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BOARD OF OFFICERS

There appears to be some misunderstanding on this point, in view of the wording of the POLICY MANUAL

August 1988

The APCO Board of Officers Policy Manual, by its terms, contains Policy and Administrative Orders governing the day-to-day operation of APCO. Policies are made by the Board of Officers subject to Executive Committee disapproval. The policies are to be consistent with the APCO Constitution & Bylaws. By its terms, the Policy Manual is to be kept in current condition by the Executive Director and reviewed at each meeting of the Board of Officers and each meeting of the Executive Committee.

There are other Policy Manuals of the Association: the Conference Manual; the Frequency Coordination Manual; the Chapter Officers Manual. Each is in its own state of disrepair, although a new version of the Conference Manual has been delivered to the Executive Committee for consideration at Little Rock; the Frequency Coordination Manual, suspended years ago, is currently the assigned subject of study by a group which has been given the task of rewriting it; a new version of a Regional Conference manual is overdue from a study group assigned to that task; and the Chapter Officers Manual, which has been rewritten and reformatted in the past year or so, is being redone again as a joint venture of the National Office Staff and the Activities and Membership Committee.

In March of 1984, the Officers Policy Manual was out of date. It was thoroughly rewritten once, incorporating all of the policy changes that could be found in the minutes of meetings and other records in the National Office, by Rhett McMillian, with very comprehensive treatment.

That version was delivered to the National Executive Committee for its review in Milwaukee in 1986, and was not disapproved. Therefore, it became the then-current, up-to-date APCO Officers Policy Manual. All policy changes since that time have been recorded in the minutes of the Board and Executive Committee and those which have not been disapproved - - which is virtually all of them adopted by the Board - - are now in effect, though poorly spelled out.

There are no policy changes to be disapproved (or approved) by the Executive Committee at Little Rock except those which will be brought up in the course of the meetings at Little Rock. Except for the matters discussed in this report, or to be raised new in Little Rock, the Executive Committee has approved the policies which are included, or should be included, in the Policy Manual. Exceptions to this are the recently distributed changes with respect to the Frequency Coordination Operations. However, to make certain that each Executive Committee member be given an

opportunity to pass on all existing (and new) APCO policies, the course of action proposed in this report is offered.

There appears to be some misunderstanding on this point, in view of the wording of the Resolution involving the APCO Controller, which appears to call for the establishment now of a Policy Manual. The Manual is established, and has been established.

It has, however, been widely abused and ignored - - by the Board, by the Executive Committee, by the Chapters, by the Conference Committees, by the Association's Auditors and by the Committees, as well as by the National Office Staff.

Neither the Board nor the Executive Committee have shown the slightest inclination to take the time at their action-packed meetings of the past several years to observe the call of the Officers Policy Manual that it be "reviewed at each meeting" of the two groups. Indeed, if time had been taken at these meetings to review the Policy Manual, little else would have gotten done and the vital and sometimes turbulent issues handled in the meetings could not have been resolved with the results that have been achieved.

Resolution #1, which was tabled at Baltimore, calls for the transfer of much of the material now in the Constitution and Bylaws to the Officers Policy Manual. If it is passed in Little Rock it will require the complete rewriting of the Officers Policy Manual.

The steps recommended in the management study of APCO by Lawrence-Leiter and Company, adopted in whole or in principal part by APCO, will in and of themselves require a complete rewriting of the Officers Policy Manual.

The establishment of the National Office position of Controller and the complete revision of internal controls, the lesser reliance on an "outside" accounting firm, and the new billing, collecting and accounts payable procedures that involves will also in and of itself require a complete rewriting of large portions of the Officers Policy Manual.

The activation of APCO's two subsidiaries, and the establishment of contractual relationships between the parent APCO and the subsidiaries, will also require the complete rewriting of large portions of the Officers Policy Manual.

Another Resolution before the Little Rock Quorum contemplates the establishment of the elected office of APCO Secretary, with the responsibility, among other things, of maintaining the Association's Policy Manuals. If this is enacted, this, too, will require extensive revision in the Officers Policy Manual. (This resolution has raised the question of why, so long as we have staff to maintain the policy manuals, should the job be "dumped" on a volunteer? One answer is that the Executive

Committee members should be taking more of a "live" role in just such things as the Policy Manuals, and the Secretary would be a member of the Executive Committee and theoretically, ~~as least,~~ ^{at} have a closer rapport with the other members of the Executive Committee than "an employee" would have. Further, the job of maintaining the Policy Manuals has not been done adequately at the National Office since the days when the National Office worked largely on putting together the BULLETIN, and trying to operate APCO on dues and host-Chapter Conference generated income. Staff time devoted to keeping these manuals up the way they should be kept up is staff time that is not available for other purposes.)

