

APCO International, Inc. [Not for Distribution Beyond Governing Bodies]

Board of Directors Meeting
Thursday, August 4, 2011, 3:00 – 5:00 pm
Marriott Room 404, Philadelphia, PA

Attendees:

President Bill Carrow	East Coast Regional Representative Dave Clemons
First Vice President Gregg Riddle	East Coast Regional Representative Jay Groce
Second Vice President Terry Hall	Gulf Coast Regional Representative Woody Glover
Immediate Past President Dick Mirgon	Gulf Coast Regional Representative Pat Hall
	North Central Regional Representative Lynne Feller
Interim Executive Director Mark Cannon	North Central Regional Representative Julie Righter
Chief Operations Officer Barbara Myers	Western Regional Representative Dick Granado
TX Executive Council Rep Bill Keller	Western Regional Representative Gigi Smith
	CAC Representative Don Whitney

President Bill Carrow *called* the meeting to order at 3:20 pm EDT.

1. Approval of Minutes

First Vice President Gregg Riddle *motioned to accept* the minutes of the May 18 meeting. Western Regional Representative Gigi Smith *seconded* the motion. A verbal vote was taken and the *motion passed with no opposition*.

2. J Rhett McMillian Award Nomination

First Vice President Gregg Riddle explained that the Executive Committee came to the decision recently to recommend David Swan as recipient of the J. Rhett McMillian Award due to his dedication to APCO history and specifically his support of the historical collection at Bradley University. The Credentials Committee has confirmed the nomination. While the decision to nominate David was an easy one, all steps taken were well outside the timeframe for the normal nomination process as stipulated in section 13.10 of the Policy Manual.

Gulf Coast Regional Representative Woody Glover *motioned to suspend the rules* to waive the nomination deadlines for the J. Rhett McMillian Award for 2011. East Coast Regional Representative David Clemons *seconded* the motion. A verbal vote was taken and the *motion passed without opposition*.

Gulf Coast Regional Representative Pat Hall *motioned to ratify* David Swan as the 2011 recipient of the J. Rhett McMillian Award. Western Regional Representative Gigi Smith *seconded* the motion. A verbal vote was taken and the *motion passed without opposition*.

3. Discussion of FY 2011 Year-End Results

Interim Executive Director Mark Cannon reviewed the financial packet and cover letter from Dave Saffel, Finance & Budget Committee Chair. APCO is in the black and surpassed projections by nearly two percent. In summation, Mr. Cannon noted that Membership held relatively steady, AFC and Institute exceeded expectations and the Events department saw mixed results. Other departments were frugal at holding down expenditures. As had been known for some time, the 2010 Houston Conference did not reach its revenue goals, however, anticipating that, expenses were curtailed. There were also three new events launched, including the Technology Roundtables, Global Congress and Broadband Summit. These events involved the extension of APCO into new topics, formats and territories. The Broadband Summit was a huge success and was aided by it being so topical and timely with the D Block legislation making its way through Congress. The Technology Roundtables were difficult to get started because of the new, unique format and it may have been overly ambitious to have scheduled four consecutively the first year. Next year there will be two programs overall and the format will be retooled based, in part, on feedback from the reunion event being held at the Annual Conference.

The Global Congress is regarded as a programmatic success, but financially it suffered a net loss that was not too unexpected, given that the track record for new expos follow a predictable pattern of short-term risk (3-5 years) with prospects for long-term gain. In APCO's case, such financial misfortunes could be reversed within the span of another year or two.

Another theme relative to finances is that customers are coming home to APCO because it offers a quality product, affordable, flexible and one that's invested back into the community we serve.

Western Regional Representative Gigi Smith asked about the financial results of prior Winter Summits and COO Barbara Myers explained the event suffered losses in recent years.

Second Vice President Terry Hall suggested that initially the way the Technology Roundtables started off, we had to put out a very forward thinking type of event and they were worth a try but did we learn any from it? He wondered if perhaps the agenda was too open and should topics be narrowed to a few in advance.

East Coast Regional Representative Dave Clemons commented that the best session he goes to every year is an open group discussion completely steered by the audience that is similar to the Technology Roundtable format. Western Regional Representative Dick Granado explained that he appreciated the exchange of information – while he was admittedly well informed, he still learned from others, especially what Seattle is doing to leverage social media.

