THE ARLINGTON INSTITUTE

Monday, April 10, 2000

Dear Board Members:

Enclosed is a Board summary package for you to review before our meeting on Friday, April 21. Please bring it with you if you can. We've got an ambitious agenda planned.

We'll see you for cocktails and dinner on Thursday the 20th. We've got about seven new staff members to introduce to you...and good news on all other fronts.

As always, we look forward to having you with us. Please call if we can help with your trip arrangements in anyway.

Kind Regards,

Danielle LaPorte Executive Director Hamelle@arlingtoninstitute.org

The Arlington Institute Board of Directors

Napier Collyns

Managing Director Global Business Network 5900-X Hollis Street Emeryville, CA 94608 (510) 547-6822 // (510) 547-8510 (fax)

State State

Neal Creighton President Westminster College 501 Westminster Avenue Fulton, MO 65251-1299 (573) 592-5315 // (573) 642-7482 (fax)

Colin Crook Penberen House Seifton, Shropshire, UK SY7-9BY (917) 767-5479 (cell - best way to reach him) (01144) 1584 862 100 (01144) 1584 862 108 (fax) send via email Coline Crock Difference

Jack DuVall, Principal Mars Hill 506 North Alfred Street Alexandria, VA 22313 (703) 684-6840 // (703) 684-6845 (fax)

C. Austin Fitts, President Solari,Inc. P. O. Box 57326 Washington, DC 20003 (202) 529-2993 // (202) 529-3717 (fax)

Joe Firmage, Chairman and CEO Intend Change 87 Encina Avenue Palo Alto, CA 94301 (650) 289-6617 // (408) 406-1100 (cell) (650) 289-6606 (direct) (650) 289-6618 (fax) George H. Kuper, President

Council of Great Lakes Industries 431 Highland Ann Arbor, MI 48104 (734) 663-1944 // (734) 663-2424 (fax)

Robert P. Morse, Chairman Morse, Williams & Company, Inc. 230 Park Avenue, 20th Floor New York, NY 10169 (212) 856-8200 // (212) 856-8240 (fax)

John L. Petersen, President The Arlington Institute 1501 Lee Highway, Suite 204 Arlington, VA 22209-1109 (703) 812-7900 // (703) 812-0900 (fax)

Richard M. Sawdey Hoogendoorn, Talbot, Davids, Godfrey, & Milligan 122 S. Michigan Avenue Chicago, IL 60603-6107 (312) 294-5746 // (312) 786-0708 (fax)

Hon. R. James Woolsey Shea & Gardner 1800 Massachusetts Avenue, NW Suite 600 Washington, DC 20036 (202) 828-2056 // (202) 828-2195 (fax) Napier Collyns is the cofounder and managing director of The Global Business Network. He is also a senior associate of Cambridge Energy Research Associates, a public director of the New York Mercantile Exchange (NYMEX), editor-at-large for Doubleday Currency, a board member of Meridian International Institute and the Strategic Management Society, and a participant of the ICIS Forum.

Before joining GBN, Napier spent more than 30 years in the international oil industry, mostly with companies of the Royal Dutch/Shell Group in Venezuela, Nigeria, New York, London, and The Hague. He was a senior member of the small team at Shell that developed scenario planning in the early 1970s under the leadership of Pierre Wack.

- Neil Creighton, President, Westminister College, former President and CEO, McCormick Tribune Foundation. Creighton is also Vice President of the National Strategy Forum, a board member of the Chicago Council on Foreign Relations, the Newspaper Association of America Foundation and the Associated Bank of Chicago. In his career, he has had over fifteen years of foreign military duty, which includes Pentagon assignments in the offices of the Secretary of the Army and Assistant Secretary of Defense. In 1984 he retired from the military as a Major General.
- Colin Crook recently retired from the position of Chief Technologist, Citicorp, where he managed one of the world's largest private global information networks and intranets. He is a member of the IEE (UK), IEEE, ACM (USA), the New York Academy of Sciences, Senior Fellow of the Wharton School of Business and Fellow of the Royal Academy of Engineering (UK), (elected in 1981). Mr. Crook has served on various US National Academy advisory committees and study projects including the committee to establish a national cryptography policy. He leads the current NRC research team on financial R&D. He is chairman of the Center for Adaptive Systems Applications in Los Alamos, of Onsett International in Cambridge, Mass, and serves on the Advisory Boards of Warburg Pincus, New York and Rein Capital, New Jersey. He has advised various US government agencies including the Dept. of Defense and lectures widely around the world.
- Jack DuVall, Principle, Mars Hill, specializes in the development, marketing, production and distribution of non-fiction television programming for public and cable broadcast, and in seeking sponsorship and philanthropic support for important causes in the public interest. Prior to Mars Hill, he had over twenty years of experience working in public television, higher education, industry associations and federal agencies. He was Vice President for Program Resources of WETA in Washington, D.C., the Director of Corporate Relations of The University of Chicago, the Director of Public Affairs of six national business trade associations, and Chief of Industry Compliance Branch/Cost of Living Council, Executive Office of the President, during the Nixon and Ford Administrations. Mr. DuVall received his B.A. degree *cum laude* from Colgate University, where he was Phi Beta Kappa, and he served as a Captain in the U.S. Air Force.
- Joe Firmage, Chairman, International Space Sciences Organization, Principle, Intend Change, former Chairman & CEO, USWeb Corporation. ISSO formally launched its science operations in July 1999 and will be releasing a number of book, film, and interactive public

education productions through 2000 and beyond. Firmage was formerly with Novell as VP of Strategic Planning for Novell's Systems Group, the company's core 1.2 billion business unit. Prior to joining Novell, he was founder and CEO of Serius Corporation a developer of object based programming tools for PC developers. Serius was funded in 1989, raised over \$7 million in funding and was acquired by Novell in 1993 in a transaction valued at \$24 million.

