

## **ARRL 2026 ANNUAL BOARD OF DIRECTORS MEETING**

**JANUARY 16-17, 2026 – 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 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 on Friday, January 16, 2026, with President Rick Roderick, K5UR, in the Chair and the following Directors, constituting a quorum, present:

Robert Famiglio, K3RF, Atlantic Division  
Brent Walls, N9BA, Central Division  
Vernon "Bill" Lippert, AC0W, Dakota Division  
David Norris, K5UZ, Delta Division  
Scott Yonally, N8SY, Great Lakes Division  
Ed Wilson, N2XDD, Hudson Division  
Art Zygielbaum, KOAIZ, Midwest Division  
Tom Frenaye, K1KI, New England Division

Mark Tharp, KB7HDX, Northwestern Division  
John Litz, NZ6Q, Pacific Division  
Jim Boehner, N2ZZ, Roanoke Division  
Jeff Ryan, K0RM, Rocky Mountain Division  
Mickey Baker, N4MB, Southeastern Division  
Richard Norton, N6AA, Southwestern Division  
John Robert Stratton, N5AUS, West Gulf Division

Also present without vote were:

Kristen McIntyre, K6WX, First Vice-President  
Rod Stafford, W6ROD, International Affairs Vice-President  
John Sager, WJ7S, Treasurer  
David Minster, NA2AA, Chief Executive Officer  
Diane Middleton, W2DLM, Chief Financial Officer

The following Vice Directors were also in attendance:

Marty Newingham, AG3I, Atlantic Division  
Josh Long, W9HT, Central Division  
David Galletly, KM2O, Hudson Division  
Dave Propper, K2DP, Midwest Division  
Phil Temples, K9HI, New England Division  
Michael Sterba, KG7HQ, Northwestern Division  
Carol Milazzo, KP4MD, Pacific Division  
Bill Morine, N2COP, Roanoke Division  
Mel Parkes, NM7P, Rocky Mountain Division  
Andy Milluzzi, KK4LWR, Southeastern Division  
John Kitchens, NS6X, Southwestern Division

Also present were:

Tim Ellam, VE6SH, International Amateur Radio Union President  
Allan Boyd, VE3AJB, President of the Radio Amateurs of Canada  
David Siddall, K3ZJ, ARRL Washington Counsel  
Danielle LaFleur, KC1UKS, Senior Executive Assistant  
Ian May-Williams, Recording Secretary

Not present at the meeting were:

John Mark Robertson, K5JMR, Vice Director Delta Division  
Roy Hook, W8REH, Vice Director Great Lakes 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 Ed Hare, W1RFI; John Bartscherer, N1GNV; Bob Jones, VE7RWJ; Frank Butler, W4RH; Lou Dietrich, N2TU; Stephen Reichlyn, AA4V; Joseph Arcure, W3HNK; Gordon Mooneyhan, W4EGM; Ray Andrews, K9DUR; Dean Straw, N6BV; Walter Wooten, W1LW; Richard Hoffman, K1DJ; Thomas Doubek, AA1CA; Bill Crowley, K1NIT; John Kanode, N4MM; Susan Brown, KEOS; Roger Wise, K1OF; Robert Meyer, W0LAW; Marianne Hohenner, KD0ROD; Dave Gomberg, NE5EE; Ron Anderton, WA6FGV; Steve Smith, WB6TNL; Mary Solon, KD6MKS; Al Harral, WB6YNM; John Boyles, KG6NS; Dennis Paull, KC6PUN; Paul Howes, WA6GYY; Joe Colouch, N6MM; John K. Spitznagel, N4CGY; Wayne Spring, W6IRD; W. Reed Whitten, AB4W; Frank Fox, AFOXX.

### ***Courtesies***

**3.** President Roderick greeted the board and guests and welcomed first time members. He noted that he expected a productive meeting with all the appropriate courtesies while the meeting was in session. President Roderick presented ARRL certificates and pins to Vice Directors Newingham, Milazzo, Parkes and Kitchens.

**4.** IARU President Tim Ellam brought greetings on behalf of IARU's officers. He acknowledged the restructuring of the IARU and mentioned his discussions with the board the previous night. He expressed gratitude to the board members who provided feedback on the restructuring efforts and encouraged more comments. He emphasized the valuable relationship between the ARRL and the IARU, thanking the board members for their time.

**5.** Radio Amateurs of Canada President Allan Boyd brought greetings from the Radio Amateurs of Canada (RAC). RAC reported a successful year in 2025, gaining over 900 new members and increasing membership growth from 5% to 26% year-over-year. They launched and expanded programs that included online basic and advanced courses, remote operations policy work, and a new Auxiliary Communications Service (ACS) linked to provincial emergency response efforts. He expressed gratitude for the opportunity to attend this meeting and welcomes comments.

**6.** Director Norris, the President of the ARRL Foundation, reported that the ARRL Foundation had another very successful year. He noted that in 2025, 171 scholarships were awarded totaling approximately \$800,000. The 2025 applications cycle closed with 254 applications received. In addition, 35 grants were awarded totaling over \$60,000 and 2 Division Level Convention grants were awarded totaling \$13,264. Director Norris extended his gratitude to all the donors for making these scholarships and grants possible along with appreciation for the Foundation volunteers for all the hard work in reviewing the applications.

**7.** At the request of ARRL Foundation President Norris, President Roderick opened the floor for ARRL Foundation Director Nominations. Mr. Norris nominated Director Lippert for the ARRL Director seat and Mr. Craig Thompson, K9CT, and Mr. Ed Snyder, W1YSM, for the non-ARRL Directors seats. Director Yonally moved, seconded by Director Zygielbaum to close nominations.

Seeing no objection, the motion was **APPROVED**, and Director Lippert, Mr. Thompson and Mr. Snyder were declared **re-elected** to the ARRL Foundation Board (with applause).

### *Consideration of the Agenda*

**8.** Director Tharp moved, seconded by Director Yonally, to adopt the agenda.

Director Norton moved, seconded by Director Stratton, to move elections until after Receipt of Officer reports. The subsidiary motion **FAILED** 3 Aye, 12 No.

Returning to the original motion, the agenda was **ADOPTED**, 14 Aye, 1 No.

### *Elections of Officers*

**9.** President Roderick yielded the floor to First Vice President McIntyre. First Vice President McIntyre opened the floor for nominations for President. Director Norris nominated President Roderick for President. Director Baker moved to close nominations, seconded by Director Litz. Seeing no objection, the motion was **APPROVED**, and President Roderick was declared **re-elected** as President (with applause).

