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MINUTES OF THE MEETING OF

KIWANIS CHILDREN’S FUND BOARD OF TRUSTEES

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MINUTES OF THE
MEETING OF THE KIWANIS CHILDREN'S FUND BOARD OF TRUSTEES

February 21, 2019

The meeting of the Board of Trustees of the Kiwanis Children's Fund was held via GoToMeeting, February 21, 2019. Those present were: George E.H. Cadman, Q.C., President; Chia Sing Hwang, Immediate Past President; Ann Wilkins, President-elect; Albert James Dooley, Treasurer; Stan D. Soderstrom, Executive Director; Trustees Patricia Barsotti, Filip Delanote, Robert M. Garretson, Robert S. Maxwell, Benjamin R. Osterhout, Arthur N. Riley, James M. Rochford, Yu-Mei Shih, John Tyner II, Norman A. Velnes, Amy Zimmerman; and Ann Updegraff Spleth, Chief Operating Officer.

The meeting was called to order by President George E.H. Cadman, Q.C., on Thursday, February 21, 2019 at 9:00 a.m. EST via GoToMeeting.

The following reports were received:

REPORT OF THE PRESIDENT

The Report of the President was presented by George E.H. Cadman, Q.C., as shown in **Tab 01**.

REPORT OF THE PRESIDENT-ELECT

The Report of the President-Elect was presented by Ann Wilkins, as shown in **Tab 02**.

REPORT OF THE TREASURER

The Report of the Treasurer was presented by Albert James Dooley, as shown in **Tab 03**.

REPORT OF THE KIWANIS CHILDREN'S FUND EXECUTIVE DIRECTOR

The Report of the Kiwanis Children's Fund Executive Director was presented by Stan D. Soderstrom, as shown in **Tab 04**.

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

The Report of the K.I. Representative (K.I. Immediate Past President) to the Kiwanis Children's Fund Board was presented by James M. Rochford, as shown in **Tab 05**.

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

The Report of the K.I. Representative (K.I. Vice President) to the Kiwanis Children's Fund Board was presented by Arthur N. Riley, as shown in **Tab 06**.

REPORT OF THE KIWANIS CHILDREN’S FUND CHIEF OPERATING OFFICER

The Report of the Kiwanis Children’s Fund Chief Operating Officer was presented by Ann Updegraff Spleth, as shown in **Tab 07**.

GENERAL CONSENT ITEMS

Without objection, the following recommendation was adopted:

APPROVAL OF OCTOBER 24-28, 2018 BOARD MEETING MINUTES

That the Kiwanis Children’s Fund Board approves the minutes of the Board meeting held October 24-28, 2018 in Indianapolis, Indiana, USA, as shown in Tab 08.

REPORT OF THE EXECUTIVE COMMITTEE

The Report of the 2018-19 Executive Committee, George E.H. Cadman, Q.C., Chair, was presented. (**Tab 09**)

PROPOSAL FOR TWO ADDITIONAL BOARD SEATS

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

That the Kiwanis Children’s Fund Board approves, in concept, adding two new Trustee positions to the Board, one of which would be chosen according to existing Trustee selection criteria, and the other to be held by persons meeting specific criteria directly related to fundraising and/or donor giving. This matter is referred to the Bylaws and Policies Committee to draft the necessary amendments and present them to the Board. This position or positions will be effective October 1, 2019.

This completed the action of the Executive Committee and the report was accepted.

REPORT OF THE BYLAWS AND POLICIES COMMITTEE

The Report of the 2018-19 Bylaws and Policies Committee, Robert M. Garretson, Chair.

No report was presented.

REPORT OF THE DEVELOPMENT COMMITTEE

The Report of the 2018-19 Development Committee, Norman A. Velnes, Chair, was presented. (Tab 10)

No action was taken.

The Development Committee report was accepted.

REPORT OF THE FINANCE/INVESTMENT COMMITTEE

The Report of the 2018-19 Finance/Investment Committee, Albert James Dooley, Chair, was presented. (Tab 11)

2017-18 CONSOLIDATED AUDIT REPORT (KIWANIS CHILDREN'S FUND, CIRCLE K, KIWANIS YOUTH PROGRAMS, AND KIWANIS)

Upon recommendation of the Finance/Investment Committee, it was moved and adopted:

That the Kiwanis Children's Fund Board accepts the 2017-18 consolidated audit report for the Kiwanis Children's Fund, which includes the financial results for Circle K International, Kiwanis Youth Programs and Kiwanis International, and the related Management Letter.

APPROVAL OF 2018-19 AUDITORS (KIWANIS CHILDREN'S FUND, CIRCLE K, KIWANIS YOUTH PROGRAMS, AND KIWANIS)

Upon recommendation of the Finance/Investment Committee, it was moved and adopted:

That the Kiwanis Children's Fund Board selects BKD, LLP as auditors for the Kiwanis Children's Fund for the 2018-19 administrative year.

This completed the action of the Finance/Investment Committee and the report was accepted.

REPORT OF THE GRANTS COMMITTEE

The Report of the 2018-19 Grants Committee, Filip Delanote, Chair, was presented. (Tab 12)

GRANT PROPOSAL FROM UNICEF USA

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

That the Kiwanis Children's Fund Board approves a grant of US\$200,000 from the USI Sustainability temporary fund to UNICEF USA to address dangerously low iodine levels in salt in Sudan.

This completed the action of the Grants Committee and the report was accepted.

REPORT OF THE JOINT COMMITTEE

The Report of the 2018-19 Joint Committee, George E.H. Cadman, Q.C., Chair, was presented. (Tab 13)

2019-20 KIWANIS CHILDREN'S FUND BOARD OFFICER NOMINATIONS

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

That the Kiwanis Children's Fund Board accepts the nomination of the following persons as officers for the 2019-20 administrative year:

President: Ann Wilkins

President-elect: Albert James Dooley

Treasurer: Robert M. Garretson

KIWANIS CHILDREN'S FUND BOARD DISTRICT SEAT

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

That the Kiwanis Children's Fund Board appoints Matthew Cantrall of the Kiwanis Club of Lakeland, Florida, USA, to the Kiwanis Children's Fund Board District Seat, subject to verification of a clear criminal history background check, to serve a three-year term beginning October 1, 2019.

KIWANIS CHILDREN’S FUND BOARD TRUSTEE NOMINATIONS

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

That the Kiwanis Children’s Fund Board appoints the following persons as Trustees, subject to verification of a clear criminal history background check, to serve three-year terms beginning October 1, 2019:

**Chien-Kung “C.K.” Yang, Kiwanis Club of Chu Chien, Hsin Chu City, Taiwan
Armand St. Raymond, Kiwanis Club of Birmingham, Alabama, USA**

KIWANIS CHILDREN’S FUND BOARD – ADDITIONAL NOMINATION PENDING BYLAWS AMENDMENT

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

That, subject to the approval to amend the bylaws to add two (2) additional Board seats, the Kiwanis Children’s Fund Board accepts the nomination of Serena Quek, Kiwanis Club of Johor Bahru, Malaysia, as Trustee for a three-year term, effective October 1, 2019. This nomination is subject to verification of a clear criminal history background check.

This completed the action of the Joint Committee and the report was accepted.

NEXT BOARD MEETING – JUNE 26, 2019

The next meeting of the Board of Trustees will be June 26, 2019 at Walt Disney World Resort, Orlando, Florida.

The meeting adjourned sine die on Thursday, February 21, 2019 at 11:20 a.m. EST.