



## **BOARD OF DIRECTORS SPECIAL MEETING**

Meeting Minutes

30 December 2018

APPROVED

**Board Members Present via Telecom:** Cathy McClain '82, Chair; Wally Moorhead '69, Vice Chair; Jack Fry '67, Treasurer; Frank Gorenc '79; Steve Mueller '79; Will Gunn '80; Glenn Strebe '87; John Vargas '96; Mark Rosenow '03; Garry Dudley '68, President, Class Advisory Senate.

**Board Members Absent:** Ginny Caine Tonneson '80, Secretary; Hans Mueh '66; Larry New '76; Kathleen Rock '98; Emma Przybyslawski '10.

**AOG Staff Present via Telecom:** Marty Marcolongo '88, President and CEO; Steve Simon '77, Executive Vice President; Jeffrey Holmquist, Director of Communications.

**Guests Present via Telecom:** Doug Brower '72, Class Advisory Senate Vice-President and President-elect.

### **I. Call to Order**

Chair McClain called the special meeting to order at 1400 MST, Sunday 30 December 2018.

### **II. Agenda**

MOTION: Director Dudley moved and Director Strebe seconded that the agenda be approve. The motion passed unanimously.

### **III. Response to Anonymous Mass Email Discussion**

The Board met to discuss the proper response to allegations contained in an anonymous email which was sent out in mass to AOG members. Two methods were considered—a separate mass email from the Board or to employ the upcoming Election Update, which will be emailed to members. It was noted that the Election Update could go out as early as the next day, 31 December 2018. Directors Dudley, Mueller, Vargas, McClain, Rosenow, and Gorenc brought up points on both sides and recommendations on addressing some of the allegations. In addition, Director Dudley stated some communications would be sent out by CAS senators on a classmate-to-classmate basis. Directors Fry and Strebe mentioned they have responded or would like to respond to classmates. Chair McClain stated support for direct classmate communications.

One of the mass email allegations referenced a Red Team evaluation which was conducted over two years ago on a superseded version of the Single CEO Agreement. A Red Team evaluation was conducted by a small group of then-Board members and a previous Board

chair to explicitly challenge the strategy and identify risks so they could be mitigated. Items raised were addressed by the Board's Operations Planning Team and the risk of moving forward was deemed acceptable by the majority of the Board. Several Directors expressed concern that since this evaluation was covered in an executive session, perhaps Board confidentiality had been breached by the anonymous email author(s). Director Gunn noted no Minutes from that time mentioned the Red Team evaluation and therefore, it was not covered in open sessions. Chair McClain said she would investigate this concern.

MOTION: Director Dudley moved and Director Gunn seconded to incorporate a response to this anonymous email into the first weekly Election Update. The message in the Election Update will cover issues from the mass email and point members to the election link for more information, to include updated FAQs. The motion passed unanimously.

#### **IV. Frequently Asked Questions (FAQs) Discussion**

Drafting of the FAQs was assigned to CEO Marcolongo and his staff. Research done by Directors Fry, Gunn, McClain, Strebe, and Rosenow will aid in this endeavor. The staff-produced FAQs will be reviewed by Chair McClain and Directors Rosenow and Fry before posting. Directors Fry and Strebe also brought up sending a short individual response to the 100 or so individuals who forwarded questions and emails to the Board members.

#### **V. Adjournment**

Chair McClain adjourned the meeting at 1517 MST.

Respectfully submitted,  
Garry Dudley