**10.** President Roderick opened the floor for nominations for First Vice President. Director Yonally nominated First Vice President McIntyre. Director Tharp moved to close nominations, seconded by Director Yonally. Seeing no objection, the motion was **APPROVED**, and First Vice President McIntyre declared **re-elected** First Vice President (with applause).

**11.** President Roderick opened the floor for nominations for Second Vice President. Director Norris nominated ARRL Foundation Treasurer Rick Niswander, K7GM. Director Famiglio nominated previous Second Vice President Mr. Michael Ritz, W7VO. Director Boehner moved to close nominations, seconded by Director Wilson. Seeing no objection, the motion was **APPROVED**. The President appointed Vice Directors Josh Long, Michael Sterba, and Phil Temples as tellers. Ballots were distributed, collected, and counted by the tellers with the following results: Mr. Niswander – 10, Mr. Ritz – 5, ARRL Foundation Treasurer Niswander was declared **elected** Second Vice President (with applause).

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

**13.** President Roderick opened the floor for nominations for Secretary. Director Ryan nominated CEO Minster. Director Norris moved to close nominations, seconded by Director Litz. Seeing no objection, the motion was **APPROVED**, and CEO Minster was declared **re-elected** as Secretary (with applause).

**14.** President Roderick opened the floor for nominations for Treasurer. Director Ryan nominated Treasurer Sager. Director Norris moved to close nominations, seconded by Director Tharp. Seeing no objection, the motion was **APPROVED** and Treasurer Sager was declared **re-elected** as Treasurer (with applause).

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

**16.** President Roderick opened the floor for nominations for Chief Financial Officer. Director Ryan nominated CFO Middleton. Director Norris moved to close nominations, seconded by Director Wilson. Seeing no objection, the motion was **APPROVED**, and CFO Middleton was declared **re-elected** as Chief Financial Officer (with applause).

**17.** President Roderick opened the floor for nominations for the ARRL Executive Committee and briefly explained the voting process. Director Walls nominated Director Wilson, Director Lippert, Director Zygielbaum, Director Boehner, and Director Yonally. Director Litz moved to close the nominations, seconded by Director Ryan. Seeing no objection, the motion was **APPROVED**, and Director Wilson, Director Lippert, Director Zygielbaum, Director Boehner, and Director Yonally were declared **elected** to the Executive Committee.

***Board was on break from 9:43 AM to 10:00 AM with all returning as noted above.***

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

**18.** Mr. Sager reviewed the investment results for the fourth quarter and 2025 overall as detailed in his written report. The fourth quarter 2025 return on investments was \$948,836, or 2.3%. The return on investments for the 2025 year was \$6,149,113, or 15.9%. 2025 was the third consecutive year of double-digit investment returns—a rare event. Mr. Sager compared market index returns with the ARRL portfolio returns for the fourth quarter and 2025 year and indicated that portfolio performance is ahead of index returns, largely due to the ARRL portfolio's overweighting in international equities and underweighting in small capitalization equities. The value of the ARRL investment portfolio as of December 31, 2025, was \$43,004,941. The amount of undesignated and board designated portfolio assets as of December 31, 2024 (the date of the last published audit) was \$19,533,728.

Mr. Sager discussed economic conditions and the pluses and minuses in the current investment market.

Mr. Sager reported on the January 13, 2026, meeting of the Investment Management Committee (IMC) where the IMC met with principals from Captrust, ARRL's outside investment manager, and did a thorough review of the ARRL portfolio. The IMC and Captrust are evaluating whether it

makes sense to change the asset allocation of the portfolio from its current target of 65% equities and 35% fixed income to a target of 60% equities and 40% fixed income or a similar asset allocation. The IMC will meet again on March 17, 2026, and discuss portfolio positioning with Captrust. The IMC continues to function well and is performing its intended function to add value to the investment process.

Mr. Sager answered questions from the ARRL Board.

**19.** CFO Middleton presented the report of the Chief Financial Officer. She stated that while the financial statements were preliminary and unaudited, the League had deficit spending of approximately \$500,000 from operations in 2025. She continued by noting when combined with realized gains on investments allocated to operations, the overall deficit spending was approximately \$63,000. With solid investment markets during 2025, unrealized gains were over \$3 million in the investment portfolio which pushed total assets to \$47.8 million. She then entertained questions.

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

The following Officer and Committee reports were removed from the Consent Agenda: President, Communication Counsel, Administration and Finance, Ethics and Elections, Legal Defense and Assistance, Public Relations, DX Advisory, Technical Standards, ITAC, and Election Review reports.

**20.** Director Norris moved, seconded by Director Wilson, to adopt the Consent Agenda. Seeing no opposition, the Consent Agenda was **ADOPTED**.

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

**21.** Director Stratton removed the President's Report to discuss maintaining a positive environment on the board and the potential impact of bylaws 42 and 46. He emphasized the importance of collaboration and confronting differences of opinion openly within the board's discussions. He pointed out that opponents are closely monitoring the organization's actions. He called for careful management of membership and legislative matters to sustain support.

**22.** Director Frenaye removed the Communication Counsel's Report and began his comments by asking Counsel Siddall to elaborate on Canada's use of encryption codes, particularly if those codes are made public, and the possibility of establishing a nationwide repository for these codes. Counsel Siddall provided a detailed explanation of Canada's approach, and a discussion ensued between him and Director Frenaye about how to initiate a similar process in the United States. Counsel Siddall emphasized the need for developing consensus on any such proposal.

**23.** Director Norton removed the Administration & Finance Committee Report to inquire about the three motions he presented to the board during the July 2025 meeting that were then transferred to the A&F Committee for review.

1. **\*\*Referred Motion (July 2025, Minute 46)\*\*** – Headquarters will provide an annual recap of data from clubs. Director Ryan informed the board that the staff will report annually on all information that can be obtained from the events attended by ARRL.
2. **\*\*Referred Motion (July 2025, Minute 49)\*\*** – Headquarters will provide annual reports to the board regarding Teachers Institute. Mr. Ryan reported that the staff will begin annual reporting on this information starting with the post-COVID year.
3. **\*\*Referred Motion (July 2025, Minute 51)\*\*** – Collection of Extensive Membership Data. This motion was tabled by the Committee at the January A&F meeting. Mr. Ryan indicated to the board that this matter is currently on hold.

***The Board was on break for lunch from 11:21 AM to 1:00 PM with all returning as noted above.***

**24.** The Administration and Finance Committee moved that the 2026 Financial Plan as presented be approved.

The motion was **APPROVED** unanimously.

**25.** Director Ryan moved, seconded by Director Wilson, to go into Executive Session to discuss a personnel matter. The motion was **APPROVED** unanimously. All visitors and staff left the room except for CFO Middleton who was asked to remain.

