

APCO INTERNATIONAL EXECUTIVE COUNCIL MEETING
August 7, 2004

Submitted by: Gregg Riddle
Illinois Executive Council Representative

The Council meeting was held in a two-day format. Tom Sorley of the Florida Chapter was asked to moderate the first day, Friday. This day was used to discuss key issues that would need action during the official Council meeting that was held on Saturday and to receive a variety of reports from committees and staff. Some of the topics that were presented included the Institute revitalization roll out schedule; the auditors end of year financial report and the fact that APCO ended the year with a significant budget surplus; AFC budget increase request for frequency coordination software; Automated Management System software project; Project Locate presented audio and video clips to the Council intended to be used as local press releases. Due to the amount of material for discussion on Friday, a few items were carried over into Saturday morning, which were concluded just prior to noon.

Convene: President Vincent Stile convened the formal Executive Council Meeting at 1:05 p.m.

Roll call: All chapters were represented, either by their elected Executive Council representative or by proxy, with the exception of the Mississippi Chapter. New Council members from Australia/New Zealand, David Williams, Colorado, Jim Bradley, Louisiana, Woody Glover, Missouri, Robin Tieman, Montana, Kimberly Burdick, North Dakota, Gary Kostelecky, Oklahoma, Aaron Bacon and Oregon, Mark Buchholz attended this meeting.

Changes to the Agenda: There were no changes made to the agenda.

Action Items

Approval of 2004 Mid-year Executive Council Meeting Minutes: A motion by Gregg Riddle, Illinois, to approve the minutes of the 2004 Mid-year Council meeting. Fred Thompson, South Carolina, offered a second. Motion carried.

Life Member Nominations: The following individuals were offered to the Council as nominees for the APCO Life Member recognition, Nancy Dzoba, Florida, Barry Luke, Florida, Charles L. Taylor, CPRA, Carrie Jackson, New Mexico, Taylor Mieux, Illinois, and Gregg Riddle, Illinois. Mary Messamore, Kansas, to recommend acceptance of all nominees. Nancy Pollock, Minnesota, offered a second. Motion carried. (All nominees were approved by the Quorum at the First Business Session on Tuesday, August 10, 2004)

Conference Manual – Future Voting Procedures Resolution: This Resolution will place language that stipulates the voting procedures for selection of the future cities for the Annual Conference in the Annual Conference Manual. Motion was offered by Gregg Riddle, Illinois. A second was offered by Tom Sorley, Florida. Motion carried.

APCO Policy Manual Resolutions: The C&B Committee had submitted fourteen (14) Policy Manual Sections for consideration by the Council.

Policy 2.10 – Financial Reporting – amendment requires the submittal of quarterly reports to the Executive Council. Motion offered by Gregg Riddle, Illinois, second by Mary Messamore, Kansas. Motion carried.

Policy 3.2 – Chapter Commercial Advisory Member – removal of this policy due to its inclusion in Policy 3.1. Motion was made by Gregg Riddle, Illinois, second by Pat Carriveau, Northern California. Motion carried.

Policy 4.1 – Membership Application Procedure – new policy offered. Motion offered by Gregg Riddle, Illinois, with a second by Jay Groce, Pennsylvania. Amendment that inserted paragraph 2.1.3 to allow electronic payment of dues was offered by Glen Nash, Past President, with a second by Woody Glover, Louisiana was approved. The motion was adopted as amended.

Policy 4.6 – Chapter Honorary Member Guidelines – amendment establishes the requirement that the chapter is responsible for the payment of the annual dues for the honorary member. Motion made by Gregg Riddle, Illinois, with a second by Pat Hall, Alabama. Motion carried.

Policy 4.7 – Membership Dues – amendment defines the chapter’s portion of the Association dues. Motion offered by Gregg Riddle, Illinois, with a second by Jeff Haislet, Texas. Motion was adopted.

Policy 4.8 – Awards Policy – this is a major revision of an existing policy. Motion was offered by Gregg Riddle, Illinois, with a second offered by Frank Thompson, North Carolina. President Stile declared this an International issue for voting purposes. An amendment of paragraph 2 that limited the coverage of the policy to U.S. Chapters and Territories was offered by Glen Nash, Past President, with a second by Kent Kruger, Wisconsin. The amendment carried and the original motion was approved as amended.

Policy 7.1 – Subsidiary Advisory Committees – following discussion on Friday, it was determined that this policy needed further review. Motion was offered by Gregg Riddle, Illinois, to commit this policy to the C&B Committee. A second was offered by Greg Ballentine, President Elect, motion was adopted.

Policy 7.2 – Standing Committees – this policy was a major revision. Motion was offered by Gregg Riddle with a second by Nancy Pollock, Minnesota. President Stile declared this an International issue for voting purposes. An amendment was offered by Glen Nash, Past President that would remove paragraph 10 concerning the International Development Committee and renumber the remaining paragraphs. Mary Messamore offered the second and the amendment was approved. The main motion carried as amended.

Policy 7.3 – Special Committees and Task Forces – this is a new policy. Motion offered by Gregg Riddle, Illinois, with a second by Gary Kostelecky, North Dakota. Motion carried.

