

# MINUTES

## BOARD OF DIRECTORS MEETING

March 4-5, 2011  
St. Louis, Missouri  
International Headquarters

The following Members of the 2010-2011 Board of Directors were in attendance for the entire meeting:

Mark O. Shriver	Immediate Past President	Woodstock, Georgia
Danny Rodgers	President	Fort Worth, Texas
Jack Creswell	President-Elect	Reading, Pennsylvania
Ken Garner	Director	Fort Worth, Texas
Marlene Phillips	Director	Windsor, Ontario
David Bruns	Director	Topeka, Kansas
Jim Kondrasuk	Director	Monona, Wisconsin
Chris Jernigan	Director	Morganton, North Carolina
Fatima Plater	Director	Detroit, Michigan
Kayleigh White	JOOI President	Kettering, Ohio
Benny Ellerbe	Executive Director	St. Louis, Missouri

**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.**

### **Friday, March 4, 2011**

Immediate Past President Mark Shriver called the second meeting of the 2010-2011 Optimist International Board of Directors to order at 9:00 a.m. The invocation was given by Ken Garner, the pledge of allegiance was led by Kayleigh White. A toast to Canada and all countries that have Optimist Clubs was given by Dave Bruns. Marlene Phillips led the recitation of the mission statement.

Executive Director Benny Ellerbe was appointed parliamentarian for the meeting.

### **ADOPTION OF CONSENT AGENDA ITEMS**

#### **Motion adopted**

To adopt the consent agenda as presented.

**Garner/Phillips**

## **Approval of Board Meeting Minutes**

**December 10-11, 2010**

### **Motion adopted**

To approve the minutes of the December 10-11, 2010 as presented.

## **Staff Reports**

### **District Dues Increase Requests**

Optimist International Bylaws, Article VII, Section 5B, requires that Districts must receive the approval of the International Board of Directors for any increase in District dues. The District must complete all requirements of Board Policy D-4.

#### **North Carolina West District Request for a District Dues Increase**

Rationale: At the December 2010 Board meeting, the Board approved a requested by the District Secretary Treasurer of the NCW district to hold a special convention on February 12, 2011 to consider a \$5 dues increase. The previous year's completed IRS Form 990, as well as required minutes of the special convention signifying a positive vote by the District delegates approving the dues increase was.

#### **Motion adopted**

That the Board of Directors hereby approves the North Carolina West District's (44) request for a \$5.00 dues increase, that would be from \$13.00 to \$18.00 annually and to make this effective April 1, 2011.

#### **Québec Centre District Dues Increase**

Rationale: As quoted in the District adopted revised policies from their September 2010 Convention: Due to the decline in membership, it is important to consider our district dues. Costs for sending quarterly bills force us to propose an advantageous alternative for those clubs that want to pay for the entire year.

#### **Motion adopted**

That the Board of Directors hereby approves the Québec Centre District's (50) request for a \$2.00 dues increase, that would be from \$12.00 to \$14.00 annually and to make this effective October 1, 2010.

## **2011-2012 International Committees**

Rationale: The following committees were presented to the Board of Directors by President-Elect Jack Creswell for the 2011-2012 year:

### **Motion adopted**

To approve the following committees for the 2011-2012 year:

Operating	Junior Golf Championships Growth Programs JOOI
Administrative	Governance Audit & Finance Leadership Development Pension Trustees Joint OI/OIF/Canadian Children's Optimist Foundation
Convention Business	Candidate Qualifications Credentials Resolutions (Governance Committee)

**ADOPTION OF AGENDA**

**Motion adopted**

**Kondrasuk/Jernigan**

To adopt the agenda as presented.

**REPORT OF THE PRESIDENT**

President Danny Rodgers addressed the Board of Directors and reviewed his written report.

**REPORT OF THE PRESIDENT-ELECT**

President-Elect Jack Creswell addressed the Board of Directors.

**REPORT OF THE EXECUTIVE DIRECTOR**

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

**Pension Trustees Proposal (Revisited on Page 5)**

Rationale: Currently, the Bylaws require that two of the Pension Trustees be Past International Presidents. It has become difficult in recent years to find Past Presidents who are eligible to serve; i.e., not a member of another International Committee, a citizen of the U.S., and knowledgeable about current pension and retirement plan laws. It would be in the best interest of the organization to have members with experience in and knowledge of U.S. pension laws and investment strategies serving in this capacity.

**Motion adopted to table to later in the meeting Garner/Phillips**

That the Board of Directors present the following Bylaws change to the delegates at the 2011 International Convention, effective October 1, 2011.

Bylaws Article V, International Board of Directors

Section 6, International Committees  
Paragraph C, Appointment and Term

- ~~3. The Pension Committee shall consist of three (3) trustees. The trustees shall include the executive director and two (2) Past International Presidents appointed for five (5) year terms. Except at the inception of the committee the President shall appoint one volunteer for a five (5) year term and one volunteer for a four (4) year term.~~
- 3. There shall be three (3) Pension Trustees, one of which shall be the executive director. The International President shall appoint the remaining two (2) trustees annually. One for two years and one for three years.**

### **REPORT OF THE JOOI PRESIDENT**

JOOI President Kayleigh White presented her written report. JOOI Chair Luke Hearn joined via telephone. On behalf of the Board of Directors, Chris Jernigan thanked Chairman Luke Hearn and JOOI President Kayleigh White for the report.

### **REPORT OF THE AUDIT & FINANCE COMMITTEE**

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

### **OIJGC Committee**

Rationale: Audit and Finance Committee reviewed the OIJGC budget in depth and discussed a letter received by the committee addressing their concerns of the budgeting process of the committee and golf tournaments. In discussing the issues addressed in the letter the committee noted the following bylaws regarding the committee:

Bylaws Article V, Section 6A5

Optimist International Junior Golf Championship Committee which shall be responsible for coordinating and operating the Optimist International Junior Golf Championships.

Bylaws Article V, Section 6B. Duties.

It shall be the duty of all operating, administrative and special committees to study, originate and prepare, as advisors to the Board of Directors, programs and activities, as may be assigned by, or proposed to, the Board of Directors, which contribute to the accomplishment of the purposes of Optimist International. The chairmen of the respective committees, with the approval or direction of the President, shall call all meetings of such committees.

The Committee also reviewed the bylaws concerning the specific job description of the Executive Director Bylaws Article VI, Section 7 as Secretary-Treasurer.

Bylaws Article VI, Section 7. Secretary Treasurer (*Executive Director of Optimist International*). All duties were reviewed, in particular:

Paragraph B(1) Shall direct, manage and supervise the Office of Optimist International and its staff. He shall be responsible for the implementation by the staff of any activity or program of Optimist International.

Paragraph D(3) Shall be responsible for the presentation of a proposed budget annual budget to the Board for its approval.

In doing so, the committee feels that the Executive Director has the sole responsibility of his staff and determination of how his staff is budgeted. As most of the OIJGC budget is fixed by contractual agreements for the hotel and various events, there is very little to “negotiate” with the budget. The Audit and Finance Committee appreciates the OIJGC Committee’s desire to be more involved with the budgeting process. However, all Optimist International Committees are required to follow the administrative guidelines for developing their budgets as set forth in the Optimist International Bylaws. The Audit and Finance Committee recommends a letter from the Board of Directors to the OIJGC Committee to better clarify the role of the OIJGC Committee and the role of Optimist International staff with regards to the budgeting process.

**Motion adopted**

**Rodgers/Garner**

That on behalf of the Board of Directors President Danny and Immediate Past President Mark Shriver send a letter to the OIJGC Committee members to explain the budgetary role of the committee within the overall Optimist International budgetary process.

**Canadian GST Reimbursement**

The status of the GST request for a refund of Canadian Goods and Services Tax for the past four years was reviewed. Optimist International’s latest request has not been approved pending proof of claim; however, once a decision is made by Canada Revenue Agency, Optimist International will have the opportunity to appeal. The additional information requested is being submitted to substantiate the claim.

**Entertainment Book Fund Raising**

Rationale: The committee reviewed a proposal from Entertainment Fundraising to provide Clubs with a fund raising program with entertainment books.

**Motion adopted**

**Garner/Jernigan**

That the Board of Directors direct staff to pursue a fund raising partnership with Entertainment Fundraising.

On behalf of the Board of Directors, Jim Kondrasuk thanked Chairman Mike Allen for the report.

The meeting recessed at 10:11 a.m. and reconvened at 10:26 a.m.

**PENSION TRUSTEES PROPOSAL (REVISITED FROM PAGE 3)**

**Motion adopted**

**Phillips/Garner**

That the Board of Directors present the following Bylaws amendment to the delegates at the 2011 International Convention, to be effective October 1, 2011.

Bylaws Article V, International Board of Directors  
Section 6, International Committees  
Paragraph C, Appointment and Term

3. The Pension ~~Committee~~ **Trustees** shall consist of ~~three (3)~~ **four (4)** trustees. The trustees shall include the executive director and ~~two (2)~~ **three (3)** ~~Past International Presidents~~ **volunteers** appointed for ~~five (5)~~ **three (3)** year terms. ~~Except~~ At the inception of the ~~trustees committee~~ the President shall appoint one volunteer for a ~~five (5)~~ **three (3)** year term, one volunteer for a ~~four (4)~~ **two (2)** year term, **and one volunteer for a one (1) year term.**

(Note: It is the intent of the Board of Directors that Immediate Past President Mark Shriver will appoint one volunteer for a one year term; President Danny Rodgers will appoint one volunteer for a two year term; and President-Elect Jack Creswell will appoint one volunteer for a three year term.)

### **U.S. OPTIMIST INTERNATIONAL FOUNDATIONS REPORT**

The President of the U.S. Foundation Gary Addison reported to the Board of Directors. On behalf of the Board of Directors, Mark Shriver thanked the President Gary Addison for the report.

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

The President of the Canadian Children's Optimist Foundation Benoit Paré reported on his written report to the Board of Directors via Skype. The Board of Directors thanked the President Benoit Paré for the report.

The gavel was passed from Immediate Past President Mark Shriver to President Danny Rodgers.

### **REPORT OF THE AD HOC CORPORATE SPONSORSHIPS COMMITTEE**

Rationale: As directed by the Board of Directors at their December 2010 meeting, the following proposal is being offered to determine how to handle corporate sponsorship proposals.

#### **Motion adopted to table to the July Board meeting      Phillips/Plater**

That the Board of Directors adopt new Policy I-135 as shown below:

#### **Guidelines For Corporate Sponsorships**

new I-xxx

By definition, a corporate sponsorship is a monetary amount funded by a business from its operating accounts (promotional, marketing, advertising) for which they seek recognition, actions or program activity with benefit to the corporation. Corporate sponsorships are distinguished from "gifts", and charitable contributions to Optimist International Foundation which are not part of this policy.

Members or individuals who may have the opportunity to secure financial sponsorship(s) for Optimist International programs, projects or organizational operations may be compensated for such endeavors.

Proposals for sponsorships shall be compatible with the mission of Optimist International, its standards and its ability to perform or implement said proposals.

Said endeavors shall be approved by the Board of Directors or the Executive Director (acting for the Board) prior to the presentation of any proposals.

**TERMS:**

- a. Optimist International shall pay a Finder's Fee of ten percent (10%) for all new monies received and deposited from corporations or individuals. All current sponsorships are exempt.
- b. Optimist International shall pay a renewal Finder's Fee of eight percent (8%) for the second year and six percent (6%) for the third and all future years for sponsorship funding renewed at the same level.
- c. In-kind contributions are exempt and no Finder's Fees are allowable.
- d. Finder's Fees are paid to the member/individual after funds have been paid and cleared.
- e. Staff is exempt and not eligible for Finder's Fees, unless specifically approved by the Board.

The gavel was returned to Immediate Past President Mark Shriver.

**REPORT OF THE AD HOC RECOGNITION COMMITTEE**

The report of the Ad Hoc Recognition Committee was presented to the Board of Directors by Chairman Jim Kondrasuk.