Thus, we have a total of five factors facing us in Little Rock that could each cause the wholesale revision of the Officers Policy Manual. There is little doubt that the Officers Policy Manual will have to be extensively rewritten following Little Rock, and that any attempt to present an updated version of the document to the Board or the Executive Committee would be a waste of time that could be better spent in preparation for the things that must be done at the Conference.

Nevertheless, each page of the August 1986 version of the Officers Policy Manual has been reviewed, and each section, in need of revision has been commented on in Attachment #1 to this paper.

Also, each of the additional policy changes made by the Board since Milwaukee has been identified and, Attachment #2 to this paper contains proposed language which could be inserted at various places in the present (Milwaukee) issue of the Manual has been proposed. This presentation asks you to consider the language being proposed as if the Little Rock Conference was not going to demand any changes in the Policy Manual. Again, the additions have already been approved by the Executive Committee, since they have been reported to the Executive Committee as Board actions and they have not been disapprove, but this proposal gives the Executive Committee an opportunity to review them again on a comprehensive basis.

PROPOSED REVISIONS
TO
POLICY MANUAL

August 1988

(Version being revised is dated
August 1986)

Page 2

10
Change to read: "This Manual shall be kept in current condition by the APCO Secretary and reviewed at each meeting of the Board of Officers and at each meeting of the Executive Committee."

Page 6

Organizational Chart revised to show Controller reporting to Board of Officers and administratively, to the Executive Director.

Page 7

Correct typographical error in second paragraph - - change "it's" to "its".

Page 8

Revise to reflect use of Performance Appraisal and Development Review program recommended by Lawrence-Leiter and Company.

Page 10

Correct typographical error in first full paragraph - - "it's" to "its".

Page 11

Revise to identify the "agencies to notify" referred to on previous pages.

Pages 12 through 17

The APCO Strategic Planning Committee should thoroughly review these pages, in light of the Lawrence-Leiter report, and recommend revisions to the Board of Officers.

Pages 18 through 22

The APCO Project Series description in the Manual is in serious need of updating, to assign Project Numbers for some past

undertakings by the Association, some current undertakings, and some undertakings now in the proposal stage. This established policy creature of APCO could be a valuable basis for the receipt of contributions for such as the APCO Institute, Inc. It should be given more attention by the Executive Committee, the Board of Officers, and the Executive Director. First step should be to update its description and the current status of APCO undertakings which should be included in the "Project Series".

Page 23

Point 1 should be revised to read: "The day prior to the required Executive Committee meetings. The required Executive Committee meetings are held the day prior to the opening of the Annual Conference, and during one of the Regional Conferences, the latter on a rotating basis.

Page 24

This page should be revised to read: "The Board of Officers decides during the week of the Annual Conference which of the Standing Committees of the Association are to be managed by which members of the Board."

Page 25

This page should be revised to specify that the Association has contracts for personal service, as a minimum, with: (1) the Executive Director; (2) the Deputy Executive Director; (3) the Controller; (4) a regulatory legal Counsel; and (5) a Certified Public Accounting firm. The contracts should be for negotiated periods of time at negotiated rates, services and other terms. The contracts should be a part of the Policy Manual, and should be renewed, extended by written instrument or terminated by the time of their stated expiration dates. The contracts should be negotiated by the Board of Officers or its duly designated agent and signed on APCO's behalf by the President of the Association or other agent designated by the Board, subject to disapproval by the Executive Committee.

Pages 26 through 29

The attempt to have a combined National Conference/Regional Conference Manual has not worked well. There should be a National Conference Manual and a Regional Conference Manual. The National Conference Manual should contain the policies set forth by the Board of Officers, subject to disapproval by the Executive Committee. The Regional Conference Manual should contain any specific policies of the National Association pertinent to Regional Conferences under the Constitution & Bylaws, but should be regarded in other respects as advisory in nature to the Chapters. The Board of Officers Policy Manual should not attempt to be duplicative of material in the National Conference Manual.

