

46. Board Member Statement on Authority, Responsibility, and Expectations

- (a) The ARRL Board Member Statement on Authority, Responsibility, and Expectations, herein referred to as the “Board Member Statement”, is, by this reference, incorporated in these By-Laws.
- (b) With the proviso of explicit exceptions stated within the Board Member Statement, the Board Member Statement may be amended only by following the process defined in the Articles of Incorporation for amendment of these By-Laws.
- (c) All candidates for Director and Vice Director positions must certify through their signature at the end of the Board Member Statement that they have read, understood, and agree to comply with the provisions of the Board Member Statement to be considered for election eligibility by the Ethics and Elections Committee. Certification must be delivered in writing to the ARRL Board Secretary. No candidate’s application shall be complete without such certification and no candidate shall be nominated or presented to the Membership as part of any election in the absence of such certification.
- (d) All Officers, Directors, and Vice Directors, herein referred to as “Board Members”, must annually recertify through their signature at the end of the Board Member Statement that they have read, understand, and agree to comply with the ARRL Board Member Statement on Authority, Responsibility, and Expectations. Certification must be delivered in writing to the ARRL Board Secretary. Except as otherwise approved by the Ethics and Elections Committee, the certification shall be delivered before, at, or within 5 days after the annual meeting or within 5 days of a request for recertification from the Ethics and Elections Committee. In no case shall the E&E extend the time for recertification for more than 30 days unless so authorized by simple majority vote of the ARRL Board.
 - 1. Failure of a Board Member to recertify the Board Member Statement within the time period specified above will render that Board Member ineligible to serve or continue to serve on the ARRL Board. Such ineligibility shall be automatically effective without further action of the Ethics and Elections Committee or the ARRL Board.
- (e) The Ethics and Elections Committee has sole authority and responsibility to review allegations of Board Member violation of fiduciary responsibility, including improperly disclosed Conflicts of Interest, as defined and further described in the Board Member Statement.
 - 1. Upon determination by the Ethics and Elections Committee that one or more violations occurred, the Committee will notify the Board with its findings and a recommendation of appropriate remediation. If the violation is determined to be of a substantial nature, the Committee must recommend that the Board Member be deemed ineligible to serve.
 - 2. Within 30 days of the Committee’s notice of findings and recommendations to the Board, the Board will meet, in special session if necessary, to consider the findings and recommendations.
 - 3. After considering the findings and recommendations, the Board will vote to uphold or deny the Committee’s recommendations.
 - i. A 2/3 majority vote of the Board shall be required to affirm a recommendation of ineligibility or full recusal (level 1 recusal defined

- in the ARRL Conflict of Interest Policy).
- ii. A simple majority vote of the Board shall be required to affirm a recommendation of less than full recusal (level 2 and 3 recusals defined in the ARRL Conflict of Interest Policy).
- (f) Any Board Member determined to be ineligible under either section (d) or (e) above shall immediately vacate their Board position. The vacant Board position will then be filled as provided in these By-Laws and the ARRL Articles of Association.
- (g) Any individual determined to be ineligible to serve because of a violation of fiduciary responsibility shall be ineligible to run for or serve as a Board Member in perpetuity.
- (h) This By-Law and its provisions shall take effect immediately upon passage by the Board of Directors.