

Moved: Mr. Norris

Seconded: Mr. Williams

MOVED: Upon review and advice of ARRL's Connecticut Corporate Counsel Day Pitney, and from review and revision of the existing ARRL Articles of Association and Bylaws by the working group of the Executive Committee; therefore, be it known that By Law ~~48~~(45) is hereby added:

Dispute Resolution

~~48~~(45). In the event of any dispute between or among members of the Board of Directors, Vice Directors, former members of the Board of Directors, officers or anyone acting on behalf of the Corporation relating in any way to these Bylaws, the business or operations of the Corporation, the actions of staff or anyone acting on behalf of the Corporation, or the Articles of Association of the Corporation, the parties must arbitrate any such dispute. No party subject to these Bylaws or any former Officer, Director or Vice Director can bring legal action against another party to these Bylaws or against anyone acting on behalf of the Corporation; all such disputes are subject to mediation or binding arbitration, unless one party refuses to submit to mediation or arbitration and legal action is brought to specifically enforce this provision of these Bylaws. Binding arbitration will be conducted by the American Arbitration Association in the State of Connecticut, and shall utilize such Association's rules of procedure. If the dispute goes to arbitration, no party shall be entitled to attorney fees or costs incurred in the arbitration process and the party initiating the arbitration shall not be entitled to indemnification by the Corporation for costs or expenses incurred in the arbitration process. The decision of the arbitrator shall be final and not subject to any appeal and shall be enforceable in a court of competent jurisdiction in Connecticut. As a condition of service or continued service as an Officer, Director or Vice Director, all Officers, Directors, Vice Directors and candidates for such office will expressly waive any right to sue anyone acting on behalf of the Corporation in court either during their term of office or thereafter.

This section applies to all past, current and future Board Members and Vice Directors. It applies to all claims, actions, disputes and grievances of any kind or nature whatsoever. It includes, but is not limited to, claims based on negligence, fraud, misrepresentation, violation of statute, discrimination, denial of civil rights, termination of volunteer service, conspiracy, defamation, and negligent or intentional infliction of distress, against ARRL or its directors, officers, agents, employees or anyone acting on behalf of ARRL. In the event that a court or arbitrator of competent jurisdiction deems any party or claim in a dispute not subject to this section, this section shall remain in full force and effect as to any remaining parties or claims involved in such dispute. No lawsuits or any other actions may be brought for any claims or disputes covered by this Section.

Rationale: This motion is a provision that calls for Board members and Vice Directors to use alternative dispute resolution instead of litigation as a means of settling disputes. This is a suggestion of CEO Gallagher and is an attempt to minimize any potential future legal costs to the Corporation.

Cost: Minimal IT time to update website.