Call to Order:
Governor Matthew Cantrall called the meeting to order at 3:02 p.m.

Pledge of Allegiance:
Governor-elect Chuck Gugliuzza led the Pledge of Allegiance.

Invocation:
District Treasurer Celia Earle gave the invocation

Roll Call:
Executive Director Melanie Winternheimer’s roll call recorded the 2013-14 District Board Members’ attendance:

2013-14 Trustees Present:
Governor Matthew Cantrall
Governor-Elect Chuck Gugliuzza
Immediate Past Governor Allen Whetsell
Past Governor Tom Ramiccio
Executive Director Melanie Winternheimer
District Treasurer Celia Earle
Division 1 Lt. Governor Samantha Jackson
Division 2 Lt. Governor Kay Cherry
Division 3 Lt. Governor Heather Locke
Division 4 Lt. Governor Michael Williams
Division 5 Lt. Governor Bob Hollister
Division 6 Lt. Governor Dr. Merrick Owen
Division 7 Lt. Governor Donna Collins
Division 8 Lt. Governor Mike Pontius
Division 9 Lt. Governor Trueman Hurley
Division 10 Lt. Governor Barry Rigby
Division 11 Lt. Governor Teddy Hartselle
Division 12 Lt. Governor Mark Lightsey
Division 13 Lt. Governor Cathy Swanson
Division 14 Lt. Governor Sharon Moody
Division 15 Lt. Governor Dennis Harrison
Division 16 Lt. Governor Jim Vensel
Division 17 Lt. Governor Terri Lynn Davis
Division 18S Lt. Governor Sam George
Division 19 Lt. Governor Trinky Jarrett
Division 20 Lt. Governor Maribeth Lenz
Division 22 Lt. Governor Jessica Macera
Division 23 Lt. Governor Joel Davidson
Division 24 Lt. Governor Caroll Neita
Division 26 Lt. Governor Lisa Feliciano

Also Attending:
Florida Kiwanis Foundation President Matt Sheehan
Florida Kiwanis Foundation President-elect Dave Liddell
Florida CKI District Governor Victor Roa
Florida Key Club Governor Trina Sessions

2013-14 Trustees Absent:
Past Governor Donna Parton
Division 18N Lt. Governor John Wild
Division 21 Lt. Governor Kristina Vincenzo-Cabral
Division 25 Lt. Governor Tom Freiwald

Quorum:
Executive Director Winternheimer confirmed the presence of a quorum for the conduct of business.

International Representation:
The Kiwanis International Board was not represented at the Board Meeting. No members of Kiwanis International staff attended the meeting.

Acknowledgement of Guests and Opening Comments:
Governor Cantrall thanked the guests and the Board for attending.

Approval of 08/04/2013 Minutes:
Lt. Governor Joel Davidson made a motion to approve the 08/04/2013 Minutes, as recorded. The motion was seconded by Lt. Governor Teddy Hartselle and carried.

Financial Reports:
Executive Director Winternheimer presented the Auditor’s Financial Review of the Kiwanis Family accounts (Kiwanis, CKI and Key Club) for the 2012-13 administrative year as conducted by the auditing firm Schafer, Tschopp, Whitcomb, Mitchell & Sherman, LLP, Certified Public Accountants. She stated that the District ended the year with an improved financial position and that the district office was following proper financial procedures.

District Treasurer Celia Earle presented the Treasurer’s Report and the three month financials for the period of 10/01/2013 through 12/31/2013. Lt. Governor Vensel made a motion to accept the year to date financials and the Treasurer’s Report. The motion was seconded by Lt. Governor Davis and carried.
Having already been approved by the CKI Board of Trustees, Governor Cantrall asked for a motion to ratify the approval of the 2013-14 Florida District of CKI budget as presented. Division 2 Lt. Governor Kay Cherry made a motion to accept the CKI budget as presented, the motion was seconded by Division 13 Lt. Governor Cathy Swanson, and carried.

Treasurer Earle also presented the Kiwanis International Cumulative Balance Due, New Member Fee and the Unpaid Dues reports. She asked the Lt. Governors to contact their clubs to help collect the outstanding payments and thanked them in advance for their assistance.

2014-15 Division Elections:
Executive Director Winternheimer reminded the Lt. Governors that if they had not already done so, they need to schedule their elections in their divisions for 2014-15 Lt. Governors and Lt. Governors-Elect and for 2014-15 Foundation Trustees from even numbered divisions. These elections must be completed by the second week in March. Training for the 2014-15 lieutenant governors and Foundation trustees is scheduled for May 16-18, 2014 at the Marriott in Lake Mary, FL.

