



Scott Marcin, District Governor 2023-2024
5353 Oakridge Drive, Hamburg, NY 14075

**Board of Directors
Minutes
April 13, 2024**

Present: DG Scott Marcin (Chair), IPDG Lisa Bishop (Secretary), John Teibert (Treasurer), Michelle Starwalt-Woods (DGN), PDG Ralph Montesanto (Director), PDG Tommy Wegge (Director), Sandi Chard (Foundation Chair & Director), Susan Czynry (Executive Secretary 2023- 2024 & Incoming Director)

Late Arrival: DGE David Alexander (Vice Chair)

Call to Order: 9:00 AM

1. QUORUM CONFIRMED (Lisa Bishop)
2. Approve, accept, or amend today's agenda.
 - **MOTION TO APPROVE TODAY'S AGENDA BY SUSAN CZYRNY. SECONDED BY RALPH MONTESANTO. MOTION CARRIED.**
3. Approve Board of Directors Meeting Minutes January 2024 (Motion / Discussion)
 - **MOTION TO APPROVE THE BOARD OF DIRECTORS MINUTES OF JANUARY 24, 2024 BY RALPH MONTESANTO. SECONDED BY SANDI CHARD. MOTION CARRIED**
4. Accept District Council Meeting Minutes January 2024 (Motion / Discussion)
 - **MOTION TO ACCEPT THE DISTRICT COUNCIL MINUTES OF JANUARY 4, 2023 BY RALPH MONTESANTO. SECONDED BY JOHN TEIBERT. MOTION CARRIED**
5. Review / Discuss District Council Meeting Minutes March 2024 – Draft
 - No discussion
6. Finance / Budget (Treasurer)
 - The Finance committee met on April 2nd to update the budget per the March District Council Meeting. The budget will be presented to the president elects for approval.
 - The 2022 – 2023 audited financial statements were sent to RI. They have been accepted and noted. Closure of 2022 – 2023 has been completed.
7. DEI > Membership
 - There is a general discussion about moving DEI from a Governance Subcommittee to Membership.



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- Question – what do other districts do? Answer – this is handled differently across the Rotary spectrum.
 - Discussions in D7090 are focused around belonging and inclusion.
 - Need to keep the acronym DEI as it is what Rotary International uses.
 - Perhaps create a tagline that focuses on belonging and inclusion
 - We could refer to it as DEI&B (belonging). Or refer it by changing the order around and leading with inclusion.
 - Idea – call it the welcoming and belonging committee – DEI?
 - We should implement what we need to be more effective in this area.
 - The decision on how to proceed could be left up to the committee.
8. Strategic Planning
- Survey to membership is in process.
 - There is a meeting scheduled for May 22, 2024 to discuss changes or updates to the strategic plan which can be discussed and voted on at the June District Council meeting.
 - Michelle, Aaron, David were asked to query presidents and past presidents with respect to Multi-District PETS
 - Need to consider the cost of Multi-District PETS which will impact member dues.
 - Clubs have implemented other membership models to lower the cost of dues.
 - The value proposition of Multi District PETS or PELS needs to be communicated to clubs and incoming president elects that the experience and networking will benefit their Rotary career growth and leadership development.
9. Updates on Subcommittees
- EXE Secretary Status / Taskforce
 1. Establishing our physical location is important.
 2. Report included with this meeting package.
 - Operations / Website
 - DG Chain
 - Committee Chairs
 1. Open discussion:
 1. What is impacting their ability to do their jobs effectively.
 2. Chairs to identify resources needed to support them.
 3. Developing an onboarding process / succession planning.
 4. Discussion about having the International Service Committee moved out from under the Service Committee to the Foundation Committee.



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5. Discussion how chairs can work better together.

- DG, DGE, DGN – no updates

10. Events Preparation / Status

- RI 2024 Convention – Singapore (*25-29 May 2024 in Singapore where we'll be Sharing Hope with the World!*)
 1. Approximately 11 members of our District will be attending this conference.
 2. Next year a caravan to Calgary.
 3. D7090 Proposal to present at Calgary (Michelle).
 1. Public Image Website Refresh
 2. Great Lakes Watershed Cleanup
- District Conference
- Great Lakes Watershed Cleanup
- Passing of the Gavel / Final DC Meeting? June 10th? (Details / Appointments)
- District Change Over 6/22 – DGE David Alexander / Michelle Starwalt-Woods
 1. District Leadership Awards and Recognition
 2. Club Citations / Lighthouse Awards
 3. Acknowledgements
 4. New Volunteers and Appointees: Welcome & establish onboarding.
 5. Details will be forthcoming.
 6. Committee working on it Rotary Club of Welland with DGE David Alexander
 7. Location = Welland

11. Open Discussion – capture all participant's feedback!

- Type of Board – Decision-making or sounding board?
 1. Board of Director is oversight for the entire District. The buck stops here.
- Question on a Finance Committee matter regarding insurance:
 1. Liability Insurance \$1M – is that enough? Should it be raised. More discussion to follow. What is our liability as a district?
 2. Finance is also looking at the coverages to make sure they are similar for what we are paying for.
 3. Other districts US/CA (Ontario)
 4. Scott offered to reach out to Russ Jones & Jeff Coyle (Michigan/Ontario Bi-National Districts)
 5. Districts 6290, 6330 and others.
- What is the status of our taxes or who is doing our taxes or Form 990?



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1. Work in progress.
 - Banking information to RI – need secure methods for sharing this kind of information.
 1. DocuSign is an option.
 - Foundation – Global Grant Host Club Issue – RI is working on it.
 1. DDF contributed.
 2. Rotary Club **Mezuzah** (Norfolk Sunrise / NOTL)
 3. We are awaiting a decision from the Trustees.
 4. DG responsible for all the clubs
 5. Money not going to the host clubs, directed differently.
 - Foundation – reporting delay due to situation specified above.
 - Foundation - reporting delay also due to getting documentation signed off.
 - Board Orientation should happen with perhaps a deeper dive.
 - Question – ONCA impact.
 1. Governance Committee report on this.
 2. Rotary Club Hamilton AM – template of what was done and share with the other clubs.
 - Onboarding more in depth for incoming members.
 1. United Way/Board Source online training (\$200.00) per person. Self-paced training.
 - Next Board meeting – perhaps orientation at this session
 1. Anne Bermingham could facilitate.
 2. Should include a quiz – based on role, confirm understanding.
 3. Conflict of Interest – noted.
 - 4. Saturday (orientation) 5/11 8:00 AM – 10:00 AM**
 1. Adding John Dagleish, Aaron, Sue
 2. Goodbye to Lisa, John Teibert and Sandi
 - Conflict of Interest due for returning and incoming board members
 - David was able to join us and chime in about ONCA and the Change Over
12. Summary, action items, next steps, task assignments:
- Scott > John email the lawyer's email address.
 - John T > send RI Bank Account information for Dave Alexandar
 - Finance Committee > Insurance review underway.
 - David Alexander > Connect with Michelle regarding the Change Over event.



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13. Adjourn 11:00 AM **MOTION TO ADJOURN BY DAVID ALEXANDER (AIRPORT ANNOUNCEMENT).**