- Catherine Austin Fitts is the President and CEO of Solari, Inc., an investment network based in Washington DC. She is the former President & CEO of The Hamilton Securities Group, Inc. an employee-owned broker-dealer with a portfolio strategy for \$400 billion of financial assets and liabilities; and former Assistant Secretary for Housing-Federal Housing Commissioner in the Bush Administration.
- George H. Kuper, President, Council of Great Lakes Industries (CGLI) is a recognized leader in the national effort to establish a productivity growth policy. In 1975, he was nominated by President Gerald Ford and confirmed by the US Senate to serve as executive director of the National Center for Productivity and Quality of Working Life. In 1978, he joined the General Electric Company. He is the former executive director of the Manufacturing Studies Board of the National Academy of Sciences and one of the principal founders of the National Center for Manufacturing Sciences. Prior to joining CGLI, Kuper spent six years as President of CEO of the Industrial Technology Institute. He has also been the founding principal in four corporations and director of five additional companies.
- Robert P. Morse, President, CEO & Chief Investment Officer of Morse, Williams & Company. Prior to establishing Morse, Williams & Company, Bob was a senior principal of the investment-counseling firm of William G. Campbell & Company, and he served as VP of the bond department of American Express W.H. Morton Company. He is currently Chairman of the Wall Street Fund, Inc., a public growth mutual fund.
- Richard M. Sawdey, Hoogendoorn, Talbot, Davids, Godfrey, & Milligan, Attorney at law concentrating primarily in estate planning, small business representation and executive compensation. He is also experienced in severance arrangements and not for profit corporations.
- Hon. R. James Woolsey, Shea & Gardner, former Director of the Central Intelligence Agency. In addition to serving as Director of CIA, Mr. Woolsey has served in the U.S. government as: Ambassador to the Negotiation on Conventional Armed Forces in Europe (CFE), Vienna, Under Secretary of the Navy, mid General Counsel to the U.S. Senate Committee on Armed Services. He was also appointed by the President as Delegate at Large to the U.S.-Soviet Strategic Arms Reduction Talks (START) and Nuclear and Space Arms Talks (NST), and served in that capacity on a part-time basis in Geneva. During military service in the U.S. Army he served as an adviser on the U.S. Delegation to the Strategic Arms Limitation Talks (SALT 1), Helsinki and Vienna.

MINUTES OF A MEETING OF THE BOARD OF DIRECTORS OF THE ARLINGTON INSTITUTE December 3, 1999

A meeting of the Board of Directors of The Arlington Institute, a Virginia nonstock corporation, was held pursuant to notice at 9:00 a.m. on Friday, December 3, 1999, at the offices of the Institute at 1501 Lee Highway, Suite 204, Arlington, Virginia.

The directors, constituting a quorum, were present:

Napier Collyns Neal Creighton Colin Crook Jack DuVall Joseph Firmage Austin Fitts George Kuper Robert P. Morse John L. Petersen Richard M. Sawdey James Woolsey

Also present were the following members of the Staff: Daniel LaPorte, Sam Miess and Michelle Bowers.

Mr Petersen, Chairman, presided and Mr. Sawdey, Secretary, recorded the minutes.

Mr. Petersen stated that the first order of business was to consider and take action on the minutes of the meeting of the Board of Directors held on March 26, 1999, copies of which had been distributed to the directors prior to the meeting. Thereupon, on motion duly made, seconded and carried, the following resolution was adopted:

RESOLVED, That the minutes of the meeting of the Board of Directors held on March 26, 1999 be and hereby are approved.

Mr. Petersen then distributed and commented on the financial report of the Institute for the ninemonth period ended October 31, 1999. After a brief period of discussion and on motion duly made, seconded and carried, the report was accepted. Mr. Petersen also distributed a copy of the Institute's Form 990 as filed with the Internal Revenue Service for the year 1998.

In the course of reviewing the financial report, Mr. Petersen reported that it had been necessary to obtain **determined on the second and carried**, the following resolution was adopted:

RESOLVED, That the action o the President (i) in the second secon

The Arlington Institute Board of Directors March 26, 1999 Page 2

organization the manufacture on the security of the security o

Mr. Firmage abstained from participating in the consideration and voting on this matter.

Mr. Petersen then reported on significant projects undertaken in 1999. A complete list of such projects was distributed with the agenda for the meeting.

Mr. Petersen then reviewed the status of projects planned for 2000, including the following:

- Develop and track selected wild cards as a way to develop improved responses to crises.
- Broaden support network.
- Form an Advisory Board.
- Enhance the Board's role.
- Institute a fellowship program.

He also reviewed staffing objectives, technology objectives, resource network objectives, plans for new products and services, and communications objectives.

A period of discussion then followed on a variety of topics arising from the foregoing projects and tasks.

Mr. Petersen then reported that the Institute had obtained director and officer liability insurance for the benefit of the Board members. He also raised the topic of Board compensation. It was agreed that Board members would continue to not be compensated for Board service but would be entitled to reimbursement for travel and other out of pocket expenses incurred in connection with their service as directors.

Mr. Petersen then reported that the Institute had been approached to determine if it was interested in publishing a study by Pickford and Lindemann on the subject of life outside o the earth. After discussion, there was general agreement that publication of the study would be a good idea and would be consistent with the work otherwise being done by the Institute with respect to wild cards.

He commented on series of personal projects.

The members of the Staff then left the meeting. A period of discussion then followed, continuing the themes of the discussion previously held.

There being no further business to come before the meeting, the meeting adjourned.

The Arlington Institute Board of Directors March 26, 1999 Page 3

fecherd M- Sanday Secretary

•