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# KIWANIS CHILDREN'S FUND BOARD OF TRUSTEES

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# **MINUTES OF THE**

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

November 18, 2023

The meeting of the Board of Trustees of the Kiwanis Children's Fund was held on November 18, 2023, in Indianapolis, Indiana, USA (and, via Zoom meeting). Those present were:

<u>In-person:</u> Amy L. Zimmerman, President; Filip Delanote, Immediate Past President; Robert S. Maxwell, President-elect; Lenora J. Hanna, Vice President; Stan D. Soderstrom, Executive Director; Paul Palazzolo, Executive Director-designate. Trustees Robert M. Garretson, Brenda Leigh Johnson, Babukrishna Karki, Richard A. Poulton, Francesco Valenti, Koji Yoshida

Online: Trustee Michael Mulhaul, Bert West

The meeting was called to order by President Amy L. Zimmerman on Saturday, November 18, 2023, at 10:14 a.m. EST. A moment of silence was given in honor of Vincent G. Salembier. A grant impact story was shared by Babukrishna Karki. An invocation was given by Richard A. Poulton.

#### LEADERSHIP REPORTS

The following reports were received:

REPORT OF THE PRESIDENT, Amy L. Zimmerman

REPORT OF THE IMMEDIATE PAST PRESIDENT, Filip Delanote

REPORT OF THE PRESIDENT-ELECT, Robert S. Maxwell

REPORT OF THE VICE PRESIDENT, Lenora J. Hanna

REPORT OF THE KIWANIS CHILDREN'S FUND EXECUTIVE DIRECTOR. Stan D. Soderstrom

# APPROVAL OF JUNE 21, 2023, BOARD MEETING MINUTES

Upon motion duly made by Immediate Past President Filip Delanote, and seconded, the following recommendation was adopted:

That the Kiwanis Children's Fund Board approves the minutes of the Board meeting held on June 21, 2023, as shown in Tab 06.

# **RATIFICATION OF EXECUTIVE COMMITTEE ACTION ON SEPTEMBER 11, 2023**

The election of Lenora J. Hanna last year as Kiwanis Children's Fund Vice President for 2023-24 left a vacancy in the last year of her existing Trustee term. The Children's Fund Bylaws give complete authority for filling this vacancy to the Executive Committee. The committee conducted that business via email ballot, concluded on September 11, 2023.

Upon motion duly made by Vice President Lenora J. Hanna and seconded, the following recommendation was adopted:

That the Kiwanis Children's Fund Board ratifies the following actions of the Children's Fund Executive Committee on September 11, 2023, as shown in Tab 07.

That the Kiwanis Children's Fund Executive Committee appoints Robert M. Garretson for a one-year term as Kiwanis Children's Fund Trustee, beginning October 1, 2023, to fill the vacancy left in the term of Lenora J. Hanna who was recently elected to the office of Kiwanis Children's Fund Vice President for 2023-24. Robert's nomination is subject to verification of a clear criminal history background check.

### RATIFICATION OF EXECUTIVE COMMITTEE ACTIONS ON SEPTEMBER 29, 2023

The Grants Committee identified grant funds that needed to be granted prior to September 30, 2023. It recommended three grants to be approved. The Children's Fund Bylaws provide that the Executive Committee has approval authority for grants on behalf of the Children's Fund Board. The Executive Committee conducted that business via email ballot, concluded on September 29, 2023.

Upon motion duly made by Trustee Richard A. Poulton and seconded, the following recommendation was adopted:

That the Kiwanis Children's Fund Board ratifies the following action of the Children's Fund Executive Committee on September 29, 2023, as shown in Tab 08.

That the Kiwanis Children's Fund Board approves US\$275,000 as a grant to UNICEF to support continued sustainability of MNT eradication in 12 affected nations.

Upon motion duly made by Immediate Past President Filip Delanote and seconded, the following recommendation was adopted:

That the Kiwanis Children's Fund Board ratifies the following action of the Children's Fund Executive Committee on September 29, 2023, as shown in Tab 08.

That the Kiwanis Children's Fund Board approves US\$87,450 as a grant to Iodine Global Network (IGN) to support Part B of Iodine Global Network's European Study.

Upon motion duly made by Trustee Brenda Leigh Johnson and seconded, the following recommendation was adopted:

That the Kiwanis Children's Fund Board ratifies the following action of the Children's Fund Executive Committee on September 29, 2023, as shown in Tab 08.

That the Kiwanis Children's Fund Board approves US\$12,310 as a grant to Iodine Global Network for its digital newsletter.

#### 2023-24 STANDING COMMITTEE ASSINGMENTS

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

That the Kiwanis Children's Fund Board approves 2023-24 standing committees as shown in Tab 09.

