

**PACIFIC NORTHWEST DISTRICT 32  
CONVENTION BOARD OF DIRECTORS MEETING  
AUGUST 11, 2018, 9:12 A.M.-11:30 A.M.  
Lebanon, Or**

The meeting was called to order by Governor Bruce Gilbertson at 9:12 a.m. Governor Bruce Gilbertson, followed with the Optimist Creed.

**I. ROLL CALL**

Board of Directors members present: Governor Bruce Gilbertson; Secretary/Treasurer Mary White; Immediate Past Governor Rick Matkin; Past Governor, Mike Gray; Governor-Elect Ben DeRemer; Lt. Governor Peter Sudduth, Zone 5, Oregon South; and Presiding Parliamentarian Annette Smith. Absent: Lt. Governors Tyler Carr, Zone 1, BC; Joe Shreve, Zone 2, Idaho West; Doug Roe, Zone 3, Idaho East; Scott Keller, Zone 4, Oregon North and Gary Smith, Zone 6, Washington; **and club presidents OR representatives by proxy:**

<p><b><u>Zone 1 – British Columbia – Tyler Carr</u></b>            Chilliwack -- Present            Coquitlam Evening -- Present            Mission -- Present            North Okanagan            Optimist Junior Curling – Present            (SFU) Simon Frasier University            Vancouver BC            Vancouver North Shore            Victoria            Victoria Evening</p>	<p><b><u>Zone 2 – Idaho West – Joe Shreve</u></b>            Boise -- Present            Elmore County            Jerome            Meridian – Present            Mountain Home            Twin Falls – Present</p>
<p><b><u>Zone 3 – Idaho East – Doug Roe</u></b>            Caldwell – Present            Horseshoe Bend            McCall            LaGrande            Nampa – Present</p>	<p><b><u>Zone 4 – Oregon North – Scott Keller</u></b>            Beaverton            Gresham – Present            Gresham Scouters -- Present            Hillsboro – Present            Oregon City            Portland Northeast            Portland Peninsula</p>
<p><b><u>Zone 5 – Oregon South – Peter Sudduth</u></b>            Albany            Dutch Brothers of Grants Pass            Lebanon -- Present            Newport-Yaquina Bay            Roseburg – Present            Salem – Present</p>	<p><b><u>Zone 6 – Washington – Gary Smith</u></b>            Chehalis-Centralia -- Present            Fairbanks            Issaquah            Pasco-Tri-Cities            Share-A-Smile – Present            Tacoma West – Present            Vancouver WA – Present</p>

## **II. REVIEW OF DELINQUENT DUES**

Secretary/Treasurer Mary White reported no clubs were 60 days delinquent at third quarter, but three clubs were now more than 120 days delinquent: Elmore County, Jerome, and Portland Peninsula. All other clubs were current.

## **III. THIRD QUARTER BOARD OF DIRECTORS MINUTES**

**MOTION MADE BY PETER SUDDUTH, SECONDED BY FRED WALLACE AND CARRIED UNANIMOUSLY TO APPROVE THE MINUTES OF THE BOARD OF DIRECTORS MEETING FOR MAY 12, 2018.**

## **IV. REVIEW OF FINANCIAL REPORT**

Secretary/Treasurer Mary White, explained the budget included in the packets had been updated from what had been posted on the web site, with the updated packet including expenses for the Governor-Elect and Strategic Plan.

## **V. OLD BUSINESS**

Ben DeRemer provided an update on the Oratorical/CCDHH Expenses committee meeting, noting the committee would recommend to the Board of Directors that a policy change be made to no longer pay for the dinners of Oratorical and CCDHH parents at the awards banquet. He explained the committee would continue to meet to discuss how the District competitions would be conducted and managed in the future, including entry fee increases.

Ben DeRemer shared information on the evolving Strategic Plan, identifying six strategic goals.

