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KIWANIS INTERNATIONAL BOARD OF TRUSTEES
September 30-October 5, 2019

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MINUTES OF THE
MEETING OF THE KIWANIS INTERNATIONAL BOARD OF TRUSTEES

September 30-October 5, 2019

The meeting of the Board of Trustees of Kiwanis International convened at the Kiwanis International Office in Indianapolis, Indiana, USA, September 30-October 5, 2019. Those present were: Daniel Vigneron, President; Arthur N. Riley, President-Elect; Peter J. Mancuso, Vice President; Stan D. Soderstrom, Executive Director; Trustees Katrina J. Baranko, Greg Beard, Gunnsteinn Björnsson, Chian Chu-Ching, Gary Cooper, George R. Delisle, Elio Garozzo, Charles Gugliuzza, Tony Gunn, David W. Hurrelbrink, Richard G. Olmstead, Jr., Ernest Schmid, Sam Sekhon, Ronald E. Smith, and Cathy Szymanski. Guests: Ann Wilkins, President, Kiwanis Children's Fund; Chris Decorte, President, Kiwanis International-European Federation; and, Chang-Chien Lo, Chair, Kiwanis Asia-Pacific. Absent: James M. Rochford, Immediate Past President.

The meeting was called to order by President Daniel Vigneron on Friday, October 4, 2019 at 3:05 p.m. in Indianapolis, Indiana, USA. An invocation was given by Arthur N. Riley.

The following reports were received:

REPORT OF THE PRESIDENT

The Report of the President, Daniel Vigneron, is attached as **Tab 01**.

REPORT OF THE PRESIDENT-ELECT

The Report of the President-Elect, Arthur N. Riley, is attached as **Tab 02**.

REPORT OF THE VICE PRESIDENT

The Report of the Vice President, Peter J. Mancuso, 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, Katrina Baranko, is attached as **Tab 05**.

REPORT OF THE BOARD COUNSELOR TO KEY CLUB INTERNATIONAL

The Report of the Board Counselor to Key Club International, George R. Delisle, is attached as **Tab 06**.

GENERAL CONSENT ITEMS

Upon motion duly made by Trustee Richard G. Olmstead, Jr., and seconded, the following recommendations were adopted:

APPROVAL OF JUNE 26, 2019 MINUTES

That the Kiwanis International Board approves the minutes of the Board meeting held June 26, 2019, in Walt Disney World, Orlando, Florida, USA, as shown in Tab 07.

RATIFICATION OF JULY 18, 2019 ELECTRONIC MAIL BALLOT RESULTS

That the Kiwanis International Board ratifies the results of the electronic mail ballot concluded on July 18, 2019, appointing “George” Chu-Ching Chian for a one-year term as Kiwanis International Trustee, as shown in Tab 08.

REPORT OF THE PAST KIWANIS INTERNATIONAL PRESIDENTS COMMITTEE

That the Kiwanis International Board receives the June 26, 2019 report of the Past Kiwanis International Presidents Committee, as shown in Tab 09.

2019-20 KIWANIS INTERNATIONAL COMMITTEE UPDATES

That the Kiwanis International Board approves the updates to 2019-20 Kiwanis International Committees as shown in Tab 10.

ADMINISTRATIVE ACTION REPORT

That the Kiwanis International Board approves the Administrative Action Report as shown in Tab 11.

STANDING RULES REVISION FOR THE K.I. CONVENTION

That the Kiwanis International Board revises Procedure 133.5 – Standing Rules for the House of Delegates at Convention, as shown below.

133.5 – Standing Rules for the House of Delegates at Convention

Rule 2 – Only delegates ~~with official delegate badges~~ may present or speak on motions and vote. (1980)

Rule 4 – The House of Delegates shall allow delegates to leave and re-enter; however, individual ~~electronic voting units~~ ballots (written or electronic) shall not leave the House. Delegates leaving the House early must surrender ~~voting units~~ their ballots to an Elections Committee volunteer at the pass-out door. Ballots will be returned to delegates upon re-entry to the House. In no case will a delegate be allowed to cast a ballot for any votes conducted in his/her absence. (1980) (6/09)

