr. Woolweaver and Mr. Carlson. Mr. Ryan nominated Mr. Minster. Ms. Jairam moved to close nominations, seconded by Dr. Boehner. Seeing no objection, motion was **APPROVED**. Ballots were distributed, collected, and counted by the tellers with the following results: Mr. Carlson – 12; Mr. Minster – 9; Dr. Woolweaver – 7. With majority vote Mr. Minster and Mr. Carlson were declared **elected**.

### ***Receipt and Consideration of Financial Reports***

**20.** Dr. Niswander discussed his report, and the portfolio returns over the last 10 years. He also reviewed the portfolio and operational matters related to the process of the transition to a new Investment Manager.

**21.** Mr. Ryan moved, seconded by the entire Board that:

Rick Niswander has held the volunteer position of Treasurer for the past ten years;

WHEREAS, he has served with integrity and diligence;

WHEREAS, he has served as a trusted advisor to the Board;

WHEREAS he has managed the ARRL's investments in an extremely professional manner; and

WHEREAS he will be retiring from this position prior to the next Board meeting;

THEREFORE, be it resolved that the ARRL Board of Directors gratefully thanks him for his decade of service and wishes him all the best in his future endeavors.

The motion was **APPROVED** unanimously (with standing applause)

**22.** Ms. Middleton presented the report of the Chief Financial Officer. She reported that the League generated a small gain from operations in 2021 and continues to maintain a strong balance sheet along with healthy cash balances. ARRL continued to experience significantly lower spending in 2021 due to cancelled events and limited travel along with timing of new hires. She then entertained questions.

### ***Consideration of the Consent Agenda***

The following Committee reports were removed from the Consent Agenda: Programs and Services Committee, Emergency Communications and Field Services Committee, Historical Committee, Logbook of the World Committee, Contest Advisory Committee, DX Advisory Committee, Legislative Advocacy Committee, Legal Structure Review Committee, and the Investment Management Committee.

Mr. Norris moved to adopt the Consent Agenda, seconded by Mr. Abernethy. Seeing no opposition, the Consent Agenda was **ADOPTED**.

*The Board was on break for lunch from 11:53 AM to 1:00 PM with all returning as noted above.*

***Consideration of items removed from Consent Agenda***

**23.** Mr. Ritz presented the Program and Services Committee report. There was a Field Day survey sent out to 15,000 Field Day participants and a link to the survey was posted on several social media site with 3,059 members responding. The committee decided that Field Day will be the same as last year with the addition of a 100-watt limitation for everyone. The PSC will gauge how the 2022 Field Day goes and discuss continuing it in this manner going forward.

**24.** Ms. McIntyre asked, as she had removed the Emergency Management and Field Services Committee report from the consent agenda, when and how the committee was going to communicate progress from the committee to membership. With permission from the Chair and Mr. Ritz, Mr. Stratton requested Vice Director Tharp, as part of the committee, join the conversation. Mr. Stratton, Mr. Tharp, Mr. Minster, and Mr. Norris all offered input and answers to her question.

**25.** Mr. Luetzelschwab presented the Historical Committee report. There are currently three volunteers to fix/refurbish radios, but more volunteers are needed. A search is taking place to find volunteers for other areas such as curating, an “Attic Team”, Web Development, and Photography. There is interest in historical items and the committee is looking forward to cataloging historical items.

**26.** Mr. Baker presented the Logbook Committee report. Although the LoTW was running quite well in 2021, the Committee is looking to put together a new version of the LoTW to be a more modern, supportable and maintainable system.

**27.** Mr. Ritz presented the Contest Advisory Committee report. He thanked Mr. Lippert for reviving the Contest Advisory Committee. Meetings have been lively, and they will continue to consider data and any proposed changes that are submitted.

**28.** Mr. Norris presented the DX Advisory Committee report. The Zoom meeting held in November contained good dialogue. The group has received questions that have been answered in the past and the group was curious why there was a renewed interest in these items. The committee found no new or additional information to warrant reconsideration.

***The Board was on break from 3:02 PM – 3:28 PM with all returning as noted above.***

**29.** Mr. Stratton presented the Legal Structure Committee report. The committee has been tasked with reviewing the by-laws, articles, and standing orders for needed updates. One issue being the indemnification provisions. CT law requires indemnification of Directors. Discussion about expanding the indemnification coverage to Vice Directors, employees, and officers took place.

Mr. Stratton moved, seconded by Mr. Stafford that:

WHEREAS, The American Radio Relay League, Incorporation (the “League”) is a Non-Stock Corporation created and existing under the Non-stock Corporation laws of the State of Connecticut (the “Law”);

WHEREAS, said law defines mandatory and permissible indemnification requirements for Non-Stock Corporations;

WHEREAS, the Board of Directors finds that it is in the best interest of the League to define a policy of indemnification to comply with said defined requirements;

WHEREAS, Section 33-1124 of Chapter 602 of said Law provides that such requirements may be adopted by resolution approved by the Board of Directors of the League;

Be it THEREFORE, Resolved, that:

The League shall indemnify and advance expenses to the Directors, Vice-Directors, Officers and Employees of the League in compliance with, and to the full extent permitted by, the current versions of Section 33-1116 to 33-1125, inclusive, of the Law.

After a discussion, the motion was **APPROVED** unanimously.

**30.** Mr. Stratton moved, seconded by Mr. Stafford that:

WHEREAS, The Legal Structure Review Committee believes it is in the best interest of the Members, the Board and ARRL staff to impose a more logical organizational structure on the existing Standing Orders to permit easier reference and to form a basis for future updates and modernization;

Be it therefore resolved that:

The attached updated Standing Orders (January 17, 2022):

- (a) be adopted as the current official ARRL Standing Orders;
- (b) the existing Standing Orders be removed from the ARRL's website and any publication, and replaced with the attached updated Standing Orders;
- (c) the attached updated Standing Orders (January 17, 2022) be published on the ARRL's public website and any publication in which the existing Standing Orders are published.

After a discussion, the motion was **APPROVED** unanimously.

Updated Standing Orders are attached as Exhibit 1.

**31.** Dr. Niswander moved, seconded by Ms. McIntyre that:

The Board select CAPTRUST as the ARRL Investment Manager, subject to the successful completion and execution of a satisfactory investment management agreement.

After a discussion, the motion was **APPROVED**.

**32.** Dr. Niswander moved, seconded by Mr. Stratton that:



WHEREAS, the Investment Management Committee created at the January 2021 Board meeting has completed its work related to the selection of an Investment Manager and has provided the Board with candidates for consideration, and

WHEREAS, the Board has selected CAPTRUST as the ARRL Investment Manager, subject to the successful completion and execution of a satisfactory investment management agreement, and

WHEREAS, the transition to the new Investment Manager will require creation and execution of an investment management agreement as well as other instruments to effectuate the business relationship, and

WHEREAS, the Board wishes to authorize appropriate individuals and committees to negotiate and execute said agreements and instruments,

THEREFORE, be it resolved that:

1. The Investment Management Committee shall oversee the transition of the ARRL's investment portfolio to the new external Investment Manager, including oversight of the creation of an agreement between ARRL and the new Investment Manager.

2. Subject to such oversight noted above and related effectuating the business relationship with the Investment Manager, any of the following individuals are hereby authorized to make, execute, and approve on behalf of the ARRL, any and all contracts and to execute and approve on behalf of the ARRL, other instruments, a part of or incident to such contracts, effective until otherwise ordered by the Board:

- a. Rick Roderick, President
- b. David Minster, Chief Executive Officer
- c. Diane Middleton, Chief Financial Officer
- d. Frederick Niswander, Treasurer
- e. William Morine, Chair, Investment Management Committee

The ARRL Secretary is authorized in the name and on behalf of the ARRL to execute and deliver certified copies of this resolution as required.

After a discussion, the motion was **APPROVED** unanimously.

***Consider Recommendations of the Standing Committees***

**33.** Mr. Ryan moved and seconded by Mr. Baker that the 2022-2023 Plan, as recommended by the Administration and Finance Committee be adopted.

Mr. Stratton moved to amend the capital portion of the 2022-23 Plan, seconded by Mr. Norris to delete the \$250,000 allocated for the parking lot and curb replacement and allocate \$100,000 to contract an engineering firm to advise ARRL how to address the drainage and parking lot repairs with a report to the board by the July board meeting.

After a discussion, the motion to amend **FAILED**.

Returning to the original motion to approve the recommended 2022-23 Plan, the motion was **APPROVED**.

**34.** Mr. Baker moved, seconded by Mr. Raisbeck, that:

WHEREAS,

- The art and science of amateur radio is changing at a rapid rate with new technologies and modes, regulatory challenges, and threats to our members rights to erect antennas accelerating.
- The ARRL Board of Directors wishes to improve responses to member requirements that require more, or changes to, programs, services, rules and regulations.
- The long-standing scheduling of only two full Board of Directors meetings per year has resulted in long agendas, lengthy meetings, and the infrequent update of critical issues.
- The time between meetings has not kept up with the expectations of members or members of the Board.
- The use of teleconferencing using Zoom has proved to be an effective meeting platform, as demonstrated by the successful board meetings that were held via that medium in 2020 and 2021.

THEREFORE, The attached Article 4 of the ARRL Articles of Association is proposed as a replacement to the current Article 4, to require FOUR (4) meetings per year.

Proposed Article 4

The affairs of the Corporation shall be governed by a Board consisting of fifteen Directors, each representing a territorial Division comprising a geographical area as defined in the By-Laws. The Directors shall be elected for terms of three years by the members eligible to vote, according to the schedule prescribed in the By-Laws. Election of Directors shall be by mail or electronic vote, in accordance with the rules and regulations prescribed in the By-Laws. The Board shall meet quarterly, four times each calendar year, at times and places, and by methods as provided in the By-Laws. The first meeting each year shall be called the Annual Meeting and then subsequently Spring, Summer, and Fall Meetings. Special meetings of the Board shall be called by the President, by any two Officers, or upon written request of at least one-half of the membership of the Board as then constituted.

*The Board recessed for the day at 5:32 PM, Friday, January 21 and returned on Saturday, January 22 9:00 AM with all members previously noted present.*

Discussion continued on the motion to amend Article 4. After a lengthy discussion, Mr. Stratton made a motion to call for the *Previous Question*, seconded by Mr. Ritz. Seeing no objection, motion was **APPROVED**.

Modification of Articles of Association required a roll call vote. The Directors voted accordingly:

Mr. Abernethy: No  
Mr. Luetzelschwab: No  
Mr. Lippert: No  
Mr. Norris: No  
Mr. Williams: No  
Ms. Jairam: Aye

Mr. Zygielbaum: Aye  
Mr. Kemmerer: Aye  
Mr. Ritz: No  
Ms. McIntyre: No  
Dr. Boehner: No  
Mr. Ryan: Aye  
Mr. Baker: Aye  
Mr. Norton: Abstained  
Mr. Stratton: No

Being a two-thirds requirement to pass, the motion **FAILED**, No-9, Aye-5 and 1 Abstention.

**35.** Mr. Ryan moved, seconded by Dr. Niswander, that:

WHEREAS, the Investment Management Committee, created at the January 2021 Board meeting, has completed its work related to the selection of an Investment Manager and has provided the Board with candidates for consideration, and;

WHEREAS, the transition to the new Investment Manager will commence immediately after the January 2022 Board meeting, and;

WHEREAS, it is appropriate for the current Investment Management Committee to oversee that transition, and;

WHEREAS, the Board wishes to provide for appropriate oversight of the Investment Manager and to improve the governance of the investment process, and;

WHEREAS, the establishment of an ongoing, permanent, Investment Management Committee is appropriate to provide for effective oversight and monitoring;

THEREFORE, be it resolved that:

1. The charge of the current Investment Management Committee is modified to direct the existing Committee to oversee the transition of the ARRL's investment portfolio to the new external Investment Manager, including oversight of the negotiations to conclude an agreement between the ARRL and the new Investment Manager. The Investment Management Committee existence will terminate effective Midnight, April 30, 2022, unless extended by the ARRL Board of Directors.

