

**Sigma Phi Epsilon Fraternity**  
**Conference Call Meeting of the National Board of Directors**  
**September 3, 2015**

**National Directors in attendance:**

Richard W. Bennet III, Central Missouri '74	Grand President	2017
Christopher L. Bittman, Colorado '85	Grand Treasurer	2017
David R. Calderon, CalPoly-Pomona '88	National Director	2017
Billy D. Maddalon, North Carolina State '90	National Director	2021
Daniel W. McVeigh, Texas Wesleyan '90	National Director	2017
Thomas B. Jelke, Ph.D., Florida International '90	National Director	2019
Garry C. Kief, Southern California '70	National Director	2019
Jeff Back, Cincinnati '18	National Director	2017
John L. Emery, Arizona '17	National Director	2017
Riley D. Shearer, Montana State '17	National Director	2017

**National Directors not in attendance:**

Bradley C. Nahrstadt, Monmouth '89	National Director	2021
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**Headquarters Staff present:**

Brian C. Warren Jr., Virginia '04	Chief Executive Officer
Seth D. Irby, Louisiana State '1	Managing Director, Fraternity
Kyle F. Sutton, Cincinnati '12	Strategic Projects and Analytics Director
Laura C. Curzi	Executive Coordinator

**Call to order**

Grand President Richard W. Bennet III called the meeting to order on Thursday, September 3, 2015 at 5:02 p.m. EST.

**Approval of Minutes**

President Bennet called for a motion to approve the minutes from the meetings of the National Board at Conclave.

*Director Garry C. Kief moved the Board to approve the minutes from the August 12 and 16, 2015, meetings of the National Board of Directors.*

*Seconded by Director David R. Calderon.*

*Motion passed by a unanimous 10-0 vote.*

### **Grand Secretary**

President Bennet called for a motion to nominate Director Thomas B. Jelke to the position of Grand Secretary.

*Director Calderon moved the Board to approve the nomination of Director Thomas B. Jelke to the position of Grand Secretary.*

*Seconded by Director Daniel W. McVeigh.*

*Motion passed by a unanimous 10-0 vote.*

### **Outside Directors**

CEO Brian C. Warren updated the Board on discussions with potential Outside Directors and asked Directors to take action to fill one of the two positions created by the Grand Chapter at the 54<sup>th</sup> Conclave. CEO Warren stated his support for Victor K. Wilson, Vice President of Student Affairs at the University of Georgia.

*Director Kief moved the board to elect Victor K. Wilson as an Outside Director to the Sigma Phi Epsilon Fraternity National Board of Directors.*

*Seconded by Secretary Thomas B. Jelke.*

*Motion passed by a unanimous 10-0 vote.*

### **SENH Update**

CEO Warren recommended several actions related to the SENH governance and Director terms. He confirmed the SENH Directors' intention to recruit and recommend for appointment, new directors who possess experience and professional expertise critical to the successful operation of SigEp National Housing.

Warren recommended Christopher S. Sinclair, Oklahoma '89 for appointment to the SENH Board of Directors, understanding Sinclair's insurance expertise and fire/water loss management knowledge as increasingly necessary in a hardening and increasingly complex insurance market.

*Secretary Jelke moved the board to appoint Christopher S. Sinclair to the SigEp National Housing Board of Directors.*

*Seconded by Director Billy D. Maddalon.*

*Motion passed by a unanimous 10-0 vote.*

To ensure SENH Directors have the skills and experiences to advance the SENH mission and that terms are staggered such that transitions do not yield a shortage of historical perspective, SENH also recommended the following five actions:

1. Revise the SENH Policies and Procedures (Article II, Section 1) to include a maximum number of three (3) four-year terms.
2. Implement maximum term limits retroactively in order to facilitate transition conversations immediately.
3. Revise SENH Policies and Procedures (Article II) to limit the number of terms served as an SENH officer to three (3) two year terms, which can be served on top of the aforementioned 12-year limit.
4. Revise SENH Policies and Procedures (Article II) to allow for the immediate past SENH managing director to serve a single two-year term, which would be in addition to the 11 potential director positions outlined in the Policies and Procedures.
5. Revise SENH Policies and Procedures (Article II) to allow for an emeritus position with no term or limitation to length of service.

