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KIWANIS INTERNATIONAL BOARD OF TRUSTEES
April 18-22, 2018

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MINUTES OF THE
MEETING OF THE KIWANIS INTERNATIONAL BOARD OF TRUSTEES

April 18-22, 2018

The meeting of the Board of Trustees of Kiwanis International convened at the Kiwanis International Office in Indianapolis, Indiana, April 18-22, 2018. Those present were: James M. "Jim" Rochford, President; Jane M. Erickson, Immediate Past President; Florencio C. "Poly" Lat, President-Elect; Daniel Vigneron, Vice President; Stan D. Soderstrom, Executive Director; Trustees Greg Beard, Chian Chu-Ching, M.A. "Fred" Dietze, John E. DeVilbiss, Charles "Chuck" Gugliuzza, Koshiro "Kit" Kitazato, Lance M. Incitti, Marcel Kreienbühl, Gary Levine, Peter J. Mancuso, Richard G. "Dick" Olmstead, Jr. Paul Inge Paulsen, Bert West and Terry A. White. Guest: Albert James "Jim" Dooley, Americas Chairman, The Formula. Absent: Trustee Ernest Schmid.

The meeting was called to order by President James M. "Jim" Rochford on Saturday, April 21, 2018 at 3:00 p.m. in Indianapolis, Indiana.

The following reports were received:

REPORT OF THE PRESIDENT

The Report of the President, James M. "Jim" Rochford, is attached as **Tab 01**.

REPORT OF THE PRESIDENT-ELECT

The Report of the President-Elect, Florencio C. "Poly" Lat, is attached as **Tab 02**.

REPORT OF THE VICE PRESIDENT

The Report of the Vice President, Daniel Vigneron, is attached as **Tab 03**.

REPORT OF THE EXECUTIVE DIRECTOR

The Report of the Executive Director, Stan D. Soderstrom, is attached as **Tab 04**.

REPORT OF THE BOARD COUNSELOR TO CIRCLE K INTERNATIONAL

The Report of the Board Counselor to Circle K International, Peter Mancuso, is attached as **Tab 05**.

REPORT OF THE BOARD COUNSELOR TO KEY CLUB INTERNATIONAL

The Report of the Board Counselor to Key Club International, M.A. "Fred" Dietze, is attached as **Tab 06**.

**REPORT OF THE REPRESENTATIVE (K.I. IMMEDIATE PAST PRESIDENT) TO THE
KIWANIS CHILDREN'S FUND BOARD**

The Report of the Representative (K.I. Immediate Past President) to the Kiwanis Children's Fund Board, Jane M. Erickson, is attached as **Tab 07**.

GENERAL CONSENT ITEMS

Without objection, the following recommendations were adopted:

APPROVAL OF JANUARY 18, 2018 MINUTES

That the Kiwanis International Board approves the minutes of the Board meeting convened January 18, 2018, via GoToMeeting, as shown in Tab 08.

BOARD POSITION ON FAMILY MEMBERSHIP AMENDMENT

That the Kiwanis International Board ratifies the results of the electronic mail ballot concluded on February 26, 2018, as shown in Tab 09, opposing the support of the proposed amendment from the Pacific Northwest District to permanently adopt family membership as a status formally recognized by Kiwanis International.

2018-19 KIWANIS INTERNATIONAL COMMITTEE DUTIES

That the Kiwanis International Board approves the 2018-19 Kiwanis International Committee duties as shown in Tab 10.

EXECUTIVE DIRECTOR'S CONTRACT

That the Kiwanis International Board agrees to retain the Executive Director and to negotiate a new employment contract.

REPORT OF THE EXECUTIVE COMMITTEE

The Report of the 2017-18 Executive Committee, James M. Rochford, Chair, was presented. (Tab 11)

TRAVEL PROCEDURES REVIEW

Upon recommendation of the Executive Committee, it was moved and adopted:

That the Kiwanis International Board amends Procedure 178-Travel Management as shown below, effective June 1, 2018. However, the current President, President-elect, and Vice President are permitted to follow the existing procedure during their year as President, as also shown below.

178 - Travel Management

178.4 - Airline Reservations

- A. Designated Travel Provider: All air travel must be arranged through the Kiwanis International designated travel provider, except as approved by the Executive Director or his designee. (10/89) (10/11)**
- B. Flight Parameters: Flight transportation shall be limited to a reasonable price range based upon the lowest applicable fare costs at the time of purchase, including ancillary fees (i.e., baggage fees). ~~Any increase in expense incurred outside of these procedures shall be reported monthly to the Executive Director by the designated travel provider and billed to the traveler or deducted from the expense report.~~ (See also Procedures 178.5 and 178.6, regarding restrictions and exceptions.) (10/95) (10/11)**

178.6 - Class of Service for Air Flights (10/11)

