

**MINUTES OF THE FINAL OFFICIAL MEETING OF THE 2007-08  
BOARD OF TRUSTEES OF THE FLORIDA DISTRICT OF KIWANIS  
INTERNATIONAL – HYATT REGENCY JACKSONVILLE  
RIVERFRONT HOTEL – THURSDAY, AUGUST 21, 2008**

**Call to Order:**

Governor Taylor called the Fourth Official Meeting of the 2007-2008 Board of Trustees of the Florida District of Kiwanis International to order at 8:35 p.m. The Board meeting was being held in conjunction with the Florida District Convention in Jacksonville, Florida and was rescheduled from 1:00 p.m. to allow for travel delays caused by Tropical Storm Fay.

**Pledge of Allegiance:**

District Treasurer Parton led the Pledge of Allegiance.

**Invocation:**

Governor-Elect Liddell gave the invocation.

**Roll Call:**

Executive Director Langguth's roll call recorded the 2007-08 District Board Members' attendance:

**2007-08 Trustees Present:**

Governor Mark Taylor  
Governor-Elect Dave Liddell  
Immediate Past Governor Phil Yorston  
Past Governor Donna Batelaan  
Past Governor Bill Rushing  
Treasurer Donna Parton  
Executive Director George Langguth  
Division 1 Lt. Governor Don Pulley  
Division 2 Lt. Governor Richard Foreman  
Division 3 Lt. Governor Al Eppinger  
Division 4 Lt. Governor Tom Weller  
Division 5 Lt. Governor Bert Wasmund  
Division 7 Lt. Governor Diana Christen  
Division 8 Lt. Governor Tom Hammatt  
Division 9 Lt. Governor Bud Brown  
Division 10 Lt. Governor John Hambuch  
Division 11 Lt. Governor Jerry Baker  
Division 12 Lt. Governor Lou Remz  
Division 13 Lt. Governor Terry Carr  
Division 14 Lt. Governor Roland Young  
Division 15 Lt. Governor Rob Crowder  
Division 16 Lt. Governor Gary Hawken  
Division 17 Lt. Governor Pat Ramthun

Division 18N Lt. Governor Tracy Seider  
Division 18S Lt. Governor Joan Greene  
Division 19 Lt. Governor Terry Luster  
Division 20 Lt. Governor Edie McConville  
Division 21 Lt. Governor Jeff Clemens  
Division 22 Lt. Governor Richard Copeland  
Division 24 Lt. Governor Richard Bryce  
Division 25 Lt. Governor Carmen Calzon  
Division 26 Lt. Governor Aquilles Solano

**2007-08 Trustees Absent:**

Division 6 Lt. Governor Ken Mahaffey  
Division 23 Lt. Governor Richard Leys

**Quorum:**

Executive Director Langguth confirmed the presence of a quorum for the conduct of business.

**International Representation:**

The Kiwanis International Board was represented at the Board Meeting by Kiwanis International Trustee , Bascom Allen. Kiwanis International Controller, Bill Parker and Area Director, Rhonda Vrell represented the International Office Staff.

**Acknowledgement of Guests and Opening Comments:**

Governor Taylor stated that it was unusual to have a night Board Meeting and therefore he knew that people were anxious to move on to the agenda. Governor Taylor stated that he specifically wanted to acknowledge the presence of International Trustee Bascom Allen; Key Club District Officers Travis Benaiges, Sergio Segrera, Jaime Sloane and Shelby Goodfriend. Governor Taylor made a general acknowledgement of the rest of the guests.

Governor Taylor stated that Tropical Storm Fay had impacted the convention, but thanks to the generosity of the Hyatt Regency Jacksonville Riverfront Hotel that the convention was able to move forward without the fear of asinificant financial loss. Governor Taylor stated that the management of the Hyatt had been magnificent and very gracious and encouraged the District to extend another contract to the hotel in appreciation of its generosity. He said that the hotel relieved Kiwanis of any financial obligations even if we had decided to cancel the convention. He stated that with the assurance and cooperation of the hotel the decision was made to continue to conduct the convention, despite the challenges caused by Tropical Storm Fay. Governor Taylor stated that we need the presence of 99 clubs for a quorum and that 77 clubs had already been certified this afternoon.

Governor Taylor informed the Board that the convention was being dedicated in memory of Nancy Liddell. He stressed that we are sorry beyond belief that she isn't with us.

