ROTARY CLUB OF CINCINNATI

BOARD OF DIRECTORS’ MEETING MINUTES

#### Aug. 12, 2021

#### 1:30 PM – Rookwood Room and Zoom

### Melinda Kelly, President

**MEMBERS:**

Melinda Kelly, President - P Steve King, President-Elect – P

Ali Hussain, Foundation President –- E Brett Lebhar, Past President – P

Doug Bolton – Secretary-Treasurer – P

Larry Cunningham – P Tim Hershner – P (via Zoom)

Kelly Mahan – P (via Zoom) Toni Otchere – P

Molly Reidel - E Nancy Riesz – P

Steve Rogers – P Mark Romito – E

Bill Stille - E

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

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

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

## Call to OrderPresident Melinda Kelly called the meeting to order at 1:40 p.m.

## Treasurer’s Report

Financial statements for July were provided with the emailed agenda. Doug Bolton noted that revenue is off $10K from budget due to membership-revenue timing. Expense savings against budget of $6K is also a timing issue. Financial condition statement shows $80K gain vs. last year, largely a result of market performance. Linda noted that large-club conference revenues and expenses don’t reflect up-to-date expectations.

Motion Approved.

## Approval of Minutes

## Corrections noted of Melinda instead of Brett at end, SWOT instead of SWAT on page 3.

## Motion Approved

**Concerning Membership: Classification Committee Report**

#### Classification Committee Report: New Members

**FOGG**, Eric R. \*Rotaract/YP

Line of Business: Real Estate, Residential
Realtor
Coldwell Banker

Sponsor: Nancy Riesz

**HILTON**, Karen \*Active
Line of Business: Banking

Commercial Banking Officer

Forcht Bank NA

Sponsor: Molly Reidel

**McCLAIN**, Meredith W. \*Active - YP
Line of Business: Healthcare *(corporate membership)*

Practice Coordinator

McGilligan MD, Inc.

Sponsor: Brett Lebhar

**McGILLIGAN**, Becky S. \*Active - YP

Line of Business: Healthcare *(corporate membership)*

CEO/Physician

McGilligan MD, Inc.

Sponsor: Brett Lebhar

**McGILLIGAN**, Brian \*Corporate
Line of Business: Corporate *(corporate membership)*

Practice Director

McGilligan MD, Inc.

Sponsor: Brett Lebhar

Motion Approved.

**REQUEST FOR TERMINATION**

**BRENDAMOUR**, E. Michael \*Attendance/Travel
Status: Senior Active
Joined: 8/18/1981

Line of Business: Transportation & Warehousing

Sponsor: unknown

**CAGLE**, Claudia \*Attendance/Travel
Status: Senior Active
Joined: 10/24/2008

Line of Business: Consulting, General

Sponsor: Marc Horwitz

**NORTON**, Thomas \*Attendance/Travel

Status: Senior Active

Joined: 6/18/1984

Line of Business: Advertising/PR
Sponsor: Bryan Holland

**SCHERGER**, Jay \*Work Obligations
Status: Active
Joined: 1/25/2020
Line of Business: Advertising/PR
Sponsor: Brett Lebhar/Tom Lippert

Linda stated that she thinks Mike and Claudia will come back and Jay might.

Motion Approved.

**REQUEST FOR LUNCH LEAVE**

 **ZIEGLER,** David (Dave)

Fourth Leave Request Attendance Business
Start Date: 3/20/2015

Linda stated that Dave works in Dayton, he is very active in Rotary on weekends and is a bowler. There was some discussion around creating a policy for out-of-town working members, but others felt we should keep approving exceptions and granting leaves on a one-off basis.

Motion Approved.

**President Report**

Melinda said she wanted to thank everyone for their adherence to time and efficiency of last month’s meeting. She said being able to get through the agenda quickly allowed time for people to chat informally after the meeting. She appreciated the ability to avoid having 3-hour or longer meetings.

Melinda distributed a new version of the Minor Child Photo release form. Highlighted on the new form vs. the one previously distributed were changes made and recommended by attorney Sam Scoggins. Melinda said the form is important because we want to encourage service, and we want to involve Rotary families, but because of our desire to promote our activities in the media, we need to have this release form completed by every family whose child is participating in our activities. Melinda stated that Linda and Kristy will be managing acceptance and filing of the forms. Sam’s changes focused on detailing a description of the photo and its location. There was some discussion about whether a standing, perpetual form for any child participating in a Rotary service activity would suffice, and Melinda responded that Sam wanted to indicate the specific activity/event each time on the form. A motion was made to require use of the form.

