

SGI Update

Strategic Governance Implementation Task Force

January 2009

1. Welcome/Summary of Progress
2. Overview of Restructuring
 - Slide Presentation (see also Presidents Channel)
3. Discussion of Proposed Revisions
 - v7 of Bylaws, 6.8 Policy, Policy Manual Index
4. Additional Discussion/Q&A

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Jan 13	11 am EST	North Central
Jan 14	10 am EST	East Coast
Jan 14	3 pm EST	Gulf Coast
Jan 15	1 pm EST	Western



New Year, New 2 Presidents Discuss Governance Reform

BY CHRIS FISCHER & WILLIS CARTER

There are countless ways to fill in the title blank, “New Year, New _____,” because *newness* is such a recurring fact of life. We live in times of constant, dizzying change.

As your association president and immediate past president, we’ve both had our share of time in the “hot seat” wrestling with new industry dynamics and competitive pressures. It helps that both of us practice a leadership style in which we keep all officers informed, deliberate carefully together as a Board, and consult staff and industry experts as needed. Still, we both wish a more effective, timely way to formally engage others in the decision-making process existed, so that everyone in our association could be more assured that the actions we take as elected officers reflect the views of our membership.

For us, this is what we crave the most out of the reforms being proposed by the Strategic Governance Implementation (SGI) Task Force.

SGI was initiated a year ago for compelling legal reasons (e.g., to limit liability and streamline our governing documents), but we have come to truly believe that the most significant improvement to be found in the proposed governance restructuring will be the enhanced involvement in and control on decision-making made through a right-sized body of 13 voting members—the proposed Board of Directors (BoD).

Four people (the number on the current Board of Officers) are too few, and 52 (the number on the current Executive Council [EC]) are simply too many. We’ve needed this middle-ground solution for some time, and we have ample evidence from all types of national member associations that 15 or fewer members on the governing body is the optimum number. Under the proposed structure, this new BoD will meet and discuss issues more frequently than the

current EC, which will yield a more results-accountable, engaged and representative form of leadership.

The practicalities of leading a multi-million dollar national member organization of APCO’s large size and scope mean that we cannot be in constant dialogue with every one of the 15,000 members—or even with representatives of each of the 43 chapters. Although technology has made it easier to push out information and garner feedback, an ongoing forum for the real and candid exchange of views cannot be sustained beyond more than a small, steady and informed group of our peers.

For now, communication is mostly one way, from headquarters to EC representatives, and, to the extent that there is interaction, it is in a written Q&A format prompted by a few active participants on the listserv. It is natural to focus on what we will give up with these reforms (e.g., one EC meeting per year), but the representatives selected by and from the EC members to fill the regional seats on the new BoD will have to open wide the channels of communication in their regions to serve effectively. The net result will be more regular dialogue beyond the boardroom.

We understand the reticence of those who are not sitting in our seat but rather in the seats on the EC. The SGI Task Force went to extra lengths this fall to talk with the very people who cast “no” votes when the proposal passed the EC by nearly 85% in August 2008. And the revised SGI proposals will be discussed at the EC Mid-Year Meeting Feb. 14–15 and, later, with the Quorum at the annual conference in August 2009. Hopefully, the finer details that we present in these forums will increase comfort with the reforms.

The SGI Task Force has very intentionally defined the election process for regional representatives (two from each of four regions) on the proposed BoD,

including qualification criteria and provisions for removal when warranted; clarified the duties the existing EC will retain and what it will substantively be expected to address at its proposed once-per-year meeting at the annual conference; and implemented enhanced checks and balances to APCO’s governance (e.g., boosting the independence of EC committees, such as the Finance & Budget and Management committees, by having regions caucus to select members rather than having members appointed by the Board president, the current process).

The task force will also be prepared to more specifically demonstrate the migration of provisions that fall out of the current Constitution and Bylaws (C&B) but find a home elsewhere in our governing documents. The C&B Committee has been reviewing a comprehensive, 70-page, side-by-side matrix of old vs. new language to ensure we properly carry over provisions from the C&B to the Policy Manual—an important first step in a meticulous document re-mapping process.

The governance Web page (www.apcointl.org/governance) continues to be updated, and members who sign up for an RSS feed automatically receive updates through their Web browser.

We hope the refinements we’re about to unveil will enable us to reach a broader consensus on these reforms—changes that are in keeping with our proud past, preserve the best of today and prepare us well for the future. **||PSC||**



CHRIS FISCHER is the president of APCO International. Contact her at president@apco911.org.



WILLIS CARTER is immediate past president of APCO and the SGI Task Force chair. Contact him at williscarter@bellsouth.net