**Approval of June 25, 2008 Board Minutes:**

**Lt. Governor Foreman made a motion to approve the Minutes of the Third Official Meeting of the 2007-08 Florida District Board of Trustees held on June 25, 2008. The motion was seconded by Lt. Governor Pulley and carried unanimously.**

### **Approval of Financial Reports and Budgets:**

District Treasurer Parton reviewed the 2007-08 Year-to-Date Financial Report through 5-31-08 with the Board. Treasurer Parton stressed that we have to do a better job with membership, but that we have done an outstanding job with controlling expenses. She reminded the Board members that if anyone had eligible reimbursements that they must be received prior to September 30, 2008 or forfeited. She said that she and Executive Director Langguth were predicting a year-end surplus.

Following a brief exchange of questions and explanations, **Lt. Governor Hammatt made a motion to accept the 2007-08 Year-to-Date Financial Report through 5-31-08. The motion was seconded by Lt. Governor Remz and carried.**

Governor Taylor said that we have a Kiwanis magazine in the Florida District that is second to none. He stated that the budget contained a \$6,000.00 income line item for supporting the Florida Kiwanian and that only \$600.00 had been collected, thus far. He stated that the District has 27 divisions and each division needed to secure two one hundred dollar sponsors before the end of the year to support the publication. He said that he had not addressed it in the past because of other priorities, but that it was time to secure these donations.

### **Approval of 2008-09 Key Club Budget:**

Governor Taylor called on Key Club District Administrator Bob Parton to present the 2008-09 Key Club budget that he had prepared with Key Club Financial Counselor Bill Rushing with the assistance of Kiwanis Executive Director Langguth.

Administrator Parton stated that because there is a large surplus in Key Club they are lowering the registration fee for District Convention by \$25.00 per person. He said that there was no purpose for having such a large convention surplus without returning it to the convention participants.

Lt. Governor Calzon questioned whether there was a change in policy pertaining to UNICEF contributions. She stated that the UNICEF contributions were to be forwarded directly to Kiwanis International and therefore should not be included in the budget. Key Club Administrator Parton stated that the budget would be corrected to eliminate any income and expense line items for UNICEF, but that some funds may pass through the account, if checks aren't properly directed.

Lt. Governor Calzon also questioned if the Key Club District Board had reviewed the budget. Governor Parton responded that it had not, but that the Key Club Executive Officers had been consulted.

Lt. Governor Calzon asked how the International Convention registration fee was determined. Administrator Parton responded that it was developed based on the 2008 Florida District tour to the International Convention, since no work had begun on the Florida District 2009 International Convention tour.

Lt. Governor Calzon asked how much money was presently set aside in Convention Loss Reserves. Executive Director Langguth replied that approximately \$68,000.00 was in a separate Convention Loss Reserve Account. Lt. Governor Calzon asked what the recommended level approved by the Kiwanis Board was. Executive Director Langguth responded, "\$100,000.00."

**Lt. Governor Calzon made a motion to take funds from the Key Club surplus to reach the established Convention Loss Reserve level of \$100,000.00. Governor Taylor called for a second to the motion. Hearing no second to the motion, Governor Taylor declared the motion had failed for a lack of a second.**

Governor Taylor explained to the Board that the transition of Administrators had not proceeded as he had hoped it would and that because of the challenging transition things didn't go as planned and priorities dictated that the budget temporarily take a back seat. He stated that the Board could either approve the budget or table the budget. Governor Taylor stated that since this was the last meeting of the current Board, the incoming Board could either act on it on Sunday or table the approval until the Winter Board Meeting. Governor Taylor stated that deferring approval would cause significant complications for Key Club since the information on convention registration fees and promotion had to begin in August/September in mailings to Key Clubs so that Key Club can begin registrations and convention promotion throughout the District.

Administrator Parton asked the Board to look at the Key Club budget by line item and the Board would see that the majority of the line items were almost identical to the previous year.

Governor Taylor stated that if the budget needed to be adjusted at a later date, that it could be accomplished by Executive Committee action or at the Kiwanis Winter Board Meeting. Governor Taylor stated that Key Club Governor Travis and the Key Club Board would review the budgets in January and he assured the Key Club District Officers present that the Kiwanis Board would definitely consider any recommended budget adjustments that the Key Club District Board might request.

