

Amendments to the Forum's Bylaws

As approved by the Software Defined Radio Forum, Inc. Board of Directors

The bylaws of the Forum have been modified by resolution of the Board of Directors as follows:

Amendment 1 – approved on 10 June 2008

Section 6.2.6 shall be deleted

This was confirmed by vote of the membership on 29 October 2009

Amendment 2 – approved on 27 January 2009

Section 5.8.1 of the bylaws shall be amended to waive indefinitely the following clause “provided, however, that the member organization shall not be entitled to vote on any matter at any membership meeting if the member organization has failed to attend two of the five most recent previous general, special or annual membership meetings, if any, held after the date on which the member organization became a member organization of the Corporation”

Amendment 3 – approved on 9 September 2008

Section 12.1 shall be updated to read “The fiscal year of the Corporation shall be 1 July to 30 June unless otherwise modified by a resolution of the Board of Directors.”

This was confirmed by vote of the membership on 29 October 2009

Amendment 4 – approved on 3 December 2009

Bylaws are amended to support the strategic plan as follows:

- 1) Section 1.1 shall be amended to state “The name of this Corporation is The Software Defined Radio Forum, Inc. and it may do business under a separate trade name as designated by the Board from time to time. It shall be referred to in these Bylaws as the "Forum", “SDRF”, or the "Corporation.””
- 2) “SDR Forum” Shall be changed to “Forum” throughout
- 3) Section 3.2 shall be amended to revert to the original mission statement “The Forum is intended to comprise an international group of equipment vendors,

subsystem vendors, software developers, technology developers, communication service providers, research and engineering organizations, academic institutions, government users, regulators and other interested parties who share the common business interest of supporting the advancement of a compatible modular technology base for multimode multiband information transfer systems and devices.”

- 4) Section 7.7.7 shall be amended to remove the role of Technical Committee Chair
- 5) Section 7 shall be added to create the position of Technical Committee Chair with the position of Technical Director as follows:

7.7.8 Technical Director. The Technical Director shall coordinate and approve the activities of the various Technical Committees as may exist from time to time. By virtue of his or her position, the Technical Director shall be a member of the board, shall report the activities of the Technical Committees to the board and shall see that the directives of the board for the committees are carried out. The Technical Director shall nominate the Chairs of the Technical Committees, to be approved by member vote and shall prepare such reports as are reasonable or requested by the board for dissemination of information regarding the activities of the committees to the members or to the public.

- 6) Sections 5.13.1, 6.2.2, and 7.1 shall be updated to replace the position Technical Committee Chair with Technical Director
- 7) Section 6.12 shall be amended to indicated that a Chair of a Technical Committee, as selected by the Board, shall be the default in case the Technical Director is removed from office
- 8) Section 8.3 shall be updated to allow for multiple Technical Committees and to change the designation of the Markets Committee to the User Requirements Committee, with a role defined as follows:

The primary goal of the Technical Committee(s) shall be to produce Technical Documents; the primary goal of the Markets Committee, also referred to as the User Requirements Committee, shall be to assess the requirements for reconfigurable radio technology and component elements in various segments of the market and promote their use and acceptance within those markets; and the primary goal of the Regulatory Committee shall be addressing regulatory and public policy issues on behalf of the Corporation.

Amendment 5 – approved on 21 Sep 2010

Investments of the Forum’s reserve funds will be a mix of higher interest bearing instruments of longer term maturity-predominantly (80% or greater) AAA rated U.S. Treasuries, agencies, FDIC guaranteed debt, corporate bonds, mortgage-backed securities and asset-backed securities with the approximate following distribution:

- 15% or more cash and cash alternatives

- Up to 45% Short Term Fixed Income (1year or less)
- Up to 40% Intermediate Term Fixed Income (1-6 years)
- Investments must not be for member organizations.

Amendment 6 – approved on 1 November 2012

The CEO is authorized to offer a free “anchor membership” on a one-year basis to a company that is of strategic benefit, willing to chair a roadmap project, and willing and able to recruit new members that enable the project. After one year, the company must pay to renew membership and retain their chair position.

