

Date: March 30, 2012

Rotary District 5440 Executive Committee

Time: 1:30 pm

Location: Hilton Garden Inn  
2229 E. Grand Ave., Laramie, WY

MEETING MINUTES

Members	Role/Position	Present	Members	Role/Position	Present	Others Present
Bryan Cooke	Member/PDG	A	David Scriven	Member/PDG Rep	P	
Mike Forney	Member/DGE	P	Julie Phares	Ex-Officio/DGN	P	
Mary McCambridge	Chair/DG	P	Joni Kumor	Ex-Officio/ Treasurer	A	
George McIlvaine	Member/PDG Rep	P	Barbara Redder	Ex-Officio/Trainer	P	
Philip Murphy	Member/Trainer	P	Mike Tormey	Ex-Officio/DRFC	A	
Charles Peterson	Member/PDG Rep	P	Kellie Tovar	Ex-Officio/ Secretary	P	

P=Present    A=Absent

AGENDA/TOPIC	DISCUSSION	ACTION PLAN	Open/ Closed
Call to order at 1:37pm by David Scriven, Moderator.	We do have a quorum for today's meeting.		C
1. Approval of Executive Committee meeting minutes dated January 13, 2012.	Scriven asked everyone if they received a copy of the meeting minutes prior to the meeting and if they had any revisions to suggest. Scriven called for a motion to approve the minutes as written.	PDG George McIlvaine moved to approve the meeting minutes of January 13, 2012 as written, DG Mary McCambridge seconded. Motion passed.	C
2. District Treasurer's Report – Joni Kumor			
a. Financial Report	District Treasurer Joni Kumor was not able to be at today's meeting, however, she distributed the February 29, 2012 financial report through Kellie Tovar.	PDG George McIlvaine acknowledged receipt of the financial report from District Treasurer Joni Kumor, PDG Charlie seconded the acknowledgement.	C

	<p>Discussion was held on the action item from last meeting that PDG Peterson would follow-up with District Treasurer Joni Kumor to be sure all income and expense are being allocated to correct line-items in the budget.</p>	<p>A meeting has not taken place with District Treasurer Joni Kumor but PDG Peterson said he would follow-up on that action item.</p>	O
4. District Governor's Report – Mary McCambridge			
<p>a. Youth Exchange change in leadership</p>	<p>DG McCambridge informed the committee that changes with has occurred in leadership of the youth exchange committee. Kris Hammond has resigned as chair of the committee and former Rotarian Julie Yates, who has been a working member on the committee for years, has agreed to be chair. DG McCambridge acknowledges that our Bylaws and Manual of Procedure states that a chair of a District Committee has to be a Rotarian within District 5440. Discussion has been held on this matter with Ms. Yates and she was going to join an e-club but that doesn't meet the requirement of a District 5440 club. DG McCambridge relayed the circumstances being that she lives in Wellington, works from home and has two small children at home. The time commitment to be present at a club meeting in the Fort Collins area creates a problem for her although she very much wants to be involved in a Rotary club as she was a Rotarian when she lived in the Laramie area.</p> <p>After further discussion, DG McCambridge asked the Executive Committee to consider waiving the District Committee chair rule for a period of time so that Ms. Yates can determine what club is best to join to accommodate her needs.</p> <p>DG McCambridge stated that during her talks with Ms. Yates that the desire for the YE committee to do a visioning session has come up. McCambridge also feels asking someone from the YE committee to be present at the EC meetings would improve communications between both committees.</p>	<p>DGE Mike Forney moved that the Executive Committee provide a waiver for no more than 12 months to allow the Ms. Yates to operate as the YE chair despite she is not a Rotarian and as soon as an e-club position opens up or any other club that she join. DG Mary McCambridge amended the motion to give Ms. Yates 6 months to become compliant in joining a Rotary club. District Trainer Phil Murphy seconded. PDG Charlie Peterson opposed. Motion passed.</p>	O

