

Summary of Motions

November 7, 2019



ApHC Board of Directors

General Board Meeting

Those Board members in attendance for all or part of the Board of Directors General Board meeting November 7, 2019 were Dena Raggio, Tom Hodges, Leslie Foxvog, Megan Disselkoen, Ken Johnson, Ray Burchett, Kristen Reiter, Luke Northway, Sean Schembri, Kevin Griner, Paula Gatewood, Christina Ottersbach and Billy Ready. ApHC officers, staff present in person for all or part of this meeting were Interim CEO, Lynette Thompson; Executive Assistant, Cynthia Sandford

Dena Raggio submitted her resignation from the ApHC board. The ApHC board accepted her resignation. The Board instructed Lynette Thompson to issue a notice to members from Territory 4 on how to apply for this position. The position will be for 2020 only. A special election to fill the unexpired term will take place along with the regular election of directors to be held October 1 through October 31, 2020

Vice President Tom Hodges was moved up to President.

BOD Motion 01-11-19: The 2019 ApHC Board of Directors moves to continue the agreement with USLGE for 1 more year while doing a full analysis of the impact this program has on the ApHC membership. This analysis is due back to the board at the fall 2020 meeting.

Motion made by: Ray Burchett, seconded by Leslie Foxvog.

Sean Schembri –Yes
Tom Hodges – President
Leslie Foxvog – Yes
Ray Burchett –Yes

Megan Disselkoen – Yes
Paula Gatewood – Yes
Luke Northway - Yes
Christina Ottersbach - Yes

Ken Johnson - Yes
Kristen Reiter – Yes

Kevin Griner - No
Billy Ready – Yes

Motion passed

BOD Motion 02-11-19: The 2019 ApHC Board of Directors moves to instruct Lynette Thompson to enter into negotiations with Cody R. Moore of Moscow to be our interim legal counsel and to continue researching other options.

Motion made by: Ken Johnson and seconded by Megan Disselkoen. Motion passed unanimously

BOD Motion 03-11-19: The 2019 ApHC Board of Directors moves to approve Planning and Review recommendation 1- Changes to ApHC Board of Directors Manual Disposition of Complaints and Disputes Involving Directors. (Attachment 1)

Motion made by: Billy Ready and seconded by Luke Northway. Motion passed unanimously

BOD Motion 04-11-19: The 2019 ApHC Board of Directors moves to appoint Ken Johnson and Billy Ready to participate with Lynette Thompson and ApHC staff in all calls and meetings regarding the contract with the Indiana State Fairgrounds for the 2021-2025 National show site.

Motion made by: Kevin Griner and seconded by Ken Johnson. Motion passed unanimously

BOD Motion 05-11-19: Motion to adjourn made by Leslie Foxvog and seconded by Paula Gatewood. Motion passed unanimously

Attachment 1

Disposition of Complaints and Disputes Involving Directors

- The ApHC Board of Directors understands that from time to time there will be disputes between Directors and recognizes that expression of opposing viewpoints is often healthy to ultimate decision making. The ApHC Board of Directors recommends the following steps be used for disposition of complaints and disputes involving Directors.
 1. It is encouraged that Directors exhaust every option to settle complaints or disputes among themselves.
 2. Only after completing step one, if the complaint or dispute is not rectified, a Director may submit to the ApHC President a written complaint. The ApHC President will attempt to resolve the dispute or complaint between the Directors involved.
 3. After steps 1 and 2 above are completed, a Director may submit a written complaint to the ApHC Board of Directors.
- The ApHC Executive Committee, in a meeting duly called for the purpose, shall review any written complaints that a director has violated any provision of the Director Code of Conduct including its Conflict of Interest provisions, and/or Oath of Office or any ApHC Policies. The purpose of this meeting will be to determine Prima Facie evidence. Only after Prima Facie

evidence has been determined the complaint will be referred to the ApHC Board of Directors for a hearing and resolution. Should the Board be unable to render a verdict under a majority rule, the complaint will be immediately dismissed.

- The hearing of such complaints or disputes shall include an opportunity for the Director concerned to present their positions in a special executive (closed) meeting of the ApHC Board of Directors called for this purpose, with due notice provided to all parties.
- Every attempt should be made to resolve such matter expeditiously and fairly.
- Credible allegations of illegal activity shall be immediately referred to law enforcement or other appropriate authorities for investigation. Any director against whom such allegations are made shall, on request of a majority of the ApHC Board of Directors, take a leave of absence from the Board pending completion of the investigation.