2. A permanent Investment Management Committee to replace the existing Investment Management Committee shall be established effective May 1, 2022. This committee shall be composed of five voting members. Two of the Committee Members must be, at the time of their appointment to the Committee, either a Director or Vice Director. Three of the Committee Members must be, at the time of their appointment, non-currently serving ARRL Board members, holders of a current Amateur Radio license, and ARRL Members.

3. The three non-ODV Committee members are to be selected for their investment or investment management expertise and experience.

4. The ARRL Treasurer shall be an ex-officio member of the Committee, without vote, and shall chair the Committee.
5. Members shall serve staggered five-year terms. The President shall appoint the members of the Committee.
6. The Committee shall be advisory to the Board. All reports of the Committee shall be submitted simultaneously to the Administration and Finance Committee (A&F) and to the Board.
7. The permanent Investment Management Committee shall report to and be subject to the control of the Board.
8. The Investment Management Committee shall:
  - a. Provide for the oversight and monitoring of the external Investment Manager.
  - b. At least annually, review and, if appropriate, recommend to the Board changes to the Investment Policy Statement.
  - c. Advise the Board and A&F on matters related to investing and management of the investment portfolio.
  - d. Provide a written report to the Board and to A&F prior to every regular meeting of each of those bodies.

After a discussion, the Motion was **APPROVED** unanimously.

**36.** Mr. Ritz moved, seconded by Mr. Vallio, Mr. Lippert, Ms. McIntyre, Mr. Norris and Dr. Zygielbaum that:

WHEREAS, ARRL denotes itself as “The National Association for Amateur Radio”, and;

WHEREAS, ARRL has an obligation to our members and the amateur radio community at large to ensure the technical advancement and enjoyment of Amateur Radio, and provide quality amateur radio educational materials as outlined in the ARRL Strategic Plan, and;

WHEREAS, the ability of amateurs to meet the intent of FCC regulations, commensurate with long-standing, self-policing by the amateur community, would be enhanced by formally addressing transmitted signal purity. Without such guidance, and with the current lack of adequate training materials, the inadvertent emission of poor-quality signals can cause interference within the radio amateur service, as well as possibly to other radio services, and;

WHEREAS, the ARRL Lab, along with technical experts within the Amateur Radio community, have established formalized testing methodologies for amateur radio equipment to test for transmitted signal purity, and;

WHEREAS, the proposed ARRL Clean Signal Initiative seeks to engage ARRL Lab staff and volunteer technical experts to establish formalized technical standards for transmitted signal purity of amateur radio equipment, certify new equipment to these standards, and work with manufacturers to ensure compliance with these standards for the good of Amateur Radio worldwide. It also requires that the ARRL address the educational aspect of transmitted signal

purity by developing materials to train amateurs in the proper operation of amateur radio transmitting equipment.

THEREFORE, be it resolved that ARRL formally adopt and promote the concepts and goals of the ARRL Clean Signal Initiative as presented.

After a discussion, the Motion was **APPROVED** unanimously.

**37.** Mr. Ryan moved, seconded by Ms. McIntyre that:

WHEREAS, the ARRL Doug DeMaw, W1FB Technical Excellence Award was established in 1975 to honor the author(s) whose article (or series of articles) published in ARRL periodicals for that year is judged to have the highest degree of technical merit, and

WHEREAS, the ARRL editorial staff selects six articles from QST and six articles from QEX, and provides them to a select panel of ARRL Technical Advisors for consideration for the award, and

WHEREAS, the ARRL panel of Technical Advisors voted to award the 2021 Doug DeMaw, W1FB Technical Excellence Award to Richard Kiefer, KODK, for his article "Eliminating Radio Frequency Interference from Power Lines" published in the September 2021 issue of QST magazine.

THEREFORE, be it resolved that the ARRL Board of Directors, with the full recommendation of the ARRL Board Programs and Services Committee, does hereby bestow the 2021 Doug DeMaw, W1FB Technical Excellence Award to Richard Kiefer, KODK.

The Motion was **APPROVED** unanimously (with applause).

#### ***Proposals for amendments to Articles of Association and Bylaws***

**38.** Mr. Ryan moved, seconded by Mr. Zygielbaum that:

WHEREAS, the creation of the Emergency Communications and Field Services Committee is in the best interests of the League and its members, and

WHEREAS, the Board of Directors wishes to ensure the establishing motion is not to be interpreted as directing Staff but rather to maintain the board's advisory and policy role;

THEREFORE, be it resolved that the following changes are made to By-Law 40:

The Existing By-Law 40 (as noted on the ARRL Web Site): (noted in italics for purposes of differentiating)

*40. The Emergency Communications and Field Services Committee (ECFSC) shall:*

- *Create and modify programs, services, training and advise the Chief Executive Officer and Director of Emergency Communications, with the objective of improving the League's support of, and training for, Section Managers, Section Emergency Coordinators, Section Traffic Managers, Affiliated Club Coordinators and other Field Service volunteers;*

- *Create and modify programs, services, and training and advise the Chief Executive Officer and Director of Emergency Communications, in the pursuit of “best practices” for the Amateur Radio Service in the provision of volunteer emergency communications through the League’s Amateur Radio Service in the provision of volunteer emergency communications through the League’s Amateur Radio Emergency Service (ARES) and National Traffic System (NTS);*
- *Monitor and assess current and evolving trends in emergency communications technology, organizational structures, and participant skills in the United States and around the world, to assure the ARRL’s maximum awareness of, access to and implementation of “best practices” in these fields;*
- *Create and modify programs, services, training and advise the Chief Executive Officer and National Club Coordinator, to improve the League’s support for the ARRL’s affiliated and Special Service Clubs, including such policy, programs, services and training as necessary to assist the affiliated and Special Service Clubs in the recruitment and retention of new and existing licensees, Club and ARRL Members, and the enhancement of the technical and communications skills of their Members;*
- *Coordinate and cooperate with other Amateur Radio national societies, especially within IARU Region 2, in the development and expansion of the ability of Amateur Radio to provide emergency communications services;*
- *Provide guidance and direction to the Chief Executive Officer and Director of Emergency Management in translating Board and ECFSC policy into prioritized tasking, funding and staffing recommendations for the implementation of the Board policy, programs, services and training created or modified by the ECFSC;*
- *Provide guidance and direction to the Chief Executive Officer and National Club Coordinator in translating Board and ECFSC policy into prioritized tasking, funding and staffing recommendations for the implementation of the Board policy, programs, services and training created or modified by the ECFSC;*
- *Recommend the creation or modification of Board policy that relates to or affects matters for which the Emergency Communications and Field Services Committee has responsibility.*
- *Consistent with the best governance of the ARRL, the Chairman and a majority of the Members of the ECFSC shall be selected from the Divisions with the greatest historical exposure to natural disasters.*

*Initial Membership*

*Notwithstanding any provisions of the newly developed By-Law 37, and at the request of, and with the consent of, the President, the current Members and Chairs of the Emergency Management Director Selection Committee, the Administration and Finance Committee and*

*Programs & Services Committee are appointed to serve as Members and Chairs of the Standing Committees until the end of the next Annual Meeting of the ARRL Board of Directors.*

To be amended as follows:

1. First bullet: delete the phrase "Create and modify programs, services, training and"; capitalize the subsequent word "Advise"
2. First bullet: delete the phrase "and Director of Emergency Communications,"
3. Second bullet: delete the phrase "Create and modify programs, services, and training, and"; capitalize the subsequent word "Advise"
4. Second bullet: delete the phrase "and Director of Emergency Communications,"
5. Fourth bullet: delete the phrase "Create and modify programs, services, training and advise"; add the words "consult with" to the beginning of the sentence.
6. Fourth bullet: delete the phrase "and National Club Coordinator,"
7. Sixth bullet: delete entire bullet
8. Seventh bullet: delete entire bullet
9. Ninth bullet: delete entire bullet
10. Delete entire heading and sentence titled "Initial Membership" as it is now superfluous
11. Add the phrase "or his/her designee" after "Chief Executive Officer" in all bullets where it appears.

The resulting By-Law would read as follows:

40. The Emergency Communications and Field Services Committee (ECFSC) shall:

- Advise the Chief Executive Officer or his/her designee with the objective of improving the League's support of, and training for, Section Managers, Section Emergency Coordinators, Section Traffic Managers, Affiliated Club Coordinators and other Field Service volunteers;
- Advise the Chief Executive Officer or his/her designee in the pursuit of "best practices" for the Amateur Radio Service in the provision of volunteer emergency communications through the League's Amateur Radio Emergency Service (ARES) and National Traffic System (NTS);
- Monitor and assess current and evolving trends in emergency communications technology, organizational structures, and participant skills in the United States and around the world, to assure the ARRL's maximum awareness of, access to and implementation of "best practices" in these fields;
- Consult with the Chief Executive Officer or his/her designee to improve the League's support for the ARRL's affiliated and Special Service Clubs, including such policy, programs, services, and training as necessary to assist the affiliated and Special Service Clubs in the recruitment and retention of new and existing licensees, Club and ARRL Members and the enhancement of the technical and communications skills of their Members;

- Coordinate and cooperate with other Amateur Radio national societies, especially within IARU Region 2, in the development and expansion of the ability of Amateur Radio to provide emergency communications services;
- Recommend the creation or modification of Board policy that relates to or affects matters for which the Emergency Communications and Field Services Committee has responsibility.

After a discussion, a roll call vote was conducted as required to modify the By-Laws. The Directors voted accordingly:

Mr. Abernethy: No  
 Mr. Luetzelschwab: No  
 Mr. Lippert: No  
 Mr. Norris: No  
 Mr. Williams: No  
 Ms. Jairam: Aye  
 Mr. Zygielbaum: Aye  
 Mr. Kemmerer: No  
 Mr. Ritz: No  
 Ms. McIntyre: No  
 Dr. Boehner: No  
 Mr. Ryan: Aye  
 Mr. Baker: Aye  
 Mr. Norton: Abstain  
 Mr. Stratton: No

Being a two-thirds requirement to pass, the motion **FAILED**, No-10, Aye-4 and 1 Abstention.

*The Board was on break from 10:30 am to 10:48 am with all returning.*

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

Be it resolved that the following changes be made to By-Law 33:

33. The Treasurer, upon consultation with and subject to the general supervision of the Administration and Finance Committee, shall assist with providing for the financial affairs of the League. ~~for the investment and reinvestment of the surplus funds of the League in any bonds or stocks or other securities as would be selected by a trustee with the care of a prudent investor.~~ He or she shall make a report at all regular meetings of the Board of Directors and shall attend meetings of the Board. He or she shall serve as a member of the Administration and Finance Committee. He or she shall have the authority to sign checks and other legal documents related to his or her duties as Treasurer on behalf of the League. ~~as required in his or her role as manager of the League's investment activities.~~ If requested by the Board of Directors, he ~~He~~ or she shall furnish a bond satisfactory to the Board, the expenses of such bond to be borne by the League.