Lt. Governor’s Reports Filing Deadlines:
Executive Director Winternheimer reviewed the reporting deadlines. She stressed the importance of getting the Official Board visits done as soon as possible because they are usually the most difficult to schedule with a club. Club visits are due as follows:

- Education & Contact Visits were due 12-1-13
- Official Club Visits are due 3-15-14
- Official Board Visits are due 5-31-14

Executive Director’s Report:
- Executive Director Winternheimer informed the board that the Long Range Finance Committee met this morning and unanimously voted to recommend the 2014-15 budget as proposed by Governor-elect Chuck Gugliuzza. This budget will be released to the 2014-15 Board for their review at the training in May.

- The FL Kiwanis district conventions are contracted through 2018 at the following locations:
  08/21-24, 2014  Boca Raton Resort & Club, Boca Raton
  08/13-16, 2015  Sandestin Golf & Beach Resort, Destin
  08/04-07, 2016  The Rosen Centre, Orlando
  08/24-28, 2017  Marriott Marco Island Resort & Spa, Marco Island
  08/23-27, 2018  Marriott World Center, Orlando

  Several locations are being investigated; possibly in the Northeast for 2019 and in the Southwest for 2020.
• She reminded the lieutenant governors that they are our best gauge of what is happening in the division and that their input is important. She told them that the district office is always available for questions, concerns or assistance no matter how large or small.

**Kiwanis Growth Progress Report:**
Governor Cantrall congratulated Lt. Governor Tom Freiwald, in absentia, for building the first new club in the Florida District in over two years; the Kiwanis Club of Hialeah.

In addition, Governor Cantrall informed the Board that:
• A Growth Summit being held at the FL Kiwanis District Office on Sunday, February 9, 2014 with International Trustee Jim Rochford facilitating. The hope is to build at least two new clubs as a result of this effort.
• We have grown in every part of our Kiwanis family, including the Aktion Club. He asked they we all continue to promote and grow our SLPs. They are truly the jewel of Kiwanis.
• On April 26, 2014 there will be a meeting of the growth initiative team in Atlanta, GA. This team includes incoming lieutenant governors, club counselors and new club building chairs in each division. Unfortunately this is the same weekend as our Key Club District Convention but hopefully we will still get a good showing.

**International Convention / Tokyo-Chiba, Japan - July 16-19, 2014:**
Governor Cantrall acknowledged that the trip to Tokyo, while expensive, could also be the trip of a lifetime. He encouraged everyone to consider attending to support the District and Kiwanis International.

**District Convention / Boca Raton Resort & Club, Boca Raton - August 21-24, 2014:**
Governor Cantrall provided information regarding the change of location AND date of the Florida District Convention from the Trump National Doral (July 31-August 4) to the Boca Raton Resort & Club in Boca Raton (August 21-24). He reminded the board about their duties at the convention including: the final official Board Meeting at 1:00 p.m. on Thursday, promotion of attendance and early convention registration, the VIP dinner Thursday evening, formal attire for Saturday’s Retirement and Installation dinner, credentials and registration assistance, Convention Memorial program deadline of 08/01/14, and sale of 3 pages of Convention Program Book advertising per division, by 7-10-14. Governor Cantrall stressed that this will be a popular convention destination and that a sell-out is not out of the realm of possibility. He recapped the increased registration fees, which had been previously recommended by the 2012-13 Long Range Finance Committee and approved by both the 2012-13 and 2013-14 boards. This year’s registration fees have increased to $200 for a single convention packet, $385 for a couple’s registration packet and $125 for registration only (no meals or paid events/entertainment).

District Treasurer Earle reminded the Board of the importance of the Caring Corner to the Kiwanis Service Leadership Programs through the Florida Kiwanis Foundation. She said that
contributions are being sought and that she is being assisted by several capable volunteers who are promoting the Caring Corner throughout the District.

UNFINISHED BUSINESS:

- **Governor’s Visits (Governor Matthew):**
  Governor Matthew has been enjoying his visits to the divisions. They have been both rewarding and eye-opening to see all of the many wonderful things that are happening throughout the Florida District. He reminded the divisions who have not yet scheduled their visits that his calendar is filling up quickly.

- **Report of Investment Committee (Terry Carr):**
  The Board packet included an investment performance report prepared by Terry Carr, Florida Kiwanis’ Investment Counselor. After providing a brief history of the origin of the Investment Committee and how it has evolved into the success it is today, Terry continued to show that the District’s investments remain strong.

