

SUMMARY OF BOARD ACTIONS

OPTIMIST INTERNATIONAL BOARD OF DIRECTORS MEETING

**March 4-5, 2022
Online Meeting**

The following Members of the 2021-2022 Board of Directors were in attendance for the entire meeting:

Patsy Garner	President	Fort Worth, Texas
Bob McFadyen	President-Elect	Kitchener, Ontario
Mark Weinsoff	Immediate Past President	Goleta, California
Luc Dubois	2019-2022 Director	Sherbrooke, Québec
Sandy Williams	2019-2022 Director	Yuma, Arizona
Robert Doyle	2020-2023 Director	Ottawa, Ontario
Janet Lloyd	2020-2023 Director	West Des Moines, Iowa
Russ Thomas	2021-2024 Director	Cumming, Georgia
Carol Haynes	2021-2024 Director	Christ Church, Barbados

Ex Officio Members:

Marc Katz	OIF President	Berkley, Michigan
Dianne Josling	CCOF President	Mitchell, Ontario
Claire Labrèche	OFC President	Montreal, Québec
Cheryl Brenn	Executive Director	St. Louis, Missouri

Excused:

Maya Gluck	JOI President (presented the JOI Report)
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Friday, March 4, 2022

2021-2022 Suspension of LMS Requirements for Awards

Motion adopted

That the Board of Directors waive the Learning Management System requirement to achieve Honor Club Status for the 2021-2022 administrative year to allow for a successful rollout.

Translation Committee

Motion adopted

That the Board of Directors approve the 2021-2022 International Translation Committee.

Dues Increase Request

Motion adopted

That the Board of Directors present a Bylaws Amendment proposal to the delegates at the 2022 Convention to increase Member Dues by \$15 per person ~~per year~~ for developed countries and \$7.80 per person ~~per year~~ for developing countries

Budget Impact: Increase to budget is roughly \$275,000 to \$412,000 depending upon impact to Membership.

Cost of Living Adjustment (COLA) in the Bylaws

Motion adopted

That the Board of Directors present a Bylaws Amendment proposal to the delegates at the 2022 Convention to remove the cap on the Cost of Living Adjustment as noted in the Optimist International Bylaws as shown below.

Bylaws Article VIII. Optimist International Finances
Section 2. Revenue and Dues.

B. *Annual Dues and Fees.* Countries shall be defined as developed or developing in accordance with the designation of the United Nations. Clubs in developed countries shall pay dues as published by Optimist International prior to next fiscal year. Clubs in developing countries shall pay a reduced amount of dues as published by Optimist International prior to next fiscal year. A cost of living adjustment ~~of no more than 4% of previously published dues~~ may be made by the Board of Directors based on the yearly change in the December CPI-U (Consumer Price Index-Cost of Living). Increases in dues or fees above the CPI-U is subject to the approval of the delegates at an Optimist International Convention. The Board of Directors shall have the authority to grant an extension of time for payment of obligations to Optimist International when, in the judgment of the Board of Directors, circumstances indicate such extension would best serve the interest of the organization.

Policies IC-35; Charter Revocation and Disbandment Procedures

Motion adopted

That the Board of Directors approve the revisions to Board Policy IC-35 as presented.

Policy ICD-10; Credit Policy 120 Day List for Delinquent Clubs

Motion adopted

That the Board of Directors approve the revisions to Board Policy ICD-10 as presented.

Convention Registration Fees

Motion adopted

That the Board of Directors approve the following list of Convention Registration Fees ~~and meal costs~~ for the 2022 International Convention in Reno, Nevada:

(Note: The below fees are in \$US) Adult Member (NO MEALS):

Early Bird - \$279.00US

Regular - \$329.00 US

On-Site - \$379.00 US

Budget Impact: Additional revenue of roughly \$25,000

District Secretary and/or Treasurer

Motion adopted

That the Board of Directors present the following Bylaws Amendment regarding District Secretary-Treasurers to the delegates at the July 2022 convention to become effective October 1, 2022 and that all references to the District Secretary-Treasurers be replaced with District Secretary and/or Treasurer.