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



40. Dr. Niswander moved, seconded by Mr. Ryan that:

Be it resolved that the following changes be made to By-Law 36:

36. The Chief Financial Officer ~~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, ~~controller comptroller~~ functions, purchasing and administrative services, and data processing. The Chief Financial Officer ~~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. The Chief Financial Officer ~~He~~ shall be the Business Manager of the League. The Chief Financial Officer ~~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 Investment Manager ~~Treasurer~~ such surplus funds as may be available for investment. The Chief Financial Officer ~~He~~ shall certify the accuracy of bills and vouchers on which money is to be paid and shall draw and countersign checks. The Chief Financial Officer ~~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. The Chief Financial Officer ~~He~~ shall be in responsible charge, under the Chief Executive Officer, of all the property of the League. He ~~or she~~ shall perform such other duties as may be assigned ~~to him~~ by the Chief Executive Officer. The Chief Financial Officer's ~~His~~ entire time shall be devoted to the duties as set forth above. If requested by the Board of Directors, the Chief Financial Offer ~~He~~ shall furnish a bond satisfactory to the Board ~~of Directors~~, the expense of the same to be borne by the League.

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

41. Dr. Niswander moved, seconded by Mr. Ryan that:

Be it resolved that the following changes be made to Bylaw 38:

38. The Administration and Finance Committee shall:

- Annually review and report to the Board of Directors the compensation packages of the Chief Executive Officer and the Chief Financial Officer.
- Review and recommend all changes to the ARRL membership dues structure to the Board of Directors. All changes shall be listed in the annual operating budget.
- Annually review the operating budget prepared by the Chief Financial Officer and the Chief Executive Officer.
- Once approved, forward the annual operating budget to the Board for ratification.
- Review the Chief Financial Officer's budgetary projections and make appropriate recommendations to the Board.
- Review ARRL finances on continuing basis.

- Advise [the Board on all actions and reports of the Investment Management Committee and supervise the Treasurer on investment of ARRL funds.](#)
- Make recommendations to the Board regarding audit and tax matters, and act as Board audit committee.
- Monitor and review fundraising efforts.
- Make recommendations to the Board and Chief Executive Officer regarding fundraising programs.
- Interface with ARRL Foundation on issues related to fundraising, especially related to scholarships and grants for non-ARRL programs.
- Make recommendations to the Board and Chief Executive Officer regarding staff management, procedures, and remuneration.
- Monitor and review key infrastructure projects, including capital improvements and significant information technology changes.
- Advise the Chief Executive Officer on marketing issues, including but not limited to identifying markets, building and implementing the marketing plan, proposing products, services, and programs to support marketing efforts, and promoting programs; promotional and sales issues, including but not limited to promoting programs and services to ARRL members, licensed non-members, related communities of interest, and the general public; and publications programs, including books, CDs, QST, and other periodicals.
- Evaluate the Chief Executive Officer in coordination with the President.
- Review ARRL management performance and effectiveness on a continuing basis.

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

### ***Director's Motions***

**42.** Mr. Stratton moved, seconded by Mr. Abernethy that:

WHEREAS, by Minute 40 of the January 2020 Annual Meeting a reduced-rate, revenue neutral Life Membership program for individuals aged 70 or older, with cumulative membership of 25 years or more, at an initial rate of \$750 was established;

WHEREAS, many would-be 70+ Members who have expressed interest in purchasing a Life Membership have objected to the 25 cumulative membership pre-condition as onerous;

WHEREAS, as the League has declared the 70+ Life Membership price to be revenue neutral for a purchasing Member;

Now, THEREFORE, it is resolved that:

- (1) The membership qualification period required for an ARRL Member who is 70 years of age or older is eliminated.
- (2) The 70+ Life Membership purchase price may be paid in installments as determined by staff.

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

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

WHEREAS, the Huron (South Dakota) Amateur Radio Club has long supported the American Radio Relay League being an Affiliated Club since February 17, 1922, and;

WHEREAS, the Huron Amateur Radio Club has been active in amateur radio since its founding in 1922 except during WWII, and today uses the callsign WØNOZ, and;

WHEREAS, the Huron Amateur Radio Club members have provided communication support for various public service needs including Skywarn reporting, and the Laura Ingalls Wilder Pageant, and;

WHEREAS, the Huron Amateur Radio Club today stands as a resource to mentor new amateur radio operators including providing license classes and VEC amateur radio license testing.

THEREFORE, be it resolve the ARRL Board of Directors hereby congratulates and recognizes the Huron Amateur Radio Club for its contributions to amateur radio on its 100<sup>th</sup> year of ARRL affiliation and on its 100<sup>th</sup> anniversary.

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

WHEREAS, the St. Cloud (Minnesota) Amateur Radio Club has long supported the American Radio Relay League being an Affiliated Club since May 26, 1922, and;

WHEREAS, the St. Cloud Amateur Radio Club has been active in amateur radio since its founding in 1917 and uses the callsign WØSV in honor of early member Bob Witchen originally licensed in 1921 as 9SV, and;

WHEREAS, the St. Cloud Amateur Radio Club members are involved in emergency communication for Stearns, Benton and Kandiyohi Counties including holding monthly training programs, and;

WHEREAS, the St. Cloud Amateur Radio Club members have supported the National Weather Service since 1970 through the Central Minnesota Skywarn program including being recognized by the National Oceanic and Atmospheric Administration as a Weather-Ready Nation Ambassador, and

WHEREAS, the St. Cloud Amateur Radio Club members have provided communication support for various public service needs including Tour of Saints bike ride, the Heart of the Lakes Triathlon, the Gaylord Extravaganza, and the Arli-Dazzle Parade, and;

WHEREAS, St. Cloud Amateur Radio Club today stands as a resource to mentor new amateur radio operators including providing licensing classes and VEC amateur radio license testing.

THEREFORE, be it resolved the ARRL Board of Directors hereby congratulates and recognizes the St. Cloud Amateur Radio Club for its contributions to amateur radio on its 100<sup>th</sup> year of ARRL affiliation and on its 105<sup>th</sup> anniversary.

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

WHEREAS, the Winona (Minnesota) Amateur Radio Club has long supported the American Radio Relay League being an Affiliated Club since January 8, 1947, and;

WHEREAS, the Winona Amateur Radio Club has been active in amateur radio since its founding and uses the callsign WØNE, and;

WHEREAS, the Winona Amateur Radio members are involved in emergency communication for Winona County supporting local law enforcement agencies, and;

WHEREAS, the Winona Amateur Radio Club members have supported the National Weather Service through the Skywarn program, has been recognized as a Weather-Ready Nation Ambassador by the National Oceanic and Atmospheric Administration, and;

WHEREAS, Winona Amateur Radio Club members have provided communication support for various public service needs including Winona Rotary Club's Ride the Ridges bicycle tour, and the Waumandee Time Trials.

THEREFORE, be it resolved the ARRL Board of Directors hereby congratulates and recognizes the Winona Amateur Radio Club for its contributions to amateur radio on its 75<sup>th</sup> year of ARRL affiliation.

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

WHEREAS, the Twin Cities DX Association has long supported the American Radio Relay League being an Affiliated Club since February 27, 1971, and

WHEREAS, the Twin Cities DX Association has been active in amateur radio including actively supporting DX and DXpeditions with fund raising efforts since 1970.

THEREFORE, be it resolved the ARRL Board of Directors hereby congratulates and recognizes the Twin Cities DX Association for its contributions to amateur radio on its 50<sup>th</sup> year of ARRL affiliation.

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

WHEREAS, the Jamestown (North Dakota) Amateur Radio Club has long supported the American Radio Relay League being an Affiliated Club since May 2, 1947, and

WHEREAS the Jamestown Amateur Radio Club members are involved in emergency communications for Stutsman, Logan, McIntosh and LaMoure Counties by providing emergency management information to local law enforcement agencies, and;

WHEREAS, the Jamestown Amateur Radio Club members have supported the National Weather Service through the Skywarn program, and;

WHEREAS, the Jamestown Amateur Radio Club members have supported Boy Scouts of America Troup 5555 by hosting Jamboree On The Air.

THEREFORE, be it resolved the ARRL Board of Directors hereby congratulates and recognizes the Jamestown Amateur Radio Club for its contributions to amateur radio on its 75<sup>th</sup> year of ARRL affiliation.

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

WHEREAS, the Black Hills Amateur Radio Club has long supported the American Radio Relay League being an Affiliated Club since January 30, 1937, and;

WHEREAS, the Black Hills Amateur Radio Club has been active in amateur radio since its founding in 1935 and uses the callsign WØBLK, and;

WHEREAS, the Black Hills Amateur Radio Club members are involved in emergency communication for Black Hills area supporting local law enforcement agencies, and;

WHEREAS, the Black Hills Amateur Radio Club members are actively involved in ARES with periodic training, and;

WHEREAS, the Black Hills Amateur Radio Club members have supported the National Weather Service through the Skywarn program.

THEREFORE, be It resolved the ARRL Board of Directors hereby congratulates and recognizes the Black Hills Amateur Radio Club for its contributions to amateur radio on its 85<sup>th</sup> year of ARRL affiliation.

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

WHEREAS, the Hot Springs (South Dakota) Amateur Radio Club has long supported the American Radio Relay League being an Affiliated Club since March 28, 1962, and;

WHEREAS, the Hot Springs Amateur Radio Club has been active in amateur radio since its founding, and today uses the callsign WØHS, and;

WHEREAS, the Hot Springs Amateur Radio Club members have provided communication support for various public service needs including Skywarn reporting, and;

WHEREAS, the Hot Springs Amateur Radio Club today stands as a resource to mentor new amateur radio operators including providing license classes and VEC amateur radio license testing.

THEREFORE, be It Resolved the ARRL Board of Directors hereby congratulates and recognizes the Hot Springs Amateur Radio Club for its contributions to amateur radio on its 60<sup>th</sup> year of ARRL affiliation.

**50.** On the motion of Mr. Kemmerer, seconded by Mr. Williams it was **VOTED** (with applause) that:

WHEREAS, the Southeastern Massachusetts Amateur Radio Association (SEMARA) or “the Association” was established as the New Bedford Shortwave Radio Club in 1932,

WHEREAS, the Association has been affiliated for the last 75 years,

WHEREAS, in 1955 the Association established a station on three acres of land purchased in Dartmouth, Massachusetts,

WHEREAS, in 1958 the Association was incorporated in the Commonwealth of Massachusetts as a non-profit organization,

WHEREAS, in 1977 the Association constructed a new meeting hall,

WHEREAS, in 1999 the Association erected a 180-foot communications tower that currently provides support for various antennas, including: amateur, cellular telephone, police and fire,

WHEREAS, the Association provides support to the SKYWARN and ARES® programs covering southeastern Massachusetts, Rhode Island, Cape Code and Martha’s Vineyard,

WHEREAS, in 2015 the Association constructed additional space in its clubhouse to house three stations with HF/VHF/UHF capabilities,

WHEREAS, the Association conducts volunteer exam sessions monthly,

WHEREAS, the Association is proud to have among its membership 391 individuals from across the United States and Canada,

THEREFORE, be it Resolved that the ARRL Board of Directors hereby congratulates and recognizes the Southeastern Massachusetts Amateur Radio Association (SEMARA) for its contributions to amateur radio on its 75<sup>th</sup> anniversary of ARRL affiliation.

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

WHEREAS, the Capitol City Amateur Radio Club of Helena, Montana, holds the callsign of N7RB, first became registered as an ARRL Affiliated Club on May 2, 1947, and will reach the milestone of 75 years supporting the ARRL and their community in 2022, and;

WHEREAS the Capitol City Amateur Radio Club continues to engage the community through its website, and ARES and VE programs.

THEREFORE, be it resolved that the Capitol City Amateur Radio Club is hereby recognized and sincerely thanked by the ARRL Board of Directors for their 75 years of fulfilling the ARRL Mission, "Advancing the art, science and enjoyment of Amateur Radio", and wish them many more years of success.

