# Minutes of the Grand Council Meeting via Conference Call January 10, 2013

Call to order: 8:00 PM EST by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Treasurer Maurer, Grand Secretary Orendi, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Buss (arrived at 8:14PM), Grand Councilor Hoffman, Grand Councilor Lucas, Grand Councilor Gordon, Grand Councilor Pawley, Grand Historian Kutz and General Counsel Gnewkowski.

Absent: None

<u>Guests:</u> President and CEO Gordy Heminger, Vice President Matt Humberger and three representatives from Keeling and Associates, our consultants for the 2020 Strategic Plan

The representatives from Keeling and Associates provided an overview of the process that will be used to develop the Strategic Plan. A survey will be sent via email on January 11, 2013 with a deadline for completion of January 25, 2013.

#### Reports

<u>GSP Report:</u> Encouraged the Board to complete the survey by January 25, 2013. Reminder that Council correspondence with staff should always go directly through Executive Director. Council members are asked to copy GSP on all electronic correspondence with staff. Brother George Trubow, Past Grand Senior President, passed into the Omega Chapter on January 7, 2013. Flowers were sent to his wife, Sue, on behalf of the fraternity.

<u>CEO Report</u>: Written report submitted with additional information presented regarding the Sig Experience and growth.

<u>Foundation Report:</u> One conference call since the summer. Founders Day challenge exceeded the goal by about \$1,000. Focus on building Board of Advisors with goal of having 40+ members on the Board. Meeting next weekend with Board of Advisors at Academy of Leadership. Grand Council gave at 100% level last year. Reminder that Council members receive a credit of \$1500 to their Foundation giving history for each year served on the Grand Council in recognition of expenses incurred for serving on the Grand Council.

<u>CLVEN Report</u>: Update provided highlighting the partnership with University Lofts.

General Counsel Report: No report.

#### **Old Business**

Motion to approve the minutes from the December 6, 2012 Grand Council meeting. Motion by Brother Orendi, seconded by Brother Rusk to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 2.0, 2.6, 2.7 and 2.10 as submitted. Motion by Brother Lucas, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Motion to approve Monitoring Reports 3.8 and 4.0 as submitted. Motion by Brother Pawley, seconded by Brother Gordon. Motion passed unanimously by a voice vote.

Meeting adjourned at approximately 8:52 PM EST.

Respectfully Submitted:

Josh Orendi

# Minutes of the Grand Council Meeting February 22-23, 2013 in Orlando, Florida

Call to order: 7:30 PM EST on Friday, February 22, 2013 by Grand Senior President Proctor.

No business was conducted. The Grand Council received a high-level overview on Strategic Planning and the results of the Strategic Planning survey were presented and discussed by Keeling and Associates. The Grand Council stood in recess at approximately 9:30 PM EST until Saturday, February 23.

<u>Call to order:</u> 8:30 AM EST on Saturday, February 23, 2013 by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Treasurer Maurer, Grand Secretary Orendi, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Buss, Grand Councilor Hoffman, Grand Councilor Lucas, Grand Councilor Gordon and Grand Councilor Pawley

Absent: Grand Historian Kutz and General Counsel Gnewkowski

<u>Guests:</u> President and CEO Gordy Heminger, Vice President Matt Humberger and Director of Chapter and Colony Development Danny Miller

#### Old Business

Motion to approve the minutes from the January 10, 2013 Grand Council meeting. Motion by Brother Orendi, seconded by Brother Hinkley to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 2.4 and 2.5 as submitted. Motion by Brother Hinkley, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Motion to approve Monitoring Reports 3.5, 3.6 and 3.7 as submitted. Motion by Brother Pawley, seconded by Brother Buss. Motion passed unanimously by a voice vote.

Motion to approve the Chartering Recommendations for Gamma Colony, Delta Colony, Pi Colony, Beta Sigma Colony, Delta Omicron Colony, San Francisco State Colony and the Fresno State Colony. Motion by Brother Hinkley, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Grand Council stood in recess at approximately 8:45AM EST for purposes of developing the 2020 Strategic Plan.

Grand Council reconvened for purposes of conducting business at approximately 4:45PM EST.

