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KIWANIS INTERNATIONAL FOUNDATION BOARD OF TRUSTEES  
FEBRUARY 13-16, 2014

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MINUTES OF THE
MEETING OF THE KIWANIS INTERNATIONAL FOUNDATION BOARD OF TRUSTEES

February 13-16, 2014

The meeting of the Board of Trustees of the Kiwanis International Foundation was held at the Kiwanis International Office in Indianapolis, Indiana, February 13-16, 2014. Those present were: Lance M. Incitti, President; Peter J. Mancuso, Immediate Past President; Robert A. Parton, Jr., President-Elect; Mark B. Rabaut, Treasurer; Stan D. Soderstrom, Executive Director; Trustees J. LaMar Anderson, Cynthia Champer, Thomas E. DeJulio, Valeria Gringeri, Chia Sing Hwang, Mary M. Langdon, John E. Mayfield, Benjamin R. Osterhout, Susan A. “Sue” Petrisin, Alice M. Savage (via conference call), and Ronald E. Smith; and Ann Updegraaff Spleth, Chief Operating Officer.
The meeting was called to order by President Lance M. Incitti on Saturday, February 15, 2014 at 9:10 a.m. in Indianapolis, Indiana.

REPORT OF THE PRESIDENT
The Report of the President was presented by Lance M. Incitti, as shown in Tab 01.

REPORT OF THE PRESIDENT-ELECT
The Report of the President-Elect was presented by Robert A. Parton, Jr., as shown in Tab 02.

REPORT OF THE TREASURER
The Report of the Treasurer was presented by Mark B. Rabaut, as shown in Tab 03.

REPORT OF THE KIWANIS INTERNATIONAL FOUNDATION EXECUTIVE DIRECTOR
The Report of the Kiwanis International Foundation Executive Director was presented by Stan D. Soderstrom, as shown in Tab 04.

REPORT OF THE KIWANIS INTERNATIONAL REPRESENTATIVE
The Report of the Kiwanis International Representative was presented by Susan A. “Sue” Petrisin, as shown in Tab 05.

REPORT OF THE KIWANIS INTERNATIONAL FOUNDATION CHIEF OPERATING OFFICER
The Report of the Kiwanis International Foundation Chief Operating Officer was presented verbally by Ann Updegraff Spleth.

GENERAL CONSENT ITEMS AND BOARD COMMITTEE CONSENT REPORTS
Upon motion duly made by Trustee Benjamin R. Osterhout, supported, and carried it was:

REPORT OF THE ELIMINATE PROJECT CAMPAIGN COMMITTEE

RESOLVED, That the Kiwanis International Foundation Board accepts the report of The Eliminate Project Campaign Committee presented verbally by Chairman Randy DeLay and Campaign Project Director Lindsay Marciniak.
REPORT OF MERRILL LYNCH

RESOLVED, That the Kiwanis International Foundation Board accepts the report of Merrill Lynch presented by Investment Manager Trent Cowles.

APPROVAL OF OCTOBER 30-NOVEMBER 3, 2013 MINUTES

RESOLVED, That the Kiwanis International Foundation Board approves the minutes of the Board meeting held October 30-November 3, 2013, as shown in Tab 06.

APPROVAL OF 2014-15 DISTRICT CHAIRS FOR THE KIWANIS INTERNATIONAL FOUNDATION

RESOLVED, That the Kiwanis International Foundation Board approves the 2014-15 district chairs for the Kiwanis International Foundation as appointed by the District Governors, as shown in Tab 07.

CONSENT REPORT OF THE EXECUTIVE COMMITTEE

The Consent Report of the 2013-14 Executive Committee, Lance M. Incitti, Chair, was presented. (Tab 08)

FOUNDATION DONOR PRIVACY POLICY

Upon motion duly made, supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board adopts Policy XII – Donor Privacy, as shown in Exhibit A, verified to be within nonprofit best practices by legal counsel.

FOUNDATION BOARD PERFORMANCE ASSESSMENT COMMITTEE’S ANNUAL REPORT

Upon motion duly made, supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board accepts the report of the Board Performance Assessment Committee, as shown in Exhibit B.
RELEASE OF FUNDS TO THE KIWANIS FOUNDATION OF CANADA

Upon motion duly made, supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board approves the release of funds for three CAD$2,500 Service Leadership Program grants in support of the Eastern Canada and the Caribbean District’s and the Western Canada District’s Spring 2014 Key Club conventions, and the Eastern Canada and the Caribbean District’s Circle K convention.

