

## Meeting of the Board of Directors

# Agenda

*Nov.12, 2018 – 9 pm EST*

### 1. Call meeting to order

**Time:** **Quorum Check**

1. **Motion** to appoint Kerry Long, W4SIG as temporary clerk to take notes for the purposes of creating minutes of this meeting and submit these notes to the Secretary to create minutes and post them in Road Runner as unofficial minutes pending approval by the Board of Directors.
2. **Agenda Changes/Modifications**
3. **Motion** to approve the attached minutes (Attachment 1) of the Board of Directors Meeting on October 6, 2018.
4. **Motion** to accept the resignation of Aubrey Mansfield, W7OLY as MARAC Treasurer effective November 26, 2018 and affirm the Board action of October 6, 2018 to have Bill Morgan, K0DEQ become the MARAC Treasurer immediately thereafter.
5. **Motion** to accept the resignation of Mary Vance, AB7NK as MARAC Election Coordinator effective immediately.
6. **Motion** to appoint Brent Schaefer, K9MIX as MARAC Secretary effective November 13, 2018.

### Old Business

#### 7. Discussion Items

- a. **Discussion** of IT.
- b. **Status** of account funds for Silent Keys and ex-members.

### New Business

8. **Motion** to approve an Outstanding Service Award for W7OLY and N6PDB.
9. **Motion** to approve \$600 in advance funds to Ed Eklin, K8ZZ for the Michigan Mini.
10. **Motion** to Adjourn the Board of Directors meeting.

**Time:**

**Open Discussion** with membership.

## **ATTACHMENT 1**

### **Minutes from MARAC Board Meeting Oct 6, 2018**

*For approval by Board of Directors on Nov 12, 2018*

Submitted by Kerry Long, W4SIG

1. Meeting was called to order by MARAC President, K8ZZ at 9:00AM CST on Oct 6, 2018. Board members in attendance were K8ZZ, KA2LHO, N1API, W4SIG, NF0N. Board members W7OLY and N7JPF joined via teleconference. Quorum was confirmed.
2. W4SIG was appointed temporary clerk to take notes for meeting minutes. Motion made by KA2LHO, seconded by N1API. All voted aye except for W4SIG who abstained. He is sending these minutes to secretary, N6PDB, to be posted in RoadRunner.
3. NF0N made motion to approve KA2LHO for vacant position of VP and N6PDB for position of secretary retroactive to July 1, 2018. Motion seconded by W4SIG. Votes were all aye except for KA2LHO who abstained.
4. KA2LHO announced modifications to the printed agenda, all of which will be addressed later in the meeting.
5. K8ZZ motioned to approve the Treasurer's report for July 2018 and the annual report, which was distributed to all members in attendance. Seconded by KA2LHO. All members voted aye.
6. W4SIG reported on the Membership Committee. Discussed materials available for use by any member for the purposes of promoting membership. Recent uses were overviewed, including by W4SIG at Dayton hamfest and by AB7RW at a convention in Washington.
7. K8ZZ reported on vacancies where volunteers are needed to fill and serve MARAC.
8. A. N1API discussed prior MARAC poll from 2017 where 115 of 167 respondents favored a national MARAC convention every two years. The current by-laws state one must be held yearly. The problem is that the club is short on volunteers to host annual conventions. The board is considering changing the by-laws to remove that a convention must be held every year. This would not change the requirement that an annual board meeting will still be held. It was also discussed that the board would support conventions each year if anyone stepped forward to host one. K8ZZ and other prior convention holders offer their support and advise to anyone willing to be a host. Members are encouraged to submit their input on this issue to their district directors. The board will take all comments under consideration before making any change on this topic. To make any change to the by-laws requires a membership vote.  
B. N1API discussed Logger and the issue we face. The board is aware of problems with Logger and admit that we are currently unable to address many of them due to the lack of understanding and documentation of how the existing system works. The board will

continue to the best of their ability to do what they can to keep this excellent, yet aging, platform operable for members.

C. W4SIG discussed the possible elimination of the MARAC Net Control of the Year Award. The Awards committee has brought this issue up for discussion as well. The general consensus is that there is a lack of anyone actually performing ALL the traditional duties of NCS on any of the MARAC net frequencies (holding a frequency, QST announcements, announcement of mobiles, spotting, relays, etc.). This makes it difficult for one to vote on a NCS of the year. Due to the trend of self-spotting and the unfortunate issue of extremely poor propagation producing fewer mobiles, there is less of a need for an official NCS. For example, there has not been a NCS on CW in many years, yet we have continued to vote on NCS of the year. However, the need for and the extreme importance of spotting and providing relays was stressed. It was suggested that we change the name and requirements of the award to Mobile Assistant of the Year. It was agreed upon that spotting and relays are still of utmost importance. It was discussed how a change would affect those who wish to record Net Control hours to help achieve award levels such as Master Gold. No one is saying that anyone who wants to perform all the NCS duties on a MARAC net cannot, they are appreciated and more than welcome to do so and can continue to count these hours towards awards as needed. The board asks for input from members on this issue so that we may further discuss and make a decision.