Composition of the APCO Board of Directors



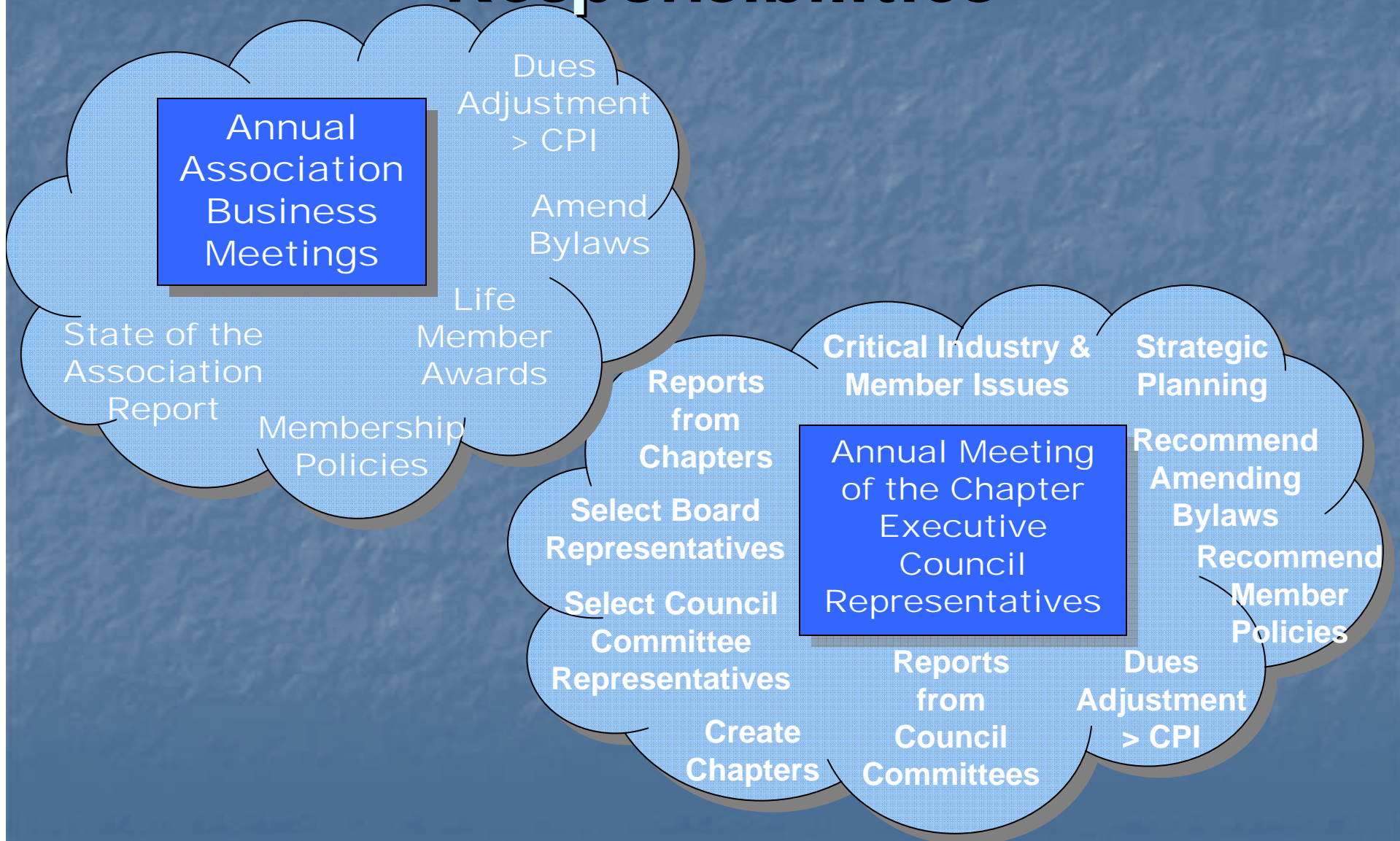
Proposed Governance Structure

- Current:
 - Board of Officers
 - President
 - President-Elect
 - 1st Vice-President
 - 2nd Vice-President
 - Executive Director
 - Non voting
- Proposed:
 - Executive Committee of the Board of Directors
 - President
 - 1st Vice-President
 - 2nd Vice-President
 - Immediate Past President
 - Non-voting on Executive Committee
 - Executive Director
 - Non-voting

Proposed Governance Structure

- Board of Directors
 - Executive Committee
 - Immediate Past President becomes a voting member
 - 2 Representatives from each Region
 - Selected by and from each region's Executive Council representatives per (new) proposed policy:
 - Article VI Section 6.8 – E.C. has approval authority over this policy
 - 1 Representative of the Commercial Advisory Council
 - Selected by and from the members of the Commercial Advisory Council per (new) policy approved by the Board of Directors
- Executive Council
 - 1 Representative from each Chapter
 - Selected by and from each Chapter in accordance to that Chapter's C&B
 - Executive Council representative selected to Board of Directors shall be replaced on the Executive Council by their Chapter

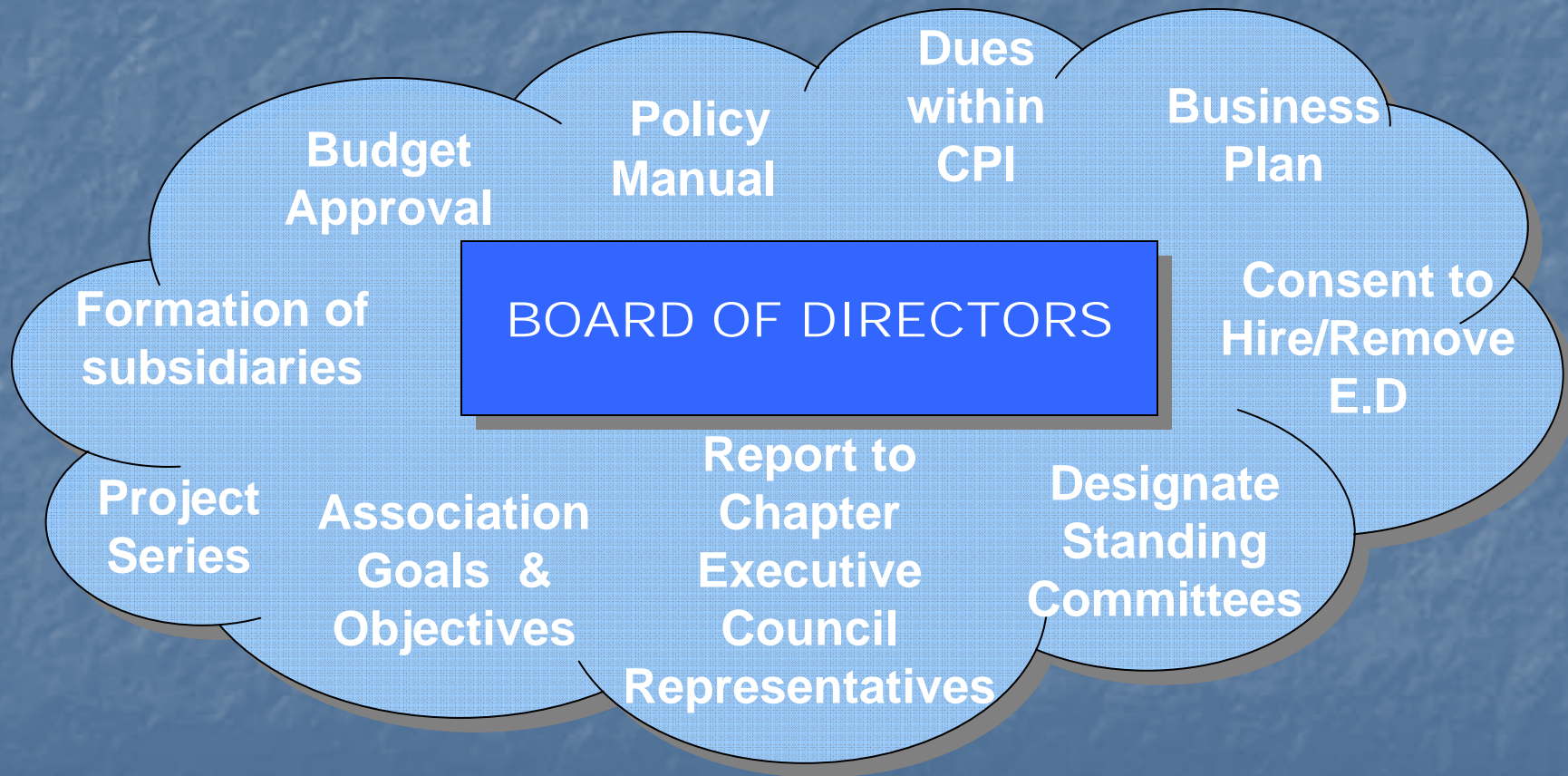
Quorum & Executive Council Responsibilities



Executive Council Chapter Representatives

- Participate in regional communications strategy – conference/web calls, email
- Bring Chapter, Association, and Industry Issues to Annual Executive Council Meeting
- Provide information about the business of the Association back to Chapter membership
- Select a regional representative to each Council committee
 - Finance & Budget; Management
- Select 2 regional representatives to the Board of Directors from their respective regions