Rule 6 – No delegate may speak in debate more than ~~three (3)~~ two (2) minutes at a time unless allowed to do so by a majority vote of the delegates. (1980) (4/07)

Rule 9 – Microphones shall be designated by number. Speakers for the main motion shall use the odd-numbered microphones, and speakers against the main motion shall use the even-numbered microphones. Debate on each issue will begin at microphone one, and the chair will then recognize each microphone in rotating order sequence. ~~Debate on each issue will begin at microphone one and alternate between those speaking for and those speaking against a motion.~~ (1980) (4/08)

Rule 14 – Subject to the discretion of the chair, no proposed amendment to the Bylaws shall be introduced later than 15 minutes before the scheduled adjournment of any ~~morning or afternoon~~ session. (1980) (1/13)

Rule 19 – ~~Any candidate who is unopposed for office may be elected by a voice vote.~~ In any election where the number of candidates is equal to the number of seats to be elected, the election may be held by voice vote. (1/88) (4/08)

Rule 21 – The most recent edition of *Roberts Rules of Order Newly Revised* shall be the parliamentary authority for all matters of procedure not specifically covered by the Bylaws of Kiwanis International and these standing rules. (1980) (1/02)

DESIGNATION OF KIWANIS INTERNATIONAL OFFICERS

That the Kiwanis International Board proposes amendments to the Kiwanis International Bylaws as shown Tab 12 regarding designation of Kiwanis International Officers.

Further, that the Kiwanis International Board adopts new Policy B.24 – Additional Officers or Agents, as shown below. This change is not contingent upon the amendment being adopted and is therefore effective immediately.

POLICY B. INTERNATIONAL ADMINISTRATION

24. Additional Officers or Agents

Kiwanis International shall have the following administrative officers with the duties as stated. As staff, these officers shall be under the authority of the Executive Director:

- Chief Financial Officer: Shall have general oversight over the finances of the organization.
- Chief Communications Officer: Shall have general oversight over the communication of the organization.
- Chief Operating Officer: Shall have general oversight over operations of the organization not delegated to the other two officers.

K.I. BYLAWS MODERNIZATION PROJECT (REVISION)

That the Kiwanis International Board approves the following process recommended by the Governance Committee for consideration of the K.I. Bylaws revision:

DATE	ACTION
October Board meeting	The Board agrees to an initial draft of the Bylaws revision.
October 16, 2019	Initial draft is shared with district leaders, asking for responses by Nov. 30
By Nov. 30, 2019	District responses are received and subsequently considered by the Governance Committee.
January 2020 Board meeting	Board considers district responses and agrees to final draft of revision. The Board finalizes wording of a new bylaw article and resolution governing large-scale revisions, for presentation to the 2020 convention.
90 days prior to 2020 convention (approx. March 15 - - sooner if possible)	Final draft is shared with clubs, along with FAQ and instructions on the intended process. The new bylaws article and the resolution governing large-scale revisions are shared with clubs for voting at 2020 convention. Education opportunities are planned for the 2020 convention and after.
June 2020	New article and the resolution are voted on (and presumably adopted). <i>Note: the revision itself is not voted on at this time.</i>
July-Sept. 2020	The revision is updated to include any separate amendments adopted at the 2020 convention and redistributed to clubs.
By Feb. 19, 2021	120-day advance amendments are due. These definitely will be considered at the 2021 convention.
July 2020 & thereafter	Clubs, districts, and K.I. Board may propose amendments, if desired.
By May 21, 2021	30-day advance amendments are due. These may or may not be considered at the 2021 convention, at the discretion of the House of Delegates. No amendments will be accepted from any entity after May 21.
June 2021	Delegates consider the whole revision for adoption, as well as any properly-submitted amendments.
October 1, 2021	The revised bylaws become effective.

Further, that the Kiwanis International Board approves presentation of the new article shown below to the House of Delegates at the 2020 Kiwanis International Convention:

ARTICLE XXVII. BYLAWS REVISIONS

Section 1. At the recommendation of the Kiwanis International Board, the House of Delegates may, by a two-thirds (2/3) vote, order a revision of the Bylaws to be considered the following year, to include such changes as are provided in the Board's recommendation.

Section 2. At the meeting when the Bylaws revision is considered, no other Bylaw amendments may be proposed from any other source.

