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MINUTES OF THE MEETING OF

KIWANIS CHILDREN’S FUND BOARD OF TRUSTEES

February 14-16, 2017

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MINUTES OF THE

MEETING OF THE KIWANIS CHILDREN'S FUND BOARD OF TRUSTEES

February 14-16, 2017

The meeting of the Board of Trustees of the Kiwanis Children's Fund was held via GoToMeeting, February 16, 2017. Those present were: Chia Sing Hwang, President; Mark B. Rabaut, Immediate Past President; John E. Mayfield, President-Elect; George E.H. Cadman, Q.C., Treasurer; Stan D. Soderstrom, Executive Director; Trustees Albert James Dooley, Robert M. Garretson, Angus S. Lamond, Jr., Florencio C. "Poly" Lat, Susan A. Petrisin, Yu-Mei Shih, Ronald E. Smith, Patrick E. Tritt, Norman A. Velnes, and Ann Wilkins; and Ann Updegraff Spleth, Chief Operating Officer. Absent: Trustee Karl Heinz Berger.

The meeting was called to order by President Chia Sing Hwang, on Thursday, February 16, 2017 at 8:00 a.m. EST via GoToMeeting.

The following reports were received:

REPORT OF THE PRESIDENT

The Report of the President was presented by Chia Sing Hwang, as shown in **Tab 01**.

REPORT OF THE PRESIDENT-ELECT

The Report of the President-Elect was presented by John E. Mayfield, as shown in **Tab 02**.

REPORT OF THE TREASURER

The Report of the Treasurer was presented by George E.H. Cadman, Q.C., as shown in **Tab 03**.

REPORT OF THE KIWANIS CHILDREN'S FUND EXECUTIVE DIRECTOR

The Report of the Kiwanis Children's Fund Executive Director was presented by Stan D. Soderstrom, as shown in **Tab 04**.

REPORT OF THE KIWANIS INTERNATIONAL REPRESENTATIVE – K.I. VICE PRESIDENT

The Report of the Kiwanis International Representative – K.I. Vice President was presented by Florencio C. "Poly" Lat, as shown in **Tab 05**.

REPORT OF THE KIWANIS INTERNATIONAL REPRESENTATIVE – K.I. IMMEDIATE PAST PRESIDENT

The Report of the Kiwanis International Representative – K.I. Immediate Past President was presented by Susan A. "Sue" Petrisin, as shown in **Tab 06**.

REPORT OF THE KIWANIS CHILDREN'S FUND CHIEF OPERATING OFFICER

The Report of the Kiwanis Children's Fund Chief Operating Officer was presented verbally by Ann Updegraff Spleth.

GENERAL CONSENT ITEMS

Without objection, the following recommendation was adopted:

APPROVAL OF OCTOBER 19-23, 2016 MINUTES

That the Kiwanis Children's Fund Board approves the minutes of the Board meeting held October 19-23, 2016, as shown in Tab 07.

REPORT OF THE EXECUTIVE COMMITTEE

The Report of the 2016-17 Executive Committee, Chia Sing Hwang, Chair, was presented. **(Tab 08)**

No action taken.

The Executive Committee report was accepted.

REPORT OF THE JOINT COMMITTEE

The Report of the 2016-17 Joint Committee, Chia Sing Hwang, Chair, was presented.
(Tab 09)

2017-18 KIWANIS CHILDREN'S FUND BOARD OFFICER NOMINATIONS

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

That the Kiwanis Children's Fund Board accepts the nomination of officers for the 2017-18 administrative year, as follows:

President: John E. Mayfield

President-elect: George E. H. Cadman, Q.C.