APCO Board of Directors Responsibilities



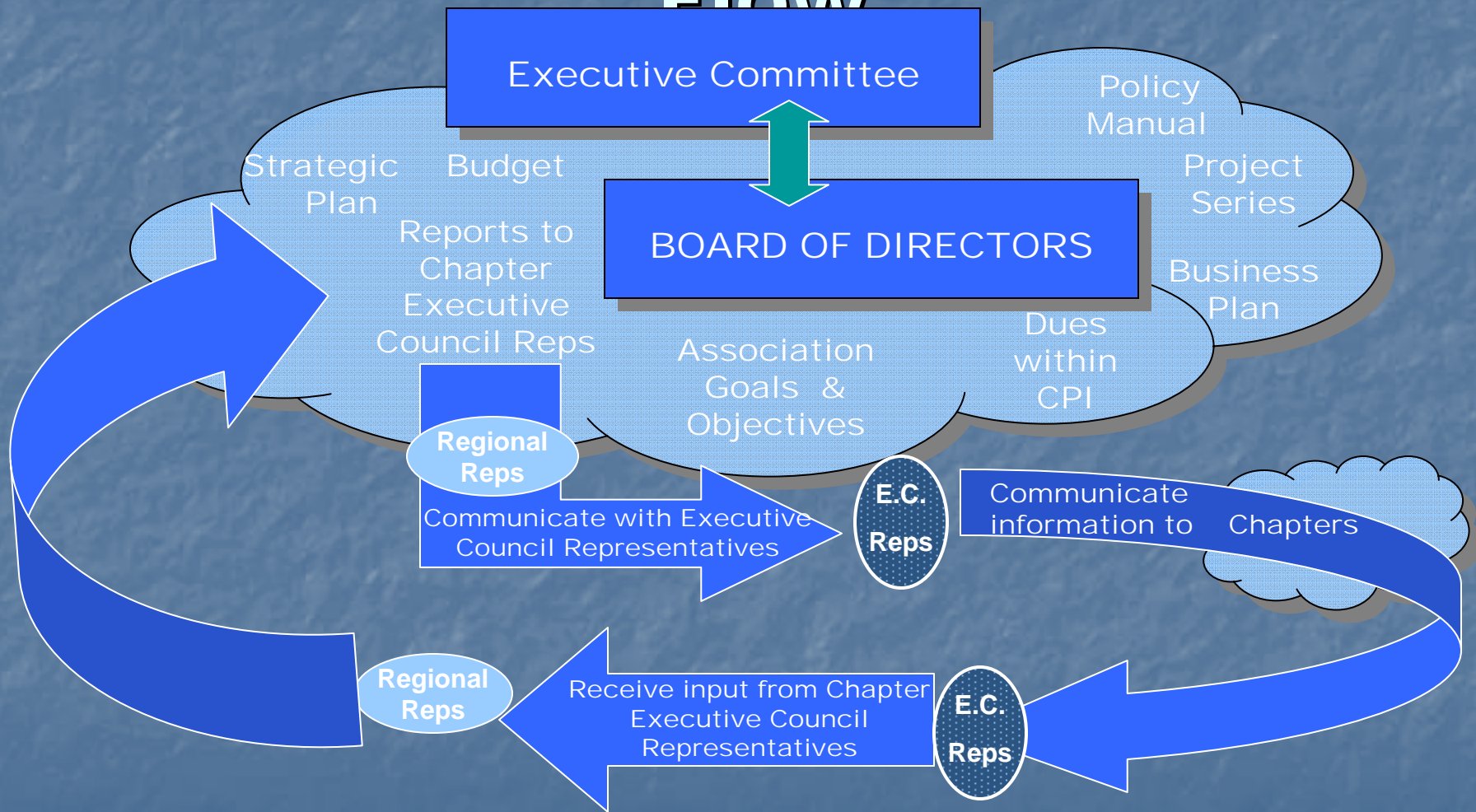
Board of Directors Regional Representatives

- Employer support
- Commit to participation in Board of Director meetings
- Develop & maintain strategy to communicate with Chapters within Region
- Be well informed and actively engaged
- Maintain necessary confidentiality
- “Best for the Association” attitude but represent ALL chapters within region
- Pay special heed to carry forward the concerns of individual Chapters that convey a disparate impact over an issue;
- More than one unexcused absence from participation in Board of Directors meetings is grounds for removal

Responsibilities of the Executive Committee



Responsibility for Information Flow



Communications Flow

- Annual Meetings
 - Executive Council Meeting
 - Association Business Meetings
 - Quorum of the Membership
- Quarterly
 - Board of Directors Meeting
 - Board of Directors Regional Representatives communicate with Executive Council Representatives
 - Executive Council Representatives communicate with Chapter Membership
 - Executive Council and Board of Directors Regional Representatives members communicate again between Board meetings

Summary of Changes to the Proposed Bylaws from Version 5 (8/2/08) to Version 7 (1/6/09)

Based on recommendations by the Constitution & Bylaws (C&B) Committee and/or the SGI Task Force.

Article I, Section 1 (Offices)

Mirrored all the naming conventions for APCO International in the current C&B.

Article II, Section 1 (Purposes)

Stylistic revisions to mirror categorizing of sub-points elsewhere in the document.

Article III, Section 3 (Positions of Leadership)

Because practice varies among chapters (with some giving voting status to its commercial representative), the C&B Committee advised narrowing the “voting-eligible Member” standard to the Chapter President. The Membership Policy (in the Policy Manual) can also be a guide with regard to other chapter officers.

Article IV, Section 1 (Chapters)

The addition of the words “and applicable policy” reflects that some chapter guidance under the SGI reforms will shift to the Policy Manual.

Article IV, Section 2 (Regions)

The C&B Committee advised deletion of one phrase as being out of place in this section. The intent remains that the Executive Council representative of the International Chapter would caucus with the region.

Article IV, Section 3 (International Chapter)

The C&B Committee advised that not all chartering documents make reference to the geographic boundaries of the chapter, which is a level of detail anyway that may no longer be appropriate for the new Bylaws.

Article V (Quorum)

Language was inserted to give clearer definition to the Annual Conference, which is referenced elsewhere in the document.

Article VI, Section 6.1 (Executive Council Selection)

The qualifiers “non-commercial, voting-eligible” are appropriate under the new Executive Council, which is structured to represent the chapters. The CAC representative serves on the proposed Board of Directors (see Art VII).

Article VI, Section 6.2 (Executive Council Duties)

This augments the duties previously listed under 6.3. To improve the checks and balances of the Association’s governance, there would no longer be overlap between the Executive Council and the Board. To be fleshed out under new Policy Manual provisions, the Management Committee

would be empowered to conduct the Executive Council proceedings, including setting the agenda, selecting a presider (who would no longer be the Association president, but a designated chapter representative of the Executive Council in the same way that the moderator is currently selected.). The Board would obviously participate in substantial dialogue with the Executive Council at its once yearly meeting, but based on an agenda guided by the Executive Council.

