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MINUTES OF AN ANNUAL MEETING OF THE
BOARD OF DIRECTORS OF
AMERICANS FOR EFFECTIVE LAW ENFORCEMENT, INC.

November 21, 1997

An annual meeting of the Board of Directors was called for 11:30 a.m. on the 21st day of November, 1996 at the offices of Peterson & Ross, 73rd floor of the building at 200 E. Randolph St. in Chicago. All six voting members of the Board of Directors were sent a written notice advising of the meeting.

Those Directors who were present are:

- * Fred E. Inbau, Chairman,
- * Daniel B. Hales, President, and
- * Wayne W. Schmidt, Executive Director and Secretary.

Those Directors who were absent are:

- * Arthur H. Daniels, Treasurer
- * George P. Graves, and
- * Charles A. Gruber.

The meeting was chaired by Prof. Inbau. Two Directors constitute a quorum. All motions were passed unanimously, with the exception of items 7, 8 and 9, where Mr. Schmidt abstained. Prof. Inbau announced he would retire as a voting Director, effective at the end of the meeting.

On the motion of Prof. Inbau, and the second of Mr. Hales, the Board took the following action on items 1 through 5:

1. Elected the following persons as Directors:

- * Arthur H. Daniels,
- * George P. Graves,

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- * Charles A. Gruber,
- * Daniel B. Hales,
- * Wayne W. Schmidt, and
- * Richard N. Williams

2. Elected the following Officers:

- * Fred E. Inbau, Chairman Emeritus (Honorary)
- * Daniel B. Hales, President
- * Arthur H. Daniels, Treasurer

- * William B. Randall, Honorary Vice President
- * Wayne W. Schmidt, Executive Director, Corporate Secretary and Asst. Treasurer
- * Marie Koetz, as Staff Vice President from Jan. 2 through Aug. 30, 1997,
- * Helen Finkel, as Staff Vice President & Business Manager, effective Sep. 1, 1997,
- * James P. Manak, Amicus Advocate and Asst. Secretary-Treasurer, and
- * Bernard J. Farber, Asst. Secretary-Treasurer.

3. Elected the following non-voting Trustees:

- * Arthur F. Brandstatter,
- * Don R. Darning,
- * Tyrone H. Fahner Esq.,
- * Prof. Fred E. Inbau,
- * Harry T. Mahoney, Esq.
- * William K. Lambie, Esq.,
- * Malcolm W. Martin, Esq.,
- * William B. Randall, Esq. and
- * Theodore L. Sendak, Esq. and

4. Excused the absence of the following Directors:

- * Arthur H. Daniels,
- * George P. Graves, and
- * Charles A. Gruber.

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5. Approved the Minutes of the Annual Meeting of the Board on May 7th, 1996.

6. Mr. Schmidt noted our financial sheets reflect that our funds are split between unrestricted and endowment accounts. The distinction is no longer relevant, as AELE has not solicited grant funds or membership contributions in more than five years. He also noted the loss reserve and legal defense fund was another holdover from fund-raising days. On motion of Mr. Hales, and second by Mr. Inbau, both the endowment and legal defense accounts are abolished, effective Jan. 1, 1997.

7. Mr. Schmidt (in his capacity as Executive Director) announced the he had granted, to all subordinate staff members, wage and fee increases of 3.5 percent for 1997. Based on prior Board policy, he noted that his base salary automatically increased 3.0% for 1997, per the end-of-year U.S. cost-of-living index.

In light of a pre-depreciation profit of over \$186,931 for 1996, Mr. Schmidt requested his customary performance bonus, in the sum of \$18,000, plus retirement and FICA payments. On motion of Mr. Hales and assent of Mr. Inbau, the bonus was so authorized. [Mr. Schmidt abstained].

8. Mr. Schmidt discussed a plan to provide for a substantial testamentary gift to AELE in his will for the purpose of funding internships for young persons who would be exposed to the free market system. After discussion, Mr. Hales moved to accept such a bequest; Mr. Inbau seconded the motion. [Mr. Schmidt abstained].

9. Mr. Schmidt discussed the new AELE web page on the Internet. He was donating to AELE the use of over 5,000 case summaries and citations, in the area of public safety employment and labor law. He compiled those summaries as editor of the Fire and Police Personnel Reporter, which he writes and in his off- duty hours. He explained those summaries have been passed out in printed form to attendants at the AELE Discipline and Labor Problems Workshops for many years.

Mr. Schmidt stated that because he donates this material, he should be indemnified for any compilation errors, inaccuracies, and other communications liability claims as a result of the use of that material by AELE, especially since there will be easy access to this material on the Internet.

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On motion of Mr. Hales, and second by Mr. Inbau, it was resolved to defend and indemnify Mr. Schmidt and the Public Safety Personnel Research Institute, Inc. (the corporate entity that compiles the summaries) in any lawsuits or other claims arising from the publication of those summaries in the AELE website and at AELE educational programs. [Mr. Schmidt abstained].

10. Mr. Schmidt announced that the governing body of the International Association of Chiefs of Police voted (with only two dissenting votes) not to endorse the so-called Victims' Rights Amendment to the Constitution. There being no motion for AELE to endorse the Amendment, as requested by Prof. Paul Cassell of the University of Utah, no action was taken.

There being no further business, the meeting was adjourned at 12:10 p.m., and all participants met for lunch and informal discussion.

Daniel B. Hales

Daniel B. Hales, President

Wayne W. Schmidt

Wayne W. Schmidt, Secretary

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