

# ApHC

## Planning and Review Committee

### Meeting Minutes

February 10, 2020

Committee members present- Megan Disselkoen, Tom Hodges, Ray Burchett, Karen Sartain, Kevin Griner, Luke Northway

Also Present: Ken Johnson

The Planning and Review Committee continued its discussion in revising the organization's bylaws. The following Articles were discussed and motions were made during today's committee meeting.

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#### Article IV

##### Section B.

B. The number of directors shall be thirteen (13). Two directors shall be elected from each of geographical Territories I – VI described in Section 3 of this Article IV, ~~provided, however, any member who is domiciled in the same state of the United States, the same province or territory of Canada or the same country in which an International Affiliate exists within which another ApHC director is domiciled shall be ineligible to hold the position of director.~~ Additionally, one (1) director shall be elected from Territory VII as described in Section 3 of this Article IV.

A motion was made by Kevin Griner and seconded by Karen Sartain to strike out the above portion of Article IV, section B., and include the following verbiage: **No spouse nor direct relatives may serve concurrently as a board of director.**

Roll Call Vote:

Ray Burchett: No

Tom Hodges: No

Kevin Griner: Yes

Luke Northway: Yes

Karen Sartain: Yes

Megan Disselkoen: Yes

Motion passes

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Article V

Officers

Section 1.

The officers of the ApHC shall be a President, a Vice President, a Chief Executive Officer and a Treasurer. The Board of Directors may elect or appoint such other officers or assistant officers as it shall deem desirable, such officers to have the authority and perform the duties prescribed from time to time by the Board of Directors. ~~Any two or more offices may be held by the same person, except the offices of President and Chief Executive Officer.~~

The motion was made by Kevin Griner and seconded by Luke Northway to strike out the above portion of Article V Officers Section 1. And replace with the following verbiage: **No officer shall hold more than one officer position concurrently.**

The motion passes unanimously.

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Article VI

Section 3. ApHC Executive Committee. There shall be an ApHC Executive Committee, comprised of members of the Board of Directors, which shall consist of the President, ~~who shall chair the ApHC Executive Committee, the Vice President, and four (4) additional directors who shall be elected annually at the commencement of the regular meeting of the Board of Directors next held following the regular election of directors at a time and date during January through April as determined by the Board of Directors and shall serve on the ApHC Executive Committee until the election of the ApHC Executive Committee members at the commencement of said regular meeting of the Board of Directors the next year.~~

A motion was made by Kevin Griner and seconded by Karen Sartain to strike out the portion above in Article VI Section 3. and replace with the following verbiage: **Vice President, Chairman of Finance Committee, Chairman of Planning and Review Committee, Chairman of Marketing Committee, and Chairman of Rules Committee.**

Roll Call Vote:

Ray Burchett: No

Tom Hodges: Yes

Karen Sartain: Yes

Kevin Griner: Yes

Luke Northway: Yes

Megan Disselkoen: Yes

Motion Passes

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Article VI

Section 2

Other Committees. Other committees not having and exercising the authority of the Board of Directors in the management of the ApHC may be appointed in such manner as may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each such committee shall be members of the ApHC, and the ~~President~~ shall appoint the members thereof. Any member thereof may be removed by the person or persons authorized to appoint such member whenever in their judgment the best interest of the ApHC shall be served by such removal.

Committee Member Kevin Griner asked to have the committee review the above stated article for verbiage. The committee made a motion on May 1, 2019 to strike out the portion above and replace with **Executive Committee**. At the time on May 1<sup>st</sup> the committee felt we needed to workout the verbiage in greater detail, but after a second review, the committee agreed to leave the motion as stated.

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Article VI

Committees

Section 5. Chairman. One member of each committee shall be ~~appointed chairman by the person or persons authorized to appoint the members thereof.~~

A motion was made by Kevin Griner and Seconded by Karen Sartain to strike out the above portion of Article VI Section 5., and replace with elected chairman by a majority vote of the members of said committee.

Roll Call Vote:

Ray Burchett: Abstain

Tom Hodges: Yes

Kevin Griner: Yes

Luke Northway: Yes

Karen Sartain: Yes

Megan Disselkoen: Yes

Motion passes

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## New Business

The Planning and Review Committee agreed to review the Hall of Fame Program/Process and to also review the ApHC Employee Policy and Procedure Manual.

Next Meeting Scheduled for Monday March 2, 2020 at 3:00pm Pacific Time

Meeting Adjourned at 4:00pm Pacific Time

Minutes prepared by Megan Disselkoen-Chairman of Planning and Review Committee