**Baseline Recognition Program**

Rationale: The Board of Directors created the Ad Hoc Recognition Committee at its December 2011 meeting to address issues and concerns that have been ongoing for years regarding the Recognition Program. There is no doubt that the varying requirements from year-to-year, and even within the same year, has created confusion and an atmosphere that precludes some clubs from participating in the program. The President of Optimist International appointed this Ad Hoc Committee to address these concerns and to provide a baseline program that will be consistent from year to year to encourage more clubs to participate in the program with the hopes that the organization will benefit with membership growth and club activities. As part of the process to review the overall Recognition structure of Optimist International, a comprehensive survey was emailed to some 27,500 Optimist members with varying tenure in the organization; and a wide spectrum of involvement at the Club, Zone, District and International levels. 2,478 (9%) members responded to the survey. This represents a larger member input than at any Optimist International Convention in recent history. As such, this survey is included as an integral part of the Ad Hoc Committee Report to the Board. Furthermore, the Recognition Program from 1983 until 2001, changed 8 times; from 2002 to present, the program changed 11 times.

**Motion adopted as amended**

**Kondrasuk/Bruns**

That the Board of Directors adopt the following new policy as the baseline recognition program to be effective October 1, 2011 with the understanding that the President-Elect may propose his/her own Incentive Program for further excellence of service to Optimist International.

**International Recognition Program**

**new ICD-135**

**Club Awards:**

**“Bringing Out the Best” Club**

(banner patch then year bar thereafter)

Sponsor at least two service projects a year

Add at least one member

Be current on District and OI dues

Recognize Club member or local community individual

**Honor Club**

(banner patch, then year bar thereafter plus \$100 credit on a quarter’s dues)

Sponsor at least three service projects a year

Recognize a Club or community member

Grow Club by net plus 1

Be current on District and OI dues

**Distinguished Club**

(watch for club President and secretary and/or treasure, banner patch, then year bar thereafter, plus \$250 credit on a quarter’s dues)

Meet Honor Club Criteria plus:

Net of 15 OR Charter a New Club

**Optimist Harry S. Truman Club President Award (working title)**

(plaque or trophy – recognized at convention)

Up to 2 Distinguished Clubs Presidents who most exemplify the goal of youth service nominated by each Governor

10 Club presidents selected by the International President from nominations received by District Governors

Must meet Distinguished Club Criteria

**Distinguished Lt. Governor**

(Desk clock)

All Clubs in zone are honor clubs OR

Net plus one in membership and ~~net plus~~ **charter one new Club**

**Distinguished Governor**

(Ring)

Grow District by net plus 1 in membership

~~Grow District by net plus one in Clubs~~ **build one new Club**

**All Clubs are current on District and OI dues (all financial obligations paid by September 30)**

**Honor District Secretary Treasurer**  
(ink pen)

**Be current on District and OI dues (all financial obligations paid and/or submitted by September 30 )**

**All reports filed with Optimist International in a timely manner**

### **Bylaws Amendment Proposal for Recognition and President's Incentive Programs**

Rationale: In order to be certain a recognition program will not change from year to year, the following bylaws amendment proposal is offered.

**Motion adopted**

**Rodgers/Garner**

That the Board of Directors propose the following amendment proposal to the delegates of the July 2011 Convention to be effective October 1, 2011.

Bylaws Article III. Section 3

The Board of Directors shall establish a baseline Recognition Program. This Recognition Program shall not be changed more than once every five years (beginning October 1, 2011). The President may propose an Incentive Program for his or her year, not to conflict with the Recognition Program.

On behalf of the Board of Directors, President-Elect Jack Creswell thanked Chairman Jim Kondrasuk for the report.

### **Magazine Article**

**Motion adopted**

**Jernigan/Kondrasuk**

Staff is directed to write an article for *the Optimist* magazine about the Recognition survey and the results. There is to be statement to include that if a members' voice was not heard, it was because Optimist International does not have your email address.

The meeting recessed at 11:56 a.m. for lunch, reconvened into executive session at 1:15 p.m. until 2:30 p.m. The meeting reconvened into regular session at 2:38 p.m.

### **E-optimists**

The Board of Directors appointed Chris Jernigan to work with staff in order to pursue and develop the e-Optimist website.

### **REPORT OF THE INTERNATIONAL CANDIDATE QUALIFICATIONS COMMITTEE**

The report of the International Candidate Qualifications Committee was presented to the Board of

Directors by Chairman Yves Berthiaume via Skype.

### **Board Policy I-130; Candidate Qualifications Committee Operational Guidelines**

Rationale: In order to bring the current policy into compliance with the revised Bylaws of Optimist International, the Candidate Qualifications Committee is asking the Optimist International Board of Directors to amend its Board Policy I-130 regarding the CQ Committee Operational Guidelines. The Candidate Qualifications Committee has also made some minor adjustments in its operational guidelines. All revisions are noted in the proposed revised document attached.

#### **Motion adopted**

**Kondrasuk/Rodgers**

That the International Board of Directors adopt the revisions to Board Policy I-130 as shown in the attachment to these minutes.

### **2011 Convention Nominees**

The International Candidate Qualifications Committee met in St. Louis at the International Headquarters February 17-18, 2011. The following list of slate of candidates will be presented to the delegates at the July 1011 International Convention:

For President Elect: J.C. St-Onge (QO – Québec West).

For Board of Directors: Richard A. Bloom (MI); Dennis Desmond (WMO); Michael Goldman (SFL); Ronald N. Graves (STX); Gloria Kloster (DMM); Paul W. Lucas (NTX); Edwin Wint (CAR); and Sandra A. Wooten (NMWTX).

For Vice Presidents-Elect:	Lou Moss	Region 1 Northeast & Great Lakes
	Sonia Anderson	Region 2 Southeast
	Jerry C. Shue	Region 3 Mid Atlantic
	Richard H. Highland	Region 4 Middle America
	Debora A. Ettleman	Region 5 Great Plains
	Christopher J. Black	Region 6 Southwest
	Linda Molthen	Region 7 West Coast
	Thérèse Tremblay	Region 8 St. Lawrence

On behalf of the Board of Directors, David Bruns thanked Chairman Yves Berthiaume for the report.

### **PASO ROBLES OPTIMIST CLUB REQUEST**

A letter received from the Paso Robles Optimist Club addressed to the Board of Directors: “We are writing to you today to plea for your continued support of the international clubs, specifically those which are sponsored by our club and others clubs within the Pacific Southwest District. Our club currently sponsors a club in Nicaragua and has done so without the assistance of our District. We have paid their dues out of our club's accounts and have not had to rely on monies provided from the district or other clubs, and we feel it is important to maintain that connection with the club in Nicaragua and continue sponsoring them. If it is the intention of Optimist International to withdraw sponsoring international clubs, then we respectfully ask for Optimist International to recognize those international clubs as Associate Clubs and continue their connection with Optimist International on a reduced fee

structure. This will enable domestic clubs to continue sponsoring international clubs within their club's budget and still provide support to the international clubs that desperately need assistance and recognition. We sincerely hope you will consider this option and look forward to your reply. Thank you.” Signed: S. Darlene DeBacker, President, Optimist Club of Paso Robles and Lt. Governor, PSWD Zone 13 Chuck Sawyer

**Immediate Past President Mark Shriver referred the request to the Audit & Finance and Growth Committees for the July Board meeting.**

### **REDUCTION IN DUES FOR SECOND YEAR CLUBS PROPOSAL**

Rationale from Board Member Fatima Plater: Newly built clubs have financial problems in their first years of existence. A newly built club starts its second year often with no funds or reduced funds in the bank and new leadership and members who are often new to the organization. It is difficult to carry out activities for our youth, recruit new members and pay Optimist International dues without funds. This penalizes the youth they were built to serve and is also one of the reasons clubs disband in their second year. The second year poses a great risk of club expulsion from our organization because of nonpayment of dues, a lose of membership and lack of established fundraising projects. In order to give clubs a chance to find the means of training effective leaders, recruiting new members and raising adequate funds to operate youth programs, the following proposal is offered:

#### **Motion adopted to refer to the Growth Committee Plater/Bruns**

That the Optimist International Board of Directors consider Second Year clubs in good standing (current in dues two years after its charter date), receive a one time wavier of one quarter’s dues (signed by president and secretary-treasurer) and having a +5 in membership over its charter membership roster.

### **DISTRICT POLICIES AND REVISIONS PROPOSAL (REVISITED ON PAGE 21)**

Rationale: As noted by the Governance Committee, there is a concern about a lack of a policy or procedure for approval of District policies other than the bylaws stating that each District shall adopt a set of operating policies authorized by the International Board of Directors; further, the Governance Committee did specifically ask for a Board Policy (Item G, Page 5, Governance Committee Report). District Policies, and an annual review by the District Board are mandated by the current Bylaws of Optimist International:

Bylaws Article VII, Section 3E.

District Policies. Each District shall adopt a set of operating policies authorized by the International Board of Directors, which will cover the items necessary to administer the District. These policies shall be adopted annually by the District Board of Directors at the Annual convention or a specially called convention.

Currently, when Districts submit their policies to the International Office there is no mechanism for staff or committee approval, nor is there any way to determine what changes have been made to existing District Policies. As part of the Optimist International Board’s fiduciary responsibility, there has to be a

policy outlining the procedure by which the Optimist International Board reviews and approves District policies; that there are no inherent conflicts between District Policies and OI Bylaws and International Policy, and that the Districts themselves do review their own policies on an annual basis as provided for in the Optimist International Bylaws. Much like Board approval of District Funds Raisers, the Executive Director shall establish procedures for review of District Policies, and notify the Board if there are issues which do not comply with the Standard/Model Board Approved District Policies.

**Motion adopted to table until later in meeting    Kondrasuk/Bruns**

That the Board of Directors amend Policies ID-13 as shown below.

District Fiscal Duties and Responsibilities

ID-13

Pursuant to the fact that Optimist International (a Missouri not-for-profit corporation) is a federation of member Clubs, and that its Districts are administrative divisions of the Corporation; in view of its legal and fiscal responsibilities in relation to its administrative divisions, and with due respect to state and federal revenue laws; the following procedure shall apply to the fiscal duties and responsibilities of District administrations and to the submission of the following to qualify for the District allotments from the General Fund of Optimist International according to the provisions of Bylaws Article VIII, Section 5B:

1. A certified statement of receipts and disbursements, and an accountability statement, including an analysis of all monies on deposit or invested in securities, supplemented by statements of receipts and disbursements on the conduct of (a) District conventions, (b) District meetings and conferences, (c) Oratorical Contests, (d) Junior Golf (e) Essay Contest and (f) Youth Clubs. Such review shall be performed by an independent certified public accountant, as of 30 September each year. **An IRS Form 990 or its equivalent may be substituted in lieu of the annual review.**
2. All statements of receipts and disbursements, budgets and supplements thereto, shall be prepared and submitted in the form and manner of and shall correspond with the Standard District Chart of Accounts, and the numbers and definitions of those accounts, provided by Optimist International.
3. Applicable to the United States, a copy of completed Internal Revenue Service Form 990, which form must be filed with Internal Revenue Service not later than 15 February following the close of each fiscal year. This requirement shall also apply to Clubs in Canada where applicable.
4. Evidence of the regular use of the standard District Expense Voucher form provided by Optimist International.
5. **As part of the fiscal duties and responsibilities of District administration, each District shall adopt a set of District Policies at the District's annual convention, or at a specially called convention. All District Policies shall follow the Optimist International model district policies, and shall be delivered to the Executive Director of Optimist International in hard copy or electronically within 30 days following adoption by the District. After approval by Optimist International, a District should review its District**

**Policies at least annually. If the District amends the District Policies, the amended policies shall be forwarded to Optimist International within 30 days following the amendment, with all changes highlighted. No policy adopted by a District shall be in conflict of the International Bylaws, or the operating policies of Optimist International.**

**Policy ID-27; District Allotment Requirements (See Page 21)**

**Motion adopted to table until later in the meeting                      Kondrasuk/Bruns**

That the Board of Directors amend Policies ID-27 as shown below:

District Allotment Requirements

ID-27

The following items are required for a District to receive its November and May allotment of fifty cents per member from the General Fund as determined by the International Bylaws:

Minutes of Board and Executive Committee Meetings

Budget

**Form 990 for U.S. clubs** or Review

1<sup>st</sup>, 2<sup>nd</sup>, and 3<sup>rd</sup> Quarter Financial Reports

**District Policies**

**VICE PRESIDENTS COMMUNICATIONS**

All Vice President Reports were reviewed and discussed by the Board of Directors

The meeting recessed into executive session 3:35 p.m. then recessed at 5:30 p.m. for the evening.

