National Board of Directors Meeting Minutes December 5-6, 2014

National Directors in attendance:

Phillip A. Cox, Indiana '84	Grand President	2015
Christopher L. Bittman, Colorado '85	Grand Treasurer	2015
Richard W. Bennet III, Central Missouri '74	Grand Secretary	2017
Billy D. Maddalon, North Carolina State '90	National Director	2015
Daniel W. McVeigh, Texas Wesleyan '90	National Director	2017
Shawn McKenna, Maine '77	National Director	2015
Thomas B. Jelke, Ph.D.,	National Director	2019
Florida International '90		
Garry C. Kief, Southern California '70	National Director	2019
Erik D. Mikkelsen, Utah State '14	Student Director	2015
Marshall Miller, Valparaiso '14	Student Director	2015
Sawyer J. Hicks, Davidson '14	Student Director	2015

Headquarters Staff present:

Brian C. Warren Jr., Virginia '04	Chief Executive Officer
Seth D. Irby, Louisiana State '11	Fraternity Operations Director
Kyle F. Sutton, Cincinnati '12	Strategic Projects and Analytics
	Director

Beaux M. Carriere, Charleston '10 Marketing and Communication

Director

Matthew S. Parrish, Georgia '08
Patrick Murphy, Northeastern '10
Hillary Hackett
Director of Advancement
Managing Director, SENH
Executive Coordinator

Call to order

The meeting was called to order by Grand President Phillip A. Cox on Friday, December 5, 2014, at 9:02 a.m.

Approval of the minutes

Chief Executive Officer Brian C. Warren Jr. called for a motion to approve the minutes from the meeting held September 17, 2014.

National Director Thomas B. Jelke moved to approve the minutes from the September 17, 2014 meeting.

Seconded by National Director Shawn McKenna.

Unanimously approved.

Strategic Plan update

Chief Executive Officer Warren provided an update on SigEp's progress towards objectives of its Strategic Plan and an overview of the Headquarters staff's current and future priorities. He also summarized the more highly-discussed issues in higher education – sexual assault prevention and response and the expanding impact of Title IX, as well as transgender student policies.

Warren went on to note upcoming staffing changes and shared news of the spring departure of SigEp National Housing LLC (SENH) Managing Director Patrick Murphy and SENH Asset Manager Matthew Ngo. He went on to inform the Directors of the decision to move Chapter Services Director Daniel P. Sullivan into the SENH Managing Director position.

Warren then highlighted the continued growth of Sigma Phi Epsilon in terms of total membership despite the declining number of chapters. He credited the membership growth, in part, to staff's ability to focus more time on chapters that are aligned with the values and mission of the Fraternity. He also emphasized that the service to these chapters has been focused on values-based recruitment and effective use of the Balanced Man Scholarship, the Balanced Man Program, the setting and enforcement of standards, volunteer support, and the successful transition of new officers.

Warren ask Fraternity Operations Director Seth D. Irby to provide an update 17 Sigma Epsilon Chapters (SECs) currently working towards chartering. Irby noted the likelihood of 10 SECs chartering before the deadline and the potential loss of the SECs at Washington & Lee and Wake Forest. He went on to request extensions to the chartering deadline for five of the SECs – Emory, MIT, Northern Illinois, Kentucky and Rhode Island. The extension was granted by the Directors.

CEO Warren transitioned the conversation to fundraising efforts to support programs and services. Director of Advancement Matthew S. Parrish explained the Advancement Team's efforts to reach out to past staff as a primary strategy for growing the Board of Governors and SigEp's overall donor base. He went on to explain that only 70 past staff have donated to the SigEp Educational Foundation. Grand President Cox asked that the staff compile and send an email to all past staff on his behalf. Cox also asked the Directors to reach out to their respective classes for donations to assist with the efforts of the staff to finish the calendar year strong in fundraising.

Director Shawn McKenna asked Warren and the staff to begin a capital campaign plan to be presented to the Board at the May meeting and then to be introduced at Conclave.

Transgender Membership

CEO Warren provided an update on the staff's work since the previous meeting to better understand transgender student policies across higher education. After Warren completed his update, the Directors held a conference call with Volunteer Services Director Archie Messermith and Social Justice and Diversity Consultant Facilitator Jessica Pettit.

Ms. Pettit began by applauding SigEp's efforts to openly discuss transgender membership and the different policies higher education is adopting across the country. Pettit emphasized that many of the organizations that have discussed or produced updated non-discrimination clauses on gender identity have gone under the radar.



