

MINUTES TO GRAND COUNCIL
CONFERENCE CALL
ALPHA SIGMA PHI FRATERNITY, INC.
Thursday, March 29, 2001

CALL TO ORDER AND WELCOME:

ROLL CALL

John Gibson, Grand Senior President; Bob Cabello, Grand Junior President; Ed Leedom, Grand Secretary; Mike Young, Grand Councilor; Scott Olson, Grand Treasurer; G. Scott Grissom, Grand Councilor; Ray Heer, Undergraduate Representative; and, Jim Vanek, Undergraduate Representative.

Late: Greg Sinise, Grand Marshal; Scott Grissom, Grand Councilor

Absent: Greg Sinise, Grand Marshal; Jaimie O'Brien, Undergraduate Representative; Bob Cabello, Grand Junior President; Scott Grissom, Grand Councilor

Staff Present: Tom Hinkley, President & CEO; Ed Lenane, Director of Leadership

REPORTS

CEO Report was reviewed.

GSP Report was reviewed with specific emphasis on the CEO employment.

Scott Olson provided a brief overview of the headquarters project and a treasurer's report. Receiveables continue to be a problem.

No other reports were submitted.

OLD BUSINESS

NEW BUSINESS

Grissom moves to accept Grant Request items, Seconded by Leedom. Passes unanimously.

COMMENTS

Discussion on the mail vote which recently failed and the perceived apathy of our undergraduate membership.

ADJOURNMENT

The meeting adjourned at approximately 6:45 p.m. ET

Members stayed on the call to discuss the role of the GSP under the Carver Model.

Next meeting scheduled for Thursday, April 19, 2001.

Ed Leedom, Grand Secretary

Tom Hinkley, President and CEO

MINUTES TO GRAND COUNCIL
CONFERENCE CALL
ALPHA SIGMA PHI FRATERNITY, INC.
Thursday, April 19, 2001

CALL TO ORDER AND WELCOME:

ROLL CALL

John Gibson, Grand Senior President; Bob Cabello, Grand Junior President; Ed Leedom, Grand Secretary; Greg Sinise, Grand Marshal; Scott Olson, Grand Treasurer; G. Scott Grissom, Grand Councilor; Ray Heer, Undergraduate Representative; and, Jim Vanek, Undergraduate Representative.

Joined Late: Scott Olson, Grand Treasurer

Absent: Mike Young, Grand Councilor; Jeff Oleson, Undergraduate Rep to the Ed. Foundation.

Staff Present: Tom Hinkley, President & CEO; Ed Lenane, Director of Leadership

REPORTS

A overview of the abbreviated CEO report.

Bob Cabello provided a brief merger update. Acacia is no longer a prospect. Theta Xi is currently on the radar screen, but contact has not been made.

No other reports were submitted.

OLD BUSINESS

NEW BUSINESS

None

COMMENTS

Brief discussion and congratulations on the appointment of Ted Kocher as the full time CEO of the foundation.

Congratulations to Greg Sinise for celebrating his 50th birthday.

ADJOURNMENT

The meeting adjourned at approximately 6:29 p.m. ET

Members stayed on the call to discuss the role of committees under the Carver Model.

Next meeting scheduled for Friday, June 15, 2001 in Indianapolis.

Ed Leedom, Grand Secretary

Tom Hinkley, President and CEO

MINUTES TO GRAND COUNCIL
MEETING
ALPHA SIGMA PHI FRATERNITY, INC.
June 15-16, 2001

CALL TO ORDER AND WELCOME:

8:00 a.m. to call to order

ROLL CALL

John Gibson, Grand Senior President; Robert Cabello, Grand Junior President; Scott Olson, Grand Treasurer; Ed Leedom, Grand Secretary; G. Scott Grissom, Grand Councilor; Mike Young, Grand Councilor; Ray Heer, Undergraduate Representative; and Jim Vanek, Undergraduate Representative.

Greg Sinise, Grand Marshal, joined at 8:08 a.m.

REPORTS

Approved the CEO report 7-0

NEW BUSINESS

Approval of list of potential trustees (Breedlove, Evans, Halloran, Sanders, and Fischer), Moved by Olson, Seconded by Young, Passed 6-1

Approval of Alumni Awards. Moved by Leedom, Seconded by Olson, Passed 6-0-1

Approval of Upsilon alumni loan request of \$15,000. Moved by Olson, Seconded by Grissom, Passed 7-0

Approval of Bloomsburg revocation. Moved by Sinise, Seconded by Olson. Passed 7-0

Motion to change the inspection for Global Executive Constraint to Internal from Direct, amendment was added to investigate cost of an external inspection. Moved by Cabello, Seconded by Young. Passed 6-1

Motion to edit policy 2.8, number 3.E. Change to read: Fail to provide Mrs. Burns' pension during her lifetime and allow appropriate increase equivalent to

average of staff cost of living adjustments. Moved by Cabello, seconded by Grissom. Passed 7-0

Motion to edit policy 2.1 and 2.2 to add timeliness.