	<p>DG McCambridge stated that Bobbe Fitzhugh was appointed New Generations chair by Bryan Cooke without a job description and that when Kris Hammond resigned Bobbe stepped back in when needed. DG McCambridge &amp; DGE Forney are both going to Douglas tomorrow evening and will speak with Mrs. Fitzhugh about some issues happening within the District with regards to comments made during her tenure as New Generations chair.</p> <p>David Scriven commented that if we are going to have a New Generations Committee we need to discuss what their function is. DGE Forney spent time with Mrs. Fitzhugh in Steamboat to discuss the New Generations role. He also agrees a definition of the committee chairman needs to be clear.</p> <p>Items that need to be clarified with the YE committee are:  Does their incorporation make them a separate entity operating outside of the premise of District 5440?  Who has oversight?  Who prepares the budget?  Have books ever been audited or should this be a responsibility of the District Audit Committee?  Have tax reports been filed on time?  What type of insurance coverage does the entity have?  Organizational structure –does the entity have or need articles of incorporation and bylaws?  What is the liability and responsibility of District 5440?  How is it perceived to have non-Rotarians active on a District committee?</p> <p>DGN Julie Phares commented that she would like legal counsel to talk about the incorporation and the audit. DGE Forney commented that we should ask Rotary International what our liability is from</p>	<p>DG McCambridge stated she will use her Rotary International contacts to get as many of these questions answered as possible.</p>	
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	their viewpoint.		
b. Youth Exchange budget-do we need a task force?	DG McCambridge feels that someone from the Executive Committee should work with the YE committee on their budget. Mary asked for volunteers.	DGE Julie Phares stated that it should be someone from Finance Committee and she volunteered to be part of the task force and make contact with the YE Treasurer, Josephine Gilpatrick.	O
c. Bylaws/MOP	<p>DG McCambridge stated that there are a few house cleaning items in grammical errors in our Bylaws which don't need to go to a vote at the District Conference. However, the 2010-11 Finance Committee recommendations to change the structure of the Finance Committee does need a Bylaw change and approval by voting delegates at the District Conference. This recommendation was presented to the Executive Committee in June of 2011. It was then forwarded to PDG Lynne Baker as chair of the District 5440 Bylaws Committee. She reviewed the recommendations and approved of the distribution of the proposed changes to the Bylaws committee. Three out of five (PDG Nancy Pettus, PDG Lynne Baker and DGN Julie Phares) Bylaws Committee members responded to the email approving going forward with the change.</p> <p>DGE Mike Forney stated that the Manual of Procedure written by PDG Nancy Pettus is a very good working document and just needs a few changes made to bring it back to the Executive Committee for review and approval.</p>	<p>DG McCambridge moved to accept the recommended structure change to the Finance Committee and send it to a vote at District Conference, PDG Charlie Peterson seconded, DGE Mike Forney abstained from voting citing he had not received the information to review. Moderator Scriven called for a vote, motion passed.</p> <p>DGE Forney will make the necessary changes over next 3 weeks and get it back to the committee to review prior to the next executive committee meeting.</p>	<p>O</p> <p>O</p>
d. Prayer in clubs	DG McCambridge brought to the attention of the Executive Committee members and specifically to the incoming district governors that prayer in clubs is becoming a hot topic. The days where the clubs are predominately male, white Christians are gone. There are club members of other religious backgrounds who are offended at the display of specific types of prayer in clubs and not others. DG McCambridge stated that inspirations will be made at the district conference not prayers and	No further action necessary.	C