Article VII, Section 1(c) (Board of Directors Composition)

The proposed title change for Commercial Advisory Council reflects the unique stakeholder role of the CAC that is distinct from any standing or special committee of the Association. Also reference is made that the term “commercial interest” has a certain meaning under the existing bylaws, and going forward that definition will reside in the Membership Policy.

Article VII, Section 2 (Board of Directors Terms)

These are primarily conforming changes now that the transition to a new governance structure will occur in 2009, an odd-numbered year. Omissions here are covered under 7.3 and 7.4.

Article VII, Section 3 (Board of Directors Selection By Region)

At the urging of several chapters to further define the regional selection process, SGI has drafted a “Regional Representatives” policy (see draft 6.8 of the Policy Manual, Version B) that it proposes the Executive Council adopt at the 2009 Mid-Year Meeting on a contingent basis to govern the conduct of the selection of Regional Representatives (pending adoption of the Bylaw changes by the Quorum). To further the goal of improved checks and balances in the Association’s governance, as referenced previously, members selected regionally to serve on the new Board of Directors would no longer hold seats on the Executive Council.

Article VII, Section 4 (Board of Directors Selection By the CAC)

A policy similar in effect to that referenced above in 7.3 would guide the selection of the Commercial Advisory Council (CAC) representative to the Board. Such selection policy will be adopted in 2009 by the existing Executive Council on a contingent basis to allow the CAC to move forward with the orderly selection of its representative on a timetable that could include an in-person election at the Annual Conference; subsequently such policy will be overseen by the new Board of Directors.

Article VII, Section 5 (Board of Directors Vacancies)

This carries over current vacancy provisions for Officers and makes it applicable to all Directors.

Article VII, Section 6 (Board of Directors Duties)

The changes reflect additional duties codified in the existing C&B that needed an appropriate “home” in the proposed Bylaws.

Article VII, Section 10 (Board of Directors Removal)

This removal policy was lifted from 9.6 of the proposed Bylaws and made applicable to not just Officers, but all Directors. Other removal provisions applicable to the Regional Representatives

are codified in draft 6.8 of the Policy Manual that are tied to a Director's performance against the ten planks of the Expectations of Service to be signed by every Regional Director.

Article VIII, Section 4 (Executive Committee Terms of Office)

The changes incorporate language in the existing C&B to give clearer definition to Officer terms.

Article VIII, Section 5 (President-elect)

Conforming changes only.

Article IX, Section 1 (President)

Re-inserts a duty from the existing C&B to "keep the membership appropriately informed.". Other grammatical changes in 9.1 through 9.4 reflect that, with the adoption of Resolution 2 in August, 2008, APCO is combining several of its existing subsidiaries and only *one* singular subsidiary will exist in the future, the Public Safety Foundation of America (PSFA).

Article IX, Section 6 (Removal)

This provision was moved to 7.10, as previously noted.

Article XIII, Section 2 (Dissolution)

This is a stylistic change to break the prior 13.1 into two subsections—Interest of Members (which remains 13.1) and Dissolution (the new 13.2).

Article XIV, Section 2 (Emergency Conditions)

This re-inserts an alternative amendments process, as recommended by the C&B Committee..

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**BYLAWS
OF
APCO-INTERNATIONAL, INC.**
(Revised: _____, ~~2008~~2009)

**ARTICLE I
OFFICES**

Section 1.1 Name. The name of this corporation is the Association of Public-Safety Communications Officials-International, Inc., also known as APCO International; APCO-International, APCO-International, Inc. or simply APCO (“Association”).

Section 1.2 Office. The registered office of the Association is located at the principal place of business within the State of Florida. The Corporation may also have offices at such other places as the Board of Directors may from time to time determine or the business of the Corporation may require.

**ARTICLE II
PURPOSES**

Section 2.1 Primary Purpose. The members of this nonprofit Association serve or support that function of government which provides public safety communications services in areas of law enforcement, forestry, conservation, fire, highway maintenance, emergency rescue and medical services, emergency management, and other activities supported or endorsed by federal, state, local and tribal governments. The primary purposes of this Association are:

(~~a~~i) to foster the development and progress of public safety communications and supporting information technologies by means of research, planning, coordination, training and education in areas concerned with law enforcement, fire, emergency rescue and medical services, conservation, forestry, highway maintenance, emergency management and other public safety services;

(~~b~~ii) promote the rapid and accurate collection, exchange and dissemination of information relating to emergencies and other vital public safety communications among and between all levels of local, tribal, state and federal governments and those who work with them;

(~~c~~iii) represent its members, public safety communications and supporting information technological interests in general before regulatory and policy-making bodies as may be appropriate; and

(~~d~~iv) strive to protect ~~the~~citizens and their property and provide for their welfare by these and other appropriate means.

**ARTICLE III
MEMBERSHIP**

Section 3.1 Membership. Membership in the Association shall be open to persons in good standing who satisfy the requirements of the Membership Policy as established and amended by the Quorum.

Section 3.2 Voting Rights. All persons in a voting-eligible category of Membership are entitled to one vote on each matter submitted to a vote under the Quorum.

49
50 Section 3.3 Positions of Leadership. Positions on the Executive Council, Board of
51 Directors, Executive Committee, or Chapter ~~Board of Officers~~President may only be held by
52 voting-eligible Members, subject to the individual satisfying all other eligibility criteria for the
53 position being sought, except that individuals selected to a post that is intended to solely
54 represent Association or Chapter members in a non-voting category must themselves be
55 members in the same non-voting category.

56
57 Section 3.4 Revocation. If, at any time, a member shall violate any of the terms of
58 Membership, the Association may revoke the individual's membership pursuant to the policies
59 and procedures of the Association.

60
61 **ARTICLE IV**
62 **CHAPTERS & REGIONS**
63

64 Section 4.1 Chapters. The Association may establish Chapters within the United
65 States and its territories and in other countries as authorized by the Executive Council. Chapters
66 shall function as independent sub-divisions of the Association that are required to comply with
67 the Bylaws of the Association and applicable policy, but in all respects are separate and distinct
68 organizations operating independently of the Association and financially responsible for their
69 own operations.

70
71 Section 4.2 Regions. The Chapters of the Association located in the United States and
72 its territories shall be divided into and be members of four Regions based upon the geo-political
73 boundaries of the following states, territories, and other designations:

74 Western States: Alaska, Arizona, California, Colorado, Hawaii, Idaho, Montana,
75 Nevada, New Mexico, Oregon, Utah, Washington, Wyoming, Guam and Samoa.

76 North Central: Illinois, Indiana, Iowa, Kansas, Kentucky, Michigan, Minnesota,
77 Missouri, Nebraska, North Dakota, Ohio, South Dakota, Wisconsin.