Motion Approved.

Melinda said modifications are needed, requiring the approval of three motions, for our upcoming annual meeting and board/officers slate notification process.

Linda said the Nominating Committee, led by Brett Lebhar, will give its report momentarily, but first the club’s board needs to set the annual board meeting for Sept. 9. A motion was made to set the annual meeting date for Sept. 9, 2021.

Motion Approved.

Melinda said a second motion, because of the large-club conference, is needed to deviate from the club’s bylaws for 2021 to allow the club to present its slate of board members and officers for the next year outside of the bylaw-prescribed 30 days. Due to the timing of the large-club conference and the need for the club to meet outside its normal meeting space, the club should alter the timing for 2021 to 60 days instead of 30 days. A motion was made to create an exception for 2021 to increase the timing of the notification to members to 60 days.

Motion Approved.

Melinda said a third motion is needed to create an exception for 2021 from the club’s bylaws that call for the club membership to ratify the slate of officers and board members on the third Thursday rather than the fourth Thursday of October. The club will be meeting outside of the hotel on the fourth Thursday. A motion was made to set the board/officer ratification by members for Oct. 21, 2021.

Motion Approved.

**Nominating Committee Report**Nominating Committee Chair Brett Lebhar thanked members of the nominating committee – Steve and Melinda, but also K.L. Allen, Mary Brandstetter, Mary Dornette and Bryan Vielhauer. Brett said the committee worked together well and he greatly appreciated their service. Brett distributed the committee’s recommended Officer and Board candidates as follows:

President-Nominee: Doug Bolton

Secretary-Treasurer-Elect: Wes Botto

Directors (3-year terms): Ed Mathis, Bill Stille, Jeff Weyer

Brett said the slate only becomes the slate of recommendations once the board votes to accept the committee’s recommendation. He advised the board that it has until 14 days prior to the club annual meeting to add any candidates, either ones already nominated for consideration by the committee or new candidates. Linda clarified that if any new candidates emerge, an election would be held at the club’s annual meeting by the board to select the new officer or top 3 board members.

There was discussion about whether the nominating committee considered that there were no women on the slate. Brett said that, as a committee, that issue had been discussed. Brett said that about 28 percent of our club’s members are female. He said the committee was comfortable with the current slate based on the fact that on July 1, 2022, the new board in place will represent the diversity of the existing club membership. Brett said that during last year’s nominating process, the candidates elected to fill the three 3-year term Director positions were all women. If the current proposed slate is elected, then on July 1, 2022, four of the 14 voting directors will be women, representing 29 percent, the same as the club’s female membership. Furthermore, Brett said, the current slate gives us a new diversity of young professionals in Ed Mathis and Wes Botto. The slate also adds to our racial diversity. Brett added that there were few females nominated this year for board positions, although at least three were approached and declined to be put into nomination consideration.

Brett said there were more women officer candidates approached who declined the opportunity They love the Rotary Club, but the July 2022 timing did not work for them [note: they can be approached again at another time].

There continued to be discussion about the lack of gender diversity. In any communication about the nominating committee’s work, there as discussion that the explanation about the makeup of the entire board as of July 1, 2022, be included, especially for the benefit of our younger women members.

There was discussion about appreciation for the context provided by Brett.

There was discussion about how full disclosure of the nominating committee’s process and the declines by women candidates will help make the situation make sense for people.

There was discussion that when you look at the composition of the board on July 1, 2022, the slate makes sense.

There was discussion about being impressed with the nominating committee members’ approach, especially the four non-voting board members. They took their job seriously, and members were impressed with their leadership and roles on the committee.

There was further discussion about how some would still like to see a female in the board candidate list.

There was discussion about how hard one member worked hard to recruit a female board member, and they were satisfied with the process.

Brett added that the slate has a diversity of skills that the board needs. He said Wes Botto is a a CPA, who has financial experience would help the Board ( in addition to his age diversity he brings as a young professional member of the Club).

Motion to accept the slate recommended by the Nominating Committee was Approved.