Motion to approve Charge #1, #3 and #4 from the Ritual Review Committee as it relates to making changes and adjustments to the Ritual Manual relating to the following ceremonies: Colonization Ceremony, Chartering Ceremony, Milestone Service, Memorial Service, Grand Chapter Ceremonies, Grand Council Installation, Grand Chapter Advisor Installation, Chapter Officer Installation, Chapter Meeting Opening (only one opening which will remain a closed ceremony), Ritual Education and the Initiation Ceremony (replace Communications Director with Membership Education Director only); and giving permission for all open ceremonies to be placed on the Fraternity website; and for a smaller ritual manual to be reproduced containing only closed ceremonies. Motion by Brother Maurer, seconded by Brother Lucas. Motion passed unanimously by a voice vote.

Grand Council discussed the Ritual Review Committee's recommendation to combine the Preliminary Examination with the Pledge Ceremony and keep the Pledge Ceremony an Open Ceremony. No formal action was taken.

Motion to approve four recommendations as it relates to the Pledge Ceremony, specifically changing the name of Pledge Educator to Membership Education Director, removing non-ritualistic materials from the Ritual Manual and eliminating the term hoodwink and replacing it with blindfold. Motion by Brother Waters, seconded by Brother Pawley. Motion passed unanimously by a voice vote.

Grand Senior President Proctor provided a brief update as to the meeting he was involved with that occurred on Friday with Foundation Board Chairman Kroencke, Foundation CEO Thawley and Fraternity CEO Heminger.

Fall meeting date was set to coincide with RENEW on September 13-15 in Charleston, SC.

June face-to-face meeting date was set for June 8 in Indianapolis, Indiana.

Meeting adjourned at approximately 6:00PM EST.

Respectfully Submitted:

Josh Orendi Grand Secretary

# Minutes of the Grand Council Meeting April 11, 2013

<u>Call to order:</u> 8:00 PM by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Treasurer Maurer, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Buss, Grand Councilor Hoffman, Grand Councilor Lucas, Grand Councilor Gordon, Grand Historian Kutz and General Counsel Gnewkowski.

<u>Absent:</u> Grand Marshal Hughes, Grand Secretary Orendi and Undergraduate Grand Councilor Pawley

**Guests:** President and CEO Gordy Heminger and Vice President Matt Humberger

#### Reports

GSP Report: No report.

<u>CEO Report</u>: Written report submitted with additional information presented regarding early re-payment of building loan, ritual survey, annual report and awards deadline and philanthropy committee.

<u>Foundation Report:</u> Approximately 90 people attended the Foundation sponsored call with CEO Heminger; Capital campaign announcement now slated for August/September; exploring the creation of a Young Professionals Board of Advisors; staffing update provided

#### General Counsel Report-

Berkley appeal- Case has been remanded back to trial court. Plaintiff will now be able to file a third amended complaint. Will allege various nuisance claims not as a class action and will seek injunctive reliefe and damages

New Jersey IT- case resolved with no charge to the Fraternity or our insurance carrier. After arbitration we were found not to be liable.

#### **Old Business**

Motion to approve the minutes from the February 22,23, 2013 Grand Council meeting. Motion by Brother Waters, seconded by Brother Maurer to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 2.3 as submitted. Motion by Brother Hoffman, seconded by Brother Lucas. Motion passed unanimously by a voice vote.

Motion to approve Monitoring Reports 1:1A and 1:1B as submitted. Motion by Brother Buss, seconded by Brother Hoffman. Motion passed unanimously by a voice vote.

Motion to approve Monitoring Reports 3.0, 3.1, 3.2, 3.3 and 3.4 as submitted with the friendly correction offered by Grand Councilor Waters. Motion by Brother Waters, seconded by Brother Lucas. Motion passed unanimously by a voice vote.

Motion to approve the Chartering Recommendation for Keene State and Montclair State. Motion by Brother Hoffman, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Motion to approve the Strategic Plan as submitted. Motion by Brother Lucas, seconded by Brother Rusk.

