

**MINUTES**  
**BOARD OF DIRECTORS**  
**MEETING**

**June 28 – July 1, 2019**

**Galt House Hotel**  
**Louisville, Kentucky**

The following Members of the 2018-19 Board of Directors were in attendance for the entire meeting:

Rebecca Butler-Mona	President	West Des Moines, Iowa
Adrian Elcock	President-Elect	St. Thomas, Barbados
Nick Prillaman	Immediate Past President	Atlanta, Georgia
Nicole Paquette	2016-2019 Director	Casselman, Ontario
Mark Weinsoff	2016-2019 Director	Goleta, California
Patsy Garner	2017-2020 Director	Fort Worth, Texas
Don Brose	2017-2020 Director	Clarkston, Michigan
Sandy Cyphers	2018-2021 Director	Wilmington, North Carolina
Sandy Larivee	2018-2021 Director	Essex, Ontario
Benny Ellerbe	Executive Director	St. Louis, Missouri
Melvin Bannister	President	Optimist International Foundation
Vince Parker	President	Canadian Optimist Children's Foundation
Excused:		
Cole Mullins	JOI President	Coronado, California

**Committee Reports are to be considered as part of these minutes and are kept on file separately from these minutes. They provide important information that is considered by the Board of Directors in determining action to be taken on a particular issue.**

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

**Friday, June 29, 2019**

Immediate Past President Nick Prillaman called the third regular meeting of the 2018-19 Optimist International Board of Directors to order at 8:00 a.m. The invocation was given by Board Director Nicole Paquette, the Pledge of Allegiance was led by President-Elect Mark Weinsoff, and a toast to all countries with an Optimist Club was led by Board Director Patsy Garner. The Board of Directors recited of the Mission Statement.

**Motion adopted**

To appoint Past President Robert Garner as parliamentarian for the meeting.

**ADOPTION OF CONSENT AGENDA ITEMS**

**Motion adopted**

**Butler Mona/Elcock**

To adopt the consent agenda as amended.

**Approval of Board Meeting Minutes and Eballots**

**Motion adopted**

To adopt and/or confirm the minutes and decisions made at the following meetings:

March 27, 2019 - Teleconference - Adopted

That the Board of Directors approve the proposal as submitted by The Opus Group and direct the President and the Executive Director to negotiate hard money, if possible, with at least 60 days continued occupancy at no cost after closing.

April 22, 2019 - Email Ballot: Capital Expense for New Roof – Adopted

June 17, 2019 – Teleconference – Adopted

That the Board of Directors approves the participation in the 2020 Tournament of Roses Parade with a float in partnership with Rotary at \$25,000 sponsorship. (FY 2019-20: \$25,000)

**ADOPTION OF AGENDA**

**Motion adopted**

**Cyphers/Garner**

To adopt the agenda as amended.

**PRESIDENT’S REPORT**

President Butler Mona addressed the Board of Directors and reviewed her written report. On behalf of the Board of Directors, Immediate Past President Nick Prillaman thanked President Rebecca Butler Mona for the report.

**PRESIDENT DESIGNATE’S REPORT**

President Designate Adrian Elcock addressed the Board of Directors and reviewed his written report.

**Magazine Printing**

**Motion adopted**

**Elcock/Paquette**

That the Board of Director mandate that the Optimist magazine be printed twice per year and distributed electronically twice per year as included in the 2019-2020 Budget.

## **St. Lawrence Regional Meeting**

### **Motion adopted**

**Elcock/Brose**

That the Board of Directors approve that the St. Lawrence Region will be provided with a budget of \$5,000 (already included in the 2019-2020 Budget) from Optimist International to assist it with executing a regional meeting in March 2020.

## **Simultaneous Translation**

### **Motion adopted**

**Elcock/Cyphers**

That the Board of Directors approve that Simultaneous Translation Equipment will not be provided at the Chicagoland Convention for the benefit of French speaking delegates in June 2020 and that the Convention Committee will explore alternative translation options such as close captioning.

On behalf of the Board of Directors, Immediate Past President Nick Prillaman thanked President Designate Adrian Elcock for the report.

## **PRESIDENT-ELECT'S REPORT**

President-Elect Mark Weinsoff addressed the Board of Directors and reviewed his written report. On behalf of the Board of Directors, Immediate Past President Nick Prillaman thanked President-Elect Mark Weinsoff for the report.