Treasurer: Ann Wilkins

KIWANIS CHILDREN'S FUND BOARD TRUSTEE NOMINATIONS

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

That the Kiwanis Children's Fund Board appoints the following Trustees, subject to a clear criminal history background check, to serve three-year terms beginning October 1, 2017:

Filip Delanote, Belgium-Luxembourg District

Ben Osterhout, Pennsylvania District

John Tyner, Capital District

Further, that, in the event Ann Wilkins is confirmed at the next Board meeting as the 2017-18 Kiwanis Children's Fund Treasurer, the Kiwanis Children's Fund Board accepts the nomination of Dennis Oliver, Louisiana-Mississippi-W. Tennessee District, to fill the one-year vacancy that will be

left in Ann Wilkin’s term as Trustee. This nomination is subject to verification of a clear criminal history background check.

This completed the action of the Joint Committee and the report was accepted.

REPORT OF THE BYLAWS AND POLICIES COMMITTEE

The Report of the 2016-17 Bylaws and Policies Committee, Patrick E. Tritt, Chair, was presented. **(Tab 10)**

No action taken.

The Bylaws and Policies Committee report was accepted.

REPORT OF THE DEVELOPMENT COMMITTEE

The Report of the 2016-17 Development Committee, Ronald E. Smith, Chair, was presented. **(Tab 11)**

AMBASSADOR NOMINATIONS

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

That the Kiwanis Children’s Fund Board approves the ambassador nominations listed below, contingent upon each candidate’s willingness to serve, for a three-year term (2017-2020). In the case that a candidate is not willing to serve, the Kiwanis Children’s Fund Board authorizes the Development Committee to select and confirm another nominee for that position.

REGION	NAME	DISTRICT
Asia Pacific 1	Vivian S.P. Tsai	Taiwan
Asia Pacific 2	Efigenia “Efi” Taylor	Philippine Luzon
Asia Pacific 3	Megan Allan (pending)	New Zealand-South Pacific
Eastern Canada & Caribbean		Eastern Canada & Caribbean
Western Canada		
Europe 1	Francesco Valenti	Italy-San Marino
Europe 2		
Europe 3	Filip Delanote	Belgium-Luxembourg
Latin America	Rodrigo Zuluaga	Andean & Central America
USA 1	Amy Zimmerman (pending)	Pennsylvania
USA 2	Cathy Simmons	Louisiana-Mississippi-Tennessee
USA 3	Rick Poulton	Illinois-Eastern Iowa
USA 4	Charles “Chuck” Schroder	Minnesota-Dakotas

This completed the action of the Development Committee and the report was accepted.

REPORT OF THE FINANCE/INVESTMENT COMMITTEE

The Report of the 2016-17 Finance/Investment Committee, George E.H. Cadman, Q.C., Chair, was presented (**Tab 12**)

ACCEPTANCE OF 2015-16 CONSOLIDATED AUDIT REPORT (KIWANIS CHILDREN'S FUND, KIWANIS INTERNATIONAL, CIRCLE K, AND KIWANIS YOUTH PROGRAMS)

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

That the Kiwanis Children's Fund accepts the 2015-16 consolidated audit report for Kiwanis Children's Fund, Kiwanis International, Circle K International, and Kiwanis Youth Programs and the related Management Letter.

APPROVAL OF 2016-17 AUDITORS (KIWANIS CHILDREN'S FUND)

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

That the Kiwanis Children's Fund Board selects BKD, LLP as auditors for Kiwanis Children's Fund for the 2016-17 fiscal year.

This completed the action of the Finance/Investment Committee and the report was accepted.

REPORT OF THE GRANTS COMMITTEE

The Report of the 2016-17 Grants Committee, Albert James Dooley, Chair, was presented. (**Tab 13**)

FUNDING RECOMMENDATIONS FOR KIWANIS-FAMILY GRANTS

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

That the Kiwanis Children's Fund Board awards the grants outlined in Exhibit A.