Pettit finished her presentation by clarifying that she has met with roughly 18 Greek organizations via phone and 12 in-person to produce written policy statements. In regards to NIC Fraternities, Jessica has been working with six of these organizations but could not name them for privacy purposes.

Grand President Cox thanked Ms. Pettit for sharing her time and expertise and encouraged the Directors to continue the conversation to get an understanding of where each member stood on the issue. He called on CEO Warren to present the policy provided by General Counsel Douglas M. Nabhan and his firm Williams Mullen.

Grand Secretary Richard W. Bennet III emphasized the need for chapters to be leaders and to take an individual stance on the issue. He encouraged the Headquarters staff to play a supporting role by helping chapters understand the issues and create a welcoming environment.

Grand President Cox asked for a motion to approve the policy recommended by Counsel.

Student Director Sawyer J. Hicks moved to approve the adoption of the following policy regarding transgender inclusivity:

"Sigma Phi Epsilon is a national Fraternity built on the brotherhood and fellowship of men. Any individual who identifies as a man is welcome to seek membership in the Fraternity. This policy is intended to uphold the mission of Sigma Phi Epsilon as a fellowship of men and should not be interpreted as changing the all-male character of the Fraternity or as a waiver of the Fraternity's exempt status under Title IX."

Seconded by Director Garry C. Kief.

Grand President Cox asked for discussion and Director Kief asked for a full definition of the terminology to be used.

The motion passed by an 8-0 majority vote with three abstentions.

Abstention by Director Daniel W. McVeigh, Student Director Erik D. Mikkelsen and Student Director Marshall Miller.

Grand President Cox called for a recess at 12:20 p.m. for lunch. National Director McVeigh excused himself from the meeting in order to return home for an event in Dallas.

Grand President Cox reconvened the Directors and called the meeting back to order at 1:00 p.m.

Financial report

Grand Treasurer Christopher L. Bittman delivered the year-to-date financial statements for the Fraternity, SigEp National Housing LLC and the Sigma Phi Epsilon Educational Foundation. Treasurer Bittman went on to deliver the Audit Committee's progress on approving the audit conducted by Cherry Bekaert, LLP.



Bittman reminded the Directors that the 2014 fiscal year audit included the Educational Foundation. Treasurer Bittman went on to explain that the Audit Committee is wrapping up its work and has one final round of edits and notes to be included in the financial statements.

Grand President Cox called for a recess at 3:30 p.m.

Grand President Cox reconvened the Directors and called the meeting to order at 3:45 p.m.

Marketing and Communications report

National Director Shawn McKenna excused himself from the meeting in order to return home for an event in Maine.

Marketing and Communication Director Beaux Carriere presented samples of work produced by the Marketing and Communication Team throughout the fall. He also introduced the philosophies and intended outcomes that have influenced content and the frequency with which SigEp communicates to its various stakeholder groups.

Carriere emphasized the three core areas of focus for the Marketing and Communication Team: Balanced Man Program, Leadership and the Culture of SigEp. The National Directors commended Beaux and the team on its storytelling and Director Billy Maddalon emphasized the need to continue to tell our story more frequently to more people.

Fraternity Operations report

Fraternity Operations Director Irby began his report with an update on efforts to advance Balanced Man Program implementation and adoption. Irby noted that both understanding and pride for the program are increasing as a result of expanded efforts at both the undergraduate and volunteer levels.

CEO Warren clarified that only 28 pledge model chapters remain. He then asked for opinions on how aggressively the organization should pursue total alignment. Director Billy Maddalon expressed the need to move the needle to take action to convert all pledge model chapters to the Balanced Man Program model quickly.

National Director Billy D. Maddalon moved to instruct the staff to initiate serious conversations with Alumni and Volunteer Corporation presidents of pledge model chapters about the potential for conversion to the Balanced Man Program.

Seconded by Grand Secretary Richard W. Bennet III.

Unanimously approved.

Grand President Cox asked that the staff provide an update on progress at the spring 2015 meeting.

Irby moved on to address the revised District Governor (DG) job description, created with the help of DGs. Irby explained that the updated job descriptions are intended to better engage DGs in efforts to



recruit, train and support volunteers. Irby recommended the Board approve the updated job description and associated resources provided.

National Director Daniel W. McVeigh re-joined meeting via telephone.

