

TASMA Special Meeting Minutes

Saturday, November 1, 2014

Norman P Murray Center
24932 Veterans Way
Mission Viejo CA

NOT APPROVED

1. Attendance

AJ6B	Sean Reigle	N6GYG	Chuck Messel
KS6RFI	Dave Southworth	W6DVE	Dave Bremer
K9KAO	Henry Kao	KD6DDM	Dave Summers
KA6TBF	Dave Elder	AD6OI	Heiko Peschel
W6TNA	Tina Bremer		

2. Call To Order

With quorum present, meeting called to order at 9:30am.

3. Introductions

All in attendance introduced themselves and the group(s) they represent, if any.

4. Election Results

29 voted yes on proposed bylaw changes (attached), 2 voted no.
Heiko AD6OI motioned to close election, Dave KD6DDM seconded.

5. Board of Director Nominations

Chairman: KD6DDM nominates KA6TBF.
Vice-chairman: KA6TBF nominates W6DVE.
Secretary: KA6TBF nominates AJ6B.
Treasurer: W6DVE nominates W6TNA.
Member at Large: KA6TBF nominates KD6DDM.

6. Open Forum

Heiko AD6OI speaks about board meetings being made public. Chairman responded that some items are confidential in the board meeting and minutes are made available on the topics that are discussed and motions passed.

7. Next General Meeting is December 6, 2014. Location will be announced prior to meeting.

8. Adjournment.

KA6TBF motions to adjourn, unanimously passed at 10:00am.

Meeting minutes created by Sean Reigle, AJ6B, Secretary. 11/1/2014

TASMA Bylaws

Proposed: October 17, 2014

ARTICLE I – MEMBERSHIP

Section 1. CATEGORIES

- a. REGULAR membership is open to any person who is authorized to operate an amateur radio station on frequencies within the two-meter band.
- b. DELEGATE membership is open to any person who (1) qualifies for membership under section 1a and (2) is authorized to represent any club or organization, the interests of which include two-meter operations.

Section 2. APPLICATION

Application for membership shall be made through the Secretary of the Association, and shall require a concurrent payment of one year's dues.

Section 3. RIGHTS OF MEMBERSHIP

- a. A voting member is defined as a member that held a paid membership 45 days prior and concurrent with the voting. Each member shall have one vote.
- b. In cases where a member cannot be present at a Meeting, that member may vote with respect to the election of officers, and any other published agenda item, by written ballot, delivered to the Secretary of the Association before or during balloting.

ARTICLE II - OFFICERS (Amended 06/05/98 & 12/5/09)

Section 1. TITLES

The Officers of the Association shall be:

- a. Chairman
- b. Vice-Chairman
- c. Secretary
- d. Treasurer
- e. Board Member At Large (Amended 06/05/98)
- f. ~~Membership Director (Amended 12/5/09)~~
- g. ~~Internet Services Manager (Amended 12/5/09)~~

These elected officers shall be the Board of Directors of the Association.

Section 2. ELECTION OF OFFICERS

- a. Nominations of officers will be held at the regular meeting immediately prior to the Annual Meeting. A slate of persons running for office shall be printed in the mailing preceding the Annual Meeting.
- b. Nominees for any TASMA officer position shall have maintained continuous membership for at least one year and be at least 18 years of age at the commencement of term of office. (Amended 4/13/2002)

- c. Additional nominations may be made from the floor at the Annual Meeting. Only members may make nominations.
- d. Balloting shall be in accordance with ARTICLE IV, Section 4 of these Bylaws.
- e. In the event of a vacancy of office, a special election shall be held at the next regularly scheduled meeting of the Association. Advance notice of special elections is not required.

Section 3. TERM OF OFFICE

The term of the elected office shall be one (1) year commencing January 1 and concluding December 31, or concluding with the election of his successor.

Section 4. VACANCY OF OFFICE

Resignation from office shall be by oral or written notification to the Chairman, except that resignation of the Chairman shall be to the Secretary.

