



V-Board of Directors

Association of Old Crows

1001 N. Fairfax St., Suite 300

Alexandria, VA 22314

MINUTES

15 September 2022



THOSE PRESENT

Executive Committee

- Glenn "Powder" Carlson, President
- Mark Schallheim, Secretary
- Dr. Sue Robertson

- * Brian "Hinks" Hinkley, President-Elect
- Greg "Patch Patschke, Treasurer
- Shelley Frost, Executive Director

At Large Directors

2022

- Sharon Lyczak
- Dr. Haruko Kawahigashi

2023

- Greg "Patch Patschke
- Michael Ryan

2024

- Nino Amoroso
- Steve Oatman

Appointed Directors

2022

- Jesse "Judge" Bourque
- Tuhin Das

Regional Directors

2022

- Rick Lu, Pacific
- Dr. Sue Robertson, International I
- Mark Schallheim, Northwest

Regional Directors (continued)

2023

- Karen Brigance, Southern
- Myles Murphy, Northeast
- Jurgen Opfer, International II

2024

- Dennis Monahan, Mid Atlantic
- Wayne Shaw, Mountain Western
- Jim Utt, Central

Staff and Others (non-Voting)

- Shelley Frost
- Hollann Schwartz
- Glorianne O'Neilin
- Ken Miller
- Tony Ramos
- Christine Armstrong
- Kathy Hartness
- Dr. Bill Conley (Convention only)

Legend: Present Not Present Present by Zoom/Telephone *late arrival

CALL TO ORDER

President Carlson welcomed the Board. He requested that Secretary Schallheim confirm that a **QUORUM** was in attendance. With meeting notice having been given and with a **QUORUM** present, the meeting **CONVENED** at 1602E, Thursday, 15 September 2022 by Teleconference (Zoom and telephone).

SECRETARY REPORT

Secretary Schallheim reviewed the draft BOD Meeting Minutes for the July BOD Meeting and the two special BOD Meetings in August. It was **MOVED** and **SECONDED** (Schallheim/Patschke) to approve the 14 July 2022 BOD Meeting Minutes. **MOTION PASSED** It was **MOVED** and **SECONDED** (Schallheim/Patschke) to approve the 9 August 2022 BOD



Special Meeting Minutes (on Convention). **MOTION PASSED.** It was **MOVED** and **SECONDED** (Schallheim/Patschke) to approve the 23 August 2022 BOD Special Meeting Minutes (on Elections). **MOTION PASSED.** There were no changes to Action Items since the May BOD Meeting.

FINANCE COMMITTEE REPORT

Patschke started out by reviewing the Account Balances. The overall AOC account balance is \$4,815,375 as of 15 September 2022, with an increase of \$107,733 in the Schwab accounts and an increase of \$29,849 in the checking account balance since 7 July. The AOC Reserve Fund allocations and the AOC Current Obligations stayed the same since the last Board meeting at \$2.2M and \$365,416, respectively. The 2022 Profit/Loss Estimate projections are currently showing (\$484,747) in the red, which is about \$107K less than projected at our last meeting. The positive move was due to staff reducing expenses and increased convention sales. Fund availability, as of 15 September, leaves an end of the year “Extra Funds” of \$1,765,212, after the projected changes to the budget. He thanked the Board members for reviewing the IRS Form 990, which have been filed. It was **MOVED** and **SECONDED** (Patschke/Bourque) to approve the Treasurer’s Financial Report as presented. **MOTION PASSED.**

NOMINATIONS AND ELECTIONS UPDATE

Amoroso thanked N&E committee, O’Neilin and the staff for all their work. He reviewed the 2022 Voting status, currently at 642 votes, about 5.7%. The election process was reviewed, and committee felt confirmed that rank choice voting was not the way to go. They are currently looking at other processes, lessons learned, best practices, and organizations’ elections, and will have a N&E report out at the October Board meeting. President Carlson reminded anyone who has not voted to vote soon, and to get the word out to chapters and on social networks. Glorianne O’Neilin asked anyone who has any ideas or suggestions to send them to Glorianne or Nino, as they would like to discuss options at the October BOD Meeting.

EXECUTIVE DIRECTOR REPORT

Executive Director Frost provided a review of AOC Staffing plans. She introduced Kathy Hartness, Contractor, for expert support at the Convention/Symposium. Dawn Miller was also brought in for administrative support, as well as webinar and on-demand course registration. Raleigh Leavitt has moved to Marketing and Communications. Joe Martiny was hired to help Membership with renewals and database cleanup. Ken Miller in interviewing for 2 positions part-time Administrative Assistant for Podcasts and a Senior Analyst / SME focused on Defense budgets and policy. She reviewed the mandatory Convention schedule for Board Directors, as well as Board Member expectations for AOC leadership support at the Convention. The Annual Symposium has 142 exhibitors (109 exhibitors last year). Sponsorships is low, approximately \$115K lower than last year, likely due to our symposium crossing the fiscal year for some companies as compared to previous years. Staff is working the issue. Plans to support the AEF fund raiser at the Convention with a goal to surpass \$5K.

