MEETING MINUTES

KEY CLUB INTERNATIONAL BOARD

February 25-26, 2011

A meeting of the Board of Trustees of Key Club International was held in Phoenix, Arizona on February 25-26, 2011.

Those present for board session: President XinLei Wang, Vice-President Ikwo Morris, and Trustees Nicholas Cornell, Matt Harper, Annie Lewandowski, Lisa Nicholson, Robert Peck, Will Robertson, David Velasquez, Ashley Williams, Stephenie Yuan, and Nancy Zhang.

Others present were: Mike Downs, Key Club International Director; Amanda Spice, Key Club Communications Specialist, Amelia Miller, Key Club Leadership Specialist, Jerome Pueler, Kiwanis International Board Counselor to Key Club, Catt Lovins, 2011 KCI ICON Host Chair, Manny Gonzalez, 2011 KCI ICON Host Chair and Southwest District Governor Nick DePorzio.

President XinLei Wang called the meeting to order on Saturday, February 26, 2011. KCI ICON Host Chairs Manny Gonzalez and Catt Lovins gave an overview of the work that the Host Committee has been doing as it relates to the 2011 Key Club International Convention in Phoenix. Arizona.

The Board moved into Executive Session to discuss the ballots pertaining to the removal of Trustee Caleb Lapsley and to review the Key of Honor nomination(s). The Board exited Executive Session and returned to an open meeting.

RESOLVED: That the International Board ratify the ballots that have removed Trustee Caleb Lapsley from the Key Club International Board of Trustees.

ADOPTED

Strategic Intent: Not applicable.

Procedure: In compliance Capacity: No impact Finance: No Impact Metrics: None

REPORT OF THE EXECUTIVE COMMITTEE

Audit

The Board was presented with the official audit as conducted by the accounting firm selected by Kiwanis International. The auditors found the books of the organization to be in order. A

financial report will be included in the March 2011 Key Club magazine which is available in digital form on the Key Club website.

RESOLVED: That the International Board approve the audit for the 2010-11 administrative year.

ADOPTED

Strategic Intent: Not Applicable

Procedure: In Compliance **Capacity:** No change **Finance:** No impact

Metrics: None

UNICEF Funds - Swaziland

The US Fund for UNICEF received a request from the Swaziland Office stating that there were US\$50,000 no utilized in the previous year budget and requested that the funds be allowed to be utilized in the upcoming fiscal year. The Board was appreciative of the update from the Swaziland Office and happy to grant the request for extension of time to utilize funds in the manner that they were designated.

RESOLVED: That the International Board approve the request from the UNICEF-Swaziland Office to allow for additional time to expend the funds transferred to them to include the next fiscal year.

ADOPTED

<u>UNICEF Funds – Uruguay</u>

The Board received a letter from Caryl Stern, President of the US Fund for UNICEF requesting that Key Club International release US\$540,800 to support Operation Uruguay: Protecting the Rights of Children.

RESOLVED: That the International Board approve the release of US\$540,800 from the Trick-or-Treat for UNICEF funds to the US Fund for UNICEF in support of Operation Uruguay: Protecting the Rights of Children.

ADOPTED

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Strategic Intent: Not applicable

Procedure: In compliance **Capacity:** No change

Finance: US\$540.800 released from Trick-or-Treat Funds

Metrics: None

REPORT OF THE EXECUTIVE COMMITTEE

Major Emphasis Program Definition

The Board discussed the need to clarify the Major Emphasis Program and spent a copious amount of time debating wording and intent of the major emphasis program. The Board determined that in reality there is no program, there is simply an emphasis and thus a change in wording and name were needed.

RESOLVED: That the International Board amend the Key Club Board Policies, Section N as follows:

N. Major Emphasis Program

1. Definition of Major Emphasis Program

The Theme and Major Emphasis Program, "Children: Their Future, Our Focus", shall primarily exist in nature for an ongoing period of time. Whereas in the event the service commitment established by the Theme and Major Emphasis Program is fulfilled, the program shall be modified or replaced. The Major Emphasis shall be the theme of Key Club International. Any project completed on a local scale by member clubs pursuant to the theme of "Children: Their Future, Our Focus" shall be considered projects of the major emphasis. No single organization or initiative shall be considered exclusively a representative of the major emphasis. The major emphasis shall include all member club projects, special partnerships, and service initiatives designated by the Board of Trustees in keeping with the theme.

ADOPTED

Strategic Intent: Not applicable

Procedure: Amend Board Policies – and every reference of Major Emphasis Program or MEP

Capacity: No change Finance: No impact Metrics: None

CLOSING COMMENTS

President Wang adjourned the meeting on February 26, 2011.