	that some clubs are transitioning to this same practice but some clubs may need some help in transitioning.		
e. Awards at conference	<p>DG McCambridge stated that this year's district conference awards will have award winners called on stage but that actual awards will not change hands on stage due to time limitations.</p> <p>PDG Scriven commented that for years a Paul Harris bust was purchased for the Rotarian of the Year but it is no longer available for purchase. President Collette Pitcher of the Greeley Centennial RC has made a bronze image of Paul Harris which can be mounted on a rock to become our new ROY award.</p>	PDG Scriven will continue to work on the design with Collette Pitcher and is considering taking it to Russell Hampton to market it as a Rotarian of the Year award for purchase and make it a fundraiser for our district.	O
5. District Governor Elect's Report – Mike Forney			
a. Committee appointments pending	DGE Forney stated that he is in pretty good shape with committees.	No further action necessary.	
b. District Advisory Committee chair appointment (replacing Lynne Baker)	DGE Forney is going to ask Diane Knight to chair this position.	No further action necessary.	
c. Finance Committee appointments-Executive Committee Action	See item 4c for discussion on this matter.	No further action necessary.	
d. Past District Governor chair 2012-2013	An email was distributed March 12, 2012 through Kellie Tovar under the current PDG council chair George McIlvaine's signature asking for volunteers to serve as PDG council chair and PDG council representative. A ballot vote will go out to the PDG Council soon to determine these positions.	No further action necessary.	
e. President's Foundation Luncheon chair (2013)	Jim Halderman has agreed to chair the Foundation dinner for 2013 but the target audience will be 5450 although anyone can attend. This year D5440 will host the RI President for the luncheon and DGE Forney is looking for a good chair for that committee. The date has not yet been set.	No further action necessary.	

f. Committee Report 2012-2013	DGE Forney is wrapping up his committee appointments for 2012-2013 and will deliver the information to Kellie no later than the Monday after District Conference.	No further action necessary.	
g. PETS wrap-up report	DGE Forney reported that 47 PEs came to PETS. Manuals were sent home with AGs to train those who were not in attendance. We also had 15/16 AGs and 24 PENs.	No further action necessary.	
h. IGNITE membership program	IGNITE is a program introduced at Zone. Focus on membership development. Mat Matson will be speaking about the program during the District Assembly tomorrow and Membership Co-Chairs Lori Millin and Pat Butts are both excited about the program.	No further action necessary.	
6. District Trainers Report – Philip Murphy & Barb Redder			
a. District Assembly	<p>District Trainer Redder informed the committee that the next two assemblies are booked for Oct 20, 2012 and April 20, 2013 at the Hilton Garden Inn in Laramie.</p> <p>This assembly has 100 registered with breakout sessions offered more than once this year based on last year's survey.</p> <p>District Trainer Phil Murphy updated the committee on club visioning. Torrington RC completed their visioning this past Monday night and Greeley Centennial RC is coming up. Billie Addleman and Charlie Peterson are working with Manny Muniz to get a visioning session in that area. Billie Addleman has sent email communications to clubs who have not yet gone through visioning as well as a follow-up email to clubs who have offering District support to come back and make a strategic plan with the clubs.</p> <p>RLI coming up April 21 in Casper and April 28 in Ft Collins. The trainers are considering offering one course #3 just before District Conference to allow</p>	No further action necessary.	

	<p>those who need that course to complete it in order to “graduate” at district conference. Dave McGinnis and Phil Murphy are working together to get something going into that area as a session 1 Friday and session 2 on Saturday. There is a facilitator training session tomorrow with 9 people signed up which DGN Phares will facilitate. Consideration is being given to having a second facilitator training prior to district conference as well.</p>		
<b>7. Continuing Business</b>			
a. District 501(c)3 update – PDG George McIlvaine	<p>PDG McIlvaine was incorrect that everything has gone to IRS before last meeting. He has met with Scott Meier again and he has a draft of what has to be submitted and get together with Scott to finalize the paperwork at tomorrow’s assembly.</p> <p>PDG Scriven suggested a conference call in a week to give everyone an opportunity to review the information.</p>	Kellie set up a conference call with Scott Meier.	O
b. Adoption of Financial Management Plan – PDG Mike Tormey	This item is tabled until next Executive Committee meeting as PDG Tormey was not present at this meeting and has not forwarded anything to the members to review.		O
c. District Audit Committee update – PDG George McIlvaine	Audit committee has met and reviewed the records and they do have some comments which will be in the audit committee report but nothing of great importance.		O
d. District Bylaw Revisions – DG Mary McCambridge	See item 4c. above for comments.		O
<b>7. New Business</b>			

