**ROTARY CLUB OF CINCINNATI
BOARD OF DIRECTORS MEETING MINUTES**

Feb. 10, 2022, Salon H & Zoom

Melinda Kelly, President, presiding

**MEMBERS:**

Melinda Kelly, President (2023) - P Steve King, President-Elect (2024) – P

Ali Hussain, Foundation Pres. (2022) –- E Brett Lebhar, Past President (2022) – P

Doug Bolton – Secretary-Treasurer (2022) – P

Larry Cunningham (2023) – P Tim Hershner (2022) – P

Kelly Mahan (2024) – P Toni Otchere (2024) – P

Molly Reidel (2024) - P Nancy Riesz (2022) – P

Steve Rogers (2023) – P Mark Romito (2023) – E

Bill Stille (2022) - P

Owen Wrassman, President-Elect Foundation (2023) (ex officio – non-voting) – P

Sam Scoggins, Legal Advisor to the Board (2022) (ex officio – non-voting) – E

(P=Present, E=Excused, A=Absent)

**President Melinda Kelly called the meeting to order at 1:40 p.m.**

**Consent Agenda.** Motion made for approval. Seconded. Page numbers will be added in the future to help members identify changes. Susan Wilkinson’s name is misspelled, and in Kelly’s ad hoc committee report, change phrase to “exercise has been a good use of time.” Motion approved.

**Old Business.**

Motion was made to approve the new Employee Handbook. Seconded. Motion approved.

Motion was made to approve the new Photo & Video Usage Policy, except striking the last paragraph about its implementation. The Rotary office will ensure that notice is provided at each Rotary event as part of its standard operating procedures. Seconded. Motion approved.

**New Business.**

Motion was made to adopt the bylaw change to Sections 3 and 4 to separate the role/titles of Secretary-Treasurer. Seconded. Discussion occurred around explaining the Executive Committee’s intent to not increase the size of the board by nominating or electing a Secretary, but rather to have the board appoint one of its existing members, the first choice being the President Nominee, to those duties. Motion approved.

Motion was made to waive the 10-day required notice for a second bylaw change. Seconded. Motion approved.

Motion was made to adopt bylaw changes to Section 4 regarding the nominating process, namely to give the President-Elect the direction to name alternates to the nominating committee that would be approved by the board. A brief discussion and explanation of the dilemma being fixed occurred. Motion approved.

**Executive Director Comments.**

Discussion occurred about Sara’s note to members regarding pre-paid lunch refunds for the meetings moved to Zoom in January and February, and it was decided to modify the memo to only give members the option to donate to the CPS pergola project if they didn’t respond with a request for a refund.

**Member Discussion.**

A member made the board aware of a $13K increase in the project costs for the CPS pergola.

A member asked the board for its direction on the Four-way speech committee’s request for an increase in its budget from $1,000 to $2,000 to cover the cost of lunches and a video. Board members came to a consensus to approve the lunches, increasing the budget to $1400, but suggested to the committee that they request the higher budget to cover video costs for next year’s program. Members said they were concerned about not knowing how the video would be used to benefit the program, and expressed concern that the committee increased the prize monies, thereby going over budget, without board approval.

A member requested better technology via Zoom in order to be able to participate in board meetings. A member volunteered to look into technology enhancements, building off the device that was acquired last year but hasn’t recently been used.

**President’s Report.**

President Melinda thanked everyone for making their calls for member retention, which has been successful in getting some members back.

Melinda reminded everyone to send their slides to Sara for next week’s club assembly program.

Melinda thanked everyone for their diligence in working toward our strategic plan – highlighted by the success of attracting new corporate roundtable members -- even though the pandemic and other matters have blocked some progress.

**At 3:04 p.m., a motion was made for adjournment. It was seconded. Motion approved.**