

**MINUTES OF THE SECOND OFFICIAL MEETING OF THE 2015-2016 BOARD
OF TRUSTEES OF THE FLORIDA DISTRICT OF KIWANIS INTERNATIONAL
FLORIDA KIWANIS DISTRICT OFFICE
5545 BENCHMARK LANE, SANFORD, FL
1:00 PM SATURDAY, APRIL 2, 2016**

Call to Order

Governor Celia Earle called the meeting to order at 1:00 p.m.

Pledge of Allegiance

Executive Director Melanie Winternheimer led the Pledge of Allegiance.

Invocation

The invocation was given by District Treasurer Todd Smith.

Roll Call

Executive Director Melanie Winternheimer's roll call confirmed that the following 2015-16 District Board Members were present for the meeting:

2015-16 Trustees Present

Governor Celia Earle
Immediate Past Governor Chuck Gugliuzza
Executive Director Melanie Winternheimer
District Treasurer Todd Smith
Division 1 Lt. Governor Marv McKinley
Division 2 Lt. Governor Todd Brister
Division 5 Lt. Governor Karl Price
Division 7 Lt. Governor Kayleen Hernandez-Garay
Division 8 Lt. Governor Dana Cutlip
Division 9 Lt. Governor Skip Babb
Division 11 Lt. Governor Janet Cathy
Division 12 Lt. Governor Claire Cousins
Division 13 Lt. Governor Larry Sousa
Division 14 Lt. Governor Bill Merchant
Division 15 Lt. Governor David White
Division 16 Lt. Governor Jim Vensel
Division 17 Lt. Governor Sam Watkins
Division 18S Lt. Governor Larry Taylor
Division 20 Lt. Governor Malcolm McCampbell
Division 21 Lt. Governor Tom Thayer
Division 22 Lt. Governor Bill Ricigliano
Division 23 Lt. Governor Roxanna Brown
Division 24 Lt. Governor Rhea Taie-Tehrani
Division 25 Lt. Governor Will Reich
Division 26 Lt. Governor Aquiles Solano, Jr.

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Absent

Governor-elect Gary Frechette
Past Governor Matthew Cantrall
Past Governor Allen Whetsell
Division 3 Lt. Governor Jerome Wyche
Division 4 Lt. Governor Joyce Taylor
Division 10 Lt. Governor Sharlene Dewitz
Division 18N Lt. Governor Richard Crawford
Division 19 Lt. Governor Harris Segel

Also Seated at the Board Table

Florida Kiwanis Foundation President Alan Paoli
Florida Kiwanis Foundation President-elect Jim Meyer
Florida CKI Past District Governor Jessica Cook
Florida Key Club Governor Shane Meagher
Parliamentarian David McCampbell

Quorum

Executive Director Winternheimer confirmed the presence of a quorum for the conduct of business.

Acknowledgement of Guests and Opening Comments

Governor Earle thanked everyone for being present. She then acknowledged the guests and asked them to introduce themselves.

Approval of August 16, 2015 Minutes:

Lt. Governor Jim Vensel made a motion to approve the minutes of the August 16, 2015 board meeting. The motion was seconded by Lt. Governor Todd Brister and carried.

Report of District Treasurer/Financial Reports:

Executive Director Winternheimer presented the 2014-15 Auditor's Review of the Kiwanis Family accounts and the Year to Date Financials ending 03/31/16. Lt. Governor Dana Cutlip made a motion to accept the financial reports. The motion was seconded by Lt. Governor Larry Sousa and carried.

Winternheimer then directed everyone's attention to the most current Cumulative Balance Due report and requested the assistance of all lieutenant governors in getting clubs with outstanding dues to pay their balance immediately. She thanked the lieutenant governors for their support in getting outstanding dues collected and reminded them that the clubs pending charter suspensions are not considered in good standing and they cannot vote in division elections.

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Report of Investment Counselor:

Investment Counselor Terry Carr joined the meeting via SKYPE while Investment Committee Chair Bob Parton presented the report. Parton explained the investment process and offered encouraging words that through a prudent and diligent investment strategy, the Florida District investment account and the HLT investment account will both continue to grow.

2016-17 Division Elections:

Lieutenant Governor Liaison Richard Chapman reminded the lieutenant governors that training is coming up May 13-15, 2016 and we need to finalize the roster of 2016-17 lieutenant governors.

Lieutenant Governor's Filing Dates, Deadlines & Visits:

Education and Contact Visit reports were due 12/01/15. Jose Josinvil, Technology Director, informed everyone that there have been some internal problems, so reports weren't getting properly saved or acknowledged. That should have been corrected by now but if problems continued, to please contact him so that he could get them resolved.

