

EXECUTIVE SUMMARY
INTERNATIONAL BOARD OF DIRECTORS MEETING
San Diego, California, USA
October 28-31, 2021

AUDIT COMMITTEE

- The committee received an update from Lions Clubs International Internal Audit and will continue to follow up and monitor action plans.

(No Resolutions)

CONSTITUTION & BY-LAWS COMMITTEE

- Denied a third vice president election complaint filed by Past International Director Rosane Jahnke, and affirmed Fabricio Oliveira as International Third Vice President for the 2021-2022 year.
- Reviewed the suspension of the district governor from 3233-E2 (India), removed Sudhir Kumar Goyal as district governor, and declared a vacancy in the office of district governor. Instructed the district to fill the district governor vacancy in accordance with Article IX, Section 6(d) of the International By-Laws.
- Approved the “General Incorporated Foundation Nihon Lions” as a foundation in Japan, in accordance with the Board Policy Manual, Chapter XV, Paragraph A.6.d.3.

RESOLUTIONS:

1. BE IT RESOLVED, That the third vice president election complaint filed by Past International Director Rosane Jahnke be denied and the election of Third Vice President Fabricio Oliveira be affirmed for the 2021-2022 fiscal year.

(Report Item A.1.(1))

2. BE IT RESOLVED, That Sudhir Kumar Goyal be removed as district governor of District 3233-E2, and that there exists a vacancy in the office of district governor for the 2021-2022 fiscal year.

BE IT FURTHER RESOLVED, That the vacancy for district governor for the 2021-2022 fiscal year shall be filled in accordance with Article IX, Section 6(d) of the International By-Laws.

(Report Item A.3.)

3. BE IT RESOLVED, That the “General Incorporated Foundation Nihon Lions” be granted approval for use of the Lions name and Emblem in accordance with the Board Policy Manual, Chapter XV, Paragraph A.6.d.3.

(Report Item A.6.)

CONVENTION COMMITTEE

- Approved in-person registration rates for the 2021-2022 District Governors and Council Chairs to be reduced to US\$100 for the upcoming 2022 International Convention.
- Approved the 2022 International Convention to include a virtual convention component. Approved international election procedures to permit use of an electronic platform for voting in person at the International Convention.
Approved per diem for convention appointees and staff for the 2022 International Convention.
- Approved update to Chapter VIII, Paragraph C.5. of the Board Policy Manual, to include past and present trustees in the memorial service at convention.

RESOLUTIONS:

1. BE IT RESOLVED, That the in-person registration rates for the 2021-2022 District Governors and Council Chairpersons be reduced to US\$100 for the upcoming 2022 International Convention.

(Report Item A.1)

2. BE IT RESOLVED, That the 2022 International Convention will include a virtual convention component.

(Report Item A.3)

3. BE IT RESOLVED, That international elections will use an electronic platform for voting at the International Convention.

(Report Item A.4.)

4. BE IT RESOLVED, That the following per diem allowances shall apply to the 2022 International Convention in Montreal:

Appointed Credentials Committee members serving without other reimbursement per diem shall be US\$95 per day for meals.

Headquarters staff meal per diem shall be US\$95 per day, less planned group meals.

(Report Item A.5.)

5. BE IT RESOLVED, That Chapter VIII, Paragraph C.5. of the Board Policy Manual be amended by replacing the phrase “Only present and past executive officers, and directors who have died since the previous convention, shall be named in the memorial service.” with “Only present and past executive officers, directors, and trustees who have died since the previous convention, shall be named in the memorial service.”

(Report Item B.2.)

