Provisional Minutes for AOG Board of Directors 16 October 2026 BOARD MEETING
October 16 2026

A meeting of the Board of Directors (the "Board") of USAFA Association and Foundation (the "Company"), was held on October 16 2026. Persons present in-person or telephonically were:

Directors Present: **Lt. Col. (Ret.) Catherine Almand '90, Chair; Dr. Lee Krauth '72, Vice Chair; Brig. Gen. (Ret.) Christopher "Mookie" Walker '88, Secretary; Christian Evans '08, Treasurer; Col. (Ret.) Hank Hoffman '63, Director; Lt. Col. (Ret.) Garry Dudley '68, Director; Col. (Ret.) Dan Bohlin '71, Director; Col. (Ret.) Bob Lowe '71, Director; Col. (Ret.) William "Trapper" Carpenter '73, Director; Lt. Col. (Ret.) Denny Merideth '73, Director; Lt. Gen. (Ret.) Rod Bishop '74, Director; Gen. (Ret.) David "DT" Thompson '85, Director; Lt. Col. Nate Dial '10, Director; Maj. Jennifer Palicka '11, Director; Maj. Alexander Fogassy '12, Director; Col. (Ret.) John Cinnamon '91, CAS President**

Directors Absent: **None**

Staff Present: **Mark Hille '97, President & CEO; Katie Willemarck, CFO; Kelly Banet, EVP of Development; Chris Bennett '93, EVP of Alumni Relations; Wyatt Hornsby, SVP of Marketing and Communications; Naviere Walkewicz, [title]**

Guest: Skip Morgan '72, Of Counsel

Notes: Director Fogassy and Director Hoffman attended virtually.

Call to Order / Moment of Silence / Pledge of Allegiance

The meeting was called to order at 8:03 AM. The Chair welcomed attendees both in Doolittle Hall and those joining online. The meeting was live streamed and recorded, with the recording scheduled to be posted for members within approximately one week. Secretary Walker conducted a roll call to establish quorum. Fifteen of sixteen directors were confirmed present, establishing a quorum for official business. The board observed a moment of silence for those serving, those who had served, and members of the Long Blue Line lost since the last meeting. The Pledge of Allegiance was recited.

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Approval of Consent Agenda

Director Merideth moved to remove the draft minutes from the 24 July 2026 board meeting from the consent agenda for separate consideration. Director Lowe moved to approve the consent agenda as amended with the removal of the 24 July 2026 minutes. Director Krauth seconded the motion. The motion carried by voice vote with no opposition or abstentions.

Director Merideth moved: "I move that the draft minutes be removed and put into the agenda."

The Chair asked for a motion "to approve the consent agenda as amended with removal of the 24th July 2026 minutes." Director Lowe moved: "I so move." Director Krauth seconded the motion.

Approval of Agenda

The Chair proposed moving the shared values item to precede item five, the report for information. Director Merideth seconded the motion, which carried by voice vote. The Chair then proposed moving the 24 July minutes approval to precede item fourteen. Director Dudley seconded this motion, which also carried by voice vote. The Chair made both changes to the agenda. A motion to approve the agenda in total was made and seconded by Director Dudley. The motion carried by voice vote with no opposition or abstentions.

The Chair proposed "moving the shared values... to item in front of item 5. In front of report for information." Director Merideth seconded.

The Chair proposed "moving the 24th July minutes approval to in front of item 14." Director Dudley seconded.

The Chair called for "a motion to approve the agenda in total." [speaker] moved the motion, and Director Dudley seconded it.

Key Decisions

- Approved reordering of agenda items to move shared values presentation and July minutes approval

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- Approved the agenda as amended

Shared values: COURAGE (SPFH 1-1)

The shared values presentation for the quarter focused on courage, the fourth core value from Space Force Handbook 1-1. The presentation noted that courage completes the values framework, as without it, the ideals of character, connection, and commitment cannot be fully realized. Guardians and airmen draw courage and strength from fellow guardians, enabling them to break through barriers, persevere despite adversity, and take on challenges. The presentation also addressed the board's duty of care, duty of loyalty, and duty of obedience.

Report for Information: Organizational Excellence Strategic Inquiry Summary

The summary of the 23 July strategic inquiry workshop on organizational excellence was distributed in the board book for information purposes. No action was requested, and the document was placed on file.

Membership Minute

The Chair reminded speakers that remarks were limited to two minutes to accommodate all speakers, must be germane to the AOG's mission, governance, or member services, and must be addressed to the board as a body. Thirteen speakers had signed up, though not all were present. DeAnna Franks, class of 1999, presented on behalf of USAFA Women, an affinity group established in 2023 to connect, inspire, and celebrate women who attended the United States Air Force Academy. The organization was formed to honor the 50th anniversary of women's entry into the academies in 2026 and serves as an affinity group with the Association and Foundation. Michael Rose, class of 1969, advocated for nationwide expansion of service academy leadership and ethics conferences through AOG chapters and members, citing the success of such programs in approximately twenty cities. Ronald Scott, class of 1973, discussed the value of integrity first and related virtues including honesty, courage, accountability, responsibility, justice, openness, self-respect, and humility. Kathryn Smith, class of 1982, thanked the board for support of the women's celebration in April, which drew approximately six hundred registrants, while noting some limitations on what could be done on the Academy reservation. Tanya Regan, class of 1980, called for ground truth and honest discussion about recent events, emphasizing the need for transparency and apology to enable the board to move forward effectively. Jody Merritt, class of 1989, requested that the board establish a clear, consistent policy allowing qualified

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board candidates access to member contact information for legitimate election purposes, consistent with Colorado law and members' privacy preferences.

Staff Reports

CEO Hille began by recounting his attendance at a service academy event in Pennsylvania where President Bush addressed cadets and midshipmen, emphasizing the importance of working together through differences in pursuit of the common good. The CEO presented updates on progress toward the joint strategic plan goals through 2028, noting that planning for the next joint strategic plan would begin in the coming year for approval by both boards in mid-2028.

Regarding engagement, the staff hosted a dynamic conference for chapter leaders over Labor Day weekend with nearly twenty-five chapters represented. The conference included meetings with Academy leadership, sharing of best practices, and candid discussions about needs and concerns. The NextGen Advisory Council presented their work to chapter leaders, transforming initial skepticism into productive discussions about how NextGen could help solve chapter challenges including drawing younger graduates and those on active duty. Survey data and event participation provided cause for hope regarding rising generation engagement, provided the board did not disenfranchise or disaffect younger graduates through its actions.

