



Red River Valley Amateur Radio Club

Board of Directors Meeting Minutes

Date: August 7, 2021

Opening:

1. The first meeting of the Red River Valley Amateur Radio Club Board of Directors was called to order at 9:20AM on August 7, 2021 at the Graham Street Baptist Church, by Club President Steven Davoust (N5KCH).
2. Present were nine total Club members. Quorum was established by the attendance of all current Club officers. Present were Club President Steven Davoust (N5KCH), VP T. Wayne Moore (KC5KOH), Secretary Phillip Beall (W5EBC), Treasurer George Haneke (NV7Z) and Trustee Kelly Collins (W5KJC). Also in attendance were Club members Rick Leonhardt (NN7ET), Dan Beard (KB7JZI), Jim Clark (WA5QEC) and Gary Sorensen (K9AIA).

Meeting:

1. Pledge of Allegiance was led by Rick Leonhardt.
2. Opening Prayer was led by Kelly Collins.

Agenda Items:

Unless otherwise indicated all votes and action taken were the unanimous position of all officers.

Rules:

The Constitution & Bylaws language governing Board of Directors (BOD) meetings has the following language: Article VII. Meetings - Section 7.03 Board of Director Meetings - The Board of Directors shall make its own rules as to procedure, time, place, and notice of its meetings, and keep a record of its proceedings. The Board of Directors (BOD) is authorized to conduct meetings by the rules adopted.

The following rules were adopted:

- All future BOD meetings may be conducted either in person or by electronic means (i.e. not in person). Electronic meetings may be by teleconference, video chat or other methods approved by the BOD.
- All BOD meetings, whether in person or electronically, shall require the Club Secretary to prepare and distribute a report of all votes and action taken. This report shall be distributed within ten (10) days.



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Current Open BOD Positions:

The Club currently has three unfilled General Officer positions. Prior to the BOD meeting President Davoust appointed a Nominating Committee. The members are VP T. Wayne Moore, Secretary Phillip Beall and Treasurer George Haneke. The committee members spoke with a number of highly qualified Club members and after consultation selected three to recommend. At the upcoming Club meeting the **Nominating Committee will recommend to the Club membership that Kelly Collins, Dan Beard and Mel Toye be elected for the three open positions.**

At the next Club meeting these three candidates will be on the pre-printed ballots. There will also be blanks for candidates to be written in. **Any Full member in good standing is eligible to be nominated and may nominate themselves.** The three candidates with a simple majority vote of Full members in attendance shall fill the positions as defined by the recently approved new Constitution & Bylaws where it states:

Article III. Officers

Section 3.02 Term of office:

(a) The Executive Officers of the Club shall be elected for a term of two years and they shall be members of the Board for a period concurrent with their term of office.

(b) The three (3) General Directors shall serve for a period of one (1) year following ratification of this document, then for two (2) years in subsequent years. After the first year in office the election of the (3) General Directors shall take place on alternate years from those of the Executive Officers.

As the Executive Officers are in office until the new Spring 2022 election cycle, an interpretation has been made that the language of (b) above shall mean the new General Officers will serve until the next election in 2023.

Addition Agenda Items Discussed or Discussed and Acted Upon:

- New Committees were formed and some positions filled:
 - **Field Day Coordinator** – This person will be tasked with coordinating all items relevant to the Field Day each year. – **APPROVED – Jim Clark was appointed to this position.**
 - **Special Event Support Coordinator** – **APPROVED** – This position remains unfilled.
 - **Lion's Club/Fair Coordinator** – **APPROVED** – This position remains unfilled.
 - **Public Relations Coordinator** – This person will be tasked with coordinating media outreach, speaking with teachers, coaches, Boy Scout leaders, etc., to encourage their participation with the Lion's Club/Fair and other activities. – **APPROVED – Dan Beard was appointed to this position.** Dan was also authorized to seek additional assistance, another Club member to help him with outreach to local youth. with seeking participation from the following (not comprehensive) list: North Lamar, Chisum, Prairieland High School coaches, National Honor Society, Boy Scouts, Young Life, etc. These youth would be solicited to assist with the Lion's Club/Fair and other RRVARC activities.



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- Club Meeting Program Coordinator – Discussed, no action taken. See comments under new business below.
- Discussion reference how the Club might start preparing an annual budget. George and Phillip agreed to develop a plan and make a presentation at the next BOD meeting.
- Discussion reference participation needed to maintain full member (voting) status. Currently it requires attendance at Saturday meetings. Items discussed were:
 - Field Day.
 - Tour de Paris.
 - Lion's Club/Fair.
 - Turkey Trot.
 - Other substantive contributions.
 - Professional contributions.
 - The BOD having the ability to add to the list of activities which serve to demonstrate participation.
 - One possible way to handle this is a points system. Each approved event (i.e. Club meeting, Field Day, Turkey Trot) scores one point. To maintain Full status a member shall maintain a minimum of (fill in the blank) points per (calendar year, rolling year).

This discussion culminated in the BOD taking the position that the Club should eliminate participation requirements. The Constitution & Bylaws says: Article II. Membership Section 2.01(a)(iii) - Full members shall maintain good standing through active participation in the affairs of the organization. As such, voting privileges are maintained through participation as defined in the Club Policy Manual.

The Officers will take proposed Policy Manual language to the next Club meeting. That language will encourage active participation but clearly state there is no specific participation requirement in order to vote. There were several prevailing points on this: Some people work on Saturday and just cannot make a Saturday meeting. Some people have conflicting obligations and cannot consistently make Saturday meetings. Some people participate at a very high level in all manner of ways, but they cannot make Saturday meetings. Rather than keeping a complicated system or inventing a new one we will instead propose the requirement be eliminated entirely. The membership can ultimately confirm, modify or reject this item.

- Discussed and acted upon issues relating to payment of dues to maintain status and the option of dues waivers. Areas discussed were:
 - Professional development (i.e. legal work preparing Club contracts and other services provided by a licensed attorney; professional website development; extensions of such dues waivers to family of contributor, etc.).
 - Other extraordinarily valuable contributions to the Club.
 - All dues waivers shall be on a case-by-case basis after review and approval by the BOD.
 - A receipt for tax deductible use reflecting professional rate will be provided to the donor if they wish one.
 - Such dues waivers shall be reported to the Club membership at the next meeting. Names may be omitted from public reports out of respect for personal privacy.



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The officers will propose Policy Manual language that allows for the Board of Directors to waive annual dues for Club members and their family if they make an extremely valuable contribution to the Club. Legal services and website development were the two primary considerations, but others may arise. We will propose that the BOD may waive dues on a case-by-case basis. These dues waivers will be reported to the membership

- Phillip briefed the group and sought approval to develop details and present to the membership proposals for an:
 - Open enrollment email solicitation.
 - Branded email policy.
 - Business community financial support package.

The officers agreed with Phillip's suggestions and directed that he move forward on all three.

The officers agreed that solicitations will be posted to the user forums seeking volunteers to fill unfilled positions established at the BOD meeting.

Secretary's Report: As this was the first BOD meeting there was nothing to report.

Treasurer's Report: As this was the first BOD meeting there was nothing to report.

Old Business:

As this was the first BOD meeting there was nothing to report.

New Business:

Dan Beard asked to be recognized reference presentations at upcoming Club meetings. He pledged to conduct three per year, Phillip stated that one upgrade to the website will be a schedule of upcoming presentations so that people could see things that might hold appeal. He also pledged to solicit presentations.

Closing:

Motion to adjourn by T. Wayne Moore, seconded by Phillip Beall; motion PASSED.

NOTES TAKEN BY: _____

ADDITIONAL COMMENTS: