

APCO INTERNATIONAL EXECUTIVE COUNCIL MEETING
August 20, 2005

Submitted by: Gregg Riddle
Illinois Chapter Executive Council Representative

The Illinois Chapter was represented by a proxy given to Nancy Pollock of the Minnesota Chapter. My travel to the conference was cancelled at the last moment due to an emergency situation at work.

The Council meeting was held in a two-day format. Tom Hanson of the Virginia 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 revisions to the APCO Policy Manual; the Resolutions to be presented to the Quorum; AFC and Institute Bylaws revisions; the Institute Policy Manual revisions; Annual Conference Manual revisions; financial reports; and reports by the Group Leaders, staff, the IDC and the Regulatory Affairs.

Convene: President Greg Ballentine convened the formal Executive Council Meeting at 8:35 a.m.

Roll call: All chapters were represented, either by their elected Executive Council representative or by proxy, with the exception of the Pacific Chapter. New Council member Nancy Keehen from Northern California attended this meeting.

Changes to the Agenda: Two changes were made to the agenda. APCO Policy Manual Section 6.1 was added and the Corporate Partners Policy was removed. A motion for approval was offered by Tom Sorley of the Florida Chapter with a second by Mary Messamore of the Kansas Chapter, motion carried.

Action Items

Approval of 2005 Mid-year Executive Council Meeting Minutes: A motion by Mary Messamore, Kansas, to approve the minutes of the 2005 Mid-year Council meeting. Pat Hall, Alabama, offered a second. Motion carried.

APCO Policy Manual Resolutions: The C&B Committee had submitted three (3) Policy Manual Sections for consideration by the Council.

Policy 2.4 – APCO, Inc. Organizational Chart – amendment offered a corrected organizational chart. Motion offered by Acting Second Vice President, Glen Nash, second by Tom Hanson, Virginia. Motion carried.

Policy 6.3 – Significant Action Procedures – help define the ratification time line. Motion was made by Acting Second Vice President, Glen Nash, second by Vinnie Stile, Past President. Motion carried.

Policy 6.1 – Board Quorum – modification of the quorum requirements. Motion was made by Acting Second Vice President, Glen Nash, second by Vinnie Stile, 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 clearly define the voting rights and restrictions of the membership. Following the discussions that occurred on Friday, Resolution #1 was revised and offered as Resolution #1A. In addition three additional amendments were offered for Resolution #1A. This included revisions to paragraphs 1.2, 1.3 and 2.1.1. All amendments were approved by the Executive Council and the Council voted to recommend these revisions for adoption by the Quorum.

Resolution #2 – To define the process to be followed when a vacancy on the Board of Officers disturbs the progression of officers from Second Vice President to President. Paragraph 6.6.4 was amended and the Executive Council moved to recommend adoption of Resolution #2 by the Quorum as amended.

Resolution #3 – To establish the International Development Committee as an element of the governance structure of APCO International under the Association Constitution. A revision was offered as Resolution #3A. The Executive Council voted to recommend adoption of Resolution #3A by the Quorum.

Resolution #4 – To define what is meant by the term Home Chapter and to provide those members whose primary place of residence or work is not within the geographic boundaries of an Association Chapter or an International Affiliate shall be known as a Member-at-Large. A revision was offered as Resolution #4A. The Executive Council voted to recommend adoption of Resolution #4A by the Quorum.

Resolution #5 – To grant individuals living in areas of the world other than those geographic areas assigned to Internationals Affiliates the right to become members of APCO International in the Active Member category and to enjoy all rights and privileges associated with such membership. A revision was offered as Resolution #5A. The Executive Council voted to recommend adoption of Resolution #5A by the Quorum.

Resolution #6 – To modify the annual dues adjustment process contained in the Association Bylaws. Three additional amendments were offered for Resolution #6. This included revisions to paragraphs 1.2, 1.2.1 and 1.2.2. All amendments were approved by the Executive Council and the Council voted to recommend these revisions for adoption by the Quorum.

Resolution #7 – To modify the annual dues payment process contained in the Association Bylaws. The Executive Council moved to recommend adoption of Resolution #7 by the Quorum.

Resolution #8 - To modify the Constitution to recognize commonly used acronyms as appropriate forms of the Association's name. The Executive Council moved to recommend adoption of Resolution #8 by the Quorum.

Automated Frequency Coordination: The Executive Council approved the revised AFC Bylaws as presented by the C&B Committee.

Institute: The Executive Council approved the revised Institute Bylaws as presented by the C&B Committee.

Annual Conference Manual: The Executive Council adopted a revised Annual Conference Manual. One of the changes was the removal of the language that states the Quorum can overturn a decision made by the Council as to the location of the Annual Conference. It was felt that this was redundant since the Quorum can make any changes they deem necessary when they are in session.

Corporate Partners Policy: This policy was returned to staff for additional review for resubmission to the Executive Council at the Mid-year meeting.

Financial Report: Larry Sheridan of the Wyoming Chapter motioned to accept the financial report as presented. Fred Thompson of the South Carolina Chapter seconded the motion. A verbal vote was taken with no opposition and the motion carried.

Other Business:

- a. Xavier Anderson of the New Mexico Chapter announced that this is his last Executive Council meeting. President Greg Ballentine thanked Xavier for his five years of service.
- b. Acting Executive Director Tim Ryan briefed the Executive Council on the new Conference venture, "APCO TV".
- c. Nancy Pollock of the Minnesota Chapter requested that President Greg Ballentine have letters sent to those Executive Council members absent from the Council meeting, with notification to the Chapter Presidents.
- d. Bill Carrow of the Mid-Eastern Chapter announced that it has been his pleasure to serve on the Council for the last two years; this is his last Executive Council meeting. Richard Baumgartner will be replacing him.
- e. Gary Kostelecky of the North Dakota Chapter announced that it has been his pleasure to serve on the Council for the last three years; this is his last meeting. Rick Hessinger will be replacing him.
- f. Susan MacFarlane of the Arizona Chapter thanked the Council for allowing her to serve on the Council for the last three years; this is her last meeting.
- g. President Greg Ballentine thanked Past President Lyle Gallagher for his service to the Council by filling the vacant past president seat on the Council.
- h. Past President Lyle Gallagher thanked Acting Second Vice President Glen Nash for his service to the Executive Council, and to the Board of Officers.
- i. Mary Messamore of the Kansas Chapter thanked Acting Executive Director Tim Ryan and Staff for their assistance.
- j. Dave Williams of the Australia/New Zealand Chapter *motioned* that the Executive Council ratify the action of the Chapter in changing its name to APCO Australasia. Xavier Anderson of the New Mexico Chapter *seconded* the motion. A verbal vote was taken with no opposition and the motion *carried*.
- k. Nancy Pollock of the Minnesota Chapter and the Council thanked Tom Hanson of the Virginia Chapter for moderating the Executive Council meeting, stating that the Council is looking forward to his moderation at the 2006 January Mid-Year meeting.

Recess: The meeting recessed at 9:26 a.m. until adjournment at the Closing Banquet on Thursday.