- A. Authorized Class of Service: The authorized class of service for Kiwanis International business is any class that meets the fare parameters set forth in Procedure 178.4.B. For any intercontinental flight segment that is scheduled to be longer than seven (7) hours of non-stop flying time, a premium coach fare (or the equivalent) or an upgradeable coach class may be authorized, with the traveler using his/her own resources, including frequent flyer miles or officer's contingency fund, to pay for any the upgrade to first or business class. (10/89) (10/11)**

However, through the 2019-20 administrative year, The President and his/her spouse or companion may fly business class for any flight segment of non-stop flying scheduled to be six (6) hours or longer. (1/14)

ALCOHOL POLICY AND PROCEDURES REVIEW

Upon recommendation of the Executive Committee, it was moved and adopted:

That the Kiwanis International Board amends Policy C. 6. Alcohol Guidelines as shown below, effective July 2, 2018:

6. Alcohol Guidelines

Alcohol may be served or consumed at Kiwanis events in a legal and responsible manner, provided such serving or consumption is done in accordance with the customs and applicable laws where the club or other Kiwanis entity is located. (10/83) (1/13)

The use of membership dues or fees shall not be used for the purchase of alcoholic beverages for or by the Kiwanis International Board or staff.

Because the presence of alcohol at a function greatly increases the risk of personal injury, Kiwanis clubs and other Kiwanis entities must be conscious of liability exposure whenever alcohol is offered. All Kiwanis entities should adhere to the alcohol guidelines established by Kiwanis International when providing alcohol at an event; see Procedure 173 – Alcohol Guidelines for Kiwanis Clubs and Other Kiwanis Entities.

This completed the Report of the Executive Committee.

REPORT OF THE BOARD COMMITTEE ON AUDIT AND FINANCE

The Report of the 2017-18 Board Committee on Audit and Finance, Terry A. White, Chair, was presented. (Tab 12)

CAPTIVE INSURANCE

Upon recommendation of the Board Committee on Audit and Finance, it was moved and adopted:

That the Kiwanis International Board recommends that staff move forward with phase one of a feasibility study on creating a captive insurance company for the purposes of housing our existing program. The estimated cost of US\$30,000 for phase one is authorized from the Insurance Fund.

This completed the Report of the Board Committee on Audit and Finance.

REPORT OF BOARD COMMITTEE ON MEMBERSHIP

The Report of the 2017-18 Board Committee on Membership, Gary Levine, Chair, was presented via the following subcommittee reports.

REPORT OF THE SUBCOMMITTEE ON COMMUNICATIONS

The Report of the 2017-18 Board Committee on Membership: Subcommittee on Communications, Lance M. Incitti, Chair, was presented. **(Tab 13)**

No action was taken.

This completed the Report of the Board Committee on Membership: Subcommittee on Communications.

REPORT OF THE SUBCOMMITTEE ON THE FORMULA

The Report of the 2017-18 Board Committee on Membership: Subcommittee on The Formula, Gary Levine, Chair, was presented. **(Tab 15)**

WEST VIRGINIA DISTRICT STATUS

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board grants the West Virginia District an extension of its district status through the 2018-19 administrative year, with the goal of reaching 800 members by September 30, 2019.

CONSIDERATION OF GUARANTEED BOARD SEAT FOR LATIN AMERICA

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board declines, at this time, a guaranteed Board seat for the Latin America Region.

THE FORMULA TRANSITION PLAN

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves providing financial support to districts in the United States and Pacific Canada Region, Latin America Region, and the Asia-Pacific Region through a matching grant request program of up to US\$4,000 for each district to fund growth initiatives, with a focus on club openings. This program shall be administered by staff based on criteria determined by the Kiwanis International Board.

Further, that districts worldwide will receive US\$350 for each club organized, up to the first 300 clubs. Districts are to place this money in a special fund to be used to assist clubs with membership growth and retention.

Further, the current practice of distributing a 20 percent club opening rebate to districts will be discontinued.

These actions are effective October 1, 2018.

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves a membership growth structure whereby a volunteer club opening expert (to be called “area coordinator”) will partner with a staff club opening specialist. Area coordinators will be appointed for a multi-year term by the Kiwanis International President.

Further, a district membership coordinator position will be created for each district with a three-year term to be appointed by the governor. The district membership coordinator will report to the area coordinator. The district governor will have the capacity to replace the district membership coordinator, should the individual not perform his/her duties.

This structure will be effective October 1, 2018.

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board agrees that the current Formula recognition program will expire at the end of the five-year initiative period (as of September 30, 2018). Further, the Board approves individual member recognition incentive(s) for new club opening efforts, effective October 1, 2018.

MATCHING GRANT REQUEST FROM MALAYSIA DISTRICT FOR MARKETING AND PUBLIC RELATIONS

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board declines the matching grant request from the Malaysia District in the amount of US\$4,800 for marketing and public relations efforts to promote Kiwanis within the district.