***The Board was in Executive Session from 1:12 PM to 1:50 PM.***

Director Norris moved, seconded by Director Zygelbaum, to accept the report from the Executive Session. The motion was **APPROVED** unanimously.

**26.** Director Norton removed the Ethics and Elections Committee Report to inform the board that he received information suggesting that his opponent in the 2025 election cycle had been given voting data that was not disclosed to all candidates. Director Yonally, who chairs the Ethics and Elections Committee, responded by stating that the information provided to candidates, as detailed in his report, includes all information released, and that no additional information was disclosed to anyone. Director Yonally also noted that the third-party election service managing the ARRL election process did not provide any further detailed information, making it impossible to supply undisclosed data.

**27.** Director Frenaye removed the Legal Defense Committee Report to inquire about the absence of the report from the Legal Defense Committee. Director Famiglio noted that he had nothing to present to the board regarding funding for a case. There were many calls for assistance, approximately thirty five for the year, but assistance was hampered either due to the specific subject matter, because the committee was constrained by lack of local volunteer counsel, or by unrealistic funding limitations. The available funds were below the demands required for significant litigation on local issues. Director Famiglio mentioned that it may be necessary to

expand, redefine, or re-engineer the role of the Legal Defense Committee and the use of available funding in order to make it more effective and attract more volunteer counsel participation. Director Famiglio suggested the committee report filed for the July 2025 board meeting contained more information about the issues.

**28.** Director Frenaye removed the Public Relations Committee Report to inquire about the absence of the report for this meeting. CEO Minster informed the board that Vice Director Roy Hook, who is the board liaison to the committee, could provide better insights to Tom; however, Vice Director Hook was not in attendance. Vice Director Milluzzi, another committee member, was able to update the board. The committee has been working on the Memorandum of Understanding (MOU) for America250 to enhance awareness across both the League and the radio industry as a whole. Additionally, the committee has focused on the professional media awards, which were presented to both Wired and The Today Show journalists. They are currently handling logistics to ensure the awards are presented effectively. Vice Director Milluzzi further noted that there is an open position for a Public Relations Manager. Finally, the committee is preparing for Huntsville and Field Day 2026.

**29.** Director Norris removed the DX Advisory Committee Report and communicated to the board the latest developments from the DXCC Committee. He emphasized that the committee has been exceptionally active, more so than he has observed in the past. They are currently reevaluating some of the rules governing DXCC and reviewing the criteria associated with those rules. Another key focus is a recommendation from the committee regarding the digitization program. President Roderick took the opportunity to remind Director Norris that even small changes can have a significant impact. Director Norris acknowledged the hard work everyone on the committee has done. President Roderick then expressed his gratitude to Director Norris for his comments.

**30.** Director Frenaye removed the Technical Standards Committee Report to inquire about any developments for the board, as no report was submitted. CEO Minster informed the board that he had spoken with former Second Vice President Ritz, who expressed interest in continuing his work on the committee. Additionally, CEO Minster mentioned that he had also talked with Lab Manager Gorge Spatta. Mr. Spatta explained that the committee has been busy working on various projects to create CSI-certified radios, albeit with mixed results. CEO Minster encouraged Director Frenaye to reach out to Mr. Spatta for a more detailed update.

***Board was on break from 2:19 PM to 2:42 PM with all returning as noted above.***

**31.** Director Norton removed the Information Technology Advisory Committee (ITAC) Report to ask if the ITAC Committee had examined the adequacy of the backup protocols in place during the cyber-attack. First Vice President McIntyre acknowledged that while there are established "best practices" in the IT field, there was a noticeable lapse at the time of the attack. Ms. McIntyre explained that the primary focus during the restoration process has been to ensure that ARRL's systems are operational and secure, utilizing the most up-to-date best practices in the industry. Periodic disaster recovery testing is conducted to ensure that systems can be effectively restored. Additionally, several automated processes are in place to monitor the ARRL

IT infrastructure, as highlighted in the ITAC report. At the time of the ransomware attack, we were not adequately prepared for recovery; however, significant improvements have been made since then.

**32.** Director Norton removed Election Review Committee Report to question the board about his interpretation of the online voting process. He inquired whether it would be possible to require voters to read the candidates' 300-word statements before casting their votes. CFO Middleton informed Director Norton that the 300-word statements are available on the main voting page after an individual clicks on a candidate's name. However, she mentioned that an inquiry could be made to the third-party election service that manages the voting site to see if they can add a feature to make the candidates' statements more visible.

Director Norton also sought clarification on the election rules regarding candidates encouraging people to vote during amateur radio events in their division elections. Director Yonally, who chaired the Ethics and Elections Committee (E&E) during the 2025 ARRL division election cycle, informed Director Norton that the information he received was inaccurate. The individual he referenced was not soliciting votes for his division election; rather, he was promoting the HOA bill and ARRL's legislative efforts, encouraging members to sign a letter to lawmakers in support of the bill. Further discussion aimed to clarify to Director Norton that ARRL staff do not encourage or discourage candidates in any way during their campaigns. The discretion regarding campaign conduct rests solely with the candidates, and any questions concerning this should be directed to E&E for review.

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

**33.** The Programs and Services Committee moved that:

WHEREAS, the ARRL Mary Hobart, K1MMH Medal of Distinction Award was established to acknowledge uncommon and significant contributions to the amateur radio community through philanthropic efforts,

WHEREAS, Mary Hobart, K1MMH (SK) was ARRL's first Chief Development Officer who led the formation of the ARRL Development program, and

WHEREAS, Mary Hobart developed the successful Second Century Campaign during the ARRL Centennial in 2014.

THEREFORE, the ARRL Board of Directors endorses and acknowledges the Mary Hobart, K1MMH Medal of Distinction, is to recognize exceptional leadership and generosity that advances the future of amateur radio and ARRL in the honor and memory of Mary Hobart, K1MMH (SK) and her spirited enthusiasm for the support of amateur radio.

The motion was **APPROVED** unanimously.