Section 3. No amendments to any other provisions of the Bylaws may be considered except those directly relevant to the changes proposed in the revision.

Section 4. A two-thirds (2/3) vote shall be required for adoption of a Bylaw revision.

Section 5. At the meeting at which the Bylaw revision is ordered, rules for its consideration may be adopted by a two-thirds (2/3) vote which will be binding on revision consideration the following year.

Further, that the Kiwanis International Board approves presentation of the resolution shown below to the House of Delegates at the 2020 Kiwanis International Convention:

WHEREAS, the Kiwanis International Board recommends a revision of the Bylaws for consideration at the 2021 annual convention, and

WHEREAS, the Kiwanis International Board has provided adequate information in support of the changes to be proposed in the revision,

THEREFORE BE IT RESOLVED THAT:

The House of Delegates orders a revision of the Bylaws for consideration at the 2021 annual convention; and

Amendments to the revision may be proposed by a club, by majority vote of its members; by a district board or district house of delegates, by majority vote of either one; or by the Kiwanis International Board; and

Any proposed amendments to the Bylaws revision must be submitted to the Executive Director in writing no later than Feb. 19, 2021. Such amendments shall be considered during debate on the revision; and

Any proposed amendments to the Bylaws revision that are submitted after Feb. 19, 2021, must be submitted in writing no later than May 21, 2021. However, when the later amendments are moved and seconded during consideration of the revision, they will be subject to an immediate requirement for a majority vote before discussion of such amendment will occur. If a majority vote is not obtained, the amendment will not be considered. If a majority vote is obtained, the amendment will be discussed subject to the same rules for consideration as the amendments submitted by Feb. 19; and

No amendments to the Bylaws revision will be considered that are not submitted in accordance with the rules stated above; and

Amendments to the Bylaws revision will require a majority vote for adoption; and

After all amendments to the Bylaws revision have been considered, a single vote will take place on the entire revision.

ANNUAL REVIEW OF DISTRICT STATUS

That the Kiwanis International Board revises Procedure 204.2 – District Not in Good Standing as shown below:

204.2 – District Not in Good Standing

If a district does not meet the minimum requirements for good standing, the Executive Director shall notify the Board of Trustees and the district that the district is not in good standing. The district shall then have thirty (30) days to correct any matters of noncompliance or to present an acceptable plan to correct such issues within a reasonable period of time. The district shall be considered not in good standing during such interim period. (10/18)

Any district deemed to not be in good standing shall not be eligible for the following:

- A. Funding through any Kiwanis International grant programs or other means of financial support
- B. Funding through any Kiwanis Children’s Fund grant programs
- ~~C. Expense reimbursement for officers or chairs to attend training and education hosted by Kiwanis International or any subsidiary of Kiwanis.~~
- D. Ability to receive awards or recognition via Kiwanis International distinguished programs or other recognition programs or contests.

(10/18)

Further, that the Kiwanis International Board receives the report from the Executive Director about district compliance with Procedure 204.1 – [District Status] Minimum Requirements for Good Standing. Staff is requested to inform each district not in good standing of their status due to lack of compliance, the ramifications thereof, and their opportunities to return to good standing status per procedure.

Further, that the Kiwanis International Board designates the following districts as provisional districts:

- **West Virginia**
- **Western Canada**
- **Ecuador**
- **Panama (*already Provisional*)**
- **Romania (*already Provisional*)**

Further, that the Kiwanis International Board designates the Korea Provisional District as a Kiwanis Nation.

BYLAWS INTERPRETATION REVISIONS FROM THE GOVERNANCE COMMITTEE

That the Kiwanis International Board amends the interpretation of Article III, Section 1, Regarding Good Character, as shown below.

GOOD CHARACTER

Article VIII, Section 1 - states, "Membership in a club is open to adults of good character and corporations of good community standing who are willing to maintain good standing with the club by payment of all relevant dues and fees and adherence to other standards (if any) stated in club policy."

Interpretation - ~~"Good character" shall be interpreted not to include a person who is currently incarcerated for the conviction of a crime.~~ An individual currently incarcerated for a crime shall not be considered a person of good character. This does not limit further interpretations of good character. (1/1991)

Further, that the Kiwanis International Board eliminates the interpretation of Article XIII, Section 1E, regarding the 'Dark Year'.