In philanthropy, the organization reported an outstanding year in contributions and earned revenue, with net assets strengthening and financial performance on track to meet operating objectives. Through the third quarter, the organization had nearly met the full year fundraising goal of thirty-seven million dollars, with especially strong results in planned giving. Several key projects received significant support including the Tuskegee Airmen Memorial, the DeBerry Endowment, Erdle Field, Class of '76 Echelon, the Visitor Center, and various endowments for graduate programs. Graduate participation increased six percent and the annual fund increased ten percent year over year, with largest gains among young graduates. The upcoming AOG board election showed a surge of interest, with the goal of achieving thirty percent participation, which would be the highest in several decades. General Mark Welsh and Matt Young are co-chairing the next comprehensive campaign planning effort, with General Thompson serving as the AOG representative. A report is expected in mid-2027 with the quiet phase beginning in 2028.

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Regarding stewardship, the team delivered the first enterprise risk model to the audit committees of both organizations. The model provided a starting point for classifying and monitoring risks across IT infrastructure and human dimensions. The budgets presented for 2027 demonstrated continued efficient operation. The organization worked with Board of Visitors members over the past two years to establish language in the 2027 NDAA focused on public-private project execution, which would provide new authorities for all three service academies to execute donor-supported projects.

In communications, the team prepared and sent summaries of Board of Visitors meetings to graduates and members as a service. Communication efforts about promotions, appointments, and assignments are having positive effects. The media and podcast program has hosted high-profile guests including the Chief of the National Guard Bureau, the CEO of United Airlines, the Deputy Administrator of NASA, and the superintendent. After four years of development, the program is being evaluated for potential expansion and sponsorship opportunities.

Regarding organizational excellence, the annual pulse survey completed in August showed dramatic increases in overall employee satisfaction and employee confidence. The organization was focusing on development and training opportunities for employees, recognizing that promotions were rare in a small organization but that deliberate professional development could be provided.

Chris Bennett provided an update on chapters, noting the recent passing of Greg Shuey from the Kansas City chapter, who had planned to attend the chapter leader conference. The organization listed sixty-four chapters on its website, with thirty-three considered active, eight “on life support”, three new and emerging, and approximately twenty in unknown status. Three chapters went dormant in 2026. Eleven chapters achieved distinguished chapter status in 2025. The chapter leader conference addressed topics including the purpose and role of chapters, distinguished chapter criteria, and graduate engagement strategies. Working groups were given homework assignments due at the end of October to update documents and processes. The organization is working to identify targets of opportunity for new chapters in areas with large pools of graduates, including training bases and large metropolitan areas. A new chapter is being established in Central Florida, with additional emerging chapters in New York City and San Diego.

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Actions

- Staff – Continue evaluation and evolution of media and podcast programming
- Staff – Provide personal and professional development opportunities for employees
- Chapter working groups – Submit homework assignments by end of October
- Staff – Identify and pursue opportunities for new chapters in target areas

Key Decisions

- Confirmed stretch goal of thirty percent participation for upcoming AOG board election
- Established timeline for next comprehensive campaign with report expected mid-2027 and quiet phase beginning 2028

Break

The board recessed at approximately 9:08 AM and reconvened at approximately 9:30 AM.

Committee Reports

Director Evans presented the Finance and Investment Committee motion. The Chair stated: "the motion on the floor is to approve the budget as presented. It comes from the committee." The motion carried unanimously by voice vote.

Director Dial presented the Nominating Committee motion: "the nominating committee moves to approve the list of 25 verified candidates for the 2027 AOG election ballot and the timeline laid out in the previous slides." The motion carried unanimously by voice vote.

Director Krauth presented the Governance Committee motion that the Board adopt the presented Code of Conduct: "that we vote to pass this as it is, as a standalone document, and then it would be signed by each individual director in the April meeting."

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Director Merideth raised a point of order: "My impression obviously was wrong that at the committee meeting that it was going to be... provided for everybody to look at and that there would be a notice that it was being in review, but that we were not actually going to have it as a motion or be voted on in this meeting." Director Krauth responded that no objections had been received after the draft was circulated. No ruling was recorded.

Director Dudley raised a point of order: "was there a motion made?" Director Krauth then stated the motion.

Director Bohlin moved, and Director Bishop seconded: "I move that we postpone to a definite time the consideration of this motion to the next regular board meeting, which will be in February 2027." The motion to postpone did not carry, with 6 in favor, 7 against, and 2 abstaining.

The Board then voted on the Governance Committee motion to adopt the Code of Conduct. The motion carried, with 9 in favor, 6 against, and 1 abstaining. Director Lowe was on a break when the roll was called and announced on his return that he voted yea.

Director Merideth raised a point of order: "as I look at 4.6 that is in direct conflict with what was just passed... There definitely has to be something done to deconflict those differences." The Chair asked the Governance Committee to deconflict the Code of Conduct and Policy 4.6 and present a resolution at the next meeting, and the committee agreed.

Director Evans presented the Finance and Investment Committee report. CFO Willemarck provided highlights of the 2026 forecast and 2027 budget. For 2026, donations and contributions were projected to exceed budget by approximately one hundred twenty-one thousand dollars due to success in foundation fundraising for programmatic costs. Advertising and sponsorship revenue was also exceeding budget due to the new director of sponsorship. Personnel costs were trending over budget due to lower than expected attrition, and USAFA Women event costs exceeded budget. The overall forecast showed a negative eight hundred sixteen dollars in net income, which would be covered by operating reserve while remaining within spend rate. Investment portfolio performance showed a positive six point one million dollars, resulting in an overall forecast surplus of five point three million dollars.

The 2027 budget reflected revenue growth to six point seven million dollars, primarily from increased foundation fundraising for AOG programs including next of kin, engagement

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activities, and reunion enhancements. Merchandise revenue was projected to exceed one million dollars in gross sales for the first time, driven by online sales growth. Advertising and sponsorship was projected to reach one million dollars. The operating endowment draw increased from four point five percent to five percent. Expenses totaled seven point one million dollars, with staff costs representing fifty-four percent of the budget and including a four percent increase for cost of living and merit. The budget proposed three printed issues of Checkpoints with one online issue, though this remained subject to fundraising success. The budget included significant foundation funding for reunion enhancements. The investment portfolio was conservatively budgeted at two percent return, resulting in a positive net surplus for the year.

Director Dial presented the Nominating Committee report. The committee conducted an in-brief on 16 September for awards committee members, with approximately eighty percent attendance. Award submissions would close on 18 December, with selection meetings occurring from 1 January to 1 February and approval at the February board meeting. Current award submissions included holdovers from the previous year, with no new submissions received to date. The committee encouraged directors to solicit nominations. The committee was beginning development of an annual external engagement plan and would conduct a review of awards processes before the committee's term ended in April.

