

**Pacific Northwest Optimist District 32
Board of Directors Meeting Minutes
Fourth Quarter Conference -Convention August 10 - 12, 2017
Wyndham Garden Hotel - Boise, Idaho**

I. Call to Order: Governor Rick Matkin opened the Fourth Quarter Board of Directors Meeting for the Pacific Northwest Optimist District at 9 a.m. on Saturday, August 12, 2017 at The Wyndham Garden Hotel, Boise, Idaho

II. Robert's Rules of Order: Governor Rick introduced Doug Lincoln, Twin Falls, and Scott Keller, Portland NE, as the Parliamentarians would be co-facilitators of the meeting to assure that Robert's Rules of Order were followed. Please stand if you wish to speak and give your name and club. Two (2) minutes maximum will be allowed for each speaker.

III. Optimist Creed: Dolores Schamp, Lt. Governor Zone 2, lead the Creed.

IV. Roll Call: Governor Rick stated that as the Roll was called the person representing that club, either the club President or holding the proxy should come forward to receive a ballot.

Sharon Gray, Secretary/Treasurer was asked to call roll:

Governor, Rick Matkin - present

Secretary/Treasurer, Sharon Gray - present

Governor- Elect, Bruce Gilbertson - present

Immediate Past Governor, Mike Gray - present

Past Governor, Dick Disney - present

Lt. Governor Zone 1/ British Columbia, Tim Raw - absent

Lt. Governor Zone 2/Idaho, Delores Schamp - present

Lt. Governor Zone 3/Oregon, Fran Bounds - absent

Lt. Governor Zone 4/Washington & Alaska, Gary Smith - present

Clubs Present and Voting: Roll called by Sharon Gray, Secretary/Treasurer.

<p><i>Zone 1-British Columbia</i> Abbotsford -- absent Chilliwack --present Coquitlam --present Optimist Jr. Curling - present Mission - present N. Okanagan - absent Vancouver, BC - absent Vancouver North Shore, BC - absent Victoria - absent Victoria Evening - absent</p>	<p><i>Zone 2- Idaho</i> Boise Noon - absent *** Caldwell - present Elmore County - absent Horseshoe Bend -absent Jerome - absent McCall - absent Meridian - present Middleton - present Mountain Home - absent Nampa - present Twin Falls - present</p>
<p><i>Zone 3 - Oregon</i> Albany -absent Beaverton - absent Grants Pass - absent Gresham - present Hillsboro - present</p>	<p><i>Zone 4 - Washington & Alaska</i> Chehalis/Centralia - present Fairbanks - absent Issaquah - absent Pasco-Tri Cities - present Tacoma-West - present</p>

**Pacific Northwest Optimist District 32
Board of Directors Meeting Minutes
Fourth Quarter Conference -Convention August 10 - 12, 2017
Wyndham Garden Hotel - Boise, Idaho**

LaGrande - absent	Vancouver, WA - present
Lebanon - present	Narrows Glenn (Smiles- A-Lot) - absent
Newport-Yaquina Bay - absent	
Oregon City - absent	
Portland NE - present	
Portland Peninsula - absent	
Roseburg -present/came in late	
Salem -present	
Gresham Scouters - present	

***Boise Noon were involved in a club project and had left their absentee ballot with Mike Gray who relinquished it to Rocky Jackson who is a member of the Boise Noon club and can vote as proxy. (My apologies to Dick Disney, Tacoma-West was skipped during roll call, though I had written them down present on my sheet.)

V. Review of Delinquent Dues: Clubs with delinquent dues may not vote. Sharon Gray, S/T read the list of clubs with dues in arrears more than 90 days: Abbotsford - this is problematical, Albany, OR; Elmore County, ID; Grants Pass, OR; La Grande, OR; Portland Peninsula, OR; Narrows Glen, WA; Vancouver-North Shore, BC.

