August 21, 2014

The fourth meeting of the 2013-2014 District Board was called to order by Governor Pamela Smith at 1:20 p.m.

Tom Stocks led rousing cheer to start the meeting.

Greetings from Kiwanis International were given by Kevin Dean, new Kiwanis International Trustee Counselor. He will work with the PNW District for the next 11 months. Additional $4.00 dues for mandatory Directors and Officers insurance program will be on the next dues invoice. This is robust program with $10 mil limit. This is needed in addition to general liability policy. He thanked everyone for their participation and shared that the Lt. Governor is the primary conduit through which all information is passed to all our clubs in this organization.

The roll was called by the District Secretary and the following Board members answered as present: Pamela Smith; (Governor); Greg Holland (Immediate Past Governor); Bob Munger (Governor-elect); Cleve Parker (Secretary & Treasurer); Peter Thiessen (Div. 5); Don Gowan (Div. 8); Robert Stone (Div. 9); Ron George (Div. 17); Ann Penner (Div. 18); Dave McMillian (Div. 20); Mary Bingham (Div. 20M); Gary Wolfe (Div. 22); John Gaston (Div. 26); Matt Gregory (Div. 28); Vicky Stratton (Div. 30); Jim Owens (Div. 32); Gini Dryer-Dow (Div. 34); Dave McMillian (Div. 36); Russ Carstensen (Div. 38); Chuck Angelico (Div. 42); Sandy Hensley (Div. 44); Chuck Richardson (Div. 46); Ginny Tate (Div. 48); Cami Leonard-Corbin (Div. 50); Kathleen Ryan (Div. 52); Laurie Tufford (Div. 54); Rick Cook (Div. 56); Mike Karsted (Div. 62); Dick Thurston (Div. 64); Dick Vaughn (Div. 66); Mikki Snell (Div. 68); Barbara Cheshire (Div. 70); Don Boyce (Div. 72); Tom Stocks (Div. 74); Alicia Spooner (Div. 76); Carl Anderson (Div. 78); Shirley Hopper (Div. 80); Ron Parker (Div. 82); Pam DeMeritt (Div. AYN); Marian Lear (Div. AYS).

Cleve Parker advised that all officers were present and that we have a quorum.

The following members of the Past Governors Committee were present: Patrick Ewing, Greg Holland, Dick Mayer, Claudell King, Frank Morehouse, Dick Peterson, and Claudell King.

Finance Report - Chair Ginny Tate gave the financial report to the Board members, going over some of the line items of the budget. She noted that we now have a building. The Glen Echo building has net income of $11,000 so far this year. There is a maintenance fund of $12,000 set up for the building. She asked for a motion from the floor to approve the IRS Form 990. It was moved by Tom Stocks (74) and seconded by Gini Dryer-Dow (34). Motion Passed. She shared analysis of long term income put together by Andy Jones which helped them produce their budget plan for coming years. There was a motion made by Dick Thurston (64) and seconded by Don Boyce (72) that letter be sent to Kiwanis International requesting that all dues payments transferred to the Pacific NW District be accompanied by a letter of explanation of how the amount transferred breaks down. Motion passed
She shared temporary budget for the coming year. There is a suit pending and the dollar amount is undetermined at this time so when that is resolved there will be a final budget proposed. The proposed budget shows a surplus to cover unknown potential expenses.

The microphone was then turned over to incoming Governor Bob Munger by Governor Pamela Smith, who read statement prepared for the record. Statement to the Board: We have a situation requiring strict confidentiality. It is to be kept strictly within the confines of this room. We have a situation involving employee comp time and overtime. We are facing the possibility of a claim for back payment of overtime of a considerable amount. We have engaged the services of an attorney. Until such time that we receive a legal opinion we are not at liberty to discuss the particulars of this situation. Governor Pamela Smith said this statement means that this Board will now go in camera. She asked everyone except executive committee and Board members to leave. Guests, staff and Cleve were asked leave the room. Discussion will occur. After the discussion everyone will be invited to return. Current Board members stay.

Meeting resumed:

New Business –

Governor Pamela gave the microphone to Laws and Regs Chair, Roger Bell. Hi introduced proposed revisions to district policies.

Policy 167.6 definition for Strategic Planning Committee – proposal was sent with more than 15 days’ notice. Changes were made to take personalities out of the situation, including who the committee members will be, and set up five sections on the committee:
1. Defines alignment functions
2. Defines guiding principles to send recommendations to Board
3. Establishes minimum size parameters to send decision process to Board
4. Establishes maximum size parameters to send decision process to Board
5. Establishes need for Lt. Governor parameters that require the committee to send decision process to Board for resolution

Policy 240 Provisions for adding or revising districts
Changes were made to take personalities out of the committee. Matches verbiage to actual function and establishes that they can recommend change to the Governor and the Board.

Policy 242 verbiage only changed to be clearer that Region is our organizational structure.

Policy 305 Definition of Finance and Fundraising Committee – Recommendation from Finance Committee that the chair of the building committee is now named position on this committee – 20 members rather than 19 now.

Bob Stone (9) moved that all the proposed changes be approved as presented; Dick Thurston (64) seconded. Motion passed unanimously.
Key Club passed bylaw amendments at their Winter board meeting that need to be approved by this board. Governor Pamela called for a motion to approve. Mat Gregory (28) moved that the Key Club bylaw amendments be approved; Gini Dryer-Dow (34 second. Motion passed.

Update on the building – Greg Holland reported that we are ten months into the purchase of the building. Brick campaign has been hugely successful raising $18,000. We have $11,000 in the operating fund and we are now in good shape, can handle any maintenance that will come up. We have $12,000 in the bank. We are working to create a $40,000 maintenance reserve fund.

Cleve Parker’s report: No report; previously sent his information in emails.

At this time we have two candidates running for Governor – Elect: Roger Bell and Jackie Sue McFarlin.

Roger won the coin toss and defaulted to Jackie Sue McFarlin for the first presentation. She shared that she has just accepted new position in Tacoma and will be moving from Spokane and is still running for position of Governor and gave her presentation on why people should vote for her.

Roger Bell gave his presentation on why people should vote for him.

Governor asked for motion to approve minutes of last meeting. Dick Thurston (64) made a motion to approve, Gini Dryer-Dow seconded. Motion passed.

There being no further business to come before the Board of Trustees, the meeting was adjourned at 2:40 p.m.

Respectfully submitted,

Robert A. Munger
Governor-Elect