Motion to strike the sentence "Alpha Sigma Phi's vision to better the world is built upon the Fraternity's fundamental promise to better the man" from the Vision Statement section. Motion by Brother Waters, seconded by Brother Hoffman. Motion passed unanimously by a voice vote.

Motion to approve the Strategic Plan with the one amendment approved by the Grand Council. Motion passed unanimously by a voice vote.

Motion to form the Audit Committee for the purpose of the 2013 Audit with Grand Treasurer Maurer as the Chairman. Motion by Brother Maurer, seconded by Brother Waters. Motion passed unanimously by a voice vote.

Meeting adjourned at approximately 8:37PM.

Respectfully Submitted:

Wichold J Goodon

Nick Gordon

**Undergraduate Grand Councilor and Acting Grand Secretary** 

# Minutes of the Grand Council Meeting May 9, 2013

<u>Call to order:</u> 8:00 PM by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Treasurer Maurer, Grand Secretary Orendi, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Hoffman, Grand Councilor Lucas, Grand Councilor Gordon, Grand Historian Kutz and General Counsel Gnewkowski.

Absent: Grand Junior President Hinkley and Grand Councilor Buss

Guests: President and CEO Gordy Heminger and Vice President Matt Humberger

#### Reports

<u>GSP Report:</u> Strategic Plan update provided; Working with CEO Heminger on 2012-13 performance review and variable compensation plan, as well as 2013-14 performance plan and variable compensation plan with the goal to simplify the process.

<u>CEO Report</u>: Brother in Delta Tau passed away over the weekend. An update was provided on Gamma Epsilon.

<u>Foundation Report:</u> Capital campaign announcement now slated for August/September with 3.5 million committed in pledges; exploring the creation of a Young Professionals Board of Advisors; staffing update provided

General Counsel Report- Brief update provided on UC-Berkeley case.

CLVEN Report - Written report submitted by Brother Rusk

<u>Audit Committee Report</u> – Brother Maurer finalizing the Audit Committee but it will consist of Brother Hinkley and Brother Rusk, along with several non-Board members

<u>Undergraduate Grand Councilor Search Committee Report -</u> Three candidates will be interviewing in Indianapolis during the June Grand Council Meeting.

#### Old Business

Motion to approve the minutes from the April 9, 2013 Grand Council meeting. Motion by Brother Orendi, seconded by Brother Pawley to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 1.1E and 1.1F as submitted. Motion by Brother Lucas, seconded by Brother Rusk. Motion passed unanimously by a voice vote.

Motion to approve the Governance Budget as submitted. Motion by Brother Pawley, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Meeting adjourned at approximately 8:38PM.

**Respectfully Submitted:** 

Josh Orendi

# Minutes of the Grand Council Meeting June 8, 2013 in Indianapolis, Indiana

Call to order: 9:00 AM on Saturday, June 8, 2013 by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Treasurer Maurer, Grand Secretary Orendi, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Buss, Grand Councilor Hoffman, Grand Councilor Gordon and Grand Councilor Pawley. Also in attendance were Grand Historian Kutz and General Counsel Gnewkowski

Absent: Grand Councilor Lucas

**Guests:** President and CEO Gordy Heminger and Vice President Matt Humberger

#### Reports

Grand Senior President's Report - Update on Grant

CEO Report - written report submitted and update provided on the Sig Experience

<u>Foundation Report – capital campaign update provided with August/September set for announcement</u>

CLVEN Report - Strategic Plan will be developed at August meeting

General Counsel Report - Update provided on current litigation

Audit Committee Report - Audit Committee finalized

#### **Old Business**

Motion to approve the minutes from the May 9, 2013 Grand Council meeting. Motion by Brother Orendi, seconded by Brother Maurer to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 2.4 and 2.5 as submitted. Motion by Brother Maurer, seconded by Brother Buss. Motion passed unanimously by a voice vote.

Motion to approve Monitoring Reports 1.1B and 1.1C as submitted. Motion by Brother Pawley, seconded by Brother Hughes. Motion passed unanimously by a voice vote.

Motion to approve Monitoring Report 3.8 as submitted. Motion by Brother Hinkley, seconded by Brother Rusk. Motion passed unanimously by a voice vote.