DISTRICT AND CLUB SERVICE COMMITTEE

- Recognized the United Arab Emirates as a provisional region and appointed Zone Chairperson Amer Bitar to serve the area as Region Chairperson.
- Appointed Past District Governor David Wilson to serve as the District Governor for District 105-N (British Isles).
- Appointed Past International Director Geoffrey Leeder to serve as Coordinating Lion for District 105-N (British Isles).
- Approved the redistricting proposal submitted by Multiple District 325 (Nepal) to bifurcate the districts into Districts 325-C, 325-D, 325-E, 325-F, 325-G, 325-H, 325-I, 325-J, 325-K, 325-L, 325-M, 325-N, 325-P, 325-R, and 325-S to take place at the adjournment of the 2022 International Convention.
- Approved the redistricting proposal submitted by District 322-F (India) to bifurcate into District 322-F and 322-H to take place at the adjournment of the 2022 International Convention.
- Appointed Past District Governor Douglas Small to serve as the District Governor for District N-1 (Canada) for the remainder of the 2021-2022 year.
- Revised the Standard Form District By-Laws to no longer require the submission of a visitation report following club visits.
- Revised the District Governor Reimbursement Policy to cover the mailing of items to clubs when the club visit is conducted virtually.

RESOLUTIONS:

1. BE IT RESOLVED, That the United Arab Emirates be recognized as a provisional region.

BE IT FURTHER RESOLVED, That Zone Chairperson Amer Bitar be appointed to serve the area as Region Chairperson.

(Report Item A.2.a.)

2. BE IT RESOLVED, That Past District Governor David Wilson be appointed to serve as the District Governor for District 105-N (British Isles).

BE IT FURTHER RESOLVED, That Past International Director Geoffrey Leeder be appointed to serve as Coordinating Lion for District 105-N (British Isles).

(Report Item A.2.b.)

3. BE IT RESOLVED, That the proposal submitted by Multiple District 325 (Nepal) to bifurcate the districts listed below be approved and take place at the adjournment of the 2022 International Convention.

District 325-A1 into Districts 325-C, 325-D, 325-E

District 325-A2 into Districts 325-F, 325-G, 325-H

District 325-B1 into 325-I, 325-J, 325-K, 325-L, 325-M

District 325-B2 into 325-N, 325-P, 325-R, 325-S

(Report Item A.3.a.)

4. BE IT RESOLVED, That the proposal submitted by District 322-F (India) to bifurcate into District 322-F and 322-H be approved and take place at the adjournment of the 2022 International Convention.

(Report Item A.3.b.)

5. BE IT RESOLVED, That Past District Governor Douglas Small be appointed to serve as the District Governor for District N-1 (Canada) for the remainder of the 2021-2022 year.

(Report Item A.7.)

6. BE IT RESOLVED, That Chapter VII, Exhibit A, Standard Form District By-Laws, Article III, Section 1(f) of the Board Policy Manual be amended by inserting “(virtually or in person)” after the word “visited” and removing “and the visiting officer submit a visitation report to the International Headquarters for each visit” after the word “club.”

(Report Item B.1.)

7. BE IT RESOLVED, That Chapter IX, Section B.4.g.2 be amended by replacing the words “for mailing of awards” with the words “to the club.”

(Report Item B.1.)

FINANCE & HEADQUARTERS OPERATION COMMITTEE

- Approved the 2021-2022 fiscal year 1st Quarter Forecast, reflecting a deficit.
- Revised the Executive Officer Travel and Expense Reimbursement Policy.
- Revised the Procurement Policy of the International Association of Lions Clubs.
- Approved the waiver of entrance and charter fees through June 30, 2022.

RESOLUTIONS:

1. BE IT RESOLVED, That all charter and entrance fees be waived through June 30, 2022.

(Report Item A.2.)

2. BE IT RESOLVED, That the board approve the 2021-2022 fiscal year 1st Quarter Forecast, reflecting a deficit.

(Report Item A.2.)

3. BE IT RESOLVED, That the Executive Officer Travel and Expense Reimbursement Policy be amended as set forth in Exhibit A., attached hereto.

(Report Item B.1.)

4. BE IT RESOLVED, That the Procurement Policy of The International Association of Lions Clubs be amended as set forth below,

Page 10, Section G.1., replace the word, “Committee” with the word, “Administrator.”

