MOVED: Upon review and advice of ARRL's Connecticut Corporate Council 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 we, the subscribers, do hereby associate ourselves as a body politic and corporate entity pursuant to the statute laws of the State of Connecticut regulating the formation and organization of corporations without capital stock with the following Article is hereby added to the ARRL Articles of Association:

Article 15:
The personal liability of any director to the Corporation or its members for monetary damages for breach of duty as a director is hereby limited to the amount of the compensation received by the director for serving the Corporation during the year of the violation if such breach did not (a) involve a knowing and culpable violation of law by the director, (b) enable the director or an associate, as defined in subdivision (2) of Section 33-840 of the Connecticut Business Corporation Act, as amended (the "Act"), to receive an improper personal economic gain, (c) show a lack of good faith and a conscious disregard for the duty of the director to the Corporation under circumstances in which the director was aware that his conduct or omission created an unjustifiable risk of serious injury to the Corporation, or (d) constitute a sustained and unexcused pattern of inattention that amounted to an abdication of the director's duty to the Corporation. This provision shall not limit or preclude the liability of a director for any act or omission occurring prior to the effective date hereof. Any lawful repeal or modification of this provision shall not adversely affect any right or protection of a director existing at or prior to the time of such repeal or modification.

Rationale: This motion seeks to define coverage and limits of liability for Directors. It sets parameters or standards for coverage.

Costs: TBD per CEO/CFO.