Motion to re-appoint Kevin Konecny and David Gatzke to the CLVEN Board of Directors as recommended by Fraternity staff. Motion by Brother Hinkley, seconded by Brother Pawley. Motion passed unanimously by a voice vote.

A discussion occurred over the final recommendation originating out of the Ritual Review Committee, combining the Preliminary Examination and the Pledge Ceremony. Past Grand Senior President Ritter called in for this portion of the meeting only.

Motion to conduct a mail vote for the purpose of aligning the constitution with the bylaws relative to Grand Council authority as it relates to the Ritual Ceremonies. Motion by Brother Maurer, seconded by Brother Buss. Motion failed by a 6-5 roll call vote with Hoffman, Buss, Gordon, Maurer and Hughes voting yes and Hinkley, Orendi, Rusk, Waters, Pawley and Proctor voting no.

Motion to approve the following award recipients as submitted by staff: Varner (Jonathan and Bruce Burns), Merit, Delta Beta Xi, Hargear (Aaron Cisco) and Grand Senior President's Cup (Ohio Wesleyan and Marshall). Motion by Brother Hinkley, seconded by Brother Rusk. Motion passed unanimously by a voice vote.

Meeting plan for 2013-14 was distributed by Grand Senior President Proctor. The schedule is as follows:

- Conference Calls on August 15, October 17, November 14, December 12, March 20, April 17, May 15 and June 19 at 8:00PM eastern time.
- No conference calls in July or January
- Fall face-to-face meeting will be held in conjunction with Renew.
- The February face-to-face meeting will be held February 14-16 at a location TBD.

Motion to approve four Anniversary Resolutions for Beta Nu, Delta Xi, Delta Omicron and Epsilon Xi. Motion by Brother Maurer, seconded by Brother Hoffman. Motion passed unanimously by a voice vote.

A discussion occurred regarding the information provided by staff as to the tactics to implement the 2020 Strategic Plan.

Grand Council recessed for lunch at Noon. Meeting reconvened at 1pm.

Grand Council conducted interviews for the one opening on the Grand Council. Grand Council interviewed Blake Jackson (Miami, Ohio), Andrew Hallacy (Georgia Tech) and Anthony Arajuo (NJIT). Motion by Brother Waters, seconded by Brother Hoffman to appoint Blake Jackson to the Grand Council. Motion passed unanimously by a voice vote.

A discussion continued regarding the information provided by staff as to the tactics to implement the 2020 Strategic Plan.

Grand Council adjourned to enter Executive Session.

Respectfully Submitted:

Josh Orendi

# Minutes of the Grand Council Meeting Conference Call August 15, 2013

Call to order: 8:02 PM EDT by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Treasurer Maurer, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Hoffman, Grand Councilor Lucas, Grand Councilor Pawley, Grand Councilor Jackson and General Counsel Gnewkowski.

Absent: Grand Historian Kutz, Grand Councilor Buss

Tardy: Grand Secretary Orendi (at Oklahoma State expansion) arrived at 8:11 EDT.

**Guests:** President and CEO Gordy Heminger

#### Reports

#### **GSP Report:**

- Update on Elevate tremendous success. "Staff did an amazing job putting on the program".
- At Elevate, Proctor and Gordy held a session on the 2020 Strategic Plan with approx. 150 attendees (undergrad & alumni) – the Plan was met with positive remarks from attendees.
- 2020 Endowment Fund: Well received by Zizzo, Kroenke, and Thawley
- Grand Council needs to send in attendance for Renew ASAP
- Compensation plan for Gordy will be sent out early next week, with discussion (and potentially vote) via e-mail.

#### **CEO Report:**

- Written report submitted via e-mail
- Echoed Bryan's positive comments about Elevate.
- Staff on the ground at Oklahoma State for expansion
- Staff traveling to current chapters/colonies over next few weeks for recruitment support
- Noted that Annual Report scores have increased over the past four years even with aggressive expansions.

