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**KIWANIS INTERNATIONAL BOARD OF TRUSTEES**  
**April 24, 2021**

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**MINUTES OF THE**  
**MEETING OF THE KIWANIS INTERNATIONAL BOARD OF TRUSTEES**

**April 24, 2021**

The meeting of the Board of Trustees of Kiwanis International convened April 24, 2021. Those present were:

In-Person: Arthur N. Riley, President; Peter J. Mancuso, President-elect; Bert West, Vice President; Stan D. Soderstrom, Executive Director; Trustees Katrina J. Baranko, Gary Cooper, Kip Crain, George R. Delisle, Chuck Fletcher, David W. Hurrelbrink, Michael Mulhaul, Ronald E. Smith, and Cathy Szymanski.

Online: Daniel Vigneron, Immediate Past President; and Trustees Gunnsteinn Björnsson, Michel Fongue, Buheita Fujiwara, Elio Garozzo, and Sam Sekhon.

Guests (Online): Norman A. Velnes, President, Kiwanis Children's Fund.

Absent: Trustee Wilfredo G. Aguilar.

The meeting was called to order by President Arthur N. Riley on Saturday, April 24, 2021 at 9:45 a.m. (EDT) in Indianapolis, Indiana, USA/via Zoom Meeting. An invocation was given by Chuck Fletcher.

The following reports were received:

**REPORT OF THE PRESIDENT**

The Report of the President, Arthur N. Riley, is attached as **Tab 01**.

**REPORT OF THE PRESIDENT-ELECT**

The Report of the President-Elect, Peter J. Mancuso, is attached as **Tab 02**.

**REPORT OF THE VICE PRESIDENT**

The Report of the Vice President, Bert West, 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, Cathy Szymanski, is attached as **Tab 05**.

**REPORT OF THE BOARD COUNSELOR TO KEY CLUB INTERNATIONAL**

The Report of the Board Counselor to Key Club International, Gary Cooper, is attached as **Tab 06**.

**GENERAL CONSENT ITEMS**

Upon motion duly made by Trustee George R. Delisle, and seconded, the following recommendations were adopted:

**APPROVAL OF JANUARY 19-21, 2021 MINUTES**

**That the Kiwanis International Board approves the minutes of the Board meeting held January 19-21, 2021, USA (via Zoom Meeting), as shown in Tab 07.**

## **APPROVAL OF FEBRUARY 25, 2021 MINUTES**

**That the Kiwanis International Board approves the minutes of the Board meeting held February 25, 2021, USA (via Zoom Meeting), as shown in Tab 08.**

## **ADMINISTRATIVE ACTION REPORT**

**That the Kiwanis International Board approves the Administrative Action Report as shown in Tab 09.**

## **RATIFICATION OF EXECUTIVE COMMITTEE ACTIONS ON MARCH 11, 2021: 2021 EDUCATION AND LEADERSHIP CONFERENCE AND COUNCIL**

**At its meeting held March 11, 2021, the Executive Committee took the following actions, as shown in Tab 10, which were ratified by the Kiwanis International Board at this meeting.**

**That the Executive Committee, acting on its authority to conduct matters of urgency between regularly scheduled Board meetings, approves a budget for the 2021 Kiwanis International Education and Leadership Conference with projected income of US\$372,000 and expenses of US\$627,155.**

**That the Executive Committee, acting on its authority to conduct matters of urgency between regularly scheduled Board meetings, approves the date of June 26 for the 2021 Kiwanis International Council meeting in Salt Lake City to elect next year's officers, with a budget of US\$95,429. The time of the meeting shall be determined by staff in conjunction with the schedule for the Education and Leadership Conference.**

## **RATIFICATION OF EXECUTIVE COMMITTEE ACTION ON MARCH 23, 2021: CANCELLATION OF 2021 CKI CONVENTION**

**The Executive Committee took the following action via email ballot concluded on March 23, 2021, as shown in Tab 11, which was ratified by the Kiwanis International Board at this meeting.**

**That the Executive Committee, acting on its authority to conduct matters of urgency between regularly scheduled Board meetings, concurs with the recommendation of the Circle K International Board that the 2021 annual Circle K International convention (CKIx) be cancelled with a hybrid Council meeting to be held instead to elect officers and consider amendments.**

