

MINUTES

BOARD OF DIRECTORS MEETING

Hilton Riverside
New Orleans, Louisiana

July 8, 2015

The following Members of the 2014-15 Board of Directors were in attendance for the entire meeting:

Ron Huxley	Immediate Past President	Thedford, Ontario
Kenneth Garner	President	Fort Worth, Texas
Dave Bruns	President Designate	Topeka, Kansas
Marlene Phillips	Director	Windsor, Ontario
Rick Quinlan	Director	Bellevue, Nebraska
Marc D. Katz	Director	Berkley, Michigan
James A. Oliver	Director	Valencia, California
Judy Boyd	Director	Urbandale, Iowa
Sue Creswell	Director	Reading, Pennsylvania
Benny Ellerbe	Executive Director	St. Louis, Missouri

Also in attendance for all or portions of the meeting:

Javanni Waugh	JOOI President	Kingston, Jamaica
Lyle Merriam	President	Canadian Children's Optimist Foundation
Melvin Betts	President	Optimist International Foundation
Jim Kondrasuk	President-Elect	
Rebecca Butler Mona	Director-Elect	
Adrian Elcock	Director-Elect	

Committee Reports are to be considered an integral part of these Minutes.

All items are not officially approved and subject to correction until they are adopted at the next meeting of the Board of Directors.

Wednesday, July 8, 2015

Immediate Past President Ron Huxley reconvened the meeting from May 28 and began the third regular meeting of the 2014-15 Optimist International Board of Directors at 8:30 a.m. There was an invocation given by President-Elect Jim Kondrasuk, the Pledge of Allegiance was led by Rick Quinlan and a toast to all countries with an Optimist Club was given by Marlene Phillips. The Mission Statement was recited by all.

Ron Huxley appointed Executive Director Benny Ellerbe as parliamentarian for the meeting.

ADOPTION OF CONSENT AGENDA ITEMS

Motion adopted

To adopt the consent agenda as presented.

Phillips/Katz

Approval/Confirmation of Board Meeting Minutes

a. **February 23, 2014 & April 10-11, 2015**

Page 8 – \$100 Reimbursement to New Clubs:

Effective immediately until September 30, 2015, that in conjunction to a request made to both Foundations, a program will be established to award a new Club \$100 for chartering with 15 members or \$200 for chartering with 25 members to be used by the new Club to hold a literary, **charitable**, ~~charitable~~, or educational program and that \$9,000 will be allocated by Optimist International to initially fund ~~the~~ ~~to~~ process. (Budget Impact: FY 14-15: \$9,000)

b. **March 5, 2015 Eballot** – “Season of Giving” Promotion

Unanimous approval:

That the Season of Giving be extended for one additional month, March 2015 for both New Clubs and new members.

c. **March 26, 2015 Eballot** – Sale of Headquarters Building

Unanimous approval:

To offer \$900,000 for a new potential building pending the sale of the current headquarters building.

d. **April 23, 2015 Eballot** – TN Club request to EMO

Unanimous approval:

That the Board of Directors approve the Breakfast Optimist Club of Martin, TN (11215) to be moved to the East Missouri District.

e. **April 28, 2015 Eballot** – Ad Hoc Districts at Risk Committee Request

Unanimous approval

That the OI Board of Directors delay the sending of the notification letters to the Districts “at risk” until at least until the end of May 2015.

f. **May 18, 2015 Teleconference** – see draft minutes

2015-2016 International Committees Approved

Operating Committees:

Junior Golf
Membership
New Club Building
District and Club Fitness
Activities
Youth Clubs (JOOI)
Convention

Administrative Committees:

Governance
Audit & Finance
Leadership Development
Marketing & Communication
Technology
Pension Trustees

Election and Convention Business Committees:

Candidate Qualifications

Credentials

Resolutions/Rules (Governance)

Club Request Tennessee Club to Arkansas District

Motion adopted

That the Board of Directors approve the request of the Bolivar Optimist Club of Tennessee (11-015) to be aligned with the Arkansas District as of October 1, 2015.

ADOPTION OF AGENDA

Motion adopted

To adopt the agenda as amended.

Garner/Phillips

PRESIDENT'S REPORT

President Ken Garner addressed the Board of Directors and reviewed his written report.

2014-2015 PRESIDENT DESIGNATE'S REPORT

President Designate Dave Bruns addressed the Board of Directors and reviewed his written report.

2015-2016 President's Incentive Program

Motion adopted

To approve the 2015-2016 President's Incentive Program as presented.

