Minutes
Executive Committee Conference Call
Wednesday, June 14, 2017
3:00 p.m.

The Executive Committee of the SIU Alumni Association Board of Directors met via teleconference in the Colyer Hall Conference Room on Wednesday, June 14, 2017, at 3 p.m. The following committee members and staff were physically present unless otherwise noted by CC (conference call) or Absent:

Britten Follett - CC
Gary Heflin – CC
Molly Hudgins – CC
Dede Ittner
Mike Kasser - CC
Larry Mieldezis - CC
Scott Moller - CC
Randy Ragan - CC
Laura Soucy - CC
Rick Wysocki - CC
Michelle Suarez (Executive Director)
Patrice DeBlois (Asst. Treasurer/Controller)
John Huffman (Legal Counsel)
Tina Singleton (Corporate Secretary)
Zoe Owens (Director, Constituent Relations)

President Larry Mieldezis addressed the Executive Committee regarding three items which needed immediate discussion:

**Constituent Organizations:**

- Two prongs: update regarding organizations/how to handle moving forward-BAG
- Legal counsel feels there is a serious pending problem with division within the Black Alumni Group officers for the last two years. Bylaws have not been followed. A larger group of non-officers also feel the Bylaws are not being followed and need to be updated.
- CO’s going forward - Board support needed;
- Could push out the bylaws on behalf of Dr. Gardner with a note that they will be presented at the business meeting and voted upon. This would need to be initiated by the Parliamentarian (appointed by BAG President), Roland Burris.
• Zoe Owens, Director of Constituent Relations fears that BAG leadership is speaking a little too strongly for the body and not in accordance with what the body is wanting for the group. Leadership has the communication powers and thinks the group feels the message presently coming across is not in line with the organization’s original goals.

• A petition has been signed by over 100 people stating BAG should go back to its original purpose. Founders also agree that BAG should review and resume its original purpose. This has all come about because the original Bylaws state the group is to meet every year. Dr. Gardner asked for a meeting in 2016 to ratify the amendments to the Bylaws that were brought up at the 2015 meeting and to also discuss alternative dates for the next reunion. The ratification should have been done within 60 days. The leaders of the group decided not to meet in 2016.

• There were a lot of complaints at the 2015 reunion, which could have been some organizational aspects. People did not leave happy and several stated they would not attend the 2017 reunion if it was the same way, same people, same leadership. Also, voting rules were changed at the 2015 reunion and were not in accordance with the Bylaws. In the past nominations were done at the business meeting on Friday and campaigning could take place over the weekend. Voting then would take place on Sunday. In 2015 it was changed for nominations and voting to take place at the Friday business meeting. Most reunion attendees have not yet arrived in town and do not attend the business meeting.

• SAC Vice-President, Kevin Winstead is in contact on personal calls but not on the reunion conference calls.

• The Black Alumni Group is the only constituent organization within the SIU Alumni Association with their own bylaws. It would be a lot simpler if all constituent organizations operated under the Association bylaws.

• Ms. Owens is concerned about the finances of the Black Alumni Group. The 2017 reunion is being planned based on the 2015 budget which had over 250 registrants. Feels there should be some reform. Ms. Suarez advised that a conference call will take place tomorrow to discuss the budget for the reunion.

• A CO based on the guidelines established by the Board and therefore can revoke the alumni society status.

• Legal Counsel stated that the Parliamentarian should step in to provide leadership.

• The three options President Mieldezis sees from the discussion is:
  o Consider suspending all Constituent Organization activities at some point for a full review and research best practices then come back and propose what a group, chapter or club looks like. Events already scheduled, such as the BAG Reunion and Alumni Band Group Reunion, will proceed as planned. Will need to provide a reason for this option.
• Sending bylaws (current and proposed) as requested by the BAG Secretary.
• Association take a more aggressive approach and stating the case that it has been recognized they have veered out of the boundaries of what a constituent organization should operate under have a certain time frame to respond to these areas and if there is not a response they run the risk of losing the constituency.

Ms. Owens noted that most of the amendments in the set of Bylaws that Dr. Gardner created were from the 2015 reunion. Mrs. Ihnert asked if the Executive Committee could be provided a copy of the BAG bylaws to review.
• It was suggested by Ms. Owens to come up with a new model for all constituent organizations.
• Molly Hudgins suggested the Policy and Organization Committee review the Constituent Organization Guidelines. Mr. Huffman stated that the Guidelines and history as to how this situation has veered off the road will be sent out to the Executive Committee as quickly as possible.
• Gary Heflin commented that there needs to be intervention and is long overdue.
• Notice that they have pushed the limits of a CO - variance prepared by Mr. Huffman understand the 'deltas / gap' (last step in the process)
• Request a review distribution of budget/funds for the CO's;
• How will the University be notified of this potential action?

Mike Kasser and Mr. Huffman left meeting at 4:00 p.m. due to prior commitments.

Advocacy Resolution & Scholarship Fund Guidelines:
Results from Executive Committee were provided. Both items passed. Discussion took place as to next step. Should it be sent on to the full Board for a vote.

Mr. Mieldezis asked for a motion to move both items forward for a vote by the Board Directors. Gary Heflin made a motion to accept, seconded by Molly Hudgins. Approved by voice vote. Motion carried unanimously.

Spring 2017 Board Breakout Sessions:
Two key questions:
• Membership: yes or no
• Closer alignment with the Foundation:

Question: From information gathered from the Board Breakout sessions, could the EC move forward with a process to make a formal recommendation around these
two points. This group can come up with a pretty articulate plan to suggest how we could move forward with regard to these two matters.

Need a response from legal counsel that reflects this could occur. Are there any follow-up measures that need to be taken?

Mr. Mieldezis asked if there were any other questions.

Meeting adjourned at 4:23 p.m.

[Signature]
Corporate Secretary