For the election, twenty-one individuals completed the full package including answering the question about contributions to the Long Blue Line, submitting a CV and photo, and obtaining one hundred signatures. Twelve incomplete packages were received, and two individuals withdrew from consideration. The committee noted that only two candidates were from classes in the 2000s, representing a significant gap in representation. The election timeline included candidate notification by 1 November, a 15 December deadline for candidates to withdraw, website launch on 1 January, election period from 2 February to 2 March, and announcement on 1 April. A significant change from previous elections was that individuals who were not AOG members on 2 February could still vote by signing up as members and waiting three days. The committee moved to approve the list of twenty-one verified candidates and the election timeline.

Director Krauth presented the Governance Committee report. The committee reviewed all proposed director motions, noting that two deserved further discussion: the membership minute proposal and the CAS vice president voting authority. The committee was working

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on reviewing and revising Category 4 governance policies for presentation at the February meeting. The committee had also reviewed Category 2 monitoring reports and schedule.

Director Carpenter presented the Audit Committee report. The committee met jointly with the foundation audit committee and received a briefing on enterprise risk management from CFO Willemarck. The committee identified four areas of high residual risk: data breach and cyber events, payment card industry compliance, customer relationship management system security, and fire hazards. Mitigation efforts were underway with completion timelines extending through 2027.

Director Thompson presented the External Communications Committee report. The committee was developing an annual external engagement plan for the board, though specific assignments were premature given pending changes in Air Force Academy leadership and the upcoming board election. The committee maintained a list of hot topics, emerging issues, and special interest items. Updates included faculty and curriculum changes with the establishment of a provost position and four schools, elimination of tenure at service academies per Pentagon direction, and successful ABET accreditation visit with no anticipated issues. The committee was collecting input for the capital campaign planning process, with the previous campaign achieving three hundred thirty million dollars against a target of two hundred seventy million dollars and the current campaign targeting five hundred million dollars.

Director Walker reported that the Implementation Task Force had nothing significant to report.

Director Cinnamon provided the Class Advisory Senate update. The Senate continued to focus on three priorities: supporting the alumni community, supporting cadets and staff and the mission, and preserving common heritage. The Senate emphasized that the reunion experience should be the number one priority of the AOG, as it represented a seminal moment for reconnecting with the Academy and served as an investment in both connection and fundraising. The Senate requested expansion to at least four reunion weekends instead of three. The Senate was working to establish mechanisms for rapid feedback through surveys and direct communication with class members. CAS elections would occur during November for president, vice president, secretary, and executive

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committee positions. Engagement from junior classes remained flat despite attempts to increase participation.

Actions

- Nominating Committee – Send candidate status notifications by 1 November
- Nominating Committee – Complete awards selection process by 1 February
- Governance Committee – Review and revise Category 4 policies for February meeting
- Governance Committee – Deconflict code of conduct with Section 4.6
- Audit Committee – Complete PCI compliance audit in Q4 2026
- Audit Committee – Complete IT system audit in Q2 2027
- External Communications Committee – Collect capital campaign priority input from directors
- CAS – Conduct elections during November

Key Decisions

- Approved 2027 budget with revenue of six point seven million dollars and expenses of seven point one million dollars
- Approved list of twenty-one verified candidates for 2027 AOG election ballot and election timeline
- Approved code of conduct as standalone document to be signed by directors in April

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Lunch

The board recessed for lunch and reconvened at 12:45 PM. On a point of order by Director Bohlin ("May we confirm a quorum?"), the Chair directed Director Walker to call the roll. A quorum count confirmed fifteen of sixteen directors present.

Class Advisory Senate

This agenda item was addressed earlier in the meeting during the Committee Reports section. Director Cinnamon provided the Class Advisory Senate update at that time.

Director Proposed Motions

Director Merideth: CAS Board Member Motion

Director Merideth withdrew the CAS Board Member motion. The motion will be brought back at the next meeting.

Director Bishop: Membership Minute Motion

Director Bishop moved that the agenda for every quarterly board meeting include up to thirty minutes dedicated for members to speak to the board, with each speaker providing in advance the title and purpose of the presentation, and the AOG board setting aside time to discuss, analyze, and potentially act upon recommendations by AOG members. Director Merideth seconded the motion. Discussion addressed the institutionalization of the membership minute, flexibility in time allocation, and comparison to Board of Visitors practices. The Chair moved to amend the motion to send the membership minute policy to the governance committee for presentation at the February meeting. Director Lowe seconded the amendment. The amendment failed with six yes votes, seven no votes, and two abstentions. Director Dudley moved to amend the main motion by striking "will" and substituting "may" in the phrase regarding setting aside time to discuss recommendations. Director Krauth seconded the amendment. The amendment carried with fifteen yes votes, zero no votes, and one abstention. The main motion as amended carried with eight yes votes, six no votes, and one abstention.

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Director Bishop moved, and Director Merideth seconded: "that the agenda for every quarterly board meeting will include... up to 30 minutes dedicated for members to speak to the board. Each speaker will provide in advance the title and purpose of the presentation and the AOG board of directors will set aside time to discuss, analyze, and potentially act upon recommendations by the AOG members."

The Chair moved to amend: "to strike the entire motion and send the membership minute policy to the governance committee for presentation at the February meeting." Director Lowe seconded the amendment as first stated, and Director Dudley seconded it as restated.

Director Bohlin raised a point of order: "With your amendment, how does that motion read." The Chair restated the amendment.

[speaker] raised a point of order: "The motion passed. Correct?" The Chair responded: "No, the amendment failed... The motions is being discussed."

Director Dudley moved, and Director Krauth seconded, to "strike will and substitute may."

Director Bishop: Disciplining Directors Motion

Director Bishop moved that the AOG Board of Directors follow the procedures stated in the most recent version of Robert Rules of Order before imposing discipline of any nature against an AOG director in the future. Director Merideth seconded the motion. Discussion addressed the relationship between this motion and the recently adopted code of conduct, the bylaws provision regarding Robert Rules of Order as a guide, and concerns about competing documents. Director Lowe called the question. The motion to call the question failed with nine yes votes and six no votes, requiring eleven votes to carry. The main motion failed with five yes votes, eight no votes, and three abstentions.

Director Bishop moved, and Director Merideth seconded: "that the AOG Board of Directors follow the procedures stated in the most recent version of Robert Rules of Order before imposing discipline of any nature against an AOG director in the future."

