



KIWANIS INTERNATIONAL

KIWANIS INTERNATIONAL BUILDING, 101 EAST ERIE STREET, CHICAGO, ILLINOIS 60611
AREA CODE 312/943-2300

March 25, 1981

MEMORANDUM TO: International Board of Trustees

SUBJECT: Special Meeting of the International Board

President Merald has asked us to send you notice of a special meeting of the full Board to be held on Saturday, April 4, 1981 in Conference Room 5109 at the O'Hare Hilton. The hotel is just across the access road from the airport and the meeting will be designed to begin at 11:30 a. m. and end at about 4:30 that afternoon, making it possible for you to fly in that morning and return home that evening.

The stated purpose of the meeting would be to make final selection of a builder and design for the new headquarters building to be constructed in Indianapolis, and also to decide upon several areas of concern with regard to personnel.

Since President Merald will be in the Philippines on April 4, he will be unable to preside at this special meeting. Therefore, in accordance with Article VI, Section 4 of our Bylaws, the Board of Trustees by a two-thirds vote of the entire Board shall elect one of the Vice-Presidents to perform the duties of, and to have the same authority as, the President.

This notice is being sent today in accordance with the requirement, spelled out in the Kiwanis International Bylaws, that a written notice of the time and place of all meetings of the Board of Trustees shall be mailed to each Trustee by the Secretary not less than ten (10) days prior to said meeting.

Cordially,

R. P. "Reg" Merridew
International Secretary

RPM:gt
cc: P. N. Hanly



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AREA CODE 312/943-2300

April 20, 1981

MEMORANDUM TO: International Board of Trustees

SUBJECT: Minutes of Special Board Meeting, April 4, 1981

We have transcribed and duplicated the minutes of the Special Meeting of the Board referenced above and I am happy to enclose a copy for your examination and file.

The Special Board Committee on the Relocation of General Office Personnel met the day before the special meeting. The written report of that committee has been prepared and, at the request of Chairman Frank Di Noto and the members of his committee, a copy is enclosed to keep you fully informed. You are aware, of course, that the single recommendation it contains was approved by the full Board, as indicated in the Summary of Minutes.

Chairman John Roberts' written announcement to the Indianapolis builders and contractors of the rejection of all proposals submitted was received by the principals with varying degrees of concern. Charles Kinsley, Vice-President of Geupel deMars, Inc., was particularly disturbed and has called to insist that we return every scrap of material submitted by his people over the past several months. I have written a special memorandum and enclosed it with this letter in order to have something to send him as proof that we are trying to follow up on his demands.

Cordially,

R. P. "Reg" Merridew
International Secretary

RPM:gt
cc: F. H. McDonald
Enclosures



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AREA CODE 312/943-2300

April 20, 1981

MEMORANDUM TO: International Board of Trustees

SUBJECT: Return of Materials to Geupel deMars, Inc.

I have received a telephone call from fellow Kiwanian Charles W. Kinsley, Vice-President of Geupel deMars, Inc., one of the firms which submitted detailed proposals for our new International Headquarters Office building in Indianapolis.

Charlie expressed his considerable unhappiness with the Board's action in rejecting the proposals submitted by Geupel deMars, especially since the firm had invested so much time and money in preparing that proposal.

At the conclusion of our conversation he requested that every bit of material submitted to Kiwanis International by his firm be returned to him as quickly as possible. We have packaged up all material here at the General Office and would appreciate your sending Charlie the Geupel deMars presentation material you were given at our April 4 meeting at the O'Hare Hilton, plus any other of their material you may have in your possession.

The address is: Mr. Charles W. Kinsley, Vice-President
Geupel deMars, Incorporated
P. O. Box 887
Indianapolis, Indiana 46206

Thanks much for your cooperation.

Cordially,

R. P. "Reg" Merridew
International Secretary

RPM:gt
cc: Charles W. Kinsley
F. H. McDonald

SUMMARY OF MINUTES

MEETING OF BOARD OF TRUSTEES

April 4, 1981

A meeting of the Board of Trustees of Kiwanis International was held at the O'Hare Hilton Hotel, Chicago, Illinois, on April 4, 1981. Those present: Merald T. Enstad, President; E. B. "Mac" McKittrick, President-Elect; Mark A. Smith, Jr., Immediate Past President; Aubrey E. Irby and C. E. "Pete" Thurston, Vice-Presidents; John T. Roberts, Treasurer; Mark Arthur, Jr., Frank J. Di Noto, Allen M. Duffield, Warren H. Edwards, Harris G. Hunter, Anton J. "Tony" Kaiser, Raymond W. Lansford, Henry L. "Les" Myers, Jr., James B. Richard, and Donald E. Williams, Trustees. Also present: R.P. Merridew, Secretary. Absent: Albert L. Cox and Jean Edouard Friedrich, Trustees.