## 2019-20 DISTINGUISHED DISTRICTS

That the Kiwanis International Board approves the 2019-20 Distinguished Districts as shown below:

DISTRICT	DISTRICT GOVERNOR/PROVISIONAL DISTRICT CHAIR	DISTRICT SECRETARY	DISTRICT TREASURER
Eastern Canada and the Caribbean	Robert Spellen	James Steele	James Steele
Austria	Karl Lippitz	Gottfried Masilko	Horst Korenjak
California-Nevada-Hawaii	Timothy Cunning	Mark McDonald	Pete Horton
Colombia	Jairo Bedoya	Triche Streithorst Romero	Jorge García Rivera
Ecuador (Provisional District)	Pilar Magdalena Cun Castillo	Maria Gabriela Silva Cun	Alicia Cecilia Salazar España
Germany	Hermann Büsing	Alexander Thiemer	Werner Schulze
Iceland-Faroes	Tómas Sveinsson	Sigurður Einar Sigurðsson	Svavar Svavarsson
Italy-San Marino	Maura Magni	Francesco Garraffa	Luigi Ricciuto
Malaysia	Lim “Laurance” Chee Loy	Mario Del Castillo	Low Ying Kow
Nepal	Sujan Shrestha	Laxman Lamsal	Netra Mani Pokharel (Netra)
New Jersey	Gordon Meth	Nancy Hart-Esposito	Howard Gordon
Panama (Provisional District)	Hilda Lorena Moreno	Giselle Arjona	Rosemary Valdés
Philippine Luzon	Raymund Gerard A Yap	Macrino Jesus R Tancinco	Ronaldo R Hernando
Philippine South	Eduardo Ong	Medrano Crisostomo Cadano Jr	Dr. Steven Ang Tan
Romania (Provisional District)	Stefanie Panea	Simona Dragu	Cecilia David

Taiwan	Lynn Chun-Kuai Liu	Cheng-Hsiung Chiu	Hui-Chu Lai
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**2021-22 DISTINGUISHED PROGRAM**

**That the Kiwanis International Board approves the 2021-22 Distinguished Program for districts, divisions, and clubs proposed by President-elect Peter J. Mancuso as shown in Tab 12.**

**REPORT OF THE EXECUTIVE COMMITTEE**

The Report of the 2020-21 Executive Committee, Arthur N. Riley, Chair, was presented. (Tab 13)

***HEALTH AND SAFETY PROTOCOLS FOR KIWANIS INTERNATIONAL AND CIRCLE K INTERNATIONAL EDUCATION AND LEADERSHIP CONFERENCE AND COUNCIL MEETINGS***

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

**That the Kiwanis International Board approves the following health and safety protocols for the Kiwanis International and Circle K International events in Salt Lake City, Utah, USA, June 22-27, 2021.**

- 1. All attendees must attest that they have been fully vaccinated as defined by the CDC -- "Fully vaccinated" means "I have received my complete vaccine regimen (2 shots for Pfizer, Moderna or AstraZeneca, or 1 shot for Johnson and Johnson), and 14 days or more has passed since my final shot," or have tested for COVID-19 and received a negative test result within 5 days of the first day that the attendee will be attending meetings.**
- 2. All non-staff attendees attending the meetings shall sign a waiver of COVID-19 claims.**
- 3. Any attendee who has tested positive in the last 14 days for COVID-19 is prohibited from attending the meetings unless they provide proof of two negative tests since contracting COVID-19.**
- 4. Any attendee who is not fully vaccinated and has been knowingly exposed to an individual who is positive for COVID-19 within 14 days prior to the meetings is prohibited from attending the meetings.**
- 5. All attendees agree to undergo a temperature test prior to the beginning of any of the meetings. Any attendee who has a temperature in excess of 100.3 degrees Fahrenheit will be excluded from attending the meetings in person but may attend virtually.**
- 6. Attendees agree to wear face coverings while attending the meetings. Additionally, they will not be required during meals.**
- 7. All attendees agree to abide by strict social distancing protocols established by the hotel, meeting and event venue(s) and Kiwanis at the meetings.**
- 8. All attendees agree to regularly wash their hands. Hand sanitizer will be supplied at the meetings.**
- 9. Kiwanis will coordinate with the hotel staff to ensure a thorough cleaning of rooms between meetings.**