**Saturday, March 5, 2011**

The meeting reconvened at 9:15 a.m. with an invocation by Chris Jernigan, the Pledge of Allegiance led by President-Elect Jack Creswell, a toast to all countries that have an Optimist Club was given by JOOI President Kayleigh White, and the mission statement was led by Jim Kondrasuk.

**YOUTH FUND FOUNDATION COMMITTEE**

Immediate Past President Mark Shriver appointed the Ad Hoc Youth Foundation Committee to clarify and define the relationship between Optimist International and the Youth Foundation. Ken Garner will be the chair, with members Dave Bruns and Marlene Phillips.

**2012 GOVERNORS CONFERENCE**

**Motion adopted**

**Creswell/Phillips**

**Opposed: Rodgers**

There will be a 2012 Governors Conference with a budget not to exceed \$45,000.

## ACTIVITIES COMMITTEE REPORT

The report of the Activities Committee was presented to the Board of Directors by Chair Jim Oliver.

### **Oratorical Contest Structure**

Rationale: The revisions to the age eligibility criteria established by the 2009-2010 Committee have proven to be controversial and have caused tension among Clubs and Districts that regularly sponsor contests. The main concern has been if students under the age of 19 as of December 31 were allowed to compete, the competition would be unfair to middle school and junior high participants. The judging criteria would be biased to the older students due to their higher levels of education and maturity. The younger students would be discouraged and less likely to participate. The Committee spoke with District Governors, Oratorical Chairs and other Members who contacted Optimist International with suggestions. In response to these Member recommendations and concerns, it is proposed that age categories be instituted to ensure fair competition. There would be two age categories for contestants—ages 10 to 14 and ages 15 to 18 who have not graduated high school or the equivalent. This would put the eligibility requirement in accordance with the revised Essay Contest for the 2011-2012 Optimist year. Each Oratorical contest age group would have the opportunity to compete for a \$2500 scholarship. Due to the stipulation of only having 2 scholarships funded by the Optimist International Foundation available per District, the contests would need to be combined gender in every participating District. This would allow for one scholarship to be awarded to the first place winner in each age category, regardless of their gender. Optimist International is the only service organization that runs separate gender scholarship contests. This is an antiquated practice that should be updated in order to keep Optimist sponsored contests competitive with scholarships offered by other organizations. These contests may be viewed as offering an unfair advantage to a particular gender, which would cast the Club or District and the International organization in an unfavorable light. While students may mature at different rates, the proposed age categories accommodate for any disparity. Statistics were compiled on the District winners from the 2009-2010 Optimist year. There were 64 winners between the ages of 14 and 16 and 30 winners between the ages of 10 and 13. Even though the current contest is only open to students up to the age of 16, the majority of winners are high school age students. Establishing age categories would allow the high school age students to compete for an award that will be beneficial to them in the near future, while also allowing younger students a fair opportunity to compete for scholarship funds.

#### **Motion failed**

#### **Rodgers/Creswell**

That the Board of Directors approve the following revision to Policy I-66 to take effect in the 2011-2012 Optimist year:

International Programs

I-66

#### **Oratorical Contest**

Optimist International will promote an annual oratorical contest under guidelines approved by the Board of Directors. Optimist International will provide scholarships in an amount approved annually by the Board, contingent upon funding by the Optimist International Foundations. Scholarships paid by the Canadian Children's Foundation of Canada will be paid in Canadian funds for winners of contests held after October 1, 2001. **The age categories (10-14 and 15-18**

**who have not graduated from high school or the equivalent) will be run in combined gender Oratorical contests for all participating Districts.**

**Policy I-66; Oratorical Contest Age Eligibility – Substitute Motion**

Rationale: The 2010-2011 District Oratorical contests have not been conducted yet. These contests are usually run during the months of April and May. The results of the increase in the age limit to “under the age of 19 as of December 31 of the current school year” cannot be effectively evaluated until that time. The initial concern over the change has quieted as preparations are being made for this year’s contests.

The Committee would like the opportunity to evaluate the results of the 2010-2011 contests, including how many 18 and 19 year old students participated, how many of those students won the International scholarships and how the Districts feels the change impacted their contests. After the contests have been conducted, Committee Members will contact District Governors and Oratorical Chairs to ask these questions and get their feedback. This information will be shared with the 2011-2012 Committee for consideration during their review of the contest requirements. The Committee acknowledges that the increase to the age of 19 as of December 31 allows for youth who are widely recognized as adults to compete alongside students in middle school. Youth should not be asked to compete against adults, who may have already begun their college careers. The intent of the contest is to allow youth to compete for scholarship funds to further their educational goals and in order to keep the contest equitable, it is recommended that entry be limited to students who have not yet graduated from high school or the equivalent. Districts will still have the option to run separate or combined gender contests. It is recognized that it is necessary for the eligibility requirement to be set at this time, so the information can be properly communicated to Clubs and Districts in preparation for the 2011-2012 Optimist year. This will allow the contest information to be promoted at the Baltimore International Convention during the District Activities Chair Training and various Programs workshops. The contest planning guides will be posted on the Optimist International website following convention, so that Clubs and Districts can begin promoting the contests within their communities.

**Motion adopted**  
**Opposed: Bruns**

**Garner/Jernigan**

That the Board of Directors approve the age eligibility for the Optimist Oratorical contest be revised to “youth under the age of 18 as of December 31 of the current school year, who have not yet graduate from high school or the equivalent” and adopt the following revision to Board Policy I-66.

International Programs

I-66

Oratorical Contest

Optimist International will promote an annual oratorical contest under guidelines approved by the Board of Directors. Optimist International will provide scholarships in an amount approved annually by the Board, contingent upon funding by the Optimist International Foundations. Scholarships paid by the Canadian Children’s Foundation of Canada will be paid in Canadian funds for winners of contests held after October 1, 2001. **The age eligibility for the Optimist Oratorical contest is youth under the age of 18 as of December 31 of the current school year, who have not yet graduated from high school or the equivalent.**

## **Establishing an Optimist International Focus Program**

Rationale: The future of the Optimist organization relies on the quality of its programs. The Committee proposes that the organization needs to focus on a single program with a recognizable goal in order to garner the most attention from potential new Members, endorsed partners and corporate sponsors. The intent is not to forego the other Optimist International programs and community activities, but to highlight one organizational focus. Selecting a focus program for Optimist International would allow the organization to solidify its identity in the global marketplace. Other member service organizations are recognized internationally for their work dedicated to one specific cause, such as the Rotary with their commitment to eradicating polio. Optimist International could become synonymous with finding a cure for childhood cancer. Spotlighting this effort would be impactful because from a volunteer and public relations perspective, a result can be seen after the campaign is completed. The lives of most people have been touched by cancer, however indirectly and efforts to find a cure would be a recognizable cause viewed favorably within all areas of the community. The Childhood Cancer Campaign has a strong emotional appeal. The focus on finding a cure would be heavily promoted at the International level. Clubs and Districts would continue to work within their own communities but would also be encouraged to participate in organization-wide events, such as the CCC Walk. This show of unified support will demonstrate the organization's dedication to this cause. Funds raised by Clubs and submitted to Optimist International and monies obtained through sponsorships would need to be put into a designated account. Committees for the United States and Canada, such as the CCC Advisory Panels would need to be responsible for the distribution of these funds to various organizations working on finding a cure for childhood cancer.

### **Motion adopted as amended**

**Rodgers/Bruns**

~~That the Board of Directors approve the Childhood Cancer Campaign as the Optimist International focus program.~~

That the following Bylaws amendment be presented to the delegates at the July convention. This amendment would require a 2/3 positive vote from the delegates to be adopted.

Bylaws Article I, Identification and Purposes

#### **Section 2. Purposes and Focus**

A. Purposes. Wording stays the same

**New B. Focus. The Childhood Cancer Campaign shall be the focus program for Optimist International for a period 25 years beginning October 1, 2011.**

On behalf of the Board of Directors, Chris Jernigan thanked Chairman Jim Oliver for the report.

The meeting recessed at 10:21 a.m. and reconvened at 10:32 a.m.

## **REPORT OF THE GOVERNANCE COMMITTEE**

The report of the Governance Committee was presented to the Board of Directors by Chair Rick Quinlan.

## Election Procedure for Board of Director Candidates

Rationale: The Governance Committee was charged to receive proposals from the Credentials Committee to refine and simplify the election procedures for Board of Director at Large Candidates. The Credentials Committee held a teleconference on January 11, 2011 with Governance Committee Chair Rick Quinlan and staff. Taking into consideration the comments and concerns made at this teleconference and the Resolution the delegates passed, regarding the confusion and timeliness issues at the last convention, the follow proposal is offered.

### **Motion adopted as amended**

**Jernigan/Garner**

That the Board of Directors presents the following Bylaws amendment regarding the election procedure for Board Directors to the delegates at the July 2011 convention in the first business session to become **effective immediately**.

Bylaws Article IV, International Conventions and Elections

Section 2. Elections

A. Elections for Board of Directors

3. Members-At-Large.

..... ~~Voting shall continue until two candidate shall have received a majority of the votes cast. Convention Delegates shall vote for one candidate at a time.~~

**a. Procedure**

- 1. If there are three (3) or fewer candidates running for Board Director At Large, all names will appear on the ballot. Convention Delegates shall vote for one candidate at a time. The candidate receiving the largest number of votes on the first ballot will be elected. The remaining candidates will be voted on for the second position. The candidate receiving the largest number of votes will be elected.**
- 2. If there are four (4) or more candidates running for Board Director At Large, there will be a primary election. The convention delegates will vote for two (2) candidates and the top three (3) names shall be the winners of the primary election. At this point the procedure will revert to a1 above. ~~The next vote will be for one position and the candidate receiving the largest number of votes will be elected. The remaining candidates will be voted on for the second position. The candidate receiving the largest number of votes will be elected.~~**

## Nomination Deadline for President-Elect and Vice Presidents-Elect

Rationale: In its "Charge Letter" from President Rodgers, the Governance Committee was asked to consider a deadline date for self nominations from the floor for Vice President-Elect and President-Elect. The dates chosen were carefully considered to allow for proper submission of candidate nominations from the Candidate Qualifications Committee and to allow for proper notification to all delegates prior to the convention. In order to receive a nominations from a wider area that will be represented by each office and to conform to current convention rules and parliamentary procedures, the following proposal is offered:

## Motion adopted as amended

Jernigan/Bruns

That the Board of Directors presents the following Bylaws amendment for nominations for President-Elect and Vice Presidents-Elect to the delegates at the July 2011 convention to become effective October 1, 2011.

### Bylaws IV, International Conventions and Elections

#### Section 2. Elections

##### A. Elections for the Board of Directors.

1. President-Elect. Following the nominations by the Candidate Qualifications Committee, **any other person desiring to be placed in nomination for President-Elect shall be nominated no later than April 1 by two clubs. Those two clubs must be from two different Regions** ~~nomination from the floor for the office of President-Elect shall be called for before the vote is taken for such office.~~ The vote for the office of President-Elect shall take place at a session following the session at which nominations are announced by the Candidate Qualifications Committee. **There shall be no nominations from the floor.** Voting shall continue until one candidate shall have received a majority of the votes cast. The President-Elect shall assume the office of President on the first day of October in the calendar year next following this election. The term of office shall be one year.
2. Immediate Past President. No change
3. Members-At-Large. See previous proposal

- B. Elections of Vice Presidents-Elect. The number of Vice Presidents-Elect shall be equal to the number of Regions. At each annual convention Vice Presidents-Elect, **at least** one nominated for each Region and so designated by the Candidate Qualifications Committee shall be elected to serve a term of one year as Vice President-Elect to become Vice President on 1 October in the calendar year following their election as Vice President-Elect. Following the nominations by the Candidate Qualifications Committee, **any other person desiring to be placed in nomination for Vice President-Elect shall be nominated no later than April 1 by two clubs. Those two clubs must be in two different Districts within the Region** ~~nomination from the floor for the office of Vice President-Elect shall be called for before the vote is taken for such office.~~ Nominations ~~from the floor~~ shall be designated for one of the specific Regions and such nominations ~~from the floor~~ shall be of an individual(s) residing within that Region. **There shall be no nominations from the floor.** The vote for the office of Vice President-Elect shall take place at a session following the session at which nominations are announced. **Non-contested elections shall be by acclamation.** ~~At such session, In a contested election~~ delegates shall vote for the Vice President-Elect nominee by Region, with each delegate casting his vote for the Vice President-Elect nominee by Region in which the delegate's club is located. Voting shall continue until a candidate for each Region shall have received a majority of the votes cast in that Region.

