APCO International - Board of Directors Meeting

Hilton Minneapolis – 1001 Marquette Avenue South, Minneapolis, MN August 16, 2012

Call to Order

President Gregg Riddle convened the Board of Directors Meeting at 3:42 p.m. CDT. The meeting was preceded by a workshop, which began at 12:30 p.m. CDT. In attendance:

Name	Title	Present	Absent
Gregory T. Riddle	President	X	
Terry Hall	First Vice President	X	
Gigi Smith	Second Vice President	X	
William D. Carrow	Immediate Past President	X	
Derek K. Poarch	Ex-Officio / Executive Director	X	
David W. Clemons	East Coast Regional Representative	X	
Jay Groce, III	East Coast Regional Representative	X	
Debbie L. Gailbreath	Gulf Coast Regional Representative	X	
Patricia A. Hall	Gulf Coast Regional Representative	X	
Lynne C. Feller	North Central Regional Representative	X	
Julie J. Righter	North Central Regional Representative	X	
Richard Granado	Western Regional Representative	X	
Peggy Fouts	Western Regional Representative	X	
Donald Whitney	Commercial Advisory Council (CAC)	X	

Also present ... Staff: Mark Cannon, Chief of Staff

Kristin Vollin, Executive Assistant

Guests: Jim Acosta and John Wright, CPRA Chapter

1. Approval of Board Minutes

East Coast Regional Representative David W. Clemons *motioned* to approve the Board minutes from May 16, 2012. East Coast Regional Representative Jay Groce, III *seconded* the motion. A verbal vote was taken and the minutes were *approved with no opposition*.

2. FY2012 Year-End Financials

Chief of Staff Mark Cannon shared highlights of the year-end fiscal performance. He credited strong growth by the Institute, steady gains by AFC and Membership and mixed results by the Events department. Net revenues from the Emerging Technology Forum, Broadband Summit and the Leadership Awards dinner were offset by a loss from the APCO Global Congress, which he noted was being discontinued after a lackluster second year for the program. APCO's net income of nearly \$600,000 will go into the cash reserves. He noted that the operating reserve ratio is at 43 percent, substantially surpassing an ASAE benchmark of 33 percent.

3. Policy Manual Amendments

- a. 4.8 (Sunshine Fund) Western Regional Representative Richard Granado *motioned* to approve the 4.8 amendments. Commercial Advisory Council Representative Donald Whitney *seconded* the motion. First Vice President Terry Hall explained that the proposed changes would allow donations to go public safety communications professionals regardless of membership status as well as APCO staff in need. The amendments also doubled the maximum donation by tier to \$500 and \$1,000 respectively. A verbal vote was taken and the motion was *approved with no opposition*.
- b. 8.4 (Executive Director Selection) Gulf Coast Regional Representative Pat Hall *motioned* to approve the 8.4 amendments. East Coast Regional Representative David Clemons *seconded* the motion. A verbal vote was taken and the motion was *approved with no opposition*. President Gregg Riddle reminded the Board that the proposed amendments began to take shape based on Board observations during the executive search earlier in the year. Human Resources Director Ricky Marshall suggested additional edits to clarify roles of the search committee as compared to an external search firm, should one be engaged like this past time. Mr. Riddle said he wanted to wrap up all this amendment activity during his presidential tenure and nothing else should be read into these amendments. He said he expects and hopes that the association is many, many years away from needing to conduct another search.
- c. 13.6 (Horizon Award renaming) Western Regional Representative Peggy Fouts *motioned* to approve the 13.6 amendments. Immediate Past President Bill Carrow *seconded* the motion. He explained that the Awards Committee felt that changing the name to Technology Leadership Award was more appropriate and filled a gap in the current roster of awards. A verbal vote was taken and the motion was *approved with no opposition*.
- d. 13.10, 11, 12 (Awards of Distinction) Western Regional Representative Richard Granado *motioned* to approve amendments to the applicable three sections in article 13 by adding "award of distinction" to the names of the awards. Gulf Coast Regional Representative Pat Hall *seconded* the motion. A verbal vote was taken and the motion was *approved with no opposition*.