- **Foundations’ Annual Club Gifts (FKF President Matt Sheehan):**
  Annual Club Gifts have been coming in slowly and steadily. President Sheehan offered his congratulations to the six divisions that are at 100% (3, 4, 12, 13, 15 and 22).

- **Update on The Eliminate Project (Governor-elect Chuck Gugliuzza):**
  As of the middle of January we have raised 1.954M dollars. That is on target with about 37% of the clubs participating but we have a long way to go. Only through the support of every club and every member can we save the children around the world from dying from MNT. Ask clubs to become a model club or commit to give a pledge. On the plus side, Florida has the first model division in the world, Division 22, and Florida is working on a second model division, which hopes to be established by 2015.

NEW BUSINESS:

**Hall of Fame (Governor Matthew):**
As initially proposed in August, Governor Matthew asked the Board to consider eliminating the Hall of Fame Award as outlined in the FL Kiwanis Policies & Procedures (Article XII, Section 3). Past Governor Tom Ramiccio moved to discontinue the Hall of Fame Award in the Florida District. Lt. Governor Davis seconded the motion and it passed unanimously. Article XII, Section 3 will be removed from the FL District Policies & Procedures.

- **Policy on Candidates for International Office (Past Governor Dave Liddell):**
  The Policy on Candidates for International Office was approved by the Board on August 9, 2012. In the wake of the change in staff at the end of 2012 it was never inserted into the Policies & Procedures document itself. This was strictly an omission and does not require Board approval. It was necessary to point this out, however, in order to make some corrections to the procedure. The corrections identified are as a result of the first
use of this provision and the discovery that the timings outlined could not be met as originally identified. Division 13 Lt. Governor Cathy Swanson made a motion to accept the corrected policy effective immediately. Division 15 Lt. Governor Dennis Harrison seconded the motion which passed unanimously. The corrections are:

- Paragraph 1, Line 2: Replace January with December
- Paragraph 1, Line 4: Replace March 1 with January 15
- Paragraph 2, Line 1: Replace April 1 with “at least 30 days prior to the Past Governor’s Retreat”
- Paragraph 3, Line 1: Eliminate May.

This policy will now become Article VIII in the Florida District Policies & Procedures. Articles, paragraph numbers, and designations will automatically be changed, as appropriate, when the amended Policies & Procedures are published.

- **Proposed Bylaw Amendment from Kiwanis Club of Northside Naples (Joe Zaks):**
  Joe Zaks presented an amendment to the Florida Kiwanis District Bylaws as proposed by the Kiwanis Club of Northside Naples.

  - **The existing bylaw,** found in Article X, Section 1, Sub-Section g. Paragraph (2) states: “The candidate has served as a District Committee Chairperson for a minimum of three (3) years.”

  - **The proposed bylaw** would state: “The candidate shall have served as a District Committee Chairperson for a minimum of three (3) years by the time he/she takes office.”

  Lt. Governor Davidson made a motion to approve the proposed amendment which was seconded by Lt. Governor Trinky Jarrett. After a lengthy debate, Past Governor Allen Whetsell made a motion to table the amendment and send it to the Bylaws Committee for a recommendation to be presented at the Board of Trustees meeting on August 21, 2014. The motion passed unanimously.

- **Proposed dedication of the District Office/District Convention (Governor Cantrall):**
  Governor Cantrall presented a request proposed by Past Governor Bob Randolph to honor the memory of District Secretary Emeritus, George Langguth, by naming the district office after him. Governor-elect Chuck Gugliuzza made a motion to dedicate the Sunday morning Memorial Breakfast at the 2014 Florida District Convention to George Langguth and name the boardroom at the district office in his name. The motion was seconded by Immediate Past Governor Whetsell. A request was made to separate the proposal into two parts. Governor-elect Gugliuzza then restated his motion to 1) name the boardroom at the district office in the name of George Langguth. Immediate Past Governor Whetsell seconded the motion and it carried. Governor-elect Gugliuzza made a
second motion to dedicate the Sunday morning Memorial Breakfast at the 2014 Florida District Convention to George Langguth. The motion was seconded by Immediate Past Governor Whetsell and carried.

- **Reserve Accounts (Executive Director Winternheimer):**
  Executive Director Winternheimer explained the existence of three reserve accounts reflected in the budget of the Florida District but not funded. These are the Overseas International Convention Reserve, District Convention Loss Reserve and Technology Equipment Replacement/Purchase accounts. These reserve accounts exist on paper and they are “funded” annually although there is no separation of accounts for them. It was the recommendation of the Executive Officers and the 2013-14 Long Range Finance Committee that these accounts be re-established as operating, funded reserve accounts. A motion to accept this recommendation was made by District Treasurer Celia Earle. Division 3 Lt. Governor Heather Locke seconded and the motion passed unanimously.