78 East Coast: Connecticut, Delaware, Maine, Maryland, Massachusetts, New Hampshire,
79 New Jersey, New York, North Carolina, Pennsylvania, Rhode Island, South Carolina, Vermont,
80 Virginia, West Virginia, Washington, D.C.

81 Gulf Coast: Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi, Oklahoma,
82 Tennessee, Texas, Puerto Rico, the United States Virgin Islands, and the International Chapter
83 ~~that will be represented at regional proceedings by its Executive Council member~~.

84
85 Section 4.3 International. A Chapter to be known as the International Chapter shall
86 consist of all individual members of the Association, who do not reside and/or work within the
87 geographic boundaries of the United States or its territories or within the geographic boundaries
88 of any other Chapter of the Association, ~~as defined in the charters of those Chapters~~. The
89 Executive Committee of the Board of Directors shall serve as the officers of this Chapter.

90
91 **ARTICLE V**

QUORUM

92
93
94 Section 5.1 Membership Quorum. The Association shall meet annually and such
95 meeting shall be known as the Annual Conference. Voting-eligible Members attending a
96 business meeting of ~~an~~the Annual Conference shall constitute a Quorum.

97
98 **ARTICLE VI**
99 **EXECUTIVE COUNCIL**

100
101 Section 6.1 Selection. The Executive Council shall consist of one non-commercial,
102 voting-eligible member selected by each of the Chapters in accordance with the requirements of
103 the Chapter’s Constitution and/or Bylaws, or in the case of the International Chapter, a
104 nomination process overseen by the Executive Committee of the Board of Directors.

105
106 Section 6.2 Duties: Executive Council members shall:

107 (a) ~~serve as a~~ direct conduit for the exchange of information ~~between to and from~~ the
108 regional representative on the Board of Directors ~~and,~~ the Chapters and their members;

109 (b) consider any requests to create, modify or cancel the charters of Chapters, except the
110 International Chapter;

111 (c) make recommendations on any proposed Bylaw amendments or certain Policy
112 changes that require ratification by the Quorum;

113 (d) provide advice to the Board of Directors on matters of importance to the public safety
114 communications industry;

115 (e) offer guidance to the Board of Directors on strategic planning;

116 (f) select Regional Representatives to the Board of Directors in accordance with section
117 7.3; and

118 (g) select one Executive Council member per region to serve on Executive Council
119 committees.

120
121 Section 6.3 Meeting. The Executive Council shall meet at-in conjunction with the
122 Annual Conference ~~to~~in furtherance of its duties. ~~consider any requests to create, modify or~~
123 ~~cancel the charters of Chapters, except the International Chapter; make recommendations on any~~
124 ~~Bylaw amendments or certain Policy changes that require ratification by the Quorum; and to~~
125 ~~provide advice to the Board of Directors on matters of strategic planning.~~

126
127 **ARTICLE VII**
128 **BOARD OF DIRECTORS**

129
130 Section 7.1 Composition. The Board of Directors shall consist of:

131 (a) The Executive Committee;

132 (b) Two members selected by each Region;

133 (c) One member of the Commercial Advisory ~~Committee~~Council;

134 (d) The Executive Director, who shall serve as a non-voting member.

135
136 With the exception of (c) above, no member of the Board of Directors shall represent a
137 commercial interest as set forth in the Membership Policy. With the exception of (d) above, no
138 member shall be a full-time salaried employee of the Association.

139
140 Section 7.2 Terms. Directors fulfilling roles listed in (b) and (c) above shall serve
141 two-year terms with none serving more than four consecutive years. One Director from each
142 Region serving under (b) shall be selected in an odd-numbered year, and the other selected in an
143 even-numbered year. The Director in (c) shall be selected in the ~~even~~odd-numbered year.
144

145 Being newly constituted following the Quorum in ~~2008~~2009, ~~all Directors fulfilling roles~~
146 ~~listed in (b) and (c) above shall be selected in that year from among existing Executive Council~~
147 ~~members who will caucus regionally to make their selections.~~ ~~O~~ne Director from each Region
148 serving under (b) above shall serve an initial term of three years and such members will not be
149 eligible to serve in the same capacity on the Board of Directors until at least one year from the
150 completion of their initial term.
151

152 Section 7.3 Selection by each Region. ~~Following the initial selection in 2008, the~~ ~~The~~
153 selection under (b) shall be in accordance with criteria and a process ~~with uniform free and fair~~
154 ~~election policies~~ approved by the Executive Council and such selection each year shall be made
155 in conjunction with the Executive Council meeting ~~at the Annual Conference~~. Eligibility under
156 ~~(b)~~ is restricted to Executive Council members from each Region unless succeeding themselves
157 on the Board. ~~O~~and only one person from a Chapter may serve as a Regional Representative
158 under (b) at any one time. Each Chapter is entitled to one vote in the selection of each Directors
159 Regional Representative under (b). Once installed as Directors, such individuals Regional
160 Representatives selected under (b) shall cease service on the Executive Council throughout their
161 term or terms on the Board.
162

163 Section 7.4 Selection by the Commercial Advisory Council. The selection under (c)
164 shall be made prior to September 1 in an odd-numbered year in accordance with criteria and a
165 process instituted by the Executive Council in 2009 and subject to modification thereafter by the
166 Board of Directors.
167

168 Section 7.5 Vacancies. A vacancy under (b) or (c), other than a temporary vacancy
169 expected to last less than 90 days, or a vacancy occurring less than 90 days prior to expiration of
170 the Director's term, shall be filled by a caucus by the applicable Region under (b) or by the
171 Commercial Advisory Council under (c) for the remainder of the term. Time spent completing
172 the unexpired term of a Director shall not count against the term limit specified in Section 7.2.
173

174 Section 7.6 Duties. The Board of Directors shall:

175 (a) Approve the annual budget or any change to the approved annual budget,
176 except the Executive Committee and/or the Executive Director may make modifications which
177 are within pre-defined limits that the Board of Directors establish;

178 (b) Approve the purchase or sale of real property by the Association, except
179 that it may grant authority to the Executive Committee and/or the Executive Director to enter
180 into contracts to purchase or sell real property subject to compliance with pre-defined limits
181 established by the Board of Directors;

182 (c) Establish standing committees as well as other committees or task forces
183 as required from time to time to assist in accomplishing the purposes of the Association;

184 (d) Approve the formation of subsidiaries;

185 (e) Establish a new project under the APCO Project Series;

186 ~~(d)~~(f) Review and approve the Association’s goals and objectives as
187 recommended by the Executive Committee;

188 ~~(e)~~(g) Review and approve the Executive Director’s goals and objectives for the
189 Association staff and management team;

190 ~~(f)~~(h) Review and approve the Executive Director’s formal business plan
191 previously approved by the Executive Committee;

192 ~~(g)~~(i) Report its activities. Each Director has the responsibility to issue a formal
193 report to his/her constituency; and

194 ~~(h)~~(j) Perform other duties as may be otherwise specified in these Bylaws or as
195 may be required by the Board of Directors of itself.