Director Bohlin: Of Counsel Motion

Director Bohlin moved to direct that either the CEO, the board chair, or both terminate the letter of engagement signed 12 November 2025 with of counsel Skip Morgan, noting that the board neither approved the LOE nor gave the board chair authority to sign it, with the date of board approval serving as the date of termination. Director Bishop seconded the motion. The Chair noted for the record that Director Bishop had confirmed sharing the

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contents of the LOE with AI platforms contrary to the Chair's direction of 12 October. Discussion addressed authority to sign contracts, the CEO's authority under bylaws and Colorado statutes, the value of counsel's pro bono work, and concerns about legal advice provided. A motion to call the question was made. The vote was 9 in favor and 6 opposed. Because a two-thirds vote (11) was required, the motion failed. Director Dial called the question. The motion to call the question again failed with the same vote count. The main motion failed with seven yes votes and eight no votes.

Director Bohlin moved, and Director Bishop seconded, the motion as submitted: "Director Bohlin moves the Board direct that either the CEO, the Board Chair or both terminate the Letter of Engagement (LOE) signed 12 November 2025 with Of Counsel Skip Morgan, with the Board noting that it neither approved the LOE nor gave the Board Chair the authority to sign it. The date of Board approval of this motion will be the date of the LOE's termination."

Director Bishop raised a point of order: "I never said I shared it with my private attorney. I did share it with an AI bots." The Chair stated that she would look up the email while Director Bohlin continued.

[speaker] raised a point of order: "It's presented, it's seconded. You state the motion to the directors. And then the step thereafter is that the presenter of the motion has the 1st opportunity to discuss." The response was an apology for speaking out of order, and Director Bohlin proceeded.

[speaker] raised a point of order: "I would have discussion limited to the motion." No ruling was recorded.

[speaker] raised a point of order: "He does not represent individual Directors probably represents board members." No ruling was recorded.

Director Dudley raised a point of order asking that the attachments to the motion not be included in the minutes because they contain personally identifiable information. Director Bohlin stated: "we have a motion that's pending right now, so your motion is out of order." [speaker] suggested redaction instead. No ruling was recorded.

Key Decisions

- Approved membership minute requirement for quarterly board meetings with up to thirty minutes allocated and board may set aside time to discuss recommendations
- Rejected motion to require following Robert Rules of Order procedures for director discipline

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- Rejected motion to terminate letter of engagement with of counsel

Break

The board took a break and reconvened at 2:00 PM.

Minutes Process

The Chair presented a timeline for the minutes process for the 16 October meeting to provide transparency to membership regarding when minutes would be available. The timeline included draft minutes distributed by 26 October, director comments submitted via email to Director Walker from 26 October to 30 October due to board effect access issues, revised draft posted by 6 November, final review period through 13 November, and distribution of provisional minutes to membership by 9 November. Director Walker confirmed that directors would submit edits via email for version control rather than through board effect.

Key Decisions

- Approved minutes process timeline for October meeting with director comments submitted via email

The Chair called the meeting back to order at 2:00 PM and indicated that the board would proceed with passing the minutes. The Chair confirmed that the board would vote on the minutes as loaded in BoardEffect. [speaker] raised a point of order: "Can you call the board and say in session." When the Chair asked, "Are you making a motion to go into executive session?" [speaker] answered, "Yes, ma'am," citing a complaint regarding the conduct of Director Bohlin. The Chair ruled that the matter would wait until the end of the current discussion, as the executive session room was not prepared.

The Chair asked whether there were any amendments to the minutes posted in BoardEffect. Director Walker stated that there were corrections, not amendments, to the minutes posted in BoardEffect. Director Walker indicated that the corrections had been delivered to all directors on 4 October and that Mary had a copy of those corrections.

Director Walker stated: "I would say no amendments, but corrections to minutes that are

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posted in board effect." The Chair stated the question as: "Director Walker would like to correct the minutes to the version that he sent everyone October 4th."

The Chair asked whether Mary could post the corrections. The Chair stated that Mary could not post them because there was executive session material included. [speaker] raised a point of order: "there is not executive session as it was what was said, and in the minutes was said in open session." The Chair indicated that the statement had been corrected in the meeting held the previous day. The Chair ruled that the corrections would not be posted in open session.

Director Merideth requested clarification regarding the exchange and what was being discussed. The Chair explained that the 4 October minutes that Director Walker had emailed to everyone would not be posted in open session because there was disagreement as to whether the material was privileged. The Chair stated that since the record had been corrected the previous day, the material would not have been posted or spoken in open session and therefore remained privileged.

Director Walker stated that the information had already been heard around the world and could not be hidden. The Chair responded that just because a mistake had been made did not mean it should be compounded. The Chair stated that this was the ruling.

Director Bishop stated that the information had gone out around the world. Director Bishop recounted a conversation in which an individual indicated awareness that the board had censured Director Bishop. Director Bishop stated that false information had gone out and that the board needed to clear Director Bishop's character. Director Bishop stated that the board had attacked Director Bishop's character and had not allowed Director Bishop to defend on the merits. Director Bishop stated that six lawyers indicated that everything the board had said was not valid.

Director Merideth stated that capturing the minutes required describing what happened, not what should have happened or what might have been corrected. Director Merideth stated that what Director Walker had included was what happened. Director Merideth stated that not including the information would confirm that the board did not care about transparency.

Director Lowe stated disagreement with Director Merideth. Director Lowe stated that the board had made a mistake, corrected the mistake, and apologized for the mistake. Director Lowe stated that there was no reason to continue to prolong the issue by putting the information back in the minutes, which would go worldwide. Director Lowe stated support for the minutes offered by the Chair in the original motion.

Director Bohlin stated agreement with Director Merideth regarding the minutes of a

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meeting reflecting what happened in that meeting, not what somebody did or said after the meeting. Director Bohlin stated that the draft minutes provided by Secretary Walker were a way to get the draft minutes approved by the board as what occurred in the open session of the entire meeting. Director Bohlin stated that the meeting had an open session before the executive session and an open session after the executive session, and the minutes needed to reflect all of what occurred in both open sessions.

Director Cinnamon stated that senators had been asking questions and that Director Cinnamon had not answered any of them because Director Cinnamon did not know what could and could not be said. Director Cinnamon stated that senators were hearing from their class and were wondering. Director Cinnamon expressed concern that if the board had minutes that reflected what did not happen but what should have happened, senators would accuse the board of keeping secrets and not being transparent. Director Cinnamon stated uncertainty about the right answer and indicated that the way the board was talking would not solve anything about the uncertainty from the Senate.

The Chair asked Director Cinnamon whether the last part on page 14 of the draft minutes in BoardEffect described what happened in a generic enough way. Director Cinnamon stated that senators thought they knew more than that and that the information would not answer their questions.

