

**Minutes of the 2021 AMSAT Board of Directors Meeting
Held via Zoom – October 29, 2021**

1. Pursuant to due notice, the Board of Directors of the Radio Amateur Satellite Corporation (AMSAT) convened via Zoom at 9:07am Central Daylight Time with President Robert Bankston, KE4AL, in the chair and the following Directors present:

Mr. Joseph Armbruster, KJ4JIO
Mr. Robert Bankston, KE4AL, President
Mr. Jerry Buxton, N0JY, Vice President – Engineering
Dr. Mark Hammond, N8MH
Mr. Zach Metzinger, N0ZGO
Mr. Bruce Paige, KK5DO
Mr. Paul Stoetzer, N8HM, Executive Vice President

The following officers and guests were also present:

Mr. Barry Baines, WD4ASW, Past President
Mr. Steve Belter, N9IP, Treasurer
Mr. Drew Glasbrenner, KO4MA, Vice President – Operations
Dr. Mark Johns, K0JM, AMSAT News Service Senior Editor
Mr. Frank Karnauskas, N1UW, Vice-President – Development
Dr. Perry Klein, W3PK, Founding President
Mr. Joseph Kornowski, KB6IGK, *The AMSAT Journal* Editor-in-Chief
Mr. David Taylor, W8AAS, AMSAT United States Delegate to ARISS-International

AMSAT members were also invited to observe the meeting via YouTube.

2. President Bankston presented the proposed agenda for the meeting. Upon the motion of Mr. Metzinger, seconded by Mr. Paige, the agenda was adopted.

3. Dr. Alan Johnston, KU2Y, Vice President – Educational Relations, joined the meeting at 9:11am CDT.

4. The first order of business was the election of the corporate officers. President Bankston presented the following proposed slate of officers:

President: Mr. Robert Bankston, KE4AL
Executive Vice President: Mr. Paul Stoetzer, N8HM
Vice President – Engineering: Mr. Jerry Buxton, N0JY
Vice President – Operations: Mr. Drew Glasbrenner, KO4MA
Vice President – Educational Relations: Dr. Alan Johnston, KU2Y
Vice President – Development: Mr. Frank Karnauskas, N1UW
Treasurer: Mr. Steve Belter, N9IP

President Bankston noted that the offices of Secretary and Vice President – User Services were vacant.

5. Dr. Hammond moved that the slate of officers as presented be elected by acclamation. The motion was seconded by Mr. Paige and carried unanimously. The officers, as listed at Minute 4, were declared elected.

6. Mr. Stoetzer announced that, as the Executive Vice President traditionally fills the roles of vacant positions, he would serve as Acting Secretary for this meeting.

7. President Bankston presented his President's Report, reviewing accomplishments in 2021, including the launch of AO-109, progress on GOLF, partnership with the University of Maine, closure of the AMSAT office, continued development of the CubeSatSim, adoption of Bylaws amendments, and adoption of a Strategic Plan. He noted that AMSAT remains in a strong financial position, with AMSAT's liquid financial assets approaching \$1 million, and that membership remains above 4,000 – with representation from 76 countries.

8. Mr. Stoetzer presented the Secretary's Report. He noted that the approval of the minutes of the June 1, 2021 Board of Directors Teleconference remained pending and requested a motion to approve the minutes as presented previously.

9. Mr. Paige moved the approval of the minutes of the June 1, 2021 Board of Directors Teleconference. Mr. Metzinger seconded, and the motion carried unanimously.

10. Mr. Stoetzer noted that the 2021 Board of Directors election ran smoothly. There were four nominees for four slots, so the election was conducted electronically at no cost via the Wild Apricot member portal. He noted that 413 members participated in the election despite the lack of competition for Directors slots.

11. Mr. Belter delivered the Treasurer's Report, noting that 2021 has been a year of change given the retirement of Martha and the transition from Robert's service as Treasurer.

12. Dr. Hammond moved that the 2020 and 2019 Financial Statement Review be accepted. Mr. Paige seconded, and the motion carried unanimously.

13. A motion was made by Dr. Hammond to appoint McDaniel & Associates to complete the 2021 and 2020 Financial Statement Review. The motion was seconded by Mr. Buxton and carried unanimously.