#### Foundation Report:

- Foundation Staff and Board have been charged with increasing ownership in Foundation
  - o Board of Advisors and Young Professionals Board of Advisors created with this goal in mind.
- Foundation staff is operating under-budget
- There are currently 66 Chapter funds set up through the Foundation
- Full amount of grant (\$418,400) was given to Fraternity this year
- Capital campaign will be announced in September.
  - o \$3.5M (verbal and written) committed, \$480,000 "cash-in-the-door" already.

#### **CLVEN Report:**

- Recently held first face-to-face meeting since Grand Chapter 2012
  - o Discussed Strategic Plan for CLVEN with Keeling & Associates
- Loan request from Murray State for slightly less than \$10,000
  - o 50% of loan could be converted to grant if Murray State meets certain benchmarks
- Election Process leadership of the Board was re-elected. Wes Owen is the re-elected Chairman
- Question from Grand Councilor Jackson: How will we sustain housing funding with the new expansion efforts?
  - Housing Corporations important for receiving funds from CLVEN new groups need to seek
     Housing Corporations before seeking housing or loans
  - o What role does the Foundation play in supporting CLVEN? Conversations to-be-had.

Audit Committee Report: Audit process underway

General Counsel Report: An update was provided on current litigation

#### **Old Business**

Motion to approve the minutes from the June 8, 2013 Grand Council meeting. Motion by Brother Lucas, seconded by Brother Hughes to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 2.4, 2.5, and 2.8 as submitted. Motion by Brother Hinkley, seconded by Brother Rusk. Motion passed unanimously by a voice vote.

Meeting adjourned at approximately 8:34PM EDT.

Respectfully Submitted:

Josh Pawley
Grand Councilor

# Minutes of the Grand Council Meeting Charleston, SC September 14th, 2013

Call to order: 9:00 AM EDT by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Treasurer Maurer, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Buss, Grand Councilor Rusk, Grand Councilor Lucas, Grand Councilor Pawley, Grand Councilor Jackson and General Counsel Gnewkowski, Grand Historian Kutz

Absent: Grand Secretary Orendi, Grand Councilor Hoffman (in Foundation Board meeting)

<u>Guests:</u> President and CEO Gordy Heminger, Vice President Matt Humberger, Keith Morgan – Purdue '62, John Gibson – Indiana '85

#### Reports

**GSP Report:** Nothing to report

CEO Report: Expansion and recruitment is looking great

Halfway through expansions and already meeting benchmarks.

#### **CLVEN Report:**

- Received a report from Keeling & Associatess outlining a CLVEN Strategic Plan. Will review next week.
- A future GC meeting will cover more about CLVEN governance, policies, structure

Audit Committee Report: Audit process wrapping up, expect a formal report next meeting

General Counsel Report: An update was provided on current litigation

#### Brother Hinkley's Report:

- Looking into opportunity of purchasing the other 1/3 of the Fraternity Headquarters builing.
  - o Appraisal came in at \$1M.
  - o Figuring out terms and conditions with Eric Allan
  - Likely no action taken until February face-to-face, but will be cognizant of interest rates and may take action sooner if it is in the Fraternity's best interest.

#### **Old Business**

Motion to approve the minutes from the August 15<sup>th</sup>, 2013 Grand Council meeting. Motion by Brother Lucas, seconded by Brother Buss to approve the minutes as submitted. Motion passed unanimously by a voice vote.

Note – since the August 15<sup>th</sup>, 2013 conference call, an e-mail vote was taken regarding approval of the revised CEO Variable Compensation Plan.

#### **New Business**

Motion to approve ECU Chartering Recommendation. Motion by Brother Hinkley, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Brother Gibson gave his opinion and history on a Joint CEO. The Council had a brief discussion on Foundation leadership and our role in the upcoming discussions.

Brother Humberger handed out and then discussed the Expansion blueprint. This blueprint showcased the policies, structure, and plan of our strategic expansion.

Brother Proctor prepared the Council for the joint Foundation-Fraternity Board meeting. Brother Proctor presented a proposal for board consideration.

Meeting recessed at 11:19PM EDT for Foundation-Fraternity joint presentation and Lunch.

Meeting resumed at 2:08PM EDT.

Motion to approve Proposed Changes to Policy Manual as submitted by Brother Hinkley, seconded by Brother Pawley. Motion passed unanimously by a voice vote.

