

Minutes
2016 Spring Board Meeting
of The Board of Directors of the
ALOA Security Professionals Association, Inc.
Meeting Minutes (rev 1)

Location: ALOA SPA Headquarters, Dallas TX
Dates: April 14-16, 2016

*The Board meets as a committee of the whole.
The President appoints all committee members except Standing Committees and is Ex-Officio of all committees. Committees themselves elect their own leaders.*

DAY ONE- Thursday, April 14, 2016: 8:00 am- 5:00pm

1. The president called the meeting to order.
2. The secretary led the Pledge of Allegiance.
3. Secretary Roll Call:
 - Officers - President Tom Foxwell; Secretary Clyde Roberson
 - Directors - NE- Bill Mandlebaum; NC- John Soderland; NW- Keith Whiting—*not present, resigned for personal reasons*; SE-Bill Boughman; SC-John Arnold; SW- Charley Eastwood;
 - International- Yoshio Suzuki, Humberto Villegas; Associate- Noel Flynn
 - Non-voting: Jim Wiedman; Bob Cullom
 - Trustee: Hans Mejlshede; Tom Demont
 - SAVTA: Elliott Connor for Joe Cortie
 - IAIL: Tom Demont
 - AIL: John Truempy
 - ALOAL: Humberto Villegas,
 - ALOA Staff: Executive Director Mary May
Kathryn Beard- Convention Manager
Kathy Romo- Comptroller
Jim Hancock- Operations, Education & Certification Mgr
Kevin Wesley- Membership Manager
 - ALOA's Attorney: Barry Roberts
 - Translator: Kay Nakamoto
 - Guests: CD Lipscomb, Mike Bronzell
 - Excused: Keith Whiting, NW Director

4. Directors Reports
Directors provided their reports. All Director, Officer, and Division Reports received have been posted for general review.
5. Division Presidents' Reports
 - a. **SAVTA** – Elliott Connor status report on behalf of President Joe Cortie.
 - b. **AIL**- President John Truempy provided his report in coordination with Tom Demont. Working on Institutional Fire Door Repair Class. Discussion of impact of reduced membership cost for AIL members, available to institutional locksmiths only.
 - c. **IAIL**- President Tom Demont provided his report.
 - d. **ALOA Latino** – President Humberto Villegas detailed his two main goals for ALOA Latino of convention and education. Concluded a training cooperation agreement with the Costa Rica Locksmith Association. Looking at Guatemala and Panama next.
6. ALOA President Tom Foxwell advised the board about the highlights of his report.
7. Executive Director Mary May's Staff Manager Reports:
 - a. Kathy Romo reviewed financial status and auditors' report.
 - i. Auditors reported a good audit result.
 - ii. Managing education building donations separately.
 - b. Kathryn Beard, Trade Shows
 - i. Review plans for 2016 ALOA convention at the Hilton Orlando. The plan will be to use the hotel ballroom rather than the convention center to minimize expenses. ALOA will be working hard to meet its room guarantee with incentives and marketing.
 - ii. Promoting convention with ads in trade magazines.
 - iii. 60th Anniversary kickoff party planned for Thursday evening.
 - iv. ALOA 2017 Plans for Rosemont, IL (Chicago). No host hotel. All classes planned at convention center with some few events at the Hyatt. Multiple hotel options will be offered.
 - v. ALOA 2018 Las Vegas. Looking at Westgate, formerly the LV Hilton.
 - vi. Safetech 2016 (Lexington, KY) and 2017 location search discussed.
 - c. Jim Hancock, Education
 - i. Looking for class sponsors and offering to rent out our new classroom facilities to other industry partners. Efforts underway to fill the newly renovated and available classroom spaces. Several different approaches to sponsorship being considered. Conducted first sponsored class by Clark Security, a 3-day class on Access Control, a great success.