Amendment 7 – approved 11 December 2012

Bylaws are amended to support the strategic plan as follows:

1. Section 1.1 The name of the Corporation shall be amended to include “doing business as the Wireless Innovation Forum”.
2. Section 3.2 Shall be amended to replace the first sentence with “The Forum is intended to comprise an international group of equipment vendors, subsystem vendors, software developers, technology developers, communication service providers, research and engineering organizations, academic institutions, government users, regulators and other interested parties who share the common business interests of advocating for the innovative utilization of spectrum, and advancing radio technologies that support essential or critical communications.”
3. Section 8.3 shall be amended to reflect that technical, regulatory and markets committees will be combined into a single “Spectrum Innovation Committee”. Leadership of the Spectrum Innovation Committee will come by combining the Project Approval Committee and Roadmap Committee into a single Steering Group. This group will report to the Forum’s Board of Directors and will be comprised of the Forum’s officers, with titles changed to reflect the change in Forum structure as follows:

- Chair of the Forum, President of the Corporation: No Change
- Vice Chair of the Forum, Vice President of the Corporation: No Change
- Secretary: No Change
- Treasurer, Chief Financial Officer: No
- Technical Director: Chief Technical Officer
- Chair of the Markets/User Requirements Committee: Chief Marketing Officer
- Chair of the Regulatory Committee: Chief Regulatory Officer
- Chief Executive Officer: No Change

The Chair of the Forum will act as the Chair of the Steering Group. The Chair of the Board of Directors shall also be a member of the Steering Group.

4. Section 8.5 shall be amended to include “Commercialization Committees”
 - a. The goal of a commercialization committee is to help establish an ecosystem of vendors providing interoperable hardware and software radio components to drive the economies of scale that will ultimately reduce the costs of development, production and maintenance of wireless systems, while at the same time speeding time to market and time to deployment.
 - b. The initial charter for each Commercialization Committee will be approved by the Board of Directors. General participation in a Commercialization Committee will be open to any member organization as per existing policy.
 - c. The direction of the Committee will be driven by a “Steering Group”, with participation in the “Steering Group” limited to those who pay a premium rate to be members. The Steering Group will manage the discretionary budget for the committee, own the committee project roadmap and have project approval authority on all related projects.
 - d. Commercialization Committees shall be accountable to the Board of Directors as would any committee within the Forum. The Chair of the Committee shall be selected by the processes defined for that committee and nominated to serve on the Board of Directors, representing the group to the Board of Directors, and representing the Board of Directors within the committee. Being on the committee does not preclude being on the Board in another capacity. Should a nomination from the floor result in some other member being chosen as the representative for that committee on the Board, the elected board member will serve on the committee steering group in an ex-officio capacity.

This was confirmed by vote of the membership on 9 January 2013.

Amendment 8 – approved 10 November 2015

Section 8.3 shall be amended to replace the name “Spectrum Innovation Committee” with “Advanced Technologies Committee”.

Amendment 9 – approved 14 July 2016

Section 3.2 shall be amended to replace the first sentence with “The Forum comprises an international group of equipment vendors, subsystem vendors, software developers, technology developers, communication service providers, research and engineering organizations, academic institutions, government users, regulators and other interested parties who share the common business interests of advancing technologies supporting

the innovative utilization of spectrum and the development of wireless communications systems, including essential or critical communications systems.

Amendment 10 – Approved 14 September 2023

RESOLVED: That in the future the Treasurer may, but need not be, a Director, and that the Bylaws are hereby amended as follows:

- The word and punctuation “Treasurer,” are deleted from Section 6.2.2;
- The last paragraph of Section 7.1 shall read in its entirety as follows:

Each such officer, including an officer elected to fill a vacancy or elected at a special members' meeting or by written ballot, shall hold office until expiration of the term for which elected and until a successor has been elected and qualified.

- The following is added at the end of Section 7.2:

The treasurer and chief financial officer shall be elected by the board and shall serve at the pleasure of the board.

- The text of subsection 7.7.5.1 is deleted and replaced with the following:

Board Member. The treasurer shall not, by virtue of his/her office, be a member of the board.

RESOLVED: That, in addition to and not in contradiction of the Bylaws, the Treasurer shall report to the Chief Executive Officer and shall undertake such other duties, and be subject to such constraints, as the Chief Executive Officer or the Board of Directors may from time to establish.