Specific items on Pages 26 through 29:

1. As the National Office staff assumes more and more of the actual work of staging the National Conference, the Board may wish to reexamine what the "Chapter share" of the proceeds should be.

2. The number of copies of the BULLETIN furnished to the Conference is 2000, and the item should be revised to reflect this.

3. One current policy is that the wives of the members of the Board and of the Executive Director may travel to and attend the National Conference at the expense of the Conference. The current Board wishes to extend this policy to the wives of the staff department heads, provided that such wives participate in the work of the staff during the Conference.

4. o.k.

5. o.k.

6. o.k.

7. o.k.

8. o.k.

9. The policy followed in recent years has been that only those people who are scheduled to say something during the opening breakfast should sit at the head table. This allows flexibility and provides restraint at the same time. The Manual should be revised to reflect this.

10. o.k.

11. o.k.

12. This should be revised, not out of an intent to reduce the emphasis on the Conference in the BULLETIN, but rather to increase it by providing more flexibility in promoting the Conference in the BULLETIN. The way the policy statement now reads, three of the eleven issues of the BULLETIN are to be slanted to the Annual Conference. However, less than 20% of APCO's members attend the Annual Conference, and the BULLETIN should be designed to serve all of the members. The success in Conference growth over the past several years argues in favor of a less rigid policy which does not dictate exactly what Conference stories should be printed when, so long as the total job is accomplished and the results are good.

13. This has been the most argued policy in the book. In its previous version, it even specified what brand tuxedo had to

worn, and what style shirt had to be worn. It would be less expensive for APCO if the policy were to state that APCO will buy each of its Officers a tuxedo upon his election to the Board (with a clothing allowance of \$300) and leave it up to the Officer to make sure the suit continues to fit throughout the four-year tour. The suit is worn a total of four times per person for APCO and the present policy allows an expense of \$600 for that. It should be changed.

14. o.k., but of dubious popularity.

15. The current Board of Officers has adopted the following Awards Policy, subject to disapproval by the Executive Committee:

NATIONAL AWARDS POLICY

- a. Life Member. See C & B. Plaque. Since this is APCO's highest award, it should be presented at the banquet. There should also be a "Life Member Pin", different from the Past President's Pin. The Board of Officers should have the authority to nominate Life Members, along with the Chapters. (This latter is a resolution to be voted on by the 1988 Quorum.)
- b. Past President. See Conference Manual. Should be awarded gift at reception preceding banquet. Plaque and Pin should be awarded at banquet.
- c. Conference Chairman. See Conference Manual. Gift should be awarded at reception preceding banquet. Plaque should be awarded at banquet.
- d. Chapter Growth. Plaque should be awarded to Chapter with most new members during past year. Award should be made at Thursday business session.
- e. Chapter Growth. Plaque should be awarded to Chapter with highest percentage growth during past year. Award should be made at Thursday business session.
- f. Member Density. Plaque should be awarded to a State based on number of members compared with the population of the State. Award should be made at Thursday business session. (Some accommodation will have to be made for APCO CANADA.)
- g. Presidential Recognition. Plaques and/or certificates should be awarded by the President for special services or contributions, as he/she chooses. Certificates should be mailed.
- h. Regional Conference Chairmen. Certificates should be mailed.
- i. Committee Chairs. Certificates should be awarded based on recommendations of Board of Officers oversight, and mailed.

j. Committee Members. Certificates should be awarded based on recommendations from Committee Chairpersons and Board of Officers oversight. Certificates should be mailed.

16. o.k., except should be revised to specify that gift will be presented at a reception prior to the banquet.

17. o.k., except should be revised to specify that gift will be presented at a reception prior to the banquet.

18. o.k., except should be revised to recognize role of Controller in specifying how receipts should be handled.

19. Should be revised to put Regional Conference details in a Regional Conference Manual, as discussed above.

Page 32

Board recommendations on spouse expenses are discussed above. This should be in the National Conference Manual.

Travel insurance, along with other insurance, is under study by the Controller and the Board.

Page 33

Point 10 should be revised to recognize the role of the APCO Controller in reviewing expense sheets.

PROPOSED REVISION
APCO ADMINISTRATIVE ORDERS

Page 2

This chart is in need of revision to reflect (1) the advent of the Controller; (2) other organizational changes since August 1986; (3) recommendations of Lawrence-Leiter, such as may be adopted by APCO.