**Executive Director Report**Linda Muth reminded the board that they will be asked to help with the Large Club Conference on Oct. 13-16. She said she anticipates sending registration information the week of Aug. 16 or Aug. 23. She said there have been six people who pre-registered and have asked if there would be a cancelation due to the Delta variant, five of them from California. Linda said there are no plans to change the event. She re-emphasized the need for the board to be present Oct. 14.

Linda asked for volunteers to help reach out to collect the final July-December billings. Board members volunteered accordingly.

Linda shared that resignations have been lower than expected (only 15).

The club’s pre-review with its accountant is Aug. 23 with Sept. 20 set as the audit.

Linda reminded board members to sign up for the picnic.

**Committee/Director Reports**

**Tim Hershner – International**

Tim shared that the World Community Service committee is planning for two years out with something closer to home. Tim is concerned about turnover in the youth exchange committee, saying it has led to inconsistencies. Steve King shared that the program is complex, but recommended that there are trainings at the district level that should help plus there are a number of past chairs in the club still very much engaged and willing to help.

**Kelly Mahan – Club Social Activities**

Nothing really to report. Golf outing is being moved. There was some discussion about whether the Red Light Table might not be able to return to business as usual and should its budget be transferred to other committees. Linda shared that carryover from one year to the next is not a problem for this committee.

**Larry Cunningham – Special Activities**

Larry encouraged Board members to attend the upcoming Rotary Picnic. Balloon rides are wrapped up, and Mark Soupene is doing some analysis of the results. Russell Smith is working on professional development around social media platforms.

**Nancy Riesz - Onboarding**Roadmap for Success: Sticker Tearing-off ceremony was held 8/5, with eight new members eligible. All new members have been connected with New Member Advisers.

New Member Project: Barbara Dickerson will send emails out in September to start the process for the new member project, slated for October.

New Member Orientation: Susan Snodgrass held an orientation in July to catch up those who had not yet attended. But the plan is to move it to the fourth Thursday of the month to ensure attendance before a first official meeting.

**Steve King – Youth Service**

RYLA: Eric Pettway in the Chair – Very engaged and looking to the October RYLA weekend. Has one confirmed student and one more to select from 5 candidates. The District has been very uncommunicative regarding attendance numbers and whether Cincinnati can invite our full slate of awardees. Steve King has enlisted Bill Shula to lean on District team to shake the tree.

Interact: Erin Focke and Marietta Wade in the Chair – The committee has met twice in the last month. They have identified a new staff advisor for Walnut Hills and are working with her to restart the group. Steve King connected Erin and Sparkle with De Paul Cristo Rey to see if there is an opportunity to start an Interact Club with our new Corporate Member.

4-way Speech Contest: Laure Quinlivan and Ed Mathis in the Chair – Have identified three schools for the contest so far. SCPA, Clark Montessori, and DePaul Cristo Rey. They are looking for one more school. Steve King has recommended Indian Hill and Taylor HS due to their support of RYLA in the past. Eric Pettway to connect the groups. Note: Laure and Ed are not approaching Walnut Hills this year as they are not yet willing to host a school competition before the Club Contest.

UC Rotaract Club: Jim Brooks in the Chair – Brooksy is helping his UC Rotaracters to get a rockin banner for their club fair. The District is providing the images and the official logos and Bryan Vielhauer is going to print it.

Club Rotaract: Mackensie Bennet and Corbin Schersinger in the Chair – 5 members with a prospect here today. They report they are finalizing details on a Rotaract service project and intend to work with Russell Smith and Lisa Blaney Gassaway on the Social Media Month for Professional Development Series. The vision is that we bring UC Rotaract and Club Rotaract to facilitate two Professional Development series on maximizing your Social Media impact. Lisa to present.

**Toni Otchere – Fundraising & Fun**

Kudos to Linda and team for Believe to Achieve. No report, but we have a well-oiled machine and they are keeping me posted.

Melinda thanked Toni for bringing so many prospective members to the meeting today.

**Steve Rogers – Club Meetings**

Sharing program chair Al Koncius’ wisdom: Why did God create stock analysts? To make weather forecasters look good. Invocations are set through the end of the year. Mary Brandstetter is looking for help after the next two meetings. Nancy Shula is doing well with greeters.

Linda commented that it’s good to have board members on the podium. She said the committee fair isn’t working.

Nancy said she told Mary she just has to get creative.