9. A. NF0N motioned to approve Certificate of Appreciation Awards for AB7NK, N4CD, W0GXQ, N1API, K4EXT, N5MLP, and K8TE for presentations and assistance at the MARAC National. W4SIG seconded. All voted aye except for N1API who abstained.  
B. NF0N motioned to approve Outstanding Service Awards for W0MU, N0KV, KA3QLF, WQ7A, and KN4Y. Seconded by N7JPF and all voted aye.  
C. NF0N motioned to approve an Outstanding Service Award for K8ZZ for hosting the annual convention. Seconded by N1API and all voted aye.
  
10. W4SIG motioned to approve funds for KA2LHO to host a MARAC information table at the Hamcation in Orlando in Feb 2019. Seconded by N1API and all voted aye except for KA2LHO who abstained.
  - A. KA2LHO motioned to appoint K0DEQ as MARAC Treasurer to replace W7OLY until the next election. Seconded by NF0N and all voted aye
  - B. NF0N motioned to designate K8ZZ and W4SIG as signatories on the new MARAC treasurer accounts in addition to the treasurer. Seconded by KA2LHO and all voted aye except for K8ZZ and W4SIG who abstained.
  - C. KA2LHO motioned for the treasurer to use Citizens Bank in Missouri for MARAC accounts. Seconded by W4SIG and all voted aye.

- D. W4SIG motioned that the board adopt resolutions provided by Citizens Bank of Missouri as required Seconded by NF0N and all voted aye except for KA2LHO and K8ZZ who abstained.
- E. KA2LHO motioned to appoint Darl Deeds, NA8W, to the vacant position of Great Lakes director until the next election. Seconded by N7JPF and all voted aye.
- 11. K8ZZ motioned to adjourn meeting at 9:43AM CST in order to facilitate open discussion with the membership. Seconded by W4IG. All voted aye.
- 12. K8ZZ motioned to reopen board meeting at 9:48AM CST. Seconded by N1API and all voted aye.
- 13. KA2LHO motioned to appoint AB7NK as new election coordinator. Seconded by N1API and all voted aye.
- 14. KA2LHO motioned to appoint K3IMC as new webmaster. Seconded by N1API and all voted aye.
- 15. KA2LHO motioned to appoint KC5QCB as new South Central Director until next election. Seconded by N1API and all voted aye.
- 16. K8ZZ motioned that meeting be adjourned at 9:49AM CST. Seconded by N1API and all voted aye.

# Resolution of Lodge, Association or Other Similar Organization

Citizens Bank of Newburg  
1515 Martin Springs Dr  
Rolla, MO 65401

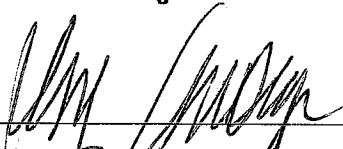
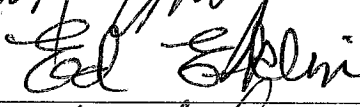
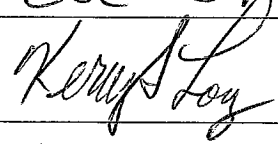
By: MOBILE AMATEUR RADIO AWARDS CLUB  
WILLIAM MORGAN OR EDWIN EKLIN  
OR KERRY LONG  
12012 CO RD 3000  
ROLLA MO 65401

*Referred to in this document as "Financial Institution"*

*Referred to in this document as "Association"*

I, DENNIS D MASON, certify that I am Secretary (clerk) of the above named association organized under the laws of KANSAS, Federal Employer I.D. Number 23-7154716, and that the resolutions on this document are a correct copy of the resolutions adopted at a meeting of the Association duly and properly called and held on OCTOBER 06, 2018 (date). These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

**Agents.** Any Agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature		Facsimile Signature <i>(if used)</i>		
A. WILLIAM MORGAN, SIGNER	X		X	_____	_____
B. EDWIN EKLIN, SIGNER	X		X	_____	_____
C. KERRY LONG, SIGNER	X		X	_____	_____
D. _____	X	_____	X	_____	_____
E. _____	X	_____	X	_____	_____
F. _____	X	_____	X	_____	_____

**Powers Granted.** (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power. Following each power indicate the number of Agent signatures required to exercise the power.)

Indicate A, B, C, D, E, and/or F	Description of Power	Indicate number of signatures required
A, B, C	(1) Exercise all of the powers listed in this resolution.	1
_____	(2) Open any deposit or share account(s) in the name of the Association.	_____
_____	(3) Endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution.	_____
_____	(4) Borrow money on behalf and in the name of the Association, sign, execute and deliver promissory notes or other evidences of indebtedness.	_____
_____	(5) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by the Association as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.	_____
_____	(6) Enter into a written lease for the purpose of renting, maintaining, accessing and terminating a Safe Deposit Box in this Financial Institution.	_____
_____	(7) Other:	_____

**Limitations on Powers.** The following are the Association's express limitations on the powers granted under this resolution.