Administrator Parton stated that convention surpluses over the past two years had effectively enabled Key Club to reduce the quad occupancy convention rate from \$295.00 to \$250.00. Lt. Governor Calzon asked Administrator Parton whether or not the Key Club Convention Chair had reviewed or approved the budget. Administrator Parton stated that the Convention Chair had no authority to approve the budget. Administrator Parton explained that he had placed calls to the Convention Chair, but that they were not returned and that the budget had to be dealt with.

**Lt. Governor Clemens made a motion to approve the 2008-09 Key Club Operational and Convention budgets. The motion was seconded by Lt. Governor Ramthun and carried unanimously.**

**Approval of 2008-09 CKI Budget:**

Governor Taylor called on CKI Financial Advisor Bill Rushing to present the CKI budgets. Financial Advisor Rushing stated that because the CKI Conventions and Conferences budget is generally a wash account, it did not have any financial impact as expenses are designed to be within the limits of income.

CKI Financial Advisor Rushing also presented the CKI Operational budget for approval. Although there was some discussion, no budget adjustments were suggested or made, following Advisor Rushing's responses to the questions.

**Lt. Governor Christen made a motion approving the CKI Conventions and Conferences and Operational Budgets. The motion was seconded by Lt. Governor McConville and carried.**

### **Close of Fiscal Year on September 30, 2008:**

Treasurer Parton reminded the Board that the fiscal year closes on September 30, 2008 and all requests for reimbursement have to be received by the close of business on September 30, 2008 or forfeited.

### **Report of Kiwanis International Foundation Giving:**

Governor Taylor recognized Past Governor Jim Crum who reported that the Foundation Giving Campaign was approximately \$18,000.00 short of the previous years giving level and that 42 clubs had not contributed to the International Foundation. Divisions 10, 25 and 26 had the poorest performance in Foundation giving. Past Governor Crum presented 100% plaques to Lt. Governors Eppinger, Carr, Ramthun, Greene, Luster and Copeland.

### **Executive Director's Report to the Board:**

Executive Director Langguth distributed his written report to the Board. Executive Director Langguth suggested that the Board shift its convention dates for future conventions beginning in 2012 to the first weekend in August to avoid the highest incidents of hurricane impact. He stated that he had arrived at this recommendation prior to this weekend and the affect of Tropical Storm Fay. He said that the Hyatt had been most generous in relieving us of any contractual obligations, but emphasized that this was a rare exception to previous hotel negotiations.

Executive Director Langguth reported on his attendance and participation at the Key Club International Convention in Denver representing Key Club Administrator Parton at the Kiwanis Board's request. He stated that Key Club Governor Travis Benaiges and the entire Florida District delegation were model citizens and represented the Kiwanis Family with pride and enthusiasm.

Executive Director Langguth congratulated the retiring and incoming Boards for securing \$14,000.00 in Convention Program Book advertising.

Executive Director Langguth shared his serious concern for membership losses and for a need to find new ways of recruiting and retaining new members and building clubs.

Executive Director Langguth stated that until we achieve meaningful membership growth, significant sources of alternative funding have to be investigated and promoted.

Executive Director Langguth stated that aggressive Kiwanis Family contract negotiations needed to receive increased attention. He stated that carefully executed contracts have the effect of becoming additional profit centers for the Kiwanis Family while still affording our attendees an extremely good value for their convention dollars.

Executive Director Langguth told the Board that he looked forward to exploring the most effective use of staff talents and energies to best serve the Florida District.

### **District Convention Reminders:**

Governor Taylor reviewed the District Convention program with the Board and explained the retirement and installation ceremony and the joint reception with Governor-Designate Liddell on Saturday evening in the pre-function area of the ballroom.

Governor Taylor also reminded the Board of the special reception being hosted by the Kiwanis International Foundation in recognition of the \$100,000.00 contribution to the 10K walk with Kiwanis International President Dave Curry and himself. He stated that the Florida District of Kiwanis International was the only District in Kiwanis International that seriously accepted the challenge posed by President Curry and that he was proud of the cooperative contributions given to benefit Florida District Key Clubs.

### **Unfinished Business:**

Governor Taylor stated that the Florida District membership was approximately 160 members down from the beginning of the year. He stated that if every club just inducted one member the loss of membership could be eliminated. Governor Taylor stated that he was aware of two clubs in Division 7 and 19, and possibly a third club in Division 23, coming on Board by the end of September which would also add more members to our membership totals.

