

**NORTH CAROLINA  
SERTOMA  
ENDOWMENT FUND COMMITTEE**

*Special-called Meeting to Amend the Bylaws*

*Cutting Board Restaurant, Burlington, NC  
Thursday, April 11, 2013  
6:00 p.m.*

Attending: **George Bridger**, John Kelly, **Bill Clapp**, **Randy Mercer**, **Barbara Davis-Porter**, **Froncello Bumpass**, **Bill Chapman**, Colette Newman, and **Phil Boring**. (Trustees in bold)

Chair Phil Boring called the special meeting of the trustees of the NC Sertoma Endowment Fund Committee to order at 6:11 p.m.

Bill Clapp gave the invocation, and Barbara Davis-Porter led the group in reciting the Pledge of Allegiance.

By way of introduction, Phil said that we conduct our business using our bylaws and based on Robert's Rules of Order as the parliamentary authority for meetings.

**Secretary's Report**

Secretary Bill Chapman read the minutes of the Endowment meeting held on Saturday, February 2, 2013. Members requested two changes in the minutes: one, to include the trustees and others who attended the meeting in the minutes and to strike "banner medallion" in section dealing with the Fund-raising report. Bill Clapp made a motion to approve the minutes subject to the two changes, Froncello Bumpass seconded the motion and it was approved.

**Treasurer's Report**

Treasurer Bill Clapp distributed a financial report of the Endowment Fund for fiscal year 2012-2013.

Account balances as of July 1, 2012 were as follows: Securian Brokerage Account -- \$3,509.56 in Money Market and \$106,464.23 in Mutual Funds for a total of \$109,973.79; BB&T Account -- \$3,448.04 in the Operating Account Fund and the CD at \$8,102.84 totaling \$11,550.88 (of which \$5,000 comprises the Contingency Fund). The total value of the Fund as of July 1, 2012 was \$121,524.67.

He said expenses so far had been \$426.97 for pins and a charge to NC Secretary of State to his name in their office of record. Incoming funds included \$700 in gifts to the Fund. There had been no honorariums thus far and a memorial for John Hunter from the James E. Shepard club. After dividends (\$1,382.76), fees (\$850.02) and capital gains distributions (\$3,604.18), the total account value as of April 1, 2013, was \$133,194.23.

**Committee Reports**

- 1) **Bylaws Committee** – John Kelly, Chair; Colette Newman; Jim Womble

Report: John Kelly presented proposed changes in the bylaws that he and the committee emailed to members earlier on March 28. There were many sections that saw only one or two words changes, but the committee focused on the substantive changes to the bylaws. (All changes are reflected in the revised version of the bylaws that are attached to this document.) The substantive changes are as follows:

- a) Board quorum – Reduces quorum from majority of Board to 1/3 of Board.
- b) Voting members – to allow vote to district governors.
- c) Chairman – increase term from one year to three years with unlimited succession, and not require that chairman be a trustee.

Members voted to add the following language suggested by Barbara Davis-Porter: “The Chair shall have the authority to appoint such committees as may be deemed necessary in order for the board to function properly.”

- d) Vice Chairman, Secretary, Treasurer – allows chairman to appoint an interim officer when officer is unable to complete term of office.
- e) Finance Committee – eliminates the committee.
- f) Annual report – directs Board to mail a written report directly to the clubs instead of presenting report at district meetings at the regional convention.
- g) Grants committee – requires grants committee to attach the grant application to its report to the Board.

Members voted to add “... by December 1 and emailed to the Treasurer.”

- h) Action upon grant applications – modifies timetable to conform to new schedule of meetings.
- i) Amendments – changed "any regular meeting" to say "a meeting".
- j) Disbursements of Funds, Individual grant amounts – eliminates 10% limitation and increases the maximum amount of the grant to \$1,000 or the total amount available.
- k) Camp Sertoma grant – deletes 10% limitation and permits minimum grant of \$500 or other amount determined in discretion of the Board.
- l) Contingency Fund – increases utilization threshold to \$1,000 and the amount of the fund to \$5,000.

Members voted to keep the Contingency Fund as is at \$5,000.

Bill Clapp made a motion to keep Article XII – Parliamentary Authority as is, that is, keep Roberts Rules of Order as the authority for parliamentary procedure at meetings; George Bridger seconded the motion; and it was approved.

After members received the changes, reviewed the substantive ones, and made additional changes to some of the recommendations, Bill Clapp made a motion to approve the amended bylaws with the changes by the group. Barbara Davis-Porter seconded the motion and the motion was approved without opposition. George then made a motion to make the amended bylaws effective at the beginning of the fiscal year on July 1, 2012; Barbara Davis-Porter seconded the motion; and the vote was three (3) to approve the motion (Randy Mercer, Barbara Davis-Porter, and Phil Boring) and three (3) in opposition to the motion (Bill Clapp, Bill Chapman, and George Bridger). The failure to get a majority resulted in the motion failing and rendering the amended bylaws to become effective as of April 11, 2013.

2) **Fund-raising Committee** – Barbara Davis-Porter, Chair; Bill Chapman.

Report: Barbara told the group that with the assistance of her committee, she had distributed a letter to clubs requesting support for the Endowment. She read the letter and reported that she had one response thus far, from the Meridian Sertoma Club for \$115 (\$90 at \$10 each for nine members plus \$25 for the club). Phil said that he would visit the club in the next week and would deliver the banner medallion and the pins.

**Old Business**

The Endowment Fund will send a \$500 check to Camp Sertoma for this year's camp.

**New Business**

The Endowment Fund received a \$100 check from the Winston-Salem club in memory of Max Sessions.

A new vice chair of the Endowment Fund had to be elected as Randy Mercer's tenure as vice chair had ended. Bill Chapman made a motion to elect George Bridger as vice chair, Bill Clapp seconded the motion and it was unanimously approved. George's tenure as vice chair began immediately.

As Bill Clapp is a district governor and now that district governors can vote, he gave up his trusteeship so that another person from his district could be elected as a trustee. Phil made a motion that Colette Newman be elected as a trustee, George seconded the motion and it was approved.

The meeting then adjourned at 8:19 p.m.

Respectfully submitted,

Bill Chapman, Secretary