1. Governance – To research and develop new approaches in running the district in its operations.
2. Growth – To increase the impact of Optimism, not only in our communities, but in ourselves.
3. Finance – To uphold our fiduciary responsibility to the organization and the community, and to pursue a sustainable financial practice.
4. Marketing – To develop and explore ways to increase the visibility of our message as Optimists.
5. Technology – To examine and adopt new technologies to make our organization more relevant today.
6. Meetings – To assess the format and way of holding meetings to make them more meaningful and worthwhile.

Ben DeRemer stated that at the third quarter meeting, a change to the zone structure from 6 to 12 zones was approved. He said he wanted to realign Zones 4 and 6 moving Vancouver to Zone 6, and splitting Zone 6 to create Zone 13.

In response to a number of questions, Ben DeRemer clarified the logic behind the alignments of the new zone structure, with an emphasis on building or rebuilding new clubs.

Chris Meek called the question which was approved.

**MOTION BY BEN DEREMER, SECONDED BY CALVIN STECK AND CARRIED UNANIMOUSLY TO MOVE VANCOUVER WASHINGTON FROM ZONE 4 TO ZONE 6, AND TO SPLIT ZONE 6 CREATING A NEW ZONE 13 TO INCLUDE GRESHAM SCOUTERS, OREGON CITY AND PORTLAND PENINSULA.**

**VI. NEW BUSINESS**

Ben DeRemer shared his 2018-2019 budget concept, supplying a three-page proposal explanation, including discussion of a dues increase request, noting the increase would need to be specifically allocated to certain items.

Ben identified some of the anticipated expenses that the District is obligated to finance, which include the following:

- Sending the District 1st Place Oratorical winner to the World Championships in St. Louis, Missouri (Optimist International wants all contestants for the World Championships to arrive in person versus video conferencing starting this year) - \$1,000
- District Secretary & District Treasurer hotel rooms (Most hotels will comp one room for every 20-25 rooms booked, we are now averaging at less than 40 rooms for district meetings, which only covers the Governor if they use the Hospitality Room) - \$2,000
- District Treasurer (and guest) meeting registration and travel (I have separated the positions this year to put more emphasis on financial stewardship and sustainability) - \$900
- JOI Clubs & Convention (Districts have a responsibility of supporting their JOI Districts, this is an area we have neglected in the past; this amount is based off of other Districts' expenses) - \$2,000
- Sending the Jr Golf Qualifiers to the International Championships (In the past a single Club has been sponsoring our two qualifiers, whereas, it should be the Districts responsibility) - \$2,400
- CCDHH Second Scholarship (It is irresponsible for the District to rely on Clubs to finance the second scholarship when it is a District level scholarship, it needs to be budgeted for if we are to have it) - \$2,500
- Oratorical & CCDHH Costs (Historically, the burden of the costs for the CCDHH and Oratorical contest costs have been passed onto the registration for 3rd Quarter attendees, whereas, the cost of the program should not be placed on the few, but borne onto the whole membership) - \$4,800
- Lt Governors (Increase cost to cover costs of six additional Lt Governors) - \$3,400
- Assistant Governors (To cover the cost for six Assistant Governors) - \$1,500
- District Officer Pins (The District is obligated to purchase 1 Gov, 1 Gov-Elect, 2 Sec/Treas, 6 Asst Gov, and 12 Lt Gov pins, plus Past Officer pins for 44 pins at \$31 = \$1,364 plus shipping) - \$1,400
- District Treasurer to International Convention (Separate from District Secretary) - \$2,000
- District Treasurer-Designate to International Convention (Same as previous) - \$2,000
- Webinars, Conference Calls, eBallots, & Website (To update and modernize our District to meet its current needs and lessen its reliance on travelling to more meetings) - \$1,000

The following individuals spoke in opposition to the request to increase District dues by \$4

Chris Meek, Lebanon

Linda Vaught Disney, Share-A-Smile

Emma Ball, Chehalis-Centralia

Chris Stearns, Twin Falls

Earl Pollock, Coquitlam

The following individuals spoke in support to the request to increase District dues by \$4

Becky Holms, Roseburg  
Al Kersey, Junior Curling  
Everett Worth, Chilliwack

Rick Matkin, Caldwell  
Calvin Steck, Salem

Chris Meek requested a ballot vote. Bruce Gilbertson appointed a committee consisting of Rose Brodie, Earl Pollock and Peter Sudduth to count the ballots.

