

Minutes
APCO Institute, Inc.
Board of Directors Meeting
Asheville, N.C.
May 5, 1988

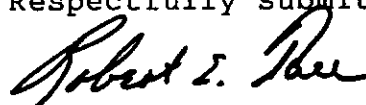
Upon due notification, the Board of Directors of APCO Institute, Inc., held its initial meeting on May 5, 1988 at the Great Smokies Hilton Hotel in Asheville, N.C.

The following Directors were in attendance: Alan Lannier; Gary David Gray; George Murray; and Sam Gargaro. Director Cary Bittick was not in attendance. Also in attendance was APCO Institute President and Treasurer Robert Tall. Vice President and Secretary Joseph Nasser was not in attendance.

APCO President Lannier, serving as Acting Chairman of the Board of Directors of APCO Institute, Inc., called the meeting to order at 12:00 noon.

1. Murray moved that the President of the Institute prepare an operational plan and budget for the Institute, to be submitted to the APCO, Inc., Board of Officers at Little Rock meetings on June 24-25, 1988. The motion was seconded, discussed and carried unanimously.
2. Murray moved that expenses of the Directors and Officers of APCO Institute, Inc., for travel and work on behalf of the corporation will be reimbursed by APCO Institute, Inc. The motion was seconded, discussed and carried unanimously.
3. Gray moved that Murray be elected Chairman of the Board. The motion was seconded, discussed, and carried unanimously.
4. Lannier moved that APCO Institute, Inc., will follow existing policies of APCO, Inc., and will adopt no new policies that are inconsistent with the established policies of APCO, Inc. The motion was seconded, discussed, and carried unanimously.
5. Lannier moved that the Officers of APCO Institute, Inc., design stationery for the corporation and submit it for consideration by the APCO Board of Officers at its scheduled meetings June 24-25 in Little Rock. The motion was seconded, discussed and carried unanimously.
6. Lannier moved that APCO Institute, Inc., submit proposed contracts between it and APCO, Inc., to the APCO Board of Officers at its June 24-25, 1988 meeting in Little Rock. The motion was seconded, discussed, and carried unanimously.
7. Upon proper motion and second, the May 5 meeting of the Board of Directors of APCO Institute, Inc., was adjourned at 12:30 p.m.

Respectfully submitted,



Robert E. Tall
President

Minutes
APCO Automated Frequency Coordination, Inc.
Board of Directors Meeting
Asheville, N.C.
May 5, 1988

Upon due notification, The Board of Directors of APCO Automated Frequency Coordination, Inc. held its initial meeting on May 5, 1988 at the Great Smokies Hilton hotel in Asheville, N.C.

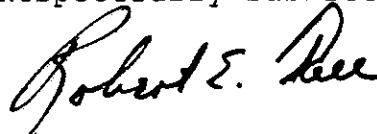
All Directors were in attendance: Alan Lannier; Gary David Gray; George Murray; Sam Gargaro; and Vincent Stile. Also in attendance were APCO AFC President and Treasurer Robert Tall and APCO AFC Vice President and Secretary Charles English.

APCO President Lannier, serving as Acting Chairman of the Board of Directors of APCO AFC, Inc., called the meeting to order at 9 a.m.

1. Murray moved that Gargaro be elected Chairman of the Board. The motion was seconded, opened for discussion, and carried unanimously.
2. Murray moved that APCO AFC, Inc., be activated as of October 1, 1988, with a fiscal year coinciding with the APCO Inc., fiscal year. The motion was seconded, opened for discussion, and carried unanimously.
3. Gray moved that the APCO Frequency Coordination Form FDR-2 be replaced by the new FDR-3 Form and that APCO AFC, Inc., make such subsequent amendments to the Frequency Coordination Forms as it may deem appropriate, subject to the oversight of the Board of Directors.
4. Stile moved that APCO AFC, Inc., establish a panel of English (Chairman), Stile and Gray to recommend minimum criteria for local frequency advisors, to be submitted to the APCO Institute, Inc., at the Annual National Conference in Little Rock in August to assist in training and certification curriculum development. The motion was seconded, discussed, and carried unanimously.
5. Lannier moved that APCO AFC, Inc., submit proposed contracts between it and APCO, Inc., to the APCO Board of Officers at its June 24-25, 1988 meeting in Little Rock. The motion was seconded, discussed, and carried unanimously.
6. Murray moved that expenses of the Directors and Officers of APCO AFC, Inc., for travel and work on behalf of the corporation will be reimbursed by APCO AFC, Inc. The motion was seconded, discussed, and carried unanimously.

7. Lannier moved the APCO AFC, Inc., will follow existing policies of APCO, Inc., and will adopt no new policies that are inconsistent with the established policies of APCO, Inc. The motion was seconded, discussed, and carried unanimously.
8. Lannier moved that Gray submit to the APCO Board of Officers at its meetings in Little Rock in August, recommendations for a regionally representative group to advise the APCO AFC, Inc., Board of Directors on frequency coordination matters. The motion was seconded, discussed, and carried unanimously.
9. Murray moved that the Board of Directors of APCO AFC, Inc., recommend to the APCO, Inc., Board of Officers that Ken Yoder, of the APCO Texas Chapter, be named to the Board of Directors of APCO AFC, Inc. The motion was seconded, discussed, and carried unanimously.
10. Murray announced his intention to resign as a member of the APCO AFC, Inc., Board of Directors upon the acceptance by Ken Yoder of the nomination to serve as a member of the Board of Directors.
11. Lannier moved that the Officers of APCO AFC, Inc., design stationery for APCO AFC, Inc., and submit it for consideration by the APCO Board of Officers at its scheduled meetings June 24-25 in Little Rock. The motion was seconded, discussed, and carried unanimously.
12. Upon proper motion and second, the May 5 meeting of the Board of Directors of APCO AFC, Inc., was adjourned at 12 noon.

Respectfully submitted,



Robert E. Tall
President