- **Bylaws and Policies & Procedures Committee (Chair: John Sullivan):**
  One issue was addressed which can currently be found in Article XV, Section 4 (or on page 30 of the newly proposed Policies & Procedures document; Section M, number 4). The title is “Fund Raising Efforts of the District and the Foundation”. The words “and the Foundation” should be deleted as these policies do not relate to the fundraising efforts of the Foundation. In addition, verbiage should be added to the current Article XX (Section P. in the newly proposed Policies & Procedures document) stating: “The headings at the beginning of each paragraph and sub-paragraph of this document are for convenience only and shall not in any way affect the interpretation of any paragraph of this document or the entire document.” A motion to approve this change was made by Lt. Governor Cherry. The motion was seconded by Lt. Governor Davidson and carried.

In the absence of John Sullivan, Chair of the Bylaws and Policies & Procedures Review Committee, it was voted to table any further discussion about the Policies & Procedures until he could be present.

**Report of Florida Kiwanis Foundation President**
Florida Kiwanis Foundation President Matt Sheehan provided some background on the origin of the mini-grants program. He urged the lieutenant governors to go back to their clubs and let them know that, as of January 31, 2014, there is money available in the mini-grants fund. He also encouraged them to pursue matching club grants. Additionally, he reminded everyone that there is information on the website about the availability of scholarships, requested assistance in collecting the annual gifts and encouraged everyone to remind their clubs about Sustaining Memberships.

In closing, he thanked Jose Josinvil for doing such a great job on redesigning the Foundation website.
Request for reconsideration of motion to table:
As requested by Division 22 Lt. Governor Jessica Macera, Immediate Past Governor Whetsell agreed to reconsider his motion to table, thereby re-opening the discussion on the Bylaw amendment proposed by the Kiwanis Club of Northside Naples which would allow an individual to announce their candidacy for FL Kiwanis District Treasurer prior to completing a third term as a District Chair.

Joe Zaks re-stated the position of their proposal and requested that the Board reconsider.

As a point of order, it was declared that, in keeping with Robert’s Rules of Order, no further discussion was allowable on this tabled motion and all further discussion ceased.

Report of Key Club Governor:
2013-14 Key Club Governor Trina Sessions invited the Board to attend the Key Club District Convention at a reduced one-day rate which includes House of Delegates, lunch with a Key Clubber, and the Governors Farewell Banquet & Ball. For an additional fee you are encouraged to interclub in the Walk for Eliminate. This offer is open to all Kiwanis members.

Governor Sessions thanked Kiwanis for their support of her throughout the year and closed by saying how much she had learned about the K-family, and herself, because of her relationship with Kiwanis. She is thankful for having had the opportunity to be the Key Club Governor but, even more so, for having had the opportunity to get to know so many Kiwanians. She is inspired to be a better leader because of having so many respected role models.

Report of CKI Governor:
2013-14 CKI Governor Victor Roa reminded everyone that this was not the time to focus on the weekend but rather to focus on yourself and find ways to give better and give more to your communities. He said there is a difference between “empowerment” and “encouragement”. To encourage is to urge someone to do something whether they can do it or not. Empowerment is giving that person the tools they need to do what they are being encouraged to do. Victor said that is what Governor Matthew is doing this weekend. He is providing you with the tools to go into your communities and be better Kiwanians and help more of those in need. He closed by thanking everyone for their support and encouraged the Board to come to Melbourne for the CKI DCON February 28-March 1, 2014.

Governor’s Closing Remarks:
Governor Cantrall provided the opportunity for the guests in the room to identify themselves and thanked them for attending. He then closed by thanking the Board for their leadership and their dedication.
Adjournment:
There being no further business, Governor Cantrall adjourned the meeting at 4:55 p.m.

Respectfully submitted this 28th day of February, 2014,

[Signature]
Melanie J. Winternheimer, Executive Director/District Secretary
The Florida District of Kiwanis International

Certification:
Copies of these Minutes have been forwarded to Kiwanis International Executive Director Stan Soderstrom; Kiwanis International Governance Specialist, Diana Rader O’Brien; Thomas Tschopp, Schafer,Tschopp, Whitcomb, Mitchell & Sheridan, LLP., Kiwanis’ officially designated Certified Public Accountants; and permanently filed in the Official Records of the Florida District of Kiwanis International, Inc., at its headquarters at 5545 Benchmark Lane, Sanford, FL 32773-8116.