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TABLE OF CONTENTS
MINUTES OF THE MEETING OF
KIWANIS INTERNATIONAL BOARD OF TRUSTEES
April 26, 2025

	TAB
REPORT OF THE PRESIDENT-----	01
REPORT OF THE PRESIDENT-ELECT-----	02
REPORT OF THE VICE PRESIDENT-----	03
REPORT OF THE BOARD COUNSELOR TO CIRCLE K INTERNATIONAL-----	04
REPORT OF THE BOARD COUNSELOR TO KEY CLUB INTERNATIONAL-----	05
REPORT OF THE EXECUTIVE DIRECTOR-----	06
MINUTES OF JANUARY 16, 2025, BOARD MEETING-----	07
ADMINISTRATIVE ACTION REPORT-----	08
2024-25 KIWANIS INTERNATIONAL COMMITTEE UPDATES-----	09
2025-26 DISTINGUISHED DISTRICT CRITERIA-----	10
2025-26 KIWANIS YOUTH PROGRAMS BOARD APPOINTMENTS-----	11
EXECUTIVE COMMITTEE-----	12
REPORT OF THE BOARD COMMITTEE ON AUDIT AND FINANCE-----	12
APPROVAL OF THE 2025-26 BUDGET FOR KIWANIS INTERNATIONAL-----	
APPROVAL OF THE 2025-26 CIRCLE K INTERNATIONAL-----	
REPORT OF THE BOARD COMMITTEE ON LEADERSHIP DEVELOPMENT AND	
EDUCATION-----	13
APPROVAL OF A REGISTRATION INITIATIVE FOR THE KIWANIS AMPLIFY 2026 PROGRAM	
REPORT OF THE BOARD COMMITTEE ON MEMBESHIP-----	14
PROCEDURE 202.5-NOTIFICATION TO DISTRICTS IN JEOPARDY OF LOSING DISTRICT STATUS	
PROCEDURE 340- INVITATION TO CLUB MEMBERSHIP-----	
KIWANIS VOICES PILOT PROGRAM-----	
KIWANIS ASIA-PACIFIC MATCHING GRANT REQUEST- PHILIPPINE LUZON DISTRICT---	
KIWANIS ASIA-PACIFIC MATCHING GRANT REQUEST- NEPAL DISTRICT-----	
REPORT OF THE BOARD COMMITTEE ON RISK MANAGEMENT-----	15
REPORT OF THE BOARD COMMITTEE ON SERVICE AND PARTNERSHIPS-----	16
APPROVAL OF US NAVY RECRUITING COMMAND AS A KEY CLUB INTERNATIONAL PARTNER	
APPROVAL OF KIWANIS RESOURCE PARTNERS SHAFFER DISTRIBUTING AND GLOBAL	
VENDING GROUP-----	
APPROVAL OF INVESTIGATION OF CKI STRUCTURE-----	
OTHER BUSINESS-----	
KIWANIS CHILDREN'S FUND-KIWANIS YOUTH PROGRAMS STRUCTURAL REALIGNMENT--	
2025-26 KIWANIS BOARD COMMITTEE ASSIGNMENTS-----	17
2025-26 KIWANIS BOARD COUNSELING ASSIGNMENTS-----	18
NEW BUSINESS-----	
DUES EXTENSION FOR NEPAL DISTRICT-----	
NEXT BOARD MEETING- June 25, 2025-----	

MINUTES OF THE
MEETING OF THE KIWANIS INTERNATIONAL BOARD OF TRUSTEES

April 26, 2025

The meeting of the Board of Trustees of Kiwanis International convened Saturday, April 26, 2025, in Indianapolis, Indiana, US, and via Zoom.

Those present were:

In-Person: Lee Kuan Yong, President; Michael Mulhaul, President-elect; Hope Markes, Vice President; Katrina J. Baranko, Immediate Past President; Paul Palazzolo, Executive Director; Trustees: Dennis G. Baugh, Mario Bruni, Filip Delanote, Trinidad P. Gonzales, Dawn Puderbaugh Hodges, Chang-Ching Hsu, Gary Jander, Mohan Lamsal, Maura Magni, Jackie Sue McFarlin, Jo Schwartz, Scott Sims, Cathy Tutty

Online: Trustees Matthew Cantrall, Steven R. Ingram

Guests: Kiwanis Children's Fund President: Robert S. Maxwell; Circle K International Vice President: Madison Burt

Interpreter: Vivian Tsai (Chinese)

The meeting was called to order by President Lee Kuan Yong on Saturday, April 26, 2025, at 9:18 a.m. (ET) in Indianapolis, Indiana, U.S. and via Zoom Meeting. Prior to the meeting being called to order, updates were provided from Robert S. Maxwell, Kiwanis Children's Fund President and Madison Burt, Circle K International Vice President. An invocation was given by Vice President Hope Markes.