BE IT FURTHER RESOLVED, That the Procurement Policy of The International Association of Lions Clubs be amended as set forth below,

Page 15, Section R., bullet five, insert the word, “Individual” before “Employee.”

BE IT FURTHER RESOLVED, That the Signature Authorization Level Matrix provided for in the Procurement Policy of The International Association of Lions Clubs be amended by removing “General Counsel” in Level I.

(Report Item B.1.)

LEADERSHIP DEVELOPMENT COMMITTEE

- Confirmed the alternative plan for a virtual 2022 First Vice District Governor/District Governor-elect (FVDG/DGE) Seminar Days 1-3 to replace the seminar content originally scheduled for February 2022.
- Confirmed the addition of a second day for the FVDG/DGE Seminar at the convention in Montréal, making it a two-day seminar.
- Approved the addition of the Nepali group for the 2021-2022 FVDG/DGE Seminar and an exception of the LCIP requirement for Nepali group leader for this year’s seminar.
- Approved Past International Director Sanjay Khetan as the 2021-2022 Nepali group leader.
- Approved an increase to the DGE Seminar gift budget by \$38,354 for the 2021-2022 FVDGs/DGEs.

RESOLUTIONS:

1. BE IT RESOLVED, That an exception to the Lions Certified Instructor Program certification requirement, as outlined in Chapter XIV, Paragraph D.10.a. of the Board Policy Manual, be approved for the selection of the group leader for the Nepali language group for the FVDG/DGE Seminar 2021-2022.
2. BE IT FURTHER RESOLVED, That the updated 2022 District Governors-Elect Seminar group leader team as outlined in Exhibit B., be approved.

(Report Item 1.a.)

LONG RANGE PLANNING (AUGUST 2021 MEETING REPORT)

- Received an update on the Lions International Strategic Plan.
- Received an update on the study of the role of the District Governor and reviewed an analysis of the current methodology for District Governor budget allocation.
- Reviewed International Director endorsement qualifications.
- Discussed the creation of a Marketing Think Tank, and the approach to developing marketing skills, confidence, and competence at the club level.
- Reviewed election procedures for positions of LCI International Directors and 3rd Vice President.

(No Resolutions)

MARKETING COMMUNICATIONS COMMITTEE

- Reviewed the PR Grant program and recognized the growth in the popularity of the initiative. This year, 32 PR Grants have been approved for funding, which has effectively exhausted the annual budget of US\$400,000 for the program.
- Reviewed a request from Multiple District 318, Multiple District 3232, and Multiple District 3233 in India to utilize surplus funds for the acquisition of office space to support Lions' activities, training, and other initiatives. The committee tabled a decision to review the request in more detail and to refer the request to the Finance Committee. The committee will review during the next board meeting.
- Revised Board Policy Chapter XIX to remove discontinued titles of New Voices Constitutional Area Chairperson and New Voices Constitutional Area Speaker from international protocol.
- Revised Board Policy Manual Chapters II, XVI, and XIX to align the name of the Marketing Committee with the previous decision.

RESOLUTIONS:

1. BE IT RESOLVED, That Chapter XIX, International Protocol of the Board Policy Manual be amended as set forth in Exhibit B., attached hereto.

(Report Item B.2.)

2. BE IT RESOLVED, That in Chapter II, Section J, Chapter XVI, Section B.13 and Chapter XIX, Section D of the Board Policy Manual be amended by changing the name of the Marketing Communications Committee to "Marketing Committee."

(Report Item B.3.)

MEMBERSHIP DEVELOPMENT COMMITTEE

- Requested the Finance Committee consider an extension of the fee waiver.
- Reviewed progress updates on the Specialty Club Program.
- Reviewed progress updates on the Global Membership Approach rollout and data showing success within pilot districts.