VI. Approval of 3rd Quarter Minutes: Governor Rick asked if everyone had had a chance to read the minutes from the 3rd Quarter meeting held in Kennewick, WA. The minutes were posted on line 30 days before the convention and were in the registration packet. There were several changes to the minutes. Burnaby's charter was not revoked and it was voted to revoke Abbotsford's. However, Burnaby's charter was revoked by OI. The incoming Lt. Governor for British Columbia would like to try to revive Abbotsford. Twin Falls was not present at Third Quarter. Minutes were approved as corrected.

VII. Financial Review: Sharon Gray, Secretary/Treasurer presented a financial review. The first, second, and third quarters were shown in the financial review which was in the Excel format, but derived from data in QuickBooks. These were also posted on the website 30 days prior to this meeting. There was a question from the floor regarding what is being spent in office supplies. \$1400 was budgeted and \$800 was spent. The person asking the question could not imagine what that could possibly be. The answer was that the money was budgeted for a new district computer and was reported in the financial report given at the third quarter meeting

A review of the funds for CCDHH (Communications Contest for the Deaf and Hard of Hearing) and CCC (Childhood Cancer Campaign) was reported: The CCDHH second scholarship is fully funded with \$2525. Thank you to the clubs and individuals that donated the funds. The Childhood Cancer fund has \$726.48. There will be two items in the silent auction that are designated for the Childhood Cancer Fund.

**Pacific Northwest Optimist District 32
Board of Directors Meeting Minutes
Fourth Quarter Conference -Convention August 10 - 12, 2017
Wyndham Garden Hotel - Boise, Idaho**

The financial report was accepted and closed.

VIII. Old Business:

a.) Discussion and approval of signatories and international banking Bruce brought up the change of signatories for the US Bank. It was so moved, by Dolores Schamp, and seconded, by Mike Gray, that the US dollar depository remain at the US Bank with signatories to be Bruce Gilbertson (Governor), Mary White (Secretary/Treasurer), and William French (past Governor), any two signing. The activation date shall be 1 October 2017.

b.)New Club Building: Update: Spokane scheduled for the week of September 11 with Jim Boyd. Emma Ball and Mazie Schlickeiser have been trying to get a club going in Federal Way which is no longer viable. Thank you to Emma and Mazie for all their hard work. The Kitsap County rejuvenation is not going to happen at this time. Regina Downtown out of Alberta is starting a club in Courtney Bay. Victoria Eve has agreed to serve as the host club. Governor Rick stated that he is 80% confident that there will be a new club in British Columbia.

c.) Candidate Qualifications: There are two candidates going into this election, Teresa Wallace and Ben DeRemer. This has been an ongoing search by the Qualifications chair, Mike Gray for 10 months or more.

IX. New Business: Governor Rick gave a summary of the business forwarded to this body by the Executive Board.

a.) Idaho Club Distribution and Zone Placement of Oregon City Club and Confirmation of Lt. Governors in zones where changes or vacancies occurred immediately following last quarter.

Zone 1 British Columbia - Tyler Carr	Zone 4 Oregon North - <u>Scott Keller</u>
32001 Abbotsford	32006 Beaverton
32-031Chilliwack –	32069 Gresham
32066 Coquitlam Evening	32073 Hillsboro
32012 SFU BC (College)	32115 Oregon City
32009 Optimist Junior International	32105 Portland NE
Curling, BC	32120 Portland Peninsula
32092 Mission	32328 Gresham Scouts
32034N Okanagan	
32180Vancouver, BC	
32205Vancouver North Shore,	
32190Victoria,	
32070Victoria Evening, BC	

**Pacific Northwest Optimist District 32
Board of Directors Meeting Minutes
Fourth Quarter Conference -Convention August 10 - 12, 2017
Wyndham Garden Hotel - Boise, Idaho**