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

WHEREAS, the Valley Amateur Radio Club of Puyallup, Washington, holds the callsign of W7MCU, first became registered as an ARRL Affiliated Club on May 2, 1947, and will reach the milestone of 75 years supporting the ARRL and their community in 2022, and;

WHEREAS, the Valley Amateur Radio Club continues to have a focus on having fun, with efforts to strengthen and advance Amateur Radio communications and experimentation.

THEREFORE, be it resolved that the Capitol City Amateur Radio Club is hereby recognized and sincerely thanked by the ARRL Board of Directors for their 75 years of fulfilling the ARRL Mission, "Advancing the art, science and enjoyment of Amateur Radio", and wish them many more years of success.

**52.** On the motion of Ms. McIntyre, seconded by Mr. Abernethy and Mr. Stafford it was **VOTED** (with applause) that:

WHEREAS, the San Jose Radio Club held its first meeting in February of 1921 in the barn of its first President, Harry Engwicht 6HC (later W6HC).

WHEREAS, the San Jose Radio Club applied for ARRL Affiliation on November 6, 1922, becoming an ARRL affiliate on February 17, 1923.

WHEREAS, the ARRL Certificate of Affiliation is signed by the Old Man himself, Hiram Percy Maxim, 1AW.

WHEREAS, the name of the club was changed to The Santa Clara County Amateur Radio Association in 1925 to be more inclusive of the surrounding towns.

WHEREAS, the original club callsign was 6SV, operating in 1926 from Lick Observatory on Mount Hamilton, CA as u6SV.

WHEREAS, SCCARA is to be commended for its long and storied history, and its continuous support of Amateur Radio for the last 100 years.

THEREFORE, be it resolved that the ARRL Board of Directors congratulates and recognizes SCCARA, currently holding the club callsign W6UW on their 101<sup>st</sup> Anniversary.

**53.** On the motion of Ms. McIntyre, seconded by Mr. Ritz was **VOTED** (with applause) that:

WHEREAS, the Stanford Amateur Radio Club was founded on, “a dark and dreary day in 1922.”

WHEREAS, the Club became affiliated with the ARRL as the “Stanford University Radio Club” on March 8<sup>th</sup>, 1924.

WHEREAS, the Club originally held the callsign 6YX and later acquired the call W6YX, still held today, that can be heard around the world in most contests and on the hunt for DX.

WHEREAS, the Club counts among its members and founders many prominent historical figures, including Professor Fred Terman 6AE, Charles Litton 6AO, Herbert Hoover, Jr., 6XH, David Packard 9DRV, Professor O.G. “Mike” Villard W6QYT, Nobel laureate W.E. Moerner WN6I and many others.

WHEREAS, the spectacular history of The Stanford Amateur Radio Club is further documented in the Appendix by Professor David Leeson, W6NL.

WHEREAS, the Stanford Amateur Radio Club supports Amateur Radio at Stanford University and around Northern California as it trains the next generation of scientists, engineers, and other esteemed graduates.

THEREFORE, be it resolved that the ARRL Board of Directors congratulates and recognizes The Stanford Amateur Radio Club, on their 100<sup>th</sup> Anniversary.

**54.** On the motion of Mr. Norris, seconded by Dr. Boehner was **VOTED** (with applause) that:

WHEREAS, Daniel Henderson, N1ND was first licensed in 1970 and upgraded to Extra in 1981,

WHEREAS N1ND started work at ARRL September 1998, as ARRL Contest Manager and managed the Contest program during the initial implementation of the Cabrillo log format process,

WHEREAS in 2006, N1ND assumed the Regulatory Information Manager’s position and worked extensively first with Riley Hollingsworth, K4ZDH and then Laura Smith as the ARRL point of contact for FCC enforcement matters,

WHEREAS in 2007, N1ND became the ARRL point of contact to interface with the US Air Force to develop a program to mitigate amateur interference to the USAF PAVE PAWS radar systems, preserving Amateur access to the 70 cm band in affected areas,

WHEREAS N1ND arranged and coordinated over 100-hours of workshops and forums for the ARRL Centennial Convention in Hartford, CT.

WHEREAS in 2016, N1ND was appointed Assistant Secretary of the ARRL, working with the CEO/Secretary on matters related to ARRL governance and administration as well as spending nearly 10 years as recording secretary to the ARRL Board of Directors and as secretary to the Programs and Services Committee, Executive Committee, and other working groups of the ARRL Board,



WHEREAS, N1ND most recently worked with ARRL Volunteer Monitor Program Administrator to help develop the VM program,

THEREFORE, be It Resolved, that the ARRL Board of Directors expresses its sincere gratitude to Daniel Henderson, N1ND for his 23 years of service to the ARRL and its members and congratulates him on his retirement and wishes him continued success in future pursuits.

**55.** Mr. Zygielbaum moved, seconded by Mr. Ritz that:

There is no defined connection between Division Directors/Vice Directors and Section Managers within their Divisions. Because there is no guideline and no statement of expectations, this relationship varies from strong and mutually supportive to virtually non-existent across the League. The Division Directors/Vice Directors and Section Managers represent the face of the ARRL to members. The lack of guidance on the interaction has created a lack of communications and interaction that would be of benefit in assuring the health and growth of our organization.

The Board established the Emergency Communications and Field Services Committee (ECFSC) as a standing committee to provide policy guidance with respect to the field organization. It would rightly be within the purview of this committee to take on the task of recommending a solution to this problem.

It is moved that:

1. The Emergency Communications and Field Services is tasked to create a guideline document describing the expected relationship between Division Directors/Vice Directors and the Section Managers and their appointees within the Division. The guidelines must be sensitive to the existing reporting responsibilities of the Section Managers to the Field Organization managers. The development of the document shall be done in a manner that engages review and contributions by members of the Board as well as the appropriate Field Organization managers at ARRL headquarters. The intent is to facilitate effective communications and coordination in both directions between Division Directors/Vice Directors and Section Managers without interfering with the normal chain-of-command in the Field Organization.

2. The ECFSC will recommend a process to distribute the guidelines and engage Division Directors/Vice Directors and Section Managers to accomplish its goals.

3. The ECFSC is asked to provide a progress report in the July 2022 meeting and a draft plan in the January 2023 meeting.

After a discussion, the motion was **APPROVED**.

*The Board was on break for lunch from 12:06 PM to 1:00 PM with all returning except Mr. Morine.*

**56.** On the motion of Ms. McIntyre, seconded by Mr. Stratton was **VOTED** (with applause) that:

WHEREAS, Dr. James Jolly, W6RWI, resides in Fair Oaks California, in the ARRL Sacramento Valley Section.

WHEREAS, Dr. Jolly was president of the Turlock Amateur Radio Club while a high school student.

WHEREAS, Dr. Jolly was a radio operator on Merchant Marine vessels in WWII.

WHEREAS, Dr. Jolly received his Ph.D. from the University of Santa Clara.

WHEREAS, Dr. Jolly has been an active Amateur Radio operator for 83 years, and ARRL member since 1937.

WHEREAS, Dr. Jolly reached the age of 100 on November 2, 2021 and was on the air for the event.

THEREFORE, be it resolved that the ARRL Board of Directors congratulates Dr. James Jolly, W6RWI, on his 100<sup>th</sup> birthday and awards him the ARRL Centurion Award.

**57. Mr. Baker moved, seconded by Ms. Jairam that:**

WHEREAS, the American Radio Relay League Foundation's Articles of Incorporation were created on September 21, 1973; and,

WHEREAS, from time to time, it is necessary to clarify and/or modify the Articles to better describe the current activities of the organizations;

WHEREAS, the American Radio Relay League, Inc. wishes to better coordinate their philanthropic efforts with the ARRL Foundation, and demonstrate the effects of giving to donors;

WHEREAS, the American Radio Relay League, Inc., needs to coordinate Staff activity with the Foundation to increase effectiveness and reduce mutual overhead;

Be it resolved that:

1. The Chief Executive Officer, of the American Radio Relay League, Inc. shall become the President of the ARRL Foundation, Inc. and a member of the ARRL Foundation with the ratification of this motion by a majority of the Board of Directors of the American Radio Relay League, Inc. and the current President of the ARRL Foundation is simultaneously relieved as President.
2. Accordingly, the ARRL Foundation By-Laws, Article III, Section I, is changed to read as follows: (Changes to the previous version are **Highlighted**)

Section I. Titles, Election and Duties. **The Chief Executive Officer of the American Radio Relay League, Inc. shall be the President of the ARRL Foundation.** The Directors shall elect a Vice President, a Treasurer, a Secretary and may from time to time appoint such other Officers as they, the Directors, deem expedient. Any two or more offices may be held by the same person, except the offices of President and Vice President and the offices of President and Secretary. The duties of the Officers of the Corporation shall be such as are imposed by these By-Laws and from time to time prescribed by the Directors.

The ARRL Foundation Articles of Incorporation are changed to read as follows: (Changes to the previous version are **Highlighted**)

We, the incorporators, certify that we hereby associate ourselves as a body politic and corporate under the Non-stock Corporation Act of the State of Connecticut.

The name of the corporation is The ARRL Foundation, Inc.

The nature of the activities to be conducted, or the purposes to be promoted or carried out by the corporation, are as follows:

To advance the art, science and societal benefits of the amateur radio service by awarding financial grants and scholarships to individuals and organizations in support of their charitable, educational, and scientific efforts.

The corporation shall not do anything forbidden under Section 170(c)(2) with respect to corporations qualified to receive contributions which are deductible under said section. No part of the net earnings of the corporation shall ever inure to the benefit of any individual and no part of the activities of the corporation shall ever include participation in any political campaign on behalf of any candidate for public office. A substantial part of the activities of the corporation will not be legislative in nature.

If the corporation shall be or become a private foundation as such term is defined by Section 509, then the corporation shall be required to distribute its income for each taxable year at such time and in such manner as to not subject it to tax under Section 4942, and the corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d), from retaining any excess business holdings (as defined in Section 4943(c)), from making any investments in such manner as to subject the corporation to tax under Section 4944, and from making any taxable expenditures (as defined in Section 4945(d)).

As used in paragraph 2, the references to certain sections are to those sections of the Internal Revenue Code of 1954, or the corresponding provision of such other revenue laws of the United States as shall be in force from time to time.

The corporation is nonprofit. No part of the corporation's income or assets shall be distributable to its directors, officers or any individual, and the corporation shall not have or issue shares of stock or pay dividends; provided, that nothing herein shall restrict the right of the corporation to reasonably compensate its officers, directors or any individual for services rendered to the corporation.

Pursuant to the provisions of the General Statutes of Connecticut, Title 33, Chapter 600, Section 458, the corporation shall have no members; and the corporation shall operate under the management of its Board of Directors.

**The Chief Executive Officer of the American Radio Relay League, Inc. shall serve as the President of the ARRL Foundation, Inc., and as a member of the Board of Directors.**

The Board of Directors shall consist of three (3) Directorships. The first Board shall be elected by the incorporators at the Organization Meeting of the corporation. At the First Annual Meeting of the Board of Directors, in January 1974, the Board of Directors shall be increased to nine (9) Directorships. The Directors of the American Radio Relay League, Inc. shall, by a majority vote, elect the nine (9) Directors to commence serving as Directors at said First Annual Meeting of Directors, with three (3) of said Directors elected for a term of one (1) year, three (3) of said Directors elected for a term of two (2) years and three (3) of said Directors elected for a term of three (3) years. Thereafter, upon the expiration of the term of each Director, the Directors of The American Radio Relay League, Inc. shall, by a majority vote, elect a successor Director of the corporation for a term of three years. Directors may be removed at any time by the Board of Directors of The American Radio Relay League, Inc. Vacant Directorships shall be filled for the unexpired term of such Directorships by the Board of Directors of The American Radio Relay League, Inc. A majority of the Directorships of the corporation shall always be held by person who are Directors of the American Radio Relay League, Inc.