### **Governance Committee Report:**

Governor Taylor reported that the Governance Committee had experienced some unavoidable set-backs but was still working and would possibly have some recommendations to the Board at its Winter Board Meeting.

### **Tabled Request for Approval of Key Club District Bylaws:**

Governor Taylor called on Key Club District Administrator Bob Parton to address the tabled request for approval of the Key Club District Bylaws.

**Lt. Governor Weller made a motion to approve the Key Club District Bylaws, as approved by the Key Club District House of Delegates on April 12, 2008. Lt. Governor Foreman seconded the motion.**

Administrator Parton pointed out that the amended Key Club District Bylaws require the Kiwanis District Board to establish a convention loss reserve limit. Administrator Parton stated that he was comfortable with the \$100,000.00 convention loss reserve limit, but that the Florida Kiwanis District Board if it accepted these Key Club Bylaw amendments was responsible for establishing the loss reserve limit. This responsibility is outlined in amendment #9, Article X, Sections 4 and 5. Administrator Parton recommended approval of the Bylaws amendments and the establishment of the \$100,000.00 convention loss reserve limit.

Administrator Parton was asked about the structure of the Key Club Board and specifically the geographic make-up of divisions. He stated that because of the number of clubs in some divisions and/or the travel required, some Key Club divisions were sub-divided to allow for more than one Key Club Lt. Governor in a corresponding Kiwanis division. Administrator Parton stated that the Key Club budget covered reasonable expenses for Lt. Governors.

**The motion to approve the Key Club Florida District Bylaws, as approved by the Key Club House of Delegates on April 12, 2008 was carried unanimously.**

### **Florida District Board of Trustees' Endorsement of Stan L. Storey for 2009-10 Kiwanis International Vice President:**

**Past Governor Rushing made a motion that the Board endorse Stan Storey for 2009-10 Kiwanis International Vice President. The motion was seconded by Lt. Governor Wasmund and carried unanimously.**

### **Consideration of Key Club District Policies and Procedures:**

Governor Taylor indicated that he had asked 2007-08 Key Club District Administrator Carmen Calzon to prepare some Policies and Procedures for the Key Club District. He stated that they arrived at the Kiwanis District Office for the first time on August 8, 2008 and that the Board had not had sufficient time to review the Policies and Procedures Manual. Governor Taylor stated that he would entertain a motion to table consideration of the Key Club District Policies and Procedures until the January, 2009 Board Meeting so that that Board had sufficient time to review them.

**Lt. Governor McConville made a motion to table consideration of the Key Club District Policies and Procedures until the January, 2009 Board Meeting. The motion was seconded by Lt. Governor Greene and carried.**

### **Remarks by Florida Kiwanis Foundation President Dick Klein:**

Governor Taylor called on Foundation President Dick Klein for his remarks. Governor Taylor reminded President Klein that it was 9:50 p.m. and that brevity would be appreciated.

Foundation President Klein stated that the Foundation had enjoyed tremendous growth over the past 15 years. 252 clubs have contributed to the Florida Kiwanis Foundation in 2007-08 which closely parallels the number of clubs contributing to the Kiwanis International Foundation.

The Foundation's operating budget requires \$50,000.00 in annual club gifts. This level has not yet been achieved for this year, so I am urging you to get out and solicit contributions from the clubs who have not yet contributed in 2007-08.

The Florida Kiwanis Foundation's Sustaining Membership contributions are exceeding our expectations with 767 Sustaining Members so far. The Foundation hopes to reach 800 Sustaining Members by September 30, 2008.

President Klein reminded the Board that the Florida Kiwanis Foundation had established the Nancy Liddell Memorial Scholarship Fund and that the Foundation had already received in excess of \$5,000.00 for the fund to date. President Klein said there could be no better way to honor Nancy Liddell than through this special scholarship fund.

### **Remarks by Florida Key Club Governor Travis Benaiges:**

Governor Taylor stated that he had been around Kiwanis District Board Meetings for a number of years and has never witnessed a Key Club Governor being involved in discussions within the Board. Governor Taylor commended Key Club Governor Travis, saying I can't imagine anyone handling this responsibility any better. He asked the Board to rise and welcome Key Club Governor Travis Benaiges.

Key Club Governor Travis thanked all the Kiwanians involved in Key Club for making Key Club as successful as possible. He stated that Key Club had a very successful year and convention and that he and his Board were working hard to have an even more successful year in 2008-09.

