

MINUTES of the GRAND COUNCIL CONFERENCE CALL
January 10 , 2008

Call to Order: 5:33 PM EST

Roll Call: Grand Senior President, Mark Still; Grand Junior President, Rich Ritter; Grand Secretary, John Tilden; Grand Treasurer, Jeff Hoffman (5:42); Grand Councilor, Jonathan Burns; Grand Councilor, Joe Zimmerman; Grand Councilor, Justin LaRoche; Grand Historian, Robert Kutz.

Absent: Grand Marshal, Bernie Schulz; Grand Councilor, Rick Buss; Grand Councilor, Mike Young; Grand Councilor, Alex Kefaloukos; Grand Councilor Dane Leasure; General Counsel, Bryan Proctor.

Guests: CEO, Drew Thawley.

Reports:

Educational Foundation Report–Burns.

Jonathan recently volunteered as a new member of the Investment Committee. With assistance from the Board's new consultant from Smith Barney, the Committee will be presenting recommended changes to the Foundation's investment policy for the entire Board's consideration at the February meeting in Florida.

Old Business: No old business referenced.

New Business:

Discussion around Thawley's decision to leave the CEO position as of March 31, 2008. Rich Ritter named to chair the Search Committee for Thawley's replacement. Tom Hinkley to also serve on the committee. Rich will form the rest of the committee, get together a job description, and work with Thawley to craft the formal announcement. Dan Duncan will be the interim CEO if a replacement is not named by March 31st.

(Subsequent to the call Rick Buss and John Tilden were added to the Committee and the decision was made to try to have candidates for the Council to interview at the February meeting.)

Comments for the Good of Society:

There will be a Grand Council Meeting February 8-9, 2008 at Camp Jameson, Indianapolis, Indiana.

Meeting adjourned at 6:13 PM.

Respectfully Submitted:



Drew M. Thawley, CEO



John Tilden, Grand Secretary

ALPHA SIGMA PHI FRATERNITY, INC.
MINUTES of the GRAND COUNCIL MEETING
Holiday Inn Select Airport and Camp Jameson, Indianapolis, Indiana
February 8 -9, 2008

Call to Order: 6:58 PM EST

Roll Call: Grand Senior President, Mark Still; Grand Junior President, Rich Ritter; Grand Secretary, John Tilden; Grand Treasurer, Jeff Hoffman; Grand Marshal, Bernie Schulz; Grand Councilor, Jonathan Burns; Grand Councilor, Rick Buss; Grand Councilor, Joe Zimmerman (8:50 p.m. 2/8); Grand Councilor, Justin LaRoche; Grand Councilor Dane Leasure; Grand Historian, Robert Kutz (9:00 p.m., 2/8)

Absent: Grand Councilor, Mike Young; Grand Councilor, Alex Kefaloukos; General Counsel, Bryan Proctor.

Guests: Tom Hinkley, Search Committee member; CEO, Drew Thawley by phone 9:00 p.m., 2/8, Gale Wilkerson, CEO Educational Foundation, (3:42 p.m., 2/9); Clemson Colony President Brad Church, Clemson Colony Treasurer Wayne Reeder and Clemson Colony Faculty Advisor Dr. Eric Muth; Director of Communications Steve Latour; Chapter Advance Coordinator Jimmy Byars, (10:05 p.m., 2/9)

Reports:

No reports were given.

Old Business:

Friday evening of the meeting, GSP Still discussed moving the Grand Chapter Ritual Exemplification to Friday evening at the request of the rest of the Council. He will discuss with Steve Latour to see if technically possible (i.e. room and contractual availability).

GSP Still also discussed a Grand Council reception at the Grand Chapter to honor CEO Thawley and GC Mike Young's service. GT Hoffman volunteered to investigate appropriate gifts to be presented to them at the reception.

New Business:

Motion made to approve 12-13-07 and 01-10-08 meeting minutes as submitted made by Tilden, seconded by Buss. Approved unanimously.

Rich Ritter spoke about the Search Committee selection process, distributed background materials, and discussed the interview format.

Brother Dan Duncan was interviewed by the entire Council and Brother Hinkley as a candidate for CEO.

CEO Thawley offered discussion points regarding the candidates via conference call.

The Council recessed at 10:13 p.m.

The Council came to order next on Saturday, February 9th at 8:11 a.m.

Brother Owen McCulloch was interviewed by the entire Council and Brother Hinkley as a candidate for CEO.

Brother Rodney Rusk was interviewed by the entire Council and Brother Hinkley as a candidate for CEO.

The Council recessed for lunch at noon and came to order at 1:28 p.m.

Brother Jake Gamble was interviewed by the entire Council and Brother Hinkley as a candidate for CEO.

Gale Wilkerson provided feedback on his impressions of each of the candidates.

Motion was made to extend Brother Owen McCulloch the offer to become the next CEO of Alpha Sigma Phi Fraternity, Inc. by Leasure, seconded by LaRoche. Passed unanimously.

Motion was made to make official that GSP Still, GJP Ritter, GT Hoffman, and Brother Hinkley were given contract instructions in Executive Session and were empowered to finalize employment negotiations within parameters set by the entire Council. Motion made by Ritter, seconded by Schulz. Passed unanimously.

An Executive Session motion was defined to authorize those men named above to speak with another candidate if Brother McCulloch declined the offer. Motion made by Buss, seconded by Tilden. Passed unanimously.

GSP Still presented Brother Hinkley with a Grand Council Resolution thanking him for his service to the Fraternity in the search process. Brother Hinkley was also presented with a restaurant gift certificate as a token of appreciation.

The Council came to a preference to schedule additional conference calls as needed rather than plan for an additional face-to-face meeting prior to Grand Chapter. The calls will deal exclusively with Grand Chapter preparation and Grand Council development activities.

The Council recessed at 5:00 p.m.

The Council came to order at 10:05 p.m at Camp Jameson.

Grand Secretary Tilden was not present due to family concerns. Grand Marshal Schulz took notes.

Clemson Colony President Brad Church, Colony Treasurer Wayne Reeder and Colony Faculty Advisor Dr. Eric Muth made a brief presentation to the Council regarding Clemson's chartering petition.

Brothers Ritter, Buss, Schulz and Still asked a number of questions to the Clemson guests related to past, present and future challenges.

Staff members Latour and Byars presented their thoughts on the colony's present state.

Council discussion regarding the petition took place.

Motion to approve the chartering of Clemson as Epsilon Upsilon made by LaRoche seconded by Schulz. Passed unanimously.

The tentative date for chartering was set for April 5th, 2008.

Comments for the Good of Society:

Condolences for the loss of CEO Thawley's father, Brother Phil Thawley, Epsilon '04, were expressed.

The next Grand Council Conference Call will be on March 13th, 2008 at 5:30 p.m. EST.

Meeting adjourned at 10:45 p.m.

Respectfully Submitted:



Drew M. Thawley, CEO



John Tilden, Grand Secretary

**MINUTES of the GRAND COUNCIL CONFERENCE CALL
March 13, 2008**

Call to Order: 5:32 PM EDT

Roll Call: Grand Senior President, Mark Still (joined at 5:59 PM); Grand Junior President, Rich Ritter; Grand Secretary, John Tilden; Grand Treasurer, Jeff Hoffman; Grand Marshal, Bernie Schulz; Grand Councilor, Joe Zimmerman; Grand Councilor, Rick Buss; Grand Councilor, Mike Young; Grand Councilor, Jonathan Burns; Grand Councilor, Alex Kefaloukos; Grand Councilor, Justin LaRoche; Grand Councilor, Dane Leasure.

Absent: Grand Historian, Robert Kutz.

Guests: General Counsel, Bryan Proctor; CEO, Drew Thawley; Incoming-CEO, Owen McCulloch; VP of Operations, Dan Duncan; Director of Communications and Volunteer Initiatives, Steven Latour; Foundation CEO, Gale Wilkerson; Cletus Mahoney, Epsilon Zeta HSP (6:10 PM).

Reports:

GSP Report – Still
 No Report

CEO Report—Thawley
 As submitted and attached

Educational Foundation Report—Wilkerson & Burns. The Foundation is considering partnering with a National Philanthropy (in conjunction with the Fraternity); there are advantages in giving to another philanthropy through the Foundation in developing donors. The three new Board members are fitting in well.

General Counsel Report—Proctor
 Case involving the alleged elbow through a door window at Westminster dismissed by judge.
 Hearings scheduled in alleged Bottle Rocket case at University of Illinois.

Old Business:

Motion to approve February 2008 Minutes made by Tilden, seconded by LaRoche. Passed unanimously.

Update on Grand Chapter Preparation:

 Regarding the previous request by GM Schulz to move the Ritual Exemplification to an earlier part of the activities, GSP Still determined after consultation with CEO Thawley that a move is not feasible. For the 2010 Grand Chapter the issue of placement of the Exemplification will be discussed earlier in the planning process.

 Scott Grissom has agreed to lead the Ritual Team.

CEO Thawley reviewed status of Grand Chapter Committees, including the Chairman and Vice Chairman status and Committee charges. Staff is in the process of contacting all slated Chairman and Vice Chairman. Staff requests that no Councilor contact his Committee Chairman until Staff has established a clear commitment from each undergraduate volunteer. There will be a Committee status meeting held at Headquarters on March 27 when Ritter, Still, Thawley, McCulloch, Latour and Duncan are all able to gather face to face.

Clemson initiation and chartering ceremony scheduled for April 4 and 5. Schulz and Buss attending and will divide the keynote and charter presentation responsibilities. Staff is lead on all logistics.

