



Rensselaer

Alumni Association

Rensselaer Alumni Association (RAA)

Special Meeting Minutes

Saturday, March 23, 2019

Heffner Alumni House, Alumni Conference Center, Troy, NY

In-Person Attendees

Wade Abbot '95, Steven Aceto '85, '88G, '92Ph.D., Mark Anderson '79, '80G, Michael Auerbach '69, '70, William Banker '86, Alexander Bartek '76, Louise Bergendahl '99, '01G, John Boyd '78, Samuel Brewer '02, '15G, Jeff Brown '04, Susan Brownell '79, '81G, Russell Clark '98Ph.D., Dorothy Colwell '11, John Crawford '09, Bill Criss '68, '69G, Savannah Crooks '20, Michael Cuozzo '17, George Dalakos '94, '96G, '04Ph.D., P'15, Arthur Depoian '76, Melanie Depoian '09, Brian Donlan '11, '11G, Justin Etzine '18, Sheila Fields '72, John Fisher '74, '75G, Jorge Fuentes '96, Michael Gardner '17, David Glowny '93G, P'17, Anne Gullede '87, Dale Gullede '87, Adolfo Gutierrez '95G, '99Ph.D., Gregory Hart '11, Ryan Hawthorne '08, Joel Hirsh '72, Bryan Johns '19, Samuel Johnson '06, '11G, Michael Keenan '71, '72G, P'92, Lawrence Kissko '70, John Krob '78, Marisa Lee '18, Ardean Leith '68, Julia Leusner '08, Kaitlyn Lounsbury '15, '15G, Antoinette Maniatty '87, Michael McCabe '79, Thomas McGuire '72, '74G, Radmila Miletich '87, '90G, Jay Murphy '67, '68G, '71Ph.D., John Nehrich '72, John Neun '76, '77G, Steven Nordhauser '79, '80G, Raymond Parker '77, '87Ph.D., Brooke Parslow '20, Ralph Pascucci '70, P'20, Duncan Pickard '99, '06G, Bryon Rakoff '77, '79G, Charles Rancourt '70, '74G, P'99, Carmine Sarno '04, Kelly Seeger '99, '03G, Kurt Stutt '89, Gerald Sweeney '68, Monica Tarantino '18, Joe Templin '94, John Templin '62, '69G, P'94, Wendy Tully-Gustafson '20, Peter Ungaro '94, Richard Vehlow '91, '93G, '02G, Stefanie Warner '19, James Waugaman '68, '74, Roslyn Webber '90, '96G, William Wenrich '13, Nigel Westlake '00, Kent (Gordon) Worden '76, P'04, P'06, Joleen Worden '75, Kathryn Worden '04, Otto Zamek '70, '73G, P'98

RAA Board In-Person Attendees

Donald Burgio '89, Claire Lukasiewicz '17, Michael Lyden '78, Kareem Muhammad '01, Kristin Seaver '90, '98G

Remote Attendees

Adam Malinauskas, Adrienne Peltz, Anabelle Forte, Andrew Rainville, August Gutheim, Brian Michalski, Bruce Byorkmen, Caleb Pan, Carolyn Chin, Charles Emala, Charles Phelan, Christian Johnson, Christopher Gill, Christopher Lopinto, Dan Bruce, Darlene Alvarado, David Donnelly, Dennis Powers, Derek J Davis, Douglas G Hancher, Elisa Barney-Smith, Elizabeth Warsaw, Kelsey Saulnier, Emilie Saulnier, Eric Pearl, Francis Kruszenski, Franklin Brodsky, Fred Sabin, G.Bell Carr, Gary Saulnier, George Gardner, Gerard Nolan, Ira Goldman, Greg Waters, Henry Brecher, Ian McAninch, Ian Stead, Ira Goldman, James Hyde, James Pauli, James Stevenson, James Wernicke, James Williams, Jason Hagopian, Joel H Glickman, John Corbett, John Druke, John Russo, John Stolzenthaler, John Weiss, John Wesson, Jonathan

Harder, Jonathan Kessler, Jonathan Witter, Joni Halabi, JP Fasano, Julie Calzone, Sharon Stenger, Karl Oestreich, Keith Damon, Kelly Burghart, Kevin Hamburger, Kevin Ung, Kyle Gracey, Larry Budnick, Larry Sochrin, Lauren Senese, Lawrence Loucka, Lawrence Mentz, Leslie White, Lewis Billera, Lisha Miller, Loretta Britsch, Mark Lembo, Matthew Jonson, Maureen Robinson, Michael Cochran, Michael Dubois, Michael Richter, Michael Zwack, Nagesh Rao, Nick Wood, Orlando Hernandez, Patricia McCabe, Peter Vanderminden, Peter Vanderzee, Priscilla Acosta, Rebecca Gannam, Renzo De Meo, Richard Bolbrock, Richard Stevens, Robert Sandow, Ronald Swanson, Selena Willoughby, Sharon Zohar, Steven Rock, Sue Larson, Ted Mirczak, Thomas Hamlin, Thomas Tough, Tim Egan, Tom Jones, Tom Lindenmuth, Tyler Carney, Walter Gibbs, William Conlon, Wyatt Nordstrom, Theresa Kozikowski, David Gertler

RAA Board Remote Attendees: Matt Siegel '85, Patricia DeLauri '85

Rensselaer Staff Attendees: Michael Bivens, Graig Eastin, Renee Kelly, Mackenzie Wells

Please note, every effort was made to create a thorough remote attendee list. Due to untraceable phone numbers and unregistered remote attendees, however, this list may not be exhaustive.

