ASSOCIATION OF GRADUATES
UNITED STATES AIR FORCE ACADEMY

BOARD OF DIRECTORS MEETING
BY TELECONFERENCE
SUNDAY, JULY 1, 2007
8:00 P.M. (ET)

MEMBERS PRESENT: Ed Eberhart '68, Interim Chair, Steve Finch '65, Vice Chair; Bill Boisture, '67, Treasurer; Steve Dotson '63; Mike Flynn '95; Marty France '81; Fred Gregory '64; Pat Rosenow '76; James Sanchez '90; George Van Wagenen '67; Jim Wheeler '64

AOG STAFF PRESENT: Jim Shaw '67, President & CEO; Deb Braun, Executive Assistant; Gary Howe '69, Vice President, Alumni Relations

OTHERS PRESENT: The attached roster indicates those members who expressed interest in listening to the open sessions.

I. CALL TO ORDER:

A quorum was reached at 8:05 p.m. (ET) and the special meeting of the Association of Graduates (AOG) Board of Directors (Board) of the United States Air Force Academy was called to order by Ed Eberhart, Interim Chair.

Jim Shaw reported that tonight's conference call is the first attempt for having the membership participate in a "listen-only" mode and participants would not be able to offer any remarks. He asked listen-only participants to offer suggestions to streamline procedures for future conference calls by sending an email to the AOG.

II. FIRST ORDER OF BUSINESS:

Ed Eberhart asked that Gary Howe serve as acting secretary until a Board Secretary is elected. There were no objections. Ed then asked Gary to review the AOG bylaws and *Robert's Rules of Order (RRO)* concerning the conduct of meetings and elections of officers by telephone. RRO discourages meetings by telephone and such meetings may be held only if specifically authorized in the bylaws. AOG bylaws do not contain a specific authorization for telephonic meetings but do say that votes may be taken by telephone. The bylaws also say that the first order of business of the new term is to elect the Board Chair and the second order of business is to nominate and elect officers. Both elections must be conducted by a quorum of the Board and it was decided that they should be conducted in open session. Election of the chair and officers is not a reason to hold an automatic executive session. A meeting may go into executive session when two-thirds of the directors present at a quorum of the Board direct a closed meeting.

Discussion followed regarding whether to conduct the official vote during tonight's teleconference or wait until the regularly scheduled Board meeting in August. Ed asked Jim

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Shaw to take a roll call of everyone present, for the record, to determine when the vote should be taken. The vote was 7-3 in favor of the election being held tonight during the teleconference. Marty France joined the teleconference after the vote was taken.

Bill Boisture – tonight	Mike Flynn – tonight	George Van Wagenen - tonight
Steve Dotson – tonight	Fred Gregory – tonight	Jim Wheeler - tonight
Ed Eberhart – August	Pat Rosenow - August	
Steve Finch – August	James Sanchez - tonight	

Ed confirmed that Bill Boisture, Steve Finch and Jim Wheeler were the candidates standing for election. The candidates were allowed time to give their reasons for wanting to serve as Board Chair. Bill gave his statement, withdrew his name from consideration and offered his support to Jim Wheeler. Steve Finch and Jim Wheeler both gave their statements respectively.

Ed then asked for a vote as to whether or not to go into Executive Session so that board members could question the candidates individually before moving back into open session to record the official vote. Jim Shaw took a roll call, for the record, and the vote was 10-1 in favor of going into closed session.

Bill Boisture – yes	Mike Flynn – yes	James Sanchez - no
Steve Dotson – yes	Marty France - yes	George Van Wagenen - yes
Ed Eberhart – yes	Fred Gregory – yes	Jim Wheeler - yes
Steve Finch – yes	Pat Rosenow – yes	

A motion was made and seconded for the Board to leave the open session conference call and proceed to the closed session conference call. There were no objections.

Executive Session:
Ed asked if any board members had any questions of the candidates. Following a question and answer period, Ed dismissed the candidates so the remaining board members could discuss the candidates and their qualifications for office. Ed made a motion for the Board to return to open session in order to vote. The motion was seconded and all were in favor.

Open Session:
Ed asked that a roll call be taken so each board member could state their vote for their candidate of choice. The results were 7 votes for Jim Wheeler; 3 votes for Steve Finch; and 1 abstention.

Bill Boisture – Wheeler	Mike Flynn – Finch	James Sanchez - Wheeler
Steve Dotson – Finch	Marty France - Wheeler	George Van Wagenen - Wheeler
Ed Eberhart – abstain	Fred Gregory – Wheeler	Jim Wheeler - Wheeler
Steve Finch – Finch	Pat Rosenow – Wheeler	

Steve Dotson made a motion to make the election unanimous. Jim Shaw took a second roll call and the vote was 8 in favor, zero opposed and 3 abstentions.

Bill Boisture – yes	Mike Flynn – abstain	James Sanchez - yes
Steve Dotson – yes	Marty France - yes	George Van Wagenen - yes
Ed Eberhart – abstain	Fred Gregory – yes	Jim Wheeler - yes
Steve Finch – abstain	Pat Rosenow – yes	

Ed then turned the meeting over to Jim Wheeler as the newly elected Board Chair.

Jim Wheeler began by thanking everyone and asked that they put forth a real effort to work together for the good of the AOG. He decided not to present his nominations for officers and asked the Board to solicit names and their personal thoughts for selecting officers and committee chairs. He will call another meeting within the next couple of weeks to validate recommendations for officers and committee chair positions. Jim also asked Jim Shaw to advise him of issues that need addressing in the near future as well as any long term priorities.

IV. ADJOURNMENT:

The Board Chair adjourned the meeting at 10:22 p.m. (ET).

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Approved
11 August 2007
Michael Banks
Secretary

Attachment: Roster of Listen-Only Participants