Report of Building Committee

The report of the Building Committee is attached as Exhibit #1. It was presented by Chairman John T. Roberts.

Recommendation 1. That the following administrative actions be approved:

1. Selection of Melvin Meyer as Architect with his services to include those of Charles Fuller (Engineer) as his associate, fee to be paid to Meyer.
2. Committee and Consultant costs associated with the new building are to be carried in a special account and paid from the Building Fund.

Voted, that this recommendation be adopted.

Recommendation 2. That the action of obtaining the 120-day option to buy 6.84 acres of land in the College Park West subdivision of Indianapolis, Indiana, be approved; that the Committee be authorized to negotiate a lower price; and that the Committee Chairman be empowered to sign all documents for Kiwanis International necessary to exercise the option and effect the purchase of this parcel of land.

Voted, that the recommendation be amended to provide that President Merald T. Enstad or Vice-President Aubrey E. Irby be empowered to sign legal documents for the purchase of the land rather than the Committee Chairman.

Voted, that the recommendation as amended be adopted. The recommendation would then read: "That the action of obtaining the 120-day option to buy 6.84 acres of land in the College Park West subdivision of Indianapolis, Indiana, be approved; that the Committee be authorized to negotiate a lower price; and that President Merald T. Enstad or Vice-President Aubrey E. Irby be empowered to sign all documents for Kiwanis International necessary to exercise the option and effect the purchase of this parcel of land."

Recommendation 3. That the revised concept of the Cooler, Schubert, Olds/Geupel deMars team be accepted as the basic proposal for the new Kiwanis International Headquarters building.

Moved and seconded that this recommendation be adopted. Motion lost. (6 in favor, 8 opposed, 1 abstaining)

Recommendation 4. That the Committee and/or its Chairman be empowered to make and approve design changes to arrive at a final, firm design; and that the Committee and/or its Chairman be empowered to enter into an appropriate "Construction Management with Design" contract to effect the construction of the building at a base cost of \$3,000,000 plus design and construction management fees, and with a contingency allowance of 10% maximum.

Recommendation not considered in view of rejection of Recommendation 3.

Thereupon, the Building Committee stated that it felt it had done all it could and requested that the committee be dissolved and another committee appointed. President Enstad indicated he felt he had appointed a top committee and hoped the committee would reconsider its decision. There was discussion as to the direction the committee should go and the guidance it should be given.

Voted, that the Building Committee be requested to develop complete plans and specifications and obtain competitive bids so that it will be known exactly what the costs are. (9 for, 6 opposed)

Voted, that the area of the proposed building be 60,000 square feet and not to exceed 3 stories.

Chairman Roberts of the Building Committee reported that the committee had consulted and decided to try once more to come up with a proposal.

Personnel Concerns

Executive Director

Voted, that there be discussion at a closed session for Board members only in regard to the Executive Director.

Whereupon the Board met in closed session.

Voted, that the resignation of Peter N. Hanly, dated April 4, 1981, be accepted.

General Office Operation

In view of the resignation of Executive Director Hanly and the recent hiring of a new Director of Finance, the operation of the General Office

for the remainder of the administrative year was discussed.

Voted, that the temporary services of an auditor from Wolf & Company be engaged on a per diem basis to work in cooperation with Mac McKitrick and the Finance Committee until such time as the Finance Committee feels his services are no longer needed; that Larry Hapgood be engaged on a temporary basis as the anchor man in the General Office to work with the Building Committee and to serve as administrator of the employee relocation plan in cooperation with the Personnel Relocation Committee; and that Secretary Merridew be asked to defer his retirement plans until the end of the administrative year.

Committee for Selection of International Secretary

Voted, that the following committee for selection of an International Secretary be approved: E. B. "Mac" McKitrick, Chairman; John T. Roberts, C. E. "Pete" Thurston, Aubrey E. Irby, Robert F. Weber, and Stanley E. Schneider.

Chairman McKitrick outlined a plan of procedure in the search for a new International Secretary. He felt that because of the shortness of time it would be advisable to engage a professional firm to assist in the search for a new Secretary and asked that no limit be set on the cost which might be incurred.