MATCHING GRANT REQUEST FROM MALAYSIA DISTRICT FOR EDUCATION AND TRAINING

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the matching grant request from the Malaysia District in the amount of US\$6,500 for club leadership education and training initiatives.

MATCHING GRANT REQUEST FROM MALAYSIA DISTRICT FOR GROWTH

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the matching grant request from the Malaysia District in the amount of US\$4,000 for growth initiatives.

MATCHING GRANT REQUEST FROM NEPAL PROVISIONAL DISTRICT FOR GROWTH

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the matching grant request from the Nepal Provisional District in the amount of US\$5,000 for growth initiatives to achieve district status.

MATCHING GRANT REQUEST FROM KOREA PROVISIONAL DISTRICT FOR GROWTH

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the matching grant request from the Korea Provisional District in the amount of US\$6,000 for growth and education initiatives.

MATCHING GRANT REQUEST FROM PHILIPPINE SOUTH

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the matching grant request from the Philippine South District in the amount of US\$10,000 for growth initiatives.

MATCHING GRANT REQUEST FROM TAIWAN DISTRICT FOR EDUCATION AND TRAINING

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the matching grant request from the Taiwan District in the amount of US\$20,000 for education and training initiatives.

ADMINISTRATIVE ACTION REPORT

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the Administrative Action Report as shown in Exhibit A.

KOREA STAFF SUBSIDY

Upon recommendation of the Board Committee on Membership: Subcommittee on The Formula, it was moved and adopted:

That the Kiwanis International Board approves the funding of an English-speaking staff member for the Korea Provisional District through September 30, 2018.

This completed the Report of the Board Committee on Membership: Subcommittee on The Formula.

REPORT OF THE BOARD COMMITTEE ON SERVICE AND PARTNERSHIPS

The Report of the 2017-18 Board Committee on Service and Partnerships, John E. DeVilbiss, Chair, was presented. (Tab 16)

CHANGE IN DISTRICT APPOINTMENTS FOR THE KIWANIS CHILDREN'S FUND

Upon recommendation of the Board Committee on Service and Partnerships, it was moved and adopted:

That the Kiwanis International Board allows the Kiwanis Children's Fund Board to have authority over the duties, term, appointment process, and other details for district appointments for the Kiwanis Children's Fund. The Executive Director or designee will ensure that proper adjustments are made in relevant policies or procedures.

ACCOUNTABILITY FOR BACKGROUND CHECKS

Upon recommendation of the Board Committee on Service and Partnerships, it was moved and adopted:

That the Kiwanis International Board directs staff to investigate and provide options for ways to incentivize greater compliance with the existing background check process for Service Leadership Program club advisors in North America and the Caribbean, and then possibly all Kiwanis club members in those areas at a later time.

POLICY AND PROCEDURE CHANGES REGARDING USE OF KIWANIS NAME AND MARKS

Upon recommendation of the Board Committee on Service and Partnerships, it was moved and adopted:

That the Kiwanis International Board revises Policy C.4 – Use of Name or Emblem, and Procedure 745.1 – Types of Licensing Agreements, as shown below:

Policy C – General

4. Use of Name or Emblem (4/14)

b. Items Not for Resale: Clubs, club members, divisions, districts, ~~federations~~ subsidiaries, affiliates, and foundations are permitted and licensed to use the name Kiwanis and other Kiwanis family registered marks and are permitted to have the official emblems printed on stationery, bulletins, and other merchandise reasonably necessary to their operation, provided that such merchandise is not resold. This permission is not intended for promotional logoed or other catalog type merchandise.
(1/92) (4/04)

Procedure 745 – Licensing

745.1 - Types of Licensing Agreements

B. Noncatalog Item License: This license allows the supplier to produce and sell Kiwanis family marked custom-made merchandise and other finished products that do not compete directly with merchandise listed in the Kiwanis family Supplies catalogs. The percentage of sales royalty received from the licensee ~~shall not exceed~~ will be 10 percent. Each licensee shall pay a minimum annual royalty or an annual processing fee of ~~not less than US\$50~~ US\$20. (2/94)

This completed the Report of the Board Committee on Service and Partnerships.

POTENTIAL RESOLUTION FOR THE 2018 KIWANIS INTERNATIONAL CONVENTION

It was moved and seconded that the Kiwanis International Board propose the following resolution to the House of Delegates at the 2018 Kiwanis International convention: Be it resolved that Kiwanis rejects violence against children. After much discussion, the motion failed.

NEXT BOARD MEETING – JUNE 27, 2018

The next meeting of the Board of Trustees will be June 27, 2018, in Las Vegas, Nevada, USA.

The meeting adjourned sine die on Saturday, April 21, 2018, at 3:45 p.m.