

ORO VALLEY AMATEUR RADIO CLUB, INC.
an Arizona Non-Profit Corporation

Minutes of Board of Directors Meeting
December 12, 2015

A Special and Rescheduled Meeting of the Board of Directors of the Oro Valley Amateur Radio Club, Inc., was held on December 12, 2015 at 9:00 A.M. at the Oro Valley Police Department Emergency Operations Center, 1920 E Tangerine Road, Oro Valley, Arizona. The Meeting would normally have been held on December 5, but several Board Members participated in a public service event. The Secretary notes that Notice of this Special Meeting was provided to the Membership and to the Board by the President via e-mail on December 9, 2015; and by the posting of Notice on the Club's web several days prior to the President's e-mail.

In attendance at said meeting were the following Board Officers and Directors:

Bob Molczan, KA7VPR -- President
Ron Herring, W7HD -- Vice President
Scott Boone, K7ADX -- Treasurer
Howard Chorost, KC7AC -- Secretary
Dave Coccio, N7AKC
Gary Schmitz, KT7AZ -- Repeater Chairman
Carl Foster, KB7AZ
Steve Wood, W1SR -- Program Manager
Bob Stephens, AF9W, Webmaster

Members present:

Gary Pierce, AE7GP -- ARCA Representative
Fred Bresani W2HZ
Jim, W5ZIT
Walt, AL7KE
David, AK2L
Hanna Eckert KG7TPD
Ross Eckert K4WBR

The Meeting was called to Order by the President.

Opening comments by the President.

The First Order of Business was approval of the following Minutes:

October 3, 2015 Directors Meeting;

November 20, 2015 Members Meeting.

Upon Motion duly made by AF9W, and seconded by W7HD, and carried, the Reading of said Minutes were waived and the Minutes were approved, by unanimous consent. The Club Secretary will transmit the approved minutes to Webmaster Bob Stephens, AF9W.

- Ratification of Silent Key equipment disposal procedure. W1SR, KT7AZ, KC7AC submitted a proposed Procedure that they were tasked to work on at the last Board Meeting. This procedure is designed to complement the Club's Conflict of Interest Policy. Upon Motion duly made by KA7VPR and seconded by KC7AC and carried by all Board Members, the Silent Key and Equipment Disposal Procedure ("Exhibit A") is approved by the Board.
- Formal Approval of License Agreement with the Town of Marana. Motion by W7HD and seconded by AF9W, and carried unanimously, the License Agreement with the Town of Marana is approved and the President has been authorized to sign and transmit the License Document to the Town of Marana.
- Treasurers Report-- \$7,867.30 in checking; Savings \$195.13 Paypal \$1,067.95 for a total of \$9,130.38. This includes the D-Star Sig balance of \$844.00.

An OVARC financial statement of some type will be prepared regularly by the Treasurer. The type and frequency of said statement is in the preliminary planning stages at this time. Once a reporting method that meets with everyone's approval is finalized, we may then consider posting it to the web site if necessary. This financial statement will be presented on a regular basis at general session club meetings for those interested.

- Hamfest results. Revenue was approximately the same as last year. The Board discussed ideas for improvement for next year.
- Holiday Party. The party is scheduled for Sunday December 20 — 2:00 - 5:30 PM. Status, Raffle Prizes, RSVP's, Main Course Selection, Confirm set-up/tear down crew, Do we need a different Key? AK2L will find out if we need a key for the door. AF9W reported that we will have approximately fifty attendees. The Club will buy the drinks and cups again for the event. Amalia Walther has kindly volunteered to purchase the main dishes for the event. Upon Motion by AF9W and seconded by KB7AZ and approved without objection, the Club will allow Amalia to make the purchase. Motion by N7AKC and seconded by AF9W to spend up to \$300.00 on the Holiday Party, approved by unanimous consent.
- Motion to approve expenditure at discretion of Steve, W1SR, for up to \$250.00 to purchase gift cards for Holiday party for door prizes by N7AKC, second by AF9W, and approved without objection.