Voted, that permission be given for the committee to proceed in the search for a new Secretary as outlined by Chairman McKitrick.
(Vice-President Thurston voted "no")

Report of Special Board Committee on the Relocation of General Office Personnel

Chairman Frank J. Di Noto presented the report of the Committee. This is attached as Exhibit #2.

Voted, that the Committee be authorized to spend up to \$3,500.00 for the use of a relocation consultation service.

Other Business

Post Office Box

Voted, that rental of a post office box in Chicago be approved for use in receiving contributions to "Kiwanis World Health Care Fund."

Mail Ballots

Secretary Merridew presented to the Board for examination mail ballots received since the January 29 - February 2, 1981 Board Meeting, in accordance with the provisions of the International Constitution and Bylaws.

Meeting adjourned.

REPORT OF THE BOARD COMMITTEE ON BUILDING
TO THE MEETING OF THE INTERNATIONAL BOARD OF TRUSTEES

April 4, 1981

Meetings held: (1) March 20-22, 1981 in Indianapolis, Indiana.
Present: J. T. Roberts (Chairman), R. W. Lansford,
D. E. Williams, E. B. McKitrick (Ex.Officio),
M. T. Enstad (Ex. Officio, part time), P. N. Hanly
(Staff), M. B. G. Meyer (Consultant), and C. E. Fuller
(Consultant).

(2) March 28-29, 1981 in Chicago, Illinois.
Present: J. T. Roberts, R. W. Lansford, D. E. Williams,
E. B. McKitrick, P. N. Hanly, M. B. G. Meyer, and
C. G. Fuller

The Committee held numerous telephone conferences in February and March, preparatory to our first meeting in Indianapolis. Several administrative actions were taken during these conferences and at the first meeting, and Board ratification is sought.

Recommendation No. 1

The Committee recommends that the following administrative actions be approved:

1. Selection of Melvin Meyer as Architect with his services to include those of Charles Fuller (Engineer) as his associate, fee to be paid by Meyer.
2. Committee and Consultant costs associated with the new building are to be carried in a special account and paid from the Building Fund.

I move the adoption of Recommendation No. 1.

(Adopted)

The Committee sought and obtained a 120 day option from the Indiana Lumbermens Mutual Insurance Company for the purchase of 6.84 acres in the College Park West subdivision of Indianapolis at a price of \$100,000 per acre. The option cost \$5,000, with another \$20,000 earnest money being required to exercise the option by the giving of a letter of intent. Both amounts would apply toward the purchase price. Lumbermens has agreed to certain stipulations in the option, particularly the relocation of power transmission lines underground without cost to Kiwanis.

Recommendation No. 2

The Committee recommends that the action of obtaining the 120-day option to buy 6.84 acres of land in the College Park West subdivision of Indianapolis, Indiana, be approved; that the Committee be authorized to negotiate a lower price; and that the Committee Chairman be empowered to sign all documents for Kiwanis International necessary to exercise the option and effect the purchase of this parcel of land.

I move the adoption of Recommendation No. 1.

Voted, that the recommendation be amended to provide that President Merald T. Enstad or Vice-President Aubrey E. Irby be empowered to sign legal documents for the purchase of the land rather than the Committee Chairman.

Voted, that the recommendation as amended be adopted. The recommendation would then read: "That the action of obtaining the 120-day option to buy 6.84 acres of land in the College Park West subdivision of Indianapolis, Indiana, be approved; that the Committee be authorized to negotiate a lower price; and that President Merald T. Enstad or Vice-President Aubrey E. Irby be empowered to sign all documents for Kiwanis International necessary to exercise the option and effect the purchase of this parcel of land."

The Committee, through Staff, contacted a number of design/build teams, both in and out of Indianapolis, to submit proposals for a new Headquarters office building similar to the J. L. Williams design used in our site selection process. Some seven concepts (including J. L. Williams) were reviewed. At our first meeting in Indianapolis, four teams asked for and were given the opportunity to make a full presentation of their proposal to the Committee and its Consultants. Two teams were asked to modify their designs, both to reduce cost and increase space utilization. The modified designs/proposals were reviewed in detail at the second Committee meeting in Chicago. At this meeting, the Committee unanimously approved the following recommendation:

Recommendation No. 3

The Committee recommends that the revised concept of the Cooler, Schubert, Old/Geupel deMars team be accepted as the basic proposal for the new Kiwanis International Headquarters building.

I move the adoption of Recommendation No. 3.