Bruns/Boyd

2015-2016 PRESIDENT-ELECT'S REPORT

President-Elect Jim Kondrasuk addressed the Board of Directors and reviewed his written report.

EXECUTIVE DIRECTOR'S REPORT

Executive Director Benny Ellerbe addressed the Board of Directors and updated his written report.

Coaching Coaches Program

Motion adopted

To approve the Coaching Coaches Program as presented for one year.

Phillips/Garner

OPTIMIST INTERNATIONAL FOUNDATION REPORT

The report of the Optimist International Foundation was presented to the Board of Directors by President Mel Betts. On behalf of the Board of Directors Ron Huxley thanked President Betts for the report.

CANADIAN CHILDREN'S OPTIMIST FOUNDATION REPORT

The report of the Canadian Children's Optimist Foundation was presented to the Board of Directors by President Lyle Merriman. On behalf of the Board of Directors President Ken Garner thanked President Merriman for the report.

The meeting recessed at 9:32 and reconvened at 9:52 a.m.

CONVENTION COMMITTEE REPORT

The report of the Convention Committee was presented to the Board of Directors by Committee Chair Mike Allen.

2017 International Convention

Rationale: The following cities received the 2017 Request for Proposal as shown in Exhibit A to be considered as the potential location for the 2017 annual convention: Schaumburg, IL (Chicago Suburbs); Grand Rapids, MI; Memphis and Nashville, TN; Birmingham, AL; Charlotte, NC; Mississippi Gulf Coast; St. Louis, MO; Fort Worth and Dallas, TX; Denver, CO; Salt Lake City, UT; Norfolk, VA; Indianapolis, IN; Des Moines, IA; Seattle, WA; Columbia, Charleston and Myrtle Beach, SC; Jamaica; St. Petersburg, Tampa, FL, Albuquerque, NM and Houston, TX. The following cities were eliminated because they turned us down for various reasons i.e. no space available during preferred dates, too much space and not enough sleeping rooms to offset: Nashville, TN; Jamaica; Dallas, TX; Tampa and St. Petersburg, FL, Seattle, WA. Others were eliminated due to non-negotiable dates and or rates and concessions (freebies and discounts). The list was narrowed down to the five most attractive, financially favorable cities: Schaumburg, IL (Chicago Suburbs); Norfolk, VA; Albuquerque, NM; Memphis, TN; Houston, TX. These cities were visited at no expense to Optimist International. Memphis, TN was eliminated as it was the least favorable. Based on review of all criteria considered for all four finalists, the International Convention Committee Chair is presenting Albuquerque New Mexico to host the 2017 International Convention June 25-27. This is the city that overall has the best financial package, most unique attractiveness and the most active clubs within. See invite letter from the current Governor from the New Mexico/West Texas District as presented.

Motion adopted to table to end of the meeting Creswell/Bruns

That the Board approves Albuquerque New Mexico as host city for the 2017 International Convention, June 25-27.

2016 International Convention Registration and Meals

Rationale: The budget for the 2016 International Convention is set based on a projection of **1000** total paying registrants at the rate of \$215. The International Convention Committee Chair recommends keeping the fees the same and establishing the following registration fees and meal prices for the 2016 International Convention in Quebec City, Quebec, Canada:

Motion adopted to table to next meeting Garner/Katz

The Board of Directors hereby approves the following registration fees and meal costs for the 2016 Quebec City, Quebec Canada Convention:

(Note: The below fees are in \$US)

Adult Member or Guest Discount/Early Bird (no meals) - \$215

Adult Member or Guest Regular (no meals) - \$250

Adult Member or Guest Early Bird Package (registration and 3 meals) - \$350

Adult Member or Guest Regular Package (registration and 3 meals) - \$385

Adult Daily (no meals) - \$110

Adult Daily Early Bird - \$110

Adult Daily Regular (no meals) - \$130

College Member with discount (no meals) - \$75

Youth (non-JOOI) (4 day program)- \$125

Youth (non-JOOI) On-site (4 day program) - \$145

Club President-Elect & Lt. Governor-Elect Breakfast - \$32

Appreciation Luncheon - \$45

Fellowship/Old Timers' Breakfast - \$40

President's Banquet - \$70

Non Registered guest for President's Banquet ticket - \$75

On behalf of the Board of Directors Ron Huxley thanked Chair Mike Allen for the report.

