

SMARC MEETINGS NOTES 2022 May 23

The SMARC 2022 May 23 meeting was held as an in person meeting at the United Steel Workers Union Hall, 339 South Hall Rd, Alcoa, TN and as a Zoom video conference.

- The SMARC May meeting was called to order at 1900 ET by Treasurer Dave Kaun [N9KMY] substituting for President Bob Wilson [KK4XA] who was not in attendance due to illness. (All references to "Dave" are to Dave Kaun [N9KMY] - *ed.*)
- A total of 33 members and guests signed the Attendance Log at the Union Hall; SMARC Secretary, Bob Loving [K9JU], recorded the 12 who appeared on Zoom.
- This meeting included the second use of the new Audio/Visual (A/V) system designed by Dave and Bob [KK4XA]. The only change was a new second camera as the first model failed.
- Dave started the "Ham Roll Call" in which person present at the Union Hall introduced themselves with callsign and name. Dave read the names and calls of those on Zoom.
- Lou [WB3JKQ] announced that the Radio Amateurs Club of Knoxville (RACK) 2022 Hamfest will occur this year on June 18. He had tickets for sale at a discounted price to the door price.
- Dave asked for acceptance of the April meeting Secretary Notes and Minutes. Motion made by Rick [KC2ROQ]; seconded by Larry [W6UB]. Motion was passed unanimously by those in attendance.
- Dave read the Treasurer's report (available at <https://w4olb.org/>). Motion to accept was made by Bob [K9JU]; seconded by Larry [W6UB]. Motion was passed unanimously by those in attendance.
- Charles [K4BAL], head of the 75th Anniversary and Logo committee, asked for acceptance of the basics for the new club logo. The motion was made by Jim [AA0JE]; seconded by Larry [W6UB]. Several items were discussed: 1) Don [K4DXG] noted the colors for the "W4OLB" callsign and for "SMARC" should be changed as they tended to blend into the background picture of the mountains; and 2) Bob [K9JU] indicated the picture looked dark and gloomy and asked if there was a way to replace the picture with the mountains under blue sky. After the discussion, the motion was passed by the majority of those in attendance.
- Dave forwarded Bob's request for photographs of the stations of the members to show as a backdrop before the meeting commences and during the break period.
- David [N1ESK] briefly explained the changes being proposed to the SMARC Constitution. David noted the present Constitution requires a two-thirds of the membership to vote on the changes, either in person or by proxy. All proxy votes

are to be mailed, emailed or hand carried to the secretary of the club, Bob Loving [K9JU]. The vote on the changes is scheduled for the July meeting as the June Field Day exercise is not considered to be a formal meeting. The motion to accept the changes and the vote at the July meeting was made by David [N1ESK]; seconded by Pete [WM4U]. Motion was passed unanimously by those in attendance.

- Dave said the list of changes to the Constitution will be posted to club website <https://w4olb.org/>. David [N1ESK] has emailed a copy of the proposed changes to those on the “groups.io” mailing list for SMARC. [One more good reason to sign up for club emails - *ed.*]
- Kurt [KC4NX], chairman of the Repeater Committee, reported all is well with both repeaters, the 146.655-MHz and the new Fusion 443.075-MHz (100-Hz tone). Kurt desires that more members to exercise the Fusion repeater as it remains too quiet most of the time.
- Melvin [WB5KSM] announced that Paul [W4LSM] would fill in for Bob [KK4XA] as NCS on May 26. For whatever reason(s), the average check-ins per net has declined to 22 from over 30 during the last 6-weeks. [It’s probably due the Yankee talking too long and too much about subjects of very little interest to most in the club. - *ed.*]
- Jordan [K4AVG] reported no new changes to the website. Assisting Jordan is Dave who updates the information on a regular basis.
- Dave requested a volunteer to be editor for the SMARC newsletter. Consensus supports a quarterly newsletter as being sufficient.
- Break for goodies was from 1935 – 1952 ET.
- Paul [W4LSM] summarized the results for SMARC from the 2021 Field Day exercise. Paul then explained the preliminary planning for the 2022 FD at the Smoky View Baptist Church, 2201 West Lamar Alexander Parkway (US 321), Maryville, TN. To be researched: 1) are Class-D (home on commercial power) stations handled the same as in 2020 and 2021; and 2) what are the rules concerning setup time limitations previous to the start time of FD (2 PM ET). Note: Field Day is the last full weekend in June; for 2022 that is June 25 – 26.
- The May SMARC meeting was adjourned at 2048 ET.