Bylaws Article VII. Districts

Section 3. Administration.

A. Board of Directors

B. Officers

F. Meetings

Section 4. District Convention

Section 6. Elections of Officers and Governor-Elect, District.

D. ~~Secretary-Treasurer.~~ **Secretary and/or Treasurer.**

Board Quorum

Motion adopted

That the Board of Directors presents the following Bylaws amendment to the delegates at July 2022 Convention to become effective October 1, 2022:

Bylaws Article V. International Board of Directors

Section 1. *Board of Directors.* The affairs and business of Optimist International shall be controlled and directed by the Board of Directors. The Board of Directors shall consist of the President, the President-Elect, the Immediate Past President, and six Directors-At-Large. ~~;~~ **and Ex officio, non-voting members of the Board of Directors shall include** the Executive Director of Optimist International, the JOI President, the Optimist International Foundation President, and the Canadian Children's Optimist Foundation President. **With the exception of** ~~Excepting~~ the Executive Director of Optimist International, no person employed by or receiving salary or compensation from Optimist International or a District shall be eligible to serve on the Board of Directors of Optimist International.

Section 3. *Quorum.* A majority of the **voting members** of the Board of Directors shall constitute a quorum for the transaction of business, and a majority vote of those present and entitled to vote shall be necessary to give effect to any action of the Board.

Policy ID-27; District Allotment Requirements

Motion adopted

That the Board of Directors immediately add the following sentences to Policy ID-27, District Allotment Requests and add these statements to the Suggested District Policies as mandatory wording in all District Policies effective October 1, 2022:

Districts have one year to submit all requirements in order to receive a District allotment for that period, after which time the allotment will be forfeited.

The documentation required for the November allotment must be submitted within one year from the end of that period or the allotment will be forfeited.

The documentation required for the May allotment must be submitted within one year from the end of that period or the allotment will be forfeited.

Policy I-103; Contract Review Policy

Motion adopted

That the Board of Directors revise Policy I-103, Contract Review Policy as shown below:

All contracts committing the organization must be approved by the Executive Director, with authority of the President. **The President should review contracts and the contract policy with the Executive Director from time to time annually.**

Policy IC-52; Club New Member

Motion adopted

That the Board of Directors revise Policy IC-52 as shown below:

Club Roster Adjustments that are generated by regular mail, **online**, electronic mail or by faxed copies will be credited to the date received at Optimist International headquarters, provided the fee for said new member roster adjustments is paid within thirty (30) calendar days of the initially generated adjustment form. The processing of any new member club roster adjustments will not commence until payment of the processing fee has been received at the International office. Justification – Club Roster Adjustments for new members require a processing fee to accompany form. Optimist International staff time should not be expended until this fee has been received. In some cases, payment for new members has not been received from clubs that are using members for award status.

A JOI Member joining an adult Club will not be required to pay Club dues in their first year.

Policy I-132; Communications for the President-Elect

Motion adopted

That the Board of Directors adopt the following revision to Policy I-132; Communications for the President-Elect.

Communications for the President-Elect

I-132

A communication tool will be afforded to the President-Elect upon election for office to the expiration of their term as **Immediate Past President** ~~Chairman of the Board~~ subject to the preference of the elected officer. ~~retroactive to October 1, 2008.~~

Policy I-70; Committees

Motion adopted

That the Board of Directors delete Paragraph I from Policy I-70, Committees and re-number subsequent paragraphs.

~~I.—One member of the New Club Building Committee shall be designated to be responsible for the growth and development of College Clubs.~~

Policy I-143; Leadership Summits

Motion adopted

That the Board of Directors delete Policy I-143 Leadership Summits from the Policy Manual.

