



## The Villages Amateur Radio Club Minutes for January 2020

These minutes are the board-approved record of The Villages Amateur Radio Club's expenditures of club funds, property transactions, contractual agreements and proceedings involving membership votes since the last General Membership meeting. The current club property inventory and financial report can be found on the club's website.

### **January 2, 2020 Board Meeting**

Officers present: President George Briggs, K2DM, Vice President Sam Brown, KB8SB, Secretary Frank Molloy, KA1AF, Treasurer Bruce Cusanelli, WA1UTQ, and Member at Large John Ellis, NP2B. A Board Meeting Quorum (5 of 5 officers) was present.

The following visitors attended the Board Meeting: Rich, ND4G; Bob, K3ZGA;

The Board unanimously decided the club's Compaq laptop would be given away at the next membership meeting. There would be a free raffle for members only.

John, NP2B informed the board that the club inventory was completed and the information would be posted to the club website. Some minor changes were incorporated during this meeting.

Frank, KA1AF, took an action to send a thank you letter to the Computer Club regarding their donation of an updated laptop.

The Board then had a general discussion regarding the success of the club's annual Holiday party in December.

The Board then agreed to relocate the club's EchoLink system and use the Icom-207 transceiver. The Board accepted the offer from George, K2DM and Karen, K4ZDM to allow the EchoLink system to be located on property owned by them and identified as 'The Land'. The Board agreed to authorize a maximum of \$100 for EchoLink interface equipment and any misc items needed for this relocation.

The Board then discussed the process and procedures for the nomination and election of the next slate of TVARC officers.

The board then discussed possible ways forward for the modifications to the TVARC Constitution and By-Laws. The Revision Committee will present an update to these documents at the January 2020 membership meeting and then the new modifications will be discussed and voted on at the February 2020 meeting.

The Board decided that various equipments from donations and inventory, will be auctioned at the February 2020 meeting. The auction will be a silent auction as previously conducted.

### **January 16, 2020 Membership Meeting**

86 members were present at this meeting. There were 11 visitors and 12 new members. The total membership, including new members is 213 and therefore there was a quorum to conduct business.

Officers present: Vice President Sam Brown, KB8SB, Secretary Frank Molloy, KA1AF, Treasurer Bruce Cusanelli, WA1UTQ, Member at Large John Ellis, NP2B.

In the absence of President George Briggs, K2DM, Sam conducted this meeting.

The board thanked the ROS committee and members assisting for a job well done.

Sam informed the members about the laptop raffle and silent auction scheduled for the February meeting. Details on the donated items to be available for the silent auction will be on the club website.

The membership was then provided with details on the newly proposed modifications to the TVARC By-Laws and Constitution. The modifications are identical to those proposed at the October meeting except the requirement for a quorum was added back to the documents as in the present TVARC By-Laws. Copies of the proposed documents have been added to the TVARC website. For the record, an outline of the proposed changes are given below:

- The process for record retention is defined.

- The succession process when an officer leaves is clarified.

- The process for replacing an officer who left is defined.

- A process is defined for dissolving the club.

- The beneficiary of the club's assets if the club is dissolved is changed to the ARRL.

A complete copy of the proposed TVARC By-Laws and Constitution are attached to these minutes.

Bob Schwer, chairman of the nominating committee, identified the members of this year's committee: Bob Schwer, K3ZGA; Chuck Theisen, K9IA; and Pete Stafford, K2PS. Bob then identified the nominations for the new TVARC officers. There was a call for nominations from the floor and none were made. The nominees are:

President	George Briggs, K2DM
Vice President:	Mark Graybill, W8BIT
Secretary:	Bob Schwer, K3ZGA
Treasurer:	Bruce Cusanelli, WA1UTQ
Member-at-Large	John Ellis, NP2B

Karen, K4ZDM provided an overview of the tasks related to being cookie monster for our meetings. She indicated that we still need some volunteers for this year and then made a request asked for additional volunteers. Anyone interested is to contact Karen.

Karen, then provided a summary of the very successful Holiday Party. Sam, on behalf of the Board, presented Karen with a TVARC coffee mug as a thanks for her outstanding efforts on making the party such a success.