Director Bishop stated that if there was word on the street that a director had been censured, the director would want to do everything possible to clear the director's name. Director Bishop stated that the director was trying to do that within the board process. Director Bishop stated that if the motion was put in the minutes, which the bylaws required, Director Bishop was acceptable with that as long as Director Bishop's statement given the previous day and Director Bishop's offer of proof accompanied it, so that everything was in pure transparency for the graduate community to see and make a determination. Director Bishop stated that if the matter could not play out in the court of graduate opinion, Director Bishop would protect Director Bishop's reputation and would have to resort to other methods.

The Chair described the correction process. The Chair stated that a vote had occurred on 24 July in executive session, and the vote was seven affirmative, five negative, and three abstentions. The Chair stated that the Chair did not understand that majority of directors present meant that since there were 16 directors, nine were required to pass anything, and abstentions counted as no votes in that case. The Chair stated that Director Merideth had pointed that out on 4 August. The Chair stated that the Chair had conferred, checked the bylaws, and received guidance from both attorneys and other directors. The Chair stated that the Chair had changed the minutes that went out to all directors and issued the correction on 26 August. The Chair stated that the next part of the process was to have a

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special meeting to correct the record, which occurred the previous day. The Chair stated that adoption of the minutes occurred in the next regular meeting, which was the current meeting. The Chair stated that this was the process of handling the miscount and misvote. The Chair stated that the correction had been made the previous day, and the minutes were being approved that day. The Chair stated that if the board had known on 24 July that the motion did not carry, it would not have been read into open record, and the vote count would not have been stated as having been approved. The Chair stated that this had been captured in the proposed minutes. The Chair indicated that the proposed minutes were in BoardEffect on page 14.

Director Lowe called the question. A vote occurred. The vote resulted in eight affirmative votes and eight negative votes. The call to question did not pass.

Director Krauth stated that Director Almand had very specifically explained exactly what happened to everybody, and the correction was made. Director Krauth stated that if anybody in the community had any questions, they could listen to the open session or read the minutes, which clearly explained exactly what transpired and would answer their questions.

Director Walker stated that there was still a lack of transparency because the board was not talking about the result and the mistake. Director Walker stated that the board never voted to have the board chair read what happened in executive session in open session. Director Walker stated that the board chair was warned about that by Director Merideth and Director Bohlin, and the board chair stated that the board chair would trust the board chair's lawyer. Director Walker stated that the board was obfuscating on the whole mistake.

Director Thompson asked why the version of the minutes sent by Director Walker stopped at the end of the session and did not include the rest of the actions that happened after that. The Chair responded that another director was going to make a motion for more corrections to add the rest of what happened after that.

[speaker] raised a point of order ("It won't be a motion"), stating that as the board considered the draft minutes for approval, there would be additional corrections to the minutes that would reflect what happened after the board chair made the statement about what happened in executive session. The corrections would show exactly what Director Thompson sought information on. No ruling was recorded.

Director Thompson asked why the board did not have the version that the board believed was the proper version to be discussed or approved at that time, rather than waiting for the next set of corrections. The Chair responded that the board could have the proper version if the board made the corrections. Director Thompson asked which corrections those were.

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The response indicated that the corrections were the ones that followed the board chair's announcement in open session, as there were statements made by directors that needed to be in the approved minutes of that meeting, and they were not in the current version.

Director Evans asked why the full picture was not put into the corrected minutes that were given to the board. Director Evans stated that if the minutes were corrected, they would be fully corrected. Director Evans asked whether the minutes sent were a semi-correction because there was more information to be added to the corrected minutes. The response confirmed that this was correct.

Director Dudley stated that the board had received many emails regarding creating minutes and correcting minutes, and then a motion was presented to approve minutes that were not final, which made no sense. Director Dudley stated confusion.

Director Lowe stated that Director Dudley was lost and did not understand which version was being discussed, as there had been many emails. Director Lowe restated Director Dudley's point that it made no sense to approve the version Director Walker emailed when further corrections to it were already expected.

Director Walker stated that the board had until the approval of the minutes to add any corrections and that this was a regular process in every board.

Director Krauth stated that if something happened after the minutes were done and it was discussed in confidentiality in the executive session, it should not be put out on the internet and should not be in open session. Director Krauth stated that all of that evidence was confidential and questioned how the board could violate the confidentiality agreement.

Director Thompson stated agreement with Director Walker that the board had until the minutes were approved to see the corrected version. Director Thompson stated excitement to see the corrected version before approving any minutes.

Director Merideth stated that the board was talking around the issue and missing the mark. Director Merideth stated that the notification of error regarding the error from the reading had been given. Director Merideth stated that what was really under discussion was what went into the minutes on what happened, not the notification of error or what may or may not have happened. Director Merideth stated that the reading of the motion post-executive session, not executive session, was the essence of the larger picture. Director Merideth stated that since that did happen, there was no real correction to it, and the only error was the fact of what was announced, whether it passed or not.

Director Dudley asked what the motion on the floor was. The Chair responded that the motion was to correct the minutes to the 4 October version that Director Walker sent, which

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needed corrections. Director Dudley stated that it made no sense to approve that at all. Director Dudley called the question.

[speaker] raised a point of order: "This point of order, we already voted on." The Chair ruled that Director Dudley had just called the question again.

Director Dudley stated that the motion was to correct Director Walker's online corrected minutes, and it made no sense to do that because the board knew corrections were pending. [speaker] raised a point of order, stating that the board was in discussion. No ruling was recorded. The Chair stated that the board knew there were corrections to the 4 October version and asked why the board was going to approve something that needed corrections anyway. Director Dudley called the question. The Chair stated that the vote was to end discussion for the 4 October minutes.

The Chair confirmed that the board was calling the question again and that the board was voting on the call to question again. The Chair confirmed that a yes vote meant stop discussion. A vote occurred. The vote resulted in nine affirmative votes, six negative votes, and one abstention. The motion did not carry.

Director Cinnamon asked what the board would vote on next if the question had been successful and debate had ended, and which set of minutes the board would eventually talk about and vote on. The Chair responded that the vote would be on the 4 October minutes, which would replace the minutes that were in the published agenda. Director Cinnamon asked whether that was a full approval of the 4 October minutes or approval of looking at the 4 October minutes to further amend them. The Chair responded that the first vote was to correct the minutes and then to approve them.

Director Merideth stated that the first vote was basically to utilize the secretary's minutes instead of the minutes in BoardEffect. Director Merideth stated that the next step was to vote on corrections before getting to the totally amended minutes, and that would be the essence of the initial vote on which version the board was using. Director Merideth stated that the second aspect was discussion, providing corrections, and voting on each correction individually. Director Merideth stated that the last step was voting to accept the minutes as clear.

Director Evans asked whether the board could call a special meeting and have one vote on whatever the corrected amended minutes were, instead of approving to then correct to then approve, which did not seem like the right way for the board to proceed or a good use of time. The Chair responded that the board was charged to approve the minutes at the next regular meeting, but if the board could not get to an approval, then the board would have to have an adjourned meeting.

