

APCO International - Board of Directors Meeting
Hilton New Orleans Riverside Hotel – New Orleans, LA
July 30, 2014

Call to Order

President Gigi Smith convened the Board of Directors meeting at 1:00 pm CDT. In attendance:

Name	Title	Present	Absent
Gigi Smith	President	X	
John Wright	First Vice President	X	
Brent Lee	Second Vice President	X	
Terry Hall	Immediate Past President	X	
Derek K. Poarch	Ex-Officio / Executive Director	X	
Richard Boettcher	East Coast Regional Representative	X	
James J. McFarland	East Coast Regional Representative	X	
Martha Carter	Gulf Coast Regional Representative	X	
Matthew J. Stillwell	Gulf Coast Regional Representative	X	
Holly Wayt	North Central Regional Representative	X	
Robin Tieman	North Central Regional Representative	X	
Peggy Fouts	Western Regional Representative	X	
Kimberly Burdick	Western Regional Representative	X	
Richard Solie	Commercial Advisory Council (CAC)	X	

Guest: Angela Bowen, CEAC Chair
Cheryl Greathouse, Second Vice President Candidate
Mike Jeffres, Second Vice President Candidate
Ricky Rowell, Florida Chapter

Additional staff present: Mark Cannon, Chief of Staff
Kristin Vollin, Executive Assistant

Consent Agenda (*Agenda item 1*)

Approval of Board Minutes of 5/9, Revised

Quorum Resolutions (To Recommend to Quorum)

Resolution #1 – Bylaws Refinements / Resolution #2 – Commercial Group Membership Option

East Coast Regional Representative James McFarland ***motioned*** to accept the consent agenda. Gulf Coast Regional Representative Matthew Stillwell ***seconded*** the motion.

During discussion of the motion, the Gulf Coast representatives reported that Bylaws Committee members on their recent regional call noted some conforming changes that may need to be made to the Bylaws especially if the Executive Council (EC) adopts the proposed modification to the Caribbean Chapter. Chief of Staff Mark Cannon clarified that the EC could act to recommend Resolution #1 to the Quorum with amendments. Such amendments could be previewed with the EC, but would actually be proposed and voted on during the General Business meeting. The Western representatives conveyed support of its region for the latest version of Resolution #2 that enables commercial members selecting the group option to each designate the primary chapter of their choice, thus ensuring commercial dues revenues received by chapters remain whole.

A verbal vote was taken and the ***motion passed with no opposition.***

Old Business (*Agenda item 2*)

Governance Reform (Facilitation) – The regional representatives requested that the record reflect a consensus that a governance reform facilitator was not necessary. Several past issues of contention had to do with a lack of proper attention to processes already in policy. Board members admitted to a learning curve; as a group, they have made progress this year and they will continue to work on oversight issues. There was an inquiry about the cost had there been a decision to move forward with a facilitator. In reply, Executive Director Poarch estimated the full cost, including added travel and lodging, would have been approximately \$30,000.

Member Eligibility of Private Entities with 9-1-1 Outsourced Functions – CAC Representative Richard Solie explained that he was continuing to track this issue since it was first raised during the Board's January teleconference; he referred his colleagues to the update in the packet and asked for input. Western Regional Representative Peggy Fouts pointed out that the year-end report of the Member and Chapter Services Committee (MCSC) underscored its desire to receive a wider range of input. Immediate Past President Terry Hall noted that AT&T is standing up call centers on several military bases. Gulf Coast Regional Representative Matt Stillwell shared his opinion that commercial members actively providing 9-1-1 Communications Center services should qualify as a Full Member. Those whose jobs are in sales or consulting would not qualify; only personnel actually fulfilling Comm Center roles. He noted this would be cumbersome for staff to discern, so maybe a check off box would need to be added to the Membership Application. President Gigi Smith suggested that the CAC further discuss membership eligibility for individuals employed by private corporations performing 9-1-1 services, and share this input with the MCSC, to bring to the Board for consideration.

Amending Regional Conference Restriction When Hosting the Annual Conference – Western Regional Representative Peggy Fouts *motioned* to amend the Annual Conference & Exposition Manual to allow regions to host a Regional Conference in the same region, just not in the same chapter, as the site of the Annual Conference and Exposition. North Central Regional Representative Robin Tieman *seconded* the motion. A verbal vote was taken and the *motion passed with no opposition*.