Ben explained in order for the motion to pass, a 75% majority was required.

While the votes were being counted, Roseburg's "Reel" video was shared.

**MOTION MADE BY BEN DEREMER, SECONDED BY AL KERSEY AND TO REQUEST FROM OPTIMIST INTERNATIONAL A \$4 INCREASE IN ANNUAL DUES SPECIFICALLY \$2 FOR LT. GOVERNORS, \$1 FOR A JOI DISTRICT, AND \$1 FOR TECHNOLOGICAL SUPPORT AT DISTRICT MEETINGS.**

**EARL POLLOCK ANNOUNCED THERE WERE 44 VOTES IN FAVOR AND 22 VOTES AGAINST THE MOTION. MOTION FAILED.**

- **AUTHORIZATION OF BANKING SIGNATORIES**

**MOTION MADE BY BEN DEREMER, SECONDED BY MIKE GRAY AND CARRIED UNANIMOUSLY TO AUTHORIZE US BANK SIGNATORIES FOR ACCOUNT 153564285143 IN THE NAME OF PACIFIC NW DISTRICT 32 OPTIMIST INTL, TO BE BEN DEREMER, GOVERNOR, DAMON GERTON, SECRETARY/TREASURER, AND BRUCE GILBERTSON, PAST GOVERNOR, EFFECTIVE OCTOBER 1, 2018;**

**AND**

**AUTHORIZE SIGNATORIES ON ROYAL BANK OF CANADA ACCOUNT 01240 100-777-2 IN THE NAME OF OPTIMIST INTERNATIONAL PACIFIC NORTHWEST DISTRICT 32, TO BE BEN DEREMER, GOVERNOR, DAMON GERTON, SECRETARY/TREASURER, AND EARL POLLOCK, PAST GOVERNOR, EFFECTIVE OCTOBER 1, 2018.**

- **DISTRICT POLICY UPDATES**

Ben DeRemer explained three proposed District Policy Updates as follows:

**ISSUE 1: OI DISTRICT POLICY UPDATES**

(Submitted by Ben DeRemer, 2017-2018 Governor-Elect)

*EXPLANATION:* The following proposal is presented to update our Policies to be in line with the Suggested District Policies as adopted by the International Board of Directors March of 2018 by correcting the composition and phrasing of what constitutes a District Officer and adding the position of Assistant Governor to the District Officers. This simplifies the definition of District Officer and allows for a more balanced viewpoint from the Committees within the District, as well as a means for delegation of duties between the Governor and Committees of the District.

**CURRENT:**

Policy Article II. District Administration  
Section 1. District Board of Directors

The District Board of Directors shall administer the business of the District and ensure the implementation of these policies. The District Board of Directors shall consist of the District Officers, the two (2) most immediate and available Past Governors, the Lieutenant Governors, and the Presidents of each Club in the District. A JOOI Governor, if available, shall serve as a non-voting member on the District Board of Directors.

Section 2. Officers, Qualifications, Elections, and Terms of Office

A. The Officers of the District shall be the Governor, the Governor-Elect (up until the annual convention election, then the Governor-Designate following the annual convention election), and the District Secretary-Treasurer.

Section 3. District Executive Committee

B. The District Executive Committee shall consist of the District Officers, the Lieutenant Governors and the two (2) most immediate and available Past Governors. A JOOI Governor, if available, shall serve as a non-voting member on the District Executive Committee.

**PROPOSED:**

Policy Article II. District Administration

Section 1. District Board of Directors

The District Board of Directors shall administer the business of the District and ensure the implementation of these policies. The District Board of Directors shall consist of the District Officers, the two (2) most immediate and available Past Governors, ~~the Lieutenant Governors~~, and the Presidents of each Club in the District. A JOI Governor, if available, shall serve as a non-voting member on the District Board of Directors.