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Director Thompson stated that to further complicate the discussion, the board could also not adopt the Director Walker version of the minutes, then go to the BoardEffect minutes, and have a discussion of whether or not they needed to be amended. The Chair confirmed that this was a true statement and that this was the process.

The Chair stated that there was no further discussion. The Chair stated that the board was voting to use the 4 October emailed version that Director Walker sent. The Chair stated that if a director voted yes, that meant adopt the 4 October email version that Director Walker sent. The Chair stated that if a director voted no, that meant do not use that version. The Chair stated that if a director abstained, that meant it was a no vote and was counted as a no vote.

Director Bohlin raised a point of order: "Thorough reading of Robert's rules says an abstention vote... it's not a vote. It's an abstention. So there's neither an affirmative nor a negative vote. It's just an abstention." The Chair asked what the bylaws stated. The response stated that there was nothing in the bylaws about an abstention.

The Chair stated that Robert's Rules would normally state that an abstention was neither a yes nor a no vote, but that the bylaws stated that a majority was determined by the number of directors present . The Chair stated that the bylaws did not state "and voting," and hence an abstention effectively was a no vote. The Chair stated that this was the confusion that resulted from the determination on 24 July and that the same confusion led to the wrong conclusion. The Chair ruled that until the board amended the bylaws, an abstention was the same as a no vote.

Director Dudley stated that there was a section of Robert's Rules that discussed that as well. Director Dudley asked the Chair to repeat the last comments. Director Merideth asked whether the board was voting. The Chair confirmed that the board was voting.

The Chair stated that the vote was to use the 4 October version of the minutes, the 4 October email that Director Walker sent, and if a director said yes, that meant the director wanted to use that version. A vote occurred. The vote resulted in seven affirmative votes and nine negative votes. The motion did not carry.

The Chair stated that the board was now discussing the BoardEffect posted minutes and asked whether there were any corrections. Director Bohlin stated that he would be the first to offer some discussion points and corrections to those posted minutes, specifically on what occurred after the executive session closed and business resumed in open session. Director Bohlin requested that the page be put up so that corrections could be offered.

Director Dudley asked whether this would lead to a motion. Director Bohlin stated that the board was correcting the minutes and that there was no motion in making corrections.

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Director Bohlin stated that when all the directors who wanted to offer corrections were done, then there would be a vote on approval of those minutes as corrected.

Director Dudley asked what would happen if there was disagreement with the corrections. The response stated that a correction was treated as a motion, so a majority of the board must approve any corrections to the minutes.

The Chair asked whether there were any corrections. Director Bohlin stated that after the executive session closed, certain events happened and should be in the corrected draft minutes. Director Bohlin stated that the Chair made an announcement during the public session. The Chair asked whether Director Bohlin was going to read the motion. Director Bohlin confirmed that Director Bohlin was talking about the statement made after the executive session in open session. The Chair stated that the Chair would not allow Director Bohlin to read it in open session that day. Director Bohlin stated that this was what the Chair stated in open session and that the board was not reading it in open session at that time.

The Chair asked whether Director Bohlin wanted to append that motion in this version as a correction. The Chair asked whether there was any discussion. Director Merideth raised a point of order: "the motion's already been read in open session." Director Merideth queried the Chair's desire not to have it read and put into the minutes.

The Chair ruled that it would not be read into open session and put into the minutes. The Chair stated: "It is my ruling that it will not be read into open session and put into these minutes." Director Merideth appealed the ruling of the Chair. The Chair stated that an appeal of the Chair's ruling was also treated as a motion and must be upheld by a majority of the board.

The Chair stated that the board was voting on the appeal. The Chair stated that a yes vote meant that the board wished to overturn the Chair's ruling, and a no vote meant to sustain the Chair's ruling. [speaker] raised a point of order: "Once an appeal is made, then it has to be discussed by the board and then there's a vote by the board." The Chair allowed discussion before the vote on the appeal.

Director Cinnamon asked how it was helpful to read a statement that should not have been read into the record by rereading it back into the record. Director Thompson asked the same question and stated that the board had just talked about claims of defamation and other things. Director Thompson asked whether this would be part of the permanent record or not. Director Thompson stated that the understanding was that the last thing the board wanted to do was make part of the permanent record something that the board mistakenly did. Director Thompson asked why, when the board was worried about Director Bishop's reputation, the board was going to put something into the record that sullied Director

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Bishop's reputation.

Director Merideth stated that the board put into the record what happened. Director Merideth stated that whether the board fretted about it or wished it did not happen, the motion was read in open session, and not to have it in the minutes was dereliction of duty on the board's part. Director Merideth stated that it was also a lack of transparency. Director Merideth stated that putting it in the minutes was almost a no-brainer and that there was no motion that the board had probably ever had in open session that the board had taken out of the minutes, and this should be treated the same way. Director Merideth stated that as Director Bishop had mentioned several times, including the previous day, in spite of Director Bishop not wanting it there, the reality was that it was the right thing to do because of the transparency of what transpired.

Director Lowe stated that from his perspective, if the board put it in the minutes, the board was opening itself up for a lawsuit. Director Lowe stated that he did not think it made sense to put it in the minutes.

Director Bishop stated disagreement and stated that he was trying to solve this within the board. Director Bishop stated that he was asking for this because, from what Director Bishop understood, a motion had to be in the minutes. Director Bishop stated that if the board was going to vote to not have it in the minutes, it seemed like more camouflage and censorship. Director Bishop stated that if it had to be in the minutes, he was happy with that as long as his statement and offer of proof were an amendment to the minutes. Director Bishop stated that if that was not the case, then the board should put them side by side and let the graduate community decide. Director Bishop stated that his reputation had already been tarnished just by the rumor that happened. Director Bishop stated that he was asking to put them side by side. Director Bishop stated that he was never given any notice, never given any time to prepare, and the board had not listened to the defense. Director Bishop stated that the board continued to make it all about the board screwing up in the vote count and screwing up in the accusations that were made.

Director Evans asked whether, if that was the case, the board should include the competing evidence that was considered as well to the record and have it all. Director Bishop stated that all he was asking for was his statement that he made before the board the previous day and the offer of proof that he was not allowed to give to the board. Director Bishop stated that the board should let the graduate community decide. Director Bishop stated that the board had minutes that were 500 pages long and that he was not asking for much.

The Chair reiterated what Director Dudley had said previously, that a censure was not a punishment, there was no evidence, and there were no charges, and it was merely an admonishment. The Chair asked whether there was any further discussion before the vote.