- ii. Meeting with Allegion who has offered to assist with class sponsorships, video training, online training, and a veteran employment promotion program.
 - iii. Looking at online testing for the PRP.
 - iv. **MM (JohnT/Bill Boughman): To instruct Mary to have staff (Jim) to continue evaluating and, if done securely, to proceed with online testing for certification. Motion adopted.**
 - v. 4% of ALOA's revenue comes from Education.
- 8. Mary May, Executive Director
 - a. Reviewed her submitted report.
 - b. Reported on Association Management activities that showed other Associations are having similar member retention, demographic trends, and growth challenges. Hardly anyone prints a magazine anymore.
 - c. Texas passed an open carry law so ALOA is creating a building policy to address.
 - d. Reviewed current membership counts and categories, reporting 7200 total in February 2016 vs. 7616 in February 2015.
- 9. Standing Committee Reports
 - a. Audit
 - b. ED Advisory
 - c. ED Selection & Directors Election (Trustees)
 - d. Presidential
- 10. Presidential Appointed Committees
 - a. Governance (Mandelbaum)
 - i. Working on bylaws changes for proxy voting for any voting action.
 - b. The Building Committee has been officially dissolved.
 - c. Scammer (Boughman)
 - d. Membership (Mandelbaum)- Reviewed membership number charts and trends for ALOA and divisions.
 - e. International (Mejlshede)- Reported on ISO 9001 trend. Scammers are non-existent in Europe. ASSA ABLOY continues to buy locksmith companies in Europe but not in America.
 - f. Legislation (Roberts)- Limited activity to report. Problem continues to be lack of enforcement in states with legislation.
 - g. Convention (Truempy)
 - h. Software Technology (Truempy)- Hired a consultant and found convention management software which was exactly what ALOA has needed. But, not budgeted at this time.
 - i. Merge committees into one called: "Convention/Education/Technology" (CET)
 - j. Trade Show- dissolved
 - k. Security Leaders Forum (Arnold)- still working for a budget solution.
- 11. The Board entered Executive Session to consider grievances and Staff Compensation
 - a. **MM (JA/JW) Related to ED Compensation. Motion adopted.**

END DAY ONE

DAY TWO- Friday, April 15, 2016

12. The Board viewed a presentation by Jim Hancock on video production for training materials.

13. Bylaws Proposed Changes (Mandlebaum)

- a. Article 5, section 3 – by mail or electronic means
- b. Article 5, section 4 – Quorum of 50
- c. Article 7, section 6 – Add “President”
- d. **Mm (JA/TD) Accept bylaws change recommendations by Governance Committee. Motion adopted.**
- e. Will go in magazine and electronic voting for membership to vote. Staff will take care of it.

14. Old Business

15. New Business

- a. Discussions on a reduction to the size of the Board.
- b. Difficulty in finding someone to represent the NW region.
- c. Consideration of adding an Automotive Division.

16. MM (JT/BM) Motion to accept the 2015 Fall Minutes as written. Adopted

17. Convention Meeting Date Orlando: Sunday 7th. 8-5

- a. Membership meeting: Friday Aug 5, 8:30 AM before show. Guest speaker Tom Kaika, Disruptive Change.

18. Board goes into recess to enter 1 ½ days of Strategic Planning led by Noel Flynn.

END DAY TWO

DAY THREE- Saturday, April 16, 2016

19. Review new Presidential Appointed Board Committees: reduced to 7 from 14.

20. Board Self Monitoring review to conclude with all attendees contributing their views on the Board Meeting and the state of the Association.

21. Close Meeting: Motion made to close the 2015 Spring Board Meeting. Closed by President.

Summary Motions and Nominations:

1. **Nomination: from TF that Yoshio Suzuki remain as Temporary International Director**
 - **All in favor—Board Approved (4/14)**
2. **MM (JohnT/Bill Boughman): To instruct Mary to have staff (Jim) to continue evaluating and, if done securely, to proceed with online testing for certification. Motion adopted. (4/14)**
3. **MM (JA/JW) during Executive Session, Related to Staff Compensation. Motion adopted. (4/14)**
4. **Mm (JA/TD) Accept bylaws change recommendations by Governance Committee. Motion adopted. (4/15)**
5. **MM (JT/BM) Motion to accept the 2015 Fall Minutes as written. Adopted (4/15)**