Section 2. Officers, Qualifications, Elections, and Terms of Office

A. The Officers of the District shall be the Governor, the Governor-Elect (up until the annual convention election, then the Governor-Designate following the annual convention election), ~~and~~ the District Secretary-Treasurer, the Assistant Governors, and the Lieutenant Governors.

G. The District Assistant Governors-Elect shall be appointed by the Governor-Elect and confirmed at the third quarter District Board meeting by the District Board of Directors. The District Assistant Governors-Elect shall take office October 1 next following confirmation. The term of office for the District Assistant Governors shall be one (1) year.

Section 3. District Executive Committee

B. The District Executive Committee shall consist of the District Officers, ~~the Lieutenant Governors and~~ the two (2) most immediate and available Past Governors, and the JOI Governor as a non-voting member. ~~A JOI Governor, if available, shall serve as a non-voting member on the District Executive Committee.~~

Section 4. Duties of the District Officers

E. Assistant Governors. It shall be the duties of the Assistant Governor to: (1) cooperate with and act as a representative for the Governor-Designate in preparation for the year, (2) act as liaison between a certain number of Committee Chairs and the Governor, and (3) attend all District Board of Directors meetings and Executive Committee meetings as well as the annual convention.

(As well as the addition of the words "Assistant Governors" as is consistent with the position within these policies)

In response to a number of questions Ben DeRemer provided some clarification related to budgets and reimbursements for attending meetings.

Fred Wallace and Peter Smith noted that instead of increasing participation at quarterly meetings, this concept most likely would reduce the number of participants.

Emma called for the question which was approved.

**MOTION MADE BY BEN DEREMER, SECONDED BY CALVIN STECK AND CARRIED UNANIMOUSLY TO APPROVE ISSUE NO. 1 OI DISTRICT POLICY UPDATES.**

**ISSUE 2: OI BYLAWS UPDATES**

(Submitted by Ben DeRemer, 2017-2018 Governor-Elect)

*EXPLANATION:* The following proposal is presented to update our Policies to be in line with the required wording as updated from the Optimist International Bylaws Amendments at the 2017 and the 2018 Optimist International Conventions.

**CURRENT:**

Policy Article II. District Administration

Section 2. Officers, Qualifications, Elections, and Terms of Office

B. No one shall be eligible for election or hold any District office unless (1) they are duly enrolled on the International roster as a full member of a Club in good standing in Optimist International and (2) they have held or are currently holding the office of President of an Optimist Club. It is strongly recommended that they also have held or are currently holding the office of Lieutenant Governor.

E. The District Secretary-Treasurer designate shall be appointed by the Governor- Elect and confirmed at the third quarter District Board meeting by the District Board of Directors. The District Secretary-Treasurer designate shall take office October 1 next following confirmation. The term of office for the District Secretary-Treasurer shall be one (1) year.

**PROPOSED:**

Policy Article II. District Administration

Section 2. Officers, Qualifications, Elections, and Terms of Office

~~B. No one shall be eligible for election or hold any District office unless (1) they are duly enrolled on the International roster as a full member of a Club in good standing in Optimist International and (2) they have held or are currently holding the office of President of an Optimist Club. It is strongly recommended that they also have held or are currently holding the office of Lieutenant Governor. No one shall be eligible for election or hold a District office unless he/she is duly enrolled on the International roster as a member of a Club in good Standing in Optimist International; and for` the office of Governor or Governor-Elect, they should have served all of a term of Club President.~~

E. The District Secretary-Treasurer designate shall be appointed by the Governor- Elect and confirmed at the third quarter District Board meeting by the District Board of Directors. The District Secretary-Treasurer designate shall take office October 1 next following confirmation. The term of office for the District Secretary-Treasurer shall be one (1) year. A District Secretary-Treasurer, District Secretary, District Treasurer, or any combination thereof, shall not serve more than three consecutive years.