4. Old Business - Updates

- a. **ProCHRT Toolkit** Immediate Past President Bill Carrow previewed the toolkit with the Board, which will be unveiled during the Executive Council meeting.
- b. **EC Outreach Subcommittee: Renewed Term** This was discussed during the workshop, President Gregg Riddle will follow up with Martha Carter, chair.

c. **Emerging Technology Forum** – The first forum was held in April in Washington, DC with nearly 100 attendees and received positive reviews. The next forum is scheduled for October 10-11 in Anaheim, CA.

d. Federal Issue (FirstNet, P25, TERT) –

- FirstNet First Vice President Terry Hall noted that this board is charged under law to develop and operate the nationwide public safety nationwide broadband network (NPSBN). FirstNet's board members may be announced at conference.
- P25 Restructuring First Vice President Terry Hall updated the Board on the
 restructuring proposal jointly developed by APCO International, IACP, IAFC,
 National Association of State EMS Officials, and the National Sheriffs'
 Association. APCO remains in the pre-contract phase due to the need for DHS
 to secure pre-authorization of all travel in the wake of an unrelated GSA
 procurement scandal.
- NRPC President Gregg Riddle pointed out that the National Regional
 Planning Council has some concerns that they will not be able to continue
 their work and have requested to meet with the Executive Committee during
 conference. They are in the beginning stages of requesting a new grant from
 DHS as the current grant is insufficient and may be on the chopping block.

5. <u>New Business</u>

Executive Director Derek Poarch provided several highlights about the upcoming conference, including various VIP presenters expected at the event.

6. Other Business (incl any items generated from the field)

Gulf Coast Regional Representative Debbie Gailbreath inquired as to whether APCO does exit interviews upon staff leaving. Executive Director Derek Poarch said that APCO International presently does not conduct exit interviews. He said that in prior work settings, he did not find them very useful; however, he is willing to look into it if the Board wishes he do so.

East Coast Regional Representative Jay Groce noted that some of the bricks on the "Walk of Heroes" at headquarters need to be refurbished; East Coast Regional Representative David Clemons suggested securing a cost estimate for replacement and perhaps soliciting the chapters to help pay for it.

7. President's Report

President Gregg Riddle provided highlights of his year of service as president and thanked the Executive Committee, the Board and Executive Director (ED) Poarch for their service, along with thanking Chief of Staff Mark Cannon in his interim ED role.

8. Executive Director's Report

Executive Director Derek Poarch highlighted a few points:

- Building renovations are complete, last item pending is replacement of the refrigerator. The renovations came in 20 percent under budget.
- 8 new hires since the last Board meeting in May; this included a new MarComm team and an addition to the Knowledge Management department. There are currently two vacancies -- Web Content Coordinator (plan to hire someone in the next 45 days) and Corporate Outreach/International Development Manager.
- Annual conference attendance is lower than in Philadelphia 2011, but mostly on par with Houston 2010. Sponsorship is up 7.5 percent from Philadelphia. He suggested that attendance may also be affected by the start of the school year. More importantly, he reiterated a previous suggestion that APCO International look at top tier destination cities going forward. It is increasingly about location, location, location.

9. Next Board Meeting

Sat, Sep 15: Orientation & Workshop

Sun, Sep 16: Meeting (to adjourn by noon) with select Board members staying for an afternoon discussion aimed at analyzing external relations.

Adjournment

East Coast Regional Representative David Clemons *motioned* to adjourn the meeting. Western Regional Representative Richard Granado *seconded* the motion. A verbal vote was taken with no opposition, and the meeting was *adjourned* at 4:32 p.m. CDT.

Respectfully submitted,

Derek K. Poarch Executive Director

The Board of Directors meeting 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.