- C. General Provisions. Add first sentence: **No person may be a nominee for more than one elected office in any given year.** All elected persons shall take office on October 1 next following their election .....

### Bylaws Article V, International Board of Directors

#### Section 6. International Committees.

##### B. Duties

- 2(d) The Candidate Qualifications Committee shall seek and receive the names and qualifications of prospective candidates for elective offices in Optimist International. It may consider prospective candidates on its own motion. During the convention this committee shall nominate at least one candidate for each elective office. **The Candidate Qualifications Committee shall announce its slate of officers no later than March 1 prior to the election.**

## Review of Convention Rules

Rationale: As directed by President Danny Rodgers in his “charge letter” to the Governance Committee, the committee reviewed the Convention Rules and discussed the nomination and voting processes. As such, the Governance Committee offers the appropriate revisions to the Convention Rules.

### **Motion adopted as amended**

**Jernigan/Plater**

That the revisions as presented be made to the Convention Rules to include the following revision to Board of Directors at Large:

**New 4. All candidates will be given the opportunity to speak to the delegates for two minutes. (pre-primary)**

Note: Proposed Convention Rules are attached to these minutes

## Board Policy I-127, Paragraph IX; Misconduct

Rationale: The Committee reviewed an email sent to staff by an Optimist member citing a typographical error in the policy. The Committee offers the following revision to correct the intent of the policy.

### **Motion adopted**

**Garner/Phillips**

That the Board of Directors revise Policy I-127 to insert the correct wording.

#### **IX. ACTING IN GOOD FAITH**

Anyone filing a report concerning a violation or suspected violation must be acting in good faith and have reasonable grounds for believing the information disclosed is true and indicates a violation. Any allegation that proves to be ~~unsubstantiated~~ **substantiated** and which proves to have been made with malice, with knowledge of falsity or without a reasonable factual basis will be viewed as a serious offense subjecting the reporter to discipline including discharge.

## Review of Job Descriptions

Rationale: The Committee reviewed the Job Descriptions as proposed by the Governance Committee to the Board of Directors last March and made some minor revisions to the document which included making some revisions to comply with the bylaws regarding permanent Regions. The attached document is offered and contains a job description for Governors and Governors-Elect.

### **Motion adopted as amended**

**Rodgers/Phillips**

That the revisions to the Job Description be adopted as presented in the attached document to these minutes.

## Review of Suggested District Policies

Rationale: The Committee reviewed an email message from ANE District Governor David Fulmer noting the Suggested District Policies need two minor revisions to make the policies conform to the International Bylaws.

**Motion adopted**

**Creswell/Garner**

That the following revision be made to the Suggested District Policies as this is no longer required by International Bylaws and should not be in bold.

Policy Article VI, District Finances, General Provisions second paragraph:  
Each Club in the District shall pay for each member enrolled in the International Office as of 31 December and 30 June, annual dues of \$\_\_\_\_ per member, payable (quarterly or semi-annually) of each year, subject to the approval of the Board of Directors of Optimist International and in accordance with Optimist International Bylaws. Annual dues payable by a newly affiliated Club shall commence as provided in policies established by the OI Board of Directors. *(no change in wording)*

**Motion tabled later in the meeting (See Page 22) Phillips/Bruns**

That the following revision be made to the Suggested District Policies Policy Article VI, District Finances, Annual Review to conform with International Bylaws Article VII, Section 5, Paragraph E

ANNUAL REVIEW

An annual review of the books of account of each District as of 30 September shall be performed by an independent certified public accountant or a chartered accountant, and a report thereon shall be submitted to the District Board of Directors not later than 30 November of each year. **An IRS Form 990 or its equivalent may be substituted in lieu of the annual review.**

**Committee Review of District Policy Changes (Revisited from Page 11)**

Rationale: The Committee noted a concern that there is no policy or procedure for approval of District policies other than the bylaws stating that each District shall adopt a set of operating policies authorized by the International Board of Directors and they shall be adopted annually by the District Board of Directors at each annual convention. When Districts send in their policies to the International Office there is no mechanism for staff or this committee to approve or disapprove these policies unless the revisions are noted in the submission. The Colorado Wyoming District submitted their revised policies to the International Office in August 2010. Staff will contact them and ask what revisions were made if they want International Board approval; otherwise they will be stamped as simply received and filed in their District file.

**Motion adopted as amended**

**Kondrasuk/Bruns**

That the Board of Directors amend Policies ID-13 as shown below.

District Fiscal Duties and Responsibilities

ID-13

Pursuant to the fact that Optimist International (a Missouri not-for-profit corporation) is a federation of member Clubs, and that its Districts are administrative divisions of the Corporation; in view of its legal and fiscal responsibilities in relation to its administrative divisions, and with due respect to state and federal revenue laws; the following procedure shall

apply to the fiscal duties and responsibilities of District administrations and to the submission of the following to qualify for the District allotments from the General Fund of Optimist International according to the provisions of Bylaws Article VIII, Section 5B:

1. A certified statement of receipts and disbursements, and an accountability statement, including an analysis of all monies on deposit or invested in securities, supplemented by statements of receipts and disbursements on the conduct of (a) District conventions, (b) District meetings and conferences, (c) Oratorical Contests, (d) Junior Golf (e) Essay Contest and (f) Youth Clubs. Such review shall be performed by an **independent** (bold) ~~e~~Certified ~~p~~Public ~~a~~Accountant, a **Certified Managerial Accountant, a Certified General Accountant, a e**Chartered ~~a~~Accountant, **or a review committee**, as of 30 September each year. ~~An IRS Form 990 or its equivalent may be substituted in lieu of the annual review.~~
2. All statements of receipts and disbursements, budgets and supplements thereto, shall be prepared and submitted in the form and manner of and shall correspond with the Standard District Chart of Accounts, and the numbers and definitions of those accounts, provided by Optimist International.
3. Applicable to the United States, a copy of completed Internal Revenue Service Form 990, which form must be filed with Internal Revenue Service not later than 15 February following the close of each fiscal year. This requirement shall also apply to Clubs in Canada where applicable.
4. Evidence of the regular use of the standard District Expense Voucher form provided by Optimist International.
5. **As part of the fiscal duties and responsibilities of District administration, each District shall adopt a set of District Policies at the District's annual convention, or at a specially called convention. All District Policies shall follow the Optimist International model district policies, and shall be delivered to the Executive Director of Optimist International in hard copy or electronically within 30 days following adoption by the District. After approval by Optimist International, a District should review its District Policies at least annually. If the District amends the District Policies, the amended policies shall be forwarded to Optimist International within 30 days following the amendment, with all changes highlighted. No policy adopted by a District shall be in conflict of the International Bylaws, or the operating policies of Optimist International.**

#### Policy ID-27; District Allotment Requirements (from Page 13)

**Motion adopted as amended**

**Kondrasuk/Bruns**

That the Board of Directors amend Policies ID-27 as shown below:

District Allotment Requirements

ID-27

The following items are required for a District to receive its November and May allotment of fifty cents per member from the General Fund as determined by the International Bylaws:

Minutes of Board and Executive Committee Meetings  
Budget  
**Form 990-~~or~~ and Financial Statement Review**  
1<sup>st</sup>, 2<sup>nd</sup>, and 3<sup>rd</sup> Quarter Financial Reports  
**District Policies**

The meeting recessed 11:32 a.m. and reconvened at 11:45 a.m.

**ANNUAL REVIEW (REVISITED FROM PAGE 20)**

**Motion adopted**

**Garner/Jernigan**

That the following bylaws amendment proposal be submitted to the delegates of the July 2011 convention to become effective October 1, 2011. Should this be adopted by the delegates the Suggested District Policies will be adjusted accordingly.

Bylaws Article VII, Districts

Section 5, District Revenues and Disbursements

Paragraph E. Review. An annual review of the books of account of each District as of 30 September shall be performed by an **independent** (bold) ~~e~~Certified ~~p~~Public ~~a~~Accountant, **a Certified Managerial Accountant, a Certified General Accountant, a** ~~e~~Chartered ~~a~~Accountant, **or a review committee**, and a report thereon shall be submitted to the District Board of Directors not later than 30 November of each year. ~~An IRS Form 990 or its equivalent may be substituted in lieu of the annual review.~~

On behalf of the Board of Directors, Marlene Phillips thanked Chairman Rick Quinlan for the report.

Chris Jernigan asked, and the Board agreed, that the minutes reflect the board's appreciation of the International staff.

The meeting went into executive session at 11:47 a.m., reconvened at 11:55 a.m., then adjourned at noon.

**Motion adopted**

To adjourn the meeting

There being no further business, the meeting was adjourned at 12:00 noon.

Benny Ellerbe  
Executive Director/Secretary

**Attachment 1**  
Job Descriptions  
(Revised)

**ATTACHMENT 1: JOB DESCRIPTIONS**

**OPTIMIST INTERNATIONAL LEADERSHIP POSITIONS OVERVIEW**

The Bylaws of Optimist International set forth the various individuals and their roles for the governance of Optimist International. In order to promote and advance the ideals, goals, and purposes of Optimist International, it is important that these individuals have an informed understanding of their roles and responsibilities. It is also important that these individuals understand how they are to interact with each other so as to work together in harmony and success. Accordingly, following is a delineation of duties and responsibilities for the offices of President, President-Elect, Immediate Past President, Vice Presidents, Vice Presidents-Elect and the Directors of Optimist International. **As Districts are an extension of Optimist International and responsible for the well being of the organization, also included is a delineation of duties and responsibilities for the Governors and Governors-Elect.**

INTRODUCTION

PRIMARY RESPONSIBILITY:

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

The following is a delineation of the qualities and attributes desirable for all persons holding the offices discussed herein:

1. Communication on a regular basis with all leaders in the organization promoting growth at every opportunity
2. Knowledge of Optimist structure and programs
2. Knowledge of parliamentary procedure
3. Consideration for the ideas and thoughts of others
4. Creativity to translate dreams of International Officers into practical realities
5. Ability to come to consensus with other without giving up personal principles
6. Strength to maintain an unpopular position when necessary
7. Be familiar with the Bylaws of Optimist International
8. Review minutes of past Board of Directors meeting minutes
9. Understand fiduciary responsibilities
10. Make decisions that are good for the organization

(Mar 2007; Mar 2009; **March 2011**)

**Attachment 1**  
**Job Descriptions**  
**(Revised)**

**JOB DESCRIPTION**

POSITION TITLE:                   President

**BASIC FUNCTION:**

Bylaws Article VI, Section 2. President. The President shall preside at the International convention and over the Vice Presidents Council and shall be the Chief Executive Officer exercising general supervision over the interests and affairs of Optimist International, subject to the direction of the Board. He shall perform such duties as usually pertain to the office of the President.