- Special Raffle Prize — Next selection for 2016 General session. The President presented a Donation by Yaesu of a C4FM radio FTM-400DR. W1SR was given custody of the radio for the Special Raffle. The serial number of said unit is attached as Exhibit “B to these Minutes.
- Nominations are still open for Board Elections to take place in January. We have five positions up for election in January for positions currently held by K7ADX, KT7AZ, KC7AC, N7AKC, and W7HD. Positions will be voted on at the Annual Membership Meeting in January. Current Nominees are:

Scott Boone K7ADX
 Fred Bresani W2HZ
 George Cooley NG7A
 Hanna Eckert KG7TPD
 Ross Eckert K4WBR
 Lanny Voight KF7LV

- Club Address – We will need to have a new address for the Club. KB7AZ suggested opening a PO Box. Carl will investigate expenses and logistics.
- New Board Members – Transition from current officer positions.

Prior to the Meeting, the Secretary transmitted to the President and the Board the following comments via e-mail. Said Comments are hereby incorporated into the Minutes:

1. *At the pleasure of the Board, and in the interests of making for a smooth transition, I will take the minutes of the first Board of Directors Meeting following the Annual Meeting, which meeting will include the elections for officer positions;*
2. *At the pleasure of the Board, I will assist the incoming Secretary in the preparation and filing of changes with the Arizona Corporation Commission, including:*
 - a. *Change in Board Members;*
 - b. *Change in Officer positions;*
 - c. *Change in Statutory Agent*
 - d. *Change in Club Address.*

3. *At the pleasure of the Board, I will assist the incoming Secretary in the transition to the position. This may include my attendance at some Board Meetings in the form of "on the job training."*

It was announced the Treasurer and Vice President will assist in a similar manner.

- Dropbox space. The Club is going to need to purchase space on Dropbox and move the Board files there, or make other arrangements. Currently, the Board is using space on KC7AC's Dropbox.
- Marana Repeater site update – AK2L is working with the Town of Marana. KT7AZ reports that he and AE7GP have been working on an antenna at a price of \$750.00 or less. Estimated installation of approximately \$150.00. Motion by KT7AZ, second by W7HD to cap expenses at \$1,000.00 for installation of the Antenna 447.525 Marana repeater and allow Western Communications to purchase antenna on behalf of the Club. Approved without objections. KT7AZ will work on a list of additional equipment that needs to be purchased.
- Tucson Mountain & D-Star repeater – We have been offered an opportunity to put a repeater up in the Tucson Mountains. The President has met with Chris Abbott and surveyed the site. Labor charge for running of hard line would be \$600.00. There would be no cost to the Club after the installation, other than for insurance. There was discussion regarding issues of RF at the site and there may be significant issues moving forward with such an undertaking. It was decided the Club will no longer explore moving or placing a repeater at that site at this time.
- Formation of OVARC "Repeater Technical Committee". For purpose of continuity, it was suggested by Gary, KT7AZ, that we form a repeater committee which reports to the Board. Motion by N7AKC Seconded by AF9W and approved without objections, we will form a Repeater Technical Committee with Gary, KT7AZ as the Chairman. Gary has the power appoint members to that committee.
- Assignment of Trusteeship of W7AI call sign. The President wants to assign Trusteeship of the Club Call sign to Gary, KT7AZ and asked Gary to consider taking on that responsibility.
- Suggestions for rules and restrictions for new "Repeater Technical Committee". Recommend limiting committee member count to 6 at this time. Gary will work on suggested written guidelines.
- Control Operators and Repeater Network Documentation needed. Gary will work on this via the Committee.