Section 5. DUTIES OF THE CHAIRMAN

The Chairman:

- a. Shall administer association affairs.
- b. Shall appoint committees, specifying the goals and functions thereof, and shall be responsible for maintaining committee activity toward those stated goals.
- c. Shall appoint a Database Manager.
- d. Shall appoint an Internet Services Manager (ISM).**
- e. Shall preside at the Annual, Board, Special, and General Meetings.
- f. Shall not vote, except in the case of a tie, in which case he shall cast the deciding vote.
- g. Shall be an ex-officio member of all committees.
- h. Shall be responsible for the adherence of the Association to its Articles of Incorporation and Bylaws.
- a) If the elected Chairman is a delegate member of a club or organization, pursuant to ARTICLE I, Section 1b, the vote of the Chairman shall be delegated to an alternate member of the Association, of the Chairman's choosing, who shall exercise independent discretion in casting the deciding vote. No member may be selected as an alternate who, by reason of absence or abstention, did not cast his own vote prior to the Chairman's selection of an alternate. (Amended 12/17/2005) (Deleted 12/5/09)

Section 6. DUTIES OF THE VICE-CHAIRMAN

The Vice-Chairman:

- a. Shall assist the Chairman in the Discharge of his duties.**
- b. Produce the association newsletter.**
- c. Shall assume the duties of the Chairman in his absence.**
- d. Shall be the liaison between TASMA and other frequency coordinating bodies.**

Section 7. DUTIES OF THE SECRETARY

The Secretary:

- a. Shall retain Association records.
- b. Shall record the minutes of all meetings of the Association, including General, Board, Annual and meetings, and prepare those minutes for publication, if necessary.
- c. Shall prepare membership mailings in accordance with these Bylaws.
- d. Shall distribute official correspondence and committee reports as required or directed by the Chairman of the Association.
- e. Shall transmit to each new member a copy of the Articles of Incorporation and Bylaws of the Association and shall provide copies thereof to other members on request.
- f. Shall maintain and keep all Association minutes, correspondence and other records and surrender these Association files to his successor.
- g. Shall receive all membership applications and retain records of such applications.**

Section 8. DUTIES OF THE TREASURER

The Treasurer:

- a. Shall maintain financial and property records of the Association.
- b. Shall collect membership dues.
- c. Shall arrange that signatures of the Chairman and Treasurer are registered with depositories of Association funds.
- d. Shall disburse moneys, and shall retain copies of bills, vouchers, and receipts to substantiate disbursements.
- e. Shall submit quarterly financial statements of the Association to the Board of Directors and the Association within 45 Days of the end of each quarter, and an Annual Report at the Annual Meeting.
- f. Shall be subject to annual financial audit at such times as may be required by the Chairman.
- g. Shall surrender Association financial records and funds to his successor upon termination of his term.
- h. Shall maintain the membership database.**
- i. Shall process the membership applications.**

Section 9. DUTIES OF THE MEMBER AT LARGE (Amended 06/05/98)

The Member at Large:

- a. Shall be responsible for leading membership drives and retaining and increasing association membership.**
- b. Shall be responsible for obtaining membership statistics.**
- c. Shall be responsible for determining membership status and eligibility for voting.**
- d. Shall be the liaison between TASMA board and the general membership.**

~~Section 10. DUTIES OF THE MEMBERSHIP DIRECTOR (Added 12/5/09)~~

~~The Membership Director:~~

- ~~a. Shall maintain the membership database.~~
- ~~b. Shall process all membership applications.~~

- ~~c. Shall be responsible for leading membership drives and retaining and increasing association membership.~~
- ~~d. Shall be responsible for obtaining membership statistics.~~
- ~~e. Shall be responsible for determining membership status and eligibility for voting.~~