## **EXECUTIVE DIRECTOR'S REPORT**

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

## **Billing for Canadian Clubs**

Rationale: Optimist International Board Policy ICD-11 states the following:

Canadian Clubs are to be billed in Canadian dollars.

Annually, at the beginning of the Optimist year, the Optimist International Board and CFO shall review the preceding eight quarters to set a cap currency exchange rate for the incoming fiscal year based on the Bank of Canada.

For billing, Tier 1 countries are recognized as developed countries and will be billed at Tier 1 rates. Tier 2 and 3 countries are recognized as developing countries as determined by the United Nations and will be billed at Tier 3 rates.

As per this policy, the following motion is offered:

### **Motion approved**

**Larivee/Paquette**

### **Opposed: Elcock**

That the Board of Directors adopt 1.27 as the cap currency exchange rate for the 2019-2020 fiscal year.

On behalf of the Board of Directors, Immediate Past President Nick Prillaman thanked Executive Director Benny Ellerbe for the report.

### **CONVENTION COMMITTEE REPORT**

The report of the International Convention Committee was presented to the Board of Directors by Chair Joanne Ganske. The entire board thanked Chair Joanne Ganske for the report.

The meeting recessed at 9:30 a.m. and reconvened at 9:52 a.m.

### **OPTIMIST INTERNATIONAL FOUNDATION REPORT**

The report of the Optimist International Foundation was presented to the Board of Directors by President Melvin Bannister. On behalf of the Board of Directors, Immediate Past Nick Prillaman thanked President Melvin Bannister for the report.

### **2019-2020 LEADERSHIP DEVELOPMENT COMMITTEE REPORT**

The report of the 2019-2020 Leadership Development Committee was presented to the Board of Directors by President-Elect Mark Weinsoff for Co-Chairs Patrick Prendergast and Susan Fix.

### **Purchase Learning Management System for Training (LMS)**

Rationale: Based on a recommendation from the ROOSA committee and a mandate from the OI Board of Directors, the Leadership Development Committee is charged, “to ensure that President and Club Leadership successfully participate in Club Executive training program.” It also states that “Optimist International will develop a comprehensive training program for the executive leadership of existing Clubs; ...All training will include comprehension testing and tracking capability so International Leadership will have real-time information regarding preparedness of all Club Leadership.” The Leadership Development Committee recognizes that the current system of delivering training to Club Leadership by face-to-face group sessions is cumbersome and does not promote consistency of topics, priorities for Club success, or standard messaging for Clubs. There is currently no system that tracks the participation of Club Leadership in any type of training much less allow for testing to assess that Club Leadership understands the criteria for Club success and has grasped the skills needed to identify areas of concern and implement steps that will strengthen the Club moving forward. The advancement of technology offers additional engaging and potentially cost-effective methods of delivering training to Club Leadership and that would be of tremendous benefit to the organization. One technology platform utilized by corporations, educational institutions and organizations to provide training and assess understanding of participants all over the world is a Learning Management System (LMS). The implementation of an Optimist International LMS would allow Club Leadership to access training when it is convenient for them and does not require the travel or expense of a face-to-face training session. The LMS will be able to have a session start or stop at point in a session based on the action of the participant. There will not be a need to find a 1-hour block of time to take the training. An

LMS has the ability to administer testing at the beginning or the end of a training session or in the middle of a session and require that a correct answer be given in order to proceed. The LMS can also track if a Club has attempted to access training, how far in the training has been completed, and can be designed to send messages to participants reminding them to access or complete training by a particular deadline. The system can be programmed to notify individuals such as Governors, Lt. Governors or OI Staff when a Member completes a training module and can even be set-up to create and print a Certificate with the participant's name. Implementing an LMS requires knowing what functions are needed for LMS to do and making sure that the system works properly before it is introduced to our Members. Following consultations by OI staff with a professor who sits on the Senate committee that evaluates and recommends Learning Management Systems since the 90's; the Canvas LMS is recommended for use by OI. While there are several systems available, Canvas is the system used by many colleges and universities due to the cost and adaptability. Canvas can be used for small groups or accommodate over 100,000 users and it is considered user friendly. Based on organization history and being mindful of finances, the Committee recommends a pilot program for implementing the Canvas LMS. The pilot program that can be expanded as Clubs become aware and want to use this program. For the initial year, the Committee recommends the purchasing of the basic system and the purchase no more than 500 licenses. Based on usage and feedback received from users, the number of licenses can be expanded from year to year as needed. The base price of Canvas is approximately \$10,000 and there is an approximate fee of \$23.00 per user per year.

