

Board of Directors Meeting

(Via Web Conference)

Marriott Renaissance Las Vegas, Copa Room C (in conjunction with IWCE meeting)

February 23, 2012

BOARD OF DIRECTORS WEB CONFERENCE MINUTES – DRAFT

1. Call to Order and Consent Agenda

President Gregg Riddle convened the Board of Directors Meeting at 4:05 p.m. EST and called the roll. 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	

Additional APCO members and staff present at the conference hub location where the Executive Committee was meeting in person include:

John Wright, CPRA, Candidate for APCO International Second Vice President

Tim Trager, CPRA, Chapter President-Elect

RoxAnn Brown, CAC Member

Mark Cannon, Deputy Executive Director

Western Regional Representative Richard Granado *motioned* to accept the consent agenda. Don Whitney *seconded* the motion.

Consent Agenda

a. Approval of Board Minutes of 12/1/2011

b. Approval of 2011 General Business Session I & II Minutes

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

2. Policy Manual Amendments

a. LRSP Annual Review (2.13)

North Central Regional Representative Julie Righter *motioned* to approve the proposed amendments to Policy Manual (PM) 2.13. East Coast Regional Representative Dave Clemons *seconded* the motion.

Western Regional Representative Peggy Fouts noted that her region was comfortable with the amendment that pared back the number of people involved in the annual LRSP review, but some Executive Council members in her region expressed interest in expanding the role of “regular” members on the Strategic Planning Committee, which now includes just one spot reserved for an At Large Member. Other board members suggested a doubling of the current number to at least two At Large spots might enable the two to develop a bond in a group where most everyone else knows one another. President Gregg Riddle said he agreed with the sentiment, although the Committee is fairly large as it stands now. This would also involve an amendment to PM 7.2; 12.2.7, which is not presently part of the motion.

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

b. Executive Council Committee Selection (7.2)

Western Regional Representative Peggy Fouts *motioned* to table the proposed amendment to PM 7.2. East Coast Regional Representative Dave Clemons *seconded* the motion.

President Gregg Riddle noted that the Bylaws Committee had questions with regard to the draft language, which it may be best to resolve before circulating a draft more broadly for review and comment. The amendment would certainly be in good shape to share ahead of pre-meeting calls to be held before the next Board meeting in May.

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

3. Convert ProCHRT from a Task Force to a Standing Committee

Immediate Past President Bill Carrow *motioned* to convert to a standing committee the Professional Communications Human Resources Task Force (ProCHRT). Gulf Coast Regional Representative Debbie Gailbreath *seconded* the motion. It was noted that continued efforts as a standing committee may be necessary to reach the goal of including dispatchers in the definition of first responders under the Fair Labor Standards Act, which is something that can be pursued at the national level. First Vice President Terry Hall mentioned recent progress that he has had in working with Public Safety Alliance (PSA) partners, especially the National Sheriff’s Association (NSA), the International Chiefs of Police (IACP) and the International Association of Fire Chiefs (IAFC). Leveraging the united front that the PSA took in support of D Block legislation, all three of the aforementioned organizations have come around to expressing a willingness to secure recognition of dispatchers as first responders. Mr. Hall said that NSA is drafting a resolution to this effect that it is bringing in front of its board in March.

Western Regional Representative Peggy Fouts expressed hope that the conversion of the task force to a standing committee would not result in altering the easily identifiable ProCHRT acronym that people have associated with this important work.

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

4. Old Business

a. Nominations Task Force

In referencing the Board action at its September meeting to create a Nominations Task Force, President Gregg Riddle explained that he was waiting to appoint members until after the nominations deadline so that there would be no chance of creating any uncertainty about the process for 2012. He will confer with First Vice President Terry Hall to make the appointments so that the Task Force can begin to meet to review the recommendations from the breakout discussions at the 2011 Executive Council (EC) meeting. Gulf Coast Regional Representative Debbie Gailbreath asked whether the notes from that EC session would be shared, explaining that discussions also ventured into related topics of mentoring and recruiting new leaders that would be of interest to chapters as well. Second Vice President Gigi Smith said that she would compile the notes and would also be interested in passing the baton to another EC or Board member if they want to revisit the topic at the next meeting. Immediate Past President Bill Carrow shared that the Mid-East Chapter has a nominating committee that actively recruits officers for its chapter, which the new Task Force might wish to examine as part of its work. North Central Regional Representative Lynne Feller suggested that maybe the task force should be retitled to reflect a broader mission of Leadership Development. She also suggested that attention should be paid to encouraging EC members to assume leadership roles since the EC is the stepping stone to Board service. Both Ms. Gailbreath and Ms. Smith agreed with this suggestion.

b. Emerging Technology Forum

First Vice President Terry Hall provided an overview of the Emerging Technology Forum scheduled for April 3-4 in Crystal City, VA, which will feature presentations on NG9-1-1 during Day 1 and on Broadband during Day 2. He anticipated 200 attendees. CAC Representative Don Whitney conveyed the concern of some of his colleagues over the rapid announcement of this program who would have liked the opportunity for input. As a follow on, CAC member RoxAnn Brown asked if the forum would be open to other sponsors, including companies that had stepped up to sponsor the two other 2012 programs that were discontinued midway into the fiscal year. Mr. Hall replied that the intent was to conduct the first program as a pilot, then do a candidate assessment, with the hope that it would be the first of many, and would be open from that point forward to additional sponsors. Mr. Whitney said he was glad there would be a yardstick applied before proceeding with more forums and asked if there was concern that the proximity of location and timing would compete at all with the Broadband Summit. Mr. Hall explained that they were marketing to a different audience and envisioned this more as a “101” program for chapters in the immediate vicinity. Emails have already been issued to area chapters.

