

**MINUTES OF THE  
LA JOLLA GOLDEN TRIANGLE ROTARY CLUB FOUNDATION  
ANNUAL BOARD OF DIRECTORS MEETING ON  
February 20, 2014  
Steve Brown's Office 12625 High Bluff Drive, Del Mar, CA**

**BOARD MEMBERS**

<b>PRESENT:</b>	Steve Brown	President
	Eric O. Freeberg	Secretary
	Pam Russell	Treasurer
	Bruce Geier	Director
	Carl Lower	Vice President
	Pete Griffith	Director
	Antonio Grillo-Lopez	Director

<b>GUESTS:</b>	Ron Kohl
	Sara Hogue
	Sharon Council

**ABSENT BOARD**

<b>MEMBERS:</b>	Susan Schwarz	Director
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Meeting was called to order by President Brown at 9:40 am, after Secretary Freeberg reported we had a quorum.

Please note that all references to exhibits herein refer to the exhibits attached to the Agenda or attached hereto.

1. Secretary Freeberg gave an overview of the Foundation which is a charitable organization organized under IRC 501 c 3, and how it relates to the LJGTRC which is a charitable organization organized under IRC 501 c 4.
2. After explanation by Treasurer Russell and President Brown, the Board reviewed, and had no objections to Exhibit 2. Exhibit 2 is a one page Summary of the Foundation Account Balances as of June 30, 2013. Note the Board does not "own" the corpus of the San Diego Foundation Account. Additionally, the monies in the Del Mar account are almost 99% "earmarked."
3. The Board reviewed, and confirmed that the 2012-2013 Club Avenue of Service Projects Fund Allocations by the Foundation was consistent with those previously approved by the Board (**Exhibit 3**).
4. The Board reviewed, and had no objections to **Exhibit 4** which is the (i) Register Report for the Torrey Pines Bank checking account maintained by Pam Russell from 7/1/2012 – 6/30/2013.

5. The Board reviewed, and had no objections to, the check register for the Del Mar Checking Account for 7-1-12 to 6-30-13 maintained by Steve Brown and specifies *chronological* payments and deposits (**Exhibit 5 a**). The Board reviewed, and had no objections to, the *Itemized Categories* Summary of the Special Accounts Checking Account maintained by Steve Brown which itemizes all expenditures and deposits *by Project* from the period of time 7-1-12 to 6-30-13 (**Exhibit 5 b**). The Board reviewed, and had no objections to, the Report for 1-1-1990 to 6-30-13 which specifies Life to Date checking account current balance activity for the account maintained by Steve Brown *by Project* (**Exhibit 5c**). The dollar amounts reflected in this account are amounts earmarked for the referenced project.

Please note that that the Torrey Pines Account located at the UTC Branch is maintained by Treasurer Pam Russell and is for (i) the deposit of members' contributions fulfilling Paul Harris pledges by our Club members, (ii) funds to be added to our endowment, (iii) funds earmarked for next year's projects, (iv) funds from Global Grants and (v) donations to Cheers for Charity that have been earmarked to specific projects. The Torrey Pines Account located at the Del Mar branch is maintained by President Brown and is for fund-raising outside the club, and an occasional Matching Grant.

6. After explanation by Pam Russell, the Board reviewed, and had no objection to, the Foundation Drive Statistics as of 6-30-13 (**Exhibit 6**). Pam noted that \$15,104.02 was from the earnings on the Foundation Endowment.
7. After explanation by Pam Russell, the Board reviewed **Exhibits 7 a and 7 b** which constitute the Treasurer's Annual Report on involvement of club members for the time FY 2012-13 by specifying (i) New Paul Harris Fellows; (ii) New Multiple Paul Harris Fellows; (iii) Members of the Paul Harris Society; (iv) New Major Donors; (v) New Foundation members; (vi) New Benefactors/Bequest Society Members; and (vii) and a breakdown of every Club member as to their participation in the all of the above Life to Date.
8. Board reviewed, and had no objection to, Exhibit 8 that reflected the FY 2012-13 previously approved funding. M/S/C to approve the revised Community Service Budget that is different than reflected in Exhibit 8. .
9. The Board reviewed, and had no objections to, the Statement from the San Diego Foundation (**Exhibit 9**).
10. Eric Freeberg submitted a revised **Exhibit 10**, and the Board unanimously M/S/C that all email votes by the Board in the prior year were formally ratified and approved, including but not limited to those email votes specified on **Exhibit 10**. Additionally, the Board noted that Steve and Susan had generously donated \$9,000.00 to the Hospital Infantil de las Californias, which is the Children's Hospital in Tijuana founded by Betty Jones. The Club matched with a \$3,000 donation, the District matched with \$3,000 from our District's Grant received

from the Rotary Foundation, and we able to give a total of \$15,000 to the Hospital. Betty Jones matched that with a \$15,000 from the Price Foundation. Using that total \$30,000 as an initial seed contribution, at the Annual Fund Raising event, \$1,000,000 was ultimately raised. From tiny acorns, might Oaks grow.

11. Steve Brown discussed the tax return and the work done by our new accountant Deborah Brennan which resulted from the complexities of our current tax return. A copy of the Deborah Brennan & Associates engagement letter is attached as **Exhibit 11**.
12. Steve Brown provided an explanation to the Board about the Baumgartner Bequest to the Foundation that will not be realized for some years to come.
13. Pam Russell explained to the Board that Exhibit 13 represented a document given to all members as part of the annual Foundation Drive in fall of 2013.
14. Steve Brown distributed to the Board the three documents attached hereto as Exhibit 14 all of which relate to “Teaching English Through Technology” or “TETT.” Steve’s actual report to the US Department of State was 200 pages, and the three page letter is the Executive Summary. The one page US Department of State letter is a “Close-Out Notification” confirming that all “requirements” of the grant had been met. The third document is a financial summary of the expenses of this Project.
15. Steve Brown reported to the Board that \$150,000 has been donated to our club foundation to carry out the Afghan Youth Connect program (AYC) for twelve months. This program has helped over 10,000 students and involves sites at 15 high schools in Jalalabad and a central site at Nangarhar University. He also reported that \$85,000 is required on an annual basis to carry out the TETT program and limited funds are held by the San Diego~Jalalabad Sister Cities Foundation to cover the cost of this program for several more months. Steve has been applying to outside foundations for additional funding for TETT to be able to continue the program. AYC and TETT share a common facility at Nangarhar University so funding for TETT is necessary to also keep AYC running at full capacity. No funds are requested from our club’s foundation for this.
16. Steve Brown provided the Board with **Exhibit 15** which is an email confirming the final \$1,761.02 from the Estate of Anne Willie.
17. The Board acknowledged and thanked Steve for creating the Foundation Website with his personal funds. We are truly blessed to have Steve and Susan in our Club.
18. First order of new business was that the Board M/S/C to approve final revised Community Service Budget attached hereto as **Exhibit 16**.

19. Second order of new business was that the Board M/S/C the attached Resolution creating a Special Committee to Approve Modifications to Club Committee Budgets.
20. Third order of new business was that the Board M/S/C attached Resolution Requesting the Board of Directors of the LJGT Rotary Club to ensure accuracy of all Reports submitted to Rotary International and The Rotary Foundation.

There being no further business, the meeting was adjourned at 10:45 a.m.

Submitted by:



Eric O. Freeberg  
Secretary  
February 21, 2014

These minutes were unanimous approved by the necessary vote of the Board of Directors as of February 22, 2014.

Submitted by:



Eric O. Freeberg  
Secretary