(Not adopted)

To meet our 18 month deadline (September 4, 1982), it will be necessary that we move very rapidly to freeze the design and sign a contract to build (e.g., we must get the building closed in before winter).

Recommendation No. 4

The Committee recommends that the Committee and/or its Chairman be empowered to make and approve design changes to arrive at a final, firm design; and that the Committee and/or its Chairman be empowered to enter into an appropriate "Construction Management with Design" contract to effect the construction of the building at a base cost of \$3,000,000 plus design and construction management fees, and with a contingency allowance of 10% maximum.

I move the adoption of Recommendation No. 4.

(Recommendation not considered in view of rejection of Recommendation 3)

Respectfully submitted,

RAYMOND W. LANSFORD
DONALD E. WILLIAMS
MERALD T. ENSTAD (Ex Officio)
E. B. "MAC" MCKITRICK (Ex Officio)
JOHN T. ROBERTS, CHAIRMAN

REPORT OF BOARD COMMITTEE ON RELOCATION OF GENERAL OFFICE PERSONNELTO THE MEETING OF THE INTERNATIONAL BOARD OF TRUSTEESApril 4, 1981

Date of Committee Meetings: March 5-7, 1981

Place of Committee Meetings: General Office

Present: Members - Warren H. Edwards, Henry L. Myers, Jr.
Chairman - Frank J. DiNoto
Staff - R. P. Merridew, P. N. Hanly, Fay H. McDonald

Purpose of Committee

The purpose of the Committee was to prepare a personnel relocation assistance plan for the move of the General Office from Chicago to Indianapolis.

Considerations by Committee

The Committee considered the financial costs involved, the need for an experienced and efficient staff in both cities, current company relocation policies and practices, and the rights, feelings and needs of the relocating and non-relocating employees.

The Committee used the following guidelines:

1. All employees must be treated in a fair, equitable and consistent manner.
2. To assure efficient General Office operations, employees first should be encouraged to relocate to Indianapolis, or, as an alternative, to remain in Kiwanis employment until the General Office move takes place.
3. Orientation to the benefits of living in Indianapolis and reimbursement of moving costs are essential to encourage employees to relocate.
4. Relocation counseling, guidance and understanding, with personal attention given to each employee and his/her family, are essential for the successful implementation of any relocation assistance plan.
5. The plan should be reasonable in cost and comparable to other company relocation plans.

Any office relocation move is complex. Although the Committee tried to anticipate most problems, unusual problems or circumstances might occur which will necessitate amendments or additions to the plan.

Report of Special Relocation Committee .

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Background Information

Prior to the Committee meeting, relocation information was obtained from L & N Railroad, the Y. M. C. A., American Electric Power Service Corporation, Southern California Edison, Merrill Lynch Relocation Management, Inc., Runzheimer & Company, and Executrans, Inc. During our meeting in Chicago, the pension and insurance benefits were reviewed directly with representatives of the insurer.

A comparison of relocation benefits (Exhibit A) and the plans of the Y. M. C. A. (Exhibit B) and American Electric (Exhibit C) have been attached to this report.

The Committee had group meetings with all of the employees in the General Office, and members of the Committee met individually with some of the employees. At these meetings, various employee concerns were expressed to the Committee.

Some Employee Concerns

Some of the general concerns expressed by employees were as follows:

1. Would Kiwanis pick and choose the employees going to Indianapolis?
2. Due to lower pay scales in Indianapolis, does Kiwanis want any employee to move?
3. Due to lower pay scales in Indianapolis, will salaries either be frozen in Chicago or be frozen or reduced in Indianapolis?
4. With a change in management, will I continue to work at my present job or will my job be changed? What are my prospects for promotion? Due to lower pay scales in Indianapolis, after a move will I be forced to resign and be replaced by a lower salaried employee?
5. What moving costs and other expenses will be reimbursed by Kiwanis?
6. Will Kiwanis assist in the sale of my home and the purchase of a comparable home in a comparable neighborhood in Indianapolis?
7. How will Kiwanis assist my spouse find employment in Indianapolis?
8. If I move to Indianapolis and then change my mind (or my employment is terminated) -
 - a. What costs, if any, will be paid by Kiwanis to move back to Chicago?
 - b. What is the job market in Indianapolis? How does it compare to Chicago?

Report of Special Relocation Committee .

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Some Employee Concerns (continued)

9. If I don't move to Indianapolis, will Kiwanis assist me in finding a new job?

10. If I do not move, how are my pension and insurance benefits affected?

In response to these concerns, the Committee assured the employees that the International Board of Trustees would adopt a plan that would treat all employees, whether or not relocating, in a fair and equitable manner.