An open discussion about Foundation leadership was held. Brother Heminger and Brother Humberger left for part of the conversation so that the Grand Council could discuss in private.

Motion to adjourn by Brother Buss, seconded by Brother Lucas. Passed unanimously by voice vote

Meeting adjourned at 3:10PM EDT

Respectfully Submitted:

Josh Pawley

Undergraduate Grand Councilor

# Minutes of the Grand Council Meeting October 17, 2013

Call to order: 8:00 PM EST by Grand Senior President Proctor

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Secretary Orendi, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Buss, Grand Councilor Hoffman, Grand Councilor Lucas, Grand Councilor Jackson

<u>Absent:</u> Grand Treasurer Maurer, Grand Councilor Waters, Grand Councilor Pawley, Grand Historian Kutz and General Counsel Gnewkowski

<u>Guests:</u> President and CEO Gordy Heminger, Vice President Matt Humberger, Director of Chapter and Colony Development Danny Miller and Director of Alumni Engagement Denis Beaudoin

#### Reports:

<u>GSP Report:</u> Held Past GSP call; attended 150<sup>th</sup> anniversary celebration for Epsilon; Grand Council meeting will be February 14-16 in Denver – more details to follow

<u>CEO Report</u>: Written report submitted with additional information presented regarding the two board priorities, alumni engagement and growth

<u>Foundation Report:</u> No updated on capital campaign; Founder's Day Challenge kicking off with potential for some funds to go to 2020 fund

CLVEN Report: Update provided with detailed presentation at a future meeting

<u>Audit Report:</u> Update shared by Grand Senior President Proctor; Written report will be submitted by Grand Treasurer Maurer

General Counsel Report: A report was provided outlining current litigation.

#### Old Business:

Motion to approve the minutes from the September 14, 2013 Grand Council meeting. Motion by Brother Orendi, seconded by Brother Hughes to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business:**

Motion to approve Monitoring Reports 2.1, 2.2 and 2.3 as submitted. Motion by Brother Hoffman, seconded by Brother Rusk. Motion passed unanimously by a voice vote.

Motion to approve the Chartering Recommendation for University of South Florida. Motion by Brother Hinkley, seconded by Brother Lucas. Motion passed unanimously by a voice vote.

Motion to approve the proposed changes to the Grand Council Policy manual as presented by Grand Councilor Waters. Motion by Brother Rusk, seconded by Brother Hinkley. Brother Hinkley offered a friendly amendment to just remove CEO contract terms but keep Grand Councilor terms. Friendly amendment accepted by Brother Rusk. Motion passed unanimously by a voice vote.

The proposed charges for the 2014 Grand Chapter were introduced by Grand Senior President Proctor and CEO Heminger. Grand Senior President Proctor would like charges finalized no later than the January Grand Council meeting.

Motion to close the Gamma Epsilon chapter at SUNY-Buffalo as recommended by the staff. Motion by Brother Hinkley, seconded by Brother Hoffman. Motion passed unanimously by a voice vote.

Grand Council went into executive session.

Adjourned: 9:30 PM EST by Grand Senior President Proctor

Respectfully Submitted:

Josh Orendi Grand Secretary

# Minutes of the Grand Council Meeting by Conference Call November 7, 2013

#### Call to order:

8:03 PM by Grand Senior President Proctor

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Treasurer Maurer, Grand Secretary Orendi, Grand Marshal Hughes, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Buss, Grand Councilor Jackson, Grand Councilor Lucas, and Grand Councilor Pawley. Also in attendance were Grand Historian Kutz and General Counsel Gnewkowski

Absent: Grand Councilor Hoffman

**Guests:** President and CEO Gordy Heminger

#### **New Business:**

<u>Grand Senior President Summary</u> – The Alpha Sigma Phi Foundation search committee interviewed and recommended Gordy Heminger to enter into a management and employee lease agreement as written and shared with the Grand Council. The Foundation Board unanimously approved the recommendation of the search committee.

Call opened for discussion and questions.

Motion to approve the contract as modified by Brother Waters to include a clause on ethical conduct. Motion by Brother Pawley. Second by Brother Lucas. Motion passed unanimously by voice vote.