14. Mr. Karnauskas delivered the Development Report noting the re-launch of the President's Club. He also presented on the Youth Initiative.

15. Dr. Johnston delivered the Educational Relations Update, noting the developments and outreach of the CubeSatSim.
16. Mr. Taylor delivered an update on Amateur Radio on the International Space Station (ARISS) for 2021.
17. Mr. Stoetzer delivered an update on regulatory matters, including pending FCC rulemakings on orbital debris mitigation and the loss of the 3.4 GHz amateur satellite service spectrum.
18. Mr. Glasbrenner delivered the Operations Report, regarding the operating of AO-7, AO-91, AO-92, AO-95, and FalconSat-3. He also discussed his activities with the IARU.
19. The meeting recessed at 12:58pm for lunch.
20. The meeting reconvened at 2:00pm. Joe Fitzgerald, KM1P, AMSAT IT Team Leader, joined the meeting at this time.
21. Mr. Kornowski delivered a report on *The AMSAT Journal*, including a review of the first year of fully digital publication and the need for more content.
22. Mr. Fitzgerald delivered a report on AMSAT Information Technology operations.
23. Mr. Buxton delivered a report on AMSAT Engineering, including progress with the GOLF project.
24. Discussion ensued on new business. Mr. Bankston opened the discussion on new business with a proposal regarding a commercially built FM satellite.
- 25. Mr. Bankston moved the approval of the following resolution: "Resolved, that the Board of Directors authorizes the senior officers to acquire a commercially built FM satellite, including a launch, contingent on funding being received from external sources covering at least 90% of the total cost." The motion was seconded by Mr. Paige. After discussion, the motion was adopted with six Directors in favor and none opposed (Mr. Armbruster abstained).**
26. Mr. Bankston proceeded to a discussion regarding AMSAT's return to High Earth Orbit or Highly Elliptical Orbit.
- 27. Mr. Bankston moved to authorize the creation of a working group to evaluate opportunities for a flight to a High Earth Orbit or Highly Elliptical Orbit. The motion was seconded by Dr. Hammond. After discussion, the motion was adopted unanimously.**
28. Discussion ensued on the establishment of an ITAR/EAR policy.

29. Mr. Metzinger moved that the President be instructed to create an ITAR/EAR/Open Source policy and that he be authorized to expend up to \$10,000 for the retention of legal counsel to assist in the effort. The motion was seconded by Mr. Paige. After discussion, the motion was adopted with six votes in favor and one (Mr. Buxton) opposed.

30. Mr. Metzinger discussed ideas for improving engineering management.

31. Mr. Bankston explained that AMSAT currently maintains storage facility in Dayton, Kensington, Chantilly, and Orlando and discussed combining these facilities. No decision was reached.

32. Mr. Bankston and Mr. Belter noted that AMSAT holds stock in AT&T and Comcast that has not been consolidated into the corporation's investment account. Mr. Belter noted that a formal motion authorizing the President and Treasurer as points of contact was necessary to consolidate this stock into the corporation's investment account.

33. Mr. Paige moved that the President and Treasurer be authorized as points of contact for the AT&T and Comcast stock owned by the Radio Amateur Satellite Corporation. Dr. Hammond seconded. The motion was adopted unanimously.

34. A discussion ensued on scheduling meetings of the Board of Directors. It was agreed that the Board and Senior Officers would meet at least every other month.

35. Mr. Stoetzer raised the issue of delays in publishing minutes of Board meetings.

36. Mr. Stoetzer moved that the Board approves of the publication of draft minutes prior to their approval by the Board. The motion was seconded by Mr. Buxton. After discussion, the motion was adopted unanimously.

37. Upon the conclusion of the open meeting agenda, Mr. Stoetzer moved that the Board proceed to closed session with the invitation of the senior officers. The motion was seconded by Mr. Metzinger and carried unanimously.

38. The meeting proceeded to closed session at 5:32pm. No record of the proceedings of the closed session were maintained.

Respectfully submitted,

/s/ Paul Stoetzer

Paul Stoetzer, N8HM
Executive Vice President