Executive Director's Report:

Executive Director Winternheimer addressed the board, thanking them for their participation in the Zones and for getting their members to participate.

She provided a schedule of the upcoming district conventions through 2020, as well as some insight about the 2014-15's board's decision to stay in the Central Florida area. Our one exclusion through 2020 will be the Marco Island Marriott in 2017 because it is already contracted.

Update on The Formula:

Formula Coordinator Dave Schmitt provided an update on the 2015-16 year to date. The halftime report was received the previous night and the numbers could be better. He commended the lieutenant governors who have been providing him with the information requested, but asked that all of the lieutenant governors provide responses to his emails so that he can complete the necessary reports each month. He advised that we are hopeful to have eight new clubs this year.

International Convention:

Our goal is 300 attendees. Governor Earle reminded everyone that since we are not having a board meeting, they must attend the Florida District Caucus and the business session in their entirety to receive their stipend. The caucus is Thursday, June 23, 2016 from 1:30-3:30 pm at the Sheraton Centre Toronto.

In lieu of a district dinner we will have a reception in the suite. A committee was formed to put the reception together. The members of that committee are David White, Larry Taylor, Jennifer & Dave Schmitt, Mike Facey and Roxanna Brown, Chris and Steve LeBlanc, and

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Linda Lou Chambers.

District Convention:

Our goal is 900 attendees. Governor Earle reminded everyone of their responsibilities and asked them to please register even though their registration is complimentary. Saturday night is a formal night; male board members are expected to wear black tuxedos and female board members are expected to wear either cocktail or formal attire.

Executive Director Winternheimer advised the board that a Friday package would be offered for non-members and guests only. This day pass would allow attendees outside of the Kiwanis family an opportunity to be part of the keynote lunch with Tim Harris, attend workshops, and visit the resource area.

Governor Earle reminded the board members that we want to make sure we recognize all of the members who have passed away since July 10, 2015 so please have those in by July 10, 2016.

Unfinished Business:

Governor Earle summarized the five Zone Conferences and Governor's Visits. She thanked the lieutenant governors for getting the word out and generating so much interest in having their division members attend the Zones.

Lieutenant Governor Jim Vensel then stood and apologized for not having anyone from Division 16 in attendance.

New Business:

Report of the District Bylaws Review Committee

Bylaws Review Committee Chair, Past Governor Larry Krasulak, requested that a motion be addressed allowing the Executive Director authority to reimburse travel expenses to board members, when necessary, at the discretion of the Executive Director. Lt. Governor Larry Taylor moved to accept the motion, which was seconded by Lt. Governor Larry Sousa and carried. The Florida District Policies and Procedures will be amended accordingly effective immediately.

Committee Chair began by thanking his committee for putting in long hours and late nights; Past Governor Mark Taylor, Lt. Governor Kayleen Hernandez-Garay (D7), Lt. Governor Larry Sousa (D13), and Lt. Governor Roxanna Brown (D23). The committee presented an amendment to the Florida District Bylaws changing the current position of District Treasurer to the position of Vice-Governor in line with the amendment to the International Bylaws approved in 2010. The District Treasurer position would then be combined with the current position of Executive Director. Lt. Governor Tom Thayer made a motion to accept this proposal, which was seconded by

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Lt. Governor Bill Merchant. After some minor clarifications, the board unanimously agreed to recommend approval of this amendment to the House of Delegates.

Florida Candidate for International Trustee

Bylaws Committee Chair Krasulak presented a Resolution from the Resolutions Committee in support of Past Governor Charles “Chuck” Gugliuzza as a Florida Candidate for International Trustee for the term beginning October 1, 2017. After reading the Resolution to the board, he moved that the Resolution be endorsed by the full board and it passed unanimously. This Resolution will be presented to the House of Delegates at the district convention in August, 2016.

Key Club Endowment Budget

Key Club Financial Administrator Bob Parton explained how the Key Club Endowment account began, and how it was originally funded, and that its purpose is to provide scholarships in a number of different ways. He further explained the growth plan for the Endowment account, which is why the budget is a necessity. Lt. Governor Merchant made a motion to accept the Endowment budget, which was seconded by Lt. Governor Marv McKinley. The motion passed unanimously.

Report of the Steering Committee

Steering Committee Chair Bob Parton described the purpose and make-up of the Steering Committee and presented their recommendations for the candidates being voted on in Toronto and their position on the proposed amendments. Lt. Governor Vensel made a motion to accept and endorse the recommendations of the Steering Committee. Lt. Governor Sousa seconded the motion and it carried. These recommendations will be presented at the Florida Caucus in Toronto.