- Reviewed and approved Membership Development Grants.
- Reviewed and approved the 2022-2024 Leo Club Advisory Panel.
- Reviewed membership investigation results for the Lions Club of Mumbai Choice and recommends cancelling the club for reason of fictitious membership.
- Reviewed and updated several sections of Board Policy Manual, Chapter XXII to align with program updates and to support future program growth.
- Updated Board Policy Manual, Chapter X to add Multiple District 300 D Taiwan.

RESOLUTIONS:

1. BE IT RESOLVED, That the following Lions and Leos shall serve as members of the Leo Club Program Advisory Panel for the July 2022-June 2024 term:

<u>Name</u>	<u>Title</u>	<u>D/MD</u>	<u>Country</u>	<u>CA</u>
Brandon Johnson	Council Chairperson	12N	Tennessee, USA	I
Timothy Beer	District Leo Chairperson	C2	Canada	II
Veronica Perez Caballero	MD Leo Chairperson	F2	Colombia	III
Dorina Szalagyi	Leo District President	119	Hungary	IV
Timothy Chan	Leo District President	303	Hong Kong	V
K H Lasantha Gunawardana	Vice Council Chairperson	306 C2	Sri Lanka	VI
Andrew Roberts-Thomson	District Leo Chairperson	201N3	Australia	VII
Naphtali Chilenga	Council Treasurer	412B	Malawi	VIII

<u>Name</u>	<u>Title</u>	<u>D/MD</u>	<u>Country</u>	<u>CA</u>
Nichele Smith-Abreu	Leo District President	60B	Sint Maarten	I
Sophia Nguyen	Leo Club Vice President	19H	Canada	II
Adriana Godoy	Leo District President	D3	Guatemala	III
Patrik Stefan Sandu	Leo District President	124	Romania	IV
Rhea Maringal	Leo MD Secretary	308A2	Malaysia	V
Muhammad Arslan	Leo MD President	305N1	Pakistan	VI
John William Candra	Leo District Vice President	307A1	Indonesia	VII
Djibrilla Yaye Moussa	Leo District President	403A1	Niger	VIII

BE IT FURTHER RESOLVED, That the following Leos and Lions shall be appointed as alternates for their respective constitutional area to the Leo Club Program Advisory Panel for the July 2021-June 2023 term should a member of the panel for the corresponding constitutional area be unable to complete his/her term.

ALTERNATE LIONS

<u>Name</u>	<u>Title</u>	<u>D/MD</u>	<u>Country</u>	<u>CA</u>
Ava-Loi Forbes	District Leo Chairperson	60B	Jamaica	I
Laura Fernandez Salazar	District Leo Chairperson	D4	Costa Rica	III
Berk Burgurlu	District Leo Chairperson	118Y	Turkey	IV
Wai Koong Lee	District Leo Chairperson	308B1	Malaysia	V
Manoj Seeralan	District Leo Chairperson	324L	India	VI
Chipo Green	District Leo Chairperson	412A	Zimbabwe	VIII

ALTERNATE LEOS

<u>Name</u>	<u>Title</u>	<u>D/MD</u>	<u>Country</u>	<u>CA</u>
Kefin Francisco Marroquin Rosales	Leo MD Secretary	H 1	Peru	III
Yevhen Kravchenko	Leo District President	134	Ukraine	IV
Shyan Jong Ling	Leo Club President	308A2	Malaysia	V
Charith Peiris	Leo MD President	306A1	Sri Lanka	VI
Issouf Zerbo	Leo District President	403A3	Burkina Faso	VIII

(Report Item A.4.)