Pages 4 through 6

This section on fiscal matters requires a thorough rewriting to (1) change the Association's fiscal year; (2) reflect the existence of an APCO Controller requirement and authorities as proposed in a resolution before the Quorum from the National Executive Committee; (3) APCO budgetary actions which have created new "funds". It is recommended that the Controller, as the Chief Financial Officer of the Association, draft proposed revisions in this policy statement to taken into account the current status of the finances of the Association. Too many

changes have been adopted since the last full revision of the Manual to force the Association into the mold of this policy statement, although much of the existing policy can be reworked into a new statement. By direction of the Executive Committee, the new policy statement must include the specification that the Controller is the Chief Financial Officer of APCO, and reports directly to the Board of Officers and administratively to the Executive Director.

Pages 7 through 8

New billing and collecting procedures are being implemented that make revisions in these policy statements necessary. This section of the Manual is less a "Publications" section than it is a fiscal section, and the financial points should be covered in an overall financial section of a revised Manual. The "Publications" section should be expanded considerably.

Page 9

See comments on Equal Opportunity Statement portion of Offices Policy Manual, above.

Pages 10 through 39

These pages should be replaced with the position descriptions recommended in the Lawrence-Leiter report.

Page 40

These salary levels should be replaced with those contained in the recommendations of the Lawrence-Leiter report. Additions are needed to specify how an employee moves from bottom to top of grade, and from grade to grade. "Cost of living" increases also

Pages 41 through 42

The existing policy statements on Job Performance Relationships and Rating have been ignored, and are in need of wholesale replacement. It is recommended that a fresh start be made within newly enacted budgeting procedures and the recommendations of the Lawrence-Leiter report.

Pages 43 through 44

Employee Benefits, Leave and Overtime Policy Policy statements on these pages have recently been replaced by policies as stated in the new Employee's Handbook. It is recommended that the new policies as stated in the Handbook be written into the Administrative Orders section of the revised Policy Manual, though in addition, the Executive Committee has approved an employee benefits budget and will be asked during the Little Rock

meeting to approve a proposed plan operating within that budget.

Pages 48 and 49

These pages deal with Office Telephone Procedures, and specify that the procedures set forth can be revised at any time by the Executive Director. While good telephone operating practices are very necessary, the specific procedures in the Manual do not fit today's APCO Office. It is recommended that this section be deleted from the Manual and replaced with more appropriate instructional material to be used in the National Office, and some specific training steps when new employees are hired. The current "policy" statement is not really an "Officers Manual" policy statement if the Executive Director, or anybody he names, can revise it at any time, anyway.

MISCELLANEOUS PAGES

This material at the end of the present policy manual is generally good material except where it is outdated, and should be retained in an appropriate section of a new policy manual. An example of outdated material: "With respect to Annual National Conference sites selected in future years, any Chapter seeking to host a National Conference must show that it has hosted at least one successful Regional Conference. Any site selection in future years must have the capability to handle at least 200 exhibit booths." Are we going to turn the Oklahoma Chapter down this year in its bid to host the 1991 Conference because it has not hosted a successful Regional Conference. Maybe so, maybe not. The 200-booth requirement looked great in March 1984 when this was added to the policy manual, since that exhibit level never had never before been reached. We could have sold 300 booths this year, and we should not consider any site now for our future years that will not accommodate at least 500 booths.

Attachment #2

APPROVED ADDITIONS
TO
APCO OFFICERS POLICY MANUAL

August 1988

0 The APCO Spectrum Management Budget and Balance Sheet, after January 29, 1987, is to carry a liability contingency line in a carry-over fund from year to year. This fund is to reach an accumulated amount of \$30,000 and is not to exceed that amount. The liability contingency fund is to be used to pay for errors APCO (and/or its local frequency advisors) makes which may result in claims to reimburse applicants for changes in frequency, transmitter relocations, etc.

0 The Frequency Coordination Director, as of January 29, 1987, is empowered to recommend the withholding of Chapter coordination rebates in cases where Chapter local frequency advisors are not cooperative in the matter of updating and correcting the APCO data base.

0 The Board of Officers, effective March 13, 1987, directed that the Officers Policy Manual be amended to specify that National Officers and National Office Staff members attending Regional Conferences and Chapter Meetings will not be expected to pay Registration fees at such Conferences or meetings.

0 The Board of Officers, effective March 13, 1987 directed that a policy be established that all Second Vice Presidents spend a week at the National Office to familiarize themselves with the operations and personnel of the National Office.