Key Club District Convention

The last three years, the Key Club Convention has had more people who wanted to attend than rooms available. For that reason, the Key Club Committee was requesting the board approve two things. That: 1) for this convention, and for future conventions, they be authorized to house any member of Key Club who wants to attend at either the host hotel or at an overflow hotel within a reasonable proximity to the convention hotel. This would be done with the caveat that adults would be part of the overflow as chaperones and as their transportation to and from the auxiliary hotels, and that strict controls, as deemed necessary by the Key Club Committee, be in place. Lt. Governor Kayleen Hernandez-Garay made a motion to accept the proposal. It was seconded by Lt. Governor Karl Price and carried. This will not require any additional Kiwanis board approval for future years.

2) that Executive Director Winternheimer be authorized to negotiate with Shingle Creek and auxiliary hotels within a reasonable distance for more rooms through the

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contracted period of 2017-2021. Lt. Governor Cutlip moved to accept this motion. It was seconded by Lt. Governor Taylor and carried.

Report of the Division Review Committee:

As mandated by the Florida District Policies and Procedures, this committee must be formed every four years corresponding to the years of the United States presidential election. For 2016-17 this committee is comprised of Lt. Governor David White (D15), Lt. Governor Harris Segel (D19) and Lt. Governor Will Reich (D25).

The committee presented their recommendations for reorganization of the Florida District to the board (Exhibit 1) and moved for the board to accept their recommendation effective October 1, 2017. After a lengthy discussion, the board unanimously approved the committee's motion as presented.

Remarks by Florida Kiwanis Foundation President Alan Paoli:

President Alan Paoli provided a Foundation update and pledged the Florida Kiwanis Foundation's continued support to our Service Leadership Programs and to Kiwanis. He thanked the district office staff for their support and cooperation and the relationship that continues to grow. He provided an update on the success of the mini-grant program and informed everyone of the approaching scholarship deadlines. He also reminded everyone that the Trustees should be visiting and assisting each club and that if that is not occurring, then they are to call or email President Paoli. He emphasized that they should also be attending DCMs.

He advised that they have introduced a new program where they accept funds from a club or club foundation and they invest the funds as a separate line item under their own investment account offering a higher rate of return than a club might find on a small investment. The information can be found on their website.

They will be implementing an e-newsletter in June.

He closed by saying that the Foundation would be holding a golf tournament again in 2016 and urged everyone to participate by either playing or offering sponsorships. The money will be going to the grants fund. Additional information will be forthcoming.

Remarks by Key Club Governor Shane Meagher:

Shane thanked everyone for their support. He said it has been a really good year both for Key Club and for him personally. He said it was amazing working with all of the Key Club lieutenant governors and watching them grow. The Florida District of Key Club has approximately 21,793 members. They performed approximately 289,000 service hours, 30,000+ of which were for the Governor's Project, Key Goes Green. He urged everyone to come to DCON and told the board that he was anxious to continue his Kiwanis family experience.

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Remarks by CKI Immediate Past Governor Jessica Cook:

CKI Immediate Past Governor Jessica Cook said she was impressed by the overwhelming support from the board and their divisions. CKI has had a tremendous year of growth and they have reactivated or chartered five clubs and have three more on their way to chartering in the Fall. They have completed over 6,000 service hours and have participated in 104 Kiwanis family events. They had 126 members at their district convention in February. There are currently 425 members in the Florida District of CKI. She looks forward to continued growth and looks forward to attending the Florida Kiwanis convention in August.

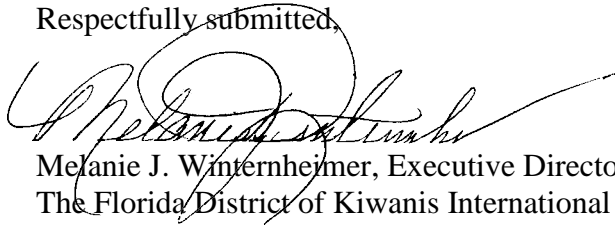
Governor's Closing Comments:

Governor Earle thanked everyone and wished them safe travels home.

Adjournment:

There being no further business, Governor Earle adjourned the meeting at 4:14 p.m.

Respectfully submitted,



Melanie J. Winterheimer, Executive Director/District Secretary
The Florida District of Kiwanis International

Certification:

Copies of these Minutes have been forwarded to Kiwanis International Executive Director Stan Soderstrom; Kiwanis International Governance Specialist, Diana Rader O'Brien; Thomas Tschopp, Schafer, Tschopp, Whitcomb, Mitchell & Sheridan, LLP., Kiwanis' officially designated Auditor; and permanently filed in the Official Records of the Florida District of Kiwanis International, Inc., at its headquarters at 5545 Benchmark Lane, Sanford, FL 32773-8116.