



Call to Order: Chair Joseph P. Navarra called the APC Board of Directors to order at 12:32 PM Pacific.

Board members present: Chair Joseph P. Navarra, Chair-elect Gina Besteman, Vice President Philip Smyth, Treasurer Alexander Pytlarz, Immediate Past Chair Anthony Grzib, Jack Korbutov, Matt Martin, Mark Filosi, Melissa Stefko, Stacy Hightower, Stephanie Chacon, Matt Johnson, Erin Michael, Peter Koshland, Amy Frost, and PCF President Jennifer Burch.

Board members absent: Gopesh Patel.

APC staff members present: CEO Scott Brunner, Jennifer Petska, Tenille Davis, and Allie Jo Shipman.

Guests: Chad Thompson, Masoud Rashidi, Kristen Youngdahl, Jonathan Head, Shawn Hodges, Tara Thompson, Olivia Scott, Jon Pritchett, David Goch, and Robert Lemus.

A quorum was present.

Board members affirmed their compliance with the APC Conflict of Interest, Anti-Trust and Confidentiality policies via voice acknowledgement via telephone or by signing the form in person.

It was moved and seconded to approve the agenda as presented. The motion passed.

GOVERNANCE

It was moved to approve the consent agenda as presented, including:

- Approve Minutes of September 16, 2024 meeting
- Approve Minutes of October 3, 2024 Special Meeting
- Approve Minutes of October 10, 2024 email vote
- Accept Strategic END 4: Ethics
- Accept Board Policy 5: Policy Review and Policy 7: Legal Action Fund Policy
- Approve 2025 Board Plan of Work

The motion passed.

A motion was made and seconded to accept October 2024 Financial Report and statements. The motion passed.

The APC Board of Directors reviewed the 2024 Third Quarter Investment Statement.

A motion was made and seconded to accept 2025 ENDS-focused Operating Budget as amended to move \$50,000 from a la carte sponsorship to Corporate Patron. The motion passed.

A motion was made to approve the 2025 Committee Appointments as presented. The motion passed.

STRATEGY

A motion was made to approve the proposed APC Membership Dues and Fees for 2025. The motion passed.

A motion was made and seconded to move to Executive Session for the purpose of discussing a legal matter and conducting the CEO performance evaluation at 3:51 PM. The motion passed.

EXECUTIVE SESSION

A motion was made and seconded to authorize APC counsel to contact Shaun Noorian's counsel and inform him that for APC to provide any information will require a waiver of all claims against APC, board members, and APC staff by Noorian. The motion passed.

Adjournment

There being no further business to come before the Board, a motion was made, seconded, and approved to adjourn the meeting at 5:03 PM Eastern.