

**Minutes 2009 Annual General Meeting
Oct 14th, 2009**

REGISTERED ATTENDEES

Gerry Cleveland	John Parmann	[ID]	Andy Simmons [NC]
Greg Saville	Art Alpan	[SD]	Josh Kyle [KA]
Eileen Lawrence	Marc Guerin	[Ont]	Greg Williams [SD]
Roger Buhlis [CA]	Nicholas Schneider	[NC]	John Lyons

1.0 CALL TO ORDER

The second annual AGM was opened at 1315 hrs

2.0 APPROVAL OF ADDITIONS TO THE AGENDA

Not tabled

3.0 ADOPTION OF THE MINUTES FROM PREVIOUS MEETING

The minutes from the 2008 AGM were carried.

4.0 DISCUSSION OF MATTERS ARISING FROM THE MINUTES

n/a

5.0 CORRESPONDENCE

n/a

6.0 PRESIDENT'S REPORT

Gerry Cleveland acknowledged that the PSPBL had progressed significantly from the last AGM. The by-laws are now in place and posted on the website. The instructor certification levels are posted with fourteen people receiving their Level III certification. The objective now is for some to progress to Level IV certification, expanding the number of people who can deliver the Instructor Development Course.

A handful of people continue to oversee the PSPBL business. At the 2008 AGM those standing for office were briefed on their obligation to perform at least two tasks for the Society, and writing an article for The Full Slate. There was a falling down in this obligation requiring the President to write the majority of articles for the Full Slate and most of the conference work being done by Roger Buhlis and Greg Saville working alongside the host, John Parmann, putting the conference together.

The President reminded attendees and the 2009 AGM the by-laws are clear on the obligations of Board members. A breakdown appears to have occurred in that Josh Kyle affirmed he submitted an article and never heard back. Gerry Cleveland accepted responsibility for future coordination of the publication. All potential articles for the Full Slate should be sent to info@pspbl.com. The incoming President and John Lyons in the role of Executive Director should monitor the messages coming into the Society's general e-mail and assure that they are delivered to the appropriate bodies.

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The order of business for 2009 includes organization of the Board of Directors to add co-Chair positions with a view to turning the organization over to the members of the Society. Cleveland/Saville recognize that the time has come for them to stand down from the day to day operation of the Society and function as Society Co-Chairs. They will continue responsibility for the quality of the instructor body and PSPBL certification process. Cleveland recommends the Co-Chairs as voting positions on the Board of Directors along with the addition of a 2nd Vice President. This will allow for both experienced board executives and an additional V-President to contribute to the PSPBL expanding tasks. The 1st and 2nd Vice Presidents are selected from the membership. The President will continue to be selected by the board and will normally constitute one of the Vice Presidents from the previous year. They should follow a progression through the positions. The Constitution should be amended accordingly.

Those accepting appointments to the Board of Directors must replace themselves with another member in good standing should they resign from the Board prematurely.

The participants of the AGM were canvassed for their views. There was consensus on this direction.

7.0 TREASURER'S REPORT

During the course of 2009, the Treasurer learned that the Society was without not-for-profit status as previously thought. Roger Buhlis filed with the Internal Revenue Service and presented the letter acknowledging the Society now has status. Gerry Cleveland thanked Roger on behalf of the executive for all of the work he had put into the organization achieving this objective.

Roger advised the AGM attendees, many of who are new to the AGM, that Roger's efforts over the past few years compiled the financial records in a format consistent with accepted accounting practices. For several years Cleveland and Saville injected personal capital to pay for the Society expenses. Over the past couple of years the Society held sufficient funds from membership dues and mostly from the proceeds of the Conferences.

Roger indicated recent versions of the financial statements will be prepared as the invoices from the AGM are finalized. Roger has been sending monthly statements to the Board of Directors. The Society should be solvent following this year's AGM. He will report on the financial standings once the conference invoices has been paid.

Outgoing President Gerry Cleveland thanked Roger for his efforts noting that the Society, although developing certified instructors, is not financially compensated from training activity. This may require some realignment if the Society is to remain economically viable as a truly international organization able to fund the travel of Board members and others to network and exchange ideas and best practices in pbl.

8.0 APPOINTMENT OF THE AUDITOR

Roger Buhlis recognizes the need for an audit of the financial records. The solution may be to have an independent review and sign-off by other Board members, rather than going to the expense of hiring a Certified Accountant to complete this task.

9.0 APPOINTMENT OF THE BOARD OF DIRECTORS

9.1 CREATION OF CO-CHAIR POSITIONS

Discussion was held on the order for proceeding with elections. With the reorganization of the Board to include co-Chairs, a motion was tabled, seconded by Roger Buhlis, that the Constitution be amended to include the positions of co-Chairs with voting privileges to the Board of Directors to be filled by Gerry Cleveland and Greg Saville.

The motion was unanimously carried, with one abstention.

T Co-Chair position descriptions should be drafted and voted in by the general membership at the next meeting of the board. In the interim, the co-Chair positions will carry on as if these descriptions will be approved.

9.2 NEW APPOINTMENTS TO THE BOARD

The AGM attendees were canvassed for those willing to stand for the Board of Directors.

A motion was tabled by Gerry Cleveland, seconded by Roger Buhlis, to appoint **Greg Williams, Art Aplan, Andy Simmons** and **Josh Kyle** to the Board of Directors. The motioned was seconded by Roger Buhlis.