CONSENT REPORT OF THE NOMINATING COMMITTEE

The Consent Report of the 2013-14 Nominating Committee, Lance M. Incitti, Chair, was presented. (Tab 09)

No Consent Report items were presented by the Nominating Committee.

CONSENT REPORT OF THE BOARD COMMITTEE ON FINANCE/INVESTMENT

The Consent Report of the 2013-14 Board Committee on Finance/Investment, Mark B. Rabaut, Jr., Chair, was presented. (Tab 10)

2012-13 CONSOLIDATED AUDIT REPORT (KIWANIS, CIRCLE K, KEY CLUB, KIWANIS INTERNATIONAL FOUNDATION) AND MANAGEMENT LETTER


SELECTION OF 2013-14 AUDITORS

RESOLVED, That the Kiwanis International Foundation Board selects BKD, LLP, as auditors for Kiwanis International Foundation for the administrative year 2013-14.

INVESTMENT POLICY STATEMENT

RESOLVED, That the Kiwanis International Foundation Board approves the changes to Policy VIII: Investment Fund, as shown in Exhibit B.
CORPORATE RESOLUTION

RESOLVED, That the Kiwanis International Foundation Board approves a Corporate Resolution regarding persons authorized to sell, assign, transfer and redeem cash, stocks, bonds, notes or other securities or property in the name of Kiwanis International Foundation, as shown in Exhibit C.

CONSENT REPORT OF THE BOARD COMMITTEE ON DEVELOPMENT

The Consent Report of the 2013-14 Board Committee on Development, Chia Sing Hwang, Chair, was presented. (Tab 11)

CLUB GIVING RECOGNITION PLAN, NAME AND CRITERIA CHANGE

RESOLVED, That the Kiwanis International Foundation Board approves the new Today Club program, as shown in Exhibit A, which will replace the Each Kiwanian, Each Year Club program; the 100% Kiwanis International Foundation Sustaining Club program; and the Top 3 Per Capita in Kiwanis Children’s Fund Giving program. The Board notes that no recognition has yet been given for the discontinued programs and directs that Today Club recognition be given for all appropriate donations made beginning October 1, 2013.

CONSECUTIVE YEAR GIVING RECOGNITION PLAN

RESOLVED, That the Kiwanis International Foundation Board approves the new Kiwanis Loyalty Society program to recognize consecutive years of giving, as shown in Exhibit B. This replaces the Kiwanis Loyalist program, for which no recognition has yet been awarded. The Board directs that recognition for the new Loyalty Society be given for all appropriate donations made beginning October 1, 2013. Gifts made September 30, 2013, or prior shall not be counted toward recognition for the new Kiwanis Loyalty Society Program.

CONSENT REPORT OF THE BOARD COMMITTEE ON BYLAWS AND POLICIES

The Consent Report of the 2013-14 Board Committee on Bylaws and Policies, Cynthia K. Champer, Chair, was presented. (Tab 12)

No Consent items were presented from the Board Committee on Bylaws and Policies.
CONSENT REPORT OF THE BOARD COMMITTEE ON GRANTS AND CONNELLY

The Consent Report of the 2013-14 Board Committee on Grants and Connelly, Mary M. Langdon, Chair, was presented. (Tab 13)

REVIEW ROBERT P. CONNELLY MEDAL OF HEROISM NOMINATION FROM THE KIWANIS CLUB OF WALL TOWNSHIP, NEW JERSEY

RESOLVED, That the Kiwanis International Foundation Board awards the Medal of Valor to Mark McLaughlin.

REVIEW OF ICCIDD GRANT REQUEST

RESOLVED, That the Kiwanis International Foundation Board approves a US$56,000 grant to the International Council for the Control of Iodine Deficiency Disorders (ICCIDD) Iodine Network for continuing support of the IDD Newsletter for 2014.

REVIEW OF KIWANIS INTERNATIONAL-EUROPEAN FEDERATION GRANT REQUEST

RESOLVED, That the Kiwanis International Foundation Board approves a EUR 30,741 (approximately US$41,926) grant to the Kiwanis International-European Federation in support of the Haiti Kiwanis Village Project.

This completed the General Consent Items and the Board Committee Consent Reports and the reports were accepted.