196
197 Section 7.7 Voting. Actions by the Board of Directors shall require the vote of a
198 majority of those at any meeting at which a quorum is present, except changes to Policy shall
199 require at least two-thirds approval of the voting membership of the body.

200
201 Section 7.8 Meetings. The Board of Directors shall meet quarterly, but may convene
202 more or less frequently as the body itself may agree. A majority of the voting membership of the
203 body shall be necessary and sufficient to constitute a quorum for the transaction of business.

204
205 Section 7.9 Action by Petition. Should more than a third of the number of Chapter
206 Presidents or members of the Executive Council petition the President in writing regarding a
207 single issue, other than amendment of the Bylaws, the President shall poll the Board of Directors
208 in the matter. Should the Board of Directors approve the petition, the President shall forthwith
209 act accordingly.

210
211 Section 7.10 Removal. Any Director, including Executive Committee members under
212 (a) of 7.1, may be removed for reasons of malfeasance, misfeasance, or nonfeasance of duty, or
213 for committing an act that brings significant discredit to the Association. The President may
214 suspend a Director from the performance of his/her duties, including voting privileges, during
215 the period between that person being impeached and the Board of Directors adjudicating the
216 matter. In the event the President is impeached, then the senior member of the Executive
217 Committee who was not impeached may suspend the President from the performance of his/her
218 duties during the period between the President being impeached and the Board of Directors
219 adjudicating the matter. The post occupied by the suspended Director shall remain vacant until
220 such time as the matter leading to the suspension has been adjudicated by the Board of Directors
221 or otherwise appropriately resolved.

222
223 **ARTICLE VIII**
224 **EXECUTIVE COMMITTEE OF THE BOARD**
225

226 Section 8.1 Authority. The business and affairs of the Association shall be managed
227 by an Executive Committee of the Board of Directors, which may exercise all such powers of the
228 Association and do all such lawful acts and things on its behalf as are not forbidden by statute,
229 the Certificate of Incorporation or these Bylaws and are not specifically reserved to be performed
230 by others in these Bylaws.

231
232 Section 8.2 Composition. The Executive Committee consists of the following:

- 233 (a) A President who shall advance from the position of First Vice-President,
234 (b) A First Vice-President and a Second Vice-President who shall be elected
235 by the eligible voting membership of the Association,
236 (c) The Executive Director who shall serve as a non-voting member.
237 (d) The Immediate Past President.
238

239 Section 8.3 Duties. The Executive Committee shall:

- 240 (a) Prepare and maintain an annual budget for the Association;
241 (b) Provide oversight and direction to the Executive Director;
242 (c) Maintain the Association Strategic Plan and set goals and objectives in
243 accordance with such plan; and
244 (d) Perform all functions and do those acts that are not specifically reserved in
245 these Bylaws to be performed by others.
246

247 Section 8.4 Terms of Office. Members of the Executive Committee shall serve from
248 the time they are installed in office until their successors are installed in office unless they are
249 removed, resign, otherwise vacate the office or become ineligible by virtue of engaging in a
250 commercial capacity as set forth in the Membership Policy; Normally, officer installation shall
251 occur during the Association's Annual Conference, but may occur at such other time as may
252 become necessary due to the filling of a vacancy or other cause.
253

254 Section 8.5 President-Elect. Until such time as the President-Elect position is
255 eliminated with the close of the Membership Quorum in ~~2009~~2010, the election and processes
256 pertaining to that office shall be the same in intent as those pertaining to the First Vice-President,
257 and those for the First Vice-President shall be similar in scope to those pertaining to the Second
258 Vice President. [In ~~2009~~2010, candidates for First Vice-President and Second Vice-President
259 shall not advance, but shall as incumbents stand for re-election to the same posts.]
260

261 Section 8.6 Succession and Election. The First Vice-President shall automatically
262 succeed to the office of President. The incoming First Vice-President, and Second Vice-
263 President shall be elected by a simple majority vote of the Association's members casting ballots
264 in accordance with procedures established by the Board of Directors.
265

266 Section 8.7 Qualifications. Candidates for First Vice-President, and Second Vice-
267 President shall meet or exceed the minimum qualifications listed below.

- 268 (a) Be a voting-eligible Member in good standing serving in a non-
269 commercial capacity as set forth in the Membership Policy;
270 (b) Be a citizen of the United States; and
271 (c) Have served at least two years in an elected office of a Chapter.
272

273 Section 8.8 Meetings and Voting. The Executive Committee shall meet and conduct
274 the business of the Association at such times and places as the President or a majority of the
275 Officers shall indicate. At all meetings of the Executive Committee, or of any committee of the
276 Association, a majority of the voting membership of the respective body shall be necessary and
277 sufficient to constitute a quorum for the transaction of business, and the vote of a majority of
278 those at any meeting at which a quorum is present shall be the act of that respective body, except

279 as otherwise provided herein. The President shall advise the Board of Directors of any
280 significant actions taken at meetings of the Executive Committee.

281
282 **ARTICLE IX**
283 **OFFICERS**
284

285 Section 9.1 The President shall:

286 (a) Preside at all Association business meetings, except as provided in this
287 Article and as determined during the Annual Conference.

288 (b) Serve as Chair of the Board of Directors and the Executive Committee.

289 (c) Serve as Chair of the Board of Directors ~~for each of the~~ of any
290 Association's ~~subsidiaries~~ subsidiary and the President of the International Chapter.

291 (d) Make appointments to fill vacancies in accordance with this Article.

292 (e) Keep the membership appropriately informed.

293 (f) Perform such other duties as may be required that are not specifically
294 assigned to others.

295
296 Section 9.2 The First Vice-President (or President-Elect through August 2009~~10~~)
297 shall:

298 (a) Serve in the absence of the President.

299 (b) Preside over the portion of the Board of Directors meeting at which the
300 proposed budget for the ensuing year is being considered.

301 (c) Serve on the Board of Directors ~~for each of the~~ of any Association's
302 ~~subsidiaries~~ subsidiary and Secretary of the International Chapter.

303 (d) Perform such other duties as may be required that are not specifically
304 assigned to others.

305
306 Section 9.3 The Second Vice-President shall:

307 (a) Serve in the absence of the President and First Vice-President.

308 (b) Serve on the Board of Directors ~~for each of the~~ of any Association's
309 ~~subsidiaries~~ subsidiary and an officer of the International Chapter.

310 (c) Perform such other duties as may be required that are not specifically
311 assigned to others.

312
313 Section 9.4 The Immediate Past President shall:

314 (a) Participate in meetings of the Executive Committee in a non-voting
315 advisory capacity, but shall have voting rights at meetings of the Board of Directors for the year
316 following the conclusion of the term as President;

317 (b) Serve on the Board of Directors ~~for each of the~~ of any Association's
318 ~~subsidiaries~~ subsidiary and an officer of the International Chapter;

319 (c) Perform such other duties as may be required that are not specifically
320 assigned to others.