a. Insurance-bond-DGN Julie Phares	DGN Phares brought to the attention of the members of the EC that district may want to consider a fidelity bond/crime bond which is a bond to protect the assets. Discussion was held.	DGE Mike Forney moved to request a specific quote for the coverage with details on what the policy covers and that DGN Phares bring back the information as a recommendation to the Executive Committee, PDG Charlie Peterson seconded. Motion passed.	O
b. District survey-DGN Julie Phares	DGN Phares expressed a disconnect between the District and the clubs. As an upcoming leader in the District, she would like to survey the clubs on their activities and interests for future years in this District. She'd like the survey sent out by May 1 <sup>st</sup> to be returned back by July 1 <sup>st</sup> for review. This survey would be sent to the club presidents asking them to meet with their board and complete as one body relaying the survey results as a group agreeing on the direction of their club. She would like this information available to review at the Executive Committee Retreat.	DGE Forney and DGN Phares will work together on this project to create the survey and have it distributed through the District office.	O
c. Review of Bylaws and quarterly reporting from District Committees to the District Treasurer-DGN Julie Phares	At GETS, DGN Phares had the realization that as District Governor she is responsible for the finances of the District. With that in mind, she feels any committee with a working budget and separate bank account(s) should report their budget to the District Executive Committee annually by the 31 <sup>st</sup> day of August. Currently our only committee fitting this structure is the YE committee.	Annually the District Governor will send notice to the Youth Exchange committee to provide their annual budget to the District.	O
d. Structure of Executive Committee-DGN Julie Phares	Discussion was held on the structure of the Executive Committee with the respect of how the board is formed with a majority of Past District Governors serving on the board vs. how a club board is formed with only one past president and club members serving as committee chairs. DGE Forney stated as he reads the Bylaws and MOP that the board of directors is a tool for communication between the clubs and the District Governor. DG McCambridge stated she sees this as this board as an advisory committee. The only fiduciary responsibility is money management but	After a lot of good discussion it was determined that at the next executive committee the District Governor will invite 2-3 committee chairs to give a report to the Executive Committee and we will see if they are receptive to it.	O



	<p>it is audited and we have D&amp;O coverage. DGN Phares is concerned with the communication back to the committee chairs. Discussion was held on inviting committee chairs to have a “seat at the table” in Executive Committee meetings so that they are brought into the fold of leadership at the District level.</p> <p>DGE Forney asked what committees should be included as an open invitation and here were a few noted: Membership, Foundation, New Generations, Public Relations, Technology Committee, Rotaract representative.</p> <p>DGN Phares stated she would like to see a PP serve on this board and DGE Forney suggested a current president. Discussion was held and it was determined that without a Bylaw change these ideas to have these people serve on the board could not be implemented and also who would select which of the 53 past presidents or current presidents would be on the board. DGE Forney suggested creating an advisory council of presidents to be a sounding board for the clubs and that it could be a self select process of about 5 presidents annually at PETS.</p>		
e. Set the date for the Executive Committee retreat	<p>PDG Scriven asked that all members send their August and October availability to him so he can begin finding a place to hold the retreat. It has been suggested to start a little earlier and have a Friday afternoon session and then dinner and all day Saturday. DGN Phares expressed that she would really like to see this retreat held in August as October is getting too late.</p>		O
f. Interact/Rotaract Project in Panama	<p>PDG Scriven spent a very quick weekend in Panama 2 weeks ago researching a project for the Interact/Rotaract kids. Casper Rotarians Liz Becher and Chad Cundy also went because PDG Scriven wants Rotary club involvement to get matching grants in the future. PDG Scriven is shooting for June 23<sup>rd</sup> for the first trip.</p>	<p>DGE Mike Forney moved to use funds in the District budget to purchase a Rotaract and Interact flag for the district conference, Mary seconded. Motion passed.</p>	C

Adjournment	DG McCambridge moved to adjourn the meeting at 5:10pm, DGE Mike Forney seconded. Motion passed.	Next meeting will be June 7, 2012 in Estes Park. Time and location to be determined.	
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