**34.** The Programs and Services Committee moved 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,

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

WHEREAS, the ARRL panel of Technical Advisors voted to award the 2025 Doug DeMaw, W1FB Technical Excellence award to Robert J. Zavrel, W7SX for their May/June 2025 *QEX* article *“Calculating Antenna Radiation Resistance with Emphasis on Ground-Mounted Verticals.”*

THEREFORE, the ARRL Board of Directors, with recommendations from ARRL Technical Advisors and the ARRL Programs and Services Committee, does hereby bestow the 2025 Doug DeMaw, W1FB Technical Excellence Award to Robert J. Zavrel, W7SX for their May/June 2025 *QEX* article *“Calculating Antenna Radiation Resistance with Emphasis on Ground-Mounted Verticals.”*

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

**35.** The Programs and Services Committee moved that:

WHEREAS, the ARRL George Hart Distinguished Service Award recognizes the ARRL member whose service to the ARRL's Field Organization is of the most exemplary nature in honor of George Hart, W1NJM, ARRL's long time Communications Manager and chief developer of the National Traffic System,

WHEREAS, Keith D. Kaiser, WA0TJT has a long record of service to the Amateur Radio Emergency Service (ARES),

WHEREAS, Keith has instructed many individuals covering topics from basic ham radio materials through net control management up to communication skills for search and rescue missions,

WHEREAS, Keith has served numerous times as a planner and net control manager for the local SET operations in the Kansas City metro area, and

WHEREAS, Keith, WA0TJT authored, programmed and maintained Net Control Manager, a dynamic net management system, that is used throughout the United States and International for net management for almost ten years.

THEREFORE, the ARRL Board of Directors, with recommendation from the ARRL Programs and Services Committee, does hereby bestow the 2025 George Hart Distinguished Service Award to Keith D. Kaiser, WA0TJT, for his long-term service and support to amateur radio and the ARRL Field Services program.

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

**36.** The Programs and Services Committee moved that:

WHEREAS, the ARRL International Humanitarian Award was established in 1984 by the ARRL Board of Directors to recognize and honor radio amateurs who, through amateur radio, promote the welfare of mankind, helping all people, both radio amateur operators and all others,

WHEREAS, Ambarish Nag Biswas, VU2JFA, founded the West Bengal Radio Club an organization focusing on community service in an economically challenged community in India,

WHEREAS, under Amarish's leadership the organization has developed with law enforcement communications and assistance in a rural area beset with monsoons, floods, landslides and other natural disasters,

WHEREAS, Amarish assists and leads search and rescue operations to find and reunite missing loved ones, especially during religious pilgrimages, and

WHEREAS, Mr. Biswas, with his club, developed and provided special devices to save the lives of farmers and workers in the fields when they are unprotected during storms.

THEREFORE, the ARRL Board of Directors, with recommendation from ARRL Programs and Services Committee, does hereby bestow the 2025 ARRL International Humanitarian Award to Ambarish Nag Biswas, VU2JFA for unselfishly promoting the welfare of mankind and helping all individuals to understand the importance of addressing the welfare of all.

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

***Consider additional recommendations as contained in Reports***

**37.** On the motion of the IT Advisory Committee it was moved that:

WHEREAS, there exist ARRL associated websites external to the ARRL.org domain with inconsistent content and branding,

WHEREAS, the ARRL brand and internet content are valuable assets that must be protected,

WHEREAS, there may be liabilities associated with content attributed to ARRL and published on ARRL associated websites external to the ARRL.org domain which do not accurately reflect ARRL policy or brand standards, and

WHEREAS, there is currently no mechanism for review and approval of websites published outside of ARRL HQ that are associated with ARRL.

THEREFORE, be it resolved that a review and approval process be established by the IT Advisory Committee (ITAC) for all ARRL associated websites that are not managed by ARRL HQ. This review process will include ITAC, a marketing representative from ARRL HQ, and legal advisors as needed. Websites that are not approved will be requested to remove all references to ARRL and its content.

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

**38.** On the motion of the IT Advisory Committee it was moved that:

WHEREAS, Logbook of The World (LoTW) is a valuable asset unique to ARRL,

WHEREAS, LoTW is one of ARRL's most popular services and member benefits,

WHEREAS, LoTW is provided free of charge to members and non-members alike,

WHEREAS, keeping LoTW's current features as a free benefit to the world of Amateur Radio is highly desirable, and

WHEREAS, Additional features and/or service tiers can be envisioned that could be available on a tiered or subscription basis, realizing some revenue for the organization.

THEREFORE, be it resolved that the IT Advisory Committee (ITAC), in cooperation with ARRL HQ staff at the direction of the CEO, be tasked with exploring revenue opportunities by providing additional LoTW services. These services would explicitly be augmentations to existing services, while preserving the current service levels as a free tier.

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

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

**39.** On the motion of the Election Review Committee it was moved that:

WHEREAS, the Election Review Committee was charged with integrating election rules and regulations and the election procedures defined by the Standing Orders and Director Workbook into a single document (see Addendum 1),

WHEREAS, the Election Review Committee has completed and reported the results of its efforts, and

WHEREAS, the proposed changes involve changes to By-Laws 18, 19, 20, and 42 (see Addendums 2-5).

THEREFORE, it is proposed that the Board accept the report of the Election Review Committee including the proposed By-Law changes included in their report.

After some discussion, Director Baker moved, seconded by Director Famiglio that this matter be tabled until the next meeting.

The subsidiary motion **FAILED** by majority vote - 4 Aye, 11 Nay. to table the motion.

Returning to the original motion, a roll call vote was taken requiring a two-thirds vote:

Director Frenaye	Aye
Director Tharp	Aye
Director Litz	Aye
Director Boehner	Aye
Director Ryan	Aye
Director Baker	Nay
Director Norton	Nay
Director Stratton	Aye
Director Famiglio	Nay
Director Walls	Aye
Director Lippert	Aye
Director Norris	Aye
Director Yonally	Aye
Director Wilson	Aye
Director Zygielbaum	Aye

The motion was **APPROVED** – 12 Aye, 3 Nay.

*The Board recessed for the day at 4:46 PM, Friday, January 16, 2026, and returned on Saturday, January 17, 2026, at 9:00 AM with all members previously noted present.*

#### ***Director Motions***

**40.** Director Lippert moved, second by Director Yonally that:

WHEREAS, the Lake Area Radio Klub of Watertown, SD, has long supported the American Radio Relay League by being an Affiliated Club since April 27, 1951, when the club began as the Howlin' Winds Amateur Radio Club,

WHEREAS, the Lake Area Radio Klub has held amateur radio training since its inception, with some classes held at the home of Burghardt Radio founder Stan Burghardt, WOIT (SK),

WHEREAS, the Lake Area Radio Klub has held ARRL VE test sessions since the late 1980's, helping many individuals to become radio amateurs,

WHEREAS, the Lake Area Radio Klub strongly supports the Watertown community assisting with severe weather alerting, Simulated Emergency Tests, charity walks, and foot/bicycle races,

WHEREAS, the Lake Area Radio Klub maintains strong relationships with the Salvation Army, Codington and Hamlin Counties Emergency Management, and Prairie Lakes Hospital,

WHEREAS, the Lake Area Radio Klub has been active in Field Day since its founding, today using callsign WØWTN while participating and promoting amateur radio, and,

WHEREAS, the Lake Area Radio Klub hosted successfully ARRL Dakota Division conventions in 1987 and 1991.

