

APCO International - Board of Directors Meeting

Web Conference

January 29, 2015

Call to Order

President John Wright convened the Board of Directors meeting at 1:06 pm EST.

In attendance:

Name	Title	Present	Absent
John Wright	President	X	
Brent Lee	First Vice President	X	
Cheryl Greathouse	Second Vice President	X	
Gigi Smith	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	

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

Approval of Minutes (Agenda item 1)

Approval of Board Minutes of 9/27 (Revised) - East Coast Regional Representative James McFarland *motioned* to approve September 27, 2014 minutes. Gulf Coast Regional Representative Matthew Stillwell *seconded* the motion. A verbal vote was taken and the *motion passed with no opposition*.

Approval of Board Minutes of 10/23 – Gulf Coast Regional Representative Martha Carter *motioned* to approve October 23, 2014 minutes. North Central Regional Representative Robin Tieman *seconded* the motion. A verbal vote was taken and the *motion passed with no opposition*.

Approval of 2014 General Business Session I & II Minutes – Gulf Coast Regional Representative Matthew Stillwell *motioned* to approve 2014 General Business Session I & II minutes. North Central Regional Representative Holly Wayt *seconded* the motion. A verbal vote was taken and the *motion passed with no opposition*.

Old Business (Agenda Item 2)

Board Activities – Conflict of Interest Provision – The Board discussed proposed modifications to be made to the Board Handbook at its September meeting that would further clarify conflict of interest guidelines. Western Regional Representative Peggy Fouts *motioned* to adopt proposed Board Handbook modifications stating Board members should secure pre-approval from the Executive Director prior to accepting requests for consulting, training or speaking engagements that could potentially conflict with APCO programs or policies. Western

Regional Representative Kimberly Burdick **seconded** the motion. A verbal vote was taken and the ***motion passed with no opposition.***

Meeting Debrief on LRSP Update Process – First Vice President Brent Lee reported that the Strategic Planning Committee (SPC) meeting was successful. The Long Range Strategic Plan (LRSP) draft was forwarded to staff for their input and now it is back under SPC review for further comment no later than February 27. The revised document will be on the agenda for the Board in May and Executive Council in August for review and comment prior to adoption of a final draft by the Board in September.

Department of Labor Update – The Western Region inquired as to if there were any updates on APCO’s efforts to change the classification of telecommunicators from administrative clerical to protective services. Executive Director Derek Poarch said APCO has filed comments; as the Department of Labor timeline advances, the Government Relations Offices (GRO) will provide updates for Board representatives to share with their regions.

New Business (*Agenda Item 3*)

Committee Process Reforms

Revised Scopes – The Executive Committee met in January to begin initial stages of a multi-phase review of the APCO Committee and Group Leader structures. The Board acted on several recommendations described below. The Board concurs with changing committee “descriptions” to “scopes” and making them more uniform. The new scopes may be further revised during committee goal setting in the summer.

Spectrum Management Committee – Gulf Coast Regional Representative Matthew Stillwell ***motioned*** to dissolve the Spectrum Management Committee at the end of the current committee year on June 30, 2015. East Coast Regional Representative Richard Boettcher **seconded** the motion. President John Wright will inform Committee members of this decision. A verbal vote was taken and the ***motion passed with no opposition.***

CALEA Committee – The Executive Committee recommends disbanding this special committee, but continuing the CALEA partnership in a manner similar to how it was nurtured prior to the committee’s creation in 2010 and similar to other external relationships (e.g., NCEMC). Second Vice President Cheryl Greathouse will reach out to the CALEA committee to discuss the Executive Committee’s recommendation. The Group Leader is also getting more clarification about the committee’s current work. Gulf Coast Regional Representative Matthew Stillwell ***motioned*** to table dissolving the CALEA committee until the Board receives additional information from the Group Leaders. East Coast Regional Representative James McFarland **seconded** the motion. CALEA will not be advertised during committee sign-up but existing members may seek re-appointment until the committee’s status is further clarified. A verbal vote was taken and the ***motion passed with no opposition.***

Renaming & Shifting of Types

- **Communications Center Standards Committee (CCSC)** – East Coast Regional Representative Richard Boettcher ***motioned*** to re-classify CCSC as a designated committee. Gulf Coast Regional Representative Matthew Stillwell **seconded** the motion. A verbal vote was taken and the ***motion passed with no opposition.***
- **Cybersecurity Committee** – Upon recommendation from the Executive Committee with the Boards concurrence this newly created special committee will be included in the upcoming sign-up.
- **9-1-1 Emerging Technologies** – The Executive Committee recommended changing the 9-1-1 Emerging Tech & Data Transfer Committee to Data Transfer in Emerging Technologies. First Vice President Brent Lee explained the Executive Committee is looking to the future of an all IP environment; data transfer in a new technology environment. Board members are concerned that there are two different types of people working in data transfer and emerging technologies. The group agreed to the new defined scope, but without renaming the committee.