The vote was unanimously carried, with one abstention.

As a point of clarification, John Parmann acknowledged he would like to stand for the Board of Directors. However it would be premature at this time given his work situation. John will continue to play an active role in the future of the PSPBL.

With the creation of the Co-Chair positions and appointment of Cleveland/Saville, the President and Vice-President positions were vacated. Preliminary discussions on filling these positions were held. The outgoing President advised that the Treasurer [Roger Buhlis] was willing to stand for the position President.

Discussion was held on the Treasurer's position. Given the logistics of appointing a new Treasurer from a different geographical location resulting in complexities of changing bank accounts, Roger indicated he was willing to continue the accounting and banking functions for the Society, should he be nominated and appointed as President. The Chair recognized that the role of Treasurer should not be retained by the President and that proper oversight is essential.

Therefore, a motion was tabled by Gerry Cleveland, seconded by Art Alpan, that Greg Williams be appointed to oversee the Treasurer's responsibilities from his post in South Dakota, with the transactions being tracked by Roger through the PSPBL bank accounts in Richmond, CA.

9.3 NOMINATIONS FOR PRESIDENT/VICE PRESIDENT

Subsequent to discussion, Marc Guerin nominated **Roger Buhlis**, seconded Gerry Cleveland, for the position of President. Gerry Cleveland noted that the motion carried with eleven for and one abstention.

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Roger Buhlis nominated **Josh Kyle**, seconded by Greg Saville, for the position of Vice-President. Gerry Cleveland noted that the motion carried with eleven for and one abstention.

9.4 CREATION OF A 2ND VICE-PRESIDENT POSITION

Discussion was held on creation of a 2nd Vice-President position with a view to establish a career progression through the organization. In discussing the role, Greg Saville talked about the amount of work required to assist a sponsor host the annual conference. Greg reported that this was already a by-law responsibility of the Vice-President, and might become the duty of the 2nd Vice-President.

It was agreed that the Board of Directors should clarify and document the role of the 2nd Vice-President and table it for addition to the Board at the next meeting. Saville emphasized that the Board should temporarily appoint someone to this position as he would not entertain another year of organizing the conference.

In filling this position, concern was voiced that some members wishing to remain on the Board could not attend this year's AGM because of fiscal restraint in their home organizations. Saville will contact the board members to canvass their wishes regarding their board activities.

9.5 CREATION OF AN ADVISORY BOARD

Greg Saville provided some direction on the creation of an Advisory Board to assist the Board of Directors with their duties. The Board can expand over time as needed.

Eileen Lawrence offered to stand as an inaugural member of the Advisory Board bringing experience as a labor lawyer to the PSPBL. The motion was carried unanimously by the Board, which will require amendments to the by-laws to establish such a Board. This should be presented at the next board meeting. In the interim Eileen will provide advice to the President and co-Chairs are required.

9.6 EXECUTIVE DIRECTOR

John Lyons has volunteered for a second term as Executive Director, approved by the Board of Directors.

10.0 AMENDMENTS TO THE BY-LAWS AND OTHER ITEMS

As noted, changes will be required to the by-laws pending the position descriptions for the 2nd Vice-President, co-Chairs and the Advisory Board at the next board meeting.

11.0 NEW BUSINESS

11.1 CHARTER BRANCHES

Discussion was held on what expansion would look like in the PSPBL. Greg Saville briefed the Board on the activities in Canada, Qatar and Australia and recounted his experience with the International CPTED Association. Some discussion that the PSPBL could become a guiding body for the Charters, but it will require detailing how a group can petition for charter and a document defining the relationship between the Branches and the Society. This is something to be worked on and reported at the next AGM.

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11.2 PAYMENT OF MEMBERSHIP DUES

Discussion was held on the high-turn over rates of members and that with over 1,100 identified having taking the training, while retaining 110 active members, there was a lot of work to do in retaining members.

Josh Kyle indicated he tried to pay using Paypal and could not. Greg Saville advised this problem had been worked out with our webmaster, Nick Bereza and that Nick has systems from tracking memberships that we should capitalize on. Currently Nick sends invoices to Roger for payment as required. This is something to work on over the course of the next year.

11.3 COLLABORATIVE CONFERENCING

Greg Saville is an executive board member of an organization called Police Futurists International. There have been discussions by this body on multi-organization partnership in hosting an international conference where different organizations such as PSPBL can collaborate in an annual joint conference where conference attendees will be able to cross-connect their activities and view each others presentations.

Some discussion held on the PSPBL having a booth at other police functions e.g. national and regional conferences. Josh Kyle committed to preparing a promotional brochure. Nick Schneider and Andy Simmons offered to help with it.

These ideas were left open to future development.

11.5 HOSTING OF NEXT YEARS CONFERENCE

John Parmann offered to host next year's conference in Coeur d'Alene, building on this year's effort in a tight economy.

Greg Saville advised that other offers may be on the table including Durham, NC; Virginia Beach, WV and the delegation from Ohio. Nick Schneider and Andy Simmons have attended the FLETC training center in Glynco, Georgia and recommend it.

A decision will be made over the course of the next couple of months. As with previous PSPBL practice, a notice will be posted on the website canvassing for conference proposals.

12.0 CLOSE OF BUSINESS

The meeting was closed at 1430 hrs