~~DISTRICT 'DARK YEAR' ON THE INTERNATIONAL BOARD~~

~~**Article XIII, Section 1e** states, "A district shall not have a club member on the Board of Trustees for one (1) administrative year after another member from that district has completed service on the Board of Trustees, except where necessary to fill a guaranteed seat as provided in these Bylaws."~~

~~**Interpretation** This provision does not preclude an officer from running for a consecutive term on the International Board as long as all other criteria and qualifications as set forth in the International Bylaws are met.~~ (10/2001)

NOTE: All Bylaw interpretation changes must be published, in substance, in Kiwanis' primary official publication.

PROCEDURE REVISIONS FROM THE GOVERNANCE COMMITTEE

That the Kiwanis International Board revises Procedures 102.1, 102.2, 123, 126, and 163.2, as shown below.

102 - INTERNATIONAL BOARD COMMITTEE RESPONSIBILITIES

102.1 – Executive (10/16)

The Executive Committee will assist and support all other Board committees in ensuring that all initiatives within Kiwanis International's strategic plan are resourced and implemented. (10/86) (10/17)

Authority Between Board Meetings: Between meetings of the Board of Trustees, if the need arises, the administrative authority of the Board is delegated to the Executive Committee on all matters not specifically delegated to the full Board in the Kiwanis International Bylaws (such as filling vacancies in office, etc.). The action of the Executive Committee shall have full force and effect. ~~Any action by the Executive Committee, unless disapproved by the Board, shall be formally ratified by the Board.~~ This delegation of authority shall not include the right to waive or change policy or procedure. The Board shall be informed electronically within three (3) days of any action by the Executive Committee, and such action shall be placed on the agenda of the next regular or special Board meeting for approval/disapproval by the Board. ~~The Executive Director shall serve as liaison to the Executive Committee.~~ (4/86) (7/05)

102.2 - Audit and Finance

The Board Committee on Audit and Finance will work to protect and create the financial resources necessary to meet the financial goals, objectives, and strategies outlined in the organization's strategic plan. The Committee is charged with monitoring all financial matters involving Kiwanis International and any of its sponsored organizations and affiliates, including budget development and amendments to budget, travel management, retail/merchandise operations, marketing, investments, and all current and new revenue sources. The Committee is also responsible for: recommending to the Board the retention and termination of the independent, external auditor; meeting privately with the external auditor to ensure financial affairs of the organization are in order; and reviewing audited financial statements prior to its submission to the board. (10/12)

123 - RESOLUTIONS AND BYLAWS COMMITTEE (1/13)

123.1 - Membership

Committee membership ~~shall~~ should include at least one (1) Kiwanian from North America and at least one (1) Kiwanian from Europe, Asia-Pacific, or Latin America to assure international representation. If translation or interpretation is necessary, it shall be arranged by the Executive Director or designee. (1980) (1/13)

123.2 - Types of Resolutions

Resolutions shall relate to matters of broad concern to Kiwanis International. There shall be no resolutions on partisan political matters and resolutions shall not be used to amend the bylaws. There shall be no resolutions commending living individuals other than the traditional resolutions of appreciation for hospitality provided or resolutions of a like nature. Memorial resolutions shall be limited to Kiwanians who, at the time of death, were members of the International Council. Only the International Board may propose memorial resolutions for Kiwanians who are not members of the International Council at time of death. (1980) (1/13)

~~126 – DUTIES OF COMMITTEE CHARGED WITH KIWANIS INTERNATIONAL BYLAWS~~

123.3 – PROPOSED BYLAW AMENDMENTS

- A. The Resolutions and Bylaws Committee ~~charged with duties related to the Kiwanis International Bylaws~~ shall have the following responsibilities and authority regarding Bylaws matters proposed amendments to the Kiwanis International bylaws:
- To complete any specific actions requested by the Board, such as drafting amendments for stated purposes and/or reviewing amendments drafted by the Board. (1/08)
 - To provide technical opinions on amendments submitted by a club, district, or the Board, such as whether the amendment is properly submitted and whether the wording meets its stated purpose. This includes advising a club, district, or the Board how it might revise the wording of its proposal to meet its stated purpose. (1/08)
- B. The Committee may draft and offer additional amendments only if they are germane to an amendment already submitted by the Kiwanis International Board and deemed necessary to correctly carry out the full intent of the Board's stated purpose. (1/08)
- C. The Committee may also have other duties as specified by the Kiwanis International Board. (1/08)