New Business:

Monitoring Reports 1.1 A,B,E and 2.0, 2.1, 2.3, 2.5, 2.7, and 2.9 will be held until the April Conference Call due to time limitations.

Discussion was held on the Penn State-Altoona (Epsilon Zeta) Charter revocation process beginning at 6:03 PM and concluding at 6:47 PM, with input from HSP Cletus Mahoney on the call for a time (6:10 PM to 6:28 PM) as well as VP Duncan. Staff submitted a written proposal to begin Charter Revocation process to extend six months (attached). It was determined that the Chapter posed significant risk exposure to the national fraternity.

Motion was made to revoke the Epsilon Zeta Charter effective immediately by Ritter. Seconded by Burns. Approved Unanimously.

Request submitted by CEO Thawley to deny expulsion request submitted by Bernard Little (attached). Council reaffirmed its commitment not to expel brothers for purely financial motives (i.e. excuse a man from membership simply because he has not and/or will not pay appropriate membership fees as detailed in a Biographical Data Form).

Motion to deny expulsion request submitted by Little made by Schulz, seconded by Zimmerman. Passed unanimously.

Request submitted by CEO Thawley to accept expulsion request submitted by Delta Delta Chapter to expel Richard Moore (attached).

Motion to support expulsion request submitted by Delta Delta Chapter to expel Richard Moore made by Buss, seconded by Kefaloukos. Passed unanimously.

Director Latour submitted request to approve a slate of Grand Chapter Advisors.

Motion to approve the following to serve as Grand Chapter Advisor until Grand Chapter, 2008 made by Young, seconded by Leasure. Passed unanimously.

Bentley College – Andrew Packin, Bentley '02
Radford University – John Lyon, Radford '87

Ohio State University – Mark Williams, Rio Grande '79
University of Maryland – Benjamin Willcher, Maryland '00
University of Michigan – Garrett Middlekauff, Michigan '98

Motion to approve Resolutions for Upsilon Chapter's 90th anniversary, Gamma Chi Chapter's 40th anniversary, and Epsilon Gamma Chapter's 10th anniversary as submitted and edited by staff made by Young, seconded by Hoffman. Passed unanimously.

Comments for the Good of Society:

March 31, 2008 will be CEO Thawley's last day on staff. At that date, Owen McCulloch will assume the title and duties of CEO. Congrats to both Thawley and McCulloch.

VP Duncan's wife is expecting the delivery of a baby girl before the next conference call. Well wishes to the Duncan family.

The next Grand Council Conference Call will be held April 9, 2008 at 5:30 EDT.

Meeting adjourned at 7:06 PM EDT.

Respectfully Submitted:



Drew M. Thawley, CEO



John Tilden, Grand Secretary

Minutes of the Grand Council Conference Call
April 10, 2008

Called to Order: 5:34 EDT

Roll Call: Grand Senior President Mark Still; Grand Junior President Rich Ritter (joined at 6:00 pm); Grand Secretary, John Tilden; Grand Marshall Bernie Schulz; Grand Councilor Joe Zimmerman; Grand Councilor Rick Buss; Grand Councilor Alex Kefaloukos; Grand Councilor Justin LaRoche; Grand Councilor Dane Leasure; Grand Historian Robert Kutz.

Absent: General Counsel Bryan Proctor; Grand Treasurer Jeff Hoffman; Grand Councilor Mike Young; Grand Councilor Jonathan Burns.

Guests: CEO Owen McCulloch; VP of Operations Dan Duncan; Director of Communications and Volunteer Initiatives Steven Latour; Executive Assistant Christine Markovich.

Reports:

GSP Report – Still

There is currently no Grand Council Advisor for the Nominations Committee. Brother Spisak had to withdraw. Suggestions: Brothers Garvey and Thurston. There was discussion about a possible conflict of interest for Brother Garvey, because he sits on the Foundation Board. There was an email received from Brother Townsend regarding the Epsilon Zeta Chapter and the problems there. CEO McCulloch stated he received a call from the undergrad's mother, stating the letter she received about the incident did not have enough detail.

CEO Report – McCulloch

As submitted and attached

CEO McCulloch gave kudos to outgoing CEO Thawley, Foundation CEO Wilkerson, and VP Duncan for their excellent work on the 2008-09 Grant request.

No questions/comments on CEO report – accepted.

Educational Foundation Report

No report

General Counsel Report

No report

Old Business:

Motion made and seconded to accept the minutes of the March 13, 2008 conference call.

CEO McCulloch re Grand Chapter Schedule: All should be ready to go by 10 a.m. Thursday August 7. Grand Council urged to come in on Wednesday August 6 to ensure readiness. A parting gift of a watch for GC Young was discussed; VP Duncan offered to order watch and have it engraved.

Also a parting gift/ceremony for outgoing CEO Thawley was discussed; invitation list to include Gina Thawley, past Grand Senior Presidents, Grand Council, Foundation members, past staff and interfraternal guests. Steve Latour stated he has already started a guest list. Hors d'oeuvres and cash bar suggested.

Grand Chapter Committee Charges: All chairs secure with the exception of the Nominations Committee. A teleconference is set for Thursday, 4/17/08 at 7 p.m. EDT to discuss logistics, how to communicate information, suggestions, etc. The same dialing information will be used for the 4/17 teleconference as was used for this 4/10 teleconference. Steve Latour is the contact person, and there is a staff liaison person assigned for each committee. Each committee has a chair, vice-chair, grand council member, and staff liaison. Materials for the committees will be sent out in early May. GC Buss suggested that our undergrad grand council members act as co-councilor with the alumni councilors to learn under them. If GC LaRoche and Leasure have a specific committee interest, they were instructed to email CEO McCulloch with that information. Steve Latour also mentioned that the undergrad GC members would be used as ambassadors throughout the weekend, welcoming, aiding at the podium, etc.

Policies 1.0 – GSP Still has asked outgoing CEO Thawley for a report next month.

New Business:

Policies 2.0, 2.1, 2.2, and 2.9 were read by CEO McCulloch. There were no comments or questions.

Policy 2.3 was read; GH Kutz suggested we were a bit off on our by-annual monitoring schedule. HSP Still explained the delay was because items were tabled due to time constraints in previous meetings.

Policy 2.5 was read; GSP Still commented on the way we track receivables, and that there is a need for more clarity of what actually is due, and what actually has been received; there should be reports with true numbers available. CEO McCulloch commented that our accounting system is an accrual one, showing numbers as a commitment, but not actual, and that they accrue as of the day the bio form arrives. VP Duncan commented that it is difficult to report actual numbers because of the variables involved, like the student's GPA ranking, different university timetables, class schedules, pledge dates, etc., that all play a part in the receipt of monies.

Policy 2.7 was read; GC Tilden commented that a report on how we test a new plan's effectiveness might be considered; he also mentioned the word "fifth" in #9 is misspelled and needs correction. CEO McCulloch said he would fix misspelling.

A motion was made by GC Tilden to accept Policies 2.0-2.9 as amended; seconded by GC Kefaloukos. The report was accepted.

GSP Still submitted Policies 3.0 – 3.4 for acceptance, with the comment that under 3.4 2D needed amending. He asked for comments or questions; none tendered.

Motion was made by GC Tilden to accept Policies 3.0-3.4 as submitted and amended; motion seconded by GC LaRoche. The report was accepted as amended.

Epsilon Delta and Alpha Psi Resolutions: CEO McCulloch put these resolutions forth for consideration. GC LaRoche made the motion to accept resolutions as presented; seconded by GC Leasure. The resolutions were accepted.

GH Kutz made a motion to adjourn. Meeting adjourned at 6:33 p.m. EDT

The next Grand Council Conference Call is May 8, 2008 @ 5:30 EDT.

**Minutes of the Grand Council Conference Call
May 8, 2008**

Called to Order: 5:35 p.m.

Roll Call: Grand Senior President Mark Still; Grand Junior President Rich Ritter; Grand Secretary John Tilden; Grand Marshal Bernie Schulz; Grand Councilor Joe Zimmerman; Grand Councilor Jonathan Burns; Grand Councilor Alex Kefaloukos; Grand Councilor Justin LaRoche; Grand Treasurer Jeff Hoffman (joined @ 5:43 pm); Grand Councilor Mike Young; General Counsel Bryan Proctor.

Absent: Grand Historian Robert Kutz; Grand Councilor Dane Leasure; Grand Councilor Rick Buss.

Guests: CEO Owen McCulloch; VP of Operations Dan Duncan; Director of Communications and Volunteer Initiatives Steven Latour; Executive Assistant Christine Markovich.

Reports:

GSP Report – Still

Discussion with Past GSP Richard Gibbs regarding the Grand Chapter agenda item relating to our relationship with Alpha Sigma Phi Philippines. Brother Gibbs still supports the relationship; he requested to be allowed to participate in the CR&L committee conference call that discusses this issue. CEO McCulloch will ensure Brother Gibbs is made aware of the date/time of this call and will coordinate with the committee chair.

Good discussion with Brother Stan Thurston regarding his role as mentor to the Nominations Committee; he is grateful for the opportunity.

We have a solid slate of candidates to fill the four open positions on the Council.

CEO Report – McCulloch

As submitted in advance and reviewed by CEO McCulloch.

Expansion discussions:

- 1) D&E: College is looking to bring in good groups back on campus to improve student life; 3-4 trustees are Alums and on board; older alums are very excited about pursuing this expansion.
- 2) Yale: There is emotional excitement to return to campus; fraternity mentality different on campus than before; cautious about why we failed the last time, not to let happen again.