LEADERSHIP REPORTS

The following reports were received, as shown in Tabs 1-6:

REPORT OF THE PRESIDENT, LEE KUAN YONG

REPORT OF THE PRESIDENT-ELECT, MICHAEL MULHAUL

REPORT OF THE VICE PRESIDENT, HOPE MARKES

REPORT OF THE BOARD COUNSELOR TO CIRCLE K INTERNATIONAL, MATTHEW CANTRALL

REPORT OF THE BOARD COUNSELOR TO KEY CLUB INTERNATIONAL, CATHY TUTTY

REPORT OF THE EXECUTIVE DIRECTOR, PAUL PALAZZOLO

GENERAL CONSENT ITEMS

Motion made by Trustee Cathy Tutty, and seconded:

MINUTES OF JANUARY 16, 2025, BOARD MEETING

That the Kiwanis International Board approves the minutes of the board meeting held January 16, 2025, via Zoom and in Indianapolis, Indiana, U.S., as shown in Tab 7.

Motion adopted.

ADMINISTRATIVE ACTION REPORT

That the Kiwanis International Board approves the Administrative Action Report, as shown in Tab 8.

Motion adopted.

2024-25 KIWANIS INTERNATIONAL COMMITTEE UPDATES

That the Kiwanis International Board approves the updates to the 2024-25 Kiwanis International Committees as shown in Tab 9.

Motion adopted.

2025-26 DISTINGUISHED DISTRICT RECOGNITION CRITERIA

That the Kiwanis International Board approves the distinguished district recognition criteria for districts, divisions, clubs, and members for 2025-26 as shown in Tab 10.

Motion adopted.

APPOINTMENT OF 2025-26 KIWANIS YOUTH PROGRAMS BOARD MEMBERS

That, in accordance with the Kiwanis Youth Programs bylaws, the Kiwanis International Board appoints the following Kiwanis International Trustees as Kiwanis Youth Programs Directors for one-year terms beginning October 1, 2025.

- **Scott Sims, Kiwanis International Trustee**
- **Jo Schwartz, Kiwanis International Trustee**

In accordance with the Kiwanis Youth Programs Bylaws, the Kiwanis Youth Programs board will also include Immediate Past President Lee Kuan Yong, and the person elected as the 2025-26 Vice President.

Motion adopted.

REPORT OF THE EXECUTIVE COMMITTEE

The report of the 2024-25 Executive Committee was presented by the Chair, Lee Kuan Yong.

The committee has no recommendations at this time.

This completed the report of the Executive Committee.

REPORT OF THE BOARD COMMITTEE ON AUDIT AND FINANCE

The report of the 2024-25 Board Committee on Audit and Finance was presented by the Chair, Michael Mulhaul.

APPROVAL OF THE 2025-26 BUDGET FOR KIWANIS INTERNATIONAL

Motion made by the Board Committee on Audit and Finance:

That the Kiwanis International Board approves the 2025-26 budget for Kiwanis International with an overall surplus of US\$38,202.

Motion adopted.

APPROVAL OF THE 2025-26 BUDGET FOR CIRCLE K INTERNATIONAL

Motion made by the Board Committee on Audit and Finance:

That the Kiwanis International Board approves the 2025-26 budget for Circle K International with an overall deficit of US\$142,864.

Motion adopted.

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

REPORT OF THE BOARD COMMITTEE ON LEADERSHIP DEVELOPMENT AND EDUCATION

The report of the 2024-25 Board Committee on Leadership Development and Education was presented by Member, Dennis G. Baugh.

APPROVAL OF A REGISTRATION INCENTIVE FOR THE KIWANIS AMPLIFY 2026 PROGRAM

That the Kiwanis International Board requests that staff offer the 2026 Kiwanis Amplify program at no cost to incoming Lt. Governors identified by their district leadership prior to March 31, 2026. The incentive is limited to the first 200 to register.

Motion adopted.

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

REPORT OF THE BOARD COMMITTEE ON MEMBERSHIP

The report of the 2024-25 Board Committee on Membership was presented by the Chair, Trinidad P. Gonzales:

PROCEDURE 201.5-NOTIFICATION TO DISTRICTS IN JEOPARDY OF LOSING DISTRICT STATUS

That the Kiwanis International Board approves the creation of a three-member subcommittee to review Kiwanis Procedure 201.5 and make recommendations, if appropriate, by the October 2025 Kiwanis International Board meeting.

Motion adopted.

PROCEDURE 340- INVITATION TO CLUB MEMBERSHIP

That the Kiwanis International Board recommends the deletion of Procedure 340-Invitation to Club Membership.

FOR DELETION

Kiwanis International Procedure for deletion:

340- INVITATION TO CLUB MEMBERSHIP (1/13)

Admission to Kiwanis club membership shall be by personal invitation only. Kiwanis clubs shall not solicit new members through newspaper ads, general mailings to the public, or other such forms of nonselective advertising. (6/91) (1/13)

Motion adopted.