163 – KIWANIS MAGAZINE SUBSCRIPTIONS (1/13)

~~163.2 – Subscription Price for Nonmembers~~

~~Each nonmember subscriber shall pay US\$12.00 annually for KIWANIS magazine. (10/90) (7/07)~~

STRATEGIC PLAN

That the Kiwanis International Board adopts the updated strategic plan as shown in Tab 13.

REPORT OF THE BOARD COMMITTEE ON AUDIT AND FINANCE

The Report of the 2019-20 Board Committee on Audit and Finance, Greg Beard, Chair, was presented. **(Tab 14)**

No action taken.

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

REPORT OF BOARD COMMITTEE ON MEMBERSHIP

The Report of the 2019-20 Board Committee on Membership and Education, Charles Gugliuzza, Chair, was presented. **(Tab 15)**

NEW ASSOCIATION MANAGEMENT SYSTEM

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

That the Kiwanis International Board approves an investment of up to US\$1,700,000 for implementation of a hybrid association management system (AMS) solution.

2025 KIWANIS INTERNATIONAL CONVENTION SITE SELECTION

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

That the Kiwanis International Board approves Pittsburgh, Pennsylvania as the site of the 2025 Kiwanis International Convention.

REVISIONS TO PROCEDURES 342.2 & 305.1

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

That the Kiwanis International Board approves revisions to Procedure 305.1 – [Fees and Dues] Prior to Receiving Charter and Procedure 342.2 – [New Club Members] Enrollment Fee and, as shown below.

305 – FEES AND DUES

305.1 - Prior to Receiving Charter

(Once revised, only the first portion of the first paragraph will remain in #305.1.)

A. Membership Application and Fee: Before a new club may be organized and the charter presented, the required number of individuals shall have completed an application for membership and the club shall have paid a charter member fee the new member enrollment fee per person as defined elsewhere in procedures, which shall be \$50 for Tier A clubs; \$25 for Tier B clubs; and \$15 for Tier C clubs. However, a club shall not be billed a charter fee for any reported former Key Club and Circle K club members. (10/90) (10/15)

~~**Proviso #1: Effective October 1, 2018,** for clubs organized on or between January 1– September 30, payment of charter member fees shall also be considered payment of dues, subscription fees, and insurance for all charter members of the club for the following administrative year. This proviso shall apply for clubs formed on or between January 1, 2019 through September 30, 2021, and shall expire October 1, 2021. (10/18)~~

~~**Proviso #2: Effective October 1, 2021, Procedure 305.1.A shall read as follows:**~~

~~**A. Membership Application and Prorated Dues:** Before a new club may be organized and the charter presented, the required number of individuals shall have completed an application for membership and the club shall have paid prorated~~

membership dues for each member per the schedule below. However, a club shall not be billed prorated dues for any reported former Key Club and Circle K club members. (10/90) (1/19)

First month of membership	Percent of Tiered Dues Amount
October, November, December	100%
January	90%
February	80%
March	70%
April	60%
May	50%
June	40%
July	30%
August	20%
September	10%

For clubs organized on or between January 1 September 30, payment of the appropriate prorated dues by charter members shall also be considered payment of dues, subscription fees, and insurance for those members for the following administrative year. (4/19)

342 - NEW CLUB MEMBERS (1/13)

342.2 –Enrollment Fee (4/13)

An enrollment fee shall be charged for each new ~~club~~ member of a club, including new clubs, to defray administrative costs in the amount of US\$50 for Tier A clubs in North America and \$42 for Tier A clubs outside of North America. However, clubs outside of North America below Tier A shall pay charter member fees of US\$25 for Tier B clubs and US\$15 for Tier C clubs. (10/90) (4/13)

