



AHC Quarterly Board Meeting Minutes

Title	AHC Annual Board Meeting
Date	Monday, Feb 26, 2018
Time	8:00 am to 4:30pm ET
Location	Offices of The Clearing, 1250 Connecticut Avenue NW, Suite 625, Washington, DC, 20036

ROLL CALL

BOARD MEMBER	PRESENT?
Christy Morris – President	Y
Chris Geldart – Vice President	Y
Vacant – Secretary	
Mike Ambrosio - Treasurer	Y
Jim Sheehan	Y
Ira Tannenbaum	Y
Kelly McKinney	Y
Joe Picciano	Y
Tom O'Reilly	Y (dial in)
Joe Bruno	Y (dial in)
Bud Mertz	Y
Chris Eisenbrey	Y

PMO	
Tom Moran	Y
John Molnar	Y
Tom Hyatt	Y

Invited Guests	
Jason Abel (Rewire)	Y
Jonathan Stomberger (Mazars)	Y

ACTION ITEMS or DECISIONS MADE or RECOMMENDATIONS

Item	Responsibility	Due
AHC Board website: http://www.ahcusa.org/ahc-board.html 1) Posted Board organizational documents 2) Pics and graphs from Feb2-27 Annual Board Mtg and Government Partner Meeting 3) Task and Work assignments from Board mtg on Feb 26 4) And more		

MINUTES -

Discussion Items:

<p>Governance:</p> <p>Determination of a quorum.....<u>a quorum was achieved</u> Minutes from Dec 2017 meeting were approved (Motion: Geldart, 2nd Ambrosio, all agreed)</p>
<p><u>NOTES:</u></p> <p><i>The meeting was called to order by Board President Christy Morris.</i></p> <p><i>A quorum was reached.</i></p> <p><i>Review of the minutes to place. A motion to approve the minutes was provided by Chris Geldart, a second motion to approve was provided by Jim Sheehan. Minutes from the December 2017 board meeting were approved.</i></p> <p>1) <u>Finance Report</u></p> <p><i>John Molnar provided a briefing on the finances for the Consortium. The finance report addressed current expenses, projects, and new revenue opportunities for the coming year.</i></p> <p><i>In summary, there were no questions, and John commented that the Consortium is in the best financial shape it's been in a long time. With the creation of new member services along with the federal R&D interest in the HAC, the financial outlook is bright.</i></p> <p><i>The Board signed an agreement in July 2016 to repay back invoices under the AHC Program Management Office contract with integrity. The debt payments to Integrity Consulting continues to be made, the balance on this agreement is approximately \$120,000, down from \$260,000 in 2016.</i></p>

2) Legal update

Tom Hyatt, the Consortium legal counsel, provided a legal update with regards to the new tax laws which go into effect in 2018. No impacts will be felt by Consortium from the new legislation with the exception of a tax on Consortium salaries in excess of \$1 million per year which will be taxed at a higher rate.

Lastly, as the Consortium considers offering services, close attention will be needed to ensure that Services stay consistent with the Consortium mission.

If they stray from that, that income could be viewed as taxable income by the IRS and taxes would have to be paid on it. These revenues would not jeopardize the Consortium's 5013C status however.

3) Bored updates

4) CONSORTIUM STAFFING SERVICE

Developed under Darrell Darnell when he was weird she management director for the district of Columbia, the Consortium provided senior staff to support Darryl in the presidential inauguration of 2009.

The board approved a 6 1/2% overhead rate which made the service extremely cost-effective since the district was pay 45% overhead to universities who were providing much of the staffing at that time. Paragraph this service is very attractive economically but allows states and partners of the consortium to get access to a growing pool of executive level talent to assist them in many areas including disaster management, fatality management, public health, information technology, communications, discontinuity, and a wide variety of additional topics.

The Consortium supports a batch of talent that number is well over 100 different people who have proven track records and understand the public/private partnerships that are fostered within the consortium.

The service provides for both short-term and long-term staff and can be flexible enough to meet the needs of people who are looking for 1099 contractors or W-2 employees. The W-2 employee option is at a higher overhead rate cents insurance and benefits must be added in to the overall rate. There is a brochure available.

5) CONSORTIUM OVERHEAD RATE

The board discussed increasing that rate to 10%, which will be addressed later in 2018.

The minimum rate allowed by federal government is 10% without any justification.

Chris Geldart mentioned raising that rate to 11% or 10%, the board agreed that should be taken up later in 2018

Tom Hyatt commented this is not a threat to our nonprofit, tax exempt status as it is revenues drive from services we provide to our state members, and not a commercial enterprise. Offering a good bargain to our members is actually a compelling argument in favor of the Consortium providing services in the public/private benefit space

6) FEMA GRANT GUIDELINES FOR STATES

Joe Picciano discussed the need for FEMA and DHS to change the state and UASI grants guidelines to allow states to use grant fund more flexibly and to engage public/private partnership to work with private sector as the AHC has done

Planning is crucial, and states need help with this. Instead they just buy toys and build portals and solutions that just do not sustain after the funds run out .

7) ROLES OF ACTIVE STATES ON BOARD

Bud Mertz raised Concern about the Lack of active state directors on the Board, the optics of that, and the long term state support of the AHC if this continues.

Board discussed options for this but not in depth. This be be a parking lot issue for future board meetings

8) AHC NATIONAL IMAGE

Chris Eisenbrey mention that electric sector sees AHC as regional not national. How do we change that?