THEREFORE, the ARRL Board of Directors hereby congratulates and recognizes the Lake Area Radio Klub for its contributions to amateur radio and continuous support of the ARRL on its 75th year of ARRL affiliation.

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

**41.** Director Norris moved, seconded by Director Lippert that:

WHEREAS, ARRL's DXCC Program is the world's premier DXing Award Program,

WHEREAS, qualifying Dxers attain Honor Roll status for CW, Phone and Digital Honor Roll,

WHEREAS, there is an established Honor Roll award for such achievement for the named modes, and

WHEREAS, the ARRL DXCC Program already maintains a record for all operators' single-band DXCC entity totals.

THEREFORE, be it resolved that the ARRL Board of Directors hereby authorizes the CEO to direct Staff in establishing a Single Band DXCC Honor Roll Award for qualifying operators for the 160m -6m bands (excluding 60m). This should include a single-band DXCC Honor Roll certificate for the qualifying band(s) with the option for the operator to purchase a plaque. Feasibility of implementation to be determined by CEO and Staff.

The motion was **APPROVED** unanimously.

**42.** Director Yonally moved, seconded by Director Tharp that:

WHEREAS, the Central Michigan Amateur Radio Club, designated by the callsign W8MAA, was officially registered as an ARRL Affiliated Club on February 20, 1950. For more than seventy-five years now, this organization has steadfastly supported both the mission of ARRL and its local community,

WHEREAS, the Central Michigan Amateur Radio Club is committed to empowering its members in their Amateur Radio pursuits by providing a range of programs that explore various facets of the hobby, with a particular focus on teaching and mentoring newcomers, and

WHEREAS, the organization actively participates in community engagement and education through its informative website, newsletters, and outreach initiatives.

THEREFORE, be it resolved that the ARRL Board of Directors formally recognizes and expresses its sincerest appreciation to the Central Michigan Amateur Radio Club for their more than 75 years of dedicated service in promoting the ARRL's mission of "Advancing the art, science, and enjoyment of Amateur Radio," as an ARRL Great Lakes Division Affiliated Club and wishes them continued success in the years ahead.

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

**43.** Director Zygielbaum moved, seconded by Director Norris that:

WHEREAS, the Election Review Committee has completed and reported the results of its efforts, and

WHEREAS, the report and recommendations of the Election Review Committee have been accepted by vote of the Board.

THEREFORE, the Board thanks the members of their committee for their efforts in accomplishing the goals set forth for the committee and hereby, as requested in the Committee report, sunsets the committee.

The motion was **APPROVED** unanimously.

**44.** Director Frenaye moved, seconded by Director Yonally that Communications Counsel and the Executive Committee explore options for reducing the FCC workload by changing to a lifetime Amateur Radio license, and by allowing secure forwarding of health and welfare messaging, especially for use in the Amateur Radio Emergency Service.

After a brief discussion, the motion was **APPROVED**, 13 Aye, 2 No.

**45.** Director Litz moved, seconded by Director Tharp that:

WHEREAS, the San Francisco Radio Club, designated by the callsign W6PW, was established in 1916 and officially registered as an ARRL Affiliated Club on September 7, 1930. For more than ninety-five years now, this organization has steadfastly supported both the mission of ARRL and its local community,

WHEREAS, the San Francisco Radio Club is committed to empowering its members in their Amateur Radio pursuits by providing a range of programs that explore various facets of the hobby, with a particular focus on teaching and mentoring newcomers, and

WHEREAS, the organization actively participates in community engagement and education through its informative SLACK channel, website, and outreach initiatives.

THEREFORE, be it resolved that the ARRL Board of Directors formally recognizes and expresses its sincerest appreciation to the San Francisco Radio Club for their more than 95 years of dedicated service in promoting the ARRL's mission of "Advancing the art, science, and enjoyment of Amateur Radio," as an ARRL Pacific Division Affiliated Club and wishes them continued success in the years ahead.

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

**46.** Director Stratton moved, seconded Director Famiglio:

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

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

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

After an extensive discussion, Director Norton moved, seconded by Director Wilson, to go into Executive Session to discuss matters relevant to the matter. The motion was **APPROVED** unanimously. All visitors and staff were permitted to remain.

***The Board was in Executive Session from 10:18 AM to 10:37 PM.***

Director Boehner moved, seconded by Director Yonally, to accept the report from the Executive Session. The motion was **APPROVED** unanimously.

Returning to the motion, a roll call vote was taken:

Director Tharp	Nay
Director Litz	Nay
Director Boehner	Nay
Director Ryan	Nay
Director Baker	Aye
Director Norton	Aye
Director Stratton	Aye
Director Famiglio	Aye
Director Walls	Nay
Director Lippert	Nay
Director Norris	Nay
Director Yonally	Nay
Director Wilson	Nay
Director Zygielbaum	Nay
Director Frenaye	Aye

The motion **FAILED** – 5 Aye, 10 Nay.

***Board was on break from 10:40 AM to 11:00 AM with all returning as noted above.***

**47.** Director Norris moved, seconded by Director Baker and Director Wilson that:

WHEREAS, ARRL Division Elections for Director and Vice Director have a specified timetable or schedule as prescribed in the election rules,

WHEREAS, the use of modern electronic technologies for submission of various stages of the election processes may have decreased the required time periods to meet the various landmarks in the steps of election process timetable or schedule, and

WHEREAS, the ARRL Division Elections are now being conducted via both paper and electronic voting methods, with the vast majority of the ballots cast being electronic as opposed to paper, requiring less time to process or mail.

THEREFORE, be it resolved that the ARRL Board directs the E & E Committee with the CEO and the CFO to appoint a working group to study and identify possible ways to reduce the overall time required to conduct ARRL Elections for Division Directors and Vice Directors.

The working group or the E & E Committee shall report back on their findings by the July 2026 ARRL Board of Directors meeting.

After discussing the motion, a roll call vote was taken:

Director Tharp	Aye
Director Litz	Aye
Director Boehner	Aye
Director Ryan	Aye
Director Baker	Aye
Director Norton	Aye
Director Stratton	Aye
Director Famiglio	Aye
Director Walls	Aye
Director Lippert	Aye
Director Norris	Aye
Director Yonally	Aye
Director Wilson	Aye
Director Zygielbaum	Aye
Director Frenaye	Aye
Director Tharp	Aye

The motion was **APPROVED** unanimously.