Website discussion:

Much more versatile – i.e. automated bio-form entry; e-commerce purchase of Alpha Sigma Phi merchandise; individual chapter's access and input; etc.

Conference Registrations discussion:

Delegate registration: 2 in so far, deadline 5/9. Brother Latour reminded us that 80% of registrations for any event come in on the day they are due, and that reminders are going out via email and through the web site. Also, efforts will be

made to personally invite past staff, past CEO's, past GC members, so that more people will be in attendance this year.

Educational Foundation Report – Burns

Nominations for Foundation Board encouraged to be in by May 15; two in so far: Steve Zizzo and Rick Middlekauff; the audit report was reviewed and approved for fiscal year – resources increased from 11.8M to 12.3M and grant to Fraternity increased from 300K to 340K.

General Counsel Report – Proctor

Two updates: In both the Cornell and University of Illinois cases, Judge's rulings were received that national organization is dismissed from each suit; however, local organization still in. The Cook County trial is in mid-June. General Counsel Proctor offered his assistance to CEO McCulloch negotiating the agreement with the chosen website company.

Old Business:

GS Tilden moved to approve 4/10/08 minutes; Seconded by GC Kefaloukos. The motion passed unanimously.

Status of Grand Chapter Committee Contacts:

GCs Schulz, Burns, Zimmerman, LaRoche, Hoffman, as well as Brother Bensman, chair of nominations committee, all report activity in their respective committees; GC Young has not been contacted yet by his chair – will follow up. Brother Latour reports that next week the committees will receive working materials.

GC Burns pointed to his lobby for revision of wording on the Five Values, namely the use of the word “gentleman” concerning Purity, and the use of the word “service” concerning the word Charity. Brother Latour stated this is already a work in progress; in fact, there is currently a review of the definition of all five values in progress. Other language will be reviewed, i.e. “pledge pin” vs. “pledging pin”; “stole vs. Omega sash”.

Grand Council Nominations:

After a discussion of the right to share names of potential GC members, CEO McCulloch reported the following names as nominees for Grand Council: Roberto Coquis, Scott Grissom, Gordy Heminger, Ed Lenane, Wellington Lim, Rich Ritter, Bob Shaw, Matt Swenda, and John Tilden.

Update on Thawley Gift:

GT Hoffman discussed the plans for a gift to Drew for his CEO Service. There is no precedent to rely on. The most exciting idea is to create a Thawley Family Scholarship Fund.

Brother Latour stated that the Alum Assoc. and council and staff of Ohio Wesleyan already have a fund from which money is given to students who have excelled in leadership positions with good academics; this is true to Drew's philosophy, which is what makes a Thawley Family Scholarship Fund so appealing.

GT Hoffman suggested a significant gift from the Council, like \$10,000; maybe \$5,000 could be raised by Grand Chapter.

A discussion was had regarding the inclusion of Gina in a gift; suggestion was made for a \$100 gift certificate to a nice restaurant for Drew and Gina. A plaque for Drew was also discussed and the cost would run about \$100. Council members were generally in favor of all the above suggestions. GSP Still stated that the level of participation by individual council members would be discretionary.

GT Hoffman moved to proceed with the procurements of gifts/family fund for Drew Thawley; seconded by GC LaRoche. The motion passed unanimously.

Charter Revocation – Epsilon Pi Chapter:

CEO McCulloch referenced his memo to the Grand Council of 5/8/08 regarding the charter revocation of Epsilon Pi. He spoke of the groundswell of support from Alumni to keep the chapter open. And he referenced the letters from Warwick Johnston, the HSP of the Epsilon Pi Chapter and Heath Stephens, an '06 grad, in support of the chapter staying open. Calls received by headquarters have been very supportive. Currently there 9 men in the chapter; 3 brothers are graduating, of the 6 remaining 4 are brothers and 2 are pledges.

CEO McCulloch reported that if Grand Council takes no action, Epsilon Pi Chapter will become inactive; action needs to be taken in order for the Chapter to stay open.

GSP Still reported that Brothers Warwick and Kellerman wanted to be included in this part of the Council meeting by phone. GSP Still noted that he did not feel their participation would be necessary, and that they have been granted the opportunity on two previous occasions.

GC Schulz commented that the GCA leadership was not at the level it should be, and that a new GCA would be a step in the right direction.

CEO McCulloch agreed, and stated that Chris Musbach reached out to him personally and wants to continue to work with the undergrads remaining, and feels he can really help them.

The University has a good opinion of the Chapter now, which was not always the case, and that they are very receptive of us coming in to help the situation.

GT Hoffman stated the Chapter seems to now be on track.

GC Burns, in a phone conversation with Brother Musbach, learned that Brother Kellerman is burned out, and at the 1st chapter council meeting in January, he would be willing to step down as GCA. GC Burns also spoke with Brother Ben Pope, an Alumnus full of energy and enthusiasm for the Chapter.

GC Burns moved the Chapter be brought back to Active Status. GM Schulz seconded.

GSP Still asked for further discussion. GS Tilden asked if the Chapter's financial status is current; CEO McCulloch reported they are current. He also stated that because they are so small, it would be difficult at first, and that because they are the smallest chapter on campus, that could be somewhat of a barrier for them.

GJP Ritter moved as a friendly amendment to GC Burns' motion that the Epsilon Pi Chapter be moved to Active Status with a new GCA in place. GC Burns accepted the amendment.

GSP Still restated the motion to be to change the Chapter's status from compromised to active. The motion carried by voice with one 'nay' vote (GJP Ritter).

GSP Still gave a charge to the Fraternity Staff that the Chapter be watched and monitored carefully, that we have high expectations for them, and that we support them. CEO McCulloch replied that he understands, and will proceed accordingly. Also, he will notify HSP Warwick Johnston of the Council's vote.

Linkage with owners YTD review/future plans

Tabled by GSP Still to the June meeting due to a time concern.

New Business:

Notice of Constitutional Amendments:

CEO McCulloch referred to memo he drafted from Grand Council dated 4/30/08 regarding the Notice of Constitutional Amendments by Grand Chapter. After discussion, **GC Young moved to approve the amendments, seconded by GT Hoffman. A Roll Call was had for the vote: Still yea; Ritter yea; Tilden yea; Schulz yea; Zimmerman yea; Burns yea; Kefaloukos yea; LaRoche yea; Hoffman yea; Young yea. Motion Carries.**

CEO McCulloch stated there will be a letter out on this matter, and that it will be considered at Grand Chapter.

Brother Expulsion:

CEO McCulloch discussed the details surrounding the request for expulsion of John Duffy from Indiana University's Gamma Chi Chapter. Discussion was had.

John Duffy declined the opportunity to address the Grand Council in his own defense.

GC Tilden moved, and GC LaRoche seconded, that John Jay Duffy be expelled from Alpha Sigma Phi. The motion carried by voice vote.

Monitoring Reports:

CEO McCulloch discussed the Monitoring Reports 1.1A & 1.1B, specifically pointing out that there was a drop in Burns Institute attendance, and an increase in President's Academy attendance. There are 60 GCA's in place (out of possible 65); we have 18 Chapter Councils and 16 are in the development stage - still need 31 to be started. He also stated that on average headquarters send approximately 35,000 emails to undergrads and alumni every month. Regarding Policy 1.1G Leadership Skills, we are waiting for a final publication of the Ritual Book before we can progress on publications. Policy 2.4 stands as presented.

GT Hoffman moved to accept the Monitoring Reports as presented; seconded by GC Young. The motion passed unanimously.

With no further new business, the meeting adjourned @ 7:00 p.m. EDT.

The next Grand Council Conference call was originally set for June 12, 2008 but has been reset to June 5, 2008 @ 5:30 p.m. EDT.

**Minutes of the Grand Council Conference Call
June 5, 2008**

Called to Order: 5:33 p.m.

Roll Call: Grand Senior President Mark Still; Grand Junior President Rich Ritter; Grand Secretary John Tilden; Grand Marshall Bernie Schulz, Grand Councilor Joe Zimmerman; Grand Councilor Jonathan Burns;; Grand Councilor Justin LaRoche, Grand Councilor Rick Buss; Grand Councilor Mike Young; Grand Councilor Dane Leasure; Grand Counsel Bryan Proctor.

Absent: Grand Historian Robert Kutz; Grand Treasurer Jeff Hoffman; Grand Councilor Alex Kefaloukos.

Guests: CEO Owen McCulloch; Director of Communications and Volunteer Initiatives Steve Latour; Staff members Alex Bauer and Dallas Montgomery; Executive Assistant Christine Markovich.

Reports:

GSP Report – Still: As submitted in advance and attached hereto:

- 1) Attributes of nominees to the Grand Council
- 2) Use of the word Candidate in place of Pledge
- 3) Dissolution of the agreement with Alpha Sigma Phi Philippines
- 4) Letter of gratitude from Grand Council to each Grand Chapter Committee Chair
- 5) Updated Skills Interest Matrix

CEO Report – McCulloch: As submitted in advance and attached hereto.

Foundation Report – Burns: Number of graduates in the Phoenix Society from 28 to 184, most coming from Burns Institute and Academy of Leadership recruiting that was successful; 100% from Elmhurst and Stevens Tech – they will be recognized at Grand Chapter. \$83,000 in funding comes from Phoenix Society. Also, we are in the process of setting up a conference call between fraternity and foundation re synergizing alumni activities, and hoping to have discussions going in August relative to this.