STRATEGIC PLANNING DISCUSSION

President-Elect Hinkley was not able to be present, President Carlson and Executive Director kicked off the Strategic Planning discussion. They introduced an initiative to assess current and new opportunities in AOC educational programs, market landscape and membership. Since July, AOC staff has been reviewing educational program performance and membership trends, and whether we should involve a consultant as a trusted partner with AOC to help provide expertise, an independent perspective, creative solutions, and insights. AOC has evaluated a number of



consultants, and have been in communications with McKinley Advisors, as the preferred company. McKinley’s fee for the project as proposed is \$75K. If desired, McKinley will execute focus groups and an environmental scan at an additional fee for about \$17K. McKinley references are available; and the study’s 5-month timeline was presented, with a completion date by April-May 2023. As stakeholders in the association, all Board members should be available for team interviews. It was **MOVED** and **SECONDED** (Carlson/Amoroso) to approve a budget amendment to execute the outside consultant for \$92,500. Patschke provided the information that the funds would come from the \$1.7M+ “Extra Funds”, and would be expended over the period within 2022 and 2023. Discussion on consultant support from the Board included: need to have clear deliverables, examples of previous results, understanding of marketplace gaps (or comparisons to other organizations) vice expertise in education or EW, and purpose of certification program. **MOTION PASSED, unanimously.**

President Carlson stated that the Strategy slides and Scorecard are in the read-ahead. If anyone has any questions or comments to please reach out to President-Elect Hinkley, staff, or him. Executive Director Frost reported that Hinkley met with the Committee and staff for a 6 month review in July, and they are reconstituting a new Strategic Planning Committee, in accordance with the Charter, in November. The Committee and staff are working on the 2023 Annual Operating Plan (AOP), which will be available for the October BOD meeting. The 2023 budget will be built utilizing the 2023 AOP and voting on it later in the year.

CONVENTION COMMITTEE

Convention Chairman, Dr. Conley, thanked the AOC staff and Planning Committee members. Keynote speaker list is looking good: Tuesday, General Chris Badia; Wednesday, Bill LaPlante and VADM Kelly Aeschbach, and Thursday, Dr. Eric Haseltine. Still invited and waiting for response: Dr. Craig Martell and ADM Franchetti. Spotlight sessions has come together nicely. There is a change to Session 3, Adam Nucci will be replace by his boss, MG Dustin A. Shultz "Dusty". Breakout Sessions have all Session chairs confirmed. Christine Armstrong presented the PMBS Army, Navy/MC, and AF panels. DE has just filled out their panel, and names will be forthcoming soon. Kathy Hartness provided the current Convention Revenue projection is now at \$1,720,333, greater than the planned budget of \$1,462,054 and last year’s revenue of \$1,581,260. All spaces are sold out. Sponsorship is currently \$236,200 which is below the budget of \$300K. At 6 weeks out, we are ahead of paid registrations over 2019 & 2021 numbers. We are sold out of hotel rooms, and received 2 additional courtesy blocks of rooms, which are quickly selling out. Defense Attaché outreach invitations are going out within a week. Speaker ready “side room” will be replaced with a 20x40 booth speaker lounge on the showroom floor. Board members are requested to be in the room to greet speakers, and ensure the room is not empty. VIP greeters are still needed.

MEMBERSHIP COMMITTEE

Das was not able to be present and Glorianne O'Neilin reported that currently the Committee consist of Regional Directors and Mike Ryan. The committee plans to add at least another member per region. The Committee is still reviewing OpMan 74, Chapter of the Year. Please send feedback or comments on OpMan 74 changes to Glorianne. Ten nominations for Chapter of the Year are being reviewed, and will be announced at the Chapter Presidents’ Meeting:

APG Susquehanna

Chapter

Billy Mitchell Chapter

Dixie Crow Chapter.

Diamondhead Chapter

Garden State Chapter

Granite State Chapter

Kittyhawk Chapter

Palmetto Roost Chapter

Pike Peak Chapter

Windy City Chapter



Strategic Plan has a very aggressive growth of approximately 6,000 member in the next 5 years. The committee is currently reviewing current membership benefits and dues structures. Industry dues structure is being examined for possible improvements. There is also a review of other Associations. Some success with some Chapter's membership, for example Australia recruited 130 people, Taiwan has 100 new members. The greatest increase winners per Region will also be announced at the Chapter President's Meeting. A Distinguished Service Award, Dominick Lagana, Garden State Chapter, to be presented October 25 and an Outstanding Achievement Award, Martin Apa, to be presented at the L3-Harris Reception during Convention. Two sustainment requests were approved:

- Maple Leaf Chapter and Capitol Club Joint venture for the Multinational Forum during Symposium at the Canadian Embassy for \$10K estimate, with Capitol funding \$5K, Maple Leaf funding \$2K, and requesting AOC HQ to fund up to \$5K, if needed.
- CITRUS Roost for recruitment table at I/ITSEC trade show for up to \$5K.

The Chapter Officer meeting are upcoming:

- 20 September: 4 pm EST, via ZOOM
- 24 October: 7 to 8 am EST, Chapter Officers Breakfast (Convention)
- 24 October: 11:30 am to 12:30 pm EST, Assembly of Delegates (Convention)

CLOSING COMMENTS

President Carlson thanked Kathy Hartness for joining the team and stepping up to help at the Convention. He thanked everyone for their work, especially the staff. Everyone needs to vote. He asked all to please socialize the symposium, volunteer for tasks, and make sure you attend the Assembly of Delegates. The last two years have gone by fast, and he will soon be transiting to participate as Past President. He is looking forward to seeing everyone in DC at the Symposium and again thanked the Board for their volunteer hours and staff for their dedicated work.

It was **MOVED** and **SECONDED** (Amoroso/Schallheim) to adjourn the meeting. **MOTION PASSED**. President Carlson **ADJOURNED** the proceedings at 1540E, 15 September 2022.

RESPECTFULLY SUBMITTED

Presented by the Secretary for **APPROVAL** by the Board of Directors on 24 October 2022.



Mark Schallheim, Secretary

15 September 2022