Frank, KA1AF, provided a brief overview of the January Board meeting.

Bruce, WA1UTQ, then summarized the Treasurer's reports for Nov 2019 and Dec 2019. Bruce then summarized the status of the club's repeaters and gave a brief overview of the updating and relocation of the EchoLink system. He then provided a reminder to the members about the upcoming Hamcation event in Orlando.

Rich, ND4G discussed the process for adding pictures in the For Sale section of the TVARC website. The procedures is also online and members are kindly requested to follow these procedures.

Brad, KN9B, Education Coordinator, gave an overview of the license classes and informed the membership that he is need of additional volunteers to help teach some of the numerous classes that are planned. Anyone wishing to volunteer is to contact Brad.

Pete, K2PS, then presented an update on the status of the DXCC and WAS counts for club members. He reminded everyone that this is a count of states and DX countries without the need for formal confirmations (QSL, LoTW etc) and also reminded everyone that these are contacts make from withing The Villages! This information is available on the TVARC website and updated monthly. He then gave an overview of upcoming DXpeditions and contests.

Following the business meeting, Ed Krome, K9EK, gave a presentation of the ARISS Multi Voltage Power Supply to be installed on the International Space Station. ARISS stands for Amateur Radio on International Space Station. The presentation was very well received by the membership.

Minutes Posted by KA1AF, Secretary.



By-Laws of The Villages Amateur Radio Club  
DRAFT of Proposed Changes December 29, 2019

I. Board Meetings

1. The Board shall consist of the President, Vice-President, Secretary, Treasurer and Board Member At Large.
2. The Board shall hold regular meetings monthly. Additional meetings may be held at any time when the majority of Officers deem it necessary.
3. A majority of Officers constitutes a quorum for a Board Meeting. In absence of a quorum, no action shall be taken except to adjourn the meeting.
4. Passage of a motion requires a simple majority.
5. Any expenditure of TVARC funds, property transaction or contractual agreement must be approved by the Board. A simple majority is required for approval.
6. Vacancies shall be filled by a majority vote of the Board members to fill the remainder of the term of the position vacated.

II. General Membership Meetings

1. General Membership Meetings shall be held monthly. Additional meetings may be held at any time when the majority of Officers deem it necessary.
2. Notice of issues requiring membership votes shall be made at least one meeting before the vote is to be taken.
  - a. Advance notice for membership votes may be waived by a two-thirds vote of the membership present.
  - b. Twenty-five percent of the membership constitutes a quorum for issues requiring membership vote.
  - c. Note: The simple majority required to pass an issue is different from the 75% vote required to pass an amendment as outlined in the Constitution, Article V.

III. Dues

1. The annual membership dues shall be \$12.00 per person, due at the first meeting attended after January 1<sup>st</sup>, and shall cover the period from January 1<sup>st</sup> through December 31<sup>st</sup> of that year.

2. New members joining and paying the membership dues after July 31<sup>st</sup> shall be considered paid for the current year as well as the following year.
3. Any member who is in arrears of dues after December 31<sup>st</sup> shall be dropped from membership and from the club reflector (if they had joined the reflector).
4. Dues cannot be reimbursed or prorated.



Constitution of The Villages Amateur Radio Club  
DRAFT of Proposed Changes October 2, 2019

Preamble: The name of this club is The Villages Amateur Radio Club, referred to herein as TVARC. The purpose of this not-for-profit club is to provide a means for the members to advance the common interest in the science of Amateur Radio and to support The Villages community through public service.

Article I. Membership

1. Any person interested in Amateur Radio communications is eligible to apply for membership.
2. Guests of TVARC members may participate in any TVARC activity. TVARC members will be given first consideration over guests to participate in TVARC events.

Article II. Officers

1. Officers must be FCC licensed Amateur Radio Operators, current TVARC members, current ARRL members and residents of The Villages.
2. The officers shall consist of a President, Vice-President, Secretary, Treasurer and Board Member at Large.
3. The officers shall serve without pay.
4. Officers shall be elected during TVARC's February General Membership Meeting by a majority vote of the membership present. The term of office begins at the close of the meeting in which the election was held. The outgoing officers are responsible for posting the minutes of that meeting.
5. Officers shall serve approximately a one-year term ending at the close of the meeting in which the next election is held.