~~Section 11. DUTIES OF THE INTERNET SERVICES MANAGER (added 12/5/09)~~

~~The Internet Services Manager (ISM):~~

- ~~a. Shall prepare and submit an expenditure plan for inclusion in the annual budget.~~
- ~~b. Shall arrange and manage the services of an Internet Service Provider (ISP) and shall approve invoices associated with the ISP. The ISM will keep the Board advised of all agreements with the ISP.~~
- ~~c. Shall arrange for and maintain a domain name for TASMA.~~
- ~~d. Shall maintain mailing lists as requested by the Board and update these lists as requested. The ISM shall moderate use of these lists in accordance with direction from the Board.~~
- ~~e. Shall arrange for a Webmaster to maintain a TASMA web site under the direction of the Board.~~
- ~~f. Shall maintain a file server for use by the Board, the Newsletter Editor, the database Manager, the Technical Committee and other entities identified by the Board. Access privileges shall be maintained in accordance with Board direction.~~

Section 12. REMOVAL OF AN OFFICER (Renumbered 12/5/09)

- a. Any officer of the Association may be removed from office for acting outside of these Bylaws, neglect of duty, or otherwise putting the association in possible jeopardy.
- b. An officer can only be removed by a majority vote of the Association voting members at a general meeting or a special meeting.
- c. A motion to remove an officer must be made and seconded from the floor at a general or special meeting, at which time it becomes an agenda item for the next general meeting or special meeting.
- d. All members of the Association must be notified of the motion to remove said officer, and the time, location and date of the General or special meeting in which the vote regarding the removal of the officer will take place, not less than (1) week prior to the meeting.
- e. Upon an officer being removed from office, Article II, Section 2d of these Bylaws shall govern the election of a replacement officer.

ARTICLE III - COMMITTEES and APPOINTED POSITIONS

Section 1.

- a. The Technical Committee shall prepare and submit a Band Plan and Technical Standards to the membership for approval. These documents will describe the spectrum plan for the 2-Meter Band and the functional standards for having coordination on this band. The Technical Committee is bound by these documents, once approved. All changes to these documents require a majority approval of both the Technical Committee and the voting membership at a General or Special Meeting.
- b. The Chairman of the Association shall designate all committees and appoint a Chairman of each such committee from members of the Association. The appointments of committee members must be approved by the Board of Directors.

- c. **The Chairman of the Association shall appoint a member of the Association to be the Internet Services Manager (ISM). The appointment of the ISM must be approved by the Board of Directors.**
- d. The Chairman of the Association shall appoint a member of the Association to be the Database Manager. The appointment of the Database Manager must be approved by the Board of Directors.
- e. ~~Association appointees, committee chairs, and committee members terms are concurrent with that of the Chairman of the Association and terminate upon the termination of the Chairman.~~
- f. An Association appointee may only be removed from his appointment at the request of the Chairman of the Association with the consent of the Board of Directors.

Section 2. TECHNICAL COMMITTEE

- a. Requests for frequency coordination shall be made in writing to the Technical Committee using the forms provided by the association in compliance with the coordination guidelines established by the Board of Directors. The Technical Committee, wherever consistent with FCC Part 97, the Articles of Incorporation and Bylaws of the Association and in strict accordance with the guidelines established by the Board of Directors, shall coordinate frequencies and repeater activities in a given area based on information provided by the Applicants therefor.
- b. The applicant shall provide, at his expense, such studies, surveys, research, and findings on technical and engineering matters, including equipment design, antenna configuration and location, frequency coordination, control functions, deviation levels, and related technical parameters, as may be required by the Technical Committee for the purpose of analyzing and acting upon the applicant's request.
- c. The Secretary of the Technical Committee shall be elected by the Technical Committee, from among its members, and shall maintain records, handle correspondence, and prepare agendas for Technical Committee meetings.
- d. The Chairman of the Technical Committee may appoint Sub-committees on specific subjects as necessary or as directed by the Chairman of the Association. The Sub-committee Chairman shall be appointed by the Chairman of the Technical Committee, with approval of the Board of Directors.
- e. The Technical Committee shall meet to address pending applications for frequency coordination and other matters, at such times and places as shall be designated by the Chairman of the Technical Committee.
- f. A report of actions taken by the Technical Committee shall be returned to the Board of Directors, the applicant, and all other affected parties as soon as possible after the meeting at which the applicant's request was considered, but not to exceed (45) days.
- g. The decisions of any TASMA Committee may be appealed by any member of the Association to the Board of Directors, but may not be appealed to the committee. All appeals must be in writing explaining the points of the appeal and contain supporting documents, and must be made no later than 90 days after proof of notification of the committee action or decision. The Board of Directors must review and act on a properly submitted appeal within 90 days of receipt of the appeal. A decision of a TASMA committee can only be overturned by a majority vote of the TASMA Board of Directors. The decision of the TASMA board of directors on an appeal shall be final.
- h. The Board of Directors may overturn, reverse, or modify the actions or decisions of committees if they are found to have been made in violation of these Bylaws.