Joe P suggested we work with PSAs (Protective Security Advisors) who are in the field across the US and work with CIKR owners and operators

9) AHC OPERATIONS CENTER

Prior to Harvey, the AHC Fleet Response Working Group was providing a form of an operations center using activations via John Shaner, Tom Moran and John Molnar with phones and emails.

The AHC had been searching for an effective ops center platform that would integrate with and not replace state, federal and private sector systems (WebEOC, ETeams, etc...). AHC needed a battle proven system that could bring connect us to states, the FEMA NBEOC, the DHS NICC and the Private's sector.

Chris Geldart had such a system in DC. Just before Harvey made Landfall, Chris convinced Priority 5 to give the AHC a license to Use to automate trouble and information requests and increase the speed and effectiveness in the AHC ops center,

Unlike other tools that require key punching or fat fingering in the data, Priority 5 work on automated data feeds and continually expands its capability and capacity as it goes on.

It worked very well. Now the AHC is looking to raise funding to sustain and expand this into states, FEMA and DHS NICC to help operational coordination, decision making and situational awareness.

“With all of the money government has spent on tools that don’t talk to each other over the years, this (SISE net) is the missing piece.” Kelly McKinney

Kelly M asked about the AHC role with Priority 5?

Tom M - it will become part of an AHC operational subscription service we offer our members that will continually expand and connect to states and locals and private sector companies who join into SISEnet

10) DAILY DISASTER DASHBOARD BY GEOCOLLABORATE

Tom provided overview of the Daily Disaster Dashboard used by the fleet response working group. This tool will organize hundreds of data sets and information into specific sector dashboards to support use cases that help decision-makers make their decisions faster. In use since Jan 2013, the FRWG continues to enhance it and make it more effective for situational awareness and decision support

This is not an incident management tool like Priority 5, but it provides a simple interface for fast awareness.

The GeoCollaborate tool will share the same data sets with the Priority 5 tool Down the road.

It also allows for data collaboration between licensees. This is a unique function and meets the private sector's requirement to control and share their data from behind their firewalls without

11) FUTURE SERVICE OFFERING - ENTERPRISE WIDE ASSET PROTECTION AND CONTINUITY SERVICE

The AHC is developing a unique service aimed at individual companies and/or organizations. By leveraging our unique tools and data sets, we can offer our larger members an asset protection and threat alerting capability to any or all of their locations and/or the companies in their supply chains that they depend on,

Imagine knowing that an organization was monitoring threats (weather, flooding, closed roads, winds storms, earthquakes, civil unrest, power outages, lightning surges, etc) that could impact your people, locations or your supply chain locations 24x7x365 and alert you of pending impacts, advise you in remedies, and record all transactions for future use (updating business continuity plans, exercises, supply chain policy with your suppliers, evacuation plans for employees, re-route plans for your trucks, etc....)

This service would allow our members to be better informed and proactive in their planning, exercises and response efforts than ever before. Comparable services range in cost for \$150k to \$500k per year depending on the size and scope of work.

Very exciting potential in healthcare, food, energy, transportation, communications, water, insurance and other critical infrastructure sectors.

12) IS THIS DATA RELIABLE AND READY FOR OPERATIONAL USE? - ORL (OPERATIONAL READINESS LEVEL)

The SISE working group is working Karen Moe (retired NASA) to develop a federated standard to assess and rank data sets and data providers so decision makers to quickly determine if SISE tools or data is reliable and operationally ready for use. The ratings will range from 1 to 4 with 1 being the highest trust factor (e.g. NOAA weather products) and 4 needs from improvement (e.g. Gas Buddy) but still usable but proceed at your own risk.

13) THE 1STOPOPS ANNUAL SUBSCRIPTION SERVICE

The future AHC sustainment model will include a new data annual subscription model that leverages its trusted relationships within our working groups, our SISE legal framework, the partnerships, and the ever-growing data sets and solutions into a simple operational service available first to individuals then to corporations ... called 1StopOps.

The 1StopOps individual model will cost \$100/user/month and provide virtual access to a wide variety digital product.

The 1StopOps corporate model will provide all the benefits of the individual service PLUS unlimited individual licenses (for now); access for 2 people to participate on AHC working groups, access to the SISEnet OPS Center Help Desk, all products and unlimited updates, and participation in integrated planning and exercises (CATEX) with states.

14) CLARITY ON THE AHC'S ROLE

The AHC is a national aggregator of private sector "cross sector" data and information in support of public/private operational coordination during responses to regional disasters and disruption for specific sector user cases.

Action items

- 1) Follow-up Board call on Committee assignments on April 2, 2018 at 4:30pm

2018 Full Board Meeting Conference Call Schedule

- 15) June 19, 2018, 4:30-5:30 PM ET
- 16) September 18, 2018, 4:30-5:30 PM ET
- 17) December 18, 2018, 4:30-5:30 PM ET

Supporting Documents

- 1) Agenda
- 2) Dec 2017 Meeting Minutes
- 3) AHC Finance Report
- 4) AHC Board Member Matrix Directory
- 5) AHC NIPP Challenge Project Impact Report to DHS
- 6) AHC NIPP Challenge Project Fact Sheet
- 7) AHC Finance Report
- 8) 2018 AHC Board Member Directory 2_24_2018

Parking Lot:

- 1) 2018 Board Governance – New Slate of Officers
- 2) AHC Overhead rate increase to 10%
- 3) 2019 Board Annual Meeting – Date/Location
- 4) Update DRAFT 2018 Strategic Plan
- 5) Board Committee formation
- 6) Update AHC Board of Director Manual