**PRIMARY RESPONSIBILITY:**

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

**SPECIFIC RESPONSIBILITIES:**

**Communicate on a regular basis with Vice Presidents, other District Leaders, and Committee**

**Chairs promoting growth at every opportunity**

Appoint ~~ments~~ of **International** Committee Members and **Board Liaisons**

**Serve as** Chief Spokesman for Optimist International

**Serve as** Chair the International Convention

Oversee use of the Optimist International logo and trademark

Responds to specific district requests, e.g. fund raising, activities, special conventions

**Perform s**Such duties as assigned by the Board of Directors

Prepare and Report to the Board of Directors

Administer and follow-up on budgets

Administer and follow-up on Awards Program

**Initiate n**Necessary and advisable Bylaws Changes

Call Board meetings as deemed necessary

Provide guidance and council to Vice Presidents and Governors during the Optimist year

Visit districts as deemed appropriate or advisable

~~As CEO, e~~Communicate and interact with the Executive Director

Set agenda for Board of Directors meetings in consultation with the Immediate Past President and Executive Director.

~~As the CEO, the President can s~~Speak to issues at Board of Directors meetings.

(cont'd)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE:                   President (cont'd)

Prioritize issues on the Board agenda

**Serve as** Ex officio member of all committees

Continue active involvement in local Club

Keep the Board of Directors and members informed on the conditions and operations of the organization

Work with the board in furthering the goals and programs of Optimist International

**Secure** ~~The President must have~~ Board approval for **hiring**/removing the Executive Director.

**Secure** ~~The President must have~~ authorization from the Board of Directors to incur expenses that exceed budgeted amounts **and comply with fiscal responsibility with respect to staff and Board of Directors**

**Comply with Optimist International's Code of Ethics**

**Retain legal counsel as necessary**

~~You are expected to~~ **Lead by example through sponsorship of new clubs and members**

**Assume all responsibilities given to the Board of Directors At-Large members**

**Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as the President.**

(Dec 1991, Mar 1992, Nov 1995; Dec 2002; Mar 2004; Dec 2004; Mar 2007; Mar 2008; Mar 2009; **March 2011**)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE:                    Immediate Past President

**BASIC FUNCTION:**

Bylaws Article V. Section 5. Vacancy. In the event of a vacancy in the office of President, the most recent past President shall assume the duties of President for the remainder of the year.

Bylaws Article VI. Section 4. Immediate Past President. The Immediate Past President shall preside at all meetings of the Board of Directors.

**PRIMARY RESPONSIBILITY:**

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

**SPECIFIC RESPONSIBILITIES:**

Preside over the meetings of the Board of Directors

Maintain parliamentary authority at Board meetings

Control debate and time on any issue discussed at the Board meeting

Represent the Board of Directors

Work with the board in furthering the goals and programs of Optimist International

Continue active involvement in local Club

Such other duties as assigned by the Board of Directors

**~~Expect to~~ Lead by example through sponsorship of new clubs and members**

**Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as the Immediate Past President.**

(Mar 2004; Dec 2004; Mar 2007; **Mar 2011**)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: President-Elect

BASIC FUNCTION:

Bylaws Article VI, Section 3. President-Elect. The President-Elect shall perform such duties as are ordinarily incumbent upon the President-Elect and such other duties as may be assigned to him by the President or Board of Directors.

PRIMARY RESPONSIBILITY:

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

SPECIFIC RESPONSIBILITIES:

**Encourage communication to Vice Presidents-Elect, Governors-Elect, etc. regarding growth and new club building**

Cooperate with President and Board of Directors in furthering goals and programs of Optimist International

Work with Finance Committee on budget for his Presidential year

Attend all Board meetings and Vice Presidents Council meetings

Prepare Awards Program **based on growth**

Responsible for Vice Presidents-Elect and Governors-Elect training **utilizing aids from Optimist International such as trainers, etc.**

Prepare theme and logo for his year

Select chairpersons and members for committees

Assign one or more Districts of Optimist International to Vice Presidents-Elect

Continue active involvement in local Club

Such other duties as assigned by the Board of Directors

**The President-Elect must have authorization from the Board of Directors to incur expenses that exceed budgeted amounts and comply with fiscal responsibility with respect to staff and Board of Directors**

~~Expect to~~ **Lead by example through sponsorship of new clubs and members**

**Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as the President-Elect.**

(Mar 2004; Dec 2004; Mar 2011)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Board of Directors Member at Large

BASIC FUNCTIONS:

Bylaws Article VI International Board of Directors, Section 1. Powers-Meetings.

- A. The affairs and business of Optimist International shall be controlled and directed by the Board of Directors.
- B. The Board of Directors shall meet at such times and places as may be determined by action of the Board of Directors, by call of the President or by written request of six members of the Board of Directors provided that there shall be at least three meetings each year.

PRIMARY RESPONSIBILITY:

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

SPECIFIC RESPONSIBILITIES:

- Attend all Board of Directors meetings.
- Prepare for meetings by reading and considering both the agenda and the business items.
- Carefully study each issue.
- Enter into debate in order to solve problems and resolve issues.
- Approve the budget and contract an annual audit.
- Establish policies and procedures.
- Focus on long term planning and strategic oversight of the organization and ensure strategic planning is created and implemented and to monitor the plan.
- Ensure the acceptance and revocation of Clubs.
- Be available to return phone calls and correspondence from the Chairman, Executive Director, President and other members of the Board within a reasonable time.
- Keep Optimism an important part of daily life.
- Continue active involvement in local Club.
- Serve as liaisons to Vice Presidents and Committees and maintain open communication with Vice Presidents and Committees.
- Carry out assigned duties as assigned by the President or the Board.
- ~~Expect to~~ **Lead by example through sponsorship of new clubs and members**
- Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as a Board member.**

(Dec 2004; Mar 2009; **Mar 2011**)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Vice Presidents

BASIC FUNCTIONS:

Bylaws Article VI, Section 5. Vice Presidents. The Vice Presidents shall perform such duties as are ordinarily incumbent upon Vice Presidents and such other duties as may be assigned to them by the President or the Board of Directors. The President, for administrative purposes, shall assign one or more Districts of Optimist International to each Vice President. Vice Presidents shall meet as a council with the Board of Directors at the international convention.

**Communicate with Governors in your Regions to evaluate and encourage growth.**

Ensure that each governor supports the mission of the organization and the programs established by the Board of Directors.

Work with the President to motivate and train the Governors throughout the year they are serving. In conjunction with Governor, make sure plan is established and marketed in the district aimed at Growth.

Ensure that each governor has a clearly defined program for ongoing training and motivation of District officers.

In conjunction with Governors, make sure that the agreed-upon program based on Marketing and Growth goals are on track.

Serve as a member of the Vice Presidents' Council of the organization. Serve as regional manager ~~over several district governors as assigned by the president,~~ and represent the organization to the members of ~~such Districts~~ **your Region** during the year.

Continue active involvement in local Club.

**Encourage use of certified builders and trainers and other tools available from Optimist international.**

~~You are expected to~~ **Lead by example through sponsorship of new clubs and members.**

**Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as a Vice- President.**

PRIMARY RESPONSIBILITY:

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

(cont'd)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Vice Presidents (continued)

SPECIFIC RESPONSIBILITIES:

- I. Objective
  - A. To be an effective Growth, Marketing and Communication spokesperson to each ~~assigned~~ District **in your Region.**
  
- II. Written Communications
  - A. Continue to familiarize self with pertinent past written guidelines
    - 1. The Bylaws and Policies
    - 2. Strategic Plan
    - 3. Minutes of past Board minutes
    - 4. Training Materials from Optimist International
  - B. Read and understand all written materials issued during the year.
    - 1. All Board minutes of year as Vice President and Vice President-Elect
    - 2. Charge letters issued by the President.
  
- III. Meetings
  - A. Attend all meetings of the Vice Presidents' Council.
  - B. Attend at least one District meeting for each District **in your Region**
  - C. Attend annual Convention of both years as VP and VP-Elect
  - D. Have a regional meeting of assigned Districts, ~~and~~ attend the Governor's Conference **or whatever meetings are being held within your region.**
  
- IV. Other Responsibilities
  - A. Have no other International appointments during the year as Vice President.
  - B. Offer ongoing support of the President
  - C. Perform such other duties as may be assigned by the President and/or the Board of Directors.

(Mar 2004; Dec 2004; Mar 2009; **Mar 2011**)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Vice Presidents-Elect

BASIC FUNCTIONS:

Bylaws Article VI, Section 6. Vice Presidents-Elect. The Vice Presidents-Elect shall perform such duties as may be assigned to them by the President-Elect in cooperation with the President or the Board of Directors. ~~The President-Elect, for administrative purposes, shall assign one or more Districts of Optimist International to each Vice President-Elect.~~

PRIMARY RESPONSIBILITY:

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

SPECIFIC RESPONSIBILITIES:

**Communicate on a regular basis with all leaders in the organization promoting growth at every opportunity**

**Prepare and recommend duties to help Governors-Elect in your Region**

**Familiarize yourself with Districts in Region by reviewing each District's Policies**

**~~You are expected to~~ Lead by example through sponsorship of new clubs and members**

**Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as a Vice President-Elect.**

- I. Objective
  - A. To prepare self for becoming Vice President
- II. Written Communications
  - A. Familiarize self with pertinent past written guidelines
    - 1. The Bylaws and Policies
    - 2. Strategic Plan
    - 3. Minutes of past Board meetings
    - 4. Training Materials from Optimist International
  - B. Read and understand all written materials issued during the year.
    - 1. All Board minutes of year as Vice President-Elect
    - 2. Charge letters issued by the President.

(cont'd)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Vice Presidents-Elect (cont'd)

- III. Meetings
  - A. Attend all Governor-Elect Training, including the Governors-Elect Conference **or whatever meetings are being held within your region.**
  - B. Attend annual Convention of both years as VP and VP-Elect
  - C. Attend the Regional Meetings of Districts **or whatever meetings are being held within your region.**
- IV. Other Responsibilities
  - A. Have no other International appointments during the year as Vice President-Elect.
  - B. Offer ongoing support of the President-Elect and current President, especially with regard to Growth
  - C. Perform such other duties as may be assigned by the President-Elect and/or the Board of Directors.

(Dec 1991, Mar 1992, Nov 1995, Dec 2002; Mar 2004; Dec 2004; Mar 2009; **Mar 2011**)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Governor

Basic Functions:

Bylaws Article VII. Districts

SECTION 2. District Purpose. The sole purpose of the District shall be to function as an administrative division of Optimist International in furtherance of the purposes Optimist International, these Bylaws, and Policies as established by the International Board of Directors. The District shall provide service and support to Clubs for the purpose of enhancing growth, participation, administration and youth service.

SECTION 3. District Administration.

The Governor is a member of Board of Directors and Executive Committee and is an officer of the District. Meetings of the Executive Committee may be called by a majority of its members or at the call of the Governor. The Governor may call a meeting of the Board of Directors each quarter, or at such time and place as he may determine with the advice and consent of the Executive Committee. The duties of the officers shall be delineated in the District Policies.

PRIMARY RESPONSIBILITY:

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

SPECIFIC RESPONSIBILITIES:

**Communicate on a regular basis with all leaders in the organization promoting growth at every opportunity**  
**Search for future leaders of the District and encourage them to attend District meetings**  
**~~You are expected to~~ Lead by example through sponsorship of new clubs and members - build at least one new club and recruit a member**  
**Make the newly elected officers of the district a part of your team**  
**Be a delegator. Do not prepare everything but make sure it is done. Make proper delegation of responsibilities to Assistant Governors, Lt. Governors, and committee chairs. Communicate what is expected of them and make sure they are aware of resources and tools available**

(cont'd)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Governor (cont'd)

Follow up on clubs that show interest in growth and new club building  
Review and adhere to strategic plan of the district  
Attend OI convention training, ~~including but not limited to Parallel District Conferences, for governors and/or districts~~ or whatever meetings are being held within your Region.  
Attend special meetings and conferences for training for the benefit of the district leaders, clubs and members, etc.