The Certificate of Incorporation and the By-Laws of the corporation may be amended by majority vote of the Directors of The American Radio Relay League, Inc. provided any provision in the Certificate of Incorporation and/or By-Laws requiring a two-thirds (2/3) vote may only be amended by a two-thirds (2/3) vote of the Directors of the American Relay League, Inc. and provided, further, that no such amendment shall be adopted which will affect the exempt status of the corporation under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

The corporation may be dissolved at any time by majority of the Directors then serving at any meeting of the Board of Directors called to consider such dissolution. Upon dissolution of the corporation, the assets remaining after payment of all liabilities shall be distributed to The American Radio Relay League, Inc. or, if it shall not then be an organization described in Section 170(c) of the Internal Revenue Code, to such other organization described in said section 170(c) as the Board of Directors in its sole discretion shall determine.

Under the penalties of false statement, we declare that the statements made in this Certificate are true.

Dated at Hartford, Connecticut, this 21<sup>st</sup> day of September 1973.

(s) Robert York Chapman  
(s) Larry E. Price  
(s) Larry J. Shima  
All of the Incorporators

After a discussion, a roll call vote was conducted as required to modify Articles and By-Laws. The Directors voted accordingly:

Mr. Abernethy: No  
Mr. Luetzelschwab: No  
Mr. Lippert: No  
Mr. Norris: No  
Mr. Williams: No  
Ms. Jairam: Aye

Mr. Zygielbaum: Aye  
Mr. Kemmerer: Aye  
Mr. Ritz: No  
Ms. McIntyre: No  
Dr. Boehner: Aye  
Mr. Ryan: Aye  
Mr. Baker: Aye  
Mr. Norton: Aye  
Mr. Stratton: No

The motion **FAILED**, No-8, Aye-7

**58.** On the motion of Mr. Norris, seconded by Mr. Stratton and Mr. Williams it was **VOTED** (with applause) that:

WHEREAS, Louisiana ARES provided outstanding emergency communications and support to the citizens of the State, government and NGO served agencies in planning and operations during Hurricane Ida, September 2021.

WHEREAS, the members and leadership of Louisiana ARES braved dangers and endured hardships while providing vital emergency communications during and in the immediate aftermath of this powerful storm.

WHEREAS, Louisiana ARES gained Amateur Radio and the ARRL national attention and set a good example of radio amateurs working for the good of their communities, state and nation.

WHEREAS, Louisiana ARES worked in coordination with ARRL HQ and the ARRL/ARES leadership in the Delta Division and displayed a shining example of successful amateur radio emergency communications response,

THEREFORE, be it Resolved, that the ARRL Board of Directors expresses its sincere gratitude and commends Jim Coleman, AI5B Louisiana SEC, the Louisiana ARES leadership, the Louisiana ARES membership and all supporting ARRL members and radio amateurs involved in the Hurricane Ida response.

**59.** Mr. Zygielbaum moved, seconded by Mr. Luetzelschwab that:

Whereas, a \$300,000 line item in the 2022-2023 ARRL Budget provides funding to hire an additional federal lobbying firm or specialists in federal lobbying if a need is identified to do so. There is concern about the cost-benefit of such an expenditure and that benchmarks must be created to measure and confirm the effectiveness of the expenditure to inform decisions on the inclusion of such a line item in future years' budgets.

It is moved that:

1. The additional funding may not be expended until a plan for the expenditure is approved by the A&F Committee.
2. The plan shall include

- a. a description of proposed expenditures at a detail sufficient to provide the ability to track and confirm the use of the funds with respect to the plan,
  - b. delineation of specific outcomes expected over the budget period, and
  - c. some measure or benchmark that confirms that the benefit achieved is reasonable with respect to the cost incurred at the end of the budget period.
3. It is understood that this plan may need to be modified and updated as the work proceeds. Such changes shall be submitted to the A&F Committee.

After a discussion, the motion was **APPROVED**.

***Closing Courtesies:***

**60.** Mr. Roderick asked Mr. McBride if he had any final comments. Mr. McBride expressed his pleasure with meeting everyone, enjoyed his time with ARRL and is looking forward to future meetings and discussions. Mr. Roderick requested Mr. McBride to take our best wishes to our colleagues to the north.

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

**61.** There being no additional business, on the motion of Mr. Ryan and seconded by Mr. Williams, the meeting ADJOURNED at 2:39 PM.

---

Cathleen Curry  
Recording Secretary

## Exhibit 1

### ARRL STANDING ORDERS (Updated January 17, 2022)

#### **Editor's Note to the Board**

*This document contains the existing standing orders, as originally written. They are arranged into groups by subject.*

Standing Orders adopted before 1983 were revised and restated at the 1989 Second Meeting or the 1991 Annual Meeting. These bear the numbers, from 1 to 132, that were assigned at that time. [Secretary's note: Because so many of the early Standing Orders have been deleted, and because the numbering system used prior to 1983 offers no information as to when the motion was adopted that resulted in the Standing Order, it would be appropriate to eliminate the references to the 92 deleted Standing Orders from prior to 1983 and to renumber the remaining 40 Standing Orders.]

For Standing Orders adopted in 1983 and later years, the numbering system is that the first three digits indicate the year and whether the Standing Order was adopted at the first or the second meeting of the year, and the last two digits indicate the Minute at which the Standing Order was adopted. For example, "89-2.21" indicates that the Standing Order was adopted at Minute 21 of the Second 1989 Meeting.

This January 2022 version is numbered by topic area, substitutes CEO for EVP, and adds Vice Directors and Officers where necessary. A Blue-colored policy has not been changed, but change is clearly necessary.

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ARRL Standing Orders are Board actions that have lasting effect and are not otherwise incorporated into the working documents of the organization.

Standing Orders are not Bylaws, so they may be amended or deleted at any time, either permanently or temporarily, by normal action of the Board or the Executive Committee.

## **1.0 EDUCATION MISSION AND VISION STATEMENT**

**1.1.1 [Prior SO #06-1.40]** The following ARRL Education Mission and Vision Statement is adopted: ARRL will advance the art and science of radio through education,

1. by providing instruction and instructional materials to prepare new Amateur Radio operators for licensing as well as to prepare licensed amateurs to upgrade to higher levels of licenses;
2. by advancing the knowledge of radio science and operating skills among licensed operators through instruction, publications and activities;
3. by training radio amateurs in the skills needed to provide service to their communities in times of emergency;
4. by engaging youth in the magic of radio, inspiring them to further personal investigation in the sciences and engineering as well as expanding their horizons to promote global goodwill through contact with cultures around the world; and
5. by expanding interest and understanding of the science of radio and the application of wireless technology in daily life.

Through its educational efforts ARRL will enrich lives through lifelong learning and achievement and provide service to local communities. ARRL educational outreach's objective is to inspire exploration in radio science and serve as a catalyst for new scientific discoveries and new technologies.

## **2.0 BOARD OF DIRECTORS**

### **2.1 BOARD ADMINISTRATION**

**2.1.1. [Prior SO #19]** The Secretary is directed to inform all Directors at least two weeks before the formal call for the Board meeting, that such call will be made, giving the date, so that Directors have sufficient time to file notice to changes in Articles of Association and By-Laws before the formal meeting notice is mailed.

**2.1.2 [Prior SO #29]** Upon the request of any Director, there shall be furnished to each Director a written copy of any motion prior to a vote on that motion.

**2.1.3 [Prior SO #30]** Each Director offering a motion requiring the expenditure of funds for implementation shall include with the motion his estimate of the costs involved and the suggested method of funding those costs.

## **2.2 BOARD AND EXECUTIVE COMMITTEE MINUTES**

[Prior SO #11-2.18] Effective with the minutes of the 2016 Second Meeting of the Board of Directors the procedure for the approval of Board meeting minutes will be as follows:

1. The Secretary will circulate draft minutes to Board members as soon as possible after the meeting.
2. [Prior SO #25] The minutes will show the name of the person who seconds each motion.
3. Once Board members have had the opportunity to review the draft and offer comment, a final draft will be circulated.
4. Three business days after distribution of the final draft, the Secretary will call for a vote by electronic mail to approve the minutes.
5. The minutes will be declared as approved upon the receipt of affirmative votes of eight or more directors within three business days of the call for the vote.
6. The final minutes will be made available to members following formal approval.

## **2.3 EXECUTIVE COMMITTEE AGENDAS AND MINUTES**

**2.3.1** [Prior SO #10-1.57] Both agendas and minutes for ARRL Board and Executive Committee meetings will be posted on the ARRL web site, and members who wish to be sent copies by e-mail can request them via a selection on the ARRL Member Data Page.

**2.3.2** [Prior SO #11-1.26] The Board adopts the policy on electronic recording of ARRL Board and committee meetings recommended by the Executive Committee, effective as of the end of this meeting.

## **2.4 BOARD VOTING**

**2.4.1** [Prior SO #90-2.67] When a mail vote of the Board is conducted in accordance with Article 6, the minutes of the next EC meeting shall include a report of the vote, including who made the motion to poll the Board, the date the vote was conducted, and a report of the division of the vote.

**2.4.2** [Prior SO #05-2.38] The ARRL Board adopt[s] a policy that any Director can request that a vote be conducted by roll call.

## **2.5 FILLING IARU SECRETARY VACANCY**

**2.5.1** [Prior SO #99-2.34] The Board adopts the recommendation of the Executive Committee that the following procedure shall be followed for filling a vacancy for IARU Secretary: The ARRL President shall submit a proposal to the Executive Committee. If the Executive Committee is in agreement with the proposal, it shall be forwarded to the full Board for ratification by mail vote.

## **2.6 WHISTLEBLOWER POLICY**

**2.6.1** [Prior SO #09-1.25] The Whistleblower policy as recommended by the Administration and Finance Committee [is] adopted.

## **2.7 MEETING ATTENDANCE BY VICE DIRECTORS**

**2.7.1** [Prior SO #04-1.39] The Board of Directors authorizes the attendance of Vice Directors at Board Meetings. Expenses for attendance will be chargeable to the Board Meeting account.

## **2.8 BOARD MEMBER ATTENDANCE AT STANDING COMMITTEE MEETINGS**

**2.8.1** [Prior SO #20-2.35] All ARRL Board members are entitled to attend any meeting of a Standing Committee of which they are not a member (as a Board Guest), with the following limitations:

1. The Board Guest shall provide the Committee Chair advance notification of his or her intent to attend a meeting.
2. Each Board Guest's opportunity to speak on an issue is at the discretion of the Committee Chair.

Promptly after the calling of a meeting of a Standing Committee, its Chairperson shall ensure that all Board members are notified immediately of the place and time of the meeting, and provide a copy of the proposed agenda to all Board members. In the case of electronic (virtual) meetings all necessary information to allow for full participation in the meeting, including real time audio and video streams, also shall be supplied to all Board members. Board Guests may be required to squelch their own video, and/or audio streaming, at the request of the Chairperson.

The Committee Chair shall provide copies of all other reference materials related to the meeting to all Board Guests.

A written report of the meeting, whether through Minutes or less formal notes, of any Standing Committee meeting shall be published to the full Board within 30 days of that meeting.

## **2.9 PETITIONS AND COMMENTS TO THE FCC**

**2.9.1** [Prior SO #55B] Comments and petitions to the FCC shall be made available to the Executive Committee for review prior to filing.

## **3.0 EXECUTIVE FUNCTIONS**

### **3.1 ELECTION TO THE EXECUTIVE COMMITTEE**

**3.1.1** [Prior SO #13-2.16] Election to the Executive Committee requires a majority of the ballots cast, i.e. eight votes if there are fifteen Directors voting. The five candidates with the most votes will be elected.