ACTION REPORT OF THE EXECUTIVE COMMITTEE

The Action Report of the 2013-14 Executive Committee, Lance M. Incitti, Chair, was presented. (Tab 08)

FOUNDATION BOARD OF TRUSTEES SELECTION PROCESS UPDATE

Upon motion duly made by Trustee Thomas E. DeJulio, supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board, in accordance with 501(c)3 best practices, approves the concept of selecting its own trustees and allowing the Executive Committee to fill trustee vacancies. The Foundation Board directs the Board Committee on Bylaws and Policies to draft relevant changes in the Foundation’s Bylaws and Policies to accomplish this goal, and to report back to the Board at its July 2014 meeting.
**ADDITIONAL PLEDGE REQUEST**

Upon motion duly made by President-elect Robert A. Parton, Jr., supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board approves an additional US$10 million pledge to U.S. Fund for UNICEF for The Eliminate Project.

**PROCEDURE FOR THE ELIMINATE PROJECT FUNDS RELEASE TO U.S. FUND FOR UNICEF**

Upon motion duly made by President-elect Robert A. Parton, Jr., supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board authorizes the Executive Committee to approve grants to U.S. Fund for UNICEF in amounts not less than net US$500,000, as the chief financial officer and treasurer verify funds are available; and that any grants be reported to the Foundation Board as they occur.

This completed the Action Report of the Executive Committee and the report was accepted.

**ACTION REPORT OF THE NOMINATING COMMITTEE**

The Action Report of the 2013-14 Nominating Committee, Lance M. Incitti, Chair, was presented. *(Tab 09)*

**2014-15 KIWANIS INTERNATIONAL FOUNDATION BOARD OFFICER NOMINATIONS**

Upon motion duly made by Immediate Past President Peter J. Mancuso, supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board accepts the nomination of officers for the 2014-15 Kiwanis International Foundation Board, as follows:

President: Robert A. “Bob” Parton Jr.
President-elect: Mark B. Rabaut
Treasurer: Chia Sing Hwang

Upon motion duly made by Trustee Cynthia K. Champer, supported, and carried it was:

FURTHER RESOLVED, That the Kiwanis International Foundation Board closes the nominations for officers.

This completed the Action Report of the Nominating Committee and the report was accepted.
ACTION REPORT OF THE BOARD COMMITTEE ON FINANCE/INVESTMENT

The Action Report of the 2013-14 Board Committee on Finance/Investment, Mark B. Rabaut, Jr., Chair, was presented. (Tab 10)

GRANT TO US FUND FOR UNICEF

Upon motion duly made by Treasurer Mark B. Rabaut, supported, and carried it was:

RESOLVED, That the Kiwanis International Foundation Board approves a grant to US Fund for UNICEF for US$3.25 million for The Eliminate Project.

This completed the Action Report of the Board Committee on Finance/Investment and the report was accepted.

ACTION REPORT OF THE BOARD COMMITTEE ON DEVELOPMENT

The Action Report of the 2013-14 Board Committee on Development, Chia Sing Hwang, Chair, was presented. (Tab 11)

No Action items were presented from the Board Committee on Development.

This completed the Action Report of the Board Committee on Development and the report was accepted.

ACTION REPORT OF THE BOARD COMMITTEE ON BYLAWS AND POLICIES

The Action Report of the 2013-14 Board Committee on Bylaws and Policies, Cynthia K. Champer, Chair, was presented. (Tab 12)

No Action items were presented from the Board Committee on Bylaws and Policies.

This completed the Action Report of the Board Committee on Bylaws and Policies and the report was accepted.

ACTION REPORT OF THE BOARD COMMITTEE ON GRANTS AND CONNELLY

The Action Report of the 2013-14 Board Committee on Grants and Connelly, Mary M. Langdon, Chair, was presented. (Tab 13)
**REVIEW ROBERT P. CONNELLY MEDAL OF HEROISM NOMINATION FROM THE KIWANIS CLUB OF SENSHU, OSACA, JAPAN**

Upon motion duly made by Trustee Mary M. Langdon, supported, and carried it was:

**RESOLVED, That the Kiwanis International Foundation Board awards the Robert P. Connelly Medal of Heroism to Shun Gen.**

**REVIEW OF UNRESTRICTED GRANT REQUESTS**

Upon motion duly made by Trustee Mary M. Langdon, supported, and carried it was:

**RESOLVED, That the Kiwanis International Foundation Board approves grants to Kiwanis International, Kiwanis Service Leadership Programs, and Kiwanis clubs, districts and district foundations, as shown in Exhibit A.**

This completed the Action Report of the Board Committee on Grants and Connelly and the report was accepted.

**NEXT BOARD MEETING – JULY 16, 2014**

The next meeting of the Board of Trustees will be July 16, 2014 in conjunction with the Tokyo-Chiba Kiwanis convention.

The meeting adjourned sine die on Saturday, February 15, 2014 at 2:00 p.m.