c. APCO Global Congress Update

President Gregg Riddle referenced the updated spreadsheet reporting on the progress of the APCO Global Congress (AGC) that was provided ahead of the Board meeting and explained that he and Deputy Executive Director Mark Cannon would be attending. The two of them will also be at the upcoming APCO Australasia meeting in mid-March to brief the APCO Global Alliance (AGA) partners on the status. Everyone's expectations are set more modestly for this second year and expenditure estimates were scaled back accordingly. First Vice President Terry Hall explained that the Executive Committee had voted to forgive the repayment obligation from British APCO and APCO Canada as APCO International is the only organization situated to shoulder the loss from year one and the alternative of trying to collect the debt would put a serious strain on global relations. East Coast Regional Representative Dave Clemons said his concern was chiefly a fiscal one, that this program even in the second year is unlikely to see a positive return on investment. He recognizes that there were hotel credits and other elements to the structuring of the event that presumed making a two-year run at the program, but questioned if this Board would be consulted prior to committing to the program beyond 2012. Executive Director Derek Poarch assured the Board that it would not be rushing into a third year and the Board would be consulted. East Coast Regional Representative Jay Groce asked if there was a close out date. Mr. Poarch reiterated that the finances for the program are being carefully monitored and preliminary numbers would be available within 60 days of the event and final numbers within 90 days. Western Regional Representative Peggy Fouts asked if the debt repayment would be revisited at some point. President Gregg Riddle said that would not be feasible; two of the organizations (British APCO and APCO Canada) had made the investments that they could practically afford.

5. Other Business

President Gregg Riddle asked Board members for other business items.

Referencing a recent eblast inviting chapters to pre-order lapel pins, Western Regional Representative Dick Granado asked if new members are still receiving pins soon after activation and if there was any consideration to issuing some kind of pin (either plastic or metal) for all members. Executive Director Derek Poarch explained that the branding budget did not assume a purchase of pins for all members and, alternatively, the Executive Committee had suggested offering chapters the opportunity to purchase pins in bulk at a discount. He also said he would look into the current practice regarding new members.

East Coast Regional Representative Jay Groce requested that host chapter be informed when the Executive Committee appoints someone to a committee; not for input necessarily, but just for notification purposes.

CAC Representative Don Whitney asked about the status of the Conference & Expositions Advisory Committee (CEAC). North Central Regional Representative Lynne Feller, who served as chair of the Special Conference Task Force, indicated that it is still the intent to select the bulk of the members who come from the EC by the same process being proposed for the Management and Finance & Budget Committees, which would have a September through August term. An

initial meeting to involve any new members selected at the EC meeting would hopefully be convened while in Minneapolis for the 2012 Annual Conference.

Western Regional Representative Peggy Fouts asked if there had been any consideration about how best to respond to recent emails from EC Member Bill Keller of Texas regarding his email access. Several Board members expressed concern about the tone, notwithstanding the efforts by several members of the Board, EC and staff who take extra steps to ensure that Mr. Keller receives pertinent updates through multiple e-mediums. First Vice President Terry Hall said that the Executive Committee would be reviewing the matter at its next workshop.

6. President's Report

President Gregg Riddle conveyed news that the D Block provisions negotiated by Congress (HR 3630, Title VI) had now been signed into law yesterday, February 22, by the President (PL 112-96). He offered a special word of thanks to Past President Dick Mirgon and the Government Relations team on a hard fought victory and to the many leaders of the association on the Board and among APCO chapters who did so much to drum up the grassroots support. He mentioned that the Executive Committee had authorized the hosting of a reception by the Public Safety Alliance to be held in conjunction with a PSCR meeting near Boulder, CO on March 5. While sponsors may be recruited in time to defray the costs, timely authorization was needed so plans could proceed.

7. Executive Director's Report

Executive Director Derek Poarch provided a further update on his "First 45 Day" goals and shared a number of observations from his interviews with staff, meetings with commercial partners and other interactions with association members. He pledged to share these observations in writing as a "State of the Association" report.

Western Regional Representative Richard Granado *motioned* that the Board move into Executive Session to discuss a staff reorganization being proposed by Mr. Poarch. Commercial Advisory Council Member Don Whitney *seconded* the motion.

A verbal vote was taken and the motion was *approved* without opposition.

The Executive Session commenced at 6:53 pm EST and concluded at 7:25 pm EST.

For the record, Western Regional Representative Richard Granado *motioned* for Board approval of new additional budget authority to fund four additional proposed staff positions on the organizational chart and the compensation level recommended by the Executive Director and the Executive Committee for the post of Chief Counsel of Law and Policy / Director of Governmental Relations. East Coast Regional Representative Dave Clemons *seconded* the motion.

A verbal vote was taken and the motion was *approved* without opposition.

8. Adjournment

Prior to adjournment, President Gregg Riddle recognized John Wright, CPRA Chapter, who provided remarks in support of his candidacy for Second Vice President.

Second Vice President Gigi Smith *motioned* to adjourn the meeting. East Coast Regional Representative Jay Groce *seconded* the motion. A verbal vote was taken with no opposition, and the meeting was *adjourned* at 7:35 p.m. EST.

Respectfully submitted,

Derek K. Poarch
Executive Director

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