- If a tie vote results in an indeterminate outcome, re-balloting will be conducted between or among the candidates who tied; those candidates with more votes will be declared elected and those with fewer votes will be eliminated from further balloting.

- If fewer than five candidates receive a majority, those who received a majority will be declared elected and re-balloting will occur between or among candidates who received less than a majority.

### **3.2 SECRETARY'S DUTY TO PUBLISH AN ANNUAL REPORT**

**3.2.1 [Prior SO #95-172]** The Secretary shall publish each year an Annual Report of the ARRL.

### **3.3 RULES FOR DIVISION DIRECTORS AND VICE DIRECTORS**

**3.3.1 [Prior SO #45]** Division Directors are authorized to attend ARRL National Conventions with expenses incurred chargeable to authorized Division allotments.

**3.3.2 [Prior SO #48]** The Secretary is directed to furnish Vice Directors with certificates and pins similar to those furnished to Directors.

**3.3.3 [Prior SO #52]** The Chief Executive Officer is instructed to provide Directors and Vice Directors with current copies of each League publication on request.

**3.3.4 [Prior SO #53]** The Vice Director of each Division may be reimbursed for expenses incurred in performing duties on behalf of the League provided (1) each duty or series of duties shall have been specifically authorized in writing by his Director prior to their performance and (2) such expenditures, when added to the other authorized expenditures of the Director, do not exceed the amount budgeted for that Division by the Board of Directors.

### **3.4 DIRECTOR AND VICE DIRECTOR EMAIL**

**3.4.1 [Prior SO #13-2.34]** Division Directors will have the option of having emails to their entire Division or a subset thereof held for review or automatically and immediately sent without being held. Each Director will be able to change their preference at any time electronically.

**3.4.2 [Prior SO #89-1.43]** Newly elected Directors and Vice Directors are to be placed on electronic mail, put on the distribution list for the Directors' Letters, and start receiving copies of correspondence from members (new Directors only) as soon as declared elected.

### **3.5 "PAST DIRECTOR" TITLE**

**3.5.1 [Prior SO #62]** After leaving office, in recognition of his or her service, a Director of the ARRL is authorized to use the title of Past Director.

### **3.6 NEWLY ELECTED SECTION MANAGERS**

**3.6.1 [Prior SO #105]** The Chief Executive Officer shall offer any newly elected or re-elected Section Manager a complimentary copy of the ARRL Handbook for Radio Communications and a set of training/operating manuals to aid in his Field Organization efforts.

### **3.7 SECTION EMERGENCY COORDINATOR**

**3.7.1 [Prior SO #03-2.27]** The Section Emergency Coordinator in all 71 ARRL Sections should develop, implement, and maintain a comprehensive Section Emergency Plan. A current copy of each plan should be maintained on file by each SEC with the SEC's Section Manager and the Field Services and Radiosport Department at ARRL Headquarters. This comprehensive Section Emergency Plan should be reviewed and updated annually.

### **3.8 DIRECTION FINDING COORDINATOR APPOINTMENT**

**3.8.1 [Prior SO #98-1.42]** The President is authorized to appoint a volunteer ARRL Amateur Radio Direction Finding Coordinator. The ARDF Coordinator shall be responsible for promoting ARDF in the United States in concert with the IARU regional organizations and member-societies in Region 2 and other parts of the world and shall submit a written progress report to the Board prior to each regular meeting of the Board.

### **3.9 BULLETIN APPOINTMENTS**

**3.9.1 [Prior SO #03-2.26]** Resolved, that no new Bulletin Manager or Official Bulletin Station appointments be granted, that existing Bulletin Manager and Official Bulletin Station appointments may be renewed at the discretion of the cognizant Section Manager, and that the Bulletin Manager and Official Bulletin Station appointments be eliminated from the Field Organization at such time when there are no active Bulletin Manager and Official Bulletin Station appointments, respectively.

### **3.10 STANDING COMMITTEE REPORT AVAILABILITY**

**3.10.1 [Prior SO #89-1.109]** The Secretary is directed to make available to members via the ARRL website copies of the reports of the Standing Committees of the Board, Ad Hoc Committees, and Advisory Committees following each Board Meeting as soon as possible after posting of the Board Minutes.

## **4.0 FINANCIAL ISSUES**

### **4.1 ANNUAL BUDGET AND FINANCIAL STATEMENT**

**4.1.1 [Prior SO #32]** The annual budget shall be submitted to the Board at least 30 days prior to ratification as prescribed in By-Law 38.

**4.1.2 [Prior SO #33]** The Chief Executive Officer is instructed to prepare the annual financial statements of the League and make them available to members at no cost.

**4.1.3 [Prior SO #09-2.36]** The Chief Financial Officer is directed to forward the annual proposed budget by email in a PDF format to Officers, Directors and Vice Directors.

### **4.2 CAPITAL IMPROVEMENTS**

**4.2.1 [Prior SO #35]** The Chief Executive Officer cannot spend more than \$25,000 on capital improvements if not in the budget, without the approval of the Administration and Finance Committee.

### **4.3 CEO REIMBURSEMENT AUTHORITY**

**4.3.1 [Prior SO #37]** The Chief Executive Officer is authorized to reimburse postage, telephone, and similar expenses (not including travel), up to a maximum of \$500 annually per Advisory Committee, incurred by Advisory Committee members and approved by the Committee Chairman.

### **4.4 FINANCIAL CONTROL POLICES**

**4.4.1 [Prior SO #04-1.41]** ARRL Financial Control Policies are as follows:

**4.4.1.1 Recommended Financial Control Policy Applicable to Permanently Restricted Funds.** Since the use of Permanently Restricted Funds requires the pre-approval of the Board of Directors, it should consider the funding source based on a recommendation of the CEO. Should it be recommended that cash be withdrawn from the Investment Portfolio, an affirmative vote of the Board is required to affect the transfer.

**4.4.1.2 Recommended Financial Control Policy Applicable to General Funds.** A Board approved formula will be used as the basis for determining the maximum amount that can be withdrawn from the General Fund portion of the Investment Portfolio for the purpose of balancing the League's cash flow.

**4.4.1.3 Recommended General Fund Withdrawal Formula.** For purposes of determining the maximum allowable withdrawal from the General Fund portion of the Investment Portfolio, the following formula will apply:

The Maximum Allowable Withdrawal will be the sum of the (a) proportionate share of estimated earnings (interest and dividends) for the current year, (b) plus the net realized gain apportioned to the General Fund and (c) 6 percent of that portion of the Investment Portfolio applicable to the General Fund.

**4.4.1.4 Recommended Policy of Allocating Investment Portfolio Income.** Interest and Dividend Income derived from the Investment Portfolio will be allocated among the three sectors (Life Membership, Permanently Restricted and General Fund) proportionately, based on the sectors' average balance at market as a percentage of the total average balance at market of the portfolio.

**4.4.1.5 Recommended Financial Control Policy Applicable to the Life Membership Program.** If operationally generated cash flow is insufficient to cover the annual cost of the Life Membership Program, a transfer of cash from the LMP portion of the Investment Portfolio, not to exceed the total annual cost of the program, will be permitted without Board approval.

**4.4.1.6 Recommended Policy.** All Financial Control Policies should be reviewed periodically by the Administration & Finance Committee, with any recommendations for change being submitted to the Board of Directors at its next Annual Meeting.

### **4.5 FINANCIAL ACCOUNT AUTHORIZATION**

**4.5.1 [Prior SO #05-2.23]** The American Radio Relay League, Inc. authorizes each person holding any of the following officer positions: Chief Executive Officer; Treasurer; and Chief Financial Officer; acting alone, to (1) establish one or more deposit accounts and additional accounts from time to time; and (2) to designate from time to time, persons to operate each account.

## **4.6 FINANCIAL ANALYSIS OF PROGRAM MODIFICATION**

**4.6.1 [Prior SO #04-1.42]** Any motion to create or substantially modify a program or activity shall include documentation of the expected revenue and expense generated by the proposed program or activity.

## **4.7 PLANNED GIVING PROGRAM**

**4.7.1 [Prior SO #02-2.30]** The Executive Summary of Planned Giving Guidelines shall guide the planned giving program of the ARRL. The Administration and Finance Committee shall serve in an advisory capacity in furtherance of the goals of the program.

## **4.8 ARRL ENDOWMENT**

**4.8.1 [Prior SO #02-2.29]** The ARRL Endowment is created to perpetuate the missions of the American Radio Relay League as a repository for current and planned gifts and for the exclusive use of the American Radio Relay League. The Endowment shall support the ARRL mission to foster all aspects of the Amateur Radio service, including, but not limited to, advocacy, education, public service, research and technology, and historic preservation of Amateur Radio artifacts. The Endowment may accept contributions from current giving and planned gifts. Gifts to the ARRL Endowment may be unrestricted, temporarily restricted, or permanently restricted. The ARRL Endowment funds are to be invested to ensure the preservation and enhancement of the corpus, and consistent with the investment policy of ARRL as approved by the Board of Directors.

**4.8.2 [Prior 12-2.24]** [The revised ARRL Investment Policy Statement is approved.](#)

## **4.9 SECURITIES**

**4.9.1 [Prior SO #06-1.33]** The removal of any securities from custody/safekeeping free of payment must be authorized by the President and Treasurer.

**4.9.2 [Prior SO #06-1.34]** In the absence of the Treasurer, the President [is] authorized to implement and complete investment securities transactions for a period not to exceed 90 days.

## **4.10 STAFF RETIREMENT PLANS**

**4.10.1 [Prior SO #09-1.26]** In accordance with the recommendation of the Administration and Finance Committee regarding the establishment of a 403(b) pension plan for the staff of the ARRL,

BE IT RESOLVED that ARRL is authorized to take any necessary actions to implement the company's 403(b) Plan, (herein referred to as the "Plan).

BE IT FURTHER RESOLVED that ARRL accepts the appointment of Reliance Trust Company as Custodian for the Plan, the appointment of The Standard as the Plan's record keeper and authorizes the creation of a written plan document.

BE IT FURTHER RESOLVED, that The Standard, the Plan's record keeper, shall be authorized to deliver all instructions from ARRL relating to Plan contributions, investments and distributions to Reliance Trust Company, and The Standard shall be fully protected in relying on such instructions.



BE IT FURTHER RESOLVED, that the following individuals will be authorized to act on behalf of ARRL: Chief Executive Officer; and Chief Financial Officer. [Amended 19-2.22]

4.10.2 [Prior SO #16-2.22] The ARRL Board resolved that the Employer hereby amends the Plan, effective October 1, 2016 to allow Roth Deferrals as provided for in Article III of the 403(b) Prototype Plan, and that the proper officers of the Employer by, and hereby are, authorized and directed to do and perform any and all further acts to make, execute, acknowledge and deliver all documents necessary to carry out the intent of the foregoing resolutions.

#### **4.11 QST & OTHER PUBLICATIONS**

4.11.1 [Prior SO #129] The Chief Executive Officer shall purchase all items that are to be evaluated in QST's Product Review. After completion of such evaluation, the item shall be made available for sale.

4.11.2 [Prior SO #21-1.33] The ARRL Board resolved that: ARRL staff is immediately authorized and directed to solicit and accept advertising of any form – including print, digital and sponsorships – from non-Amateur Radio advertisers, excluding pornography, criminal, and fraudulent enterprises.

### **5.0 HEADQUARTERS ADMINISTRATIVE FUNCTIONS**

#### **5.1 GENERAL TOPICS**

5.1.1 [Prior SO #99-2.32] The Board adopts the recommendations of the Executive Committee that, without changing the name of the organization, the abbreviation ARRL should be emphasized in conjunction with the tag line, The National Association for Amateur Radio.