Removed parking lot item for 2.4. Motion to accept policy by Grissom, Seconded by Young. Passed 7-0

Removed parking lot items for 2.5 Motion to accept policy by Olson, Seconded by Sinise. Passed 7-0

Removed parking lot items for 2.7

B) recurring \$10k

c) ad hoc \$5k

d) \$10k

Moved by Olson, Seconded by Leedom, Passed 7-0

Removed parking lot item 3.4 (entire policy). Motion to accept policy by Grissom, seconded by Olson. approved 5-0-2

Removed parking lot item 3.7 Motion to accept policy by Young, Second by Leedom. Approved 7-0

Item 3.8 remained in the parking lot

Policy item 4.4 removed from the parking lot. Moved to accept policy by Cabello, Seconded by Olson. Approved 7-0

Ends Policies were discussed and we were led through an exercise to begin this conversation. Discussion on Alumni was also led by Greg Sinise.

Motion to accept policies as written, keeping the plug of ends pending further discussion. Cabello moves, Olson 2nds Passes 7-0

Meeting adjourned on Sunday, June 16 at 3:14 p.m.

Respectfully Submitted:

Thomas R. Hinkley, President and CEO

Ed Leedom, Grand Secretary

MINUTES TO GRAND COUNCIL
MEETING
ALPHA SIGMA PHI FRATERNITY, INC.
August 15-19, 2001

CALL TO ORDER AND WELCOME:

9:08 a.m. to call to order

ROLL CALL

John Gibson, Grand Senior President; Scott Olson, Grand Treasurer; Ed Leedom, Grand Secretary; Greg Sinise, Grand Marshal; G. Scott Grissom, Grand Councilor; Mike Young, Grand Councilor; Ray Heer, Undergraduate Representative; Jamie O'Brien, Undergraduate Representative; Jim Vanek, Undergraduate Representative; and Bob Kutz, Grand Historian

Jeff Oleson, Undergraduate Representative to the Educational Foundation; Ted Kocher, President and CEO of the Educational Foundation; and Tom Hinkley, President and CEO of the Fraternity were also present.

Brother Cabello was not in attendance for the formal meeting. He arrived late on Wednesday.

REPORTS

Brother Gibson passed out potential constitution updates prepared by Brother Kutz and a letter from Barb Hanna.

Motion to accept GSP by Heer, Leedom 2nd. Accepted 5-0-1.

Motion to accept the CEO report by Vanek, Grissom 2nd. Accepted 6-0

Brother Kocher gave a brief Foundation report. Report was information only and was not required to be voted upon.

Accepted Monitoring Reports, less bullet number 5 of report on policy 2.3, by a vote of 6-0. Moved by Olson, Grissom 2nd.

NEW BUSINESS

Motion to accept the legislative agenda by Leedom, seconded by Sinise. Passed 5-0-1.

Formal meeting adjourned on Wednesday, August 15 at 10:51 a.m.

Discussion on the topic of board size and the role of the undergraduate representative took place. While no formal vote, consensus was each undergraduate should have a full vote. No consensus was reached on size of the board. This discussion was lead by Brother Vanek.

Discussion of a board linkage plan also took place. Brothers Grissom and Leedom lead that discussion.

Discussion on our Merger situation was lead by Brother Cabello. No new information available at this time. Most recent proposal to Theta Xi was not appealing to them. We will begin discussing shared space and service options, among other things.

An executive session took place where the proposed employment agreement with the CEO and his salary adjustment were discussed.

Respectfully Submitted:

Thomas R. Hinkley, President and CEO

Ed Leedom, Grand Secretary

MINUTES TO GRAND COUNCIL
CONFERENCE CALL
ALPHA SIGMA PHI FRATERNITY, INC.
Thursday, September 27, 2001

CALL TO ORDER AND WELCOME:

Meeting was called to order at 6:08 p.m. ET/5:08 p.m. CT

ROLL CALL

John Gibson, Grand Senior President; Ed Leedom, Grand Secretary; Greg Sinise, Grand Marshal; Mike Young, Grand Councilor; Jamie O'Brien, Undergraduate Representative and, Jim Vanek, Undergraduate Representative.