Proposed Plan Benefits - Employees Who Are Relocating

A. Residential Purchase Assistance

Under the proposed plan, an employee who relocates to Indianapolis would be able to purchase a home at the same cost as the fair market value of his Chicago home. The plan proposes that Kiwanis would pay the fees and expenses for the purchase of the new home, provide an equity loan for the down payment, and protect any mortgage interest rate and property tax differentials for up to three years.

A group and individual (with spouse) house-hunting trip would be provided. Indianapolis Kiwanians would be expected to assist our employees with home search counseling, and with obtaining mortgage money at or below current market rates and costs. To cover moving expenses such as painting, carpeting, drapes, utility hookups, etc., the plan proposes that an allowance of \$2000 be paid. Kiwanis will also provide protection against cost to the employee if two residences, one each in Chicago and Indianapolis, must be owned for a short period of time.

B. Residential Sale Assistance

For the sale of the employee's home, the plan proposes that an independent relocation service company be used. Various companies will be interviewed by the Committee before the next meeting of the International Board of Trustees, and the cost and benefits of this service will then be furnished to the Board.

Although a relocation company is used, an employee is still encouraged to sell his/her property before transfer to such company. If the property has not been sold, the relocation company will purchase the employee's home at a fair value, manage the property, arrange to sell it and transfer the profit or loss to Kiwanis. A major advantage of using a relocation company is that the fee charged for its services, which includes the selling expenses for the property, is not considered taxable income to the employee.

Report of Special Relocation Committee

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B. Residential Sale Assistance (continued)

An employee may elect not to use the relocation company to sell his/her home. If, however, Kiwanis reimburses the employee for the fees or expenses involved, such as broker's commissions, legal fees, title search, mortgage prepayment charges, etc. The reimbursement is taxable income to the employee, against which limited deductions are permitted.

C. Rental Properties

Under the proposed plan, Kiwanis will reimburse an employee who must terminate his/her lease, and provide a loan, if necessary, for advance rent and security deposit. Renters also will receive a group and individual (with spouse) house-hunting trip. Kiwanis will provide protection against costs to the employee if two rentals must be leased at the same time for a short period of time.

To cover miscellaneous moving expenses, the plan proposes an allowance of \$500 would be paid to each employee-renter. Indianapolis Kiwanians would be expected to assist our employees with home search counseling.

D. Moving Expenses

To encourage employees to relocate to Indianapolis, the plan proposes that the cost of moving household goods and automobiles be paid by Kiwanis. If an employee begins work in Indianapolis either before or after his/her family moves from Chicago, temporary living expenses and up to two week-end commuting trips have been provided.

E. Spouse Employment Assistance

Under the plan, spouse employment assistance, such as resume writing and interview techniques, will be provided by Kiwanis. Indianapolis Kiwanians are expected to assist on employment contacts.

Proposed Plan Benefits - Employees Who Are Not Relocating

To assure efficient operations, employees who are not relocating are encouraged to remain in Kiwanis employment until the move to Indianapolis is completed. The proposed benefits, which also recognize past service and loyalty to our organization, include the following:

A. Severance Allowance

A severance allowance of one week's salary is proposed for up to three months of service. From three months to one year of service, two weeks' salary is proposed. For more than one year of service, one additional week's salary to a maximum of 14 weeks' salary (3-1/2 months).

Report of Special Relocation Committee

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B. Job Finding Assistance

Job finding assistance and time off for interviews will be provided.

C. Health and Life Insurance Coverage

Health and life insurance coverage until the employee obtains other coverage (not to exceed six months) would be paid by Kiwanis.

D. Pension Benefits

Recommendations will be made after costs are provided by the insurance company.

Cost of Benefits

The estimated cost of the personnel relocation assistance plan will be determined as soon as possible, jointly by staff and the Committee. The Committee and staff will then have a conference telephone call to discuss the estimated costs and any proposed modifications of the plan.

