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## MINUTES OF THE

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

August 12, 2020

The meeting of the Board of Trustees of the Kiwanis Children's Fund was held via GoToMeeting, August 12, 2020. Those present were: George E. H. Cadman, Q.C., Immediate Past President; Norman A. Velnes, President-elect; Robert M. Garretson, Treasurer; Stan D. Soderstrom, Executive Director; Trustees Patricia Barsotti, Matthew Cantrall, Filip Delanote, Peter J. Mancuso, Robert S. Maxwell, Benjamin R. Osterhout, Armand St. Raymond, James M. Rochford, John Tyner II, C.K. Yang, Amy Zimmerman; and Ann Updegraff Spleth, Chief Operating Officer. Guests: Kiwanis International Officers: Arthur N. Riley, President-designate; Bert West, Vice President-designate; Kiwanis Children's Fund Trustees-designate Mark Esposito, and Elizabeth Tezza. Absent: President Ann Wilkins; Trustee Serena Quek.

The meeting was called to order by Immediate Past President George E. H. Cadman, Q.C. on Wednesday, August 12, 2020 at 9:00 a.m. (EDT).

The following reports were received:

#### **REPORT OF THE PRESIDENT**

The Report of the President was presented by Ann Wilkins as shown in **Tab 01**.

#### **REPORT OF THE PRESIDENT-ELECT**

The Report of the President-elect was presented by Norman A. Velnes, as shown in **Tab 02**.

#### **REPORT OF THE TREASURER**

The Report of the Treasurer was presented by Robert M. Garretson, 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. 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 Peter J. Mancuso, as shown in **Tab 05**.

#### **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 06**.

**REPORT OF THE KIWANIS CHILDREN’S FUND CHIEF OPERATING OFFICER**

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

**APPROVAL OF FEBRUARY 20, 2020 BOARD MEETING MINUTES**

Upon motion duly made by Trustee Robert Maxwell and seconded, the following recommendation was adopted:

**That the Kiwanis Children’s Fund Board approves the minutes of the Board meeting held February 20, 2020 via GoToMeeting, as shown in Tab 08.**

**2020-21 KIWANIS CHILDREN’S FUND STANDING COMMITTEES**

Upon motion duly made by Trustee Patricia Barsotti and seconded, the following recommendation was adopted:

**That the Kiwanis Children’s Fund Board approves the 2020-21 Kiwanis Children’s Fund Standing Committees as shown in Tab 09.**

**2020-21 KIWANIS CHILDREN’S FUND BOARD COUNSELOR ASSIGNMENTS**

Upon motion duly made by President-designate Norman A. Velnes and seconded, the following recommendation was adopted:

**That the Kiwanis Children’s Fund Board approves the 2020-21 Board Counselor assignments to districts as shown in Tab 10.**

**2020-21 KIWANIS CHILDREN’S FUND OFFICERS**

Upon motion duly made by Trustee John Tyner II and seconded, the following recommendation was adopted:

**That the Kiwanis Children’s Fund Board appoints the following officers for the 2020-21 administrative year:**

- President: Norman A. Velnes**
- President-elect: Robert M. Garretson**
- Treasurer: Filip Delanote**

## REPORT OF THE EXECUTIVE COMMITTEE

The Report of the 2019-20 Executive Committee, Ann Wilkins, Chair, was presented. (Tab11)

### *FUNDS RECLASSIFICATION*

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

**That the Kiwanis Children’s Fund Board adopts the “Resolution Regarding Petition to the Court for Variance of Certain Funds,” as recommended by outside counsel and shown in Exhibit A to unrestrict funds previously restricted by Board action over the years, pending approval by the Children’s Fund auditors.**

*Abstained: Patricia Barsotti and Amy Zimmerman*

**Further, that the Kiwanis Children’s Fund Board also adopts the “Resolution Regarding Re-Designation and Variance of Certain Funds,” also recommended by outside counsel, as shown in Exhibit B, to unrestrict funds previously restricted by Board action over the years and also pending approval by the auditors.**

*Abstained: Patricia Barsotti and Amy Zimmerman*

The Executive Committee report was accepted.

## REPORT OF THE BYLAWS AND POLICIES COMMITTEE

The Report of the 2019-20 Bylaws and Policies Committee, Filip Delanote, Chair, was presented. (Tab 12)

### *NUMBER OF AT-LARGE TRUSTEE SEATS ON THE BOARD*

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

**That the Kiwanis Children’s Fund Board amends the Kiwanis Children’s Fund Bylaws as follows.**

#### **ARTICLE II. BOARD OF TRUSTEES**

**Section 2. Composition of Board. The Foundation Board shall be composed of: (7/2014)**

**d) From time to time, the Board may appoint ~~one (1)~~ an additional at-large trustee to address needs or desires related to philanthropic skills, abilities, resources or representation, provided that not more than two (2) such trustees shall serve on the Board at any given time. (6/2019)**

The Bylaws and Policies Committee report was accepted.

**REPORT OF THE DEVELOPMENT COMMITTEE**

The Report of the 2019-20 Development Committee, Benjamin R. Osterhout, Chair, was presented. (Tab 13)

***AMBASSADOR NOMINATIONS 2020-2023***

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

**That the Kiwanis Children’s Fund Board approves the ambassador nominations listed below for a three-year term (2020-2023) contingent upon each candidate’s willingness to serve. In the case that a candidate is not willing to serve or in the case of a vacancy, the Kiwanis Children’s Fund Board authorizes the Development Committee to recommend and approve another nominee for that position. This action will be effective immediately.**

<b>AREA</b>	<b>NAME</b>	<b>DISTRICT</b>
Asia-Pacific	Efi Taylor	Philippine Luzon
Asia-Pacific	Liu Chun-Kuai “Lynn”	Taiwan
Asia-Pacific	Vacant	New Zealand-South Pacific
Europe	Bernard Altmann	Belgium-Luxembourg
Europe	Francesco Valenti	Italy-San Marino
Europe	Stefan Uhrig	Germany
Latin America	Rodrigo Zuluaga	Colombia
Central USA	Chuck Schroder	Minnesota-Dakotas
Midwest USA, EC&C	Rick Poulton	Illinois-Eastern Iowa
Northeast USA	Bart Stevens	New England & Bermuda
Southeast USA	Cathy Simmons	Louisiana-Miss-W. Tennessee
Western USA, Western Canada	Gary Jespersen	Pacific Northwest

The Development Committee report was accepted.

**REPORT OF THE FINANCE/INVESTMENT COMMITTEE**

The Report of the 2019-20 Finance/Investment Committee, Robert M. Garretson, Chair.

No report was presented.

## **REPORT OF THE GRANTS COMMITTEE**

The Report of the 2019-20 Grants Committee, John Tyner II, Chair, was presented. **(Tab 14)**

### ***GRANT PROPOSAL FROM KIWANIS YOUTH PROGRAMS***

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

**That the Kiwanis Children’s Fund Board approves the grant proposal request in the amount of US\$20,000, as shown in Exhibit A, for a new program to develop an online curriculum and certification program for CKI and Key Club members. The grant will be funded from the Tomorrow Fund (US\$10,000) and the Youth Opportunities Fund (US\$10,000).**

The Grants Committee report was accepted.

### **NEXT BOARD MEETING – NOVEMBER 11-14, 2020**

The next meeting of the Board of Trustees will be November 11-14, 2020.

The meeting adjourned sine die on Wednesday, August 12, 2020 at 12:02 p.m. EDT.