Grand Counsel Report - Proctor: Bottle Rocket case is settled – National Organization’s insurance contributed \$65,000 and the shooter’s contributed \$210,000. Also, Cornell matter is set for trial in late June.

GS Tilden moved to approve both Consent Agenda items: 5/8/08 meeting minutes, and the 2008 Revised Notice of Constitutional Amendments; seconded by GC Ritter. Motion carries.

Old Business:

Activities of Grand Chapter Committees so far:

- 1) Credentials, Resolutions & Law: GC Zimmerman reports he has attended one meeting so far; there have been two. He is in contact via email to Joe Schoch.
- 2) Undergraduate Operations: GC Buss reports that a new committee chair has been assigned.
- 3) Ritual: GM Schulz reports that DJ Martini is not able to serve as vice chairman; Joe Ruffini is new vice chair – will arrange a call with new vice chair within a week.
- 4) Finance: GS Tilden reports having a call with Dan and committee chair, and that a plan is in place; chairman has things in hand.

- 5) Nominations: CEO McCulloch reports no changes of chair and vice chair. Internet forum Google group was formed where we can share nomination documents; so far there are 8 undergrads total, and we have not had the first conference call as yet.

Linkage Events: Short discussion was had; GSP Still suggests that since there are many meaty issues to discuss, we may want to pass this to the agenda for next council meeting; GC Young concurs.

New Business:

Monitoring Reports 3.6, 3.6, 4.0 and 4.1: GSP Still presents in bulk, and asks for interaction or questions.

GS Tilden: Re 3.6 committees, we had a CEO search committee formed and dissolved. We had an adhoc housing committee, maybe that can be inserted in point #5.

GSP Still will modify to include the CEO search committee, housing committee not yet officially chartered.

GC Young moved to accept Monitoring Reports 3.6 – 4.1 as amended; seconded by GC Buss. No discussion. Motion carries.

Skills Interest Matrix: GSP Still suggests a concept of everyone's desires in order to help have meaningful dialog on how to use this information. GS Tilden: my goal is board development in general, not just electioneering. At the outset of coming on the council, what do we want to accomplish, and where do people's interest lie – from that prospective it was successful. We didn't want any surprises.

CEO McCulloch then summarized the Skills Interest Survey Matrix. GSP Still thanked GS Tilden for suggesting the skills interest survey – it will be very helpful in having an effective election process in August.

Proposed Grand Chapter Advisors: CEO McCulloch reports that IIT's John Crane and Miami University's Chris Musbach are the proposed GC Advisors. Short discussion was had.

GC Burns moved to accept Crane and Musbach as GC Advisors ; seconded by GC Young. Motion carries.

GSP Still suggests that the July Grand Council meeting deal specifically with Grand Chapter agenda, the roll each one plays, etc. Next meeting was set for Wednesday, July 16th at 5:30 p.m. Prepare for a two hour call.

CEO McCulloch reports a sad note: one of our undergrads from Clemson passed away – Zachary Juskiewicz was killed in a car wreck while back at home.

With no further business, the meeting adjourned at 6:23 p.m.

Minutes of the Grand Council Conference Call July 16, 2008

Called to Order: 5:35 p.m. by GJP Ritter

Roll Call: Grand Junior President Rich Ritter, Grand Secretary John Tilden, Grand Marshal Bernie Schulz, Grand Councilor Rick Buss, Grand Councilor Jonathan Burns, Grand Councilor Justin LaRoche, Grand Councilor Dane Leasure Grand Councilor Alex Kefaloukos, Grand Councilor Mike Young, Grand Treasurer Jeff Hoffman, Grand Councilor Joe Zimmerman, Grand Senior President Mark Still joined the call at 6:18 PM.

Absent: Grand Historian Bob Kutz, General Counsel Bryan Proctor

Guests: CEO Owen McCulloch, VP Fraternity Operations Dan Duncan, VP Fraternity Services Ryan Brown, Dir. of Communications and Volunteer Initiatives Steve Latour, Executive Assistant Christine Markovich

Reports:

CEO Report: Recap of June 16 accident at University of Washington Mu Chapter and death of undergraduate Kevin MacDonald, age 21. Police ruled it an accident; no toxicology results have been made public. Family has been given MAPP insurance coverage information. McCulloch and Latour were on site same day as accident, working with undergraduates, alumni, media and family. All media inquiries should be directed to CEO McCulloch.

Robes: much more than originally expected. GT Hoffman and GH Kutz purchased their own robes as well as contributed to the purchase of other robes. Grand Councilors are encouraged to purchase a robe to be used by future Grand Councilors. Anyone wishing to help purchase a robe should contact Dan Duncan at HQ.

Other items in submitted CEO report: closing of Bloomsburg Colony, Radford under Administrative Suspension, announcement of Ryan Brown returning to staff, positive fiscal year end projection, and current expansion plans.

At this point there was a great deal of feedback on the teleconference line, and the meeting recessed for about 5 minutes while everyone called in on a new access line 28272.

Comments: GJP Ritter: if Radford complies are we indicating we won't have chapters who will not be qualified to vote? CEO McCulloch: we have a 10 chapters that have not met the standards of the credentials committee, and will not be seated as delegates.

GM Schulz: Radford chapter money situation being turned around, and believes they will be in good standing by Grand Chapter.

Foundation report: GC Burns: reminder that foundation will be sponsoring a number of events at Grand Chapter that Grand Councilors should plan on attending. Sunday morning Foundation is holding a brunch to recognize the new Grand Council. There is a Saturday morning buffet breakfast for alumni who gave \$100 or more during 2008. The Foundation board is looking to make sure they are able to fund Fraternity's needs and plans for the future, and have asked CEO McCulloch to confirm funding needs for the future. The Foundation board has established a "Chairman Elect" position. Steve Zizzo is joining the foundation board. The Foundation has a new employee, Administrative Assistant Deb Minne.

General Counsel report: CEO McCulloch: Settled bottle rocket case. Cornell coming up in the next few weeks. Mediation – hoping to settle. Asked for outlandish amount, we came back with a fraction of the amount. We'll know more later.

Consent Agenda Items

- Minutes of the June Grand Council meeting

GS Tilden moved to approve Consent Agenda item: 6/5/08 meeting minutes; seconded by GT Hoffman. Motion carries.

Old Business:

Status of Grand Chapter Committees:

- Latour - Confirmed participation of 54 delegates. All delegates have been assigned to committees. Latour will forward the most current list. Challenges were noted with regards to poor participation of delegates on committee calls.
- Ritual Committee is meeting and on track. Next call is coming up Monday. Proposed survey of undergraduates to assess their feelings of "Pledge" vs "Candidate". GJP Ritter made the point that the goal is inconsistent, and feels we need to get rid of "candidate" in ceremonies and just use "pledge". GC Schulz noted that more people are supporting "candidate" than "pledge". Ritter said he is comfortable with whatever the committee decides, but warned about opening "Pandora's Box" with a survey.
- Credentials Resolutions and Law Committee is meeting and on track, but needs to continue meeting regularly to make it thorough all the charges. Dan:
Credentials: Committee has met several times and is making progress.
Resolutions will be prepared by staff for consent approval. Hot button issue:

Philippines Agreement. Former GSP Richard Gibbs has requested time with the committee to make his views known.

- Undergraduate Operations Committee has a lot of work to do, and not much has yet been done.
- Alumni Operations - GC Young - we will begin talking since we just got everyone on board. A conference call is scheduled this week or early next week.
- Finance Committee: Topics for committee are disposition of assets of closed chapters and things like that. Bryan Proctor is on the committee to ensure the legal issues are taken care of.
- Nominations Committee – CEO McCulloch reported that former GSP Stan Thurston is the GC liaison to the committee. There are 9 candidates, 5 have been interviewed with 4 more to be interviewed tomorrow. There will be several interviews at Grand Chapter.

New Business:

Expulsion request for Brett Hardy, Salisbury chapter. CEO McCulloch read the submitted memo, informed them that Hardy declined the opportunity to speak with the Grand Council. GT inquired if he owed any money, McCulloch answered that he had paid his national fraternity dues, but still owed the local chapter back dues.

GC Young moves to approve Expulsion of Brett Hardy, seconded by GS Tilden. No discussion. Motion carries.

GJP Ritter turned over meeting to GSP Still at this point.

Proposed Grand Chapter Advisors for 2008-2010 term. CEO McCulloch proposed 49 GCA appointments for approval. There are 15 additional ones to be proposed at a later date.

GC Young moves to approve GCA appointments, seconded by GJP Ritter. Motion carries.

Approval of Award Committee recommendations:

Delta Beta Xi class: Ron Fisher (Gamma Chi), Chuck Given (Eta), Richard Grousset (Iota), Gordy Heminger (Gamma Zeta), Robert Owens (Alpha Rho), Craig Polk (Alpha Tau), Russell Rawlings (Gamma Lambda), Paul Ruegamer (Beta Omicron)

GM Schulz moved to approve, seconded by GC Zimmerman. Motion carries.

Evan C. Varner Jr. Distinguished Service Award: Bob Strecker (Mu).

GC Burns moved to approve, seconded by GJP Ritter. Motion carries.

Distinguished Merit Award: Ratan Tata (Iota).

GT Hoffman moved to approve, GC Kefaloukos seconded. Motion carries.

Grand Senior Presidents Award: Gamma Zeta Chapter (Bowling Green State University) for large campus and Epsilon Sigma (University of Toledo) for small campus.