**48.** Director Frenaye moved, seconded by Director Tharp that:

WHEREAS, the Wellesley, MA, Amateur Radio Society (“the Society”) was established to serve the town of Wellesley, Massachusetts and surrounding areas,

WHEREAS, The Town of Wellesley appropriated funds to establish a Civil Defense agency in 1950. In 1951, Wellesley amateurs became involved in the Town’s Civil Defense Agency, forming the Society to support the town and bring in new prospective hams,

WHEREAS, many youths from the local high school attended the Society’s weekly radio classes, a few of whom are still club members today,

WHEREAS, Society members supported communications during the Northeast blackout of 1965 and the flood alert of 1968,

WHEREAS, in the 1970s, the Society created a monthly newsletter called *The Spark Gap*, which is still published today,

WHEREAS, in the late 1970s and early 1980s, the Society hosted net command and control for the Boston Athletic Association’s Boston Marathon, one of the nation’s largest public

service events that involve numerous radio clubs and amateurs throughout New England, the club still supports today,

WHEREAS, the Society became an ARRL Special Services club in the 1980s,

WHEREAS, throughout the 1990s, the Society offered new digital modes, satellite communications, and sponsored volunteer communications like for the Wellesley Veteran's Parade, Head of the Charles Regatta, and The Walk for Hunger, etc,

WHEREAS, the Society holds monthly meetings featuring speakers and presentations about educational technical or operating topics,

WHEREAS, the Society has researched and is writing articles about its rich history in issues of *The Spark Gap*, and is currently promoting its history and 75th anniversary milestone via outreach to the Town of Wellesley and local media, and

WHEREAS, the Society strives for inclusion and instruction, enriching the lives of its members while serving the public.

THEREFORE, be it resolved that the ARRL Board of Directors hereby congratulates and recognizes the Wellesley Amateur Radio Association for its contributions to amateur radio on its 75th anniversary.

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

**49.** Director Litz moved, seconded by Director Tharp that:

WHEREAS, the Turlock Amateur Radio Club, designated by the callsign W6BXN, was officially registered as an ARRL Affiliated Club on July 17, 1950. For more than seventy-five years now, this organization has steadfastly supported both the mission of ARRL and its local community,

WHEREAS, the Turlock Amateur Radio Club is committed to empowering its members in their Amateur Radio pursuits by providing a range of programs that explore various facets of the hobby, with a particular focus on teaching and mentoring newcomers, and

WHEREAS, the organization actively participates in community engagement and education through its informative website, newsletter, and outreach initiatives.

THEREFORE, be it resolved that the ARRL Board of Directors formally recognizes and expresses its sincerest appreciation to the Turlock Amateur Radio Club for their more than 75 years of dedicated service in promoting the ARRL's mission of "Advancing the art, science, and enjoyment of Amateur Radio," as an ARRL Pacific Division Affiliated Club and wishes them continued success in the years ahead.

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

**50.** Director Frenaye moved, seconded by Director Norris that the CEO and Strategic Plan Working Group continue their effort to finish the update to the ARRL Strategic Plan developed for 2010-2015 to help guide our future plans. This should include input from ARRL Officials including volunteers and ARRL members, with a target completion in 2027.

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

***Other Business***

None presented.

***Closing Courtesies***

**51.** Mr. Ellam and Mr. Boyd expressed their appreciation for ARRL and the opportunity to join the ARRL board over the past two days. They look forward to continuing a positive and strong relationship.

**52.** President Roderick thanked Ms. LaFleur and Mr. May-Williams for their hard work. He also thanked the Board members and guests for their attendance and participation.

***Adjournment***

**53.** There being no additional business, Director Stratton moved, seconded by Director Ryan, the meeting **ADJOURNED** at 11:40 AM.

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David A. Minster, NA2AA  
Secretary

## Addendum 1

### **Revised ARRL Elections Procedures and Rules**

This document includes details and procedures not covered by ARRL Bylaws 18-24. As mandated in Bylaw 18, this document is maintained by the Ethics and Elections Committee subject to the approval of the ARRL Board.

This document contains sections moved from the Director Workbook and the Standing Orders. The reference table at the end of this document shows the source of the relevant sections.

#### **1. Definitions**

Campaign material is defined as any material that might reasonably be expected to affect the outcome of such an election. Mass communication is defined as communications by mail, electronic distribution, posting to a web site, email, hand- delivery or any other means of distribution to ARRL members in the contested election.

#### **2. Mass Communication During the Election**

In any contested election for Director, Vice Director, or Section Manager, during the campaign period no mass communication at ARRL expense, in whole or in part, dealing with any candidate in any way or issued by a candidate, or any ARRL official in the Division of the candidate, shall contain election campaign material. The use of an “arrl.org” email address in campaign material is not appropriate since this might be misinterpreted as an organizational endorsement of the candidate. The use of “callsign@arrl.net” is permitted since this facility is available equally to all ARRL members.

#### **3. ARRL Officials, Board Members, Section Managers, and Appointees Election Involvement**

To avoid the appearance of an ARRL organizational endorsement, ARRL Officials, Board Members, Section Managers, or Appointees shall indicate that they are acting based on personal opinion when they campaign for another individual.

#### **4. Ethics and Elections Committee Actions**

4.1. 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.

- 4.2. 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 is not 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.
- 4.3. 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.
- 4.4. Responses to information and/or clarification requests made to E&E by candidates will be made available to all candidates in the current election.

## **5. Voting By Members Located Out of Their Home Area**

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.

## **6. Voting Accommodations for Pacific Section Members**

Members of the Pacific Section experience delays in receiving bulk mailings sent from the mainland to Hawaii and the U.S. Pacific Territories. To ensure that ARRL election material arrives in a timely manner, all mailings to members in the Pacific Section related to elections shall be sent as U.S. first-class mail.

## **7. Policy Governing Appearance of Candidates' Statements**

- 7.1. The heading for each office will take the following format:

\_\_\_\_\_ DIVISION  
20xx Elections Statement of Candidates  
DIRECTOR or VICE DIRECTOR

- 7.2. The candidates' photographs, if supplied, will appear below this heading. If no photograph is supplied, the statement "Photograph not provided by candidate" will be printed.
- 7.3. Below each photograph, or below the space for a photograph if none was supplied, the candidate's name will appear in upper case. Unless otherwise requested by the candidate, the first name, middle initial, last name, and call sign will be used. Name and call sign below the picture are not considered part of the 300-word statement. Website addresses are considered one word.

- 7.4. Below each name will appear the corresponding statement. Statements of the candidates for an office will be typeset using a uniform type size and font, and in columns of uniform width.
- 7.5. Because leaving them uncorrected would reflect badly on the organization, obvious typographical and spelling errors will be corrected although ARRL assumes no responsibility for failure to correct such an error. Corrections to grammar or punctuation generally will not be made, since to do so might alter the intended meaning.
- 7.6. Uniform paragraph indentations will be used.
- 7.7. Below the statements, the following statement will appear: "The above statements have been reproduced from material supplied by the candidates. They have been screened for obvious typographical errors but otherwise have not been edited in any way."