5.1.2 [Prior SO #59] Upon request, elected League Officials shall be sent QST by first-class mail.

5.1.3 [Prior SO #61] The Secretary or his/her designee shall be responsible for maintaining the Director's Workbook of procedural and historical information, for online reference by Officers, Directors and Vice Directors.

5.1.4 [Prior SO #63] Insofar as possible, the President and Chief Executive Officer of the ARRL shall endeavor to maximize the utilization of qualified volunteer services in conduct of League affairs, such volunteers to include the Officers, Board of Directors and members of the ARRL.

5.1.5 [Prior SO #65] A distinctive jeweled pin shall be provided for the League President and Vice Presidents.

5.1.6 [Prior SO #64] Photographs of all current and past Presidents of the ARRL shall be prominently displayed at the ARRL HQ.

5.1.7 [Prior SO #67] The Chief Executive Officer shall prominently display, at the entrance of HQ, the names of the past and present Directors in each Division and the years served.

## **5.2 PUBLICIZING MEDIATION SERVICES**

[Prior SO #99-2.50] The Board urges the staff to publicize the availability of the mediation program described in the document entitled The American Radio Relay League, Inc. Mediation Service.

## **5.3 CORRESPONDENCE WITH MEMBERS**

5.3.1 [Prior SO #79] Where necessary for clarification, HQ shall include a copy of the original correspondence from a member when sending a copy of an answer by HQ personnel to the Director of the Division involved.

## **5.4 ARRL EMAIL ADDRESSES**

5.4.1 [Prior SO #98-2.35] Staff is directed to make @arrl.org e-mail addresses available to formerly elected officials who are current League members, upon their request and agreement to abide by the rules for such use.

## **5.5 QSL BUREAU**

5.5.1 [Prior SO #93] In the best interests of the ARRL and its DX QSL bureau services, and in continuation of present policy, when the present operator of a QSL bureau no longer desires to continue its operations, the responsibility will be assigned to an approved ARRL affiliated club, if practical.

## **5.6 UNCLAIMED QSL CARDS**

5.6.1 [Prior SO #84] QSL cards on file which are unclaimed for a period longer than 90 days may be destroyed by the district QSL manager without further authority.

## **5.7 QSL CARDS FOR FORMER EXECUTIVES**

5.7.1 [Prior SO #85-1.60] Past Directors, Vice Directors and Officers are permitted to obtain, at cost, Officials' QSL Cards indicating their former status.

## **5.8 REVISIONS TO THE AMATEUR'S CODE**

5.8.1 [Prior SO #89-2.21]

The following revised version of The Amateur's Code is adopted:

The Radio Amateur is:

- CONSIDERATE...never knowingly operates in such a way as to lessen the pleasure of others.
- LOYAL...offers loyalty, encouragement and support to other amateurs, local clubs, and the American Radio Relay League, through which Amateur Radio in the United States is represented nationally and internationally.
- PROGRESSIVE...with knowledge abreast of science, a well-built and efficient station and operation above reproach.

- FRIENDLY...slow and patient operating when requested; friendly advice and counsel to the beginner; kindly assistance, cooperation and consideration for interests of others. These are the hallmarks of the amateur spirit.
- BALANCED...radio is an avocation, never interfering with duties owed to family, job, school, or community.
- PATRIOTIC...station and skill always ready for service to country and community.

## **5.9 IARU PARTICIPATION**

**5.9.1 [Prior SO #93-2.68]** It shall be ARRL policy to support the spectrum requirements of the International Amateur Radio Union.

**5.9.2 [Prior SO #94-2.53]** The Chief Executive Officer shall take necessary steps to insure the continued ARRL participation in the USTTI program aimed at providing timely training concerning Amateur Radio administration. Special emphasis should be placed on recruiting students who are opinion leaders from target countries as identified by the IARU.

## **5.10 FIELD DAY**

**5.10.1 [Prior SO #01-2.27]** ARRL Field Day rules shall support the full participation of all Region 2 countries, and an invitation extended to all Region 2 radio societies to participate in Field Day.

## **5.11 HISTORICAL COLLECTION**

**5.11.1 [Prior SO #12-2.29]**

Whereas the ARRL Historical Committee and the ARRL Historical Collection do not have formal Guidelines, Policies or Terms of Reference regarding the accession, care and deaccession of documents, images or artifacts in the collection;

Whereas formal Guidelines, Policies or Terms of Reference regarding the accession, care and deaccession of documents, images or artifacts would enhance use, protection and preservation of the collection;

Whereas the ARRL Historical Committee has proposed Guidelines, Policies or Terms of Reference regarding the accession, care and deaccession of documents, images or artifacts in the collection;

Now therefore the ARRL Board of Directors adopts Guidelines, Policies or Terms of Reference regarding the accession, care and deaccession of documents, images or artifacts in the ARRL Historical collection as proposed by the Historical Committee.

## **5.12 EMERGENCY LIAISON STATION APPOINTMENT**

**5.12.1 [Prior SO #09-2.26]** The Board establish[es] the Emergency Liaison Station appointment. This is a national level appointment conferred by ARRL Headquarters. The ELS will utilize Voice over Internet Protocol to amateur HF or VHF linking in order to bring WIAW presence into emergency nets and drills.

## **6.0 LEGAL ISSUES**

### **6.1 CONTRACT LEGAL REVIEW**

**6.1.1** [Prior SO #10-2.34] Publication printing contracts valued at or in excess of \$20,000, or other contracts and agreements valued at \$10,000 or greater must be reviewed from a legal standpoint by the ARRL [General Counsel](#).

### **6.2 LEGAL ASSISTANCE TO MEMBERS**

**6.2.1** [Prior SO #104] A strong and appropriate disclaimer is to be noted upon all materials and responses made to requests for assistance or inquiries involving legal matters; it is the intent and sense of the Board, and accordingly, League policy, that the League is not furnishing legal aid or advice to anyone and that any response made by the League be understood to be general guidance pointing only to an appropriate source of help.

### **6.3 VOLUNTEER MEMORANDA OF UNDERSTANDING**

**6.3.1** [Prior SO #07-2.30]

WHEREAS, ARRL volunteers routinely provide public service and disaster relief communications; and

WHEREAS, governmental agencies and public service agencies may need to verify identities of volunteers and establish that volunteers do not have a criminal background; and

WHEREAS, theft of identity and loss of personal data has become a matter of great concern to many individuals;

NOW THEREFORE, the ARRL Board of Directors adopts the following policy relating to memoranda of understandings with other parties:

“Ideally, Amateur Radio emergency communications volunteers participating in ARRL-sponsored programs should not be required by served agencies to undergo background investigations of any kind. However, it is generally acceptable for a served agency to require these volunteers to undergo a criminal background check, preferably performed by a law enforcement entity. It is not reasonable for a served agency to require these volunteers to consent to credit checks, mode of living investigations, or investigative consumer reports. In negotiating or renegotiating memoranda of understanding that commit the League to provide volunteer emergency communications support, the League must be assured that these volunteers will not be required by the partner organization to consent to credit investigations, mode of living investigations, or investigative consumer reports.”

### **6.4 LIABILITY WAIVERS**

**6.4.1** [Prior SO #04-1.37] The ARRL Board of Directors resolves that blanket liability waivers are disfavored by ARRL as a matter of policy because they are contrary to the public interest and the promotion of volunteerism. ARRL discourages event sponsors from requiring such waivers as a condition of accepting the volunteer service of radio amateurs at public service and public safety events.

While ARRL takes no position as to whether field organization participants should sign such blanket waivers when required by the event sponsor, radio amateur participants are cautioned that the signing of these blanket waivers may preclude recovery of any loss they incur as the result of their volunteer services, no matter what the cause of the loss.

## **6.5 LEGAL RESEARCH AND RESOURCE FUND**

**6.5.1 [Prior SO #86-2.63]** A Legal Research and Resource Fund is established to provide for research and expert opinions and filing of amicus curiae briefs in Amateur Radio-related legal proceedings. Any such assistance shall be upon recommendation of the Amateur Radio Legal Defense & Assistance Committee. The fund shall be supported by voluntary member contributions.

## **6.6 AMATEUR RADIO EMERGENCY SERVICE**

**6.6.1 [Prior SO #04-2.20]** WHEREAS, for security reasons and for purposes of establishing formal relationships with served agencies, ARES® groups within an ARRL section are increasingly in need of affirmative recognition; and

WHEREAS, ARES® (Amateur Radio Emergency Service®) is a program of, and both logos are registered trademarks of the American Radio Relay League, Incorporated;

NOW THEREFORE, it is ARRL policy that ARES® groups, and any group using the ARES® logo, shall acknowledge the nature of the ARES® program as an ARRL program, and abide by the guidelines of the program established by ARRL as amended from time to time, according to the following principles:

1. Each ARES® group will, when using the term ARES® or Amateur Radio Emergency Service®, utilize the ® symbol in any printed matter or in any electronic media and will acknowledge that both logos are registered marks of the American Radio Relay League, Incorporated and are used by permission.
2. In bylaws or other organizational documents, or by amendment of any existing bylaws or organizational documents, ARES® groups will acknowledge that ARES® is a program of the American Radio Relay League, and that entity will abide by the Rules and Regulations of the ARRL's Field Organization, as they may be amended from time to time, and by ARRL policies, rules, and guidelines contained in ARRL publications.
3. All ARES® records, membership rosters, and other data pertaining to the ARES® program wherever located are the property of the American Radio Relay League, Incorporated.

## **7.0 TRAVEL**

### **7.1 REIMBURSABLE TRAVEL APPROVAL**

**7.1.2 [Prior SO #132]** The Chief Executive Officer shall obtain the approval of the appropriate Division Director prior to official travel by HQ employees to clubs, conventions, hamfests, and the like as well as to events of general public interest designed to promote facets of Amateur Radio.

**7.1.3 [Prior SO #96-3.66]** No convention or hamfest may have more than one member of the ARRL staff in attendance at ARRL expense unless approved in advance by the President. Such staff members shall only attend with the prior consent of the Division Director.

## **7.2 DIRECTOR TRAVEL**

**7.2.1 [Prior SO #16-1.38]** Section 7.2 of the ARRL Travel Policy is amended as follows: Directors -Travel within their own Division is at the discretion of each Director. Travel to neighboring Divisions on official ARRL business shall be coordinated with advance notification to the Director of the Division being visited. Division budgets may be used for travel on official ARRL business to the Dayton Hamvention®, extending stays at headquarters and making an additional trip annually to Headquarters for those Directors serving on committees that do not hold four meetings a year there.

## **7.3 AUTOMOBILE EXPENSES**

**7.3.1 [Prior SO #131]** The rate allowable for reimbursement of automobile travel on League business is equivalent to that prescribed by the Internal Revenue Service as the amount which is not taxed as income under their current regulations.

# **8.0 SPECTRUM ISSUES**

## **8.1 AMATEUR RADIO SPECTRUM DEFENSE**

**8.1.1 [Prior SO #12-1.51]** The Board tasks the ARRL Executive Committee along with such additional assistance as the Executive Committee deems necessary, with the responsibility to periodically review the [National Broadband Plan Committee] Report; assess new or increased Broadband challenges to Amateur Radio Service spectrum; to recommend any appropriate revisions to the responsive strategies set forth in the NBP Committee Report; and to implement such of the Report's strategies as the Executive Committee should deem suitable for the defense of Amateur Radio Spectrum with particular attention to the bands most substantially and/or immediately threatened.