Terms and Cycles – President John Wright highlighted the Executive Committee’s recommendations for committee service rules, term limits, staggering process and selection process for the incoming committee year to be used as a tool by committee chairs. It was noted that these new rules would need to be modified for elected posts on the CEAC, F&B and Management Committees. Gulf Coast Regional Representative Matthew Stillwell encouraged the Board to proceed with the proposed term limits because the complaints increase every year from newer members who are unable to get placed on committees; he simply urged that there be flexibility in how the staggering is implemented, especially during the first couple of years.

East Coast Regional Representative James McFarland ***motioned*** to accept service rules and term limits for committee members as outlined, except tabling term limits for chairs for further study. Western Regional Representative Peggy Fouts ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***.

Committee Staggering Process – CAC Representative Richard Solie ***motioned*** to accept the process for staggering committee service to maintain a balance between existing and new members. Western Regional Representative Kimberly Burdick ***seconded*** the motion. Several board members spoke favorably about the language in the document that established a means for chairs to seek waivers for certain long-standing members whose strong output may be tough to do without at least during the initial years of transitioning to staggered and limited terms. A verbal vote was taken and the ***motion passed with no opposition***.

Committee Selection Process – Staff will add database fields to track committee longevity participation. Western Regional Representative Peggy Fouts mentioned the importance of the Executive Committee adhering to committee selection deadlines. East Coast Regional Representative James McFarland ***motioned*** to accept the committee selection process. Western Regional Representative Peggy Fouts ***seconded*** the motion. After additional discussion, Western Regional Representative Peggy Fouts ***proposed to amend*** the motion to add language instructing committee chairs to give priority to RPL graduates and for APCO to, ultimately, assure that all qualified nominees with RPL status be granted at least one committee post. Gulf Coast Regional Representative Matthew Stillwell ***seconded*** the motion. A verbal vote was taken and the ***amendment passed with no opposition***. A verbal vote on the main motion was, then, taken and that ***motion passed with no opposition***.

Group Leaders – The Executive Committee recommends changes to the Group Leader (GL) structure by establishing a GL Chair. Western Regional Representative Peggy Fouts ***motioned*** to approve the establishment of a Group Leader Chair with appointment at the discretion of APCO’s First Vice President with the consent of the Executive Committee. East Coast Regional Representative James McFarland ***seconded*** the motion. Board members discussed whether a criteria for GL Chair should be prior GL service; however, the consensus was that demonstration of strong leadership experience was the more compelling attribute regardless of prior GL service. A verbal vote was taken and the ***motion passed with no opposition***.

CEAC Conference Site Assignment – At its May meeting the Board approved conference sites through 2022; those have since been contracted and announced to membership. Following further discussion at the August Board meeting, the CEAC was asked to weigh in about the appropriate rotation. Its letter was in the Board’s packet. On its review of the CEAC letter, the Executive Committee directed staff to work with APCO’s site selection firm to recommend an ideal four-city rotation for 2024 thru 2027. These recommendations were circulated prior to the web conference. The same firm will support CEAC’s review of “wild card” cities for 2023 and 2028. Western Regional Representative Peggy Fouts asked on behalf of a Colorado chapter member why their state is not considered for the rotation. Chief of Staff Mark Cannon pointed to the explanation in the recommendations letter that Denver was one of several cities that will not book a mid-size meeting like APCO’s further out than five years. Such cities have the draw and the capacity to hold out for major citywide conventions, but will book two mid-size meetings side-by-side in their centers in the alternative. Executive Director Derek Poarch added that APCO was resorting to booking out ten years to be assured of getting the late July or early August dates that members prefer. He also explained that it would be prudent to evaluate the impact of Prop 64 on the convention area first-hand during the 2017 conference before making additional commitments with Denver. North Central Regional Representative Robin Tieman applauded the decision to do what’s necessary to lock in the preferred date ranges as it presents complications for families when the Annual Conference stretches into mid-

August and overlaps with opening dates for a growing number of school systems. Western Region members were also concerned that CEAC was not kept in the loop about site selection developments. Mr. Poarch indicated staff does not normally carry communication between the Executive Committee and chairs of committees unless instructed by the Executive Committee to do so, and there was no instruction in this matter.

East Coast Regional Representative James McFarland ***motioned*** to approve permanent locations for APCO International's Annual Conference as follows: Orlando in 2024, Baltimore in 2025, San Antonio in 2026, Anaheim in 2027, and instruct CEAC to recommend three cities for 2023 and 2028 as wild cards and then pause for other locations to be considered. The 2024-2027 cities will function as permanent rotations unless other recommendations emerge in the future that are financially feasible and benefit the association. Gulf Coast Regional Representative Matthew Stillwell ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***.

Capital Improvement Plan Updates, 2015-2020 – Executive Director Derek Poarch highlighted new and significant changes to the plan. East Coast Regional Representative Richard Boettcher ***motioned*** to approve the 2015-2020 Capital Improvement Plan as published. Gulf Coast Regional Representative Martha Carter ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***.

Executive Session (Agenda Item 4)

First Vice President Brent Lee ***motioned*** to go into Executive Session at 4:24 pm EST to discuss the PSC magazine and a personnel matter. Western Regional Representative Kimberly Burdick ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***.