CLUB GRANT PROGRAM STRUCTURE

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

That the Kiwanis Children's Fund Board revises Policy M.1. as shown below:

M. GRANTS

~~1. UNRESTRICTED GRANTS~~

- ~~a. Grants made by the Foundation must conform to the Objects and Purposes prescribed in its Bylaws; further the goals and ideals of Kiwanis; and promote exposure of Kiwanis in the area where the program or organization is located. (7/14)~~

- ~~b. The Kiwanis International Foundation provides unrestricted grants only to Kiwanis-sponsored affiliates and Kiwanis family clubs, districts, and district foundations for programs they support. (7/14)~~
- ~~c. Priority will be given to grants to Kiwanis' Service Leadership Programs and programs involving children. (11/14)~~
- ~~d. The Board makes grant funding decisions twice annually. Grant application deadlines for unrestricted grants are November 15 and April 15 for consideration at the subsequent Board meetings. The decision of the Board is final and will be communicated to applicants within 30 days of the decision. (7/14)~~
- ~~e. Grant funding commitments are made for twelve (12) consecutive months. Commitments of more than one year can only be made subject to annual review by the Foundation Board. (7/14)~~
- ~~f. District Foundations may submit one grant proposal per year. Preference is given to districts foundations not previously funded or those which have not recently received a grant. (7/14)~~
- ~~g. Clubs and districts may apply for grant funding up to US\$25,000. Kiwanis district foundations may apply for grant funding up to US\$10,000. The foundation may award less than the amount requested. (7/14)~~
- ~~h. Grants may be awarded for the full production and duplication cost of training, promotional or educational material only when these materials produce no income. No such material may be sold, nor any contribution solicited, except to cover reasonable postage and handling costs in exchange for the material. (7/14)~~
- ~~i. Requests for land purchase will not be considered. (3/13)~~
- ~~j. U.S. organizations supported as a third party by Foundation grants must be qualified by the Internal Revenue Service for tax exemption as a 501(c)(3) organization and have proper liability insurance to indemnify the Kiwanis International Foundation. (7/14)~~
- ~~k. The foundation will not provide an unrestricted grant to a club or district for the same program or organization for more than three (3) consecutive years. The club or district must reapply each year in order to be considered for funding. (7/14)~~
- ~~l. Grant recipients may spend up to the specified amount for the sole purpose for which it was approved. Funds not expended for the purpose for which the grant is given shall be forfeited and must be returned to the foundation. (7/14)~~
- ~~m. Grant recipients must comply with the terms and conditions of the grant as set forth by the foundation. (7/14)~~
- ~~n. In carrying out a grant-funded project, clubs, districts and district foundations will comply with all applicable laws in its local jurisdiction. (11/14)~~

M. GRANTS

1. CLUB GRANTS

- a. Eligible Kiwanis International clubs, as determined by the Children's Fund, shall be invited to apply for a club grant.
- b. Club grants may be authorized by the Grants Committee not to exceed the total amount approved in the annual budget for this purpose. Club grants exceeding the annual budget amount require approval from the Executive Committee or the full Board.

Grant recipients must comply with the terms and conditions of the grant as set by the Children's Fund. (10/12) (7/14)

RELEASE OF FUNDS FROM THE TOMORROW FUND

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

That the Kiwanis Children's Fund Board awards a US\$5,000 grant to Circle K International from the Tomorrow Fund temporarily restricted funds. This grant exceeds the 5% annual distribution amount allowed by Policy F.1.d.(4), but is permitted with Board approval.

RELEASE OF FUNDS FROM THE USI ENDOWMENT FUND

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

That the Kiwanis Children's Fund Board awards a US\$7,407 grant to Iodine Global Network from the USI Sustainability Endowment temporarily restricted funds. This grant exceeds the 5% annual distribution amount allowed by Policy F.1.d.(4), but is permitted with Board approval.

This completed the action of the Grants Committee and the report was accepted.

NEXT BOARD MEETING – JULY 12, 2017

The next meeting of the Board of Trustees will be July 12, 2017, in Paris, France.

The meeting adjourned sine die on Thursday, February 16, 2017 at 9:51 a.m. EST.