



BOARD OF DIRECTORS SPECIAL MEETING

8 December 2022 Meeting Minutes

APPROVED

Board Member Present via Videoconference: Bob Lowe '71, Chair; Will Gunn '80, Vice Chair; Ginny Caine Tonneson '80, Secretary; Glenn Strebe '87, Treasurer; Garry Dudley '68; Mark Volcheff '75; Randy Helms '79, President, Class Advisory Senate; Brian Bishop '83; Mark Mavity '84; Dennis Dabney '89; Nancy Taylor '01; Kendra Lowe '01; Emma Przybyslawski '10; Joseph Bledsoe III '11.

Board Members Absent: Hans Mueh '66; Andrew Hendel '09.

AOG Staff Present: Mike Gould '76, AOG/AFAF CEO; Mark Hille '97, AOG/AFAF President; Corrie Grubbs, SVP for Operations; Naviere Walkewicz '99, SVP, Alumni Relations and Business Development; Wyatt Hornsby, AOG/AFAF VP of Marketing and Communication; Jillian Wood, Special Assistant to the President and Board; Paul Ackerman '82, VP of Academy and Community Relations.

I. Call to Order/Chairman's Welcome

Chair Lowe called the meeting to order at 4:00 p.m. MST on Thursday, 8 December 2022. (See agenda at Attachment 1.) The meeting was held in executive session IAW Bylaws Article V Section 8 to discuss a membership termination and a committee assignment.

MOTION: Director Tonneson moved and Director Dudley seconded to come out of executive session. The motion was unanimously approved.

II. Open Session

The Board went into open session at 5:30 p.m. MST.

MOTION: The Audit Committee moved to approve Mr. Don Shafer, Class of '70, to fill a vacant non-director, voting member position (Attachment 2). The motion was unanimously approved.

III. Adjournment

The Board will meet again next week to continue the discussion on the membership termination. Chair Lowe adjourned the meeting at 5:32 p.m. MST.

Respectfully submitted,
Virginia Caine Tonneson, Secretary

Atch:

1. 8 December 2022 Board Meeting Agenda
2. Committees of the Board



Board of Directors Special Meeting Agenda
8 December 2022

4:00 p.m.

- I. Call to Order
- II. Executive Session
 - A. Discussion on potential membership termination
 - B. Audit Committee Vacancy

COMMITTEES OF THE BOARD

The AOG Board of Directors has approved the following list of Committees of the Board and their membership for the 2021-2023 Board terms. Colorado law requires that committee membership be approved by the Board of Directors and membership may be modified throughout the term. Members are actively encouraged to volunteer.

Audit Committee *(Bylaws-directed Standing Committee; chair must be a director; normally includes an additional director and other AOG members; may have non-grad member with Board approval; size determined by Board; one member should be CPA)*

Voting Members

Brian Bishop '83 (Chair)

Mark Mavity '84

Don Shafer '70 (Non-Director)

Ty Shandy '97 (Non-Director)

Non-Voting Members

Jennifer Harwig, CFO

Finance and Investment Committee *(Bylaws-directed Standing Committee; Board Treasurer is chair; must have at least one more director; members must be AOG members; size determined by Board)*

Voting Members

Glenn Strebe '87 (Chair)

Garry Dudley '68

Andrew Hendel '09

Non-Voting Member

Jennifer Harwig, CFO

Investment Subcommittee *(At least one board member and no more than four others approved by Finance & Investment Committee)*

Voting Members

Rod Hennek '75 (Chair)

Glenn Strebe '87

Kathleen Barchick '89 (Non-Director)

Rustin Yerkes '96 (Non-Director)

Bill Jennings, USAFA/DFM (Non-Director)

Non-Voting Member

Mike Gould '76, CEO

Jennifer Harwig, CFO

Nominating Committee *(Bylaws-directed Standing Committee; must have 2 directors, one of whom will chair; must have 5 non-directors who are graduate AOG members)*

Voting Members

Mark Volcheff '75 (Chair)
Hans Mueh '66
Kendra Lowe '01
Emma Przybyslawski '10
Betsy Pimentel '80 (Non-Director)
Tara Nolan '94 (Non-Director)
Chris Mulder '01 (Non-Director)
Michelle Ruehl '03 (Non-Director)
Santos Miller '13 (Non-Director)

Governance Committee *(Bylaws-directed Standing Committee; must be chaired by Board vice chair; have at least 2 additional directors; members must be graduate AOG members; size and composition determined by Board)*

Voting Members

Will Gunn '80 (Chair)
Mark Volcheff '75
Ginny Tonneson '80
Dennis Dabney '89
Nancy Taylor '01
Joseph Bledsoe '11

Joint Executive Committee *(officers of AOG and AFAF; alternate years chair)*

Bob Lowe '71 (Chair)
Will Gunn '80
Ginny Tonneson '80
Glenn Strebe '87
Jack Kucera '78 (AFAF)
Alex Gilbert '87 (AFAF)
April Fitzgerald '87 (AFAF)
Jerome Bruni '70 (AFAF)

Non-Voting Member

Mike Gould '76, CEO

AOG Board Liaison

Bob Lowe '71