

APCO International – Board of Directors Meeting

Renaissance Downtown Hotel - 999 Ninth Street NW, Washington, DC

May 16, 2012

Call to Order

President Gregg Riddle convened the Board of Directors Meeting at 2:03 pm EDT and called the roll. The meeting was preceded by a workshop, which began at 8:30 am. 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	

*connected via web conference

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

1. Consent Agenda

Based on discussions during the preceding Board workshop, President Gregg Riddle entertained suggestions of items that, without objection, would comprise the consent agenda:

- a. Board Minutes of 2/23/2012**
- b. Life Member Nominations (Harrison, Mayer, Thomson*)**
- c. FY2013 Proposed Budget**
- d. Jack Daniel Award of Distinction – PM 13.15**
- e. Cancellation of Project 42**

*A note on the nomination of Pres Thomson; it was filed on time, but the Credentials Committee had it on hold as some older HQ records are incomplete, complicating verification. The Committee recently reevaluated the nomination based on the strength of this member's accomplishments going back 25-50 years.

Western Regional Representative Richard Granado ***motioned*** to accept the consent agenda. East Coast Regional Representative Jay Groce, III ***seconded*** the motion. A verbal vote was taken and the items under the consent agenda were ***approved with no opposition***.

2. Executive Council Committee Selection – PM 7.2

President Gregg Riddle deferred action on this item, noting that certain technical edits discussed during the workshop would be made and then issued to the Board for an e-vote. This will also include a process under PM 7.4 for nominating the CAC representative to the Conference and Expositions Advisory Committee (CEAC).

3. First Recipient of Jack Daniel Award of Distinction

Commercial Advisory Council Representative Don Whitney *motioned* to approve that the first recipient of the Jack Daniel Award of Distinction be its namesake, posthumously. He further proposed that the complimentary travel associated with the award be offered to the widow Daniel, plus one guest. Western Regional Representative Richard Granado *seconded* the motion. A verbal vote was taken and the motion was *approved with no opposition*.

Updates

Executive Director Derek Poarch made several new staff announcements:

- Rossanna Sepulveda, May 7, to fill the vacant AFC processor position.
- Kristin Vollin, May 14, as Executive Assistant in the VA office. Anita Harrington transitions to Human Resources Associate.
- Meghan McCluskey, May 24, as Marketing & Communications Manager based in the VA office. Once on board, she will begin hiring for a Marketing Associate and Web Coordinator.

He also reported that renovations to the VA office are nearly complete. Board members who toured the office on Monday evening expressed pleasure at the “makeover,” especially the care taken to coordinate the color scheme with the main APCO brand colors of blue and gray.

Adjournment

Western Regional Representative Peggy Fouts *motioned* to adjourn the meeting. Gulf Coast Regional Representative Patricia A. Hall *seconded* the motion. A verbal vote was taken with no opposition, and the meeting was *adjourned* at 2:30 pm EDT.

The next board meeting will be on August 16, 2012 at the Annual Conference.

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.

[Refer to the next two pages for notes taken during the workshop.]

Board Workshop, 5/16/2012 – Notes

FY2013 Budget Discussion

Personnel – The increase in this line item reflects that four new positions were approved under the reorganization; plus a dormant AFC position was filled earlier in the year that had been on the organization chart, but was not budgeted for in recent years. (Temp support had been used during peak times; but the increased service load made it necessary to fill that vacant post.) Some posts have salary/benefit differences, i.e., Chief Counsel for Law & Policy. The difference also reflects projected increases in insurance coverage, plus projections of salary and bonus increases for employees, which overall equate to 1% of association expenses and will be doled out primarily on a pay-for-performance basis to those meeting or exceeding their goals.

Bank Charges – These are fees associated with accepting credit cards as a form of payment.

Institute: Miscellaneous Revenue – This is for cancellations and transfers. There is no politically correct way to include a “no show” line item in the budget, but this is based on historical activity in which a percentage of students who do not show or complete classes and forfeit their fees.