**Motion adopted as amended**

**Butler Mona/Garner**

That the OI Board of Directors approves funding to purchase and implement a Learning Management System for Club Executive Training.

Budget (FY 2019-2020): \$5000

On behalf of the Board of Directors, Board Director Don Brose thanked President-Elect Mark Weinsoff LD for the report.

**AUDIT & FINANCE COMMITTEE REPORT**

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

**2019-20 Master Schedule of Dues and Fees**

Rationale: The 2019-20 schedule includes a cost of living increase of 1.9% which will increase dues \$1.24 cents per year for regular adult members. This increase is reflected in Dues Revenue in the FY 2019-20 Budget.

**Motion adopted**

**Butler Mona/Cyphers**

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

**2019-20 Fiscal Year Budget**

Rationale: After many discussions with President-Elect Adrian Elcock, incoming Committee Chair, Bob McFadyen, as well as current Chair, Tom Lloyd, the Audit and Finance Committee is prepared to

offer the 2019-20 Budget as attached to this report. The Committee took into consideration the motion made at the March 2019 Board Meeting (Learning Management Tracking System) and the motion made at the Board Teleconference on June 17, 2019 (Tournament of Roses Parade). The Committee notes that adding these items will create a deficit in the 19-20 budget; also recognizing that there is no policy against the practice. The Committee reviewed the request from the Leadership Development Committee as directed by the Board of Directors at their March 1, 2019 meeting, the costs and benefits of instituting a Learning Management Tracking System. The Committee acknowledges that President-Elect Designate Mark Weinsoff will be investigating several other potential systems available for our use. The Audit & Finance Committee reviewed the proposal put together by LD that shows an initial expense for the system to be about \$10K with individual yearly Club licenses (gradually added) at a fee for each Club at \$23 per license. (Please refer to the Leadership Development Committee's report for more information.)

**Motion adopted**

**Garner/Paquette**

That the Board of Directors approves the 2019-2020 Budget to include funding for participating in the Tournament of Roses Parade (FY: 2019-20: \$25,000); and funding for a Learning Management Tracking System (FY 2019-20: \$5,000)

**Oratorical World Championships Travel Expenses**

Rationale: As requested by the Board of Directors at their March 1, 2019 meeting, the Committee proposes the revision of the Travel Chart to allow the President, President-Elect, and Activities Chair to have expenses paid to attend the Optimist International World Championships in St. Louis.

**Motion adopted**

**Butler Mona/Cyphers**

That the Board of Directors approve the revisions as noted in the Travel Chart to Policy I-18 to include actual expenses for the President and President-Elect to attend the Optimist International World Championships and 3 days per diem and travel for the Activities Chair to attend the Optimist International World Championships in St. Louis. (Budget Impact: \$3,000/year)

**JOI International Clubs**

**Motion adopted**

**Larivee/Cyphers**

That the Board of Directors approve a \$100 annual affiliation fee (plus the initial \$50 fee) for JOI Clubs in developing countries.

On behalf of the Board of Directors, Board Director Sandy Cyphers thanked Chair Tom Lloyd for the report.

**INTERNATIONAL DEVELOPMENT COMMITTEE REPORT**

The report of the Ad Hoc International Development Committee was presented to the Board of Directors by Committee Chair Mark Weinsoff.

## **International Development Pilot Program**

Rationale: The Board of Directors created the International Development Pilot Program at the 2016 International Convention in Quebec City. The Program applies a different dues and fees structure to enhance development efforts in developing countries. Dues are set at \$10 US per member per year. Clubs in these developing countries are also assessed an annual affiliation fee of \$225 US. This dues and fees structure effects new Clubs primarily in Africa, Central America, South America and portions of Asia. Attached to this report is a document outlining the countries that would qualify for this program based on developing nation's guidelines established by the United Nations. A copy of the list is attached to this report. The pilot program has allowed Optimist International to expand into numerous countries in these areas of the world. There were five Club's listed in District 90 (Not in District) at the start of the 2015-16 Optimist year. At the end of the year, there were 8. The number of Clubs in this category doubled during the 2016-17 administrative year. The 2017-18 fiscal year saw the total grow from 16 to 29 International Clubs. In the current year, we have added six international clubs losing two for a net of plus four (33). Five other projects are underway.