GC Leasure moved to approve, GC Burns seconded. Motion carries.

Gary Anderson Award. Delta Tau Chapter (Murray State University):

GT Hoffman moved to approve, GC Buss seconded. Motion carries.

Alpha Gamma Upsilon award. Mu (University of Washington) and Nu (University of California Berkeley) chapters both recommended. Discussion: Burns : two is just fine. Not a precedent we have to worry about. If there are two that deserve it, I think we should.
Hoffman: Agree.

Motion by GJP Ritter to award Mu and Nu chapters Alpha Gamma Upsilon Award; Seconded by Burns. Motion carries.

Manigault Ritual Award: Zeta Chapter (Ohio State University)

GC Burns moved to approve, GJP Ritter seconded, Motion carries.

Phi Pi Phi Award: Beta Rho Chapter (University of Toledo)

GJP Ritter moved to approve, seconded by Zimmerman. Motion carries.

Cardinal & Stone Award. Beta Rho Chapter (University of Toledo)

GJP Ritter moved to approve, seconded by GT Hoffman. Motion carries.

Oak Wreath Award of Distinction: Cindy Stoller, parent at Beta Rho Chapter (U. of Toledo)

GC Buss moved to approve, seconded by GC Kefaloukos. Motion carries.

Larry D. Philippi Award of Distinction. Thad Doyle, Kappa Alpha Order, University of Akron.

GJP Ritter moved to approve, seconded by GC Zimmerman. Motion carries.

Dr. Otto L. Sonder Chapter Service Award. Greg Ghirardi, Zeta (Ohio State University)

GC Burns moved to approve, seconded by GC Leasure. Motion Carries.

Minutes amended to reflect email vote on Hargear Award

Frank F. Hargear Memorial Award. As approved by email vote.

GSP Still called for an email vote, approved unanimously.

Discussion of Awards Committee's request to clarify requirements for Otto Sonder award, and for direction in awarding multiple recipients for the Phi Pi Phi and Alpha Gamma Upsilon Awards.

Schulz moved to table discussion, seconded by GJP Ritter. Motion to table carries.

Review of Grand Chapter Agenda

Staff member Steve Latour led a detailed discussion of the Grand Councilor logistics schedule.

Additional items of note:

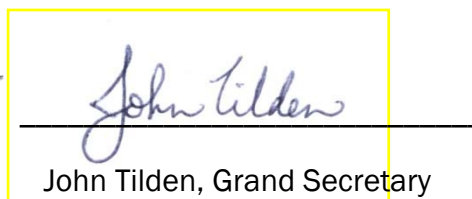
- A request to keep the award recipients secret until Saturday night.
- Announced that the 2010 Grand Chapter site is the Intercontinental Hotel in New Orleans.
- CEO McCulloch will email scanned copies of the Undergraduate Grand Councilor applications. It was noted that undergraduates do not need to apply ahead of time to be considered. Selection will occur during the Grand Council meeting at Grand Chapter.

With no further business, the meeting adjourned at 7:40 PM

Respectfully Submitted:



Owen McCulloch, CEO



John Tilden, Grand Secretary

**Minutes of the Grand Council Meeting
Louisville, Kentucky
Thursday, August 7, 2008**

Called to Order: 12:06 PM by GSP Still

Roll Call: GSP Mark Still, GJP Rich Ritter, GS John Tilden, GM Bernie Schulz, GC Rick Buss, GC Jonathan Burns, GC Justin LaRoche, GC Dane Leasure, GC Alex Kefaloukos, GC Mike Young, GC Joe Zimmerman

Absent: Grand Historian Robert Kutz, GT Jeff Hoffman, General Counsel Bryan Proctor

Guests: CEO Owen McCulloch

Old Business

GS Tilden moved to approve minutes of July 16 meeting; seconded by GJP Ritter. Motion carries.

New Business

Monitoring reports 4.2, 4.3, 4.4 presented by GSP Still.

GJP Ritter moved to approve monitoring reports 4.2, 4.3, 4.4; seconded by GC Buss. Motion carries.

Monitoring reports 2.1, 2.2, 2.3, 2.6, 2.8, 2.9, 2.10 presented by CEO McCulloch. McCulloch asked to check to make sure FTY-FDN data sharing agreement is still valid and in effect.

GJP Ritter moved to approve monitoring reports 2.1, 2.2, 2.3, 2.6, 2.8, 2.9, 2.10; seconded by GC Burns. Motion carries.

GSP Still presented the information regarding the pension increase for Joanna Burns.

GJP Ritter moved to approve Joanna Burns pension increase. Motion carries.

Discussion regarding selection of Undergraduate Grand Councilors interviewees. Six candidates presented (Bakke, Chan, Rhodes, Sherette, B. Thomas, T. Thomas) for one available position. After group discussion, GSP Still directed CEO McCulloch to notify Brian Thomas, Terrance Thomas and Tony Chan to prepare for interviews with the Grand Council on Saturday afternoon.

Items tabled until next meeting of the Grand Council:

- Appointment of Grand Historian
- Appointment of General Counsel
- Interviewing of Undergraduate Grand Councilor candidates
- Approval of Grand Council Meeting Calendar

With no further new business, the meeting adjourned @ 12:35 PM EDT.

The next Grand Council meeting is scheduled for Saturday, August 9, 2 PM.

**Minutes of the Grand Council Meeting
Louisville, Kentucky
Saturday, August 9, 2008**

Called to Order: 2:00 PM by GSP Ritter

Roll Call: GSP Rich Ritter, GT Rick Buss, GM John Tilden, GC Bernie Schulz, GC Roberto Coquis, GC Jonathan Burns, GC Justin LaRoche, GC Dane Leasure, GC Alex Kefaloukos, GC Ed Lenane, GC Joe Zimmerman

Absent: Grand Historian Robert Kutz, GJP Jeff Hoffman, General Counsel Bryan Proctor

Guests: Former GSP Richard Gibbs, CEO Owen McCulloch

Reports

Former GSP Gibbs was given the floor to comment on the Grand Chapter's dissolution of the Heads of Agreement (Philippines Resolution). He urged the Grand Council to take great care in crafting a response to ASP-Philippines to help preserve interfraternal and international goodwill.

Old Business

Appointment of Grand Historian

GT Buss moved to approve Robert Kutz as Grand Historian; seconded by GC Schulz. Motion carries.

Appointment of General Counsel

GM Tilden moved to approve Bryan Proctor as General Counsel; seconded by GC Coquis. Motion carries.

Interviewing of Undergraduate Grand Councilor candidates

- 2:20 PM, Terrance Thomas, Northern Michigan '06
- 2:40 PM, Brian Thomas, Berkeley '06
- 3:00 PM, Tony Chan, Elmhurst '06

Following a discussion of the candidates, GSP Ritter took a poll among the Grand Councilors, and **selected Brian Thomas, Berkeley '06 as the newest Undergraduate Grand Councilor.** GC Thomas replaces GC Kefaloukos.

Approval of Grand Council Meeting Calendar

After discussion of Draft calendar dates included with GC packet, **GC Burns** moved to approve the calendar dates as presented through February 2009 and table discussion of the remaining dates until the September 2008 Grand Council meeting; seconded by GC Coquis. Motion carries.

New Business

Letter to Alpha Sigma Phi Philippines dissolving 1984 agreement

GC Burns moved to require Grand Council approval of Former GSP Still's letter to ASP-Philippines before sending; seconded by GC Leasure. Motion carries.

Items tabled until next meeting of the Grand Council:

- Approval of Grand Council Meeting Calendar dates after February 2009.

With no further new business, the meeting adjourned @ 4:00 PM EDT.

The next Grand Council meeting is scheduled for Friday, September 19, 5:30 PM through Saturday, September 20, 2008 at the Fraternity Headquarters in Carmel, IN.

Minutes of the Grand Council Meeting Carmel, Indiana, September 19, 2008

Called to Order: 5:55 p.m. by GSP Ritter

Roll Call: Grand Senior President Rich Ritter, Grand Junior President Jeff Hoffman, Grand Treasurer Rick Buss, Grand Marshal John Tilden, Grand Councilor Bernie Schulz, Grand Councilor Jonathan Burns, Grand Councilor Roberto Coquis, Grand Councilor Justin LaRoche, Grand Councilor Dane Leasure, Grand Councilor Brian Thomas. Grand Historian Bob Kutz arrived around 8:45 PM.

Absent: Grand Secretary Joe Zimmerman, General Counsel Bryan Proctor

Guests: CEO Owen McCulloch, VP Fraternity Operations Dan Duncan, Dir. of Communications and Volunteer Initiatives Steve Latour, ATO CEO Wynn Smiley.

Carver/Board Training

Guest Wynn Smiley, CEO of Alpha Tau Omega National Fraternity, spent two hours guiding refresher training in concepts of the Carver Governance Model (<http://www.carvergovernance.com/>). Mr. Smiley reviewed the basic concepts of the board-governance model, gave multiple personal examples, and fielded questions from those present. A few specific discussions centered around giving Monitoring Reports more reporting depth, as well as the possible problems with having a joint FTY-FDN Alumni committee developing suggested programs. Those present agreed Mr. Smiley's presentation was right on the mark for where they see themselves, and deemed the refresher training worthwhile.

Reports:

Foundation Report: Gale Wilkerson presented a one-page document summarizing the current status of the Foundation. Some highlights included: installation of 4 new board members, development of two additional Chapter Endowment Funds (Eta and Zeta chapters), the approval of a new Mission Statement and Strategic Fundraising Plan, and a growth of the Loyalty Fund annual donations to 20% over a year ago.