~~Leadership Summits I-143
Leadership Summits will be permanent meeting events. (Jan 2015)~~

Policy ICD-137; “100 For 100” Anniversary Initiative

Motion adopted

That the Board of Directors delete Policy ICD-137 from the policies

~~“100 for 100” Anniversary Initiative ICD-137~~

~~“100 for 100” will be the slogan for the Optimist International 100th Anniversary Celebration. The logo and goal of 100,000 members by the 100th Optimist Anniversary will be the vision for the next five years and until the organization’s 100th anniversary. See below for the logo:~~



~~(Oct 2014)~~

Policy I-140; Sponsor Pin Incentive

Motion adopted

That the Board of Directors delete Policy I-140, Sponsor Pin Incentive from the Policy Manual.

~~Sponsor Pin Incentive Policy I-140
The Cumulative Sponsor Pin Incentive will be continued for a period of three years until it can be added to Board Policy ICD-135.
(Dec 2013)
Note: Add to Board Policy ICD-135 on October 1, 2016~~

Suggested District Policies Revision

Motion adopted

That the Board of Directors require the following wording be mandatory and included in all

District Policies, effective beginning with the 2022-2023 November allotments:

Suggest District Policies, Article III. District Board of Directors
District Board of Directors Meetings and Notice.

In advance of each meeting, Districts will supply all supporting documents no later than two weeks prior for each item on the agenda for District meetings.

Policy I-18; Travel Chart

Motion adopted

To reconsider and vote on the Travel Chart as presented.

2022-2023 International Committees

Motion adopted

That the Board of Directors adopt the following International Committees for the 2022-2023 fiscal year.

Programming Committees:

Childhood Health & Wellness – Youth Self Esteem Signature Program
Junior Optimists (JOI)
International Expansion
Membership
New Club Building
Scholarships/World Oratorical
Junior Golf Championships Committee

Administrative Committees:

Audit & Finance
Convention
Governance
Leadership Development
Marketing & Communication
Pension Trustees

Election And Convention Business Committees:

Candidate Qualifications Credentials
Credentials

Approval of Vice President-Elects as Chairs of International Committees

Motion adopted

That Policy ID-28 be waived for the following:

- a) That the Board of Directors approve Tom Kendo as the 2022-2023 Chair of the Membership Committee even if he is elected to serve as Vice President for the 2022-2023 Optimist year.

- b) That the Board of Directors approve Gene Riordan as the 2022-23 Chair of the Childhood Health and Wellness Committee even if he is elected to serve as Vice President for the 2022-23 Optimist year.

Minimum Membership for New Clubs

Motion adopted

That the OI Board of Directors submit a bylaws amendment to modify Article III. Membership to reflect an increase in minimum membership requirements for new Clubs from 15 to 20, to be effective October 1, 2022.

Bylaws Article III. Membership

Section 1. Clubs

A. Optimist Club Structure

2. New Clubs

- c. Submission of a list of Charter Members numbering not less than ~~15~~ **20**, each of whom shall have paid the full membership fee as established in the Club's Bylaws.

Revenue Stream for International Development

Motion adopted

That the Board of Directors authorize a one-year pilot program seeking a new revenue source for international development through donations from companies already supporting local Optimist Clubs.

“Zoe The Zowie” JOI Legacy Book

Motion adopted

That the Optimist International Board of Directors approves the use of JOI Legacy Funds of approximately \$4,200 for expenses related to publishing 200 copies of “Zoe the Zowie” to be made available for sale at the Reno Convention and to Districts and Clubs, with proceeds directed back into the JOI Legacy Fund.

JOI Policies for Governance

Motion adopted as amended

McFadyen/Lloyd

That the Optimist International Board of Directors approves the amendments proposed by the JOI Board of Directors to the JOI Policies for Governance, for voting by the delegates at the JOI International Convention in Reno June 30-July 2, 2022. And to add “at least” before the age designation.

Motion adopted

Garner/Williams

That the Board of directors approve the members fees as presented with non-members fees to be posted by April 1.