The new member enrollment fee is waived for: ~~charter members of new Kiwanis clubs~~; Kiwanis club members who, within a six-month period, join another Kiwanis club; and former Key Club or Circle K club members. The fee is not waived when a member who has been deleted is then re-added by the same club, except when annual dues have been paid for that member for the period in which the member rejoins. (10/90) (4/14)

Proviso #1: Effective October 1, 2018, for new clubs organized on or between January 1-September 30, payment of the ~~member~~ enrollment fees for members who join the club after chartering but by September 30 of the same administrative year shall also be considered payment of dues, subscription fees, and insurance for all members of the club for the following administrative year. This proviso shall apply for clubs formed on or between January 1, 2019 through September 30, 2021 and shall expire October 1, 2021. It shall apply only to new members added to such clubs after the initial charter but by September 30 of the same administrative year. (10/18)

Proviso #2: Effective October 1, 2021, Procedure 342.2 shall read as follows: Prorated membership dues, magazine subscription fee, and insurance fees shall be charged for each new ~~club~~ member of a club, including new clubs, to defray administrative costs, per the schedule below. (10/90) (1/19)

Prorated dues, magazine, and insurance are waived for: Kiwanis club members who join another Kiwanis club within a six-month period during the same administrative year and for former Key Club or Circle K club members. (10/90) (1/19)

First month of membership	Percent of Tiered Dues Amount
October, November, December	100%
January	90%
February	80%
March	70%
April	60%
May	50%
June	40%
July	30%
August	20%
September	10%

For clubs organized on or between January 1-September 30, payment of the appropriate prorated dues, magazine, and insurance by new members who join after chartering but by September 30 of the same administrative year shall also be considered payment of dues, subscription fees, and insurance for those members for the following administrative year. (4/19)

KIWANIS ASIA-PACIFIC MATCHING GRANT REQUEST – TAIWAN DISTRICT

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

That the Kiwanis International Board approves the matching grant request from the Taiwan District in the amount of US\$30,000 for growth efforts within the district.

KIWANIS ASIA-PACIFIC MATCHING GRANT REQUEST – PHILIPPINE SOUTH DISTRICT

Upon recommendation of the Board Committee on Membership, 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 efforts within the district.

FLORIDA DISTRICT REQUEST TO ATTACH PUERTO RICO CLUB

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

That the Kiwanis International Board approves the attachment of the Kiwanis Club of Puerto Rico, Borinquen, as well as any subsequent clubs that may be opened in Puerto Rico, to the Florida District.

This completed the Report of the Board Committee on Membership.

REPORT OF BOARD COMMITTEE ON LEADERSHIP DEVELOPMENT AND EDUCATION

The Report of the 2019-20 Board Committee on Leadership Development and Education, Arthur N. Riley, Chair, was presented. **(Tab 16)**

KIWANIS LEADERSHIP INITIATIVE FUNDING

Upon recommendation of the Board Committee on Leadership Development and Education, it was moved and adopted:

That the Kiwanis International Board approves an initial budget to launch the first phase of the leadership initiative in the amount of US\$185,000.

LEADERSHIP ADVISORY TASK FORCE

Upon recommendation of the Board Committee on Leadership Development and Education, it was moved and adopted:

That the Kiwanis International Board approves the creation of a Leadership Advisory Task Force to assist with the evaluation of current leadership roles and education. The leadership advisory task force is divided into three teams:

Leadership Advisory Task Force

Chair: Marcel Kreienbühl, Switzerland-Liechtenstein District

This committee will be composed of three teams. The role of the Chair is to make sure all teams work toward the strategic plan goals; monitor and encourage each team to keep progressing on their assignments with innovative approaches that are adaptable to all Kiwanis languages and cultures and to report regularly; and share a report from each team at each K.I. Board meeting (along with personal comments, if desired).

Leadership Roles and Education Team

The role of this team is to examine all officer roles, job descriptions, and responsibilities at each level of the organization (club, division, district, region, international), evaluate their corresponding educational offerings, and provide recommendations for changes and improvements.

- **Chair: Donna Parton, Florida District**
- **Sue Petrisin, Michigan District**
- **George Cadman, Pacific Northwest District**
- **Peter Hertl, Austria District**
- **Maria Lean Sim Chee, Malaysia District**

Governance Structure and Delivery Team

The role of this team is to examine the district and regional governance structures to identify inefficiencies, redundancies, and opportunities for improvement.