CEO Report: McCulloch gave a recap of 2008 Grand Chapter: successful financially, but we need more Undergraduates and Alumni to attend, and should revisit the schedule to ensure committee work is done prior to the event, not during (which will allow undergraduate delegates to attend educational sessions).

McCulloch reminded Grand Councilors of the opportunity to purchase their new GC ritual robes, gave an update on the Buffalo State and Baldwin-Wallace colonies, as well as the interest groups at Yale and University of New Hampshire. Expansion efforts at Davis & Elkins, Michigan State re-org, SUNY Plattsburgh, and Wake Forest re-org were also presented.

The new website was mentioned, and a reminder for Grand Councilors to make travel arrangements for the November 14-16 meeting in Chicago, IL was mentioned, along with a reminder of how Grand Councilors, chapter officers, alumni officers and staff are covered by the HRH Directors & Officer's Liability policy. A copy of the D&O policy was inserted into the board books.

GSP Report: GSP Ritter asked the Grand Council to consider allowing CEO McCulloch to telecommute from his home in Florida while it is being actively market for sale. He has been in Indianapolis for 6+ months separated from his family, and his last few months he has been traveling such that the number of days he spends in the office is nominal (August: 5 days, July: 9 days, June: 8 days, May: 10 days). CEO McCulloch is requesting consideration with the following guidelines: he will physically be in the HQ office at least 5 days a month, housing during his office time will not be at the expense of the Fraternity; travel expenses will be continued to be paid for by the Fraternity, but CEO McCulloch's home airport will be Jacksonville, Florida; he will continue to actively market his home for sale with the goal or relocating his family to Indiana as soon as possible.

GM Tilden moved to table CEO Relocation discussion to next meeting on Saturday morning; seconded by GC Coquis. Motion fails.

GC Schulz moved to allow CEO McCulloch to work from his home office in Jacksonville, while maintaining 1-work week in the HQ office, to be revisited in January 2009; seconded by GC Burns. Motion carries unanimously.

GC Burns motion to adjourn meeting until following morning at 8 AM; seconded by all present. Motion carries.

Meeting adjourned at approximately 9:30 PM until following morning, Saturday, September 20, 8 AM.

Minutes of the Grand Council Meeting Carmel, Indiana, September 20, 2008

Called to Order: 8:05 AM by GSP Ritter

Roll Call: Grand Senior President Rich Ritter, Grand Junior President Jeff Hoffman, Grand Treasurer Rick Buss, Grand Marshal John Tilden, Grand Councilor Bernie Schulz, Grand Councilor Jonathan Burns, Grand Councilor Roberto Coquis, Grand Councilor Justin LaRoche, Grand Councilor Dane Leasure, Grand Councilor Brian Thomas, Grand Historian Bob Kutz.

Absent: Grand Secretary Joe Zimmerman, General Counsel Bryan Proctor

Guests: CEO Owen McCulloch, VP Fraternity Operations Dan Duncan, Dir. of Communications and Volunteer Initiatives Steve Latour.

Old Business:

Approval of August meeting minutes. Meetings included August 7, 2008, August 9, 2008 and Grand Chapter plenary session minutes.

GT Buss moves to approve August meeting minutes, seconded by GJP Hoffman. No discussion. Motion carries.

Establish Schedule for Monthly Conference Calls

GSP Ritter proposed schedule included with GC Board Books. Discussion regarding day of week/time for teleconferences to the 2nd Wednesday of each month at 8 PM Eastern time.

GC Leasure moved monthly meeting schedule with amended teleconference dates, seconded by GC LaRoche. Motion carries.

Establish Monitoring Report schedule for Ends and Executive limitations.

Discussion regarding frequency and timing for 2.4, 2.5 and 2.7. See below table for approved schedule.

GC Leasure moved monitoring report schedule for Ends and Executive Limitations with modified schedule, seconded by GC LaRoche. Motion carries.

Establish Monitoring Report schedule for Governance Process and Board-CEO Linkage.
 Discussion regarding frequency and timing for 3.5 and 3.8. See below table for approved schedule.

GC Leasure moved monitoring report schedule for Governance Process and Board-CEO linkage with modified schedule, seconded by GC Thomas. Motion carries.

Approved Monitoring Report Schedule

Agenda Item	Fall Meetings				Winter Meetings				Spring Meetings			
	Sep	Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug
Monitoring Reports												
ENDs	1.1C, 1.1D, 1.1F					1.1A, 1.1B, 1.1E			1.1G, 1.1H			
Executive Limitations	2.7	2.1, 2.2, 2.3	2.4, 2.5		2.0	2.4, 2.5	2.1, 2.2, 2.9		2.4, 2.5		2.1, 2.2, 2.3,	2.4, 2.5, 2.6, 2.8, 2.9, 2.10
Governance Process		3.5, 3.8						3.0, 3.1, 3.2, 3.3, 3.4,	3.8	3.6, 3.7		Conflict of Interest Forms
Board/CEO Linkage										4.0, 4.1		4.2, 4.3, 4.4
Committee Reports	X					X			X			
Hold Items	X	X	X	X	X	X	X	X	X	X	X	X
Board Education	X (even years)											
Linkage with Owners	X		X						X			
Ends Development	X (odd years)					X						

Establish Cost of Governance Limits for 2008-2009

Discussion of Governance Budget proposed by GSP Ritter and staff.

Governance Category	Budget 2007-08	Actual 6/30/08	Difference	Proposed 2008-09	Notes
Training	\$ 3,000	\$ 3,330	\$ (330)	\$ 3,000	Specific Trng., NIC mtg., FEA Symposium
Audit	\$ 9,000	\$ 9,800	\$ (800)	\$ 12,000	The estimate received for our audit is \$12,000. We have not yet received the bill.
Surveys	\$ 5,000	\$ 180	\$ 4,820	\$ 1,000	Monthly fee for online survey
Meetings	\$ 9,000	\$10,943	\$ (1,943)	\$ 12,000	Conference calls, Lodging, Travel, Food, Misc. Mtg. exp.
TOTAL	\$26,000	\$24,253	\$ 1,747	\$ 28,000	

GJP Hoffman moved to approve proposed Governance Budget, seconded by GC Leasure. Motion carries.

Agenda Planning Schedule

GSP Ritter proposed the following topics for future meeting consideration at the face-to-face meetings of the Grand Council: 2010 and Beyond; Volunteerism; National Influence/NIC role; Monitoring Reports/Ends. Grand Councilors directed GSP Ritter to put the topics he felt appropriate onto future meeting schedules.

Move Policy 2.7-5 to 2.5-12

This is a fiscal accountability policy, and discussion revealed the GC felt it was more appropriate under a different section.

GT Buss moved to approve proposed policy reorganization, seconded by GC Leasure. Motion carries.

Approve overall Work Plan with changes as previously voted on

GC Leasure moved to approve overall Work Plan; seconded by GC Thomas. Motion carries.

Request for Expulsion from Kevin Jones, Washington '08

Mr. Jones had previously requested expulsion because he no longer attends the University of Washington and wants to pledge another national Fraternity (Sigma Chi); CEO McCulloch denied his request on the basis that his request was inappropriate as Expulsion is only used as a disciplinary action. Mr. Jones requested the Grand Council consider his expulsion. The Grand Council considered the following resolution put forth by GH Kutz:

Resolved: Whereas Kevin Jones, Mu Chapter '08, has requested disaffiliation or expulsion from Alpha Sigma Phi, and whereas Brother Jones is in good standing and has not so far as Alpha Sigma Phi is aware engaged in conduct warranting expulsion, and whereas Brother Jones is no longer matriculating at the University of Washington or any other institution where Alpha Sigma Phi has a chapter and good cause appearing, be it resolved that the resignation of Kevin Jones from membership in Alpha Sigma Phi be accepted and that Mr. Jones is hereby released from his obligations and privileges of membership in Alpha Sigma Phi.

GC Burns moved to approve the resolution for expulsion of Kevin Jones, seconded by GM Tilden. Motion carries.

Grand Chapter Advisor Recommendations

The following brothers were recommended for Grand Council approval as Grand Chapter Advisors: Justin Andolina, Bentley '04 for Bentley University; Edward Bello, Hartwick '76 for Hartwick College; Michael Young, Murray State '94 for Murray State University; David

Wojewodka, Akron '07 for University of Akron; Richard Buss, UNC-Charlotte '90 for University of North Carolina – Charlotte; and James Eggers, Rio Grande '95 for University of Rio Grande.

GT Buss moved to approve the recommended GCA's, seconded by GC Coquis. Motion carries.

Resolutions for Michigan (100), Barton (50) and Presbyterian (80) Chapter Anniversaries.

GC Leasure moved to approve the resolutions, seconded by GC Schulz. Motion carries.

New Business:

Financial Statement Update.

VP Fraternity Operations Dan Duncan gave a report of our unaudited year-end fiscal standing. The report is included in the Grand Council board books.

Annual Report

Director of Communication and Volunteer Initiatives Steve Latour gave an update on the status of the Annual Report. All Grand Councilors will be asked for revised/refreshed biographical information. Per GC Buss' request, Latour will provide a template for the bio.

Joint Alumni Task Force

GC Schulz presented and distributed a report on the meetings and discussions to date of the Joint FTY-FDN Alumni Task force, comprised of members of the Foundation and Fraternity executive boards.