321
322 Section 9.5 Vacancies. A vacancy in the office of President or First Vice-President,
323 other than a temporary vacancy expected to last less than 90 days, shall be filled by
324 advancement-in-rank by the next lower ranking elected officer. Such advancement-in-rank shall
325 be in an "Acting" capacity.

326
327 (a) A vacancy in the office of Second Vice-President, other than a temporary
328 vacancy expected to last less than 90 days, shall be filled by an appointment made by the
329 President. Such appointment shall be subject to review and approval as follows: i) certification
330 by the Credentials Committee that the appointee satisfies the eligibility requirements for service
331 on the Executive Committee; ii) confirmation by the remaining members of the Executive
332 Committee; and iii) ratification by the Board of Directors.

333
334 (b) A vacancy in the offices of President, First Vice-President or Second
335 Vice-President that occurs after April 1 or otherwise is expected to last less than 90 days may be
336 left vacant until the next regular election of officers or the return of the currently elected officer.
337 Such decision to leave the office vacant shall require a majority vote of the remaining members
338 of the Executive Committee with prompt notice provided to the full Board of Directors.

339
340 ~~Section 9.6 Removal from Office. Officers may be removed from office for reasons of~~
341 ~~malfeasance, misfeasance, or nonfeasance of duty, or for committing an act that brings~~
342 ~~significant discredit to the Association. The President may suspend an officer from the~~
343 ~~performance of his/her duties during the period between that officer being impeached and the~~
344 ~~Board of Directors adjudicating the matter. In the event the President is impeached, then the~~
345 ~~senior member of the Executive Committee who was not impeached may suspend the President~~
346 ~~from the performance of his/her duties during the period between the President being impeached~~
347 ~~and the Board of Directors adjudicating the matter. The office occupied by the suspended officer~~
348 ~~shall remain vacant until such time as the matter leading to the suspension has been adjudicated~~
349 ~~by the Board of Directors or otherwise appropriately resolved.~~

350
351 **ARTICLE X**
352 **MISCELLANEOUS MEETING PROVISIONS**
353

354 Section 10.1 Absence of Quorum. If a quorum shall not be present at any meeting of
355 the Executive Committee, Board of Directors or any committee of the Association, the members
356 thereat may adjourn the meeting from time to time, without notice other than an announcement
357 at the meeting, until a quorum shall be present.

358
359 Section 10.2 Meetings by Telephone or Web Conferencing. Any one or more members
360 of the body may participate in any meeting by means of telephone or web conferencing or
361 similar communications equipment allowing all persons participating in the meeting to hear each
362 other at the same time.

363
364 **ARTICLE XI**
365 **EXECUTIVE DIRECTOR**
366

367 Section 11.1 Executive Director. The appointment and removal of the Executive
368 Director shall be the decision of the Executive Committee with the consent of two-thirds of the
369 Board of Directors. The Executive Director is directly responsible to and shall report to the
370 Executive Committee. All other staff shall be hired by and report to the Executive Director,
371 except that an individual retained as Controller shall report discrepancies directly to the

372 Executive Director, the Executive Committee and/or the Board of Directors as appropriate in the
373 professional conduct of his or her responsibilities.

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ARTICLE XII

MEMBERSHIP DUES

Section 12.1 Dues. The members shall pay annual dues to the Association under a structure and policy established by the Quorum. Adjustments in accordance with the cumulative change in the Consumer Price Index (CPI) rounded to the nearest U.S. dollar for the preceding calendar year or years since the last increase may be approved by the Board of Directors. Increases exceeding the CPI require approval by the Quorum.

ARTICLE XIII

GENERAL PROVISIONS

Section 13.1 Interest of Members. No member of the Association shall have any right, title or interest in or to the whole or any part of the property or assets of the Association, and no member shall be entitled to either the whole or any part thereof in the event of the termination of his or her membership in the Association and no such person or persons shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Association.

Section 13.2 Dissolution. All Officers of the Association shall be deemed to have expressly consented and agreed that upon such dissolution or winding up of the affairs of the Association, whether voluntary or involuntary, the assets of the Association, after all debts have been satisfied, then remaining in the hands of the Association shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Quorum or Board of Directors by a two-thirds vote may determine or as may be determined by a court of competent jurisdiction upon application of the Executive Committee, exclusively to an organization of similar purposes which would then qualify under the same provisions of Section 501(c) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended.

Section 13.2Section 13.3 Indemnification. The Association shall, to the full extent of its power to do so, indemnify any and all present and former officers, Board of Directors, Executive Council members, employees, committee members and other agents of the Association against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by them in connection with any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of their being or having been officers, directors, employees, committee members, or agents of the Association; except in relation to matters as to which any such person shall be finally adjudicated in any such action, suit or proceeding not to have acted in good faith in the reasonable belief that his or her action was in the best interest of the Association, or, with respect to any criminal action or proceeding, where such person is finally adjudged to have had reasonable cause to believe that his or her conduct was unlawful. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any other bylaw, agreement, or otherwise.

418
419 **ARTICLE XIV**
420 **AMENDMENTS**
421

422 Section 14.1 Power to Amend. These Bylaws may be amended or repealed, and new
423 Bylaws may be adopted, by resolution adopted by a two-thirds majority of the Quorum in regular
424 session provided that notice of the proposed amendment is contained in the notice of the meeting
425 that is posted and postmarked no later than thirty (30) days prior to the meeting of the Quorum.
426 Such amendments shall become effective upon the adjournment of the Annual Conference at
427 which they were adopted unless the resolution specifies an alternate effective date.
428

429 Section 14.2 Emergency Conditions. Upon making a finding that an unusual
430 circumstance exists for which significant harm would come to the Association if action were
431 delayed until the next meeting of the Association's Annual Quorum, the Executive Council may
432 waive or modify a requirement contained in the Association Bylaws subject to a requirement that
433 three-fourths (3/4) of the Executive Council shall agree to a finding that an unusual circumstance
434 exists and shall agree to the recommended course of action. Furthermore, the President shall
435 cause to be published in the next possible issue of the Association's official publication the
436 finding of the Executive Council of an unusual circumstance and its nature and the course of
437 action taken by the Executive Council.

ARTICLE VI: BOARD OF DIRECTORS

SECTION 6.8: Regional Representatives

PURPOSE

To establish selection procedures for the Regional Representatives on the Board of Directors.

AUTHORITY

The selection of a Regional Representative to the Board of Directors, pursuant to 7.3 of the Bylaws, shall be in accordance with the following procedure.

