

**MINUTES OF THE  
LA JOLLA GOLDEN TRIANGLE ROTARY CLUB FOUNDATION  
ANNUAL BOARD OF DIRECTORS MEETING ON  
October 24, 2001  
7:30 a.m.  
Braille Institute**

**BOARD MEMBERS PRESENT:**

Steve Brown	Chairman
Carl Lower	Vice President
Eric O. Freeberg	Secretary
Peggy Martin	Treasurer
John Stephen	Director

**BOARD MEMBERS ABSENT:**

Bruce Geier	Director
Bonnie Brunner	Director

**GUESTS:**

Jim Davies	Club President
Don Hoover	Club President Elect
Mike Schwartz	Club Treasurer
Pam Russell	Club President Elect Elect
Cynthia Villis	Club Secretary

Meeting was called to order by Chairman Brown at 7:30 a.m.

1. The presence of Cynthia Villis was acknowledged. She was representing the office of Club Secretary, which office will hopefully be represented at all future meetings of our Foundation.

2. Chairman Brown reported that the Minutes of the October 18, 2000 meeting were previously approved via fax by unanimous vote of the Board.

3. After extensive explanation by Treasurer Peggy Martin, M/S/C to approve the June 30, 2001 Balance Sheet (Exhibit 2 to Agenda).

4. M/S/C to approve the Avenues of Service expenditures for 1999-2000 (Exhibit 3 to Agenda) with one modification. The \$1,500 for Vietnamese Community shown as spent was corrected to "\$1,000."

5. The Board reviewed and M/S/C to approve the Foundation checks written and deposits made for 2000-2001 (Exhibit 4 to Agenda).

6. Secretary Freeberg reported that the Members of our local Foundation approved the change to the Bylaws and Articles of our Foundation as reflected in the memo from Secretary Freeberg dated October 19, 2000, a copy of which is attached hereto as Exhibit A

7. Treasurer Martin will no longer attempt to informally enforce collection of delinquent payments of the minimum RI Foundation annual contribution of \$150 as required by the Club. The Board M/S/C that Club adopt enforcement mechanisms for Club members who do not make their minimum \$150 contribution to the RI Foundation in cooperation with Treasurer Martin's record keeping. Secretary Freeberg will send a letter to the Club President confirming this new policy and requesting the Club to enforce collection.
8. The Board M/S/C that Club Board mandate annual Foundation contributions from Club members are due as of December 31<sup>st</sup> of each calendar year. The invoice to be sent to each Club Member will state that the contribution is due by October 15th and delinquent by December 31<sup>st</sup>.
9. The Board reviewed, and had no objections to, the Life to Date compilation regarding our local Foundation and the International Foundation (Exhibit 6 to Agenda).
10. The Board reviewed, and had no objections to, the Statement from the San Diego Foundation (Exhibit 7 to Agenda). Treasurer Martin has written the San Diego Foundation requesting the change in name on our account as suggested by Attorney Vandever. Please see Exhibit B attached hereto.
11. The Board reviewed the expenditures for grants for Avenues of Service Committees for 2000-2001 (Exhibit 8 to Agenda), as previously approved by the Board at a special meeting on September 7, 2001, and M/S/C the minutes as reflected in Exhibit 8.
12. Secretary Freeberg explained results of meeting with Mr. Vandever. See his memo attached hereto as Exhibit C.
13. Chairman Brown explained that Pete Griffith has verified that the Rotary District's liability policy does provide Director and Officer coverage for Board members of our Foundation. Chairman Brown to obtain written confirmation of this coverage and report back to the Board. See related correspondence attached hereto as Exhibit D.
14. Chairman Brown reported on Mr. Vandever's conclusion that terms for the Foundation officers and directors must comply with Foundation Bylaws. M/S/C that Exhibit 9, attached hereto as Exhibit E, replaces Exhibit 9 attached to Board pocket. Secretary Freeberg to process vote by membership approving these officers and directors and their terms. Chairman Brown noted that our Foundation Bylaws require an annual meeting of our Foundation membership. Henceforth, we will hold an annual meeting of our Foundation membership immediately after a club meeting in May. Prior to such a meeting we will solicit interest by any member of our Foundation to serve on the Board.
15. M/S/C to amend Bylaws to change term of office for any directors of our Foundation to commence/terminate July 1 rather than the date of the annual meeting as is currently the case. Secretary Freeberg to process amendment.

16. M/S/C to seek ratification of Foundation membership for the fact we have not had annual meetings. Secretary Freeberg to process ratification.

17. The Board thanked Chairman Brown and Treasurer Martin for their good work throughout the year.

There being no further business, the meeting was adjourned at 9:30 a.m.

Submitted by:

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Eric O. Freeberg  
Secretary  
October 24, 2001