Section 3. DATABASE MANAGER (Amended 10/27/00)

- a. The Database Manager shall be responsible for maintaining and keeping current a database of all repeater coordinations.
- b. The Database Manager shall provide the Board and Committee Chairs all information requested from the database.
- c. The Database Manager shall be provided all information regarding new coordination, and changes in coordination. (Amended 10/27/00)
- d. The Database Manager shall produce and forward completed frequency grant forms and notifications to the technical committee after coordination information has been received and entered in the database.
- e. The Database Manager shall not provide any information from the Associations databases to any parties except the Board of Directors and Association Committees with out the prior approval of the Board of Directors.
- f. The Database Manager shall return all Association records and databases to the Board of Directors at which time his appointment is terminated.
- g. The Association databases are the sole property of the Association.

Section 4. The Internet Services Manager (ISM):

- a. Shall prepare and submit an expenditure plan for inclusion in the annual budget.**
- b. Shall arrange and manage the services of an Internet Service Provider (ISP) and shall approve invoices associated with the ISP. The ISM will keep the Board advised of all agreements with the ISP.**
- c. Shall arrange for and maintain a domain name for TASMA.**
- d. Shall maintain mailing lists as requested by the Board and update these lists as requested. The ISM shall moderate use of these lists in accordance with direction from the Board.**
- e. Shall arrange for or may serve as Webmaster to maintain a TASMA web site under the direction of the Board.**
- f. Shall maintain a file server for use by the Board, the Newsletter Editor, the database Manager, the Technical Committee and other entities identified by the Board. Access privileges shall be maintained in accordance with Board direction.**

ARTICLE IV - MEETINGS

Section 1. GENERAL (Amended 10/27/00)

- a. The general membership shall meet three (3) times a year, April, August and December. Each meeting shall be preceded by an agenda, to be transmitted in writing and/or electronically at least (14) days prior to the scheduled date of the meeting.
- b. The December meeting shall be the Annual Meeting. (Amended 10/27/00)

- c. Special Meetings may be called by the Chairman or by majority vote of the Board of Directors to conduct business that cannot be deferred until the next scheduled General, Technical or Annual Meeting. If any regular business (with the exception of amendments to the Bylaws of the Association) is pending at the time a Special Meeting is called, such regular business may also be conducted, without notice, at such Special Meeting.
- d. The Board of Directors may meet separately to conduct business other than coordination issues and appeals.
- e. Meetings shall be conducted in accordance with the Bylaws of the Association and in accordance with parliamentary practice as set forth in the most recent edition of Robert's Rules of Order.
- f. For purposes of determining a quorum, annual general and special meetings shall require the lesser of 15 members, or a 10 percent attendance of the regular members in good standing to conduct business. Board meetings shall require a majority attendance of the officers, and committee meetings shall require a majority attendance of the committee members. (Amended 4/13/2002)