At the last meeting, the committee was presented with a charge from GSP Ritter:

Joint FTY/FDN Alumni Task Force Committee Charge: To develop a unified plan for increasing engagement of Alpha Sigma Phi alumni.

The plan should recognize that there is value in presenting a cohesive message and approach since alumni often do not discern a difference between contact with or from the Fraternity and the Foundation. Therefore without a cohesive plan confusion and diminished effectiveness will result. The plan must also recognize that for the Fraternity, engaged alumni means supporting undergraduate chapters through the Chapter Council model, resulting in stronger chapters while for the Foundation, engaged alumni means recognizing the relevance of their Fraternity experience, and the need to support the continuation of it through financial support of educational programs.

The committee should focus on ways to increase alumni engagement that will be mutually beneficial to both the Foundation and Fraternity. Considering that the Fraternity operates in

an environment of limited resources and is financially committed to its strategic plan that runs through 2010, a blue print for supporting the recommendations so that they can be sustained and increased over time will be essential to success.

Strategic Plan Tracker – Review progress to date

CEO McCulloch took the Grand Council through highlighted portions of the Strategic Plan Tracker. While some portions of the tracker were helpful in describing actions taken to achieve specific ends, overall the process was awkward at times, leading into multiple, sometimes unrelated discussions about internal operational items.

Prioritization of Strategic Objectives

The Grand Council took the eight strategic objectives and had an open discussion about prioritizing what they felt were the most important ones for CEO McCulloch to focus efforts upon. Good discussion was had about the importance of not ignoring items currently being done, but rather to help clarify what the Grand Council feels the most important areas are to show progress in. After much discussion, the following prioritization order was approved:

1. Chapter level Parent, University and Alumni Involvement
2. Member Recruitment
3. Brotherhood Development
4. Induction to the Brotherhood
5. Ritual Values
6. Character Development
7. Leadership Skills
8. Life Skills

Financial Requirements of the Strategic Plan for the Foundation

CEO McCulloch presented suggested amounts to present to the Foundation for consideration in their fundraising efforts.

Chapter Endowment type	Annual Level	Chapter Endowment	Additional Endowment Funding
<u>Chapter Endowment</u> Academic Scholarships	\$1000	\$20,000 per chapter	
<u>Chapter Endowment</u> TBTM Scholarships	\$1000	\$20,000 per chapter	
<u>Chapter Endowment</u> Campus Leadership Programs	\$500	\$10,000 per chapter	
<i>Subtotal Chapter Endowments</i>	\$2,500 per year (\$187,500 annual total)	\$50,000 per chapter	\$3,750,000 total for 75 groups
Educational Program Support	Annual Level		Additional Endowment Funding
Volunteer Program Support	\$100,000		\$2.0M endowed
GCA Training/Education	\$15,000		\$300K endowed
Wolf Distinguished Leadership Scholarship	Estimated \$25,000 total at \$500 per leader		\$500,000 endowed
GSP Award Scholarships	\$15,000		\$300K endowed
RFBurns Leadership Institute	\$125,000		\$2.5M endowed
Academy of Leadership	\$110,000		\$2.2M endowed
Young Professional Transition Program	\$50,000 year one / \$15,000 annual recurring expense	110,000 for first five years	\$300,000 if endowed to generate needed \$15,000 per year
<i>GRAND TOTAL (includes Chapter Endowments)</i>	\$592,500		\$11,850,000
ASP Housing Company			\$5M minimum additional

At 4:05 PM the Grand Council moved to Executive Session

At 4:45 the Grand Council reconvened for Suggestions for the Good of the Society.

With no further business, GM Tilden moved to adjourn the meeting; seconded by GT Buss. Motion carried and the meeting adjourned at 4:50 PM.

Grand Councilors retired to Kevin and Jody Garvey's home in Zionsville for dinner.

Respectfully Submitted:

A handwritten signature in black ink that reads "Owen McCulloch". The signature is written in a cursive style with a long, sweeping underline that extends to the right.

Owen McCulloch, CEO

Joe Zimmerman, Grand Secretary

Minutes of the Grand Council Teleconference
Wednesday, October 8, 2008, 8:00 EDT

Called to Order: 8:02 PM by GSP Ritter

Roll Call:

Present: Grand Senior President Rich Ritter, Grand Junior President Jeff Hoffman, Grand Treasurer Rick Buss, Grand Secretary Joe Zimmerman, Grand Marshal John Tilden, Grand Councilor Jonathan Burns, Grand Councilor Justin LaRoche, Grand Councilor Dane Leasure, Grand Councilor Ed Lenane, Grand Councilor Bernie Schulz, Grand Councilor Brian Thomas, Grand Historian Bob Kutz, General Counsel Bryan Proctor

Absent: Grand Councilor Roberto Coquis

Guests: CEO Owen McCulloch, VP Fraternity Operations Dan Duncan, VP Fraternity Services Ryan Brown, Dir. of Communications and Volunteer Initiatives Steve Latour.

Reports:

Foundation Report: GC Burns reported the Foundation investment committee met on 10/8/08, and that there have been some potential financial losses on the endowment (-9.2%) due to the current market. A possible short-term solution has been presented for the Foundation to invest in hedge funds. He also reported the Joint FTY-FDN Alumni Task Force was busy in committee meetings, and was looking for additional guidance from FDN CEO Wilkerson and FTY CEO McCulloch, and that the FDN would like to see the FTY provide additional alumni programming support. After his report, GC Burns departed the meeting at 8:07 p.m.

GSP Report: GSP reported that the November GC meeting in Chicago will focus on discussions around Strategic Ends for future meeting topics, and that specific items to be discussed will include a report on a training program for undergraduate members of the Grand Council, and a roll-out of the new national website. He reported CEO McCulloch is working on a new Strategic tracker tool for a future meeting.

Additional GC face to face future meeting topics: February will be “2010 and beyond”, Volunteer Initiatives and the FTY-FDN Alumni Task Force Committee. The May meeting will have a focus of National Housing. The August meeting will include a joint FTY-FDN meeting, and will also address the Grand Council’s role in the annual financial audit.

CEO Report: CEO McCulloch submitted a report that included the following topics: logistical information for the November 14-16 Grand Council meeting in Chicago, IL; Delta Theta

Chapter (Radford) Administrative Suspension; update on current colonies at Buffalo State and Baldwin-Wallace; update on new national website and database upgrade; departure of staff member Beth Conder; Grand Councilor support of new GC robes; and updated Board Book items.

GT Buss inquired about the new website. Staff member Latour explained new website will be available to “play with” by November 1st; some delays are due to integration with Patriot website. Brother Latour also mentioned that the current website would be available through January 1st, 2009, while the “kinks” were worked out with the new website.

GC Lenane suggested/requested list of Chicago attendees/invitees prior to the event so he can take the opportunity to follow up with specific brothers and encourage them to attend.

General Counsel Report: General Counsel Proctor gave a recap of the attempted assault at a Delta Theta Chapter (Radford) party by a male guest on a female guest. CEO McCulloch added he is sending two staff members, Duncan and Brown, to the Radford campus to support the chapter and the investigation into the event.

Proctor also notified the Grand Council that CEO McCulloch had received a letter informing ASP, Inc. that a lawyer has been retained to represent the estate of deceased member Kevin MacDonald, Washington '07, Omega '08.

Consent Agenda Items

GS Zimmerman presented the September meeting minutes for approval. GSP Ritter asked to have the minutes clarified regarding the approval for CEO McCulloch's telecommuting: approval was given for McCulloch to telecommute through December 2008, with the matter to be revisited on the January 14, 2009 Grand Council Teleconference call.

GC Schulz moved to approve the September meeting minutes with the clarification; seconded by GC Lenane. Motion passes.

Old Business

GSP Ritter said he would entertain a motion to amend the Board Book, Governance Policy 3.8 to reflect the governance budget approved at the September meeting.

GT Buss moved to amend the Board Book Governance Policy to reflect the approved governance budget; seconded by LaRoche. Motion passes.

GSP Ritter put forth the Spring 2009 proposed Grand Council face to face meeting dates for discussion.

GC Lenane moved to hold a Grand Council meeting May 29-31, 2009; seconded by GC Tilden. Motion passes.

GC LaRoche moved to hold a Grand Council meeting August 7-9, 2009; seconded by GC Thomas. Motion passes.

New Business

CEO McCulloch presented Monitoring Reports 2.1, 2.2, 2.3 for Grand Council approval. He noted that these reports (previously reviewed in August) had additional information attached to each of them, working to support the desire of the board and CEO to provide meaningful and substantive monitoring reports.

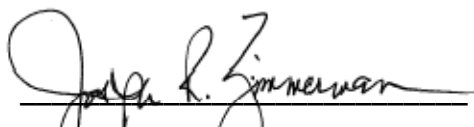
GC Lenane mentioned he did not have a great deal of lead time prior to the meeting to review the materials; others concurred.

Lenane moved to table Monitoring Reports 2.1, 2.2, 2.3 to the November meeting of the Grand Council; seconded by GC Thomas. Motion passes.


With no further business on the agenda, GC Leasure moved to adjourn; seconded by GC Lenane. Motion passes.

Meeting adjourned at 9:05 PM.

Respectfully Submitted:



Joe Zimmerman, Grand Secretary



Owen McCulloch, CEO

**Minutes of the Grand Council
Meeting of November 15, 2008
Chicago, Illinois Hyatt Regency**

Call to order: 8:02 AM by GSP Ritter.