*BUSINESS TO THE TRANSACTED BY OTHER MEANS*

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

**That the Kiwanis International Board determines that, in the absence of the 2021 annual Convention being held due to the ongoing pandemic, no proposed amendments to the Kiwanis International Bylaws or proposed resolutions, other than memorial resolutions, will be considered this year. Any amendments and resolutions already proposed, including those proposed by the Board, must be resubmitted in order to be considered at a future convention.**

*2022 KIWANIS INTERNATIONAL CONVENTION UPDATE*

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

**That the Kiwanis International Board approves the selection of two finalist cities as the site of the 2022 Kiwanis International convention, in the following order:**

- 1. Indianapolis, Indiana, with the provision that acceptable contracts should include no penalties in the event that cancellation due to the pandemic occurs; and**
- 2. Luxembourg, with the provisions that: 1) acceptable contracts should include no penalties in the event that cancellation due to the pandemic occurs; and 2) that KIEF (or KIE) must agree to have its 2022 convention in conjunction with the Kiwanis International convention at the same time and location; and 3) that all attendees wishing to attend the Kiwanis International convention activities, including those from Europe, will pay the Kiwanis International convention registration fee.**

*EXECUTIVE DIRECTOR CONTRACT*

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

**That the Kiwanis International Board approves the proposed agreement extending the Executive Director's employment contract by one (1) year to October 31, 2022 and that discussions be undertaken to negotiate another agreement for an unspecified term to follow the extensions agreement.**

This completed the Report of the Executive Committee.

**REPORT OF THE BOARD COMMITTEE ON AUDIT AND FINANCE**

The Report of the 2020-21 Board Committee on Audit and Finance, Bert West, Chair, was presented. (Tab 14)

*APPROVAL OF 2020-21 AUDITORS (KIWANIS INTERNATIONAL, KIWANIS EUROPE, CIRCLE K INTERNATIONAL, KIWANIS YOUTH PROGRAMS, AND KIWANIS CHILDREN'S FUND)*

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

**That the Kiwanis International Board selects BKD, LLP as auditors for Kiwanis International, Kiwanis Europe, Circle K International, Kiwanis Youth Programs, and Kiwanis Children's Fund for the 2020-21 administrative year.**

*PRORATED DUES SCHEDULE ADJUSTMENT AND CHANGES TO RELATED PROCEDURES*

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

**That the Kiwanis International Board amends Board Procedure 342.2 – Enrollment Fee, as shown below, effective October 1, 2021, to change the dues proration schedule:**

**342.2 –Enrollment Fee (4/13)**

**An enrollment fee shall be charged for each new member of a club, including new clubs, to defray administrative costs, in the amount of \$50 for Tier A clubs in North America and US\$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) (10/19)**

**The new member enrollment fee is waived for: 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) (10/19)**

***PROVISO: Per K.I. Board action Oct. 4, 2019, effective October 1, 2021, Procedure 342.2 shall read as follows: (Rev. 4/20 per above action)***

**Prorated membership dues, magazine subscription fee, and insurance fees shall be charged for each new member, including new clubs, to defray administrative costs, per the schedule below. (10/90) (10/19)**

**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) (10/19)**

<b>First Month of Membership</b>	
<b>October</b>	<b>100%</b>
<b>November</b>	<b>100%</b>
<b>December</b>	<b>100%</b>
<b>January</b>	<b>90%</b>
<b>February</b>	<b>80%</b>
<b>March</b>	<b>70%</b>
<b>April</b>	<b>60%</b>
<b>May</b>	<b>50%</b>

<b>June</b>	<b>40%</b>
<b>July</b>	<b>30%</b>
<b>August</b>	<b>20%</b>
<b>September</b>	<b>10%</b>

<b><u>Month New Member Reported</u></b>	<b><u>Proration %</u></b>
<b><u>October</u></b>	<b><u>12/12 or 100%</u></b>
<b><u>November</u></b>	<b><u>11/12 or 91.7%</u></b>
<b><u>December</u></b>	<b><u>10/12 or 83.4%</u></b>
<b><u>January</u></b>	<b><u>9/12 or 75.0%</u></b>
<b><u>February</u></b>	<b><u>8/12 or 66.7%</u></b>
<b><u>March</u></b>	<b><u>7/12 or 58.4%</u></b>
<b><u>April</u></b>	<b><u>6/12 or 50.0%</u></b>
<b><u>May</u></b>	<b><u>5/12 or 41.7%</u></b>
<b><u>June</u></b>	<b><u>4/12 or 33.4%</u></b>
<b><u>July</u></b>	<b><u>3/12 or 25.0%</u></b>
<b><u>August</u></b>	<b><u>2/12 or 16.7%</u></b>
<b><u>September</u></b>	<b><u>1/12 or 8.4%</u></b>