Jeff Oleson, Foundation Undergraduate Representative joined at 6:25 p.m.
ET/5:25 p.m. CT

Guests: Bob Kutz, Grand Historian, Tom Hinkley, Fraternity CEO, Ted Kocher, Foundation CEO

Absent: Bob Cabello, Grand Junior President; Scott Olson, Grand Treasurer; G. Scott Grissom, Grand Councilor

REPORTS

Tom Hinkley gave a brief staffing update and headquarters building update. No formal CEO report was prepared or distributed for the meeting.

Ted Kocher gave a brief foundation updated and reflected actions that they are taken in light of the World Trade Center tragedy of September 11.

Jim Vanek led us through a discussion of board composition. He provided information prior to the meeting that was discussed.

Ed Leedom walked the board through a board linkage plan.

Mike Young agreed to head up a committee on Alternative Revenue streams

Bob Kutz volunteered to head up the Grand Council Nominations committee

Items were discussed for the joint meeting with the trustees. Alternative revenue streams, housing and feedback on programs were brought up as possible topics.

Discussion on the October meeting was discussed. We will be having lunch with the President of Purdue University.

No other reports were submitted.

OLD BUSINESS

Not a formal meeting so no motions were presented.

NEW BUSINESS

Not a formal meeting so no motions were presented.

COMMENTS

ADJOURNMENT

The meeting adjourned at approximately 7:03 p.m. ET/6:03 p.m. CT

Next meeting scheduled for Saturday, October 20, 2001 in West Lafayette, IN.

Ed Leedom, Grand Secretary

Tom Hinkley, President and CEO

MINUTES TO GRAND COUNCIL
CONFERENCE CALL
ALPHA SIGMA PHI FRATERNITY, INC.
Thursday, September 27, 2001

CALL TO ORDER AND WELCOME:

Meeting was called to order at 6:08 p.m. ET/5:08 p.m. CT

ROLL CALL

John Gibson, Grand Senior President; Ed Leedom, Grand Secretary; Scott Grissom, Grand Councilor; Greg Sinise, Grand Marshal; and, Jim Vanek, Undergraduate Representative.

Guests: Bob Kutz, Grand Historian, Tom Hinkley, Fraternity CEO, Ted Kocher, Foundation CEO; Ed Lenane, Director of Leadership Development

Absent: Bob Cabello, Grand Junior President; Scott Olson, Grand Treasurer;

NEW BUSINESS

A motion allowing Fraternity, Inc. to purchase our portion of the new headquarters facility (1/3 of the total building) for \$404,000. We will purchase and finance this transaction through the Educational Foundation. The current interest rate is 5.5% per year for the first 5 years. We would need to re-finance at the end of five years. Although there would be a balloon at the end of five years, we will amortize the loan over 25 years. Moved by Grissom, 2nd by Leedom. Motion passes: 4-0

The Grand Council approves the below resolution provided the intent of the statement is that the resolution is restricted to the Educational Foundation borrow funds and pledging assets for the exclusive purpose of acquiring a national headquarters facility and empowered Ted Kocher and Tom Hinkley to seek counsel to modify the language to meet this intent, if necessary. Leedom moves and 2nd by Sinise

WHEREAS, Alpha Sigma Phi Educational Foundation is purchasing an office condominium located in Indianapolis, Indiana to serve as its national headquarters;

WHEREAS, a portion of that condominium will be sold to the Fraternity to also serve as its national headquarters;

WHEREAS, the Foundation intends to borrow approximately \$1,100,000.00 to finance the purchase of the headquarters building from First Union National Bank, such loan to be secured by a pledge of approximately \$1,300,000.00 of assets held by the Foundation's trust;

WHEREAS, the Fraternity desires to facilitate the closing of such loan and purchase of the headquarters building;

NOW, THEREFORE, be it resolved that the Fraternity hereby approves the above loan and the pledge of up to \$1,400,000.00 of assets held by the Alpha Sigma Phi Educational Foundation trust to First Union National Bank as security for the above loan.

BE IT FURTHER RESOLVED that the Trust Agreement creating the Foundation is hereby amended to provide that the terms, provisions and effect of the agreement shall be construed and determined as if the agreement were a contract made within the State of Indiana, and shall be adjudicated solely by the proper tribunals of said State or of the United States.

Passes 4-0

ADJOURNMENT

The meeting adjourned at approximately 6:43 p.m. ET/5:403 p.m. CT

Discussion was held on the linkage plan that was distributed by Ed Leedom and Scott Grissom.

Greg Sinise gave a brief update on the Alumni Committee.

Jim Vanek led a conversation on the nominations process.

Next Call on January 7, 2002 at 6:00 p.m.

Ed Leedom, Grand Secretary

Tom Hinkley, President and CEO