

CAPITAL DISTRICT KIWANIS FOUNDATION, INC.

Meeting of the Board of Directors

August 21, 2021

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The 225th meeting of the Board of Directors of the Capital District Kiwanis Foundation was held on August 21, 2021 at the District Convention in Roanoke, VA and by Zoom. President Mike Dasovich opened the meeting at 2:00pm, Ed Daley led the Pledge of Allegiance, and Bob Wright gave the invocation.

Attendance:

Mike Dasovich	Nancy Simonelli	Ed Daley	Dave Lurie
Bob Wright	Jamie Arca	Hiawatha Nicely	Charles Marks
Don Dudey	Roger Diehl	John Myers	Dennis Grubbs
Ken Smith	Sue Vona	Gov. Dennis Baugh	Gov. Elect Elana Gardner

Guests:

PG Jon Rife	Jessie Richards	Corey Fore	Dave Laraba
Larissa Cason	PG John Tyner	PG Gus Lamond	Keith White

Approval of agenda for August 21 2021.

Secretary minutes of May 16, 2021 accepted. The secretary circulated annual Conflict of Interest and Director Responsibility sheets to those present and asked they read, sign and return both copies at the end of m meeting. These will be emailed to those not present.

Treasurer reports emailed by Dave accepted by motion from Ed, 2nd by Hi. Motion passed.

- Foundation current liabilities and equity total \$1,247,292.13 as of 7/31/2021. Foundation is in a very good financial position.
- The Key Leader event scheduled for September is cancelled due to Covid restrictions.
- A budget meeting was held in July with the finance committee to work on a draft budget for 2021 – 2022. Dave explained the budget proposal for 2021 – 2022.
- Motion by Ed, 2nd by Hiawatha to accept the proposed 2021 – 2022 budget. Motion passed.

Finance Committee Chair John Myers

- The Foundation accounts have increased over \$300,000 since moving the account to The Janney group.
- The goal of the Foundation is to manage the finances and also spend money on children and communities in the Capital District.

West Virginia Foundation merger into the Capital District Kiwanis Foundation

- For several months the Capital District Foundation transition committee met with W. Virginia committee by Zoom.
- W.VA Foundation has approximately \$182,692.60 and an additional \$10,963.33 in the Moeller Fund.
- Per Larissa the W. VA Foundation officers met on 8/17/2021 and agreed to transfer the funds from W. VA to the Foundation. She is working with the Community Foundation of W. VA to get the distribution finalized.
- There is a small checking account which will be transferred after 90 days to make sure all checks have cleared. The account will then be closed.
- The Moler Fund is a restricted fund for the Moler Award. This will carry on until the funds are depleted.
- Key Club Foundation has approximately \$43,000 but it won't be addressed until Nov. 2021.
- Motion by Dave Lurie, 2nd by Hiawatha to approve the dissolving of the West Virginia Foundation and move the funds to the Capital District Kiwanis Foundation. Motion passed unanimously.
- Dennis Baugh and Ed Daley thanked everyone involved who have attended the Zoom meetings and worked on making the transition.

Fundraising Committee report

- Bob Wright explained the Sustained Giving Program. Hiawatha has challenged all foundation board members to a \$25 per month contribution.
 - The Foundation website is ready to accept donations under Donate to Help.
 - Jamie sent an email today at 2pm announcing the kickoff of the Sustained Giving Program.
 - Charles has a goal of \$11,000 for the Ducky Derby this year. He has now collected \$12,121 and funds are still coming in. This year web purchases are \$1,500.
 - Charles will bring a proposal in November to help make the Ducky Derby better.
 - Nancy gave an update on donations for 2020 – 2021 – a total of \$16,250 has been donated with more to follow by Sept. 30.
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| Annual donations - \$ 10,073 | President's Circle - \$ 1,500 |
| Patron Recognition - \$300 | Life Memberships - \$ 1,650 |
| Misc. Donations - \$ 1,727 | Founder's Society - \$ 1,000 |