Return from Executive Session

Gulf Coast Regional Representative Matthew Stillwell ***motioned*** that the Board return from Executive Session and resume regular business at 5:13 pm EST. East Coast Regional Representative Richard Boettcher ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***.

PSC Magazine – Western Regional Representative Kimberly Burdick ***motioned*** to authorize the hiring of a consultant to advise APCO on publishing options and amend the budget to cover those appropriate costs at the discretion of the Executive Offices. North Central Regional Representative Robin Tieman ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***.

Personnel – East Coast Regional Representative James McFarland ***motioned*** to proceed with a 90-day notice to terminate the existing contract with APCO's regulatory counsel and use those funds to increase GRO staff by one. CAC Representative Richard Solie ***seconded*** the motion. First Vice President Brent Lee confirmed that final regulatory authority remains under the Executive Committee's authority. A verbal vote was taken and the ***motion passed with no opposition***.

President's Report (Agenda Item 5)

- The November ETF was successful; Mr. Wright, Mr. Lee and Ms. Smith will attend the Dallas ETF in March, while Ms. Greathouse will attend the Georgia Chapter conference
- Ms. Smith will attend a CSRIC meeting in March
- Reviewed the audit report with the F&B committee, APCO received an unmodified opinion, which is the highest level. Mr. Wright thanked Ms. Carter and Ms. Wayt for their participation
- Executive Committee and NENA will hold a meeting March 21
- Mr. Wright, Mr. Lee and Ms. Greathouse will attend the Western Region conference in Sacramento
- Mr. Wright thanked Mr. Lee for his representation of APCO on Location Accuracy conference calls

Executive Director's Report (Agenda Item 6)

- Virginia building repairs are complete; roof replaced and water damage repaired
- Senior Manager of Membership position is still vacant with Susan Stowell Corder serving as interim
- P25 Grant Manager Steve Devine starts February 2
- 2015/2016 budget preparations have started with department heads
- FCC open meeting on location accuracy unanimously approved an approach based on the APCO-NENA-carrier plan and gave compliments to APCO

Regional/CAC Reports (Agenda Item 7)

Western Region: The region requested an update on PSConnect advertising. Mr. Poarch indicated ads have not been assigned as of yet, however, once finalized they will consist of a small advertisement with link on the sidebar.

Gulf Coast Region: The Member & Chapter Services committee is helping to revise the charter for the Caribbean chapter; HQ forwarded the original to the interested parties.

East Coast Region: East Coast members would like to know the status of legislative calls and number of Executive Council participants. The Western Regional Representatives commented that the call notes and other supporting information were uploaded to the PSConnect group "Leadership In Action."

North Central Region: Has no additional comments.

CAC: Group membership campaign is going well; preparing for APCO 2015.

Other Business (Agenda Item 8)

Host Committee Co-Chair for APCO 2016 – Gulf Coast Regional Representative Matthew Stillwell ***motioned*** to approve Debbie Gailbreath and JoAnn Brown as Host Committee co-chairs for APCO 2016 in Orlando. Western Regional Representative Kimberly Burdick ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition.***

International Chapter EC Rep Vacancy –President John Wright asked for Board concurrence to hold on filling the current vacancy of the Executive Council (EC) Representative for the International Chapter. The Executive Committee has been questioning whether this role is a mis-fit when it comes to the International Chapter. A key role of an EC Rep is to keep the chapter officers informed of issues at APCO International, except for the International Chapter such officers are the Executive Committee who, obviously, are knowledgeable of the issues and present at the EC meeting each year. The International Chapter has also experienced significant down-sizing since the EC approved the expansion of the Caribbean Chapter last August. Of approximately 70 chapter members, a high proportion are from APCO Alliance countries (e.g., Canada) and only 11 are unaffiliated (5 Full; 6 Commercial) spread across a half-dozen countries on three continents. APCO could use the help of its International Chapter members perhaps in recruitment or in researching issues with global impact, but not so much at monitoring EC meetings. The title of the position has also created confusion even among allied international bodies that this individual speaks for all of APCO outside the USA. The Executive Committee would like to have further dialogue with the Board at its May meeting on whether the EC requirement could be waived for the International Chapter, which would require a Policy Manual amendment. If the waiver is not granted, there would still be sufficient time to select and invite a representative to the EC meeting in August. Western Regional Representatives Peggy Fouts and Kimberly Burdick as well as North Central Regional Representative Robin Tieman weighed in that, philosophically, they think the Executive Committee should carry out the requirement as it exists in policy today. The Board was informally polled and the remaining Board members were comfortable with putting the nomination on hold.

Future Planning (Agenda Item 9)

Future Meetings – May 6 (icw Broadband Summit, DC)
Aug 13 (icw Annual Conference, DC)

Adjournment (*Agenda Item 10*)

East Coast Regional Representative James McFarland ***motioned*** to adjourn the meeting. CAC Representative Richard Solie ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***. The meeting was ***adjourned*** at 5:57 pm EST.

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.