Article III. Duties of the Officers

1. President
  - a. The President shall preside at all meetings and perform other duties as associated with the office.
  - b. The President may appoint standing and ad hoc chairperson(s) as needed for terms within the duration of the President's term in office.

- c. The President shall request nominations for Officers during the November and January General Membership Meetings. Candidates nominated for Officers shall be presented during TVARC's January General Membership Meeting. Candidates may address the membership during TVARC's January General Membership Meeting.
    - d. The President shall assume the duties of the Treasurer on an interim basis, until a replacement Treasurer is elected, if the Treasurer is not able to perform their duties for any reason.
  2. Vice-President
    - a. The Vice-President shall perform any duties assigned by the President.
    - b. The Vice-President shall assume the duties of the President on an interim basis, until a replacement President is elected, if the President is not able to perform their duties for any reason.
  3. Secretary
    - a. The Secretary shall record the minutes of Board Meetings.
    - b. The Secretary shall record the minutes of General Membership Meeting proceedings.
    - c. The Secretary shall make the minutes available to the membership on the club's website for at least one year.
    - d. The Secretary shall place copies of the minutes in storage where they can be maintained for at least five years
    - e. The Secretary shall record and present to the membership any motions passed since the last General Membership meeting.
    - f. The Secretary shall assume the duties of the Vice-President on an interim basis, until a replacement Vice-President is elected, if the Vice-President is not able to perform their duties for any reason.
  4. Treasurer
    - a. The Treasurer shall maintain records of TVARC's income, expenditures and property.
    - b. The Treasurer shall prepare monthly financial reports and make the reports available to members on the club's website for at least one year.
    - c. The Treasurer shall place copies of the monthly financial reports and all related transactions in storage where they can be maintained for at least five years.
    - d. The Treasurer shall present to the membership a synopsis of financial transactions since the last General Membership Meeting.
    - e. The Treasurer shall assume the duties of the Secretary on an interim basis, until a replacement Secretary is elected, if the Secretary is not able to perform their duties for any reason.
  5. Board Member At Large
    - a. The Board Member At Large shall perform those duties assigned by the President.

#### Article IV. Censure / Expulsion

1. Members can be censured or expelled for any violation of The Villages CDD Recreation Department code of conduct, fiduciary misconduct or any action that constitutes a criminal act.
2. Censure is public reprimand of an individual for their actions.
3. Expulsion is the removal of an individual from any office held and club membership for a period of three (3) years.
4. Censure or expulsion may be proposed by any member at a General Membership Meeting by stating the specifics of the misconduct in a motion. The motion must include who was a party to the misconduct, the specific nature of the misconduct, when it occurred and any other relevant information. The member must be able to supply evidence to support the accusation.
5. If the motion is seconded and approved by a majority vote of the members present, it shall constitute notice of issues requiring a membership vote and notice to the accused.
6. At the next General Membership Meeting, the accused will be allowed to appear and present a defense before the members in attendance, prior to the vote to censure or expel.
7. The accused is censured or expelled by a majority vote of the members present at the meeting.

#### Article V. Amendments

1. Proposed amendments to the Constitution must be presented, in writing, to the club Secretary at any General Membership Meeting.
2. The proposed amendment(s) will be read to the members present at that meeting.
3. The text of the proposed amendment(s) shall be included in the minutes of the meeting for members who were not present.
4. At the following General Membership Meeting, the proposed amendment(s) shall be read a second time, followed by open discussion.
5. After members have had an opportunity to voice their positions on the proposed amendment(s), a vote will be taken.
6. If there are multiple proposed amendments, each is to be voted on separately.
7. Passage of a proposed amendment requires an affirmative vote of three-fourths (75%) of the members present.

#### Article VI. Dissolution

1. The process for dissolution is the same as the process for making any amendment to the Constitution as detailed in Article V.

2. Upon the dissolution of TVARC, the remaining Officer(s) shall, after paying or making provisions for the payment of all of the liabilities of TVARC, dispose of all of the assets of TVARC and donate the proceeds to the American Radio Relay League.