Grand Secretary Richard W. Bennet III moved for the approval of the revised District Governor job description.

Seconded by Sawyer J. Hicks.

Unanimously approved.

Fraternity Operations Director Irby proposed modifications to the Fraternity's recently adopted Risk Management Policies. The revisions seek to clarify expectations in the 'Fire, Health and Safety' section.

Grand Secretary Richard W. Bennet III moved for the approval of the modifications of the Risk Management Policies.

Seconded by Sawyer J. Hicks.

The motion passed by a 10-1 majority vote with National Director Thomas B. Jelke being the dissenting vote.

Irby went on to present the Volunteer Awards Continuum being proposed by the volunteers involved in the Higher Education Initiative.

The Directors asked for the staff to combine the Distinguished Alumni Award and Distinguished Volunteer Award.

National Director Thomas B. Jelke moved the Board to approve the Volunteer Awards Continuum as amended.

Seconded by Grand Secretary Richard W. Bennet III.

Unanimously approved.

Irby presented the Alumni and Volunteer Non-Continuum Awards and Recognition Opportunities proposed by the same volunteers of the Higher Education Initiative. The Directors requested several changes to the proposal:

- Eliminate first time attending Carlson.
- Modify Fraternity and sorority advisor of the year to be university partner and just use Carlson as a venue for recognition.
- Rename the 'Red Rose Award' based on naming opportunity determined by Advancement Team
- Table research award for future reconsideration.

Marshall Miller moved to approve the Alumni and Volunteer Non-Continuum Awards and Recognition Opportunities as amended.



Seconded by Sawyer J. Hicks.

Unanimously approved.

Fraternity Operations Director Irby delivered information regarding a situation involving the Louisiana Beta Chapter at Louisiana State University and the need to conduct a thorough review of the membership. Irby asked the Board to temporarily suspend the Louisiana Beta charter in order to conduct this review with the aid of volunteers selected by CEO Warren.

National Director Billy D. Maddalon moved to suspend the Louisiana Beta charter and instruct the staff to conduct a thorough review of the membership with assistance provided by volunteers selected by CEO Warren.

Seconded by Grand Treasurer Christopher L. Bittman.

Unanimously approved.

Lastly, Fraternity Operations Director Irby asked the Board to suspend the Massachusetts Beta charter in response to fallout from the recent membership review. Director Jelke proposed putting students sending threatening message to current members and staff through the university's judicial process.

Grand Secretary Richard W. Bennet III moved to suspend the Massachusetts Beta charter and instruct the staff to reorganize the chapter with a plan that brings Massachusetts Beta back to good standing.

Seconded by National Director Thomas B. Jelke.

Unanimously approved.

Grand President Cox called for a closed session at 9:12 p.m.

Grand President Cox reconvened the Directors and called the meeting back to order the next day at 8:35 a.m.

Information Management and Technology report

Strategic Projects and Analytics Director Kyle Sutton proposed SigEp's next evolution of integrated information management systems, which include significant advancements in member interfacing functionality. Sutton's proposal is timely given the new developments within Salesforce and the expiration of SigEp's contract with Convio for its Common Ground CRM and other services. Sutton proposed the development start in January 2015 to ensure a successful launch in June 2015.

Treasurer Bittman asked for the staff to provide financial information on the development of the efforts to advance the technology.



Comprehensive Assessment and Evaluation plan

Strategic Projects and Analytics Director Sutton and Director Jelke proposed a comprehensive assessment and evaluation plan to be implemented in spring 2015. Jelke detailed the process and the timeline of measuring the desired outcomes.

Jelke will be working to identify experts in the field of assessment to help collect pertinent data that will measure how SigEp and the programs it offers impact a member's personal development and their long-term success.

Director Billy D. Maddalon suggested researching grants to potentially finance these efforts.

SigEp National Housing LLC Report

SENH Managing Director Patrick Murphy began by providing year-to-date information on the key performance indicators of SENH. Managing Director Murphy went on to provide an update on SENH's loan portfolio, LLC and Property Management Programs and housing projects.

Brother Murphy reviewed the current structure of SENH's Equity Management Fund (EMF) and the SENH's intention to revise the EMF structure to address concerns of excessive returns relative to market benchmarks. Murphy ensure the Directors that once a revised structure has been determined, the Board will be given the proposed changes.

Adjournment

Grand President Phillip Cox called for a closed session at 10:01 a.m. and adjourned the meeting upon the conclusion of the closed session.