Gulf Coast Regional Representative Pat Hall asked if we had considered technical themed webinars. Interim Executive Director Mark Cannon agreed that doing more webinars is fertile for technology issues as it is difficult to entice real techies to get out from behind their computers.

Immediate Past President Dick Mirgon asked how the \$155,000 surplus is factored into the overall finances going forward. Interim Executive Director Mark Cannon explained that it gets added to the cash assets on the balance sheet.

4. Global Congress – Post-Event Report

COO Barbara Myers reviewed the 11-page post event report on the Global Congress. The start-up year, predictably, was a rough one financially. While break-even is the goal for the second year; some amount of loss may be unavoidable as the event continues to ramp up in terms of sponsors, exhibitors and attendees. Board discussion centered around the need for triggers or benchmarks so that within the next six months the APCO staff and officers could exercise restraint or even reverse course if the event was not coming together financially.

5. Old Business

a) **Branding Task Force**

East Coast Regional Representative Dave Clemons provided an update on the branding task force. He advised that they would not have a meeting during conference because not enough members were able to attend, however they will have a conference call shortly after to discuss the style guide/brand manual to provide Chapters the tools that they need. He also reviewed the logo unveiling plan that would take place at Conference.

b) **Special Conference Task Force**

North Central Regional Representative Lynne Feller advised that the task force has proposed a series of recommendations that it will review with the Executive Committee during the conference. The task force has just begun to start work on the regional conference manual and will be taking advantage of the regional caucuses at the Executive Council meeting to collect information/perceptions about how regional conferences are performing. The task force will hold another meeting at conference on Sunday and is looking to have recommendations ready by the September Board meeting for the Annual Conference and for regional conferences by the May Board meeting.

c) **Credentials/Acclamation Ballot**

Immediate Past President Dick Mirgon discussed that after a review of our voting processes by a parliamentarian, it was discovered that the rules adopted since SGI require a written ballot. Thus, it will be necessary to have a written acclamation ballot for people to vote “yes” or “no” on the candidates for First Vice President and Second Vice President even though both are running unopposed. If a candidate fails to receive a simple majority of the votes cast, that seat is rendered vacant and the responsibility to appoint will reside with the sitting President.

d) **Public Safety Alliance**

Immediate Past President Dick Mirgon provided an overview on the status of the D-block issue. He advised that the issue continues to enjoy broad support and offered thanks to all of the work that Board members had done to apply grassroots pressure.

e) **Executive Director Search**

Interim Executive Director Mark Cannon recused himself and left the room.

Immediate Past President Dick Mirgon ***motioned*** for an executive session. Western Regional Representative Dick Granado ***seconded*** the motion. A verbal vote was taken and the ***motion passed with no opposition***.

The executive session commenced at 4:27 pm and ended at 4:45 pm EDT.

6. New Business (*any items from the field generated by Board outreach*)

Second Vice President Terry Hall provided an update on P25 announcing that the Department of Homeland Security is considering a proposal to fund APCO will be adding 1.5 members to staff and as a result we will own P25.

CAC Representative Don Whitney asked for clarification about a recent weekly update item on 2012 exhibitor pricing. He was under the impression that a member discount would be reinstated. Interim Executive Director Mark Cannon explained that the Events and Corporate Outreach staff had covered this item on the July CAC call. The commitment remains to work with the CAC on a group membership incentive program, which can still be tied to exhibit booth size. He understands that the CAC workgroup on the issue has yet to meet and would be happy to have discussions while in Philadelphia to jump start that process.

Chief Operating Officer Barbara Myers announced that the Philadelphia sponsorship sales were highest in APCO's history. A list of sponsors was distributed at the meeting.

7. Next Board Meeting

The next meeting will be at APCO offices in Alexandria, VA on Saturday, September 24 (orientation and workshop) and Sunday, September 25 (formal meeting) with adjournment by noon.

8. Adjournment

Western Regional Representative Dick Granado ***motioned to adjourn*** the meeting. A verbal vote was taken and the ***motion passed*** with no opposition. The meeting adjourned at 5:10 pm.

Respectfully submitted,
Mark Cannon
Interim Executive Director

The Board Agenda will be part and parcel of the formal record of the Board of Directors meeting and will be retained at Headquarters.