## **8. Timetable For ARRL Director and Vice Director Elections**

Unless otherwise noted, the subsections below are references to By-Law 18.

- 8.1. First business day of July - "Call for Nominations" announcement published on ARRL website and in July & August QST.
- 8.2. Noon eastern time-- 2nd Friday of August -- Deadline to request official nominating petition forms.
- 8.3. Noon eastern time--3<sup>rd</sup> Friday of August – Deadline for receipt of completed nominating petition forms including a signed ARRL Board Member Statement on Authority, Responsibility and Expectations by Secretary.
- 8.4. The 4<sup>th</sup> Friday of August -- Deadline for the Ethics and Elections Committee to determine eligibility and announce all candidates (By-Law 18).
- 8.5. Seven days after all candidates are announced -- Deadline for protests of qualification decisions.
- 8.6. Fourteen days after the 4<sup>th</sup> Friday of August, candidates may submit a 300-word statement to the Secretary.
- 8.7. September 10 -- Membership cutoff date (By-Law 19).
- 8.8. Seven days prior to the last Monday in October -- Election postcards enter mail stream (E&E Procedure).
- 8.9. Last Monday in October – Election site opens for voting (By-Law 19).
- 8.10. Noon eastern time—1st Monday of November -- Deadline for petitioners or their representatives to request to watch the ballot counting (By-Law 20).
- 8.11. Noon eastern time-- 3r`d Friday of November -- Deadline for election voting. (By-Law 20). Candidates will be notified of results electronically (By-Law 20).
- 8.12. Five days after the 3rd Friday of November -- Any protests must be received by the Secretary in writing and forwarded to the Ethics and Elections Committee (E&E Procedure).

## **9. Rules for Non-Third-Party Ballot Counting**

In the unlikely event that a qualified and disinterested entity cannot be used, the following Standard Operating Procedures will be utilized:

- 9.1 Other than the Committee of Tellers, the only persons permitted to be present during ballot counting shall be:
  - a) Persons authorized by the 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.
- 9.2 With regard to 1(a) above, the Secretary shall furnish a list of these assistants and their designated tasks to the E&E Committee prior to the start of the counting procedures. No other employees of the League shall be permitted to enter the rooms set aside for the counting.
- 9.3 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.
- 9.4 Rooms used at ARRL HQ for the ballot counting process shall be posted with notices stating “authorized persons only.”
- 9.5 Ballots that are questioned as to validity shall be resolved 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.
- 9.6 No election results shall be publicly announced to third parties until the certification of the count by the Committee of Tellers.
- 9.7 Upon completion of the ballot counting and certification, the results shall be communicated to candidates in an expeditious manner, by telephone or electronic means.

## Addendum 2

### Revised By-Law 18

#### 18. Director/Vice Director Elections

- a) Election Governing Documents
  - i) Director/Vice Director Elections are conducted as prescribed in these By-Laws and in the ARRL Election Procedures and Rules document. As stated in By-Law 42, the ARRL Election Procedures and Rules document is the responsibility of the Ethics and Elections Committee and is subject to review by the full Board of Directors.
- b) Official Communications
  - i) All election related communications between candidates and the ARRL shall be conducted through the ARRL Secretary.
- c) Nomination Process
  - i) In the July and August issues of QST, the Secretary shall solicit nominations for the office of Director/Vice Director in each division in which the term of the incumbent is to expire on the subsequent January 1, in a notice that shall include the name of the incumbent.
  - ii) On any date between the first business day of July and noon Eastern Time on the second Friday of August of any election year, any Full member of such division may request official nominating petition forms. To constitute a valid nomination, the original copy of an official nominating petition form as provided by the Secretary must name a Full member of the division as a candidate for Director/Vice Director; must be signed by ten or more Full members of the division; must be accompanied by both a statement signed by the candidate attesting to his or her eligibility, willingness to run, and willingness to assume the office if elected, and a signed copy of the ARRL Board Member Statement on Authority, Responsibility, and Expectations. These documents must be filed with the Secretary no later than noon Eastern Time on the third Friday of August of that year.
  - iii) The submission may be made by electronic transmission of imaged documents, provided that upon request by the Secretary the original documents are received by the Secretary within seven days of the request. The Secretary shall, within one business day, acknowledge the receipt of nominations to the candidate and shall forward the nominations to the Ethics and Elections Committee (E&E). E&E will validate the nomination, signatures, and candidate statement, and determine candidate eligibility. The deadline for determining eligibility and notification of the candidate by the Secretary is noon Eastern Time on the 4th Friday of August.
  - iv) Each candidate may submit a 300-word statement for inclusion with the ballot. The submission of this statement shall be filed with the Secretary no later than noon Eastern Time on the 14th day after the 4th Friday in August. With this statement, the candidate may submit his or her photograph with dimensions not larger than 3 inches high and 2 inches wide to likewise be included with the ballot. Alternatively, an

equivalent electronic photograph in .jpg format at a minimum of 200 dpi may be submitted.

d) Candidate Eligibility Requirements

- i) Along with requirements specified in ARRL Articles of Association Article 12, candidates must maintain their permanent residency (as referenced in Article 7 of the ARRL Articles of Association) in the division for which they are running for election. Permanent residency is defined as living full-time within the division. Ownership of property or part time residency within a division does not satisfy this eligibility requirement. ARRL membership records and other sources will be considered in verification of permanent residence.

e) Campaigning

- i) The campaign period is defined as the period from July 1<sup>st</sup> until the day ballot submission is due in the election.
- ii) To facilitate campaigning, address labels, mailing lists, or other membership data are furnished upon request, to any candidate whose eligibility has been certified. All requests shall be made in writing on a form to be provided by the Secretary. The form will require a signed statement that the list is being used only for the purpose of campaigning. Lists are furnished at the cost of production.
- iii) All statements made by the candidate during the campaign period must be, in all material respects, truthful and not misleading. The standard of truth applies to all campaign material by a candidate. Campaign statements may include opinions (stated as such). However, an expressed opinion based on false or misleading statements shall be deemed to be untrue. The E&E Committee shall be responsible for reviewing and determining whether statements are false or misleading.
- iv) A candidate may not make any comments, directly or indirectly, referring to their opponent(s) in any campaign communication, oral or written. Candidates participating in a debate may mutually agree to waive this provision for the duration of the debate.
- v) Because outside influences can create misleading bias and unfair advantage, ARRL intends that election campaigning and fundraising take place entirely within the division holding an election. Candidates may not solicit or accept financial support of any kind from outside of their division by any means. This includes using services such as GoFundMe or by using an intermediary. Except if acting as a member of E&E, no ARRL board member may become involved in an election that is outside of their own division. This includes providing financial support, providing testimonials, campaigning for candidates, and actively engaging and supporting potential candidates. Board members may provide information to candidates if asked by a candidate, only if that information is shared with all candidates and vetted in advance by E&E. E&E is responsible for overseeing all communications related to division elections.
- vi) Candidates may communicate with division members by mail, electronic distribution, posting to personal websites and webpages (specifically not portrayed as official ARRL websites or webpages) or similar personal communications platforms, email, hand-delivery or by any other means of distribution. An electronic or physical copy of all campaign material shall be sent to the ARRL Secretary.

