

APFA

BOARD OF DIRECTORS MEETING

SPECIAL BOARD OF DIRECTORS MEETING May 6-7, 2015 Embassy Suites DFW South Irving, TX

Resolution Tally Sheet	Resolution #: 7
	Maker: Bedwell
	Second: MacPherson
	Date: 05/08/2015
	Time: 12:50

Resolution Name: BOD/EC Meetings - Conference Calls

AFFECTS POLICY MANUAL: 4.A.10.A.(6)

YES = Yes	ABS = Abstain	PXY = Proxy Vote
NO = No	N/A = Absent	REC = Recuse
PASS = Pass		

COMMENTS:

	B O S	C L T	D C A - A A	D C A - U S	D F W	L G A	L A X	M I A	O R D	P H L	P H X	R D U I	S F O	S T L	PRES - Tie- Breaker
	Milenkovic	Bossi	Valenta	Kolackovsky	Bedwell	Eherts	Nikides	Trautman	Wroble	Morgan	Clark	MacPherson	Adair	Martin	Glading
YES	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
NO	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
PASS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
ABS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
N/A	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
PXY	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
REC	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

YES: 14 NO: 0 ABSTAIN: 0 ABSENT: 0

Status: **Passed** Failed Tabled Withdrawn Show of Hands

WHEREAS, the APFA Board of Directors is the governing body of the APFA; and

WHEREAS, Article III, Section 3.L.(1) and (2) of the APFA Constitution authorizes the Board of Directors to set policy for the APFA and to review, if necessary, modify the APFA Policy Manual; and

WHEREAS, Resolution #2 from the March 2010 Annual Board of Directors Convention strongly

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encouraged that resolutions be presented prior to a meeting, further reiterating that *debate and discussion are improved with forethought and advance consideration by the assembly, and advance notice of resolution content/wording is vital to the deliberative process*; and

WHEREAS, the Board of Directors have been required to make decisions at informal meetings or on informal conference calls, and have not been afforded the process of having discussions improved with forethought, advance consideration, or *advance notice of resolution content/wording* at such meetings/calls; and

WHEREAS, these discussions are not officially recorded, and therefore does not offer transparency to the membership of all business conducted by the Board of Directors/Executive Committee; and

WHEREAS, it is imperative to be consistent anytime the Board of Directors and/ or Executive Committee are required to conduct the business of APFA, whether in person or via teleconference;

THEREFORE BE IT RESOLVED, the following procedures shall be added as Section 4.A.10.a(6) of the APFA Policy Manual:

(6) Anytime the APFA Board of Directors or the APFA Executive Committee is required to take official action:

- (a) When it becomes necessary for the APFA Board of Directors and/ or the APFA Executive Committee to act on urgent business, the National Secretary will immediately provide written notification to the APFA Board of Directors and/ or the APFA Executive Committee upon becoming aware of such business.
- (b) Such notification shall include the complete text of any proposed business and/or resolution(s) with the names of the maker and the second.
- (c) Should such business be discussed on a conference call, the majority of the voting APFA Board of Directors and/ or the APFA Executive Committee may, at any time, request a break to discuss/consider the business at hand, and agree upon an appropriate time needed prior to reconvene on the call