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The Chair asked what vote the board was at. The response stated that the vote was on the appeal. The Chair confirmed that a yes vote on the appeal meant it overrode the Chair's ruling.

A vote occurred. The vote resulted in six affirmative votes, nine negative votes, and one abstention. The Chair's ruling was sustained.

The Chair asked whether there were any further corrections. Director Merideth asked for clarification and requested that the Chair reiterate what the ruling was before the discussion and what impact that had on the discussion going forward. The Chair stated that the ruling was to not read out loud the motion from the correction from open session from 24 July.

Director Dudley asked whether the ruling meant that the board could not read any record in closed session. The Chair asked Director Dudley to repeat the statement. Director Dudley asked whether the outcome was that the board would not read it into closed session. The Chair stated that the ruling did not preclude the board from reading it in closed session.

The Chair asked whether there was any further discussion. Director Bohlin asked whether the Chair's ruling was not to read it aloud. The Chair confirmed that the ruling was not to read it aloud, not to read the statement aloud in open session. Director Bohlin stated that all directors had copies of the statement and called for a correction to add the written statement that the Chair made to the minutes. Director Bohlin stated that this was the first correction.

The Chair asked Director Bohlin to state where Director Bohlin would want to put it in the text so that the board could vote on that. Director Bohlin stated that the board stated that the board returned to open session, and then what followed did not make sense. The Chair asked whether Director Bohlin would like to insert the motion at the point where it stated that the board returned to open session and the Chair announced the governance matter had carried and read the motion aloud. The Chair asked whether that would be sufficient. Director Bohlin confirmed that the Chair said the Chair read the motion aloud, and it was written there. The Chair asked whether Director Bohlin just wanted the motion put in there. The Chair stated that the correction was to add the motion right there. The Chair asked whether there were any further corrections. Director Bohlin confirmed that there were further corrections.

Director Bohlin stated that on page 14, the first paragraph of the correction would be paragraph one. Director Bohlin stated that paragraph two would be that after the Chair's announcement, Director Merideth engaged in dialogue with the Chair in which Director Merideth opposed the announcement action due to concerns about potential litigation and the board's exposure to condemnation. Director Bohlin stated that Director Merideth

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argued further that the announced motion's wording was too detailed and could be misconstrued, asserting that there were suppositions that were not necessarily provable.

Director Bohlin stated that paragraph three would read that Director Bohlin stated that the motion was passed in executive session, to which the board chair responded yes. Director Bohlin stated that Director Bohlin then stated twice that divulging information from an executive session required the board to vote on that. Director Bohlin stated that the Chair responded that the Chair was comfortable following the advice of the attorney. Director Bohlin stated that Director Bohlin stated that Director Bohlin was basing the statement on Robert's Rules of Order and that the board needed to have a motion and a vote on that motion.

Director Bohlin stated that paragraph four would be that Director Merideth raised other concerns on the motion, noting in particular that the board was asking every director to put their reputations and signatures to that, and it could come back in parts regardless of what the resident lawyer said. Director Bohlin stated that counsel Morgan made comments about a review by counsel other than counsel Morgan who gave a legal opinion in contravention of Director Merideth. Director Bohlin stated that the Chair confirmed there was no other discussion, and the meeting adjourned at 3:40 PM. Director Bohlin stated that those were the corrections.

The Chair asked whether there was any discussion. Director Lowe called the question. The Chair stated that Director Lowe had called the question and asked whether there was any discussion. A vote occurred. The vote resulted in six affirmative votes, eight negative votes, and one abstention. The motion did not carry.

Director Dudley stated that the board had a hard stop at 3:30 PM so that staff could set up for the next event. The Chair clarified that Director Dudley wanted to go into executive session sometime before the end of the day's session.

Director Bishop stated that Director Bishop wanted everyone to realize that there had been many votes that day and that Director Bishop believed the board had voted not to follow Robert's Rules of Order. Director Bishop stated that if the board had followed Robert's Rules of Order, the board would have avoided two special meetings the previous day and a very painful session. Director Bishop stated that Robert's Rules of Order stated that any formal disciplinary action, which included a censure, required certain procedures.

[speaker] raised a point of order: "the question right now is on the corrections that Director Bohlin has made." No ruling was recorded. Director Bishop stated that this went exactly to this issue and that unfortunately, this needed to be in the minutes because the minutes needed to say what happened. Director Bishop stated that if the board would allow Director

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Bishop's defense that Director Bishop was not allowed to give to be in the minutes, the board could be done with this.

The Chair stated that it was interesting that Director Bishop brought up that the minutes said what happened because a lot of Director Bohlin's corrections were saying what people said. The Chair proposed a correction to the corrections and that she was happy with everything except for the motion being in there. The Chair stated that the board could include everything after that.

The Chair asked whether there was any further discussion on that. Director Merideth stated that he would reiterate that there was an integrity issue and asked whether the board was going to hide what happened or be transparent and identify what happened.

Director Lowe stated that full transparency would be providing all the evidence, including all the emails and all the things that led up to the action. Director Lowe stated that if the board wanted full transparency, the board should drag it all out, including all the emails of disparagement. Director Lowe stated that what was wanted was half the argument, and that was not acceptable.

Director Hoffman stated that all of that evidence that Director Lowe was talking about was not brought up in the last meeting. Director Hoffman stated that he could recall looking around and stating that he did not have any of this and was still missing some of it. Director Hoffman stated that all of that evidence was not presented to the board at the last meeting.

The Chair stated that evidence was not the correct terminology. Director Bishop stated that the legal counsel that Director Bishop had to obtain had asked for that evidence. Director Bishop stated that he had never seen it except for the 15 pages that Director Evans gave Director Bishop, and that was the evidence that the six lawyers used because they did not have anything.

The Chair stated that the discussion was on corrections to the minutes and asked whether there was any further discussion on that. The Chair stated that in 10 minutes, if the board did not get this wrapped up, the board would do a continued meeting. The Chair asked whether there was any further discussion. The Chair stated that the board would vote on the correction. The Chair stated that paragraph one was the motion itself and then those several other paragraphs, and the board was voting on that.

A vote occurred on the corrections as presented by Director Bohlin. The vote resulted in seven affirmative votes and nine negative votes. The corrections were not incorporated.

The Chair stated that the board now needed to approve the minutes. Director Krauth moved that the board approve the minutes as published on BoardEffect. Director Almand

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seconded the motion.

Director Krauth's motion was: "I move that we approve the minutes as published on board effect." The Chair asked whether there was any discussion. A vote occurred. The vote resulted in nine affirmative votes, six negative votes, and one abstention. The motion carried. The BoardEffect minutes were approved.