- **Chair: Jeff Wolfe, Capital District**
- **Dave Curry, Montana District**
- **Janice Hyde, Australia District**
- **Maurizio di Profio, Italy-San Marino District**

Visionary Leadership Team

The role of this team is to envision leadership development and innovative educational opportunities to meet the future needs of the organization and its members, including electronic media and potential partners. Additionally: suggest topics, formats, and methods of developing a Kiwanis University program for initial presentation at the 2021 KI Convention in SLC.

- **Chair: Josh Hiscock, Capital District**
- **Matthew Cantrall, Florida District**
- **Ronald Hill, Missouri-Arkansas District**
- **Jane Erickson, Nebraska-Iowa District**
- **Victor Rayco, Philippine Luzon District**

This completed the Report of the Board Committee on Leadership Development and Education.

REPORT OF BOARD COMMITTEE ON PUBLIC RELATIONS, IMAGE AND MARKETING

The Report of the 2019-20 Board Committee on Public Relations, Image and Marketing, Ernest Schmid, Chair, was presented. **(Tab 17)**

KIDS NEED KIWANIS 3.0 MEMBERSHIP CAMPAIGN

Upon recommendation of the Board Committee on Public Relations, Image and Marketing, it was moved and adopted:

That the Kiwanis International Board approves US\$180,000 for the Kids Need Kiwanis 3.0 digital membership campaign for the 2019-20 year.

This completed the Report of the Board Committee on Public Relations, Image and Marketing.

REPORT OF THE BOARD COMMITTEE ON SERVICE AND PARTNERSHIPS

The Report of the 2019-20 Board Committee on Service and Partnerships, Richard G. Olmstead, Jr., was presented. **(Tab 18)**

READING IS FUNDAMENTAL AS A COMMUNITY PARTNER

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

That the Kiwanis International Board approves Reading is Fundamental as a Community Partner.

AMENDMENTS TO THE CIRCLE K INTERNATIONAL BYLAWS

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

That the Kiwanis International Board approves Amendments 2, 5, 6, 7, and 10 as adopted by the 2019 Circle K International House of Delegates as shown in Exhibit A.

Further, that the Kiwanis International Board approves Amendments 3, 4, and 8, adopted by the 2019 Circle K International House of Delegates but as further amended by the Kiwanis International Board to clarify the language, as shown below:

AMENDMENT 3

ARTICLE 7. MEMBERSHIP IN CLUBS

Section 3. Dual Memberships.

AS ORIGINALLY ADOPTED BY THE HOUSE OF DELEGATES:

A Circle K member shall be eligible for a dual-membership in Kiwanis following their graduation for the remainder of the Kiwanis fiscal year in which they graduated. Otherwise, no person shall be eligible for membership in a club who holds membership (other than honorary) in any other Circle K club, or other Kiwanis-family organization.

AS DIRECTED BY THE KIWANIS INTERNATIONAL BOARD (see bold text):

A Circle K member shall be eligible for a dual-membership in a Kiwanis club(s) following their graduation for the remainder of the **Circle K administrative year** in which they graduated. Otherwise, no person shall be eligible for membership in a **Circle K** club who holds membership (other than honorary) in any other Circle K club, or other Kiwanis-family organization.

AMENDMENT 4

ARTICLE 9. DISCIPLINE, RESIGNATION, AND TERMINATION OF CLUBS

Section 1. Club in Arrears.

AS ORIGINALLY ADOPTED BY THE HOUSE OF DELEGATES:

Any member club ~~more than thirty (30) days~~ in arrears for any indebtedness to Circle K International, its district or its sponsoring Kiwanis club by December 1 of a given Kiwanis fiscal year shall be considered "not in good standing". If the club continues to be in arrears by February 1 of the same Kiwanis fiscal year, it will be suspended. If such club is still in arrears by the start of the next Kiwanis fiscal year, defined as October 1, it will be considered inactive. If this club still remains in arrears for one year following the date they were designated "inactive", it ~~and~~ may have its charter and membership

~~suspended or~~ revoked by action of the CKI Board of Trustees, providing that notice of said indebtedness shall have been duly sent by the Director of Circle K International to the president of said club. The CKI Board of Trustees may restore such club to membership upon payment of its indebtedness.