**Be fiscally responsible to the District**  
**Serve as an ex-officio member of all committees**  
**Further the mission and purposes of Optimist International and promote the interest and coordinate the work of member Clubs within the District**  
**Call and preside over all meetings of the District Board of Directors, the Executive Committee and the annual District convention**  
**Attend the Optimist International Convention, and any special meetings or conferences conducted by Optimist International for Governors.**  
**Ensure there is an agenda and/or curriculum for all convention business sessions, leadership development events, forums, and meal service events, in consultation with the Governor-elect – DELEGATE these responsibilities.**  
**Act on behalf of Optimist International in all relations with member Clubs within the District**  
**Present or designate an appointee to present New Club Charters**  
**Serve as a liaison between OI and clubs**  
**Track progress of the district**  
**Refer to and follow the Governor Checklist available on [optimistleaders.org](http://optimistleaders.org)**  
**Motivate and encourage Lt. Governors, Committee Chairs and Club Presidents**  
**Communicate expectations with Club and District Leaders**  
**Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as the Governor.**

(Mar 2011)

**Attachment 1**  
**Job Descriptions**  
**(Revised)**

**JOB DESCRIPTION**

**POSITION TITLE:** Governor-Elect

**BASIC FUNCTIONS:**

Bylaws Article VII. Districts

**SECTION 2. District Purpose.** The sole purpose of the District shall be to function as an administrative division of Optimist International in furtherance of the purposes Optimist International, these Bylaws, and Policies as established by the International Board of Directors. The District shall provide service and support to Clubs for the purpose of enhancing growth, participation, administration and youth service.

**SECTION 3. District Administration.**

The Governor-Elect is an officer of the District and on the District Board of Directors and Executive Committee. The duties of the officers shall be delineated in the District Policies.

**SECTION 5G. Other Committees and Chairmen.**

The Governor-Designate shall appoint the chairmen and the required number of members of all committees, and shall announce such appointments not later than 1 October following his election.

**SECTION 6C. Governor-Elect**

The Governor-Elect shall automatically become Governor on 1 October of the year following the year in which he was elected Governor-Elect. Following the District convention, the Governor-Elect shall be known as the Governor-Designate. The Governor-Elect shall not serve in any other elective office in the same year he is Governor-Elect.

**PRIMARY RESPONSIBILITY:**

By virtue of your election to the Board of Directors the members of Optimist International have expressed their confidence and entrusted you, in accordance with the laws of the State of Missouri, the personal and fiduciary duty to assume and exercise, in good faith, and with due diligence, responsibility for the legal and financial governance, and the best interests, of Optimist International.

(cont'd)

**Attachment 1**  
Job Descriptions  
(Revised)

JOB DESCRIPTION

POSITION TITLE: Governor-Elect (cont'd)

SPECIFIC RESPONSIBILITIES:

**Communicate on a regular basis with all leaders in the organization promoting growth at every opportunity**  
**Review the District Strategic Plan and encourage and assist in its development**  
**Visit as many District Clubs as possible**  
**Study Club Annual Reports, etc.**  
**~~Be sure to d~~ Delegate training and educations seminars**  
**Prepare a budget for your year in conjunction with District Finance Committee**  
**Consult Governor-Elect Checklist found on [optimistleaders.org](http://optimistleaders.org)**  
**Build at least one new club and recruit at least one new member**  
**~~The~~ Appoint a District Secretary-Treasurer ~~shall be appointed~~ for a term of one year ~~by the Governor-Elect.~~**  
**Ensure ~~T~~the appointment of the Secretary-Treasurer designate shall be confirmed by the District's Board of Directors, and shall take office 1 October next following confirmation. 01 Bylaws Article VII, Section 6, Paragraph D)**  
**Attend Governor-Elect Conference**  
**Attend International Convention-meet with OI Rep**  
**Attend Regional Meetings and Trainings**  
**Attend District Conventions**  
**Prepare District Budget**  
**Attend all meetings**  
**Plan and promote training for Presidents-Elect and Lieutenant Governors-Elect**  
**Be involved with District Leadership Development Committee "Catch A Rising Star"**  
**Review Zone Alignment**  
**Collect Officer-Elect reports**  
**Identify potential NCB sites**  
**Review District Policies and propose changes, if necessary**  
**Consider Zone boundaries and propose realignment, if necessary**  
**Be willing to subordinate any local or district Optimist interest to the general interest of all members of the organization in carrying out the duties as the Governor-Elect.**

(Mar 2011)

**Attachment 2**  
Candidate Qualifications Committee Operational Guidelines  
Policy I-130  
(Revised)

**ATTACHMENT 2: CANDIDATE QUALIFICATIONS COMMITTEE OPERATIONAL  
GUIDELINES**

**CANDIDATE QUALIFICATIONS COMMITTEE  
OPERATIONAL GUIDELINES**

I. DEFINITION

The Candidate Qualifications Committee is a "Convention Business Committee." Unlike other convention business committees; however, the CQ Committee maintains year-round continuity.

II. PURPOSE

The purpose of the CQ Committee is set forth in ARTICLE V, Section 6, Paragraph B 2(d) of the Optimist International Bylaws. It provides that: "The Candidate Qualifications Committee shall seek and receive the names and qualifications of prospective candidates for elective office in Optimist International. It may consider prospective candidates on its own motion. During the convention this Committee shall nominate at least one candidate for each elective office."

III. COMPOSITION

ARTICLE V, Section 6, Paragraph C 2(c) of the Optimist International Bylaws, states: "The Candidate Qualifications Committee shall consist of three appointed members who shall be appointed to terms of three years each, and the four most immediate and available Past Presidents (beginning one year after having served on the International Board of Directors). Each year the President shall appoint one member to a three year term, but no appointed member shall be eligible to serve consecutive full terms. Any vacancy to one of these appointments shall be reappointed by the International President that made the original appointment. No member of the Board of Directors shall be eligible to serve on this committee."

IV. CHAIRMAN

~~ARTICLE VIII, Section 4 of the Optimist International Bylaws provides that: "The President shall annually designate the chairman of each committee."~~

**ARTICLE V, Section 6C1. Except as otherwise stated in these Bylaws, the authority to appoint members and designate the chairman of each committee and fill any vacancy shall be vested in the President.**

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Candidate Qualifications Committee Operational Guidelines  
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(Revised)

V. MEETINGS

The Committee shall meet at the discretion of the Chairman, between the first and second board meeting and shall be subject to the Board of Directors approved budget for the current operating year. Any meeting scheduled which will cause the budget to be exceeded must be pre-approved by the Board of Directors. The Chair of the International Candidate Qualifications Committee will report to the International Board of Directors.

VI. RESPONSIBILITY OF CHAIRMAN

- 6.1 It shall be the responsibility of the Chairman to notify the Committee Members of all meetings. **The Chairman, working with Staff, shall arrange for hotel accommodations for the Committee.** The Chairman shall submit a written agenda to all members well in advance of a meeting, thus allowing the members an opportunity to contribute ideas to the development of that agenda prior to the meeting. ~~The Chairman shall review with the Committee members at each meeting copies of all "letters of nomination" which he receives~~
- 6.2 **The Chairman shall review with the Committee members at each meeting copies of all correspondence which he receives.** ~~The Chairman shall mail a copy of the most recent published Rotating Committee Report, showing the appointments for the next three years, to each member of the Committee prior to the first meeting of the year. The~~ Chairman shall forward, or cause to be forwarded, as soon as possible after receipt, all correspondence, favorable or unfavorable, regarding a potential candidate for any Optimist International elective office.
- 6.3 **The Chairman shall receive all correspondence relating to self nominations to the International Board of Directors. [bold]This information will be shared only with the Candidate Qualifications Committee and will remain confidential [bold]. A final list of candidates for the Board of Directors will be included in the committee's report to the Board of Directors.**
- 6.34 ~~The Chairman, working with Staff, shall arrange for hotel accommodations for the Committee.~~  
**The Chairman shall mail a list of the most recent rotating committee members, showing the appointments for the next three years, to each member of the Committee prior to the first meeting of the year.**
- 6.45 Prior to the close of the last meeting of the Committee each year, the Chairman shall appoint the present first year "at large" member of the Committee as the Recording

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Secretary to serve the following year.

**6.56** The Chairman shall:

- a. Report all nominees to the assembled Board of Directors of Optimist International at the pleasure of the President of Optimist International, preferably at the first assembled meeting of the Board. The report shall be given after the nominees have accepted, and shall be given in the following order:
  - (1) President-Elect
  - (2) Vice President-Elect
  - (3) Director-At-Large
- b. Report the list on nominees for Directors-At-Large, Vice Presidents-Elect, and President-Elect to the Executive Director prior to the deadline for publications of the April "Hotline"

**6.67** The Chairman, prior to the first meeting of the year, shall:

- a. Obtain from the Executive Director of Optimist International copies of all reports containing information of either a complementary or derogatory nature pertaining to Optimist leaders, past or present, at the Governor's level or above, and shall share such information with the Committee members.
- b. Place such reports in the files of those persons to whom they pertain, and if no file exists, insure that a file shall be opened and report placed therein.

**6.78** Following each meeting of the Candidates Qualification Committee, the Chairman may direct the next-most senior member of the Committee to obtain background checks on a potential nominee for office designated by the Committee. The Chairman shall verify with the Executive Director of Optimist International the availability of funds for such purpose. Such senior member shall order such reports approximately 30 days before the next meeting and direct that they be delivered to the Committee Chairman at his preferred address as soon as possible. The Chairman shall review such reports with the Committee members and direct the Secretary to file the reports in the file folders for the respective potential nominees.

**6.89** The Executive Assistant to the Executive Director shall be designated Administrative Assistant to the Candidate Qualifications Committee. Said Assistant shall be responsible to the Chairman and Recording Secretary of the Committee for:

- a. Computer input. All material, at the time of typing or entry in the computer, shall be dated by page.
- b. Biographical information

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- c. Committee Minutes, with additions or corrections.
- d. Presidential, Vice Presidential, and Director-At-Large Master Lists, with additions or deletions, and other secretarial items assigned by the Chairman or Recording Secretary.
- e. All information relating to CQ uses be held confidential on diskette with password and easily reached by computer held in files and in control of the Chairman and acting CQ secretary.

6.910 Prior to the first and second meetings of the Committee, the Chairman shall consult with the President and/or the Executive Director of Optimist International concerning any items on the agenda of the Board of Directors of Optimist International for which input from the Candidate Qualifications Committee might be helpful or desired.

6.4011 ~~No~~ **All** communication from any Optimist regarding candidates for office in Optimist International **shall be addressed to the committee chairman** received by the Committee if it contains more than three names for President of Optimist International. ~~Any written communications containing more than three names recommended for each office shall be returned to the sender by the Chairman of the Committee with the request that the sender select his/her top three recommendations for the office concerned. No recommendations will be considered by the Committee unless the recommendation is reduced to~~ **in** written form.

6.4112 Immediately following the Optimist International Convention, the Candidate Qualifications Committee Chairman Designate shall write to the current Optimist International Committee Chairmen (enclosing the Committee Member Evaluation Form [Appendix B]) requesting information concerning the performance of the members serving on said committee during the current year. The Candidate Qualifications Committee Chairman is to request a response within thirty days.

6.1213 Prior to July 15, the Chairman of the Candidate Qualifications Committee shall write to the governor and governor-elect of each district requesting an evaluation of the Optimist International Representative to their district convention using the "Confidential Evaluation of Optimist International Representatives" in Appendix A-5. This completed form is to be returned to the Candidate Qualifications Committee Chairman immediately following the district convention in the self-addressed, confidential envelope.

VII. RESPONSIBILITY OF RECORDING SECRETARY

7.1 The Recording Secretary shall be responsible for:

- a. Preparing the written Minutes of each meeting and transmitting same to the

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members within 45 days thereafter.

- b. Creating and updating the permanent records and files of all recommended nominees in cooperation with the Executive Director of Optimist International.
- c. Preparing revised copies of Operational Guidelines, reflecting all amendments adopted by the Committee, and sending revised copy to all the Committee members within 45 days thereafter.
- d. Indoctrinating the incoming Recording Secretary with respect to all permanent records and files maintained by the Committee prior to the close of the last meeting.

7.2 The following requirements shall govern the preparation and maintenance of Minutes for the Committee:

- a. All Minutes of this Committee shall be maintained in the permanent files for reference.
- b. All actions and principle conclusions of the Committee shall be disclosed in the Minutes.
- c. Names of all nominees who are deleted from or added to the lists of candidates shall be recorded in groups, even though each candidate is considered individually. All additions and deletions will be grouped in the Minutes.
- d. All lists of individuals contained within the Minutes shall be recorded by year served as Governor, in alphabetical order within the year and followed by the district designation.

