

Minutes
2016 Fall Board Meeting
of The Board of Directors of the
ALOA Security Professionals Association, Inc.
Meeting Minutes

Location: ALOA Headquarters
3500 Easy St.
Dallas, TX 75247

Dates: November 18-20, 2016 8:00 am - 5:00 pm: Official Board Meeting

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- Friday, November 18, 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: *Vacant*; SE: Bill Boughman;
SC: Mark Dawson; SW: Charley Eastwood; International: Yoshio Suzuki,
Associate: Noel Flynn

Non-voting: Jim Wiedman; Bob Cullum

Trustee: Hans Mejlshede; Tom Demont

SAVTA: Elliott Connor for Joe Cortie

IAIL: Tom Demont

AIL: John Truempy

ALOA-L: Humberto Villegas, *excused*

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, Jeff Roberts

Translator: Kay Nakamoto

Guests: Greg Marsh, Michael Harbolt, KeyMe
Chad Stewart, Smart Thoughts Software Consultant
CD Lipscomb, John Arnold

Excused: Humberto Villegas, ALOA Latino;
Charles Eastwood, SW Director

4. Directors Reports

Directors provided their reports in advance of the Meeting. All Director, Officer, and Division Reports received will be posted on Dropbox for general review.

5. KeyMe presentation
 - a. Greg Marsh, CEO, and Michael Harbolt, VP Marketing. The KeyMe executives presented their business model and desire to work with ALOA for mutual benefit. KeyMe is becoming one of the largest call centers for locksmith related service calls and they would like to benefit ALOA locksmiths as a high quality, high integrity professional referral network.. The Board agreed to continue additional discussions.
 - b. [MM Bill Boughman, 2nd Clyde Roberson—allow them to exhibit at the next ALOA show with outreach group to facilitate a Keynotes article to membership in advance. Motion adopted.](#)
6. Staff Reports
 - a. Kathy Romo, Finance
 - i. Budget review
 - ii. ALOA trade show made \$400k
 - iii. SAVTA made \$29k
 - iv. Optimistic on making 4% budget income goal
 - v. Rolled out cost saving initiatives including copier, credit card interest rates and insurance premiums.
 - b. Katherine Beard, Conventions
 - i. Reviewed 2016 convention registration results, with improvements from previous year.
 - ii. Experienced positive exhibitor reviews with most looking to next year's Chicago area venue.
 - iii. 2017 convention outlook
 - iv. 2018 convention site selection: reviewing difficult market possibilities.
 - v. Safetech: 2016 exhibitors reported improved traffic.
 - vi. SLF: status review with additional detail to be presented by John Arnold on Saturday.
 - vii. Presented budget review for Board
 - c. Full staff introductions to Board
 - d. Jim Hancock, Education
 - i. Improved revenue over prior year but still short of budget.
 - ii. Have continued to add new classes
 - iii. Discussed competition from Distributor classes.
 - iv. Discussed Veteran's Program. Very good response with over 26 applicants. Allegion is sponsoring the first candidate with ASSA ABLOY next in line.
 - e. Kevin Wesley, Membership'
 - i. Working on attracting new members.
 - ii. Discussed requirements for Company membership.
7. Software Presentation with Guest Speaker and Board Discussion
 - a. [MM T Demont, 2nd Bill Mandlebaum; Approve the discovery consulting contract for \\$8k to \\$10k with JL Systems after ALOA attorney Barry Roberts negotiates favorable terms to the Agreement. Motion adopted.](#)

END OF DAY 1, Friday Nov. 18

DAY TWO- Saturday, November 19, 2016: 8:00 am- 5:00pm

8. Audit Committee Report, Flynn
 - a. Reported on improved collaboration between Board and Staff—working together more as a team.
 - b. Discussion of Staff incentive program
9. ED Advisory Committee, Demont
 - a. No issues to report.
10. Governance and Bylaws, Mandlebaum
 - a. Proposal for EL7, financial planning
 - b. **MM to delete EL7, mm Mandlebaum, 2nd Tom Demont. (2/3 needed). Motion Adopted.**
 - c. Bylaws suggestion for company membership rewording
 - d. Discussion of methods to attract enough members to the membership meeting to get a quorum, and to be able to ratify proposed Bylaws changes.
11. Scammer Committee, Boughman
 - a. Discussed limitation of resources.
 - b. Discussed changes in Google search results. Reviewed results in Dallas market.
 - c. Discussion of absorbing the Scammer committee into membership. Initial movement to do so, but final decision to reestablish with Boughman (Chair), Charlie Eastwood, and John Soderland
12. Membership, Mandlebaum
 - a. Adopting scammer committee mission
 - b. John Soderland added to Membership Committee.
13. International, Suzuki
 - a. Concerned about the decline in international membership. Reason is seen that younger people are not attracted to the association.
 - b. 20th Anniversary of ALOA Japan being celebrated April 15th in Tokyo, Japan. Several ALOA Board members plan to attend to show support.
14. Legislation/Legal, Roberts
 - a. Declining national mood for regulation. Even some efforts at deregulation.
 - b. Tennessee seeing a “Right to Earn a Living Act” at which they expressed interest in deregulating the locksmith industry nationwide. This is being led by the Beacon Group who views this as unnecessary government involvement with no enforcement that restricts trade.
 - i. This group advocates registration or certification instead of licensing.
15. CET, Truempy
 - a. Started a Facebook “Women in Locksmithing Group.”
16. Strategic Planning, Flynn
 - a. Board conducted a major strategic planning meeting separate from the Board Meeting. It is understood that it is the Board’s responsibility to provide direction to the Association. We have established a Strategic Framework that can last beyond a single year of planning.
17. Security Leaders Forum (SLF), Arnold
 - a. Good progress with commitments that make the SLF look financially positive.
 - b. Hoping for 100 attendees.
 - c. Speakers are donating their time and talent.
 - d. SLF leadership moving from Arnold to Dawson to ensure Board presence.
18. Executive Director Report, May

- a. Reviewed the ED governance report. Expecting 2016 to be a successful year, performing better than recent prior years.
19. MM Accept the amended 2017 budget with additional \$1500 legal fees. MM Boughman, 2nd by Truempy. Motion adopted
20. Continued discussion on Association Software, a major investment for ALOA. Important to make the correct decision, have adequate financing, and avoid past mistakes. Next stage is discovery with further fact-finding.
21. Old Business
22. New Business
23. Good of the Order
 - a. Staff and Board all took their turn to review the results from the Board meeting, its outcomes, and the ongoing state of the Association
24. Meeting Adjourned, Strategic Planning scheduled for Day 3

END OF DAY 2

Summary of Official Actions from this Board Meeting:

1. MM Bill Boughman, 2nd Clyde Roberson—allow them to exhibit at the next ALOA show with outreach group to facilitate a Keynotes article to membership in advance. Motion adopted.
2. MM T Demont, 2nd Bill Mandlebaum; Approve the discovery consulting contract for \$8k to \$10k with JL Systems after ALOA attorney Barry Roberts negotiates favorable terms to the Agreement. Motion adoptedMM Revise the listing in the Bylaws, Section 3, Regions, back to those Regions listed in the January 1, 2013 Bylaws. Motion adopted unanimously.
3. MM to delete EL7, mm Mandlebaum, 2nd Tom Demont. (2/3 needed). Motion Adopted.
4. MM Accept the amended 2017 budget with additional \$1500 legal fees. MM Boughman, 2nd by Truempy. Motion adopted