This meeting was requested by a petitioning group of alumni to address six (6) specified areas of concern.

- I. Call to Order (K. Muhammad)
 - Meeting called to order by Chairman at 12:00pm

- II. Opening Remarks and Logistics Review (K. Muhammad)
 - K. Muhammad started with a review of logistics and meeting addenda. The meeting agenda aligned with the topics listed in the petition to call this Special Meeting. The six (6) items were read aloud. Eight (8) minutes of discussion were to be allotted for each topic.
 - Discuss RAA Board failure to represent the interest of its Members.
 - Discuss RAA Board failure to abide by its governing documents.
 - Contest 2018 Trustee Election results.
 - Contest results of all elections prior to 2018 which effect all Trustees in office.
 - Fill vacancies of openings until another election may be held.
 - Schedule and notice Special Meeting for election of Directors for replacement Board.
 - Review of Meeting Timing
 - Special Meeting scheduled for one (1) hour with hard stop to leave space by 1:30pm.
 - As a housekeeping note, it was shared that Alumni House staff had re-arranged scheduling to make this space in the Heffner Alumni House available at the requested time.
 - Review of time limits on questions
 - Comments shall be kept to one (1) minute each and questions thirty (30) seconds each.

- Parliamentarian of RAA Board of Trustees, Donald Burgio '89 served as designated time keeper.
- K. Muhammad noted the meeting will adhere to the RAA Bylaws
 - Article IV, Section 4, Item 2, "The Board shall promptly consider all recommendations introduced at meetings of the Members."
- Floor was opened to questions and comments from Members.

III. Discussion Period (Membership)

- There were many question and comments surrounding the 2018 Election of the RAA Board of Trustees, the nomination process, and governance of the Board in general. Much discussion occurred regarding the extent of Robert's Rules of Order.
- The following responses and clarifications were provided.
 - The Special Meeting was governed by the most recent edition of both Robert's Rules of Order and the RAA Bylaws, which supersede Robert's Rules of Order in case of inconsistencies. (Article X, Section 1)
 - The floor requested a written report on the 2018 Election of the RAA Board of Trustees, which took place on December 1st, 2018. Chairman Muhammad read allowed the final, certified vote: 28 votes in favor, 27 against, 3 abstain.
 - The Board of the RAA is well versed in the Charter that the Membership elects the Board of Trustees. The Board is of the opinion that the election process is free and fair.
 - Attempts were made to temporarily remove the Chairman of meeting. This was ruled out of order.
 - The status of the Task Force discussed previously at the October 8th Special Meeting was brought up. K. Muhammad shared the RAA Board of Trustees has drafted a plan which is being reviewed.
 - All alumni are invited to participate in Special Meetings.
 - The permissibility of online voting in the past election was discussed in terms of how Robert's Rules of Order and the RAA Bylaws define "in person". The Board has updated the bylaws to better reflect this for subsequent elections.
 - In terms of the 2018 election slate, every RAA Member nominated to the Nomination Committee is not listed on the slate put forth to the Membership. The slate is determined by the RAA Nominating Committee. This is the purpose of the Nominating Committee. For confidentiality purposes, the nominees who do not make the slate are not revealed to the entirety of the Membership.
 - Each year the slate includes individuals who have held the role before as they are up for re-election. Per the RAA Bylaws, a Trustee-at-Large may serve two (2) consecutive three (3) year terms.
 - Attempts were made to remove the President of the RAA. This was ruled out of order.
 - A concern was expressed regarding quorum in all past elections, in regards to New York State Law (NPC 608). The concern was heard and will be discussed with the RAA Board of Trustees and legal counsel.
 - While the updated RAA Bylaws reflect a change in the minimum number of signatures needed for the Board to be required to hold a Special Meeting, this will not be the last Special Meeting. If concerns are expressed to the Board, there is always the option of calling a meeting without the signatures.

- An attempt to extend the meeting or reconvene at another location was not recognized by the Chairman of the meeting.

IV. Adjournment (K. Muhammad)

- Motion to close the meeting made at approximately 1:00pm. Motion seconded.
- Thank you to all participants and Rensselaer Staff who made this possible.
- Meeting adjourned and phone line closed.

Minutes Approved: May 7, 2019