**Resolutions**

**The Association named on this resolution resolves that,**

- (1) The Financial Institution is designated as a depository for the funds of the Association and to provide other financial accommodations indicated in this resolution.
- (2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Financial Institution. Any and all prior resolutions adopted by the Association and certified to the Financial Institution as governing the operation of this association's account(s), are in full force and effect, until the Financial Institution receives and acknowledges an express written notice of its revocation, modification or replacement. Any revocation, modification or replacement of a resolution must be accompanied by documentation, satisfactory to the Financial Institution, establishing the authority for the changes.
- (3) The signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Association. Any Agent, so long as they act in a representative capacity as an Agent of the Association, is authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated on page one, from time to time with the Financial Institution, subject to any restrictions on this resolution or otherwise agreed to in writing.

- (4) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of the Association with the Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.
- (5) The Association agrees to the terms and conditions of any account agreement, properly opened by any Agent of the Association. The Association authorizes the Financial Institution, at any time, to charge the Association for all checks, drafts, or other orders, for the payment of money, that are drawn on the Financial Institution, so long as they contain the required number of signatures for this purpose.
- (6) The Association acknowledges and agrees that the Financial Institution may furnish at its discretion automated access devices to Agents of the Association to facilitate those powers authorized by this resolution or other resolutions in effect at the time of issuance. The term "automated access device" includes, but is not limited to, credit cards, automated teller machines (ATM), and debit cards.
- (7) The Association acknowledges and agrees that the Financial Institution may rely on alternative signature and verification codes issued to or obtained from the Agent named on this resolution. The term "alternative signature and verification codes" includes, but is not limited to, facsimile signatures on file with the Financial Institution, personal identification numbers (PIN), and digital signatures. If a facsimile signature specimen has been provided on this resolution, (or that are filed separately by the Association with the Financial Institution from time to time) the Financial Institution is authorized to treat the facsimile signature as the signature of the Agent(s) regardless of by whom or by what means the facsimile signature may have been affixed so long as it resembles the facsimile signature specimen on file. The Association authorizes each Agent to have custody of the Association's private key used to create a digital signature and to request issuance of a certificate listing the corresponding public key. The Financial Institution shall have no responsibility or liability for unauthorized use of alternative signature and verification codes unless otherwise agreed in writing.

**Pennsylvania.** The designation of an Agent does not create a power of attorney; therefore, Agents are not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code) unless the agency was created by a separate power of attorney. Any provision that assigns Financial Institution rights to act on behalf of any person or entity is not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code).

**Effect on Previous Resolutions.** This resolution supersedes resolution dated \_\_\_\_\_ completed, all resolutions remain in effect.

. If not

**Certification of Authority**

I further certify that the Association has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the resolutions stated above to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

If checked, the Association is a non-profit lodge, association or similar organization.

Dennis D Mason  
(Secretary)

Ed Ekelin  
(Attest by Other Officer)

Ray D. [Signature]  
(Attest by Other Officer)

**For Financial Institution Use Only**

Acknowledged and received on \_\_\_\_\_ (date) by \_\_\_\_\_ (initials)

This resolution is superseded by resolution dated \_\_\_\_\_

**Comments:**



# Resolution of Lodge, Association or Other Similar Organization

Citizens Bank of Newburg  
1515 Martin Springs Dr  
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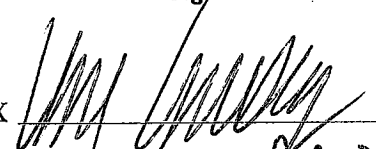
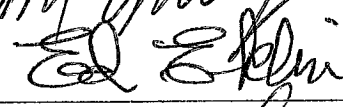
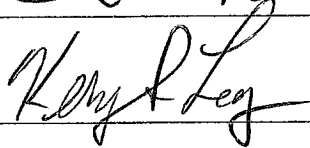
**By:** MOBILE AMATEUR RADIO AWARDS CLUB  
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A. <u>WILLIAM MORGAN, SIGNER</u>	X 	X	X	X	X
B. <u>EDWIN EKLIN, SIGNER</u>	X 	X	X	X	X
C. <u>KERRY LONG, SIGNER</u>	X 	X	X	X	X
D. _____	X _____	X	X	X	X
E. _____	X _____	X	X	X	X
F. _____	X _____	X	X	X	X

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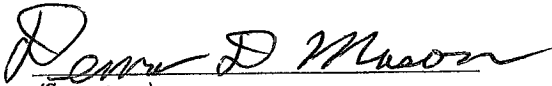
**Effect on Previous Resolutions.** This resolution supersedes resolution dated \_\_\_\_\_ completed, all resolutions remain in effect.

. If not


**Certification of Authority**

I further certify that the Association has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the resolutions stated above to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

If checked, the Association is a non-profit lodge, association or similar organization.

  
\_\_\_\_\_  
(Secretary)

  
\_\_\_\_\_  
(Attest by Other Officer)

  
\_\_\_\_\_  
(Attest by Other Officer)

**For Financial Institution Use Only**

Acknowledged and received on

(date) by \_\_\_\_\_ (initials)

This resolution is superseded by resolution dated

**Comments:**