Policy 8.1 – Policy and Procedures Guidelines – this is a new policy on the policy manual for staff. Motion was offered by Gregg Riddle, Illinois, with a second by Tom Hanson, Virginia. Motion carried.

Policy 8.2 – APCO Headquarters Staff – this is a new policy that discusses staff issues. Motion was offered by Gregg Riddle, Illinois, with the second by Fred Thompson, South Carolina. The motion carried.

Policy 8.3 – Executive Director – this is a major revision of an existing policy. Motion was offered by Gregg Riddle, Illinois, with the second by Mary Messamore, Kansas. The motion carried.

Policy 8.4 – Executive Director Selection Process – this is a new policy. Motion was offered by Gregg Riddle, Illinois, with a second by Pat Hall, Alabama. An amendment was offered by Glen Nash, Past President, to remove sub-paragraph 4.7.4 on the destruction of applications. A second was offered by Kent Kruger, Wisconsin and the amendment carried. A second amendment was offered by Glen Nash, Past President, to add a new paragraph, 4.13.1 to have the search committee members establish a common rating schedule prior to starting the process. A second was offered by Kent Kruger, Wisconsin, and the amendment was adopted. The main motion was approved as amended.

Policy 10.2 – Contractual Agreements – this original policy was recommended for removal as its paragraphs have been more appropriately covered by other policies. Motion was offered by Gregg Riddle, Illinois, with a second by Glen Nash, Past President. Motion carried.

APCO Quorum Resolutions: The C&B Committee had submitted eleven (11) Quorum Resolutions for consideration. The Council made the following recommendations on each of the Quorum Resolutions:

Resolution #1 – To update the requirements for amending the Association Constitution – motion to recommend approval was offered by Gregg Riddle, Illinois, with a second by Fred Thompson, South Carolina. Motion was adopted.

Resolution #2 – To update the definition of the Association Bylaws - motion to recommend approval was offered by Glen Nash, Past President, with a second by Joe Hanna, Past President. Motion was adopted.

Resolution #3 – To update the definition of the APCO Policy Manual - motion to recommend approval was offered by Gregg Riddle, Illinois, with a second by Pat Hall, Alabama. Motion was adopted.

Resolution #4 – To update the definition of the Conference Manual, the AFC Manual and other Policy Manuals of the Association - motion to recommend approval was offered by Glen Nash, Past President, with a second by Gregg Riddle, Illinois. Motion was adopted.

Resolution #5 – To update the status of the President-Elect and/or other officers in the event of a vacancy within the Association Board of Officers - motion to recommend approval was offered by Gregg Riddle, Illinois, with a second by Pat Hall, Alabama. Motion was adopted.

Resolution #6 – To allow the APCO Policy Manual to identify the procedures for conducting meetings of the Quorum, Executive Council and Board of Officers - motion

to recommend approval was offered by Glen Nash, Past President, with a second by Larry Sheridan, Wyoming. Motion was adopted.

Resolution #7 – To identify the membership application process in the APCO Policy Manual - motion to recommend approval was offered by Gregg Riddle, Illinois, with a second by Tom Sorley, Florida. Motion was adopted.

Resolution #8 – To move the process and procedures for awarding Life and Senior grade membership and the nominations criteria and presentation process for the Association's awards from the Association Bylaws to the APCO Policy Manual - motion to recommend approval was offered by Glen Nash, Past President, with a second by Aaron Bacon, Oklahoma. Motion was adopted.

Resolution #9 – To update the definitions for Standing and other committees and allow the provisions for establishing committees in the APCO Policy Manual – President Stile declared this an International issue for voting purposes. Motion to recommend approval was offered by Gregg Riddle, Illinois, with a second by Gary Kostelecky, North Dakota. Motion was adopted.

Resolution #10 – To move the process and procedures for determining the location of the Annual Conference from the Association Bylaws to the APCO Conference Manual - motion to recommend approval was offered by Glen Nash, Past President, with a second by Jeff Haislet, Texas. Motion was adopted.

Resolution #11 – To update the language of the Association Constitution and Bylaws - motion to recommend approval was offered by Gregg Riddle, Illinois, with a second by Tom Hanson, Virginia. Motion was adopted.

Heritage Foundation: The Historical Committee brought a proposal to the Council for the creation of the Heritage Foundation. This would be a new subsidiary that will be established as a 501 (c) (3) entity similar to the other three APCO subsidiaries. Gregg Riddle, Illinois, made a motion to authorize the creation of the Foundation and have the necessary documents reviewed by the appropriate individuals. A second was offered by Kent Kruger, Wisconsin.

CFO Tim Ryan responded to an inquiry and indicated that it would require approximately \$5,000 to process all the necessary paperwork. Tom Sorley, Florida, offered an amendment to provide the money for these fees not to exceed \$8,000 and after the Foundation is established the start up fees will be reimbursed to APCO. Glen Nash, Past President, seconded the motion and the motion was approved.

Tom Sorley, Florida, offered another amendment to have the C&B Committee and the Board of Officers review the constitution and bylaws of the Foundation and report back to the Council within one year. Chris Fischer, Washington, seconded the motion and the motion was approved.