Institute: Increased Travel – This relates to a long-term contract in which a staff member has worked a considerable amount of time in the field on a customized EMD software installation, which continues into FY2013. This is offset by contract revenues for both time and expenses.

Events: Marketing & Promotion / Future City Site Visits – Events marketing is reflected in the MarComm budget. There was a desire to separately track marketing expenses for the Global Congress, which is not budgeted for in FY13. Future city visits are accounted for in travel. Budgeted events for FY2013 include:

- 78th Annual Conference & Expo in August 2012 in Minneapolis, MN
- Emerging Technology Forums (2) -- Oct 2012 (Anaheim, CA) and Feb 2013 (TBD)
- 3rd Annual Broadband Summit in May 2013 in Washington, DC
- 9th Annual Leadership Awards Dinner in May 2013 (same timeframe as the Summit)

Knowledge Management: R&D/Miscellaneous – These costs were rolled into the System Improvement line item as it proved difficult to delineate what data programming costs were R&D as compared to maintenance or upgrades or continuous improvement expenses.

MarComm: Outreach – First Vice President Terry Hall asked that the outreach line item be changed to the Public Safety Alliance for added transparency.

GRO: Government Relations Expense – These services provided by Kirkendall Enterprises are now factored into the scope of work of the Chief Counsel and others in the GRO team.

Administration: Printing – The negative entry in this department signifies that this is an interdepartmental offset for the usage of the copier machine which is leased and expensed in the equipment lease line item under Administration, but is a shared expense.

Leadership Development Committee – Chairperson Peggy Fouts reported that, since members were appointed in February, there have been several calls; the three persons on the Committee who are past presidents have agreed to meet face-to-face to scope out issues on which they have some unique perspective having walked in those presidential shoes. First Vice President Terry Hall asked the Committee to also take a look at whether a tie vote on the Executive Committee (which has four voting members) should trigger some other action. While a motion fails in such situations, should the Board perhaps be required to review the same motion?

Emerging Technology Forums – First Vice President Terry Hall reported that the first such forum on April 3-4, was a success, having attracted 104 total attendees and netted \$20,000 due mostly to sponsorship income. The plan is to host a second forum in Anaheim, CA in October.

APCO Global Alliance – President Gregg Riddle shared that the APCO Global Alliance (AGA) has been updating its chartering documents and business and marketing plans. These strategic documents are expected to be completed at the next AGA meeting held in tandem with the Annual Conference in Minneapolis. He also shared that, programmatically, the second Global Congress had made some significant strides with deeper engagement by partner agencies in the region. Financially, a smaller, but still significant, net loss is projected. The staff did a superb job of controlling expenses, but ultimately revenues did not even keep pace with the first year. There was, in particular, a drop off in exhibitors. This makes it difficult to see a sustainable model for an expo-style program in the future. Executive Director Derek Poarch assured the Board that any future effort internationally would be tried first on a more manageable scale and with sufficient commitments secured in advance to at least match anticipated expenses.

Project 25 Restructuring – First Vice President Terry Hall informed the Board that the association had just received word that its proposal developed with the support of the Office of Interoperability and Compatibility (OIC) for DHS was approved for funding. Details on the funding are still to be worked out, but this is expected to breathe new life into the component of the P25 work that involves end user input into the standards process.

TERT – In partnership with the Office of Emergency Communications (OEC) for DHS, the National Joint TERT Initiative (NJTI) of APCO and NENA is conducting a Train the Trainer class for 23 team leaders across the country on May 17-18 to help ensure that the proper process for a Telecommunicator Emergency Response Taskforce (TERT) deployment is carried out when a team is activated. Special thanks to the Alexandria, VA police for providing the venue.

Executive Council Management Subcommittee Report – The Board discussed this report at length. Several Board members offered to contribute thoughts and ideas to be centrally compiled into a written response. Some will be ways to improve matters that the Board can carry out and others will include suggestions where the Management Committee may be able to help facilitate a better end result. Executive Director Derek Poarch has already taken steps to implement the suggestions pertaining to the earlier dissemination of materials for the Executive Council meeting, improved technical support for PSConnect, and related matters. More will be shared about this as part of the fuller response.