Respectfully submitted,

Warren H. Edwards
Henry L. Myers, Jr.
Frank J. DiNoto, Chairman

Estimated Cost of Personnel Relocation Plan

	Total	Distribution		
		Building Reserve	Operating Costs	
			Decrease of Income	Expenses
<u>Direct Moving Costs of Personnel Relocating to Indianapolis</u>	\$ _____	\$ _____	\$ _____	\$ _____
<u>Gross-up of Income Tax Liability</u>	\$ _____	\$ _____	\$ _____	\$ _____
<u>Cost of Employees Not Relocating</u>				
1. Severance allowance	\$ _____	\$ _____	\$ _____	\$ _____
2. Health and insurance coverage				
3. Pension benefits				
4. Legal expense and professional relocation company fees	\$ _____	\$ _____	\$ _____	\$ _____
<u>Costs of Administration of Plan</u>				
1. Additional employees - (average ___ for ___ year)	\$ _____	\$ _____	\$ _____	\$ _____
2. Employee costs and benefits -				
3. Professional assistance and counseling--home search, job finding assistance, early retirement, pensions and insurance				
4. Printing, office expense and miscellaneous				
5. Board committee costs				
6. Interest expense on costs	\$ _____	\$ _____	\$ _____	\$ _____
<u>Other Personnel Costs</u>				
1. Delayed vacation benefits	\$ _____	\$ _____	\$ _____	\$ _____
2. Lost time for new residence search, counseling, job finding assistance				
3. Parallel training of new employees				
4. Recruitment costs for new employees	\$ _____	\$ _____	\$ _____	\$ _____
<u>Cost of Duplicate Office Expense</u>	\$ _____	\$ _____	\$ _____	\$ _____
<u>Assistance Sought From Indianapolis Kiwanians</u> (including costs to administer)				
1. Assured mortgage money	\$ _____	\$ _____	\$ _____	\$ _____
2. New residence search				
3. Homesearch and neighborhood counseling				
4. Spouse employment assistance	\$ _____	\$ _____	\$ _____	\$ _____

Note: The above figures are estimates only and subject to revision.

Estimated Cost of Personnel Relocating to Indianapolis

	<u>Total</u>	<u>Present Homeowners</u>	<u>New Homeowners</u>	<u>Renters</u>
Number of Employees	<u>32</u>	<u>16</u>	<u>3</u>	<u>13</u>
A. <u>Residential Purchase Assistance</u>				
1. Advanced appraisal	\$			
2. Assured mortgage money				
3. Closing costs				
4. Mortgage interest rate differential				
5. Property tax allowance				
6. New residence search				
7. Equity loan				
8. Duplicate ownership expense				
9. Miscellaneous expense allowance				
10. Home search counseling				
B. Residential Sale Assistance				
C. <u>Renting a New Residential Property</u>				
1. Disposing of present residential property				
2. Security and advance rent				
3. New rental search				
4. Duplicate ownership expense				
5. Miscellaneous expense allowance				
6. Home search counseling				
D. <u>Moving Expenses</u>				
1. Movement of household goods				
2. Temporary living expenses				
3. Transportation costs				
<u>Total Direct Moving Costs of Personnel Relocating</u>				

Average per employee - direct moving costs

Employees Who Are Relocating
Comparison of Plans

<u>Benefits</u>	<u>Proposed Kiwanis</u>	<u>YMCA</u>	<u>American Electric</u>
Eligibility - <i>Available change to 1. 2 yrs (2 years) 2. Not full time operation 3. Not relocating fulltime</i> Regular full time employees on effective date of plan	Regular full time employees on effective date of plan	Regular full time employees with 6 months service on effective date of plan	Regular full time employees on effective date of plan
A. Residential Purchase Assistance			
1. Advance appraisal	Paid by Kiwanis	Paid by YMCA	Paid by American Electric
2. Assured mortgage money	(Anticipate assistance from Kiwanians in Indianapolis)	*2% under market	Arrangements with lenders *1/2% under market
3. Closing costs	Paid by Kiwanis	Paid by YMCA	Paid by American Electric
4. Mortgage interest differential	36 months - not to exceed \$150 per month (\$5400 maximum) ²⁰⁰ ₇₂₀₀	36 months - not to exceed \$1400 per year (\$4200 maximum)	5 years - maximum of \$3500 annually for first three years, \$2333 for fourth year and \$1167 for fifth year (\$14,000 maximum) Minimum benefit of \$750.
5. Property tax allowance	36 months - based on difference in tax rates	(not provided in plan)	(not provided in plan)
6. New residence search	Group visit plus 3 working days, with 5-day maximum; allowance for travel, lodging and per diem (\$15.00 single, \$30.00 with spouse)	One round trip up to 10 days; allowance for travel, lodging, car rental and \$50 per diem, with a \$300 maximum	One or two round trips up to 10 days (7 working days); allowance for travel, lodging, car rental, meals and other expenses
7. Equity loan	Maximum - 20% of purchase price to \$25,000 and interest free up to 90 days	Amount required for down payment and interest free up to 90 days	Amount required for deposit or down payment and interest free up to 90 days
8. Duplicate ownership expense	Maximum - 60 days	Maximum - 60 days	Maximum - 60 days
9. Miscellaneous expense allowance	\$2000 - homeowner \$ 500 - renter	One month's salary (maximum \$3000, minimum \$1500)	One month's salary (maximum \$5000, minimum \$1500)
10. Opinion of value (appraisal of new residence)	Paid by Kiwanis	(not provided in plan)	Paid by American Electric
11. Home search counseling	Anticipate assistance from Kiwanians in Indianapolis	By relocation consultant counselor	By relocation consultant counselor
12. Down payment for renters becoming new homeowners	(not provided in plan)	(not provided in plan)	Interest free down payment loan of \$5000, repayable over 8 years
B. Residential Sale Assistance			
13. Residential Purchase Plan (Employer purchase)	Fair market value paid to employee by use of relocation company	Fair market value paid to employee by use of administered sales plan	Fair market value paid to employee by use of relocation company
14. Residential Selling Plan (By employee)	Employee may elect to sell his/her residence	Employee must sell his/her residence	Employee may elect to sell his/her residence
15. Selling costs	Selling costs, such as broker's commission, escrow, title charges on existing loans, etc. are reimbursed to employee	Selling costs, such as broker's commission, escrow, title charges on existing loans, etc. are reimbursed to employee	Selling costs, such as broker's commission, escrow, title charges on existing loans, etc. are reimbursed to employee
16. Holding period gain or losses	Benefit accrues or loss paid by Kiwanis	Benefit accrues or loss paid by employee	Benefit accrues or loss paid by American Electric