<p>Zone 2 Idaho East - Doug Roe</p> <p>32015 Boise Noon 32233 Elmore County 32077 Jerome 32086 Meridian 32215 Mountain 32178 Twin Falls</p>	<p>Zone 5 Oregon South - Peter Sudduth</p> <p>23000 Albany 32231 Grants Pass 32082 Lebanon 32211 Newport-Yaquina Bay 32128 Roseburg 32130 Salem</p>
<p>Zone 3 Idaho West - <u>Joe Shreve</u></p> <p>32028 Caldwell 32075 Horseshoe Bend 32089 McCall 32002 Middleton 32214 Nampa 32072 La Grande, OR</p>	<p>Zone 6 - Gary Smith</p> <p>32029 Chehalis-Centralia 32062 Fairbanks 32229 Issaquah 32176 Pasco-Tri Cities 32200 Tacoma West 32185 Vancouver, WA 32329 Narrows Glenn (Share A Smile)</p>

A motion to accept the realignment of the zones and to confirm the Lieutenant Governors was sent from the Executive Committee to the Board of Directors. This was passed with a voice vote.

b.) Passage of Policy proposals Governor Rick introduced the work done by Bruce Gilbertson's committee to update some of the District's more troublesome policies. This committee consisted of Bruce Gilbertson, Doug Lincoln, and Annette Smith. There were four proposals listed on the website for review. These were discussed and voted upon by the Executive Committee with a do pass recommendation except for the policy concerning Zones and Zone meetings, this has been sent back to committee.

#1 -- Voting -- Article IV Section 3. Voting. Votes and Voting Strength

B. The number of votes each Club shall be entitled to cast shall be the number of accredited delegates present, ~~except the number of votes shall not exceed the maximum voting strength of said club~~ not exceed the maximum voting strength of said Club. Maximum voting strength shall be calculated by counting one (1) vote for each ten (10) members or majority fraction thereof (six or more) enrolled in the Optimist International office as of June 30. **Reason for proposed change:** To make our policies consistent with the By-laws of Optimist International concerning how votes may be cast.

#2 -- Section 4. Duties of the District Officers-- D. Each Lieutenant Governor should make at least ~~two (2)~~ one (1) visitation to each club in the assigned Zone during the administrative year. **Reason for proposed change:** Because of the distance lieutenant governors have to travel it would be more reasonable to require one personal visit. We

Pacific Northwest Optimist District 32
Board of Directors Meeting Minutes
Fourth Quarter Conference -Convention August 10 - 12, 2017
Wyndham Garden Hotel - Boise, Idaho

now have the technology to allow them to maintain contact with their clubs without the need for a second personal visit.

There was some discussion which was in favor of the passage of this proposal.

#3--Zone Meetings- Amendment: Section 8. Zones

~~D. All Zone meetings shall be conducted on a no-host, no registration fee basis. If costs for the use of facilities for Zone meetings are anticipated or incurred, such expenses shall be budgeted and paid by the District Administration.~~

Reason: We have been charging fees to cover the cost of the meals and room and any other expenses for our Super Zone Meetings

After a lengthy discussion, regarding the confusion generated by the use of the words "zone" and "super zone" this proposal was withdrawn and sent back to committee by the Executive Board and will not be included in the voting. It is presented here for informational purposes only.

#4-- Installation of District Board of Directors--Amendment:

Section 6. Installation of District Board of Directors.

The incoming District Board of Directors shall be duly installed by the official representative of Optimist International (or designee) at the District Convention or at the first opportunity after October 1 each year.

Reason: To allow the Board of Directors the ability to be installed by the official representative of Optimist International at either the Convention or first opportunity after October 1st.

After a short explanation of the reasoning behind the addition of the words "at the District Convention," Mike Gray moved that this new wording be added to the policy regarding the installation of District Board of Directors. Fran Bounds seconded in Executive Board.

There were questions from the floor regarding the "Do Pass." It appears that the Executive Board is making all of the decisions without waiting for input from the larger Board of Directors. Point of Order from the Parliamentarians: All but one of the policies were sent from Committee with a Do Pass recommendation. This does not mean that the BOD cannot make changes or amendments. The vote is up to the Board of Directors, they can pass or not pass regardless of the recommendation by the Executive Board.

Question to Governor Rick from the floor, "Are we voting for one or as a group?" Answer, "As a group."

