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

**April 22, 2023**

The meeting of the Board of Trustees of Kiwanis International convened Saturday, April 23, 2023, in Indianapolis, Indiana, USA and via Zoom Meeting.

Those present were:

In-Person: Bert West, President; Katrina J. Baranko, President-elect; Peter J. Mancuso, Immediate Past President; Lee Kuan Yong, Vice President; Stan D. Soderstrom, Executive Director. Trustees: Kip Crain, Chuck Fletcher, Michel Fongue, Trinidad P. Gonzales, Gary S. Graham, Steven R. Ingram, Gary Jander, Linda I. Lawther, Daniel M. Leikvold, Hope Markes, Jackie Sue McFarlin, Michael Mulhaul, Éliane Ott-Scheffer, and Vincent G. Salembier.

Guests: Martien van der Meer, President, Kiwanis International-Europe; Maribel Garcia, Chair, Kiwanis Asia-Pacific; Filip Delanote, President, Kiwanis Children's Fund; Donna Parton, Chair, Kiwanis Youth Programs; Greg Beard, Chair, Organizational Operations and Structure Committee

Absent: Buheita Fujiwara

The meeting was called to order by President Bert West on Saturday, April 22, 2023, at 9:20 a.m. (EDT) in Indianapolis, Indiana, USA and via Zoom Meeting. An invocation was given by Trustee Gary S. Graham.

The following reports were received:

**REPORT OF THE EXECUTIVE DIRECTOR**

The report of the Executive Director, Stan D. Soderstrom.

**REPORT OF THE IMMEDIATE PAST PRESIDENT & VICE PRESIDENT**

The report of the Immediate Past President, Peter J. Mancuso and Vice President, Lee Kuan Yong.

**REPORT OF THE BOARD COUNSELOR TO CIRCLE K INTERNATIONAL**

The report of the Board Counselor to Circle K International, Linda I. Lawther.

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

The report of the Board Counselor to Key Club International, Daniel M. Leikvold.

**GENERAL CONSENT ITEMS**

Upon motion duly made by Trustee Chuck Fletcher, and seconded, the following recommendations were adopted:

***MINUTES OF THE JANUARY 19, 2023, BOARD MEETING***

**That the Kiwanis International Board approves the minutes of the board meeting held January 19, 2023, in Indianapolis, Indiana, USA, as shown in Tab 5.**

***ADMINISTRATIVE ACTION REPORT***

**That the Kiwanis International Board approves the Administrative Action Report, as shown in Tab 6.**

***2023-24 KIWANIS INTERNATIONAL COMMITTEES: DUTIES AND CHAIRS***

**That the Kiwanis International Board approves the 2023-24 Kiwanis International Committees, as shown in Tab 7.**

***2023-24 KIWANIS INTERNATIONAL BOARD COMMITTEE ASSIGNMENTS***

**That the Kiwanis International Board approves the 2023-24 Kiwanis International Board Committees, as shown in Tab 8.**

***2023-24 KIWANIS INTERNATIONAL BOARD COUNSELOR DISTRICT ASSIGNMENTS***

**That the Kiwanis International Board approves the 2023-24 Board Counselor assignments to districts, as shown in Tab 9.**

***APPOINTMENT OF 2023-24 KIWANIS INTERNATIONAL BOARD COUNSELORS TO CIRCLE K INTERNATIONAL AND KEY CLUB INTERNATIONAL***

**That the Kiwanis International Board approves the appointment of Linda I. Lawther as 2023-24 Kiwanis International Board Counselor to Circle K International, and Gary Jander as 2023-24 Kiwanis International Board Counselor to Key Club International, as shown in Tab 10.**

***RECEIPT OF THE EXECUTIVE DIRECTOR PERFORMANCE REVIEW COMMITTEE***

**That the Kiwanis International Board receives the Report of the Executive Director Performance Review Committee.**

***JOINT DISTRICT CONVENTION FOR PENNSYLVANIA AND NEW JERSEY DISTRICTS***

**That the Kiwanis International Board approves the holding of a joint district convention for the Pennsylvania and New Jersey Districts, as shown in Tab 11.**

**REPORT OF THE EXECUTIVE COMMITTEE**

The report of the 2022-23 Executive Committee, Bert West, Chair, was presented.

***PHILIPPINE SOUTH DISTRICT UPDATE***

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

**That the Kiwanis International Board approves the revised district bylaws for the former Philippine South District as provided by staff to the district, the paid list of clubs in good standing, and the legal name change for the district entity to Kiwanis Southern Philippine District.**

### ***TAIWAN DISTRICT REIMBURSEMENT REQUEST***

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

**That the Kiwanis International Board approves transfer of funds to the Taiwan District totaling US\$72,100 in accordance with agreements between Kiwanis International and the Taiwan District, now that they have returned to good standing status, conditional upon receiving a signed copy of the 2022-23 annual agreement from the district.**

This completed the report of the Executive Committee.

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

The report of the 2022-23 Board Committee on Risk Management, Katrina Baranko, Chair, was presented.

**No action taken.**

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

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

The report of the 2022-23 Board Committee on Audit and Finance, Michael Mulhaul, Chair, was presented.

**No action taken.**

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

### **REPORT OF THE BOARD COMMITTEE ON CONVENTIONS, CONFERENCES, AND RECOGNITION PROGRAMS**

The report of the 2022-23 Board Committee on Conventions, Conferences, and Recognition Programs, Katrina J. Baranko, Committee Member, presented.

