

Texas VHF-FM Society
General Membership Meeting
Saturday, January 14, 2012
Radio Fiesta - San Antonio, Texas

Directors Present:

Andy Carstarphen - WY5V President
Bill McDonald - AK5DX Vice-president
Larry Essary – K5XG Secretary
Frank Hormann – KM5I Treasurer
Royce Taylor – KA5OHJ Editor
Gerald Richmond – N5ZXJ
Jerrel Jones W5TUU
Rusty Haddock AE5AE

Frequency Coordinators present:

Mark Stennett NA6M State Frequency Coordinator
Craig Green - KV5E Zone 1
Paul Finch - WB5IDM Zone 1 440 MHz
Craig Green - KV5E Zone 1
Rodger Williams - W5UOK Zone 2

President Andy Carstarphen called the members meeting to order at 11:00 AM and introduced the directors present at the meeting.

The first order of business was the presentations of the plaques for the 2 Meter FM Challenge. The winners are:

Single Operator – Fixed - Aaron Scott - WX5VHF
Multi-Operator Rover/Mobile Keith Ballow - KB5NXW / Jon Brunner - NU5G
Single Operator Rover/Mobile Andy Carstarphen - WY5V

Secretary Larry Essary stated that the next Texas 2 Meter Simplex Challenge will be held on Sunday, June 3, 2012 which is the weekend before HamCom.

The next item of business was a presentation and discussion on the idea of a Walt Weiderhold (W5OGZ) Scholarship Fund. The presentation of the scholarship fund idea was made by director Jarrell Jones. Jones spoke of the need for the Society to perform charitable actions to be in alignment with the conditions of a 501(c)3 organization as well as the Society's by-laws.

Jones continued speaking about the suggested criteria and requirements for the proposed scholarship. Jones made a motion to establish a scholarship program and that it be named for Walt Weiderhold. Secretary Essary made a 2nd. There was discussion. The motion passed 14 FOR and 0 AGAINST.

Eric Schmidt made a motion to table the implementation of the scholarship until the information can be published in the newsletter for comment. Editor Taylor gave a 2nd. The motion passed.

President Carstarphen called for a short meeting break at 11:28.
President Carstarphen re-convened the meeting at 11:35.

The next item of business was the presentation of the suggested by-law changes. A motion was made by Chuck Kenworthy to table the presentation until the changes could be posted to the web site. There was a 2nd. The motion passed.

Mark Stennett made a motion to table a set of by-law changes that he additionally had submitted. There was a 2nd. The motion passed. (After the meeting Mark Stennett would later withdraw his proposed by-laws changes)

There was a request to have a high level overview of the proposed by-law changes. A lengthy overview was presented to the membership by Secretary Essary.

Mark Stennett made a motion to have our articles of incorporation posted to the Society's web site. There was a 2nd from Secretary Essary. The motion passed.

Mark Stennett made a short presentation on FCCLookUp.com.

The next item of business was the presentation on suggested changes to the Standards of coordination by Mark Stennett (SFC). The lengthy discussion of the proposed changes to the Standards of Coordination resulted in agreement that the changes would be put out for comment 'RFC' to the trustees and the language finely tuned for presentation at the next membership meeting.

The next item of business was the presentation of the 2012 budget (per Society by-laws paragraphs 8.1 and 8.5). There was a motion to approve the budget that was approved at the August 2011 membership meeting. There was a 2nd. There was discussion including a reading of the budget approved at the August 2011 membership meeting by Treasurer Frank Hormann. The vote was delayed to after the reading of the Secretary's report.

The next item of business was the Secretary's report. Secretary Essary gave information on the membership as of January 13, 2012 as follows:

Life Members 293
Club Life Members 8

Family Life Members 16
Honorary Members 7
General Members 123
Vested Members 645
Family Members 13
Club Members 2

Essary discussed member correspondence sent to Chris Boone and Maurice Martin. Next Essary stated that based on previous threats to the Society and the possibility of a future lawsuit that the need for Directors and Officers (D&O) insurance was discussed and was acquired. Essary went on to say that based on our by-laws there was no way to pay for the insurance based on its cost and since the insurance was not a budgeted item. Essary stated that he personally paid for the down payment to put the coverage in place. Essary stated that having the insurance in place would help deter directors from resigning from the fear of being sued. Essary stated that we have recently had directors resign over that very concern and that not having the coverage was also a deterrent to qualified individuals wanting to be a director. And acquiring the coverage was a good business practice. Essary stated that the directors were looking at the membership to approve a new budget that would include the cost of the D&O insurance coverage.

After the Secretary's report there was a continued lengthy discussion on the purposed 2012 budget.

The previous motion to approve the same budget that was approved at the August 2011 membership meeting was withdrawn.

There was a motion made by Steve Jones to approved the modified 2012 budget as presented. The motion received a 2nd from Michael Lay. The motion passed. The approved 2012 budget is attached to these minutes as Exhibit "A".

The next item of business was the treasurer report. Treasurer Hormann said the balance of our accounts as of today are as follows:

Primary checking \$5,345.77
Secondary checking (inbound from PayPal) \$500.33
PayPal merchant account \$18.96
Savings account \$33,070.79

The next item of business was Committee Reports. Database chairman Essary gave an update of the recent activates of the database committee which included cleaning up the membership database and setting in place a procedure for 3 level backups of our databases including cold storage.

The next item on the agenda was old business. There was none.

The next item on the agenda was new business. There was none.

The next item of business was the election of directors to fill three vacant positions. The temporary directors made short presentations on themselves. President Carstarphen called for nominations from the floor and those people made short presentations on themselves. Mark Stennett made a motion to close nominations. The motion received a 2nd and it passed.

President Carstarphen asked all members to mark their ballots. After the votes were counted the following people had been elected as directors to serve the balance of the three vacant director positions for the 2011-2013 term:

Louis Petit – WB5BMB
Chuck Kenworthy - WB5FWI
Michael Lay – N5PTN

After the results of the election were announcement there was a motion to adjourn. It received a 2nd and passed. The meeting was adjourned at 3:19 P.M.

Exhibit "A"

Texas VHF-FM Society, Inc.

Budget for 2012

(approved by membership on Jan 14, 2012)

Income

Membership renewals	\$1,250.00
ARRL Submission Reimbursement	\$1,200.00
Interest income (savings)	\$70.00

Total Income **\$2,520.00**

Expenses

General Liability insurance	\$250.00
Post Office Box	\$130.00
Coordination expenses	\$300.00
Director badges	\$0.00
Office Supplies	\$100.00
Postage	\$50.00
Venue Fees	\$200.00
Fidelity Bond, Pres, VP, Treasurer 3 yr	\$200.00
RFP projector, Web Site	\$600.00
Vested member poll(s) (printing/postage)	\$600.00
Bank charges	\$150.00

\$2,580.00

Officer/ Director Insurance - annual	\$831.00
Domain / General Web & Email Hosting	\$0.00
PR/Marketing (includes printing costs)	\$0.00
Legal	\$1,500.00
Accounting	\$1,000.00
Equipment purchase of video projector & printer (1 time)	\$0.00
Equipment purchase of laptop computer (1 time)	\$300.00
Booth materials sign/etc. 2 sets (1 time)	\$0.00
Misc.	\$0.00

\$3,631.00

Total Expenses **\$6,211.00**