*Director Calderon moved the board to adopt the five recommended actions and charge the SENH staff to revise the governing documents of SENH accordingly.*

*Seconded by Director McVeigh.*

*Motion passed by a unanimous 10-0 vote.*

### **Educational Foundation**

President Bennet called for a motion to appoint Trustee Michael C. Williams to another term as an Educational Foundation Trustee.

*Director Maddalon moved the board to re-appoint Michael C. Williams as an Educational Foundation Trustee.*

*Seconded by Director Christopher L. Bittman.*

*Motion passed by a unanimous 10-0 vote.*

### **Upcoming Events**

CEO Warren updated the Board on the upcoming chapter chartering and anniversary events and asked that Directors send their availability to attend any events to Executive Coordinator Laura C. Curzi.

### **Committee and Task Force Updates**

CEO Warren recommended the appointment of Andrew Kromer, Davidson '87 to the Audit Committee, noting Kromer's strong financial background and interest in playing a role on a national committee.

*Secretary Jelke moved the board to appoint Andrew Kromer to the Audit Committee.*

*Seconded by Director Calderon.*

*Motion passed by a unanimous 10-0 vote.*

President Bennet presented the PR Task Force objectives, slated members, and key actions timeline to the Board. President Bennet explained that a public relations campaign is critical to tell SigEp's story and establish external credibility. Ric Sweeney, Cincinnati Renaissance has agreed to chair the PR Task Force.

*Director Kief moved the board to support the creation of this task force with the slated members and chair.*

*Seconded by Director Calderon.*

*Motion passed by unanimous 8-0 vote with two abstentions.*

*Abstention from Secretary Jelke and Director Jeffrey Back due to their involvement in the committee.*

CEO Warren recommended the appointment of David W. Bradt, California-Davis '03 as chairman of the Military Task Force with leadership by Randal Scott Dudis, Ohio State '09 as vice-chairman and Renato G. Villacorte, CalPoly-Pomona '91 as member. CEO Warren recommended allowing these members to recruit and appoint other SigE alumni and military veterans to serve on or support the task force in order for the task force to fulfill its charges by the 54<sup>th</sup> Grand Chapter.

*Director Calderon moved the board to appoint David W. Bradt as chairman, Randal Scott Dudis as vice-chairman, and Renato G. Villacorte as member of the Military Task Force to recruit and appoint alumni and military veterans of Sigma Phi Epsilon to serve on or support this task force moving forward.*

*Seconded by Secretary Jelke.*

*Motion passed by a unanimous 10-0 vote.*

### **Fall Board Meeting**

President Bennet confirmed December 11 and 12 in St. Louis as the date and location of the in-person fall meeting. This meeting will focus on SigEp's partnership in higher education.

President Bennet also confirmed April 8 and 9 for the in-person spring meeting. Location for that meeting will be discussed at a later date.

### **Other Business**

At advice of legal counsel and auditors, CEO Warren presented the following language to grover the management of dormant CIF accounts:

The balance of the Chapter Investment Funds (CIF) owned by each dormant undergraduate chapter shall be "frozen" at the time of charter withdrawal. The Investment Committee shall maintain or cause to be maintained records and accounts which will continually reflect the "frozen" balance owned by each dormant undergraduate chapter. When an undergraduate chapter is reactivated, the balance of the CIF owned by the respective chapter will be reinvested in the CIF pursuant to the terms and conditions set forth in the Bylaws.

*Director McVeigh moved the board to adopt the language proposed as a CIF resolution.*

*Seconded by Secretary Jelke.*

*Motion passed by a unanimous 10-0 vote.*

### **Adjournment**

President Bennet adjourned the meeting at 6:05 p.m. EST.