

**Minutes of the 2022 AMSAT Board of Directors Meeting
Held at the Crowne Plaza & Suites Hotel, Bloomington, MN – October 20-21, 2022**

1. Pursuant to due notice, the Board of Directors of the Radio Amateur Satellite Corporation (AMSAT) convened at the Crowne Plaza & Suites Hotel in Bloomington, MN at 8:05am Central Daylight Time with President Robert Bankston, KE4AL, in the chair and the following Directors present:

Mr. Robert Bankston, KE4AL, President
Mr. Zach Metzinger, N0ZGO
Mr. Bruce Paige, KK5DO
Mr. Paul Stoetzer, N8HM, Executive Vice President

The following Directors were not present:

Mr. Joseph Armbruster, KJ4JIO
Mr. Jerry Buxton, N0JY, Vice President – Engineering
Dr. Mark Hammond, N8MH

The following officers and guests were also present:

Mr. Steve Belter, N9IP, Treasurer
Mr. Jonathan Brandenburg, KF5IDY, Assistant Vice President – Engineering
Dr. Mark Johns, K0JM, AMSAT News Service Senior Editor
Mr. Frank Karnauskas, N1UW, Vice President – Development
Mr. Mitch Ahrenstoff, AD0HJ
Mr. Burns Fisher, WB1FJ
Mr. Nick Pugh, K5QXJ

2. 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
Secretary: Mr. Jeff Davis, KE9V

President Bankston noted that the office of Vice President – User Services was vacant.

3. Mr. Paige moved that the slate of officers as presented be elected by acclamation. The motion was seconded by Mr. Metzinger and was adopted unanimously. The officers, as listed at Minute 2, were declared elected.

4. Dr. Mark Hammond, N8MH, joined the meeting at 8:17am.

5. President Bankston presented his President's Report, reviewing the current AMSAT team and 2022 accomplishments, including continued progress on GOLF and Fox Plus, the CubeSat Simulator, and the Export Control Policy. Mr. Bankston noted the organization is in a strong financial position and continues to receive a healthy stream of donations with reduced overhead. AMSAT's financial reserves total approximately \$1.4 million, and membership remains around 4,000. 75 countries are represented among the membership.

6. Mr. Jerry Buxton, NOJY, Vice President – Engineering, joined the meeting at 8:28am.

7. Mr. Stoetzer, having acted as Acting Secretary during 2022, presented the Secretary's Report. He noted the uncontested election drew 407 voters, slightly down from 2021's 413 voters. He also presented the minutes from the 2021 Board of Directors Meeting and the May 4, 2022 Board of Directors Teleconference.

8. Mr. Paige moved to approve the minutes of the 2021 Board of Directors Meeting and the May 4, 2022 Board of Directors Teleconference as presented. The motion was seconded by Dr. Hammond and approved unanimously.

9. Mr. Belter delivered the Treasurer's Report reviewing the status of AMSAT's EagleBank account, Merrill Lynch investment account, and PayPal account. He also reviewed the status of accounting of restricted funds.

10. Mr. Paige moved to accept the 2021 Financial Review as prepared by McDaniel & Associates. The motion was seconded by Mr. Buxton and approved unanimously.

11. Dr. Hammond presented an Operations Update on behalf of Mr. Glasbrenner. AO-95 continues to transmit telemetry. AO-7 is in a period of constant sunlight and is switching between Mode A and Mode B. AO-91 is continuing to operate in carrier operated repeater mode despite the condition of the batteries. AO-92 is not currently operating. FalconSat-3 is projected to re-enter within the next few months. One battery cell is very low and management is challenging. AO-109 continues to be used for digital or CW QSOs despite the extremely weak signal. The PI9CAM dish at Dwingeloo in the Netherlands continues to collect telemetry once every couple of weeks. AO-16 is in a period of constant sunlight and there is a bit of hope it may come to life while it's been warmed up.

12. Mr. Karnauskas presented the Development Update. The President's Club is expected to raise approximately \$40,000 in 2022. The 2023 coin will feature an image of AMSAT-OSCAR 10 to commemorate the satellite's 40th anniversary. He also noted that a grant request was

submitted to Amateur Radio Digital Communications (ARDC) in their October round to fund engineering software licenses – for 3 AutoDesk products and MatLab. He also presented an update on the AMSAT Youth Initiative. Discussion ensued on the Youth initiative.

13. The meeting recessed at 9:45am.

14. The meeting reconvened at 10:10am.

15. Discussion continued on the Development Update.

16. Dr. Johns discussed the AMSAT News Service, noting his desire to move to a new, more modern format, and the addition of new volunteer editors.