8:30PM Grand Council entered into Executive Session.

9:02PM Meeting adjourned

Respectfully Submitted:

Josh Orendi Grand Secretary

# Minutes of the Grand Council Meeting November 14, 2013

Call to order: 8:00 PM EST by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Secretary Orendi, Grand Marshal Hughes, Grand Treasurer Maurer, Grand Councilor Waters, Grand Councilor Rusk, Grand Councilor Buss, Grand Councilor Lucas, Grand Councilor Pawley, Grand Historian Kutz and General Counsel Gnewkowski

Absent: Grand Councilor Hoffman and Grand Councilor Jackson

<u>Guests:</u> President and CEO Gordy Heminger, Vice President Matt Humberger and Director of Chapter and Colony Development Danny Miller

#### Reports

GSP Report: No report.

CEO Report: Written report submitted.

<u>Foundation Report:</u> Gordy officially Joint CEO; Grand Senior President Proctor participated in conference call with Fraternity staff

<u>CLVEN Report</u>: No report. CLVEN meeting next week.

Audit Report: Report presented in New Business.

General Counsel Report: An update was provided on current and pending litigation.

#### **Old Business**

Motion to approve the minutes from the October 17, 2013 and November 7, 2013 Grand Council meeting. Motion by Brother Orendi, seconded by Brother Lucas to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 2.4 and 2.5 as submitted. Motion by Brother Pawley, seconded by Brother Rusk. Motion passed unanimously by a voice vote.

Motion to accept the Audit as prepared. Motion by Brother Maurer, seconded by Brother Waters. Motion passed unanimously by a voice vote.

Motion to approve the Chartering Recommendation for Salem State University. Motion by Brother Waters, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Motion to dissolve the Audit Committee. Motion by Brother Pawley, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

The proposed charges for the 2014 Grand Chapter were referenced by Grand Senior President Proctor and CEO Heminger. Grand Senior President Proctor would like Grand Councilors to submit any proposed additional charges to CEO Heminger by November 30, 2013 and would like charges finalized no later than the January Grand Council meeting.

Meeting adjourned at approximately 8:41PM EST.

Respectfully Submitted:

Josh Orendi

# Minutes of the Grand Council Meeting December 12, 2013

Call to order: 8:00 PM EST by Grand Senior President Proctor.

#### Roll Call:

<u>Present</u>: Grand Senior President Proctor, Grand Junior President Hinkley, Grand Secretary Orendi, Grand Marshal Hughes, Grand Treasurer Maurer, Grand Councilor Buss, Grand Councilor Hoffman, Grand Councilor Lucas, Grand Councilor Pawley and General Counsel Gnewkowski

<u>Absent:</u> Grand Councilor Rusk, Grand Councilor Waters, Grand Councilor Jackson and Grand Historian Kutz

**Guests:** President and CEO Gordy Heminger and Vice President Matt Humberger

#### Reports

GSP Report: Held 1st oversight committee call; provided update on Capital Campaign

CEO Report: Written report submitted

Foundation Report: No report.

<u>CLVEN Report</u>: No report with Brother Rusk absent; in written report to Grand Senior President Proctor, CLVEN is evaluating some informal requests for assistance

General Counsel Report: A report was provided outlining current litigation.

#### **Old Business**

Motion to approve the minutes from the November 14, 2013 Grand Council meeting. Motion by Brother Orendi, seconded by Brother Lucas to approve the minutes as submitted. Motion passed unanimously by a voice vote.

#### **New Business**

Motion to approve Monitoring Reports 4.1, 4.2, 4.3 and 4.4 as submitted. Motion by Brother Lucas, seconded by Brother Pawley. Motion passed unanimously by a voice vote.

Motion to approve the Chartering Recommendation for George Mason University. Motion by Brother Lucas, seconded by Brother Hoffman. Motion passed unanimously by a voice vote.

Motion to approve the proposed charges as submitted. Motion by Brother Hinkley, seconded by Brother Maurer. Motion passed unanimously by a voice vote.

Meeting adjourned at approximately 8:26PM EST.

Respectfully Submitted:

Josh Orendi