# SPECIAL COMMITTEE ON GLOBAL IMPACT

Upon motion duly made by Immediate Past President Filip Delanote and seconded, the following recommendation was adopted:

That the Kiwanis Children's Fund Board approves a Special Committee on Global Impact with the following composition and duties:

The Global Impact Committee shall be composed of members of the Board to develop strategies to oversee execution of programs and activities for Kiwanis' contribution in the areas of global health and impact. This should include:

- Kiwanis International's ongoing role as a legacy stakeholder in the area of iodine deficiency and nutrition, especially for the improved health and nutrition of children and women of reproductive age.
- Kiwanis International's ongoing role as a legacy stakeholder in the area of maternal and neonatal tetanus, especially for the improved health and nutrition of women of reproductive age and newborn infants.
- Kiwanis International's partnerships in support of other designated areas for global health and impact.
- Funding strategies for restricted funds that support designated areas for global health and impact.
- Review and recommend approval and monitoring of grants that support designated areas for global health and impact.

Initial appointments to this committee for the 2023-24 administrative year are:

Filip Delanote, Chair

Members: Michael Mulhaul, Brenda Leigh Johnson, Francesco Valenti, Babukrishna Karki, Koji Yoshida

### PAST PRESIDENT'S COMMITTEE CHAIR APPOINTMENT

Upon motion duly made by Trustee Richard A. Poulton and seconded, the following recommendation was adopted:

That the Kiwanis Children's Fund Board approves Norman A. Velnes as Chair of the Children's Fund Past President's Committee.

#### **BOARD COUNSELING ASSIGNMENTS**

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

That the Kiwanis Children's Fund Board approves district counseling assignments for Children's Fund Board members, as shown in Tab 10.

## REPORT OF THE EXECUTIVE COMMITTEE

The Report of the 2023-24 Executive Committee, Amy L. Zimmerman, Chair, was presented.

# DIRECTION FROM THE KIWANIS INTERNATIONAL BOARD REGARDING CHILDREN'S FUND OFFICER TITLES

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

That the Kiwanis Children's Fund Board accepts the direction of the Kiwanis International Board to change the Children's Fund officers' titles from President, President-elect, Immediate Past President, and Vice President to Chair, Chair-elect, Immediate Past Chair, and Vice-Chair, and therefore amends the Kiwanis Children's Fund bylaws as shown below, effective October 1, 2024.

#### ARTICLE III – OFFICERS

Section 1. Designation. The officers of the Foundation shall be a President, President-Elect, Immediate Past President, Vice-President, Chair, Chair-elect, Immediate Past Chair, Vice-Chair, and Executive Director. The Board also may create, appoint, and define the duties of such other officers and agents it deems advisable. (2/2021)

Other references in the bylaws, policies, and procedures shall be amended accordingly.

# DIRECTION FROM THE KIWANIS INTERNATIONAL BOARD REGARDING THE JOINT COMMITTEE

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

That the Kiwanis Children's Fund Board accepts the direction of the Kiwanis International Board regarding composition of the Kiwanis International-Kiwanis Children's Fund Joint Committee and therefore amends the Kiwanis Children's Fund bylaws as shown in Exhibit A.

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

That the Kiwanis Children's Fund Board requests a meeting of the elected officers of Kiwanis International and the Kiwanis Children's Fund and the Executive Director be held by January 1, 2024, to discuss mutual matters.

The Executive Committee report was accepted.

#### REPORT OF THE DEVELOPMENT COMMITTEE

The Report of the 2023-24 Development Committee, Brenda Leigh Johnson, Chair, was presented.

#### **VOLUNTEER APPOINTMENTS**

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

That the Kiwanis Children's Fund Board approves appointment of Sue Fleschner as Kiwanis Children's Fund Ambassador in the Southeast U.S. Region for a three-year term, effective retroactively as of October 1, 2023.

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

That the Kiwanis Children's Fund Board approves the appointment of John Tyner II as Kiwanis Children's Fund District Chair in the Capital District for a three-year term, effective retroactively as of October 1, 2023.

The report of the Development Committee was accepted.

#### REPORT OF THE FINANCE/INVESTMENT COMMITTEE

The Report of the 2023-24 Finance/Investment Committee, Lenora J. Hanna, Chair, was presented.

#### 2023-24 KIWANIS CHILDREN'S FUND BUDGET

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

That the Kiwanis Children's Fund Board approves the 2023-24 budget for the Kiwanis Children's Fund at a deficit of US\$112,997.

The Finance/Investment Committee report was accepted.

## REPORT OF THE GLOBAL IMPACT COMMITTEE

The Report of the 2023-24 Global Impact Committee, Filip Delanote, Chair, was presented.

## No action was taken.

The Global Impact Committee report was accepted.

### REPORT OF THE GRANTS COMMITTEE

The Report of the 2023-24 Grants Committee, Koji Yoshida, Chair, was presented.

#### MICROGRANT APPROVAL PROCESS

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

That the Kiwanis Children's Fund Board agrees that the Children's Fund President has full authority to approve qualified microgrants. In instances where the President is not able to approve any microgrants in a timely manner and/or if there may be a perceived conflict of interest regarding the application, the Immediate Past President has approval authority.

The Grants Committee report was accepted.

# **NEXT BOARD MEETING – FEBRUARY 22, 2024**

The next meeting of the Kiwanis Children's Fund Board of Trustees will be February 22, 2024, via Zoom

The meeting adjourned sine die on Saturday, November 18, 2023, at 12:14 p.m. EST