0 The Board of Officers, effective September 1, 1987, amended the Officers Policy Manual to specify that APCO Chapter Presidents may request "at cost" printouts of frequency coordination data base records for their Chapter territories and a 100-mile distance from those borders.

0 The Board of Officers, effective February 1, 1988, amended the Officers Policy Manual to specify that in APCO budgeting procedures, department heads are to submit their budget requests to the Controller in January; the Controller is to submit a consolidated budget request to the Executive Director in February; the Executive Director is to submit a consolidated budget request, with his recommended revisions, to the Board of Officers in March; the Board of Officers is to interview the department heads in April or May; the Board is to approve a proposed budget request in June; the approved proposed request is to be submitted to the National Executive Committee in July; and the National Executive Committee is to act on the request in August - - for the fiscal year beginning the following October 1.

0 The Board of Officers, effective September 1, 1987, amended the Officers Policy Manual to specify that members of the Board attend meetings of their own Chapters at their own expense.

0 The Board of Officers, effective February 1, 1988, approved a 20% increase in the advertising rates for the APCO BULLETIN.

0 The Board of Officers, effective February 1, 1988 approved 1988 Annual Conference registration fees of \$120 for APCO members and \$150 for nonmembers.

0 The Board of Officers, effective February 1, 1988 approved a motion that the 1988 budget request contain the position of Deputy Director.

0 The Board of Officers, effective February 1, 1988, accepted the application for APCO Chapter Charter from Canada, and directed that the Charter be presented to APCO CANADA during the Annual National Conference in Little Rock.

0 The Board of Officers, effective February 1, 1988, approved the merger by CET of the APCO and non-APCO mobile radio data bases.

0 The Board of Officers, effective November 4, 1987 directed the Frequency Coordination Department to implement the "37 points".

0 The Board of Officers, effective February 1, 1988, amended the Officers Policy Manual to specify that there be an annual meeting between the Board, legal counsel and the Association's auditing firm.

0 The Board of Officers, effective February 1, 1988, amended the Officers Policy Manual to specify that there be an annual meeting of the Board at New Smyrna Beach, Florida.

0 The Board of Officers, effective February 1, 1988, amended the Officers Policy Manual to specify that there will be a meeting of the Board prior to its regular meeting at the Annual National Conference devoted to the annual budget preparation and the arrangements for the National Conference.

0 The Board of Officers amended the Officers Policy Manual in April, 1988, to delete the employee leave policy contained in the August 1986 version of the Officers Policy Manual and reinstate the leave policy which had been in effect in 1975.

0 The Board of Officers, effective April 1988 amended the Officers Policy Manual to specify that the expenses for Officers and Directors of APCO's subsidiaries in attending meetings of the subsidiaries will be reimbursed by the Association.

0 The Board of Officers, effective April 1988, amended the Conference Manual to specify that time be set aside during the

Conference to allow a meeting between the Board Members and APCO members interested in discussing the Resolutions to be brought before the Quorum at the Annual National Conference. It is intended that such meeting be attended by anyone introducing a resolution at the Conference. Further, the Manual is to be amended to establish a time slot during the Conference at which APCO Committee Chairpersons can meet with their Committee members, and the Officers can meet with the Chairpersons for the Committees over which they have oversight.

0 The Board of Officers, effective April 1988, amended the Officers Policy Manual to specify that the Executive Director will prepare or cause to have prepared an APCO Employees Handbook, based on material contained in the Officers Policy Manual.

0 The Board of Officers, effective April 1988, amended the Officers Policy Manual to include an Awards Policy.

0 The Board of Officers, effective April 1988, amended the Officers Policy Manual to specify that candidates for the Office of Second Vice President be advised that they not plan to leave the site of an Annual National Conference for at least a full day following the Conference.

0 The Board of Officers, effective April 1988, amended APCO Frequency Coordination policies to direct Chapter frequency advisors to restrict their connection time to CET facilities to that required for their APCO coordination function only, and prohibited them from using the APCO telephone lines and APCO-paid CET connection time to perform engineering or planning functions for their own agencies or other parties.

0 The National Executive Committee, effective April 1988, directed the Board of Officers to amend the Officers Policy Manual to specify that in the involuntary separation of an APCO employee, a termination from one office of APCO is a termination from APC

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Detailed policies and procedures in other areas - - principally with respect to the APCO Frequency Coordination operations -- have been spelled out in other materials recently distributed to the Executive Committee.