Clarify Yearly Cycle for EC-related Committees – CEAC, F&B, Mgmt – The Board discussed the yearly cycle of committees and the need for those involving EC members to sunset at the Conference. There was speculation whether all committees' cycles might be timed to start at conference, though that would shorten their year or require committee budgets to straddle two fiscal years. Western Regional Representative Peggy Fouts suggested the start dates be recorded and accessible for future reference. Board members recommended that the Group Leaders review the yearly cycle and perhaps poll committees for their views. Board members also stressed a need to standardize the committee appointment process and perhaps enlist the Group Leaders in drafting a guidebook for the First Vice President to include committee missions, deadlines and committee chair/volunteer qualifications.

New Business (*Agenda Item 3*)

Annual Conference Highlights – Executive Director Derek Poarch provided an overview of major events taking place during conference, and especially highlighted meetings, receptions and other activities involving the Board.

Future City Selections – On behalf of her fellow committee members, CEAC Chair Angela Bowen conveyed concerns related to recent future city selections approved by the Board without the opportunity for additional input by the Committee. Of the selected cities, there were two that the Committee felt had shortcomings -- one city not having a lot of direct flights and another city being problematic for some government personnel to gain permission to attend. President Gigi Smith explained the Board weighed

the many pros and cons associated with the original recommendations forwarded by the CEAC as well as alternatives the Executive Committee had authorized staff to research. In hindsight, she acknowledges that more could have been done to keep the lines of communication open. Executive Director Poarch also said there are decision points needing CEAC input and he will circulate a document that underscores these areas, consistent with the Annual Conference Manual, where CEAC has an ongoing advisory role.

President's Report (*Agenda Item 4*)

President Gigi Smith conducted a PowerPoint presentation of the year's accomplishments based on a succinct month-by-month review of the highlights.

Executive Director's Report (*Agenda Item 5*)

Executive Director Derek Poarch reviewed with the Board a summary of the year-end APSTAT scorecard and provided updates on Sunshine Fund disbursements, HQ renovations and new record-breaking membership levels.

Board Roundtable (*Agenda Item 6*)

CAC – The CAC canceled its July meeting, August 6 is the next meeting; Mr. Solie will provide updates on CAC activities at the Board orientation. Mr. Poarch took the opportunity to inform Mr. Solie of a recent inquiry from the Scholarship Committee Chair related to Motorola grants. Mr. Solie suggested it may streamline matters if he were to encourage his CAC colleagues to funnel any such CAC-related requests through him, as CAC rep, in the future. Mr. Poarch agreed, but said he would loop in Mr. Solie regardless of how CAC requests come to him.

East Coast Region – Mr. Boettcher said he is polling the East Coast chapters to recruit legislative liaisons. The West Virginia Chapter is currently looking to replace their previous president due to his resignation. Various Executive Council (EC) members expressed their concern of no longer having a strong voice on the Finance & Budget committee now that a Board representative is serving as chair. This issue will be discussed further at the EC meeting. Mr. McFarland inquired as to when the committee term limit document would be available. President Smith informed the Board that the document is being finalized.

Gulf Coast Region – The Gulf Coast region has a few Bylaws questions related to 9.5 paragraph B, 9.2 paragraph C, and 7.7.6 paragraph C and will forward these questions/suggestions to Mr. Poarch via email. More generally, the region would like to better understand whether the amendment route should be from the Bylaws Committee to the Board or vice versa. Mr. Poarch explained that the amendment process allowed for either approach, and offered to research the frequency of each and report back.

North Central Region – The region is looking to engage commercial members as they are in full support of the CAC. Executive Council (EC) members from the region would like internet provided during the EC meeting. Mr. Poarch said he will investigate internet options at the next annual EC meeting.

Western Region – The region agreed to coordinate the first legislative liaison meeting in September. Several Broadband Summit attendees expressed that they were unable to attend the Leadership Awards dinner as it was outside of their price range. Mr. Poarch sympathized, but noted the high cost of catered meals especially for dinner and when also involving a bar and dessert buffet; as it is a single ticket price does not cover the full cost, which is also sponsor subsidized. Mr. Boettcher pointed out that the PA Chapter pays the way for interested members to attend, recognizing that a portion of the net proceeds goes to the PSFA.

Next Meeting (*Agenda Item 7*)

Daytona Beach, FL
Fri, Sep 26 Travel In
Sat, Sep 27: Workshop & Meeting
Sun, Sep 28: Travel Out

Adjournment (*Agenda Item 8*)

East Coast Regional Representative James Mcfarland ***motioned*** to adjourn the meeting. North Central Regional Representative Robin Tieman ***seconded*** the motion. The meeting was ***adjourned*** at 5:30 pm CDT.

Respectfully submitted,
Derek K. Poarch
Executive Director

The Board of Directors agenda will be part and parcel of the formal record of the business of APCO International, Inc., and will be retained at APCO International headquarters.