**VIII. RECORD STORAGE**

The permanent files and records of the Committee shall be housed, under lock, within the Optimist International office. The Chairman, working with the Executive Director of Optimist International, shall designate a store room for these records and insure that strict conditions of security are enforced. No person, other than a member of the Committee and the Executive Assistant to the Executive Director, shall be authorized to have access to this locked storage files. A separate keyed file cabinet shall contain the files and records. Keys to this locked file cabinet shall be only in the possession of the Chairman, the Recording Secretary of the Committee, and the Executive Assistant to the Executive Director. They keys shall be transferred to the senior returning member and the Recording Secretary-Designate at the last meeting of the year.

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(Revised)

IX. BIOGRAPHICAL FILES

9.1 The Committee shall maintain a biographical file for each potential candidate. Mere discussion of potential nominees shall not be cause for creating a file for the member discussed. Creation of these files shall be as follows:

- a. The Committee, at its meeting each year, shall review the list of Immediate Past Governors and submit a list of selected names to the Executive Director with instructions to create a biographical file on each named individual.
- b. The Executive Director of Optimist International, upon special request from the Committee, shall create a file on any Optimist member.
- c. The CQ Committee may create a file on its own.
- d. All personal files shall be forwarded to the Committee Chairman for placement in permanent files of the Committee.
- e. A file will be established for all nominees recommended by:
  - (1) A majority vote of the Committee, or
  - (2) Letters of recommendation, reviews and reports that are not acted upon favorably by the committee will be retained in a master file until such time as the committee opts to establish a file.
  - (3) The Committee shall review each candidate's file and content annually, and place files into "library status" for those candidates no longer under consideration by the committee.

9.2 Information in these files shall include:

- a. A form listing biographical data, including:
  - (1) Name of the Optimist, and the name of the Optimist's spouse
  - (2) A picture of the Optimist
  - (3) Date of birth
  - (4) **Mailing and email A-addresses**
  - (5) Telephone numbers (home, **cell**, and work)
  - (6) Vocation
  - (7) **Education**
  - ~~(7)~~(8) Year joined Optimism
  - ~~(8)~~(9) Name of current Optimist club

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- ~~(9)~~**(10)** Name of district
  - ~~(10)~~**(11)** Year served as Club President, and awards
  - ~~(11)~~**(12)** Year served as Lt. Governor, and awards
  - ~~(12)~~**(13)** Year served as Governor, and awards
  - ~~(13)~~**(14)** Numerical standing at end of year: i.e., \_\_\_\_\_ out \_\_\_\_\_.
- Percent Gain/Loss as Governor**
- ~~(14)~~**(15)** Year served on Optimist International Committee, and name of Committee

- b. Letters received by the Committee which formally endorse or transmit other pertinent information about a potential candidate.
- c. Letters received by the International Office pertaining to conduct, behavior or performance of any current or past Lt. Governor, Governor, or International Vice President.

9.3 Occasionally, derogatory reports are received by the Candidate Qualifications Committee which tend to indicate that a particular member should not be considered for office in Optimist International. If the Committee deems such derogatory information to be reliable and of such a nature as to render the subject person unsuitable for International office, a memorandum shall be placed in the file created for such person, outlining the reasons for such conclusion. The date of entry of memorandum and the vote of the Committee making such recommendation shall be noted in the memorandum, and signed by the Chairman. Such files will be documented with non-hearsay information to substantiate the reasons. Written documents shall be considered as non-hearsay information, although they contain information originally obtained from some source other than the writer.

X. CONFIDENTIALITY OF COMMITTEE

Matters discussed by the Committee and materials maintained for review shall be held in strict confidence by all members. It shall be the responsibility of the Chairman to remind the Committee members of their pledge of confidentiality at each meeting.

XI. GUIDELINE FOR MEETINGS

11.1 The prime order of business at the first meeting of the year shall be selection and confirmation of at least one nominee for the office of President-Elect of Optimist International. The Committee may then proceed with the selections of nominees for the office of Vice President-Elect; there shall be at least eight nominees for the office of Vice President-Elect. And finally, the Committee shall select nominees for the office of Director-At-Large; there shall be at least one nominee for each open position. The

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selection of all nominees shall be completed by the Committee prior to its adjournment. All voting shall be by secret ballot.

- a. Prior to the first ballot for any office, the Committee shall have the opportunity to review the list of potential candidates, eliminating those names which the Committee deems are no longer viable candidates for office.

#### 11.2 Suggested Candidate Selection Procedure

The person receiving the majority of the votes shall be the nominee for the office of President-Elect. At such time, a motion shall be made to declare the nominee elected by unanimous vote. There shall be opportunity for discussion prior to each ballot for any office.

- a. At the first meeting of the Committee each year, on the first ballot to select a nominee for President-Elect, each Committee member shall select three names of proposed candidates for the office of President-Elect, giving the first choice three points, the second choice two points, and the third choice one point. All Candidates named shall be ranked in order based on the total number of points received by the respective candidates.
- b. A second ballot shall be taken in which the Committee members shall vote, listing three names, from among the top five names on the list from the first ballot, giving the first choice three points, the second choice two points, and the third choice one point. From this list, a third ballot shall be taken with each member casting one vote for one of the top two candidates taken from the second ballot.
- c. The number two person in point accumulation on the third ballot for President-Elect will be the back-up nominee.

11.3 The Vice Presidents-Elect shall be selected by ballot within the Regions established by the International Board of Directors. There shall be a separate ballot for each Region. The voting procedure shall be the same process as that of the President-Elect.

11.4 Each nominee for each office shall be discretely contacted by the Committee Chairman to confirm the acceptance of nomination, utilizing the Guidelines for this Committee. Care shall be taken to assure that no hint of selection shall be made to any other person in the confirmation process. The Committee Chairman shall obtain confirmation from each nominee as expeditiously as possible, and confirm all acceptances to the Committee members. See Appendix A-1 to A-4.

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At the time of acceptance of the nomination by each nominee, the nominee shall be advised by the Committee Chairman that the Committee members expect that he/she will:

- a. Read, become familiar with, and support the Bylaws and policies of Optimist International.
- b. Be especially aware of the need to maintain the fiscal responsibility of the organization.
- c. Exercise independent judgment as a member of the Board of Directors, after rationally considering the facts bearing on all issues.

A letter to the nominee confirming his/her acceptance and containing the above expectations shall be mailed by the Chairman to each nominee together with copies of the Optimist International Bylaws and policies.

- 11.5 The Committee may withdraw the name of a back-up nominee at any time. It shall not be assumed that the back-up nominee will be the next in line for the office for the following year.
- 11.6 Prior to adjournment for the following year, the Committee shall have the opportunity to again review the list of potential candidates, eliminating those names which the Committee deems are no longer viable candidates for the office.
- 11.7 The Committee, prior to adjournment, shall review the names Past Governors, who did not attain the status of Distinguished, for possible addition to the list of prospective candidates.
- 11.8 Prior to adjournment of each meeting, the Committee shall review each candidate list for the purpose of designating potential nominees for office for whom background checks should be obtained and provide a list of such persons to the next-most senior member of the Committee who is not the Chairman of the Committee.

**XII. CANDIDATE LISTS**

- 12.1 The Committee shall maintain a Candidate List containing no less than six names for the office of President-Elect. Additions to, and deletions from, these lists shall be made as follows:
  - a. Names of the current Board of Directors shall be automatically added to the list of Potential President-Elect candidates, unless by a majority vote of the Committee members, for good reasons stated, they are declared not suitable for consideration.

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- b. Names of all Immediate Past Vice Presidents shall automatically be added to the list of potential President-Elect nominees, unless by majority vote of the Committee members, for good reason stated, they are declared not suitable for consideration.
  - c. Names submitted via letters of nomination endorsement and names recommended by the confidential communication form shall appear in the Minutes. These names shall be considered for additions to the President-Elect list.
  - d. A majority of Committee members may add a name to the list of potential President-Elect nominees.
  - e. The name of any potential nominee may not be removed from the list unless there is a majority vote of the Committee members.
  - f. The Committee shall not discuss the candidacy of any of its members.
- 12.2 A similar list, without a minimum number, shall also be maintained for the office of Vice President-Elect. Additions to, and deletions from, these lists shall be made as follows:
- a. Names submitted via letters of nomination endorsement and names recommended by the confidential communication form shall appear in the Minutes. These names shall be considered for additions to the Vice President-Elect list.
  - b. A majority of Committee members may add a name to the list of potential Vice President-Elect nominees.
  - c. Names of all immediate Past Governors who achieved Distinguished status shall automatically be added to the list of potential Vice President-Elect nominees, unless by majority vote of the Committee members, for good reason states, they are declared not suitable for consideration.
  - d. Any Committee member may add a name to the list of potential Vice President-Elect nominees, unless by majority vote of the Committee members, for good reason stated, they are declared to be not suitable for consideration.
  - e. The name of any potential nominee may not be removed from the list unless there is a majority vote of the Committee members.
  - f. The Committee shall not discuss the candidacy of any of its members.

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12.3 “Legend” for categorization of candidates:

P = Priority Presidential Candidates

B1 = VP / VP-Elect in current / coming year

B2 = Past VP / Not on President Priority List / Potential for Board of Dir or Pres

B3 = Past VP / Not considered Potential Board of Dir or President

VP = Priority Vice President Candidates

VP1 = Past Gov / Potential VP

VP3 = Past Gov / Not considered Potential VP

Above categories to be used not only for use by CQ Committee in selecting candidates for nomination as President-Elect, VP-Elect and Board of Directors Members-At-Large, but also in making recommendations to President-Elect for priority appointments to Committee Chairs and Committee Members.

XIII. TRAIT FACTORS

13.1 The following criteria, together with other pertinent qualities shall be considered when selecting potential nominees:

- a. Communications Skills
  - i. Speaking ability
  - ii. Motivational ability
  - iii. Diplomacy
- b. Wisdom
  - i. Intelligence
  - ii. Vision
- c. Availability
- d. Image
- e. Performance (Past - Current)
  - i. Optimist International
  - ii. District
  - iii. Club
- f. Health
- g. Integrity

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h. Dependability (Regardless of potential reward or recognition)

13.2 Other

a. The Committee may consult with any International Committee Chairman on any candidate being considered for the Office of Vice President-Elect.

XIV. REQUEST FOR OPTIMIST INTERNATIONAL COMMITTEE APPOINTMENTS

The Committee shall annually submit a list of names to the President-Elect and the President-Elect Nominee for their consideration when making appointments to Optimist International Committees.

XV. AMENDMENTS TO GUIDELINES

The "Operational Guidelines" may be amended at any time by a majority vote of the members of the Committee, and shall take effect immediately upon passage.

(Jul 2008; Mar 2010; **adopted 2011**)

**Attachment 3**  
Convention Rules  
(Revised)

**ATTACHMENT 3 : CONVENTION RULES**

**CONVENTION RULES**  
**(as adopted by the Board of Directors March 2011)**

Accredited Delegate Information

**General Provisions – No change in wording**

- A. The Convention will be composed of accredited delegates.
- B. A delegate is a member of an Optimist Club in good standing, who has registered at the convention and been certified by the Credentials Committee. "Good standing" means the delegate's Club is not in arrears in payment of dues or other financial obligation to Optimist International.
- C. The adoption of the convention rules shall be by a majority of the votes cast by accredited delegates. Subsequently, the convention rules may be amended, suspended, or rescinded by two-thirds of the votes cast by accredited delegates.
- D. Robert's Rules of Order shall govern in all cases not covered by the Optimist International Bylaws or these Convention rules.

**Responsibilities of a Delegate – No change in wording**

Accredited delegates have the privilege and honor of representing their Club at this Optimist International Convention. This voting privilege is also a solemn duty.

It is the responsibility of each accredited delegate to attend all business sessions of the convention; participate fully by listening, debating the issues within the framework of the convention rules and to vote on issues.

The direction of Optimist International for the coming years depends, in large, on the measures decided by the delegates to this convention. A failure to meet this responsibility is a failure to represent your constituency.