Pacific Northwest Optimist District 32
Board of Directors Meeting Minutes
Fourth Quarter Conference -Convention August 10 - 12, 2017
Wyndham Garden Hotel - Boise, Idaho

Emma Ball pointed out that her club had taken the time to discuss each of the policies and to vote for their recommendations. Governor Rick pointed out that the proposal concerning zone meetings was not being tossed out, just sent back to committee for further work.

Emma Ball called for the vote. The policy amendments were accepted by a voice vote with one dissenting vote.

c.) Discussion of participation in CCDHH and review of dates for approval of second scholarship. This does not pertain to the Oratorical contest. It was proposed that the District take a one (1) year hiatus from participating in the CCDHH contest and try to come up with more partners for this event. Several people voiced concerns about taking a year off from the contest. Their concerns were two fold, losing money for the program and support for the Canadians and in the US that it would be very difficult to restart the program. Emma Ball proposed an amendment that the committee spend until 12/31/2017 looking for new partners and ways to revive interest in the program.

Bruce Gilbertson, stated that none of the schools for the Deaf will participate. This is the reason that a 1 year hiatus was proposed.

There were statements both supporting the amendment and the 1 year off.

Governor Rick restated the amendment to the motion. A vote was taken by voice, which could not be determined. Those for the amendment were asked to stand. Then those opposed. The amendment passed.

The original motion as amended was then voted upon with a voice vote. The motion as amended passed.

d.) Resolution from the Executive committee to the Board of Directors: Be it resolved that in the future beginning with Bruce Gilbertson's year as Governor, the website, the control thereof, the payment for the domain, and maintenance of the website remains with the district and will go to the Governor and to the Governor's appointee. This was brought up because there is a lot of confusion about which site is the actual site when brought up on the internet. There needs to be consistency in our district. This resolution should include the name to be used and should revert to what is used at optimist.org for the other districts.

Further discussion included that ownership needs to be with the district. The website should use the first letters of the district represented and .org not .com.

Tyler Carr moved that the Resolution be adopted. There was a second to the motion. It was brought up that just having a resolution will not solve the problem, that there needs to be a plan in place that does. Governor Rick stated that if the resolution were to pass, the demand would be that, in compliance with OI, the domain name be surrendered and that domain name be transferred to Bruce Gilbertson for the district.

Pacific Northwest Optimist District 32
Board of Directors Meeting Minutes
Fourth Quarter Conference -Convention August 10 - 12, 2017
Wyndham Garden Hotel - Boise, Idaho

Point of Order from the Parliamentarians, try to keep everything on a professional level and keep personalities out of the discussion.

Mike Gray gave a history of the website name confusion. All of the various websites need to be pulled back into one.

The committee consists of Mike Gray, Gary Smith, Linda Vaught-Disney, Angie Charron, and Ben DeRemer. Everything must be in place by October 1.

Everret Worth, Chilliwack, called for the question.

The resolution passed with a voice vote.

e.) Candidate nominations from the floor: Governor Rick asked for further nominations for Governor-Elect three times. There were no further nominations. Nominations for Governor-Elect were closed.

f.) Candidate speeches: Each candidate Teresa Wallace and Ben DeRemer gave a speech limited to five (5) minutes each outlining why they would make a good Governor for the Pacific Northwest Optimist District.

g.) Election of Governor-Elect The election was held by written ballot by clubs. There was a committee appointed to count the ballots. The process was overseen by the Secretary/Treasurer. Teresa Wallace received 31 votes and Ben DeRemer received 39 votes.

h.) Acceptance Speech: Ben DeRemer gave a short acceptance speech.

i.) Shredding and disposal of ballots: Ballots were shredded by hand and will be disposed of by the Secretary/Treasurer.

Meeting Adjourned: At 11:25 am the meeting was adjourned to the First Quarter meeting for the year 2017-2018 in Kennewick, WA.

Minutes respectfully submitted by: Sharon Gray, Secretary/Treasurer 2016-2017