2. BE IT RESOLVED, that the Lions Club of Mumbai Choice be cancelled for fictitious membership.

(Report Item A.9)

3. BE IT RESOLVED, that Chapter XXII, Exhibit B, Article III of the Board Policy Manual be amended by adding the language provided below as a new paragraph C and by renumbering the remaining parts accordingly:

C. Formation

If a District Governor authorizes the formation of a Leo district, they should also authorize the formation of a District Organizing Committee and appoint such Leo and Lions as necessary to properly supervise the development of the district. Members of the committee should include representatives from the District Leo Advisory Committee, the Associate Leo Chair (if previously appointed), Leo/Leo-Lion District Liaison (if appointed), District Leo Chair, and a Leo representative from at least six Leo Clubs in the district. The organizing committee should be responsible for the following:

1. Ensuring that every Leo Club within the district is notified about the formation of the district.
2. Organizing a Leo district conference.

3. Developing a proposed constitution and by-laws to be approved at the Leo district conference.
4. Providing notice at least sixty (60) days prior to the district conference sharing the date, time, and location information about the district conference and soliciting nominations for Leo District Officers to be submitted to the District Leo Chair at least thirty (30) days prior to the scheduled conference.

BE IT FURTHER RESOLVED, that Chapter XXII, Exhibit C, Article III of the Board Policy Manual be amended by adding the language provided below as a new paragraph C and by renumbering the remaining parts accordingly:

C. Formation

If a Council of Governors authorizes the formation of a Leo multiple district, they should also authorize the formation of a Multiple District Organizing Committee and appoint such Leo and Lions as necessary to properly supervise the development of the multiple district. Members of the committee should include the Multiple District Leo chairperson, Leo/Leo-Lion Multiple District Cabinet Liaison (if appointed), District Leo Chairperson(s) and a representative from at least ten Leo Clubs in the Multiple District. The organizing committee should be responsible for the following:

1. Ensuring that every Leo Club within the multiple district and District Leo Chairperson(s) is notified about the formation of the district.
2. Organizing a Leo multiple district conference.
3. Developing a proposed constitution and by-laws to be approved at the Leo multiple district conference.
4. Providing notice at least sixty (60) days prior to the multiple district conference, sharing the date, time, and location information about the multiple district conference and soliciting nominations for Leo Multiple District Officers to be submitted to the Multiple District Leo Chair at least thirty (30) days prior to the scheduled conference.

(Report Item B.1.)

4. BE IT RESOLVED, That Chapter XXII, Exhibit B, Article III, Paragraph C.1.a(2) of the Board Policy Manual be amended by replacing the words “major portion” with “majority.”

BE IT FURTHER RESOLVED, That Chapter XXII, Exhibit C, Article III, Paragraph C.1.a(2) of the Board Policy Manual be amended by replacing the words “major portion” with “majority.”

(Report Item B.1.)

5. BE IT RESOLVED, that Chapter XXII, Exhibit B, Article III, Paragraph C.5. of the Board Policy Manual be amended by deleting the existing language in its entirety and substituting the existing language as set forth below:

Other Leo District Officers, including the Leo district secretary and Leo **district treasurer**, may be appointed or elected as determined by the constitution and by-laws of the district. If appointed, the Leo **district president** shall appoint, by the time the office is taken, a Leo **district treasurer** and such other district officers as may be desired by a Leo district conference or by the Leo district council from time to time and as approved by the Lions district cabinet. If elected, the procedure for nomination and election thereto shall be the same as prescribed for the office of Leo **district president**.

BE IT FURTHER RESOLVED, That Chapter XXII, Exhibit C, Article III, Paragraph C.5. be amended by deleting the existing language in its entirety and substituting the existing language as set forth below:

Other Leo Multiple District Officers, including the Leo **multiple district secretary** and Leo **multiple district treasurer**, may be appointed or elected as determined by the constitution and by-laws of the multiple district. If appointed, the Leo **multiple district president** shall appoint, by the time office is taken, a Leo **multiple district secretary** and a Leo **multiple district treasurer** and such other multiple district officers as may be desired by a Leo multiple district conference or by the Leo multiple district council from time to time and as approved by the Lions multiple district council of governors. If elected, the procedure for nomination and election thereto shall be the same as prescribed for the office of Leo **multiple district president**.

(Report Item B.1.)