Parliamentary Pointers:

- 1. Subsidiary motions are motions that pertain to main motion while it is pending.
- 2. Most incidental motions arise out of another question that is pending and must be decided before the question out of which they arise is decided.

**Attachment 3**  
Convention Rules  
(Revised)

3. Before a motion is stated by the chair, it may be withdrawn or modified by the maker. After it is stated by the chair, it may be withdrawn by majority vote of the assembly and is frequently settled by unanimous consent.
4. Hasty action may be corrected by use of the motion to reconsider. This motion may be made only by one who voted on the prevailing side. It may be made only on the day the vote to be reconsidered was taken or the following calendar day.
5. To stop debate and force the vote, a delegate should obtain the floor and say, "I move the Previous Question". This requires a second and a two-thirds vote.
6. A tie vote on a motion means the motion fails. A tie vote on an appeal sustains the decision of the chair.
7. If in doubt about any item of business under discussion, a delegate may rise to a point of information or parliamentary inquiry. A delegate, without waiting for recognition, may rise and say, "Mr. Chairman, I rise for information" or "I rise to a parliamentary inquiry". The chair will ask the delegate to state his/her point.
8. If in doubt about the results of a voice vote as announced by the chair, a delegate may call for a demonstrated vote. Without waiting for recognition, a delegate may rise immediately after the vote is announced and say, "Mr. Chairman, I call for a division" or simply call out "Division!" The chair will initiate a show of voting cards, the results of which can be verified by everyone in attendance. If the results are still in doubt, the chair will initiate a ballot vote.

**CONVENTION RULES**

1. **VOTING AND ACCREDITATION OF DELEGATES – No change in wording**
  - A. Each Optimist Club in good standing with Optimist International shall be entitled to one vote for each 25 members or major fraction thereof based on the membership recorded in the International Office on April 30 immediately prior to the Convention. Clubs organized after this date and prior to the first day of Convention shall be entitled to one vote for each 25 or major fraction of 25 charter members recorded in the International Office.
  - B. To be eligible to vote at the convention, delegates must have been accredited. To be accredited, a delegate must have registered and paid the registration fee for this convention, represent a Club in good standing (i.e., all obligations to Optimist International and district paid) and have registered at the Credentials Desk prior to the business sessions.
  - C. The number of votes cast may equal, but not exceed, the voting strength. Delegates will be accredited by the Credentials Committee.

**Attachment 3**  
Convention Rules  
(Revised)

- D. The Credentials Committee shall report at the first convention session and at each session thereafter, and at such other times as directed by the chair. The Credentials Committee report will include only those Clubs with properly accredited delegates, and may be amended as necessary between business sessions.
- E. An individual holding membership in more than one Optimist Club may be a delegate for each Club provided that individual has complied with the required registration procedure and paid the required registration fee for each Club.
- F. A delegate who is unable to obtain delegates- credentials within the normal hours of registration specified in the official convention program may obtain such credentials within a one-hour period preceding the beginning of each business session. The Credentials Desk will be open from Noon to 6 PM Tuesday; 10 AM to 6 PM Wednesday in the room or location and one hour preceding each business session Thursday, Friday, and Saturday. Each individual delegate who wishes to participate in the voting and sit in the reserved section must register with the Credentials Desk and obtain appropriate credentials. Credentials will not be available for distribution during a business session. In the event of loss, the Credentials Committee may issue duplicate credentials during the times specified.  
*(Dates and Times will be adjusted for each convention and to allow for 15 minute counting session)*

2. MOTIONS AND DEBATE – **No change in wording**

- A. At each Convention business session delegates shall be seated in a special, reserved section of the convention floor.
- B. Any Convention registrant who is a member of an Optimist Club may speak on any question provided he/she addresses the Chair in the prescribed manner, is recognized by the Chair, and states his/her name and Club affiliation.
- C. Only accredited delegates may make or second motions.
- D. No motions will be entertained by the chair unless seconded, and no motion shall be debated until the Chair has restated it. A motion will be placed in writing when so directed by the Chair.
- E. Debate on a given motion will be limited to two minutes per speaker with a limit of 10 speakers, five for each side of an issue. No one may speak a second time on a given motion, at the same sitting.
- F. Debate may be limited, extended, or ended by a two-thirds vote.
- G. The decision of the Chair is final on all procedural matters. A decision of the chair may be reversed only upon failure of a vote to sustain the ruling of the Chair.

**Attachment 3**  
Convention Rules  
(Revised)

**3. VOTING – no change in wording**

- A. The vote on any question before the convention will be taken immediately following completion of debate, except that votes on questions related to the Candidate Qualifications, Resolutions, and Governance Committees will be taken at the time specified in the official convention program.
- B. Once commenced, voting will not be interrupted except for a restatement of the questions by the Chair.
- C. At the discretion of the Chair, a question will be decided by a voice, hand, rising, roll call, or ballot vote. To facilitate voting, the chair may require the use of hand-held placards as a substitute for voice, hand, or rising votes.
- D. A ballot vote may be ordered by a majority vote of the delegates.  
For each ballot vote:
  - (1) The Chair will announce the composition and chairperson of a committee of tellers to count the ballots, and thereafter declare a recess for at least 15 minutes to permit Clubs to caucus and marking and depositing of ballots.
  - (2) Delegates will caucus as Clubs, decide on the distribution of votes to which the Club is entitled, and designate one delegate to mark the ballot reflecting the result of the caucus. Except as otherwise provided for voting in elections, a Club entitled to more than one vote may split its votes, except that only whole votes may be cast. Only one ballot per Club, reflecting all votes to which the Club is entitled, may be cast.
  - (3) At least four ballot boxes, with a teller assigned to each box, will be available in the business session meeting room for depositing of ballots.
  - (4) At the completion of balloting, the committee of tellers will remove the ballot boxes to a designated place, count the votes, and tabulate the results. The teller committee chairperson will report the results, in writing, to the Chair. All ballots will be destroyed immediately after the results of the balloting has been announced by the Chair.
  - (5) A ballot vote once cast may not be changed.

**4. RESOLUTIONS – No change in wording**

- A. Only resolutions presented by the Resolutions Committee will be considered by the convention. Resolutions declined by the Resolutions Committee and not presented to the convention are referred to the President-Elect and Executive Director for consideration.
- B. Rules for debate on resolutions will be as directed by the Chair, generally following those prescribed for questions.
- C. Resolutions will be adopted by majority vote. Resolutions approved by the convention delegates are referred to the International Board of Directors for consideration.
- D. All actions taken on delegate approved resolutions will be communicated to the delegates at the following convention.

**Attachment 3**  
Convention Rules  
(Revised)

5. ELECTIONS

A. General Provisions Specific to Elections

1. Except where there is only one nominee for an elected position, voting shall be by written ballot with each Club eligible to cast the number of votes allocated to their Club for the election of their Regional Vice President-Elect, President-Elect, and Board member.
2. Each delegate chair shall receive as many written ballots as entitled to the Club (based on the Club's voting strength) upon registration with the Credentials Committee. There will be no replacement ballots if a delegate chair loses any Club ballot(s).
3. The order of elections shall be Board Directors at Large, Vice Presidents-Elect, and President-Elect.
- ~~4. Any candidate receiving the majority of votes cast will be elected. For President Elect and Vice Presidents Elect, in the event that the required number of candidates do not receive a majority of the votes cast, the three candidates receiving the highest number of votes cast after any candidate who receives a majority, will be placed for balloting for the remaining vacant position(s).~~
- 4. In the event there are multiple candidates for any office, delegates will cast their clubs' votes for those offices at a "voting session" that may be held for two hours following the recess of a business session. Uncontested elections will be by acclamation. At the discretion of the chair of the convention, vote totals may be announced following each ballot.**

B. President-Elect

1. The Candidate Qualifications Committee shall make its report of nominees and introduce them to the Convention during the first business session. Following the report, the Chair shall call for additional nominations from the floor.
2. Floor nominations will be limited to a statement of the candidate's name, Club affiliation, District represented, and the office for which nomination is made.
3. Election of President-Elect will take place at a session following the session at which the nominations are announced. If there are two or more candidates for the office of President-Elect, voting will take place at the "voting session" following the business session.
4. When the election for President-Elect is contested, campaign speeches will be allowed and, will be made immediately after the nominations of all candidates and prior to the elections. Each campaign speech will be strictly supervised and the time monitored by the chair in accordance with the following: President-Elect candidates will be allowed five minutes each. The candidate may split the time allocated with any designated speaker(s) to speak on his/her behalf and/or he/she may speak on their own behalf.

**Attachment 3**  
Convention Rules  
(Revised)

C. Vice Presidents-Elect

1. Nominees for the office of Vice President shall be introduced to his/her assigned Region at a meet and greet session prior to the first business session. A campaign speech by any individual wishing to be a nominee for that Region may be given at the meet and greet session. Each campaign speech will be strictly supervised and the time monitored by the Chair of this meeting (current Vice President for that Region).
2. The Candidate Qualifications Committee shall make its report of nominees and introduce them to the Convention during the first business session. Following the report, the Chair shall call for additional nominations from the floor. Nominations from the floor shall be for individuals that reside within the Region for which he is being nominated.
3. Floor nominations will be limited to a statement of the candidate's name, Club affiliation, District represented, and the office for which nomination is made.
4. Election of Vice Presidents–Elect will take place at a session following the session at which the nominations are announced. At such session, delegates shall vote for the Vice President-Elect nominee by Region, with each delegate casting his vote for the Vice President-Elect nominee by Region in which the delegate’s club is located. Voting shall continue until a candidate for each Region shall have received a majority of the votes cast in that Region. **If there are two or more candidates for the office of Vice President-Elect, voting will take place at the “voting session” following the business session.**

D. Board of Directors at Large

1. The Candidate Qualifications Committee shall make its report of nominees and introduce them to the convention during the first business session.
2. There shall be no nominations from the floor.
3. **If there are more than two candidates, e**~~E~~**lections for the board of directors at large shall take place at the “voting session” following a business session. Additional balloting will take place at a subsequent voting session(s).**
4. ~~A Club will receive one ballot for each vote it is entitled to. Any ballot marked for more than the number of positions to be elected shall be disqualified. For example, if two board directors at large positions are to be filled, a ballot containing more than two selections shall be disqualified.~~

**New 4. All candidates will be given the opportunity to speak to the delegates for two minutes. (pre-primary if there is a primary election)**

**Attachment 3**  
Convention Rules  
(Revised)

**5 4** A Club will receive one ballot for each vote it is entitled to. Clubs will vote for one candidate at a time. Any ballot marked for more than one candidate shall be disqualified. For example, if two board directors at large positions are to be elected, a ballot containing more than one name shall be disqualified.

**SCENARIO 1: If Issue 1 of the Proposed Bylaw Amendments IS adopted:**

**6 5-Procedure**

- A. If there are three (3) or fewer candidates running for Board Director At Large, all names will appear on the ballot. Convention Delegates shall vote for one candidate at a time. The candidate receiving the largest number of votes will be elected. The remaining candidates will be voted on for the second position. The candidate receiving the largest number of votes will be elected.**
- B. If there are four (4) or more candidates running for Board Director At Large, there will be a primary election. The convention delegates will vote for two (2) candidates and the top three (3) names shall be the winners of the primary election. At this point the procedure will revert to 6A above.**

**SCENARIO 2: If Issue 1 of the Proposed Bylaw Amendments is NOT adopted:**

**6 5-**Any candidate receiving a majority of the votes cast shall be elected. In the event one candidate receives a majority of the votes cast on the first ballot, the two candidates receiving the next highest number of votes shall be voted on in a run off ballot. In the event no candidate receives a majority of the votes cast on the first ballot, the three candidates receiving the highest number of votes shall be voted on in a second ballot. Balloting shall continue until two candidates have been elected by receiving a majority. In the event no candidate is elected following a third ballot, each of the three candidates shall be given the opportunity to address the delegates for two minutes. Subsequent balloting shall continue until two candidates receive a majority of the votes cast. At the discretion of the chair of the convention, vote totals may be announced following each ballot.

~~7. At the discretion of the chair of the convention, vote totals may be announced following each ballot.~~  
Moved to 5A4

(Revised March 2011)



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