

ASSOCIATION OF GRADUATES
UNITED STATES AIR FORCE ACADEMY 

Board of Directors Teleconference
Sunday, 22 June 2008
1700 hrs (MDT)

Directors Present: Jim Wheeler '64, Chair; Pat Rosenow '76, Vice Chair; Bill Stealey '70, Treasurer; Steve Dotson '63; Steve Finch '65; George Van Wagenen '67; Bill Boisture '67; Allison Hickey '80; Terry Storm '61; Mike Flynn '95

Absent: Fred Gregory '64; Mike Banks '92, Secretary; Kevin Carmichael '77

AOG Staff Present: Gary Howe '69, CEO; Leslie Frank, CFO; Teri DeBellis, Executive Assistant

I. Call to Order

Jim Wheeler called the teleconference to order at 1700 hrs, MDT.

II. Review/Approval of Agenda

Jim Wheeler reviewed the Agenda, and recommended a re-order of topics for discussion, and certain topics would be discussed in Closed Session. Items discussed in Closed session were anonymous accusation of Board members, and the CEO.

Moved to Closed Session.

The closed meeting adjourned and moved to Open Session at 1756hrs.

The following motion was made by Steve Finch and seconded by Terry Storm.

MOTION: Since our members are graduates of the Academy, with the integrity and moral courage the Academy stands for, we expect that when one accuses another of serious mal or misfeasance that member ought to stand behind that allegation with his or her name. Consequently, neither the Governance Committee, nor the Board will investigate anonymous complaints from graduates unless the Governance Committee determines, by a majority vote, that there are compelling circumstances supporting an investigation. Absent a compelling reason otherwise, we expect graduates to have the moral courage to stand behind their charges of unethical behavior against brother/sister grads.

The motion passed unanimously.

CEO UPDATE

Gary Howe gave the Board a brief update of AOG Operations. He reported that the staff is preparing for Inprocessing on Thursday, June 19, at Doolittle Hall. There will be 1,369

Appointees. In addition, 415 people will be participating in the Bed & Breakfast. Gary also announced that Alex Chavarria has left the AOG.

Steve Dotson asked Gary for an update on the Academy's decision that LMAG payments may not be withheld from a cadet's pay. Gary said that he has meetings regarding LMAG on Monday, June 23, 2008 and would be able to give a report after his meetings.

The Board asked Leslie Frank, CFO how the AOG's finances looked for the close-out of the fiscal year. She informed the board that it is too early yet to report.

Gary reported that Amanda Brown has achieved a new record for matching gifts of more than \$220,000.

Appointment of Heritage Committee

Mike Flynn gave an update in the Heritage Committee and made the following motion.

MOTION: Move that the Heritage Committee be re-established with Steve Finch as committee chair and George Van Wagenen as a second director member.

Pat Rosenow seconded the motion and the motion passed unanimously.

Board Guidance to Nominating Committee for 2009 Elections

Terry Storm commented that the Board should put forth a slate of candidates. Mike Flynn discussed petitioned candidates versus recruited candidates. George Van Wagenen asked how the Nominating Committee would know who is best qualified and said the Board should nominate one person for each side of the issue. Steve Finch said that the Board should be specific about the people that they need and tell the Nominating Committee to look for people with a certain expertise. Steve Finch noted that the Board needs participation from graduates who have graduated within the past 10-12 years, however they don't tend to participate as much as older graduates. George Van Wagenen noted that the Nominating Committee should merely serve as an accreditation body; that anyone who volunteers should have their resume verified by the Nominating Committee and then the name should be placed on the ballot. It was noted that the Board should express support for those candidates who have specific skills sought by the Board. Steve Dotson stated that he will not support endorsements. He proposed that the Nominating Committee develop tough questions that the candidates must answer.. Jim Wheeler asked the directors to send Steve Finch their ideas through the Board Forum. Steve recommended closing the comments as quickly as possible.

The CEO reported that he is working on a draft plan for elections and will submit it to Pat Rosenow, Governance Committee Chair, as a strawman, for review by the committee and subsequent approval by the Board.

August Board Meeting

Gary Howe presented a draft schedule for the weekend of the next Board Meeting. The directors discussed having the Friday afternoon meeting an open session, then a social dinner to allow the Board members to meet the CEO candidate. Saturday's session

would include a Board vote on the CEO candidate. Steve Dotson would like the members of the Search Committee, as well as Randy Jayne and Bob Edmonds from Heidrick & Struggles to be invited to the meeting.

CEO Search Update

Steve Dotson reported to the Board that the Search Committee has selected a candidate for CEO who they feel is exceptional and will present that candidate to the Board at the August Board meeting. He said the members of the committee were unanimous in their decision. Terry Storm asked the Board if they were comfortable with the Committee presenting only one candidate to the Board. Bill Stealey stated that, since he cannot attend the August meeting, he would like to see a resume on the chosen candidate and reasons why he was the committee's choice.

MOTION: Steve Dotson moved to move to Executive Session to discuss the Negotiating parameters for the CEO benefit package. Terry Storm seconded the motion. The motion passed unanimously.

MOTION: Steve Dotson moved that Steve Finch and George Van Wagenen, along with himself, be the Negotiating team for the CEO benefit package. Steve Finch seconded the motion. Discussion followed. Terry Storm stated that he would like to be on the negotiating team. Steve Dotson said that he was fine with Terry acting as a consultant only. Allison Hickey stated that she also would like Terry Storm to be on the negotiating team.

Amendment to Motion: Terry Storm that the motion be amended to add himself to the negotiating team for the CEO benefit package. Allison Hickey seconded the motion. Steve Dotson, Steve Finch, and Mike Flynn opposed. The amendment passed.

The Board then voted on the new amended motion, in which Steve Dotson, Steve Finch, George Van Wagenen, and Terry Storm would be on the negotiating team for the CEO benefit package. The motion passed unanimously

Request to Move Donated Funds

There was discussion regarding moving John Martin's (Class of '69) funds to the USAFA Endowment (UE), as requested by Mr. Martin. There was also discussion regarding the Class of '62 request to have their class funds transferred as well. The Board made a determination on both issues, which will be reported at a later time.

AOG-UE Interaction

Steve Finch suggested that this topic be tabled until the next teleconference as Kevin Carmichael was unavailable at this meeting to discuss.

Board status report to the membership and Superintendent.

This topic was tabled for discussion at the next meeting.

The Board scheduled the next meeting, by teleconference, for Sunday, 29 June 2008.

The meeting adjourned at 2000 hrs.