Employees Who Are Relocating
Comparison of Plans

<u>Benefits</u>	<u>Proposed Kiwanis</u>	<u>YMCA</u>	<u>American Electric</u>
Eligibility	Regular full time employees on effective date of plan	Regular full time employees with 6 months service on effective date of plan	Regular full time employees on effective date of plan
C. <u>Rental Property</u>			
17. Termination present lease	Reimburse up to 3 months' rent	Reimburse up to 3 months' rent	Reimburse up to 3 months' rent
18. Security and advance rent	Advance up to 3 months' rent	Advance up to 3 months' rent	Advance up to 3 months' rent
19. New residence search, duplicate ownership expenses, miscellaneous expense allowance, homesearch counseling	(See Sections A 6, A 8, A 9 and A 11 above)	(See Sections A 6, A 8, A 9 and A 11 above)	(See Sections A 6, A 8, A 9 and A 11 above)
20. Rent differential allowance	(not provided in plan) <i>Up to \$50 monthly for 1 year (maximum - 75% of increased rental)</i>	Up to \$50 monthly for 3 years (maximum - 75% of increased rental)	Up to \$85 monthly for 3 years.
D. <u>Moving Expenses</u>			
21. Shipping household goods	Paid by Kiwanis	Paid by YMCA	Paid by American Electric
22. Temporary storage of household goods	Up to 45 days	Up to 60 days	Up to 60 days
23. Temporary living expenses	Lodging, meals (\$15 for employee or \$30 for employee and family) up to 30 <i>45</i> days	Lodging, per diems (\$15 to \$25 each for employee, spouse or children) up to 14 days	Lodging, meals and other expenses up to 30 days. Also, up to 7 days during packing, transit and unpacking
24. Weekend commuting	Up to 2 trips	(not provided in plan)	Up to 4 trips
25. Transportation costs	Mileage not to exceed 2 automobiles	Mileage not to exceed 2 automobiles or air fare	Mileage, tolls, meals and lodging en route
E. <u>Other Benefits</u>			
26. Spouse Employment	Provided by Kiwanis (also anticipates assistance from Kiwanis in Indianapolis)	Provided by YMCA	Provided by American Electric and relocation counselors
27. Income tax liability assistance ("gross up")	(not provided in plan) <i>Provided by Kiwanis</i>	Provided by YMCA	Provided by American Electric
28. Automobile downpayment and loan assistance	(not provided in plan)	(not provided in plan)	Contribute \$1000 as down payment and an interest free loan to \$4500 for up to 48 months
29. Driver training tuition	(not provided in plan)	(not provided in plan)	Tuition up to \$300
30. Move back allowance	(not provided in plan)	(not provided in plan)	Cost of transportation of employee and family, cost of moving household goods and one month's salary as a special termination allowance available for 15 months after move.