MEMBERSHIP COMMITTEE REPORT

The report of the Membership Committee was presented to the Board of Directors by Committee Chair Mark Weinsoff.

Establish a New Form of Project Membership

Rationale: Many young volunteers today have become what is known as "episodic volunteers". They typically don't have the time or interest to commit to regular events, such as weekly, biweekly, or even monthly Club meetings. They are more interested in picking and choosing direct service projects that are more compatible with their own personal schedules. The Project Membership is an effort to appeal to these younger volunteers. It will be an opportunity for someone to be a temporary Optimist Member, so they are covered by insurance, and allow them to volunteer with a Club on one or two specific projects. However, the ultimate goal for the Club should be to recruit the Project Member to become a full, Regular Member.

Motion adopted as amended

Phillips/Katz

That the Board approves the Project Membership, according to the guidelines presented **and additional bullet point and confirmation of insurance coverage**, as a pilot program, effective ~~August 1st~~ **October 1**, 2015 - February 28th, 2016.

Budget: No anticipated budgetary impact.

On behalf of the Board of Directors Dave Bruns thanked Chair Mark Weinsoff for the report.

REPORT OF THE NEW CLUB BUILDING COMMITTEE

An informational report of the New Club Building Committee was presented to the Board of Directors by Committee Chair Esthermarie Hillman.

Internet/Cyber Clubs

Motion adopted

Bruns/Phillips

That the Board of Directors accept the interpretation of attendance as presented: by attending electronically, a member is in attendance.

On behalf of the Board of Directors Jim Kondrasuk thanked Chair Esthermarie Hillman for the report.

The meeting recessed at 11:13 a.m. and reconvened at 11:24 a.m.

MARKETING COMMITTEE REPORT

An information report of the Marketing Committee was presented to the Board of Directors by Committee Chair Rebecca Butler Mona. On behalf of the Board of Directors Sue Creswell thanked Chair Rebecca Butler Mona for the report.

AUDIT & FINANCE COMMITTEE REPORT

The report of the Audit & Finance Committee was presented to the Board of Directors by Committee Chair Paul Lucas.

2015-2016 Master Schedule of Dues and Fees

Rationale: The 2015-2016 schedule includes a cost of living increase, which will increase dues 37 cents for adult members. This increase is included in 2015-2016 budgets.

Motion adopted:

Bruns/Garner

That the Board of Directors adopts the Master Schedule of Dues and Fees as presented.

The meeting recessed into executive session at 11:39 a.m., then recessed at 12:29 p.m. for lunch and reconvened into regular session at 1:17 p.m.

Budget for Fiscal Year 2015-2016

Rationale: The International Audit & Finance Committee, in consultation with the President-Elect, established initial premises for the draft budget at its February 2015 meeting. The draft budget was presented to the Board in April 2015. As the sale of the Headquarters Building is still to be determined and/or finalized the budget will have to be revised accordingly.

Motion adopted

Katz/Creswell

That the Board of Directors adopt the proposed 2015-2016 budget based on the sale of the International Headquarters Building.

On behalf of the Board of Directors Rick Quinlan thanked Chair Paul Lucas for the report.

DISTRICT POLICY REVIEW

Rationale: The Board of Directors discussed whether or not requiring Clubs to pay a fee for the District Directory is an assessment. Since the list is also provided to District members online, the Board took the following action.

Motion adopted

Phillips/Creswell

To approve the Pacific Southwest District policies as submitted.

VICE PRESIDENT'S COUNCIL MEETING

Ken Garner addressed the assembly and introduced the Vice Presidents. There was discussion on various issues.

CCDHH Contest Rules

Motion adopted

Quinlan/Bruns

That the Board of Directors task the current Activities Committee to update the CCDHH rules to be more relevant with today's standards and practices.

The Vice Presidents' Council meeting ended at 3:09 p.m. and the Board of Directors meeting recessed at 3:10 p.m. and reconvened at 3:32 p.m.

OPTIMIST YOUTH CLUBS PRESIDENT REPORT

Optimist Youth Clubs President Javanni Waugh addressed the Optimist International Board of Directors. On behalf of the Board of Directors Dave Bruns thanked Javanni Waugh for the report .

CONVENTION COMMITTEE REPORT (CONT'D)

Motion adopted

Garner/Bruns

That the Board of Directors accept July 2-4, 2017 in Albuquerque but if possible, try to acquire July 6-8 dates if available, with JOOI Convention either before or after the adult convention. (Note: it was later determined that July 6-8, 2017 is available).

