



APPROVED

AHC Quarterly Board Meeting Minutes

Title	AHC Annual Board Meeting
Date	Tuesday, Dec 20, 2022
Time	4:30pm to 5:30pm ET
Location	Conference Bridge

ROLL CALL

BOARD MEMBER	PRESENT?
Christy Morris	N
Chris Geldart – President	Y
Mike Ambrosio - Vice President	N
Jim Sheehan	Y
Ira Tannenbaum	Y
Kelly McKinney - Treasurer	Y
Carlos Torres	Y
Joe Bruno	N
Bud Mertz	Y
Chris Eisenbrey	Y

PMO	
Tom Moran	Y
John Molnar	Y
Tom Hyatt	Y

ACTION ITEMS or DECISIONS MADE or RECOMMENDATIONS

Item	Responsibility	Due
AHC Board website: http://www.ahcusa.org/ahc-board.html		
Add John Molnar and Tom Hyatt to Back Account	Moran	1qtr 2023

Minutes: ZOOM Recording available

NOTES:

1) Governance

The meeting was called to order by Board President Chris Geldart.

A quorum was reached.

June 2022 Minutes approved. (No Sept meeting was held)

Motion: Chris Geldart

2nd: Carlos Torres

All Approved the motion

2) Finance Report

John Molnar provided financial brief. Waiting on Virginia FEMA BRIC Grant funding. AHC Working capital has been impacted. Expected funding in January. Projects revenue is steady. Working with DCHSEMA on monies owed to AHC.

Also working on getting a Line of Credit to help back up working capital when needed.

Board discussed the options ahead for the AHC regarding the growing needs of DCHSEMA and the FEMA BRIC Grant. The AHC plans to staff up as the revenues grow. The AHC BRIC Grant revenues will require allow the AHC to staff up to support the mitigation projects.

Tom Hyatt provided an overview of the AHC Board member protections via AHC Board insurance and LLC status.

2. Add John Molnar and Tom Hyatt to AHC Bank

The AHC bank (Bank of America) recommended adding additional signatories to the AHC bank account. Currently there is only one, Tom Moran.

Board agreed. Tom Hyatt discussed having the Board will need to vote to add signatories.

Board had roundtable discussion, no questions, all agreed.

Motion: to approved adding John Molnar and Tom Hyatt as signatories to the AHC's bank account(s) at Bank of America. Mike Ambrosio (not present today) gave his approval via phone call earlier today with Tom M.

Motion: Kelly McKinney

Second: Bud Mertz

All approved. Motion passed.

Vote was approved to add John Molnar and Tom Hyatt as signatories to the AHC's bank account.

Tom M and Tom H will proceed on this action.

3. Board Governance

Tom M discussed the process to add new Board members along with nominations for a new slate of officers.

Board members discussed possible options from sectors and government.

Currently Board has sectors: food, electric, health, local gov't,

Board discussed possible FEMA or state people. Law enforcement. Security. Water. DOT?

Mary Ann Tierney (FEMA R3)?

Chris E – discussed recent security issues with recent shooting of transformers. Maybe someone more focused on security for electric sector? Maybe mitigation? We have four vacant spots on the Board chart. EEI has our cross Sector Resiliency forum, would have potential candidates there as well

Tom M mentioned that the has never had 16 Board members. The highest level was 12. As things develop this may increase based on Board needs

Bud M – maybe look at FEMA Lifelines as a way to spot potential Board member candidates. energy, transportation, shelter/fuel, comms, security, hazmat,

Carlos T – telecom and gas (LNG, oil, pipeline) would also be good areas to look at, Kent Kildow at VZ for example,

Chris G – Mark Galducci in CA OEM, would be a great West Coast perspective, he has stepped down from his job. Maybe we also need to look at Exec Advisory Committee for those experts that wont want to be a Board member but play a role somehow.

Tom H – mentioned using email to solicit new board member nominations.

Tom M will follow up on this process for new Board members and a slate of new officers.

4. AHC Advisory Committees

The AHC has used Exec Advisory Committees very effectively in the past to attract senior people from industry, government, etc. This requires a Board vote and should have a committee charter to help outline its purpose, mission, goals, etc...

- Mitigation is a growing area
- Chris G mentioned having AHC organize a SHMO (State Hazards Mitigation Officer), maybe we organize the SHMO's like we did in Region 2,3,4 and have discussion on issues,

solutions, sectors (power, water, comms) , very similar to when the AHC was started with interoperability

- Bud M mentioned the mitigation grant process has so many requirements to get the funding that the locals don't do it because they don't have the staff and resources to even submit the applications. The AHC model can really assist with this. There is so much money, but mitigation has the least organization around it.
- Kelly – we would need a use case that would make their lives easier as SHMO's.

5. AHC Advisory Committees

Discuss AHC Board Disclosure Forms. Need those for 2023

No issues on legal front.

3) Legal update

Discuss AHC Board Disclosure Forms.

No issues on legal front.

4) Updates

Virginia FEMA BRIC Grant:

John M – our draft is due this Friday to VDEM and they submit to FEMA in Jan 2023. Working on budgeting now, and the qualitative part of the grant that speaks about climate change, risk, resilience, impacts on disadvantaged communities, involvement of multiple lifelines, implementation

2023 Full Board Quarterly Conference Call Meeting Schedule

- 1) March 21, 2023, 4:30-5:30 PM ET
- 2) June 20, 2023, 4:30-5:30 PM ET
- 3) September 19, 2023, 4:30-5:30 PM ET
- 4) December 19, 2023, 4:30-5:30 PM ET

Supporting Documents

- 1) Previous Meeting Minutes
- 2) AHC Finance Report

Parking Lot:

- 1) AHC Overhead rate increase to 10% - Completed
- 2) 2023 Board Annual Meeting – Date/Location
- 3) Board Committee formation