### ***2021-22 DISTINGUISHED DISTRICTS***

Upon recommendation of the Board Committee on Conventions, Conferences, and Recognition Programs, it was moved and adopted:

**That the Kiwanis International Board approves the following districts as distinguished for the 2021-22 administrative year:**

- **Alabama**
- **Eastern Canada and the Caribbean**
- **Georgia**
- **Illinois-Eastern Iowa**
- **India (Provisional District)**
- **Indiana**
- **Italy-San Marino**
- **Japan**
- **Louisiana-Mississippi-West Tennessee**

- Nepal
- New York
- New Zealand-South Pacific
- Southwest
- Switzerland-Liechtenstein
- Taiwan

***2023-24 DISTINGUISHED DISTRICT CRITERIA***

Upon recommendation of the Board Committee on Conventions, Conferences, and Recognition Programs, it was moved and adopted:

**That the Kiwanis International Board approves the Distinguished District Recognition Criteria for the 2023-24 administrative year as follows:**

***DISTRICT RECOGNITION CRITERIA***

**GROWTH (1 of 2 required)**

- Net gain in membership over the Kiwanis administrative year, as certified by October 10, 2024
- OR**
- Achievement of the new club opening goal, as set by agreement of the president and governor (as president-elect and governor-elect). *Districts with a club opening goal of zero (0) will not qualify. A district may achieve new club opening credit for a Kiwanis club in another nation under any program approved as such by the Kiwanis International Board.*

**SERVICE & EDUCATION (3 of 5 required)**

- Minimum required increase in overall giving to the Kiwanis Children’s Fund over the previous Kiwanis administrative year, from all district sources (as determined by KCF).
- OR**
- Totally of at least two (2) new Builders Clubs and 1 (one) new K-Kids club chartered within the district over the administrative year.
- OR**
- Submission of club signature project in the Kiwanis International annual signature project contest.
- OR**
- Increase in club leadership education (CLE) participation over the previous administrative year.
- OR**
- Achievement of 90% compliance in required background checks among all required leaders.

***PRESIDENT’S BEACON DISTRICT CRITERIA***

**GROWTH (3 of 3 required)**

- Meet the above requirements to become a Distinguished District.
- AND**
- Achieve a net gain in active Kiwanis clubs over the previous Kiwanis administrative year (as certified by October 10, 2024).
- AND**
- Charter a total of three (3) additional new Builders Clubs and two (2) additional new K-Kids clubs over the previous Kiwanis administrative year.

This completed the report of the Board Committee on Conventions, Conferences, and Recognition Programs.

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

The report of the 2022-23 Board Committee on Leadership Development and Education, Kip Crain, Chair, was presented.

### ***THE FUTURE OF KIWANIS AMPLIFY***

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

**The Kiwanis International Board directs that the Kiwanis Amplify program be offered to all Kiwanis club members and applicable Circle K International club members, at a reduced cost of US\$50 each, effective October 1, 2023.**

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

### ***DISTRICT GOVERNANCE STRUCTURE***

**The Kiwanis International Board directs staff to develop templates for both a trustee and a lieutenant governor governance system to be shared with the Kiwanis International Board at the October 2023 board meeting.**

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

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

The report of the 2022-23 Board Committee on Membership, Chuck Fletcher, Chair, was presented.

### ***GROWTH STRATEGIES IN THE ASIA PACIFIC REGION***

Upon recommendation of the Board Committee on Membership the following motion was made. **However, the motion subsequently was referred back to the committee for clarification:**

**That the Kiwanis International Board creates an Asia-Pacific Growth Task Force to be appointed by the President which will report activities and recommendations through the Board Committee on Membership.**

### ***ELECTRONIC PAYMENT OPTIONS FOR CLUB DUES***

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

**That the Kiwanis International Board asks staff to study electronic payment options and resources for clubs to conveniently collect dues on a monthly or quarterly basis and report findings and an education plan for the same back to the Board Committee on Membership at the October 2023 Board Meeting.**

This completed the report of the Board Committee on Membership.

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

The report of the 2022-23 Board Committee on Service and Partnerships, Michel Fongue, Chair, was presented.

**No action taken.**

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

## **OTHER BUSINESS**

### ***ORGANIZATIONAL OPERATIONS AND STRUCTURE ASSESSMENT COMMITTEE REPORT***

Upon motion duly made by Immediate Past President Peter J. Mancuso, it was moved and adopted:

**That the Kiwanis International Board refers the recommendation of the Organizational Operations and Structure Assessment Committee regarding restructuring of the Kiwanis International Board to the Governance Committee to draft the necessary amendments and a transition plan which does not affect any current members of the Board, to be reported at the October 2023 Board meeting.**

### ***RATIFICATION OF BYLAW AMENDMENTS TO THE KIWANIS CHILDREN'S FUND BYLAWS***

Upon motion duly made by Trustee Gary Graham, it was moved and adopted:

**That the Kiwanis International Board ratifies the amendments made by the Kiwanis Children's Fund Board at its meeting on March 29, 2023, to restructure its board and board committees. The Kiwanis International Board urges the Kiwanis Children's Fund Board to reconsider the matter of having an at-large seat on its Board.**

Upon motion duly made by Trustee Hope Markes, it was moved and adopted:

**That the Kiwanis International Board directs the Kiwanis Children's Fund Board to further amend its bylaws to change the office of President, President-elect, Vice President, and Immediate Past President to be titled Chair, Chair-elect, Vice Chair, and Immediate Past Chair respectively, to comply with the Kiwanis International Bylaws regarding subsidiaries.**

## **NEXT BOARD MEETING – JUNE 21, 2023**

The next meeting of the Board of Trustees will be June 21, 2023, in Minneapolis, Minnesota, USA.

The meeting adjourned sine die on Saturday, April 22, 2023, at 9:56 a.m. EDT.