## **8.2 BAND PLAN FREQUENCY COORDINATION**

**8.2.1 [Prior SO #83-2.81]** The following policy statement shall be printed adjacent to the band plans published in future editions of the ARRL Repeater Directory: The ARRL supports regional frequency coordination efforts by amateur groups. Band plans published in the ARRL Repeater Directory are recommendations based on a consensus as to good amateur operating practice on a nationwide basis. In some cases, however, local conditions may dictate a variation from the national plan. In these cases, the written determination of the regional frequency coordinating body shall prevail and be considered good amateur operating practice in that region.

## **8.3 DOUBLE SIDEBAND AM SUPPORT**

**8.3.1 [Prior SO #08-1.34]** The ARRL Board of Directors affirms its support for the retention of double-sideband AM as a permitted emission in the Amateur Radio Service.

## **8.4 REPEATERS**

**8.4.1** [Prior SO #96-2.69] In exchange for supplying information concerning location, operational characteristics and coordination status of repeaters and similar amateur stations without constraint, staff is authorized to reimburse each recognized local frequency coordination body an amount equivalent to the cost of collecting such data independently, such payment to be made annually to each local frequency coordination body. In failure of freely supplied information without constraint, staff may acquire data independent of any prior agreement.

## **8.5 REPEATER DIRECTORIES**

**8.5.1** [Prior SO #84-2.48] VHF/UHF Repeater Directories published by the ARRL shall include within the directory a designation to show the difference between a repeater that has been coordinated by the Area Frequency Coordinator and one that has not.

## **8.6 BOARD RECOGNITION OF FREQUENCY COORDINATORS**

**8.6.1** [Prior SO #07-2.26] The ARRL Board thanks existing VHF/UHF frequency coordination groups for their efforts to promote orderly use of amateur frequencies and requests that the groups extend their efforts to coordinate digital systems such as D-Star, considering bandwidths actually required for successful operation.

## **8.7 VOLUNTEER MONITORING PROGRAM**

**8.7.1** [Prior SO #18-2.19] The ARRL Board approved to retire the “Official Observer” program and institute the “Volunteer Monitoring” program.

## **9.0 HONORS AND AWARDS**

### **9.1 HONORARY VICE PRESIDENTS**

**9.1.1** [Prior SO #69] 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. Candidates may be nominated in accordance with the following criteria.

#### Service Eligibility:

1. Volunteers: Not less than 15 years of service as an official of the League, elected by the Board or the membership.
2. Staff: Not less than 25 years of service to the League, which could include prior or subsequent service as an elected official, similar to (a) above.
3. Achievement Eligibility:
  - a. Volunteers: Must have made an exceptionally notable contribution to the health and strength of ARRL which is clearly and demonstrably above and beyond the call of duty. Must have demonstrated leadership among leaders, including service as either a committee chairman or officer.



- b. Staff: Must have contributed significantly, above and beyond the call of duty, to the efficiency and unity of League affairs.
- c. General Consideration: Not less than 30 days before the election of Honorary Vice Presidents, the Officer or Director making a nomination must supply a written biographical sketch to the Directors. This sketch shall fully substantiate the candidate's term of qualifying service and shall spell out in detail the candidate's extraordinary accomplishments that justify election as an Honorary Vice President.

No elected official of the League or member of the staff may serve simultaneously as an Honorary Vice President.

The election of an Honorary Vice President requires eight affirmative votes cast by secret ballot. Only the fact of election or non-election shall be announced by the tellers. The vote count shall not be announced.

## **9.2 DIRECTOR EMERITUS**

**9.2.1 [Prior SO #70]** The Board creates the position of Director Emeritus in recognition of those members of the Board that have served the League with superior performance and distinction. Recognition shall be in the form of a certificate, suitable for framing, citing the number of years of notable service and the offices held. There shall be no limit to the number of Directors Emeritus nominated or elected and Board members only are to be considered regardless of length of service. The Director Emeritus candidate may have his name placed in nomination at a Board meeting provided each Director shall receive a written statement of intent to nominate accompanied by the qualifications of the nominee. The elected Director Emeritus shall be suitably recognized in QST.

## **9.3 NATIONAL CERTIFICATE OF MERIT**

**9.3.1 [Prior SO #90-2.45]** An ARRL National Certificate of Merit shall be made available to recognize achievements of members contributing substantially to the furtherance of the goals of the Amateur Radio Service, in a manner of national significance. Such award shall be bestowed by the President following approval of the Executive Committee or the full Board.

## **9.4 HIRAM P. MAXIM AWARD ELIGIBILITY**

**9.4.1 [Prior SO #09-2.34]** The Terms of Reference for the Hiram P. Maxim Award [are modified to] require that nominees be current ARRL members.

## **9.5 CONTEST AND AWARD RULES CHANGES**

**9.5.1 [Prior SO #55A]** All major changes in contest and award rules and membership services shall be communicated to Officers, Directors and Vice Directors prior to the general announcement of the change.

## **9.6 OPERATING ACHIEVEMENT & CONTEST AWARDS**

**9.6.1 [Prior SO #14]** Certificates issued by League HQ for operating-achievement awards and for awards in major contests shall bear the name and signature of the President of the ARRL.



## **9.7 AFFILIATE CLUB RECOGNITION**

**9.7.1 [Prior SO #92-1.59]** The Chief Executive Officer shall recognize Affiliated Clubs for continuous affiliation beginning at 25 years and at 25-year intervals thereafter.

## **9.8 BEST QST SINGLE ISSUE ARTICLE AWARD**

**9.8.1 [Prior SO #114]** A monthly award consisting of a suitably mounted cover of that month's issue of QST, shall be made to the person submitting the best contributed article for the particular issue as determined by an online poll open to ARRL members.

## **9.9 RECOGNITION OF MEMBERSHIP LONGEVITY**

**9.9.1 [Prior SO #11]** The Chief Executive Officer shall automatically recognize long-term membership and express appreciation of that support through a system of awards as follows:

- 10 Years certificate
- 25 Years 25-year pin and certificate 40 Years 40-year pin and certificate
- \*50 Years 50-year pin and certificate
- \*60 Years 60-year pin and certificate
- \*70 Years 70-year pin and certificate

\*Plaque offered at cost plus shipping (Note: Effective July 2011 through the end of 2014, staff was authorized to provide 70 and 80-year ARRL membership plaques at no charge to the member. Because the numbers are so small, this practice has been continued beyond 2014.) Headquarters staff is to inform the Director of members in his or her Division that are eligible for the 50, 60, and 70-year awards in order to provide the Director an opportunity of arranging a presentation in person. [Amended July 2004, July 2011 and July 2012]

**9.9.2 [Prior SO 17-2.28]** The ARRL Board create(s) an award that recognizes an amateur and ARRL member who attains 100 years of age with 40 years as an ARRL member named the "ARRL Centurion Award" and said member shall be enrolled into the esteemed ranks of the "ARRL Order of the Centurion". Members will receive a plaque, a \$100 ARRL gift certificate, and free ARRL membership for the remainder of their lives. Life members get a bonus publication of their choice. ARRL Public Information Officers shall be notified so that they may publicize that news with members of their division. (As amended by the Executive Committee, April 5, 2021.)

## **10.0 ELECTIONS**

### **10.1 ETHICS AND ELECTIONS**

**10.1.1 [Prior SO 18-1.48]** The ARRL Board approved the policy concerning petitions by candidates for nomination for ARRL elected office be changed such that:

10.1.1.1. The candidate shall be informed in writing at the beginning of the nomination process that decisions of the Ethics and Elections Committee concerning candidate eligibility will be made publicly available unless the candidate expressly requests otherwise; and that, if it is requested by the candidate that the reason(s) not be disclosed publicly, that the ARRL shall be authorized to publicly reveal that this permission was not granted, and to disclose the request for privacy as received by the candidate;

10.1.1.2 If a candidate's petition is rejected by the Ethics and Elections Committee, the candidate shall, with the notification of ineligibility, be given the opportunity to request in writing that the reason for the rejection not be made public. The candidate shall have 10 (ten) business days from the date that notice is given to the candidate to request privacy. If no such request is received within this period, the information may be publicly released. This information shall include the reasons for the rejection, with reference to the relevant ARRL governing documents, and may include other correspondence to or from the Ethics and Elections Committee and/or the Board concerning disqualifications;

10.1.1.3 The candidate shall agree, in writing, to hold the ARRL harmless from any damages or alleged damages arising from or related to the release of information concerning candidate certification or non-certification;

10.1.1.4 That the forms and materials associated with the nomination for ARRL elected office be updated to reflect these policies.

## **10.2 RULES FOR VOTE COUNTING**

**10.2.1 [Prior SO #84-1.44]** The following Standard Operating Procedure for ballot counting in elections for Director and Vice Director is adopted:

### Committee of Tellers Standard Operating Procedure

1. Other than the Committee of Tellers, the only persons permitted to be present during ballot counting shall be:
  - a. Persons authorized by the League Secretary to perform clerical duties;
  - b. Representatives of the Public Accounting firm;
  - c. Persons authorized by the Committee of Tellers;
  - d. Candidates or their authorized representatives exercising their rights to observe pursuant to the Bylaws.
2. With regard to 1(a) above, the Secretary shall furnish a list of these assistants and their designated tasks to the Committee prior to the start of counting procedures. No other employees of the League shall be permitted to enter the rooms set aside for the counting.
3. The Committee may utilize volunteer assistance from other members of the Board who are present (Officers, Directors, or Vice Directors), provided that no volunteer assistant may participate in any fashion in the counting of ballots from their Division of residence, whether or not they are a candidate.
4. Rooms used at League HQ for the ballot counting process shall be posted with notices to unauthorized persons to keep out.
5. Ballots that are questioned as to validity shall be resolved prior to any final count. It shall be the policy of the Committee to count ballots as valid whenever the clear intent of the voter can be determined. Questioned ballots will be resolved only by members of the Committee. Neither staff nor other volunteer assistants shall offer comments regarding questioned ballots.

6. No election results shall be publicly announced to third parties prior to certification of the count by the Committee of Tellers.
7. Upon completion of the ballot counting and certification, the results shall be communicated to candidates in an expeditious manner, by telephone or electronic means.
8. This SOP shall be posted at the entrance to the ballot counting room(s).

### **10.3 VOTING BY MEMBERS LOCATED OUT OF THEIR HOME AREA**

**10.3.1 [Prior SO #86]** Full members temporarily residing in other areas than their home Divisions may receive absentee voting ballots for their home Division in Director or Vice Director elections upon written application to the Secretary received by September 10 of each election year.

### **10.4 VOTING ACCOMMODATIONS FOR PACIFIC SECTION MEMBERS**

#### **10.3.1 [Prior SO #08-1.35]**

WHEREAS every member of ARRL should have the opportunity to cast a vote in ARRL elections in their Section or Division; and

WHEREAS the members of the Pacific Section of the Pacific Division of ARRL have from time-to-time experienced delays in receiving ARRL mailings bulk-mailed from the mainland to Hawaii and the US Pacific Island Territories, not experienced by members in other Sections; and WHEREAS untimely delay in the receipt of ballots in Section and Division elections by ARRL members in the Pacific Section could effectively disenfranchise them as voting members of ARRL;

NOW THEREFORE ARRL Staff is directed to send all ARRL election ballots intended for ARRL Pacific Section Members via First Class US Mail.

### **11.0 ARRL MEMBERSHIP REQUIRED FOR NTS OFFICIALS**

**11.1.1 [Prior SO #88-1.82]** To remain consistent with all other Field Organization appointments, all National Traffic System officials in the United States above the Section level, including, but not limited to, Region Net Managers, Region Packet Managers, Area Net Managers, Transcontinental Corps Directors and Area Staff Members-At-Large must hold full membership in the ARRL at the time of their appointment or election, and must maintain ARRL membership throughout their tenure.