- vii) It may not be appropriate for candidates to conduct on-the-air campaigning. ARRL does not sanction such on-the-air activity. Because incumbent Directors/Vice Directors are in a policy-making role in a corporation, it is better if their campaign activities are conducted in some fashion other than via Amateur Radio. Articles by or about, or photos of, an incumbent Director/Vice Director, or a candidate, will not be knowingly published in an issue of QST, On The Air, QEX, NCJ or any other ARRL publication during the campaign period. No candidate or person on behalf of a candidate shall distribute campaign literature on official ARRL stationery, except that ARRL member or club stationery may be used. "Campaign literature" is defined as any item in support of a specific candidate.
- viii) The E&E Committee may decide after working to resolve an issue with a candidate that disqualification is the only recourse. The intent is to ensure that there is equity in the fairness of the election in question. A candidate who has been disqualified has up to 7 days to file a request for review of the disqualification as provided in these Bylaws.
- ix) To protect the sanctity of the election process and assure that members are not provided with biased and/or inaccurate information, candidates may not make public statements about complaints made to or received from the Secretary during the election period without the approval of E&E and the Secretary.

## **Addendum 3**

### **Revised By-Law 19**

- 19.** The Ethics and Elections Committee shall delete the name of any nominee who is either ineligible for election or has withdrawn by written communication. If there is only one eligible nominee, the Ethics and Elections Committee shall declare him or her elected without balloting by the membership. If there is more than one eligible nominee, then on the last Monday of October of that year the Secretary shall make a paper or electronic ballot available to every person who was a full member of the League in the divisions in which elections are being held on the tenth day of September of that year. The ballot shall list the names of the candidates for Director in the division in alphabetical order.

**Revised By-Law 20**

**20.** (a) The Ethics and Elections Committee shall arrange for the distribution of ballots and tabulation of results through a qualified, respected, and disinterested entity specializing in handling corporate and organization elections. At the discretion of the E&E Committee, a member of the E&E may be designated to observe the tabulation process. Ballots may be physical and/or electronic.

(b) Whether physical or electronic, to be counted, all ballots must be received no later than noon Eastern Time on the third Friday of November of the election year.

(c) In the unlikely event that a qualified and disinterested entity cannot be used, the Ethics and Elections Committee shall appoint a committee of three tellers including at least one Director and shall arrange to have a certified public accountant present to certify the results of the balloting. No outer envelopes marked as containing ballots shall be opened until the meeting of the committee of tellers held for the purpose of counting the ballots. The committee of tellers shall meet at the headquarters office of the League as soon thereafter as possible and in the presence of each other shall open the envelopes containing ballots and shall count the vote, after eliminating the ballot of anyone disqualified from voting.

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

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

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

(g) A candidate may designate up to one Member of the ARRL to either represent the candidate at the counting of the ballots if the candidate does not or is unable to attend the counting of the ballots or attend and observe the counting of the ballots with the candidate. Such

designation must be provided to the Secretary of the ARRL in accordance with Paragraph 20(f) of this By-Law.

- (h) A Member designated by a candidate pursuant to Paragraph 20(g) of this By-Law must be and have been a Member in good standing of the ARRL for at least 180 days prior to the counting of the ballots for which the Member is designated.
- (i) Any Member of the League who shall deliver to the Secretary on or before the first Monday of November of an election year, a written petition signed by at least ten full members of a division stating their desire that he or she witness the counting of the ballots from that division, shall be permitted to do so. Delivery of the written petition by email to the email address of the Secretary of the ARRL will be deemed sufficient.
- (j) Attendance by any candidate, a candidate's representative or other qualified Member at the counting of the ballots for the candidate's race will be at the sole expense of that individual.

## Addendum 5

### Revised By-Law 42

**42.** There shall be an Ethics and Elections Committee composed of three Directors, who may also serve on other committees without restriction. The Committee shall:

- Apply guidelines adopted by the Board concerning ethical conduct by ARRL officials, including By Law 46 on Conflict of Interest, and make recommendations to the Board in specific cases to address noncompliance with those guidelines
- Determine eligibility of candidates for Director and Vice Director, including but not limited to receipt and review of petitions and certification of eligible candidates
- Certify a nominee's eligibility under Article 12 to fill a Vice Director vacancy under Article 7
- Supervise the balloting for Director and Vice Director, including but not limited to review of all campaign statements and materials, oversight of the balloting process in accordance with Bylaw 20, and releasing the election results
- Maintain an ARRL Election Procedures and Rules document containing and prescribing details of the election process not already covered within these By-Laws. Changes to the document will be reported to the full Board as part of the E&E annual report.
- Advise the Chief Executive Officer on, and recommend to the Board standards for, Section Manager elections
- Receive and evaluate disclosures by Board Members, Vice Directors and candidates for the office of Director or Vice Director of actual or potential conflicts of interest and report its findings to the Board of Directors
- Make factual findings regarding the presence or absence of conflicts of interest and report those findings to the Board of Directors together with any recommendations to address such ascertained conflicts
- Periodically consider whether and how the ARRL Conflict of Interest Policy should be revised or amended to better meet its objectives and report to the Board on its recommendations
- Decisions of the Ethics and Elections Committee may be reviewed by the Board of Directors upon the written request of any candidate for that office or five or more Directors. Review shall be limited to the materials submitted to the Ethics and Elections

Committee. A majority of the Board of Directors is required to change any decision of the Ethics and Elections Committee.

- With respect to the eligibility of candidates for Director and Vice Director, the Ethics and Elections Committee shall apply the applicable procedural and substantive provisions of the Conflict of Interest Policy set forth in these Bylaws.
- The members of the committee shall be annually appointed by the President at the Annual Meeting from among those Directors not subject to election during the year of service. The President shall designate the chairman of the Committee.