Respectfully submitted by Bob Loving [K9JU], SMARC Secretary.

I make a motion to make the following changes to the current SMARC constitution:

- a. Change the Preamble to read:

We, the members, a majority of whom are citizens of the United States, desiring to form a non-profit corporation under the Tennessee Nonprofit Corporation Act, do hereby certify:

- b. Change Article 1-1 to read:

The name of the corporation will be Smoky Mountain Amateur Radio Club.

- c. Change Article 2-2 to read:

There shall be two classes of membership as follows: (a) Member: Any person holding a duly authorized and valid F.C.C. Amateur License shall be entitled to vote and hold office. (b) Associate Member: Any person shall be entitled to attend meetings, but not have the right to vote or hold office.

- d. Change Article 3-2 to read:

The elected officers shall constitute the club's Board of Directors (previously defined as staff). No one member shall hold more than one officer position. If not already an officer, the Club License Trustee (as defined in Article 5.3) shall also be considered a member of the Board of Directors.

- e. Change Article 3-3 to read:

The officers of this club shall be elected for a term of two years. The election shall be held at the regular November meeting of the odd number year by a ballot of the members present. The term of office of those elected at the November meeting shall commence upon the first day of January of the new year.

- f. Change Article 3-5 to read:

An officer may be removed by a three-fourths vote of the members present at a regular meeting, provided all members have been notified of such upcoming vote via email at least seven days in advance.

- g. Change Article 3-8 to read:

The Board is charged with establishing the direction of the club and will bring motions to the full club for a vote regarding all non-budgeted expenditures, any changes to the budget and/or changes to the normal meeting routine.

- h. Change Article 6-2 to read:

Those members present at a meeting will constitute a quorum for the transaction of business.

- i. Change Article 6-6 to read:

Meetings may be held virtually if the officers determine it is in the best interest to do so.

- j. Change Article 9-1 to read:

This updated Constitution and any subsequently adopted bylaws may be amended by two-thirds of members in good standing who are present at the meeting at which a vote is taken, or by a majority of the members, whichever is less. Proposals for amendments will be submitted in writing at a regular meeting and may not be voted on until the next regular meeting.

- k. Change Article 10-2 to read:

Notwithstanding any other provision of these articles, this social club shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c)3 or 501(c)(7) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

- l. Change Article 10-3 to read:

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c)(3) or 501(c)(7) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code, or to the Federal, State, or local government for exclusive public purpose. This amended Constitution has been adopted _____ (date) by a vote of the club members at the regular meeting of the Smoky Mountain Amateur Radio Club and supersedes any previous club constitution or bylaws.

- m. Change the document signature section to include all four elected officers.

SMARC Proxy Letter

At the SMARC monthly meeting on July 25, 2022, the membership will be asked to approve changes to the Constitution. The motion for these changes will be made at the May 25, 2022 meeting and are intended to provide clarity and to correct language found to be defective per Tennessee law.

In accordance with 2015 Tennessee Code Title 48 - Corporations and Associations Nonprofit Corporations, Chapter 57 - Meetings and Voting, Part 2 – Voting, § 48-57-205 – Proxies, (1) “A member may execute a writing authorizing another person or persons to act for the member as proxy.”

As a reminder, active members who are unable to attend in-person or via Zoom can ask another SMARC member to vote in his/her place if that member is authorized. Any member in good standing of SMARC (dues paid up to date) may vote by proxy.

Unless you have a specific member in mind, please fill in the blanks on the form below (no electronic signatures please) and forward the form (hand delivered, mailed via USPS, or scanned and emailed) to:

Bob Loving, K9JU, SMARC Secretary
4023 Walland Gap Drive
Maryville, TN 37804-6053
K9JU@ARRL.NET

Date: _____

Due to the importance of the actions necessary at the July 2022 SMARC meeting, I hereby authorize _____ to vote for me at the Smoky Mountain Amateur Radio Club meeting on July 25, 2022, and thus be counted as if I were in attendance. This proxy is only valid for the vote on the motion to approve the changes to the SMARC Constitution. If I attend the meeting, then this proxy is rescinded.

Print Name / Signature / Call Sign