17. Mr. Bankston delivered an update on *The AMSAT Journal* noting the need for more content. Discussion ensued on how best to obtain content for the Journal.

18. Mr. Bankston proceeded to a discussion of the AMSAT IT Team. He noted that Joe Fitzgerald, KM1P, had stepped aside as the AMSAT IT Team Leader. Matthew Alberti, KM4EXS, has stepped into the role. He noted the need to end the AMSAT E-mail Alias System and a need to revise the website.

19. Mr. Paige gave an update on the Contests and Awards program and the Web Store. Discussion ensued on store inventory and whether or not a physical stock of items was desired. Discussion also ensued on the publication schedule of *Getting Started with Amateur Satellites*.

20. The meeting recessed for lunch at 11:48am.

21. The meeting reconvened at 1:03pm.

22. Mr. Bankston reviewed the ARDC grant that was received earlier this year for the development of a 3U spaceframe with deployable solar panels. Discussion ensued about progress on the development, with a reminder that a status report was due to ARDC by the end of November. The plan is to construct three prototypes with solar cells.

23. Mr. Bankston moved on to the 2023 Symposium plans and expressed a preference for a West Coast location, supported by available volunteers. It was agreed that there would be a call for volunteer hosts.

24. Mr. Bankston announced that the 2023 Annual Budget would be presented in December. The budget process will proceed through November. There was broad discussion about budget classification of various items and causes of budget discrepancies.

25. Mr. Bankston moved on to the proposed Reserve Policy. The purpose of the Reserve Policy is to ensure the stability of the mission, programs, employment, and ongoing operations of the

organization and to provide a source of internal funds for organizational priorities such as program opportunity and capacity building. Discussion ensued regarding the rationale and implementation of the policy. Further consideration was deferred for corrections to be made to the draft policy.

26. The meeting recessed at 2:36pm.

27. The meeting reconvened at 3:04pm.

28. Mr. Bankston presented the revised Fiscal Policies & Procedures manual. The changes were related to the disposition of AT&T and Comcast stock that was sold and placed in the Merrill Lynch investment account. Discussion ensued on the expense approval process. No vote was deemed necessary on revisions to the manual. Mr. Bankston announced some additional minor changes would be made and a final copy of the policy would be released.

29. Discussion ensued regarding a proposed Test Flight Program. The goals of the program would be to quickly establish flight heritage for new systems. The test platform would consist of a simple standalone CubeSat with an estimated cost of \$100,000, including launch per flight.

30. The meeting recessed for the day at 4:38pm.

31. The meeting reconvened at 8:09am Central Daylight Time on October 21, 2022.

The following additional guests joined the meeting at this time:

Mr. Michael Lipp, HB9WDF, President, AMSAT-HB

Mr. Rich Gopstein, KD2CQ

Mr. Kip Moravec, AE5IB

Mr. Jonathan Rines, KA1TDQ

32. Consideration of the Reserve Policy, having been deferred earlier, resumed with a revised document.

33. Mr. Paige moved that the Reserve Policy, as revised, be adopted. Dr. Hammond seconded. The motion was adopted unanimously.

34. Mr. Bankston proceeded to consideration of a proposed Export Control and Economic Sanctions Compliance Policy. This policy is intended to ensure compliance with U.S. export control and economic sanctions laws and regulations and is applicable to all AMSAT employees and volunteers. Discussion ensued on the policy.

35. Mr. Paige moved that the Export Control and Economic Sanctions Compliance Policy be adopted as presented. The motion was seconded by Mr. Stoetzer. After discussion, the motion was adopted unanimously.

36. The meeting recessed at 9:25am.

37. The meeting reconvened at 9:51am.

38. Mr. Buxton presented the Engineering Report, reviewing the history of AMSAT's CubeSat projects, and progress with GOLF and Fox Plus. He also reviewed the new FCC Orbital Debris Mitigation regulations and its impact on GOLF and other future AMSAT missions.

39. Mr. Doug Phelps, K9DLP, joined the meeting at 10:19am.

40. Mr. Doug Tabor, N6UA, joined the meeting at 10:22am.

41. At 11:15am, Mr. Stoetzer moved to proceed to a closed session, seconded by Mr. Paige. The motion was adopted unanimously. All guests departed the meeting at this time and no record of the closed session was maintained.

42. On the motion of Mr. Stoetzer, seconded by Mr. Metzinger, the meeting adjourned at 11:56am.

Respectfully submitted,

/s/ Paul Stoetzer

Paul Stoetzer, N8HM
Executive Vice President