**CHRIS MEEK SUGGESTED A FRIENDLY AMENDMENT, IN ORDER TO BE GOVERNOR MUST HAVE SERVED AS CLUB PRESIDENT, OR COMPLETED A TERM ON THE BOARD OF DIRECTORS OF A CLUB.**

Bruce Gilbertson explained that the District did not have the ability to waive or modify that requirement.

**MOTION MADE BY BEN DEREMER, SECONDED BY SHARON GRAY AND CARRIED TO APPROVE ISSUE 2: OI BYLAWS UPDATES. 2 VOTES OPPOSED.**

**ISSUE 3: OI MEMBERSHIP INCENTIVES**

(Submitted by Ben DeRemer, 2017-2018 Governor-Elect)

*EXPLANATION:* The following proposal is presented as a recommendation by the Optimist International Board of Directors to all Optimist International Districts. Optimist International occasionally creates incentives to membership in which a specific price point is set for clubs to promote and incentive prospective members so that cost is not a barrier to joining. Our District Policies currently refer to College membership and FOO membership, but they do not account for other incentives that Optimist International is actively promoting. So that these incentives remain true to the costs of memberships that are promoted to these individuals, this proposal asks that no District dues are assessed to members while they are enrolled in these programs. These programs typically last for a 12-month period, at which time their membership reverts to that of a regular member, and at which time they would begin paying for District dues.

**CURRENT:**

Policy Article VI. District Finances

Section 3. Dues

C. Each Club shall pay zero district dues for any member in a post-secondary educational institution who is enrolled as a full-time student and any Friend of Optimist (FOO) member.

**PROPOSED:**

Policy Article VI. District Finances

Section 3. Dues

C. Each Club shall pay zero district dues for any member in a post-secondary educational institution who is enrolled as a full-time student, and any Friend of Optimist (FOO) member, and any member enrolled in an Optimist International Board of Directors approved membership incentive program that promotes a specific price point as a financial incentive.

**MOTION MADE BY BEN DEREMER, SECONDED BY BECKY HOLM AND CARRIED UNANIMOUSLY TO APPROVE ISSUE 3: OI MEMBERSHIP INCENTIVES.**

- **APPOINTMENT OF DISTRICT SECRETARY/TREASURER**

**MOTION MADE BY BEN DEREMER, SECONDED BY SHARON GRAY AND CARRIED TO APPROVE APPOINTMENT OF DAMON GERTON AS PACIFIC NORTHWEST DISTRICT SECRETARY/TREASURER FOR THE 2018-2019 OPTIMIST YEAR. 1 VOTE OPPOSED.**

- **2019-2020 GOVERNOR ELECTION**

With only one candidate stepping forward to run for Governor for 2019-2020, the following motion was made:

**MOTION MADE BY CALVIN STECK, THAT THE NOMINATIONS BE CLOSED AND A SINGLE BALLOT BE CAST FOR THE SLATE, SECONDED BY PETER SUDDUTH AND CARRIED UNANIMOUSLY TO ELECT BEN DEREMER AS GOVERNOR FOR THE 2019-2020 OPTIMIST YEAR.**

- **OFFICER AND TEAM REPORTS**

The following reports were received:

Emma Ball read a report from Monique Conners, Essay Chair.

Fred Wallace, District Bulletin

Robin Stanhope, Membership

Chris Stearns, OI Foundation

Rick Matkin, Club Fitness

Mike Gray, Webmaster

Peter Smith, CCDHH – BC

**MOTION MADE BY FRED WALLACE, SECONDED BY MICHAEL GRAY AND CARRIED UNANIMOUSLY TO ADJOURN TO THE FIRST QUARTER MEETING IN TRI-CITIES.**

Meeting Adjourned at 11:30 a.m.

Respectfully Submitted

Mary L. White

Secretary/Treasurer

***Audio recordings of all meetings are stored electronically with the Secretary/Treasurer and are available upon request.***