POLICY

1. Nomination Process
 - 1.1 One Regional Representative to the Board shall be selected each year from each Region to a two-year term and shall serve no more than four consecutive years.
 - 1.2 In accordance with 7.3 of the Bylaws, eligibility is restricted to Executive Council members from each Region unless succeeding themselves on the Board. Only one person from a Chapter may serve as a Regional Representative on the Board at any one time. Each Chapter is entitled to one vote in the selection of Regional Representatives. Once installed, such Regional Representatives shall cease service on the Executive Council throughout their term or terms on the Board.
 - 1.3 The nomination for Regional Representative shall include a statement identifying the member's qualifications and interest in service not to exceed 300 words and submission of the Expectations of Service found in Appendix I.
 - 1.4 The Executive Director must receive all nominations no later than the close of business on July 10 of the year in which the candidate is seeking selection.
 - 1.5 The Executive Director will post all nomination materials in the same manner as the agenda and other business items at least ten days prior to the start of the Executive Council meeting.
 - 1.6 Only those Executive Council members filing complete nominations by the deadline above will be eligible to stand for election within their Region. If no member within a Region files a complete nomination by the deadline, only then shall nominations from that Region be accepted from the floor.
 - 1.7 Members may not seek election (or re-election) to Regional Representative in the same year that they are candidates for an office on the Executive Committee.

2 Selection Procedure

- 2.1 The presider at the Executive Council meeting shall designate a period in which Executive Council members will caucus by Regions to elect their Regional Representatives.
- 2.2 The current Regional Representative whose term does not expire in that year shall serve as proctor of the caucus election for his/her region. In the event such Regional Representative is unavailable, a member of the Executive Committee shall be dispatched to proctor the election.
- 2.3 The proctor of the caucus election will give each properly nominated candidate in turn, based on alphabetical order by last name, up to two minutes to present their qualifications. The proctor shall remain neutral throughout the deliberations and offer no opinions as to the relative merits of the candidates.
- 2.4 If no nominations were filed by the above deadline, then the proctor will accept nominations from the floor at the beginning of the caucus. Nominations do not have to be seconded, however, nominees will have to sign the Expectations of Service in Appendix I before the election may proceed. The proctor will then allow such nominees to present their qualifications in the same manner as 2.3 above.
- 2.5 Following all nominee presentations, the proctor will conduct the election by paper ballot of all Executive Council members in the Region that are present for the caucus. Each member may only vote once for each available position, which normally is one. The only proxies permitted are by members duly recognized as alternates by the Management Committee for the totality of the Executive Council meeting.
- 2.6 If no candidate receives a simple majority of the caucus vote on the first ballot, then a "run-off" election shall be conducted.
 - 2.6.1 If more than two candidates had run for the post in which no single candidate received a majority of the votes, then that candidate receiving the least number of votes shall be eliminated from further consideration.
 - 2.6.2 If more than one candidate is tied for receiving the least number of votes yet at least two other candidates remain in contention by having received a higher number of votes, then all such candidates receiving the least number of votes shall be eliminated from further consideration.
 - 2.6.3 If after the second ballot, three or more candidates remain in contention with none having received a simple majority, then this "run off" process shall continue through additional cycles.
 - 2.6.4 Any two-way tie shall be broken by declaring a win for the candidate winning the best of three coin tosses.
- 2.7 The proctor of each caucus election shall report the results to the presider of the Executive Council meeting who shall announce the results prior to the adjournment of the Executive Council. Any challenges to the voting results must be made prior to adjournment.

3. Vacancy. A vacancy occurring other than a temporary vacancy expected to last less than 90 days, or a vacancy occurring less than 90 days prior to expiration, shall be filled by a caucus of the applicable Region using selection procedures similar to 2 above, except the proctor may convene the caucus by teleconference or similar means with at least ten days notice. Time spent completing the unexpired term of the Regional Representative shall not count against the term limit specified in Section 7.2 of the Bylaws.
4. Removal. Any Regional Representative may be removed on the basis of:
 - 4.1 Malfeasance, misfeasance, or nonfeasance of duty, or for committing an act that brings significant discredit to the Association by following the Impeachment Processing Procedures of Article VI, Section 6 of the Policy Manual.
 - 4.2 More than one unexcused absence from a scheduled Board meeting during the year as determined by the Executive Committee with a concurrence vote by a simple majority of the Board of Directors.
 - 4.3 A vote of “no confidence” rendered by at least two-thirds of the entire Region’s Executive Council members based on documented violations of the Expectations of Service in Appendix I.
 - 4.3.1 Such a “no confidence” petition must be filed with the Executive Director by at least three Executive Council members from the Region. The written complaints in the petition must be confined to violations of the Expectations of Service.
 - 4.3.2 Upon receipt of the “no confidence” petition, the Executive Director shall immediately notify the accused and the other Executive Council members in the Region. The Executive Director shall also notify the remaining members of the Board of Directors on a “for information only” basis.
 - 4.3.3 The accused, at his/her option, has ten business days in which to issue a written rebuttal to the complaints in the petition, which the Executive Director shall immediately forward to the same parties listed in 4.2.2.
 - 4.3.4 The Regional Representative from the same Region not named in the petition, if applicable, shall proctor a meeting of the Executive Council members of the Region to be scheduled within thirty days of receipt of the petition and based on at least ten days notice to all parties. Such meeting can be conducted by teleconference or other means. It may be proctored by the Association President or another member of the Executive Committee designated by the President should the Regional Representative not be available, declines to proctor the meeting, or is judged by the President to not be impartial.
 - 4.3.5 The meeting in 4.2.4 shall culminate in the “no confidence” vote. To pass, the petition must receive a two-thirds affirmative vote of the entire Region’s Executive Council members. If the petition is not approved, a “no confidence” petition may not be filed against the same Regional Representative for at least 180 days from the date of the vote.

APPENDIX I EXPECTATIONS OF SERVICE TO THE APCO BOARD OF DIRECTORS

I, the undersigned, as a Regional Representative to the APCO Board of Directors will:

1. Secure the support of my employer to enable me to faithfully discharge my responsibilities;
2. Commit to participate in all scheduled meetings, either in person or by teleconference;
3. Schedule routine teleconferences to discuss concerns/issues with individual Chapter representatives in my Region;
4. Develop a communications strategy to solicit the views of the Chapters in my Region prior to Board meetings and to push information back out to the Chapters following Board action;
5. Pay special heed to carry forward the concerns of individual Chapters in my Region that convey a disparate impact over a matter before the Board;
6. Review all supporting documents in advance so as to be well informed and actively engaged in Board meetings;
7. Handle sensitive issues/discussions as confidential and/or proprietary to not violate the Board's trust;
8. Be intellectually flexible enough to take a stand for my Region during deliberations, but ultimately support the actions of the Board so as not to undermine the Association's position or create needless confusion;
9. Give strong deference to each and every Chapter of my Region as the conduit on the Board to all Chapters in my Region, not just my own, and represent those Chapters and their issues as appropriate; and in concert with what is best for APCO International; and
10. Be a fully active and engaged participant of the Board of Directors and so committed as to assert that more than one unexcused absence from a scheduled Board meeting during the year is grounds for my removal.

Signature

Date

APCO POLICY MANUAL

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