Cheryl Greathouse, Georgia, offered an amendment that would not require the Foundation to repay the fees used for the start up expenses. Mary Messamore, Kansas, offered a second. Due to the closeness of the voice vote. A vote was taken by roll call and the amendment was approved 28 ayes to 22 nays. The original motion was then approved as amended.

Financial Report: Kent Kruger, Wisconsin, made a motion to accept the financial report as submitted by CFO Tim Ryan. A second was offered by Fred Thompson, South Carolina, and the motion carried.

Glen Nash, Past President, made a motion to amend the agenda to add item “e” to Other Business for the review the bylaws for all of the subsidiaries. Tom Sorley, Florida, seconded the motion and it was approved.

Other Business:

- a) **Revised Call Center Training Standards:** Chris Fischer, Washington, made a motion to adopt the revised Project 33 Minimum Training Standards as presented. Pat Carriveau, Northern California, seconded the motion. Glen Nash, Past President, offered an amendment to accept the document in substance but authorize staff to modify it into consistent style. Gregg Riddle, Illinois, seconded the motion and it was approved. The original motion was approved as amended.
- b) **AFC Budget Adjustment:** Kent Kruger, Wisconsin, made a motion to approve the AFC Budget Adjustment. Joe Hanna, Past President, seconded the motion. Joe Hanna offered an amendment to instruct the Board of Officers to negotiate with the software provider to either provide an option at the end of three years that would continue APCO at the current CPI rate, or, as Option B, extend the contract period to six years in which APCO would have a three year opt-out clause. Nancy Pollock of the Minnesota Chapter seconded the motion. Following additional discussion by several Council members in opposition to the amendment a voice vote was taken and the amendment failed. The original motion was brought for a vote and it was approved.
- c) **Pave the Way Drive:** Kent Kruger, Wisconsin, made a motion to allow staff to complete the brick project using option #3 with an amount not to exceed \$20,000. Woody Glover, Louisiana, offered a second and the motion was approved. The Council directed staff to market and advertise the bricks to the membership.
- d) **Board Travel Budget Adjustment:** Lloyd Fayling, Michigan, offered a motion to approve an increase in the travel budget for the Board to a total of \$213,000. Larry Sheridan, Wyoming, seconded the motion and it was approved.
- e) **Review of Subsidiaries Bylaws:** Past President Glen Nash motioned that the Executive Council direct the Board of Officers, the Governance Task Force and the Constitution and Bylaws Committee to review the relationship of the Association’s subsidiaries to the parent association and update the Bylaws of each organization to appropriately reflect that relationship. Such update shall be completed prior to the 2005 Annual Executive Council Meeting to be held in Denver Colorado. Tom Sorley of the Florida Chapter seconded the motion. First Vice President Diana Borash motioned to amend that the Advisory Committees of each subsidiary, including the PSFA, be included in the review. Kent Kruger of the Wisconsin seconded the motion. A verbal was taken and the motion was amended. The original motion was approved as amended.
- f) Legislative and Legal Affairs Director Bob Gurs reviewed the “Time Frame for 800 MHz Transition” document issued by the FCC.

- g) First Vice President Diana Borash thanked the Board Liaisons for their assistance: Janene LaRose, Alisha Bellini, Betty Nelson, and Jackie Bender.
- h) Past President Glen Nash announced that this would be the last meeting for Pat Carriveau of the Northern California Chapter.
- i) Mary Messamore of the Kansas Chapter acknowledged and thanked President Vincent Stile for his guidance and professionalism during his four-year tenure.
- j) Second Vice President Wanda McCarley relayed Joan Murray's, widow of Past President George Murray, best wishes to the Council.
- k) President Vincent Stile commended the upcoming Board of Officers, and wished everyone well with their endeavors.
- l) Larry Sheridan of the Wyoming Chapter informed the Council that APCO AFC has been selected for the State of Wyoming's licensing business, which should generate approximately \$600,000 for the subsidiary.
- m) Gregg Riddle of the Illinois Chapter, as Chair of the Member and Chapter Services Committee, brought to the Council's attention that the Committee is still endeavoring to get Chapter Commercial Advisory members appointed to become part of Chapter Executive Boards in Chapters. The Council Representatives will be contacted by the Chapter Member Services liaisons asking for support. Alabama, Arkansas, Idaho, Indiana, Kansas, Mississippi, Minnesota, Nebraska, Oregon, Pacific, South Dakota, and West Virginia still need Chapter Commercial Advisory members. As Chair of the Management Committee, Gregg Riddle asked President Vincent Stile to draft a letter to each of the Council members not present at this meeting to participate in future meetings.
- n) Nancy Pollock of the Minnesota Chapter commended Staff for the excellent work accomplished preparing for the Executive Council meeting.
- o) Executive Director John Newman commended the Board of Officers, the Executive Council, Chief Financial Officer Tim Ryan and Staff on their dedication to APCO International.

Recess: The meeting recess at 3:37 p.m. until adjournment at the Closing Banquet on Thursday.