6. BE IT RESOLVED, That Chapter XXII, Paragraph A.8.e. of the Board Policy Manual be amended by inserting the phrase “, other than through the provision of approved grants” into the first sentence following “Lions Clubs International.”

(Report Item B.1.)

7. BE IT RESOLVED, That Chapter XXII, Paragraph A.16 of the Board Policy Manual be amended by deleting the existing language in its entirety and substituting the existing language as set forth below:

Important Leo Dates

- a. April – Leo Club Awareness Month
- b. October – Leo Membership Growth Month
- c. December 5 – International Leo Day

(Report Item B.1.)

8. BE IT RESOLVED, That Chapter X, Paragraph F.3.c. of the Board Policy manual be amended by inserting the phrase “Multiple District 300 D Taiwan,” after “Multiple District 300 Taiwan.”

(Report Item B.2.)

SERVICE ACTIVITIES COMMITTEE

- Resolved to update Chapter I of the Board Policy Manual to reflect LCI's new mission statement, and update language to align with common use.
- Received a report on service reporting, including the number of people served, the number of service activities, and the percent of clubs reporting service.
- Received an update on advocacy events, including Lions Day with the United Nations and Lions Day on Capitol Hill.
- Received an update on LCI's Memorandum of Understanding with the Association of Diabetes Care and Education Specialists.
- Selected winners of the Top Ten Youth Camps and Exchange Chairperson Award.
- Discussed service programs, the development of LCI's global causes, and implementation of Lions International Strategic Plan.
- Received an update on the Kindness Matters Service Award.

RESOLUTION:

1. BE IT RESOLVED, That Chapter I of the Board Policy Manual be amended as set forth in Exhibit B., attached hereto.

(Report Item B.1.)

TECHNOLOGY COMMITTEE

- The committee discussed the 2021-2022 first quarter forecast versus budget for the division and requested further explanation for the approximately US\$850,000 negative variance. The committee was satisfied with the explanation provided by staff on the factors contributing to the variance.
- The committee received updates on privacy initiatives and ongoing steps being taken related to the General Data Protection Regulation (GDPR). The committee reviewed an update regarding the ongoing plans for adopting International Organization for Standardization (ISO) 27001. The committee approves the security and privacy initiatives planned for the next three to six months.
- Your committee received an update on infrastructure initiatives. The committee was pleased to note progress had been made on three fronts: compliance, network security, and infrastructure improvements. The committee is cognizant of increasing frequency of security threats and is pleased to know this continues to be a top priority for the association.
- Staff presented a comprehensive update on the CRM project. The committee agreed with the recommended approach (Salesforce) and were excited that it offered a positive payback by year six of the project. The committee was pleased that staff will focus on delivering value quickly and look forward to updates at the April 2022 board meeting.
- The committee discussed the status of the digital products. Staff continues to explore new features and functionality requested by members. Staff acknowledged that all planned product work could/will be impacted by the Salesforce project and will keep the committee updated on any priority changes.
- Your committee had a comprehensive discussion on the use of our digital products and the importance of increasing adoption and use of our products. This committee requests

the support of the International Directors in promoting the adoption of the digital products.

- Staff presented data on Connect and highlighted recent usage trends for the application. Given the significant investment to support Connect (US\$350,000) and minimal usage (~2,500 sessions in the last 12 months), the committee advised staff to evaluate how to retire the application without causing significant impact to members.
- The committee received an update from staff on the mobile applications. There are concerns with the long-term viability of the current mobile platforms, with immediate action required for the Android application as it will lose vendor support after December 2022. The committee recommends discontinuing mobile application support until a mobile solution that works for any device can be implemented with the Salesforce project.
- The committee received an update on supporting the 2022 international election. Staff was directed to continue evaluating hardware needs for supporting digital ballots in-person.
- The committee met jointly with the Service Activities Committee to receive updates on service reporting and the adoption of technology products.

(No Resolutions)