The Chair presented a timeline for the minutes process for the 16 October meeting to provide transparency to membership regarding when minutes would be available. The Chair asked directors to review the timeline and indicate whether there was any discussion. Director Walker asked whether directors should submit comments via email for version control, as having 16 people make edits would be unruly. Director Walker stated that if directors could not access BoardEffect to make edits, then the board had no other choice but to do it by email. The Chair stated that the process would be corrected so that from 26 October to 30 October, directors would submit edits via email to Director Walker. The Chair asked whether there were any other changes to the process.

The Chair moved to the good of the order. Director Fogassy stated nothing to add. Director Bohlin commended members and fellow graduates who were serving in the Middle East. Director Bohlin stated that many of them were confronting significant disruptions in their lives. Director Bohlin stated that one member left a pregnant wife, and several months later, she gave birth while the member was still in the Middle East. Director Bohlin stated that the board needed to keep those people in mind and should offer prayers to them and treat them properly when they returned, which was something that did not happen in past conflicts.

Director Evans said “Beat UNLV!”

Director Krauth thanked everybody on the board for their service and hoped that all had safe travels home. Director Almand stated that the Rampart chapter was having a Christmas event on 18 December, and all were invited. She passed on thanks to the staff for doing an incredible job. Director Almand also thanked the merchandising team. Director Walker stated that Director Evans had stated what Director Walker was going to say.

Director Lowe asked whether the Chair was going to address the February meeting optional in-person meeting or whether the board had coordinated a time yet. The Chair stated that the board had not coordinated a time yet and was going to wait for the staff to figure out what dates would be possible, and then the board would have to address that via email. The Chair stated that the meeting would possibly be a one-day meeting, possibly an afternoon before, like the old format.

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Director Lowe stated one other item and stated that the board was out of time to really change any elections matter. Director Lowe stated that it would be prudent to put in the election itself a motion that stated that the board would like to transition elections from voting for five or six directors every two years and turning over half the board to making it a three-year process where every two years the board would elect three or four directors so that the board spread out the turnover. Director Lowe stated that in the past several years, the board turned over at least half the board in the election and then turned over an additional two members, potentially of appointed directors. Director Lowe stated that it took a year to spin up, so directors were almost ineffective for the first year. Director Lowe stated that it was worth consideration and recommended that the board put that motion in the election, let people comment on it, and then have the staff lay out options to get there. Director Lowe stated that there were several options to get there, including staggering elections, appointing people, or having some people serve six-year terms. Director Lowe stated that the board would then approve those options. Director Lowe stated that the board was out of time and that it had to be done by 15 December, but if there was any consensus on the board that this was worth pursuing, Director Lowe would like the board to think about that. Director Lowe stated that if the board did not pursue this, the board was kicking the can until 2029, and the board could not implement anything immediately. Director Lowe asked whether it would be worthwhile to have a quick show of hands to see if that was worth pursuing before 15 December or how the board would resolve that.

The Chair asked whether people were amenable to a sense of the board as far as pursuing that. The Chair asked directors to raise their hands if they were interested in trying to find a solution to the turnover of voting for roughly half the directors every two years and then dealing with a 50 percent or higher turnover. The Chair clarified that the question was not just whether directors were interested in it, but whether they were interested in doing it so that it could be on the ballot in February. Director Lowe confirmed that the goal was to get the question asked on the ballot and that directors would vote yes or no, and then the staff would come up with options on how to implement it if the board decided to move away from voting for half the directors every two years and having turnover.

The Chair stated that the board needed a decision and that the board needed an executive session. The Chair stated that Director Lowe wanted to know how many people were interested in pursuing a new election cadence so that maybe only one-third of the directors turned over every election and not half. The Chair stated that two directors raised their hands. Director Lowe stated that at this point, maybe the timing was off. Director Merideth asked whether the board could plan for the future to determine how to get that back. Director Lowe stated that it was something to pursue, but maybe not in this timeline.

Director Merideth stated that every director should go to every single staff member that was

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there that night and at the tailgate the next day and express appreciation. Director Merideth stated that the staff did a phenomenal job and that the board needed to give them more appreciation.

Director Thompson stated that based on follow-up from the previous day's workshop, directors should expect engagement, and hopefully with Mary's help through BoardEffect, to receive sometime in November a priority order for director input to the capital campaign. Director Thompson thanked Director Bohlin for reminding the board of what was important and seconded Director Bohlin's comments.

Director Bishop stated that going forward, for the good of the order and to follow up on a question that Director Lowe asked at the last meeting, the board should consider how to become more engaged with the Board of Visitors. Director Bishop stated that the Board of Visitors only met at the location one time a year, and it was during the last two hours that most directors would have rather been over there engaging with them. Director Bishop stated that just little tweaks of the schedule and keeping that in the cross-check would help the board become a board of more action and more impact.

The Chair thanked members that were still online and thanked the two remaining members attending in person for staying to the end. The Chair stated that the board would adjourn the open session and, without objection, move to executive session. The Chair stated that Mary was emailing the link for the Zoom into the Lyon boardroom to Hank and Alex.

The Chair asked whether the board was going to vote to go into executive session. The Chair stated that the Chair had said without objection, assuming everyone was going to agree with it. Director Hoffman stated that he always wanted to vote against executive session. The Chair noted that the vote was 15 to one.

Good of the Order

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Director Fogy and Director Hoffman had no comments. Director Bohlin commended AOG members and fellow graduates serving in the Middle East who were confronting significant disruptions in their lives, including one member who left a pregnant wife and whose child was born during deployment. Director Dudley, Director Palika, and Director Evans had no additional comments. Director Krauth thanked board members for their service and wished safe travels. Director Walker announced that the Rampart chapter Christmas event would be held on 18 December with all invited, and thanked the staff for their work. Director Lowe raised the possibility of transitioning elections from voting for five or six directors every two years to electing three or four directors every two years to reduce board turnover, noting that approximately fifty percent or higher turnover created inefficiency as new directors required a year to become effective. A show of hands indicated limited interest in pursuing this change for inclusion on the February ballot. Director Merideth encouraged all directors to express appreciation to staff members working the evening event and tailgate. Director Thompson reminded directors to expect engagement in November regarding priority input for the capital campaign. Director Bishop suggested better coordination with Board of Visitors meeting schedules to enable director engagement. Director Cinnamon and Director Dial had no additional comments.

Executive Session

The board moved to executive session without objection at approximately 3:30 PM. The vote to enter executive session was fifteen in favor and one opposed.

Adjournment

The Board came out of executive session at [time] and adjourned at [time].

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ASSOCIATION OF GRADUATES
U.S. AIR FORCE ACADEMY

Respectfully submitted,

Secretary of the Meeting
Date signed:

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