2015-16	5-to-8
2016-17	8-to 16
2017-18	16-to-29
2018-to date	29-to-33

The committee is of the belief the pace of international expansion would be almost non-existent without this structure for dues and fees. The committee is requesting the Board of Directors consider a motion to extend the pilot program for three years.

### **Motion adopted**

**Weinsoff/Garner**

That the Board of Directors extend the International Development Pilot Program three years, setting dues at \$10 US per member, per year with an annual Club affiliation fee of \$225 US.  
Budgetary Impact: FY 2018-19 (None); FY 2019-20 (None)

On behalf of the Board of Directors, Board Director Patsy Garner thanked Chair/President-Elect Mark Weinsoff for the report.

## **CANADIAN CHILDREN'S FOUNDATION REPORT**

The written report of the Optimist International Foundation was presented to the Board of Directors by President Vince Parker. On behalf of the Board of Directors, Board Director Nicole Paquette thanked President Vince Parker for the report.

## **GARTNER IT UPDATE REPORT**

The Gartner IT Update report was presented to the Board of Directors by President-Elect Mark Weinsoff. On behalf of the Board of Directors, Board Director Sandy Larivee thanked President-Elect Mark Weinsoff for the report.

## **19-20 ACTIVITIES COMMITTEE REPORT**

The report of the 2019-2020 Audit & Finance Committee was presented to the Board of Directors by 19-20 Committee Member Sue Armstrong.

### **2019-2020 Scholarship Topics**

Rationale: The Committee believes that the 2019-20 scholarship topics should relate to the President's theme, iMagine. At the July 2018 Board meeting in Ottawa, Canada the Optimist International Board of Directors approved the following topics for the 2019-20 year:

Oratorical/CCDHH: Promise Yourself

Essay: Leading with Optimism

The committee contends that the topics should engage the contestants' iMagination ... as they dream of a brighter future for themselves and our organization. We therefore propose the following topics for consideration to replace the previously approved 2019-20 topics.

Oratorical/CCDHH: Just iMagine a World without Boundaries

Essay: Is Optimism the Key to Achieving the Dreams you iMagine?

#### **Motion adopted**

**Elcock/Garner**

That the Optimist International Board of Directors approves the following topics for the 2019-2020 year:

**Oratorical/CCDHH:** Just iMagine a World without Boundaries

**Essay:** Is Optimism the Key to Achieving the Dreams you iMagine?

On behalf of the Board of Directors, President Designate Adrian Elcock thanked 19-20 Committee Member Sue Armstrong for the report.

## **AD HOC REVIEW OF OPTIMIST INTERNATIONAL ORGANIZATION, STRUCTURE & ADMINISTRATION (ROOSA) COMMITTEE REPORT**

The report of the Ad Hoc ROOSA Committee was presented to the Board of Directors by Committee Chair Robert Garner. On behalf of the Board of Directors, President Rebecca Butler Mona thanked Chair Robert Garner for the report.

The meeting recessed at 11:57 a.m. and reconvened at 1:24 p.m.

## **FINAL REMARKS BY THE IMMEDIATE PAST PRESIDENT**

Immediate Past President Nick Prillaman presented his final remarks to the Board of Directors. The entire Board of Directors thanked Immediate Past President Nick Prillaman for the report.

#### **Motion adopted**

To adjourn the meeting unless it is necessary to reconvene.



The meeting recessed at 1:30 p.m. on Friday, June 28, 2019 and reconvened on Monday, July 1, 2019 at 9:07 a.m.

**Motion adopted**

**Butler Mona/Garner**

To reconvene the recessed meeting.

**NEW YORK CITY METRO AREA TO THE NEW YORK NEW ENGLAND DISTRICT**

**Motion adopted**

**Butler Mona/Garner**

That the Board of Directors, pending receipt of all required approval documentation from both affected Districts, approve the request to move the New York City Metro Area in to the New York New England District from the Atlantic Central District.  
(Documentation was received by both Governors)

There being no further business, the meeting adjourned at 9:10 a.m. on Monday, July 1, 2019.

Benny Ellerbe  
Executive Director/Secretary

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