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Texas VHF-FM Society  
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March, 28, 2005

Mr. Baumgardner,

In regards to the Special Meeting called for April 9, 2005, several of the items placed on the agenda are in conflict with the current bylaws of the Texas VHF-FM Society, Inc.

The bylaws of the Texas VHF-FM Society were properly and legally amended by the Society membership on January 15, 2005, to require voting in Director Elections, and voting on any future changes to Standards of Frequency Coordination, Bylaws and Articles of Incorporation must be sent to all members via mail ballot. Those amendments went into effect immediately.

The bylaws of the Corporation are a contractual agreement between the Corporation and the State of Texas. Officers and Directors are bound and required to uphold this contractual agreement. Any amendments to these bylaws must follow the procedures spelled out in 10.2.1 of the amended bylaws adopted on January 15, 2005. Specifically, any declaration that the January 15<sup>th</sup> amendments were not adopted is invalid, and any motion made to amend these bylaws cannot be voted on during this meeting. The vote is required to be mailed out to all members. Additionally, no motion can be passed during

this meeting that would cause the bylaws to change. Any action to change the bylaws must directly follow Section 10.2.1 of the amended bylaws adopted on January 15, 2005 by the Society Membership and the final vote must be sent to all members via mail ballot.

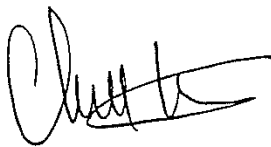
Our job as Officers and Directors is to uphold the current bylaws and preserve the rights and wishes of our members in accordance with all Federal, State, and Local laws. We believe several of the April 9<sup>th</sup> meeting agenda items do not adhere to the bylaws and State laws. In order to resolve this issue, please amend the meeting agenda to conform with Society bylaws and provide us with written confirmation of the modified agenda, and that you will uphold the current bylaws as they were amended on January 15, 2005 by the Society Membership, and that you will not introduce, or allow the introduction, of any motion or action that would attempt to modify the bylaws outside of the procedures prescribed in 10.2.1 of the amended bylaws adopted on January 15, 2005 by the Society Membership.

Our job is to make sure that the rights of the membership are protected and that the bylaws and Federal, State, and local laws are followed. We feel that is our duty to protect those rights and follow all laws. We are hopeful that you feel the same and will work with us to ensure the Society accomplishes this. Thank you for your attention to this matter.

Regards,



Don Stevenson  
Director – Texas VHF-FM Society



Chris Hudgins  
Director – Texas VHF-FM Society



Melissa Rasmussen  
Director/Secretary – Texas VHF-FM Society