KIWANIS VOICES PILOT PROGRAM

Motion made by Board Committee on Membership:

That the Kiwanis International Board approves a five-year global pilot program called “Kiwanis Voices,” designed for Kiwanis clubs whose membership is solely members 18-26 years of age, to commence May 1, 2025.

Motion adopted.

KIWANIS ASIA-PACIFIC MATCHING GRANT REQUEST- PHILIPPINE LUZON DISTRICT

Motion made by Board Committee on Membership:

That the Kiwanis International Board approves the matching grant request from the Philippine Luzon District in the amount of US\$20,000 for education initiatives.

Motion adopted.

KIWANIS ASIA-PACIFIC MATCHING GRANT REQUEST- NEPAL DISTRICT

Motion made by Board Committee on Membership:

That the Kiwanis International Board approves the matching grant request from the Nepal District in the amount of US\$15,000 for education initiatives.

Motion adopted.

This completed the report of the Board Committee on Membership.

REPORT OF THE BOARD COMMITTEE ON RISK MANAGEMENT

The report of the Board Committee on Risk Management was presented by the Chair, Michael Mulhaul.

The committee has no recommendations at this time.

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

REPORT OF THE BOARD COMMITTEE ON SERVICE AND PARTNERSHIPS

The report of the Board Committee on Service and Partnerships was presented by the Chair, Gary Jander.

APPROVAL OF US NAVY RECRUITING COMMAND AS A KEY CLUB INTERNATIONAL PARTNER

Motion made by the Board Committee on Service and Partnerships:

That the Kiwanis International Board approves US Navy Recruiting Command as a Key Club International partner.

Motion approved.

APPROVAL OF KIWANIS CLUB RESOURCE PARTNERS: SHAFFER DISTRIBUTING AND GLOBAL VENDING GROUP

Motion made by Board Committee on Service and Partnerships:

That the Kiwanis International Board approves Shaffer Distributing and Global Vending Group as Kiwanis club resource partners.

Motion adopted.

APPROVAL OF INVESTIGATION OF CKI STRUCTURE

Motion made by the Board Committee on Service and Partnerships:

That the Kiwanis International Board requests that the Board Committee on Service and Partnerships investigate and report on the possible structural realignment of Circle K International for review and consideration by the Kiwanis International Board at the October 2025 board meeting.

Motion adopted.

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

OTHER BUSINESS

EXECUTIVE SESSION

The Kiwanis International Board went into executive session at 9:39 a.m. ET.

The Kiwanis International Board exited executive session at 11:21 p.m. ET.

KCF/KYP STRUCTURAL REALIGNMENT

Motion made by Trustee Mario Bruni and seconded.

That the Kiwanis International Board requests staff to provide a draft of the bylaws for the combined entity to all Board members on or before May 7, 2025. Any comments must be sent to staff on or before May 21, 2025. The Board will review the final draft of the bylaws for approval and submission to the appropriate government agencies at its Board meeting scheduled for June 25, 2025.

Further, that the Kiwanis International Board approves and authorizes the application, with the appropriate government agencies, to combine the entities of Kiwanis International Foundation, Inc. doing business as Kiwanis Children's Fund with Kiwanis Youth Programs, Inc. with an effective date of October 1, 2026.

Motion adopted.

KCF/KYP TASKFORCE

Motion made by Trustee Filip Delanote and seconded.

That the Kiwanis International Board continues the realignment task force to review draft policies and procedures for the combined entity and provide an updated document by September 30, 2025, which will conclude their work.

Motion adopted.

2025-26 KIWANIS INTERNATIONAL BOARD COMMITTEE ASSIGNMENTS

Motion made by President-elect Michael Mulhaul and seconded.

That the Kiwanis International Board approves the 2025-26 Kiwanis International Board Committees as shown in Tab 17.

Motion adopted.

2025-26 KIWANIS INTERNATIONAL BOARD COUNSELOR DISTRICT ASSIGNMENTS

Motion made by President-elect Michael Mulhaul and seconded.

That the Kiwanis International Board approves the 2025-26 Board Counselor assignments to districts as shown in Tab 18.

Motion adopted.

NEW BUSINESS

DUES EXTENSION FOR NEPAL DISTRICT

Motion made by Trustee Mohan Lamsal and seconded.

That the Kiwanis International Board, to provide a temporary measure to support the district's efforts during their period of reorganization, permits an extension for the payment of international dues until August 31, 2025.

Motion adopted.

NEXT BOARD MEETING – June 25, 2025

The next meeting of the Board of Trustees will be June 25, 2025, in Pittsburgh, Pennsylvania, U.S.

The meeting adjourned sine die on Saturday, April 26, 2025, at 11:48 a.m. ET.