AS DIRECTED BY THE KIWANIS INTERNATIONAL BOARD (see bold text):

Any member club ~~more than thirty (30) days~~ in arrears for any indebtedness to Circle K International, its district or its sponsoring Kiwanis club by December 1 of a given Circle K fiscal year shall be considered "not in good standing". If the club continues to be in arrears by February 1 of the same Circle K fiscal year, it will be suspended. If such club is still in arrears by the start of the next Circle K fiscal year, defined as October 1, it will be considered inactive. If this club still remains in arrears for one year following the date they were designated "inactive", it and may have its charter and membership ~~suspended or~~ revoked by action of the CKI Board of Trustees, providing that notice of said indebtedness shall have been duly sent by the Director of Circle K International to the president of said club. The CKI Board of Trustees may restore such club to membership upon payment of its indebtedness.

AMENDMENT 8

ARTICLE 8. CLUB STRUCTURE

Section 4. Faculty Advisor.

AS ORIGINALLY ADOPTED BY THE HOUSE OF DELEGATES:

If the institution with which the Circle K club is affiliated requires a faculty/campus advisor or a club chooses to designate one, one shall be designated by the Circle K Board of Officers with approval from the school administration to advise and counsel the Circle K club, attend all meetings of the club, and ensure the club abides by the regulations of the school and all other local, state/provincial, and/or federal laws. If a faculty/campus advisor is not mandated by the institution and/or designated by the club, all communications from Circle K International will be sent to the Kiwanis Advisor as outlined above.

AS DIRECTED BY THE KIWANIS INTERNATIONAL BOARD (see bold text):

If the institution with which the Circle K club is affiliated requires a faculty/campus advisor or a club chooses to **have one**, one shall be designated by the Circle K Board of Officers with approval from the school administration to advise and counsel the Circle K club, attend all meetings of the club, and ensure the club abides by the regulations of the school and all other local, state/provincial, and/or federal laws. If a faculty/campus advisor is not mandated by the institution and/or **chosen by the club**, all communications from Circle K International will be sent to the Kiwanis Advisor as outlined above.

CHANGES TO THE CIRCLE K INTERNATIONAL POLICY CODES

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

That the Kiwanis International Board approves Policy Change 3 (Policy M.1-M.4) as adopted by the 2019 Circle K International Council, as shown in Exhibit B.

Further, that the Kiwanis International Board approves Policy Change 2 (Policy K.1 and K.2), adopted by the 2019 Circle K International Council but as further amended by the Kiwanis International Board to clarify the language, as shown below:

AS ORIGINALLY ADOPTED BY THE CKI COUNCIL:

Service administration shall be considered service hours up to one hundred (100) service hours per administrative year.

AS DIRECTED BY THE KIWANIS INTERNATIONAL BOARD:

Policy K.2.c: A limit of 100 hours of service administration work per administrative year may be considered as service hours.

Further, that the Kiwanis International Board postpones consideration of Policy Changes 1 and 4 (Policy G.7 and Policy G.9, shown in Exhibit B) until the January Board meeting, pending clarifying language revisions by staff and further review.

DISSOLUTION OF THE K-CORPS PROGRAM

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

That the Kiwanis International Board approves dissolution of the K-Corps program and termination of the contract with PAX Laurasian Exchange, effective within 30 days of notification.

KIWANIS LICENSING PROGRAM

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

That the Kiwanis International Board instructs Staff to revise the contract with Affinity Consultants to reduce Kiwanis International's royalty share from seven percent to two percent, thus reducing the overall royalty from ten percent to five percent. (Motion FAILED)

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

OTHER BUSINESS

VACANCY IN IMMEDIATE PAST PRESIDENT

That, in accordance with the Kiwanis International Bylaws, the Kiwanis International Board acknowledges that Jim Rochford has consented to fill the vacancy in Immediate Past President and will continue to serve in that office for 2019-20.

NEXT BOARD MEETING – JANUARY 15-16, 2020

The next meeting of the Board of Trustees will be January 15-16, 2020, via GoToMeeting.

The meeting adjourned sine die on Friday, October 4, 2019, at 3:45 p.m.