

Board of Directors

Association of Old Crows
1001 N. Fairfax St., Suite 300
Alexandria, VA 22314

MINUTES

17 November 2022



THOSE PRESENT

- Brian Hinkley, President
- Dennis Monahan, Secretary
- Erik Bamford

At Large Directors 2023

- Greg Patschke
- Michael Ryan

2024

- Nino Amoroso
- Steve Oatman

2025

- Ken Dworkin
- Dr. Haruko Kawahigashi

Appointed Directors 2024

- Frank Ball
- Ken Parks

Regional Directors 2023

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

- Myles Murphy, Vice-President
- Greg "Patch Patschke, Treasurer
- Shelley Frost, Executive Director

Regional Directors (Continued) 2024

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

2025

- Amanda Brockermeier, Pacific
- Erik Bamford, International I
- Mark Schallheim, Northwest

Past President

- Glenn Carlson

Board of Governors (non-Voting) 2024

- Jesse "Judge" Bourque
- Tuhin Das

Staff and Others (non- Voting)

- Shelley Frost
- Glorianne O'Neilin
- Hollann Schwartz
- Kathy Hartness
- Ken Miller
- Christine Armstrong

Legend: Present Not Present Present by Zoom/Telephone

CALL TO ORDER

Proper meeting notice having been given and with a **QUORUM** present, the meeting **CONVENED** at 1700 EST, Wednesday 17 November, by Zoom and teleconference. President Hinkley called the meeting to order.



SECRETARY REPORT

It was **MOVED** and **SECONDED** (Carlson/Patschke) to **APPROVE** the minutes of the 24 October BoD Meeting. **MOTION PASSED.**

BOD TREASURE'S REPORT

Treasurer Patschke provided a high-level update to the 2022 Association Finances briefing that was provided to the BoD in October 2022.

Overall account balance stands at \$4,862K as of 17 November 2022 with Reserve Fund Allocations at \$2,200K; Operating Fund Allocations at \$366K; P/L Estimate at -\$382K; and "Extra Funds" at \$1,658K.

Patch is looking for an additional member to join the Finance Committee. He is also looking for someone to take over the position of Treasurer at the end of his tenure next year (2023).

It was **MOVED and SECONDED** (Patschke/Shaw) to **APPROVE** the Treasurer's Financial Report as presented. **MOTION PASSED.**

STRATEGIC PLANS REPORT

Mr. Myles Murphy provide a high-level briefing on the 2023 Annual Operating Plan.

Growth Oriented Strategy looks out to 2026 and ties back to the 5 pillars: build an advocacy and communications enterprise; diversify streams of revenue; grow global membership; strengthen international programs; and grow professional development.

Presented several actions within these pillars that have already been identified to meet growth objectives. Also, intending to work with McKinley on implementing their recommendations. McKinley final report is anticipated by May 2023.

Going forward: intent to hold quarterly reviews with Staff and BoD/Committee members; and the Five-Year Strategic Plan will undergo a review with the BoD in Fall of 2023.

It was **MOVED and SECONDED** (Murphy/Shaw) to **APPROVE** the 2023 Annual Operating Plan as presented. **MOTION PASSED.**

BOD TREASURE'S REPORT

Treasurer Patschke provided a high-level update to the 2023 Association Budget briefing that was provided to the BoD in October 2022.

Patch took a closer look at how the financial numbers/metrics align to subareas within the strategy to identify drivers for raising revenue going forward. There was a lengthy conversation on this topic which followed the brief.

It was **MOVED and SECONDED** (Patschke/Utt) to **APPROVE** the Treasurer's 2023 Association Budget Report as presented. **MOTION PASSED.**



EXECUTIVE DIRECTOR (ED) REPORT

Kathy Hartness accepted the position Director of Events and starts right after Thanksgiving. A couple of vacant positions remain on the staff organization chart. Working hard to identify and fill candidates for the Senior Analyst position to assist with Communications and Advocacy. We are on hold for all other positions until we get the assessment back. We saw increases in Convention attendance in 2022 which is helping the bottom line.