The Optimist International Board of Directors recessed for the Youth Programs Foundations Board of Directors meeting 3:56 p.m. The Optimist International Board of Directors reconvened at 4:22 p.m.

YOUTH CLUBS AGE REQUIREMENT

Motion adopted

Katz/Phillips

That the following Bylaws amendment proposal be presented to the delegates at the 2016 convention.

Bylaws Article III. Membership
Section 1: C. Youth Club Structure

C. *Youth Club Structure*. Membership in this class of Optimist International shall consist of affiliated Junior Optimist Octagon International Clubs (JOOI). JOOI Clubs shall consist of young people-ages **less than 19 or below years of age prior to September 30th of the current administrative year** and not yet a member of an Adult Optimist Club (to include College Clubs). **Special consideration can be made for students with handicaps disabilities.** JOOI Clubs shall consist of Alpha, Junior Optimist, or Octagon youth clubs; the requirements of which shall be set forth in JOOI policies. JOOI Clubs shall meet all requirements for affiliation as prescribed in the JOOI policies of Optimist International. New Club formation and Club revocation procedures must also be consistent with JOOI policies. JOOI Districts and JOOI Board of Directors shall have direct supervision over JOOI Member Clubs under the auspices of the Optimist International Board of Directors. JOOI policies shall be established by the JOOI Board of Directors with the approval of the Optimist International Board of Directors.

Motion adopted

To recess the meeting until the end of Convention and consider the meeting adjourned if no further action is needed.

There being no further business for day, the meeting recessed at 4:39 p.m. The meeting reconvened on Friday, July 10, 2016 at 6:05 p.m. with all members in attendance.

ADMINISTRATIVE BONUS

Motion adopted

Garner/Bruns

That the Board of Directors authorize the executive director to receive an administrative bonus as proposed by the Optimist International President

The meeting recessed at 7:05 p.m. and reconvened with a quorum on July 11, 2015 at 1:25 p.m.

WITHDRAWAL OF BOARD BYLAWS AMENDMENT PROPOSAL

Motion adopted

Garner/Katz

That the Board of Directors withdraw the proposal regarding the Pension Trustees.

The meeting recessed at 1:30 p.m. and with no further business, the meeting adjourned at 12:00 a.m. (midnight) on July 11, 2015.

Benny Ellerbe
Executive Director/Secretary

TABLE OF CONTENTS

ADOPTION OF CONSENT AGENDA ITEMS.....	2
APPROVAL/CONFIRMATION OF BOARD MEETING MINUTES	2
2015-2016 INTERNATIONAL COMMITTEES APPROVED.....	2
CLUB REQUEST TENNESSEE CLUB TO ARKANSAS DISTRICT	3
ADOPTION OF AGENDA	3
PRESIDENT’S REPORT	3
2014-2015 PRESIDENT DESIGNATE’S REPORT	3
2015-2016 PRESIDENT’S INCENTIVE PROGRAM	3
2015-2016 PRESIDENT-ELECT’S REPORT	3
EXECUTIVE DIRECTOR’S REPORT	3
COACHING COACHES PROGRAM	3
OPTIMIST INTERNATIONAL FOUNDATION REPORT.....	4
CANADIAN CHILDREN’S OPTIMIST FOUNDATION REPORT	4
CONVENTION COMMITTEE REPORT	4
2017 INTERNATIONAL CONVENTION	4
2016 INTERNATIONAL CONVENTION REGISTRATION AND MEALS	5
MEMBERSHIP COMMITTEE REPORT.....	5
ESTABLISH A NEW FORM OF PROJECT MEMBERSHIP	5
REPORT OF THE NEW CLUB BUILDING COMMITTEE	6
INTERNET/CYBER CLUBS.....	6
MARKETING COMMITTEE REPORT	6
AUDIT & FINANCE COMMITTEE REPORT	6
2015-2016 MASTER SCHEDULE OF DUES AND FEES	6
BUDGET FOR FISCAL YEAR 2015-2016.....	7
DISTRICT POLICY REVIEW	7
VICE PRESIDENT’S COUNCIL MEETING	7
CCDHH CONTEST RULES	7
OPTIMIST YOUTH CLUBS PRESIDENT REPORT	7
CONVENTION COMMITTEE REPORT (CONT’D)	8
YOUTH CLUBS AGE REQUIREMENT	8
ADMINISTRATIVE BONUS	9
WITHDRAWAL OF BOARD BYLAWS AMENDMENT PROPOSAL	9