Further, that the Kiwanis International Board adds Board Procedure 235 - Kiwanis International Assistance with Billing and Collection of District and Regional Dues, as shown below, to codify the existing requirement that districts and regions which use the billing and collection services of Kiwanis for their district or regional dues must comply with any rules determined by Kiwanis International.

**235 – Kiwanis International Assistance with Billing and Collection of District and Regional Dues**

**Districts and regions that utilize the services offered by Kiwanis International to bill and collect their district or region dues or other fees must comply with any rules determined by Kiwanis International to administer such process(es).**

Further, that the Kiwanis International Board amends Board Procedure 341 – Refunds or Prorating of Dues, Magazine Subscription, and Insurance, as shown below, to accurately correlate to the pending dues proration system:

**341 – Refunds or Prorating of Dues, Magazine Subscription, and Insurance**

**Clubs do not receive a refund from Kiwanis for dues, magazine subscription fees, or insurance costs paid for members who are dropped from club membership, and clubs are not charged dues, magazine subscription fees, or insurance costs for new members. (10/90) (1/13)**

**~~(See also Procedure 234 – District Assistance in the Collection of Kiwanis International Dues.)~~**

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



## **REPORT OF BOARD COMMITTEE ON LEADERSHIP DEVELOPMENT AND EDUCATION**

The Report of the 2020-21 Board Committee on Leadership Development and Education, Katrina Baranko, Chair, was presented. **(Tab 15)**

No action taken.

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

## **REPORT OF BOARD COMMITTEE ON MEMBERSHIP**

The Report of the 2020-21 Board Committee on Membership and Education, Sam Sekhon, Chair, was presented. **(Tab 16)**

### *DISTRICT CONSOLIDATION REQUEST*

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

**That the Kiwanis International Board consolidates the West Virginia District into the Capital District. This change will be effective October 1, 2021, following the proper notification to clubs as provided in the Kiwanis International Bylaws. Past officers of the West Virginia District will be recognized as past officers of the Capital District with full rights as such. Any person who held the title of Chair of the West Virginia Provisional District shall be recognized as a past governor of the consolidated district.**

### *KOREA REQUEST FOR PROVISIONAL DISTRICT STATUS*

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

**That the Kiwanis International Board approves provisional district status for the Kiwanis nation of Korea.**

This completed the Report of the Board Committee on Membership.

## **REPORT OF BOARD COMMITTEE ON PUBLIC RELATIONS, IMAGE AND MARKETING**

The Report of the 2020-21 Board Committee on Public Relations, Image and Marketing, George R. Delisle, Chair, was presented. **(Tab 17)**

No action was taken.

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

## **REPORT OF BOARD COMMITTEE ON RISK MANAGEMENT**

The Report of the 2020-21 Board Committee on Risk Management, Peter Mancuso, Chair, was presented. **(Tab 18)**

### *WASHINGTON LITIGATION*

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

**That the Kiwanis International Board follows the advice of outside counsel regarding settlement options in the Kiwanis Vocational Home litigation matter and not waive a possible bad faith claim against its insurance carriers.**

This completed the Report of the Board Committee on Risk Management.

## **REPORT OF THE BOARD COMMITTEE ON SERVICE AND PARTNERSHIPS**

The Report of the 2020-21 Board Committee on Service and Partnerships, Ronald E. Smith, Chair, was presented. **(Tab 19)**

### *APPROVAL OF AMENDMENTS TO THE CIRCLE K INTERNATIONAL POLICY CODE*

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

**That the Kiwanis International Board approves the Circle K International Policy Code changes 1-24 as adopted by the CKI Council as shown in Exhibit A.**

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

## **NEXT BOARD MEETING – JUNE 16, 2021**

The next meeting of the Board of Trustees will be June 16, 2021, via Zoom Meeting.

The meeting adjourned sine die on Saturday, April 24, 2021 at 10:47 a.m. EDT.