Governor Travis stressed that the Key Club District Board was striving to further develop the bonds between Key Club and Kiwanis and he asked every Kiwanis Board Member to take that challenge back home and improve relationships with their counterparts in Key Club.

Governor Travis stated that his Governor's Project of improving the environment would involve the entire Kiwanis Family in working together in projects addressing the environment. He also stated that the Key Club District Board was working hard at improving and promoting the District Convention.

### **Remarks by Kiwanis International Trustee Bascom Allen:**

Governor Taylor re-introduced Kiwanis International Board Counselor Bascom Allen for his remarks to the Board. Governor Taylor stated that the last time the Bulldogs played the Gators, they were not very hospitable.. Governor Taylor thanked International Trustee Allen for braving the storm and traveling to Jacksonville to be with the Florida District.

International Trustee Allen stated that he and Jimmye lived in Tampa, Florida for a year, but circumstances dictated that they return to Mississippi.

Trustee Allen asked, "Why did you join Kiwanis?" He then asked, "Why do you stay in Kiwanis?" Counselor Allen stated that getting into Kiwanis is easier than determining to stay in Kiwanis. He stated that the number 1 priority of the Kiwanis International Board is "Improving the members' experience." He added, "We don't have a problem getting people into Kiwanis. We have a problem keeping people in Kiwanis. They go out the back door."

"I looked around the room and asked Governor-Elect Dave how many Lt. Governors were not present and he indicated two. That is unbelievable! I applaud and commend each of you for braving Tropical Storm Fay and making Kiwanis your priority under extremely challenging conditions. Jimmye and I look forward to being with you.

### **Governor Taylor Recognizes Governor-Elect Liddell for a Moment of Personal Privilege:**

Governor Taylor called on Governor-Elect Liddell who requested a moment of personal privilege.

Governor Liddell stated, "This past month has been the hardest time in my life, but I have made it through because of you. When that day happened, Governor Mark and First Lady Sharon drove 70 miles to be with me and my family. And on Sunday when International President Don Canaday walked in to the wake to let me know that he wanted to be there and the room filled with more than 375 people and the church was full the following day, it reinforced Nancy's and my love for and belief in Kiwanis. Nancy's sister shared her life of abuse and her life in children's homes. I have shared time with the Key Club Board and the CKI delegation to Denver and have been supported and loved by these outstanding young people. The entire Kiwanis Family has supported me in every way possible."

Governor Liddell stated that Key Club Governor Travis Benaiges sent him an email about 3 pages long that stated I love you, I am concerned for you and I am only a phone call away if you want to talk. Governor Travis is mature and caring beyond his years and an outstanding example of the leadership in Key Club and our Service Leadership Programs.

Nancy loved and respected each of you and she was looking forward to the year ahead. That's why I am dedicating my year as Governor to Nancy and why I will give more than 120% because I want everybody to remember Nancy and to thank her for her life and her strength.

### **Closing Comments by Governor Taylor:**

Governor Taylor thanked everyone for coming to the Appreciation Dinner, the Board Meeting and the Convention. He said, "The hour is late. We begin again in the morning. Please thank people for coming. Some people literally took their lives in their hands to come and to be able to participate in the weekend and I know you did too and I thank you for that. This is my last opportunity to address you guys as a Board and again when we stand together in front of 600 of our friends on Saturday night. I will just tell you this, Sharon and I have been honored, without a doubt the highlight of being Governor of this District has been being in the homes and home towns in which you live. We started that back in October to visit you, meet you, learn about you and care about you. That's when you became part of our family. With that I just want to thank you from the bottom of my heart. I will tell you, as every Governor will tell you that you have been a strong Board and I will tell you that my wife is excited because I have already started to clean things out. I found these 'Super Model' pins that I will no longer have a use for in about 6 weeks, so if you want some, please take them."

Governor Taylor adjourned the meeting with a prayer.

### **Certification:**

Copies of these Minutes have been forwarded to Kiwanis International Executive Director, Rob Parker; Kiwanis International Governance Specialist, Diana Rader O'Brien; Sarah Taft, Osburn, Henning and Company, Certified Public Accountants, P.A., Kiwanis' officially designated Auditors; 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.

George F. Langguth, Executive Director/District Secretary  
The Florida District of Kiwanis International