

MD5M LIONS CHILDREN'S CANCER FOUNDATION of MINNESOTA, Inc.

Minutes of Organizational Meeting

The Board of Directors of the Foundation met at the North Star Masonic Lodge, St. Cloud, Minnesota at 10 a.m. on Saturday, February 2, 2019 for the purposes of organizing the Foundation.

Roll of the members was taken as follows:

5M1	Dale Lipke	Present
5M2	Thomas McCarthy	Present
5M3		
5M4	Robert Knutson	Present
5M5	Jeannine McDonald	Present
5M6	Linda Morrison	Present
5M7	Pat Kennedy	Present
	Genia Sjervin	Present
5M8		
5M9		
5M10	Shirley Koroniak	Present by "Go to Meeting"
5M11	Mike Janssen	Absent

The meeting was called to order by Lion Tom McCarthy, acting as Chair for the organizational meeting.

Lion McCarthy reported that the Articles of Incorporation of the Foundation were filed with the Minnesota Secretary of State office on January 8, 2019. An Employer Identification Number has been obtained from the Internal Revenue Service.

Lion McCarthy reported that the University of Minnesota Foundation and the Children's Cancer Research Fund have each agreed to match the Foundation's fundraising during the 2019-2020 Lions year dollar for dollar, up to \$100,000 each. (A two-for-one match.) A request for a similar match was made to Minnesota Masonic Charities, but they were not able to participate.

The Board then considered Bylaws for the Foundation. Lion McCarthy presented a draft, which was discussed and amended. The paragraph numbering and formatting was off, and Lion McCarthy indicated he would reformat the Bylaws. Amendments were considered as follows (paragraphs noted are in the reformatted Bylaws):

¶ 3.6. Quorum of members changed to a majority of the members. (There being only twelve such members.)

¶ 4.3. Vacancies on the Board to be filled by the District Governor of the District of the vacating member, rather than by the Board.

¶ 5.2.1.3 The Chair has no vote, except to break a tie.

¶ 5.6.3 Meetings of the Board conducted pursuant to Robert's Rules of Order, most recent edition.

¶ 7.2 and 9.3 Disposition of assets upon dissolution amended as provided in the Instructions to Complete Form 1023 (Application for Charitable Organization, pursuant to Section 501(c)(3) of the Internal Revenue Code.

It was agreed that Lion McCarthy would make the necessary changes and the Bylaws be adopted at our next meeting.

Election of Officers: The Board elected the following as the first officers of the Foundation:

Chairperson, Lion Jeannine McDonald
Vice-Chairperson, Lion Mike Janssen
Secretary/Treasurer, Lion Tom McCarthy

Lion Tom indicated he was willing to serve in both offices until the Board reorganizes after July 1, 2019.

Discussion of Bank for Foundation: Lion McCarthy asked to investigate. Suggestion that Bremer Banks may be a good choice.

Discussion of application for 501(c)(3) status with the IRS. Lion McCarthy indicated that, as we intend to raise more than \$50,000 per year, we do not qualify for the streamlined procedure with the IRS. He will work on the long form application. There will be a *minimum* of six months, and up to one year for the IRS to process the application.

Discussion of contribution recognition / logo. Lion Morrison presented a drawing of a butterfly, the body of which is a yellow ribbon (LCI logo for children's cancer) and the wings consisting of four children's handprints of various colors. There was general agreement among the directors that this would be a good logo. Lion McDonald offered to take the drawing to the art teacher at her school. General agreement this should be done.

The Directors were reminded that February 15 is International Childhood Cancer Day, and encouraged to publicize among their clubs.

Next meeting in conjunction with the Multiple 5M convention in Mahanomen. Time and meeting room TBD, but expected that meeting will be early Saturday morning, April 27.

Board member and District Governor Dale Lipke presented checks from the District 5M1 Parade of Green totaling almost \$1600! Nice job, 5M1! To be deposited as soon as an account is set up!

There being no further business to come before the Board, the meeting was adjourned at 11:15 a.m.

Lion Tom McCarthy, Secretary