**Mark Romito – Membership Engagement (submitted in writing)**

Member Retention: Committee is recruiting new committee members and has been reviewing member zip codes to assist with scheduling future Neighborhood Coffee meetings. Michael Schatzman has been utilizing social media to engage with members.

Rotarians at Work: Nothing new to report. October 28th has been reserved for the relaunch of Rotarians at Work. More to come.

Rotary After Hours: Steve Rosenzweig reported he has two new committee members - Tania Moussa and Scott Hoberg. Given other events in August, Committee is discussing ideas for the Fall.

Women in Rotary: Co-chair Christina Will-Ellis is expecting a baby and decided to step away from Rotary due to COVID but plans to reengage in the new year. Could not contact Co-Chair Amanda Forsee but left her voice message and email asking for update and if she needed assistance with Committee. Waiting on reply.

**Brett Lebhar – Corporate Membership**

Brett Lebhar said the corporate roundtable is doing well and becoming more robust. He thanked Doug Bolton for moderating the panel discussion at the July 22 forum on “Leadership during COVID” that the roundtable organized. Corporate Membership Committee Co-Chairs, Dave Carlin and Jack Scott, led the roundtable committee as they debriefed the most recent panel which is planning for more forums (the next one Nov. 4). The goal is 3 net new corporate members, and one has been already been added, Gilligan MD, Inc..

**Ali Hussain – Foundation Matters**

In Ali’s absence, Linda reported that the foundation had very good support from members for Believe to Achieve. There were 30 volunteers. The financial results are looking good. The final report and significant other matters will be brought before the foundation board on Sept. 15. As has been communicated to the foundation board, there will be no Believe to Achieve in 2022, and Jim Hudson and Chris Adams have been alerted. Thoughts are being formulated on what might replace it.

**Molly Reidel – Membership Development (submitted in writing)**

Due to Covid, and people having more free time at home, we’re getting a greater number of new memberships coming from the internet. The typical path for an internet lead is that Kristy gets the information, then passes it on to DeAnn and then to Dan. Dan meets with the prospect before their membership is accepted, OR has another member meet with the candidate.  Dan is looking for volunteers to help him meet with new candidates due to a recent uptick in internet prospects.   I volunteered to help, and Kristy and DeAnn put me in touch with prospect Karen Hilton.  I sat next to Karen Hilton at a recent Rotary lunch, and then she and I had lunch at another venue to get to know one another better. Karen submitted her application and I will meet/met with her at the August 5 Classification meeting as her sponsor. Dan makes sure the prospect understands the cost of membership and also makes sure they attend at least one meeting before considering their application. Once an application is submitted, the member and sponsor meet with the Classification Committee, which then submits the names that they approve to the Board. Moving forward, DeAnn will prepare a short background of each prospective new member so the Board of Directors have a little bit of information before voting on the person. President Melinda set a club goal of 40 new members for the 2021/22 year; so a net of 6. Dan and DeAnn like to have one prospective member event each quarter which can be a service event, or an “after hours” event.  The next one will probably be the end of September. Moving forward, Dan and DeAnn and I agreed to meet the 1st Thursday of the month at 11:00 AM to discuss anything relevant to the Membership Development Committee.

**Old Business**

Steve King reviewed the work of the membership review ad hoc committee. The charter of the committee is to consider Zoom and the lunch leave options. The committee has decided to begin work Dec. 1. This delay gets the club through the implementation of a new billing system, which will allow us more flexibility on membership options. Larry and Nancy are on the committee, and Toni said she would join. Steve also reviewed the nomination committee process. Some bylaw changes are likely to be needed to fix a couple issues. One issue is having nominating committee members step away because they want to be considered for the board or officer positions. The other is around language about the President-Elect’s role. Steve said he would be working on bylaw changes to bring to the board soon.

There was discussion about how the nominating committee members really need to know the club members.

**New Business**

Kelly asked what categories we are missing from board leadership. Linda suggested using the listings in the back of the directory. Linda said we’re missing the attorney category.

Melinda talked about the need for more board leadership fellowship,

Melinda urged everyone to appeal to their committees to be active and take pictures, and share those pictures with Melinda and Kristy.

**Adjournment**

There being no further business at 3:52 p.m., a motion was made to adjourn.

Motion approved.

Minutes submitted to:

Melinda Kelly Linda Muth

President Executive Director

By:

Doug Bolton, Secretary/Treasurer