Policy Review – Bob Wright and Don Dudey

- Reimbursement Policy – “While service on the foundation board of directors carries no compensation, each officer, division director and the webmaster may receive reimbursement of up to \$150 per board of directors meeting where presence in person is expected.”
 - Motion by Bob Wright, 2nd by Dave to accept the Reimbursement Policy.
 - There was discussion that this could be an expensive line item.
 - The IRS issued the 2021 optional standard mileage rate for service of charitable organizations. The rate set is .14 cents per miles driven in service of charitable organizations.
 - After more discussion the motion was withdrawn and will be addressed at the Nov. meeting.
- Amendment to CDKF Policy Statements - Meetings – the committee proposed the following to permit meetings other than in person.
 - Meeting Attendance by Any Means of Communications
 - For meetings when board members may attend other than in person, all members shall be able to hear each other.
 - A Director participating in a meeting by this means is deemed to be present in person at the meeting.
 - Other normal meeting rules apply.
 - Should any vote be taken verbally be unclear, there shall be a roll call.
 - Motion by John Myers, 2nd by Dennis Grubbs to accept the amendment as presented. Motion passed unanimously.

- The Foundation Procedures for the Disaster Relief Assistance Program was presented.
 - This is a joint project of the Capital District Kiwanis Foundation and the Capital District.
 - Motion by Ed Daley, 2nd by Bob Wright to approve the Policy as presented.
 - Discussion followed accepting the grammatical changes as proposed.
 - Motion passed unanimously.

Officer Election for 2021 – 2022

- Nancy reminded the board that Division 17 has had a director vacancy for 2020 – 2021. Jon Rife from Division 17 has volunteered to fill that role.
- Slate of Officers:
 - President: Ed Daley
 - President Elect: Robert “Bob” Wright
 - Vice President: Hiawatha Nicely
 - Immediate Past President: Mike Dasovich
 - Executive Secretary: Nancy Simonelli
 - Treasurer: David Lurie
- Motion by John Myers, 2nd by Don Dudey to accept the slate of officers for 2021 – 2022. Motion passed with 1 abstention.

Pediatric Hospital review – Bob Wright

- Bob presented ideas regarding the Pediatric Hospitals.
- He is forming a committee to review the hospitals on our list and present recommendations for future trauma unit support.
- Bob and the committee will develop criteria and identify possible hospitals in West Virginia.
- This will be presented and discussed at the Nov. meeting.

Business:

- Dave is working with KI regarding the Director and Officer Insurance. He is asking Hyland Management Co. if we are covered. KI said we are a subsidiary of KI but they are a 501(c) 4 and the Foundation is a 501(c) 3. Dave will report back at the Nov. meeting.
- Dave reported on the financial review versus the CPA audit. This year the Foundation requires a CPA audit due to increased total assets. There are 2 CPA proposals to complete the 990 and the audit. Motion by Ed, 2nd by Sue to have Nancy, Dave and Bob review the 2 proposals and recommend to the finance committee their choice of CPA. The finance committee will then meet by Zoom to accept the recommended CPA. Motion passed unanimously.
- Mike requested that the Foundation consider making a donation on behalf of the clubs of the Capital District to the Eliminate Project to help fulfill the District’s remaining obligation.
 - Motion by Ed, 2nd by Bob to approve \$20,000 to the MMT Project.
 - Discussion followed regarding donated \$20,000 or \$25,000.
 - The \$20,000 motion was withdrawn.
 - Motion by Ed, 2nd by Bob to donate \$25,000 to the MMT Project.
 - Discussion: John Tyner spoke about the \$281,000 remaining of the \$3 million pledged by the House of Delegates. There is a shortfall due to Covid and clubs not having fund raisers in 2020 and 2021. The Capital District Key Club has pledged to raise its remaining \$50,000 this year for MMT.
 - John Tyner stated that the contract with the consultant regarding MMT has expired. All contracts have ended but MMT program will continue.
 - Per Dennis Baugh the Capital District may also make a donation but it will be determined by Sept. 30, 2021.

- Dennis Baugh called KI Children's Fund to ask how the money collected will be credited since the program has ended and as told that the money will be put into a separate accounting system to be credited internally.
- Dave called the question – motion passed unanimously.
- John Tyner thanked the Foundation Board for the donation and the thoughtful discussion.

Meeting adjourned at 4:00pm by President Mike.

Respectively Submitted,

Nancy Simonelli, CDKF Executive Secretary

**Next CDKF meeting will be on Saturday, November 13, 2021 at The Clarion Hotel & Suites, Convention Center
Fredericksburg, 2801 Plank Road, Fredericksburg, VA at 10am.**