- Status of ircDDB integration into OVARC D-Star Gateway (AF9W, K7ADX). Bob and Scott will get together and report back to the Board at a later date.
- C4FM Repeater Integration – Status Report (KT7AZ, W5ZIT). Gary and Jim, after testing, recommended against use of the Yaesu C4FM Fusion repeater. Instead, they recommend use of the Kenwood TKR. Motion by K7ADX seconded by AF9W to purchase one Kenwood TKR 850 not to exceed \$1,000.00, approved by unanimous consent.
- Addressing previously recognized comments regarding OVARC governmental and operational procedures from club member John Behrens, K7JWB.
- Motion by K7ADX to pay \$45.00 to Catalina Radio Club for AZ QSO Party Plaque; to reimburse W1SR for raffle prizes purchased in the amount of \$426.48; To pay insurance of \$542.00. Motion Seconded by AF9W and carried without objection.
- KA7VPR disposed of his Club Debit Card and no longer has access to Club funds without Board Approval and disbursement by the Treasurer. The Secretary recorded the destruction of the card.
- Vote of Confidence for Club President, KA7VPR. Motion by KT7AZ, seconded by AF9W, and approved without objections.
- The Next Board Meeting is scheduled for January 2. Upon Motion made by AF9W, Seconded by N7AKC and carried, without objections, the next Board Meeting will be rescheduled to January 9, 2016. The President directed that the Webmaster announce the date change on the Web site.

There being no further business for the Board, upon by Motion duly made, seconded, and carried-- and without objections, the Meeting was adjourned at 12:05 P.M.

Approved:

Bob Molczan, KA7VPR
President

Attest:

Howard A. Chorost, KC7AC
Secretary

Exhibit "A"

ORO VALLEY AMATEUR RADIO CLUB, INC. an Arizona Non-Profit Corporation

Silent Key and Donation Procedure

In furtherance of the Conflict of Interest Policy, and in order to avoid the appearance of impropriety, the Board of Directors of the Oro Valley Amateur Radio Club adopts the following procedure concerning the Sale of Silent Key/donated equipment or items on behalf of family members of the decedent or other donation or prospective donation source.

1. In all matters involving the family of silent keys or of donations from any source, Board Members must remain mindful of their fiduciary obligations to the Club as well as to the family of the deceased or parties donating equipment or items. As such, no Board Member may purchase, offer to purchase, receive, trade, exchange, or otherwise receive any personal benefit whatsoever from such parties; however nothing herein shall prohibit a Board Member from purchasing equipment at an auction, swap meet, or ham-fest provided that at least two non-purchasing Board Members at an auction, swap meet, or ham-fest independently price the item and agree that the sale is an arms-length transaction for a fair and equitable amount for the benefit of the family of the silent key or the Club, if the item is a donation.

2. In the event of a purchase by a board member as contemplated in item, 1, above, a record of the transaction shall be transmitted to the Club Treasurer and Club Secretary, and disclosed at the next scheduled Board Meeting. If any Board Member wishes to challenge the fairness or sufficiency of the transaction, the challenge will be made in accordance with the Conflict of Interest Policy adopted by the Board.

3. In regard to donated items, the Board may decide to offer the items for the regular monthly raffle or otherwise utilize the items and not sell them. If so, the item will be placed in the inventory of the Club. Otherwise, the Board shall dispose of an item by sale as described above. In all such matters, the Club will issue a detailed donation receipt and a copy of said receipt will be delivered to the Treasurer and become a part of the official records of the Club.

4. In regard to items for which the Club assists the family of a silent key in the sale of such items, the Club will expect no remuneration from the family, however donations will be gladly accepted and the Club will issue a donation receipt for same. Items will be offered for sale at an auction, swap meet, or ham-fest and shall be disposed of in the manner described above. All proceeds shall be delivered at the time of sale to a family member of the silent key.

EXHIBIT "B"

MODEL
FTM-400DR
MADE IN JAPAN

DST : USA
TYP : A2
VOL :
PWR : 50
INCLUDED

EAN/JAN **AH034M003**

4 909959 130621

UPC
7 88026 13062 7

SER. NO.
*5H260108 *

YAESU MUSEN CO., LTD. TOKYO JAPAN



YAESU

C4FM FDMA/FM

**144/430MHz 50 W
DUAL BAND TRANSCEIVER**

FTM-400DR/DE

EMETTEUR-RECEPTEUR 144/430MHz BI-BANDES
144/430MHz DUAL BAND TRANSCEIVER
TRANSCPTOR BIBANDA 144/430MHz
RICETRASMETTITORE 144/430MHz BI-BANDA