Roll Call:

Present: Grand Senior President Rich Ritter, Grand Junior President Jeff Hoffman, Grand Treasurer Rick Buss, Grand Marshal John Tilden, Grand Councilor Jonathan Burns, Grand Councilor Roberto Coquis, Grand Councilor Justin LaRoche, Grand Councilor Dane Leasure, Grand Councilor Ed Lenane, Grand Councilor Bernie Schulz.

Absent: Grand Secretary Zimmerman, Grand Councilor Thomas, Grand Historian Kutz.

Guests: General Counsel Bryan Proctor, ASP Foundation CEO Gale Wilkerson, ASP Foundation Board Member John Anderson, CEO Owen McCulloch, VP Fraternity Operations Dan Duncan, Dir. of Communications and Volunteer Initiatives Steve Latour.

Consent Agenda Items

GC Lenane moved to approve the Consent Agenda Items as listed on the agenda. Seconded by Leasure. Passes by voice vote.

Reports

GSP Report: Submitted a written work plan for the Council's consideration. Submitted a sample letter outlining his intent to hold a conference call with past Grand Senior Presidents, but that there was no agenda yet developed for the call.

Ritter met with FND Chair Brian Jump recently. Main points were: Fraternity's definition of alumni involvement; FDN Chairman Jump informed Ritter he would be interested in attempting to raise the grant to the FTY to \$500K in the next few years. Jump indicated the need of additional support from "Official Family" to achieve goal. Jump invited Ritter to attend the Foundation's February meeting in Florida; Ritter plans on attending.

CEO Report: CEO McCulloch thanked the Grand Council and the Foundation for their participation in the Friday evening Foundation Update reception. He reviewed the written CEO Report as submitted. There was a protracted discussion on the new Volunteer Summary, which Grand Councilors agreed did a good job of showing the volunteer status of a chapter. Latour shared screen shots of the new national website and recruitment website. Questions arose about the security & data privacy standards; Latour informed the Grand Council that the policy had been revised by staff and approved by General Counsel, and was currently on the website. LIVESTRONG philanthropy was discussed; suggestion was given to include universities when press release goes out regarding the philanthropy.

Ritter raised questions about the status of the reorganizing chapters at MSU and WFU; McCulloch said staff would take it under advisement to determine the appropriate way of handling the reorganizing of a chapter. GSP Ritter asked for an update at the next meeting for MSU and WFU to include if they are officially in 'compromised' status according to constitutional definitions to trigger necessary board action.

A question was asked about sending out a detailed Grand Chapter Update; it is being included in the next issue of *The Tomahawk* to all brothers. Most of our publications (TBTM revision, Ritual Book, next *Tomahawk*, Annual Report) are targeted to be "put to bed" in December 2008 according to current schedules.

Foundation Report: Foundation CEO Wilkerson reported on three main points regarding the Foundation.

- 1) The Foundation continues to enjoy a "warm, nurturing relationship with the Fraternity".
- 2) As of 10-31 the Foundation donations are running 10-15% ahead of the 2007 year to date, and that the next 6 weeks will tell the tale. Wilkerson is hoping the year end gifts come in strong and keep the momentum moving, but realizes that a lot of the giving in 2008 came in early and may lead to a dearth of gifts later in the year.
- 3) Wilkerson reported the value of the Foundation's net assets have decreased by 22% at 10-31-08. In that same time, the Dow has decreased nearly 35%. Wilkerson credits the loss not being greater to an outstanding Investment Committee, and an allocation shift into cash done in the spring. A Q&A followed with Wilkerson and GC members.

Wilkerson reported the Board Development committee was meeting the next week to identify potential board candidates. He asked if GC knew of potential candidates, to let him know. The Foundation hopes to add 3 additional members to come up to the full complement of 15 directors.

Wilkerson reported growth in two giving campaigns in particular:

	<u>2007</u>	<u>2008</u>
Phoenix Society	25 donors	288 donors
GOLD Program	81 gifts	372 gifts

Wilkerson reported the existence of two housing endowments: Ohio State (Zeta) and Illinois (Eta).

Joint Alumni Task Force Report: GC Burns gave a PowerPoint presentation (credit given to FDN Board member Ron Fischer) and verbal update on the progress and findings of the Joint Alumni Task force to date. Major takeaways: we need more alumni engagement opportunities, need to understand our market, and need to identify ways to fund the support of the need.

Meeting Break: Meeting recessed at 10:20 AM. GSP Ritter recalled the meeting at 10:36 AM.

Linkage Report: GC Schulz distributed a handout and gave an oral report on the Grand Council's recent linkage events.

Old Business

Monitoring reports 2.1, 2.2, & 2.3 were brought from the table by Ritter. McCulloch lead the Board through the reports. McCulloch was asked to provide examples of the *Brotherhood Bulletin* and a sample of the Patriot text-note complaint tracking as supporting background information. The report on Policy 2.3 was amended to reflect that in sub point 4 to strike the second sentence regarding quarterly information to staff, and in sub point 3 to amend it to reflect that no such reports have been filed.

GC Leasure moved to approve Monitoring Reports 2.1, 2.2 and 2.3 with the amendments to Monitoring Report 2.3; seconded by GT Buss. Motion passes by voice vote.

New Business

McCulloch presented the monitoring report on Policy 2.4 - FINANCIAL PLANNING AND BUDGETING. The Fraternity budget for the current year was presented and discussed.

GC Schulz moved to approve Monitoring Report 2.4; seconded by GC Lenane. Passes by voice vote.

McCulloch presented the monitoring report on Policy 2.5 - FINANCIAL CONDITION AND ACTIVITIES. Numbers presented were reflective of the financial prior to receiving the official audit in the following week. Discussion was to postpone the review of Policy 2.5 pending updated numbers from the audit.

GC Schulz moved to table approval of Monitoring Report 2.5 until December pending update of the 2007-08 audited numbers; seconded by GC Lenane. Passes by voice vote.

Latour presented the slate of GCAs to be approved by the Grand Council. With discussion the Board wants GC Coquis to help clarify the GCA candidate identification and selection process on behalf of the board.

GT Buss moved to accept GCA nominations as presented, second by GC Coquis. Motion carries by voice vote.

GSP Ritter presented a memo from CEO McCulloch regarding Grand Council action to dissolve the pension for Joanna Burns, who passed on November 7, 2008.

GC Lenane moved to dissolve the Joanna Burns pension agreement as a result of her recent passing; seconded by GC Leasure. Motion carries by voice vote. The abstention of Jonathan

Burns was noted. Burns asked that notice be jointly mailed to co-executors Bruce and Jonathan Burns.

GSP Ritter recessed the meeting at 11:54 AM for a lunch break.

GSP Ritter reconvened the meeting at 12:55 PM.

GC LaRoche presented a report on the UG Grand Councilor Roles/Grand Council Mentor Program.

GC LaRoche moved to accept the positions with the following slate: UG Linkage – Leasure; UG Philanthropy – LaRoche; UG Recruitment – Thomas; seconded by GC Leasure. Slate passes by voice vote.

GSP Ritter formed an ad-hoc committee: Grand Council Mentorship Process, and appointed GC LaRoche as Chairman. No motion required.

VP Fraternity Operations Dan Duncan presented the 2007-2008 audited financial statements, the management letter, and the SAS 112 letter. The Council reviewed each one separately.

GT Buss moved to accept the audited financial statements, the management letter, and the SAS 112 letter as submitted, second by Lenane. Motion passes by voice vote. Buss offered an update on plans to form an audit committee with GJP Hoffman and GM Tilden, with potentially two more non-board members with financial/audit experience.

GJP Hoffman led a discussion about the support that the Alpha Sigma Phi Foundation receives from the Grand Council. Currently 90% of the Grand Council support the Educational Foundation.

GM Tilden moved that the expectations of the Grand Council, contained in the application form, be amended to: “Each Grand Council member, as an expectation of board membership, will make an annual donation to the Alpha Sigma Phi Educational Foundation at a level of his own choosing.” GJP Hoffman seconded the motion. Passes by voice vote.

GSP Ritter recessed the meeting at 3 PM for a break.

GSP Ritter reconvened the meeting at 3:20 PM.

GSP Ritter led a discussion on the ENDS.

GT Buss moves that 1.1B-3 be modified to read “Each GCA will have completed specific training on their roles and responsibilities yearly.” Seconded by GC Lenane. Motion passes by voice vote.

GC Burns moves regarding 1.1C-4 that “the fraternity will achieve a 25% increased membership from the 04-05 year baseline through expansion and through chapters

exceeding their respective campus fraternity size average by the end of the 09-10 academic year.”; seconded by GM Tilden. GSP Ritter determines that motion passes by voice vote. Lenane moves for an appeal of the chair’s ruling; seconded by Buss. Motion carries. Hand vote conducted: 4 in favor, 5 against; motion fails.

GC Burns moves that Policy 1.1C-4 be revisited at the next meeting, with GC Lenane to draft motion to amend; seconded by GC Leasure. Motion passes by a voice vote.

GC Lenane moves that Policy 1.1C-5 be revisited at the next meeting; seconded by GC LaRoche. Motion passes by a voice vote.

GC Schulz moves to adopt Policy 1.1i “Alumni Engagement” to be monitored in summer and winter; seconded by GC Lenane. Motion passes by a voice vote.

GC Schulz moves that Policy 1.1i is added to the agenda for the December Grand Council teleconference; second by GC Coquis. Motion passes by voice vote.

Grand Council moved to executive session at 5 PM and adjourned at 5:56 p.m.