Section 2. NOTIFICATION OF MEETINGS

- a. Any group or individual being placed on a meeting agenda shall be sent notification of said meeting at least (14) days in advance of the meeting. They shall also be sent the location and time of the meeting, and subject of the said agenda. (Amended 06/05/98)
- b. Each member shall be notified in writing of the time and place of the Annual Meeting at least (14) days in advance of the Annual Meeting. Such notification may be concurrent with the transmittal of the agenda of the Annual Meeting.
- c. All members of the Association must be notified of the motion, time, location and date of the General or special meeting in which the vote regarding the removal of the officer will take place not less than (14) days prior to the meeting.
- d. Association notices may be made by US postal mail, website, e-mail or other electronic means.**

Section 3. ORDER OF BUSINESS

- a. The business of the Annual Meeting shall be conducted in the following sequence:

<i>1. Registration</i>	<i>7. Committee Reports</i>
<i>2. Call to Order</i>	<i>8. Unfinished Business</i>
<i>3. Introductions</i>	<i>9. Election of Officers</i>
<i>4. Approval of Previous Minutes</i>	<i>10. New Business</i>
<i>5. Treasurers Report</i>	<i>11. Next Meeting Date/Location</i>
<i>6. Correspondence</i>	
- b. Special Meetings may follow any order of business or agenda determined to be appropriate by the Chairman of the Association or the Chairman of the Committee or Sub-committee which has caused the Special Meeting to be called.

Section 4. BALLOTING

Balloting at Meetings, shall be of eligible votes cast on a ballot as verified and determined by the Secretary.

ARTICLE V - COMMUNICATIONS

Section 1. COMMUNICATIONS

A copy of any communication or statement by or addressed to the Association or its officers, which in the opinion of the Chairman of the Association is of interest to the general membership, shall be transmitted by regular mail to each member, by the Secretary of the Association.

Section 2. CONFIDENTIALITY OF COMMUNICATIONS

Correspondence or communication concerning personal phone numbers, system control information, exact repeater site location, or other information of a personal or sensitive nature may be requested by the person making the communication, or any other person having a reasonable interest therein, to be held in confidence by the Association, and such information shall be withheld from publication or public scrutiny.

ARTICLE VI - DUES (Amended 10/27/00, 12/06/08)

- a. The dues for membership in the Association shall be recommended by the Officers of the Association, which shall be due and payable upon application for membership and **subsequent year renewals** thereafter. In the absence of action on the part of the Officers, the dues are established at **Fifteen Dollars (\$15)** per year. The Officers may recommend a change to the dues at any time by formal vote and the change shall be voted on at the General meeting. If approved, it shall become immediately effective. (Amended 4/9/2005, 12/06/08)
- b. Failure to remit dues within ninety (90) days after membership expiration shall result in the member being dropped from the membership. Any person so dropped from membership may seek reinstatement to membership only upon resubmitting of an application for membership and the membership dues to the Secretary of the Association. (Amended 10/27/00, 12/06/08)
- c. TASMA shall adopt a fiscal year beginning on 1 January of each year and extending through 31 December. (Amended 12/06/08)

ARTICLE VII - PROPERTY OF THE ASSOCIATION

- a. The Association may acquire, hold, and dispose of real and personal property in accordance with Articles of Incorporation of the Association.
- b. Distribution of funds or interest in real or personal property, shall be on an equal basis to each member in good standing of the Association at the time the distribution is made.
- c. In the event that it becomes necessary for the Association to dispose of real or personal property, the preferred disposition shall be liquidation of the property for cash. The method of liquidation, and the reasonable or fair market value of the property to be liquidated, shall be at the discretion of the Technical Committee.

The Bylaws were revised and adopted at a General Meeting held 6/5/1998 and superseded all prior issues. The revised Bylaws were first officially published 6/19/1999 following ratification by the 1999 Board. Amendments to the Bylaws were approved on 10/27/2000, 4/13/2002, 4/9/2005, 12/17/2005, and 12/06/2008 by the General Membership. Amendments are noted in the body of the document.