AOC SYMPOSIUM – JAPANESE ATTENDEES’ FEEDBACK

Haruko Kawahigashi provided feedback from the Japanese participants but feels it is representative of the International voice as a whole. There was a significant increase in participation from the International groups since COVID. Many of the talks were in “Round Table” (panel) format without any PowerPoint slides or literature to accompany the panels. Additionally, the panels spoke in jargon and used abbreviations that are likely not known by the international audience. It made those panels difficult to follow and challenging to gather useful information that would warrant trips to the symposium in the future. International attendees requested more technical sessions and literature that is downloadable after the symposium.

President Hinkley responded by stating that there will be a panel to help put together the next symposium. There is a desire to make the symposium worthwhile to all attendees. To that end Haruko and Erik should bring their insights and international perspective to the panel that will build the symposium.

Erik suggested an online EMSO definitions wiki be developed.

EXECUTIVE DIRECTOR (ED) REPORT (Cont’d)

McKinley Advisor update – ED Frost will be reporting in every BoD meeting on the status of the assessment. Initial feedback provided in the slides. Final assessment will take place in June 2023. ED Frost asked that everyone go to the link on the slide to update 2023 attendance and travel plans. BoD/BoG schedules were presented.

GOVERNANCE COMMITTEE REPORT

Two OPMAN Appendices were updated for approval:

OpMan 13 Appendix A is the embargo list. The list is extracted from State Department guidance.

It was **MOVED and SECONDED** (Brigance/Shaw) to **APPROVE** the amendments to OpMan 13 Appendix A as presented. **MOTION PASSED.**

OpMan 13 Appendix B is our list of Chairs and Committees and the OpMan Instructions each committee is responsible for.

It was **MOVED and SECONDED** (Brigance/Shaw) to **APPROVE** the amendments to OpMan 13 Appendix B as presented. **MOTION PASSED.**

Karen Brigance presented a list of committees and charter status. Many of the charters are out of date and in need of update. Karen also presented a table with the OpMan status.



2023 NOMINATIONS AND ELECTIONS (N&E)

Mr. “Cowboy” Ball and Glorianne met on November 9th to discuss status of committee. They also reached out to some of the former committee members to see if anyone would be interested in rejoining the committee. Lisa Fruge-Cirilli and Sue Robertson agreed to rejoin the committee. Still looking for more in local chapters. Powder and Haruko also volunteered to join during the BoD meeting. We are a little behind on the elections process; pushing milestones a month. Timeline posted in the slides.

Intend to discuss election processes in the next committee meeting and bring recommendations to the BoD for a vote.

Mr. Murphy raised the question as to why some of the requirements exist for some of the positions. Requested the committee look at the requirements and make recommendations.

Mr. Bamford suggested there may be conflict if Young Crow inclusion, where some of the requirements wouldn't be met. This raised a good discussion on general qualities of candidates and what role and authority the BoD has to ensure the best candidates are presented to the election by General Membership.

Amanda Brockermeier raised the point that industry doesn't necessarily understand how members get to the BoD (AOC by election) as it is not how Industry assigns members to BoD.

ACTION ITEMS

ED Frost reviewed old Action Items. D-2020-10 (“Top-to-Bottom” N&E strategic review) stays OPEN. D-2021-01 (Update our standardized AOC message to be used by Regional Directors when visiting Chapters) is CLOSED. A slide deck was created to fulfil this purpose. Glorianne has details. D-2022-01 (Present a plan for a new N&E process in time for the 2023 election) is OPEN and assigned to N&E.


CLOSING COMMENTS

President Hinkley thanked everyone for a productive meeting that completed on schedule. He emphasized the importance of EMSO and current challenges that are limiting warfighting capability. We all need to be advocates. President Hinkley is working on materiel to help with communications. Trying to develop a call plan for the next 6 and 12 months. Challenged the BoD to think of who and how we can influence decision makers that can help solve some of the issues and needs. He again thanked everyone for all they do for AOC.

It was **MOVED** and **SECONDED** (Carlson/Shaw) to adjourn the meeting. **MOTION PASSED**. President Hinkley **ADJOURNED** the proceedings at 1745E, 17 November 2022.

RESPECTFULLY SUBMITTED

Presented by the Secretary for **APPROVAL** by the Board of Directors on 16 February 2023.



Dennis Monahan, Secretary

15 February 2023