Employees Who Are Not Relocating
Comparison of Plans

<u>Benefits</u>	<u>Proposed Kiwanis</u>	<u>YMCA</u>	<u>American Electric</u>																														
Eligibility	All regular full time employees at effective date of plan. All other employees eligible for separation benefits, except health and life insurance coverage continuation	All regular full time employees with 6 months of service at the effective date of plan	An employee for at least 6 months																														
<u>Separation Benefits</u>																																	
1. Amount of severance allowance	Must complete 1 month of service and remain in employment to date of move	Must remain until move date or released	Must remain until job shifts or released																														
	<table border="0"> <tr> <td><u>Service</u></td> <td><u>Allowance</u></td> </tr> <tr> <td>To 3 months</td> <td>1 week</td> </tr> <tr> <td>3 months to 1 year</td> <td>2 weeks</td> </tr> <tr> <td>1-2 years</td> <td>3 weeks</td> </tr> <tr> <td>2-3 years</td> <td>4 weeks (1 mo)</td> </tr> <tr> <td>3 or more years</td> <td>5 weeks + 1 week/yr. (max. 14 weeks)</td> </tr> </table>	<u>Service</u>	<u>Allowance</u>	To 3 months	1 week	3 months to 1 year	2 weeks	1-2 years	3 weeks	2-3 years	4 weeks (1 mo)	3 or more years	5 weeks + 1 week/yr. (max. 14 weeks)	<table border="0"> <tr> <td><u>Service</u></td> <td><u>Allowance</u></td> </tr> <tr> <td>To 6 months</td> <td>None</td> </tr> <tr> <td>6 months to 1 year</td> <td>1 week</td> </tr> <tr> <td>1-3 years</td> <td>2 weeks</td> </tr> <tr> <td>3-5 years</td> <td>4 weeks</td> </tr> <tr> <td>5 years or more</td> <td>12 weeks</td> </tr> </table>	<u>Service</u>	<u>Allowance</u>	To 6 months	None	6 months to 1 year	1 week	1-3 years	2 weeks	3-5 years	4 weeks	5 years or more	12 weeks	<table border="0"> <tr> <td><u>Service</u></td> <td><u>Allowance</u></td> </tr> <tr> <td>To 1 year</td> <td>4 weeks</td> </tr> <tr> <td>1 year or more</td> <td>4 weeks + 1 week/yr. (max. 15 weeks)</td> </tr> </table>	<u>Service</u>	<u>Allowance</u>	To 1 year	4 weeks	1 year or more	4 weeks + 1 week/yr. (max. 15 weeks)
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1A. Special severance allowance	(not provided in plan)	For employees 55 or older and 15 years of continuous service or employees with 25 years or more of continuous service - 6 months' salary	(not provided in plan)																														
2. Job finding assistance	Provided by Kiwanis with time off for interviews	Placement assistance, career evaluation, job search training, time off for interviews	Provided by American Electric, with limited intracompany transfers																														
3. Early retirement counseling	Provided by Kiwanis	Provided by YMCA	Provided by American Electric																														
4. Vacation benefits	Paid at time of separation	Paid at time of separation	*Paid at time of separation																														
5. Health and life insurance coverage	Continued for eligible employees up to 6 months	Continued up to 6 months with employee paying 50% of premium	*Continued for one month only.																														
6. Pension benefits		*Early retirement benefits for employees 60 years of age or over	*None See **																														
7. Unemployment insurance coverage	Available to employee	Available to employee	*Available to employee																														
8. Educational assistance program	(not provided in plan)	(not provided in plan)	Provided by American Electric																														

*Benefits confirmed by direct contact with YMCA and American Electric.

**American Electric retained an office in New York. Employees nearing retirement have been allowed to complete their work in New York.



established 1853

AGREEMENT

March 31, 1981

Agreement between, KIWANIS INTERNATIONAL, 101 East Erie Street, Chicago, Illinois 60611 and BOHLEN, MEYER, GIBSON & ASSOCIATES, INC., 6435 Castleway Drive, Indianapolis, Indiana 46250 to provide Consulting Services to the Building Committee of KIWANIS INTERNATIONAL during the planning and construction of their International Headquarters Building to be constructed in Indianapolis, Indiana.

I. Basic services to be provided:

1. Review the plans, specifications, and cost estimates at the end of the Schematic Design Phase, Design Development Phase, and Construction Document Phase of the project, and report to the Owner our opinion of the work which has been done. Make suggestions to the Owner of changes or corrections which we feel would improve the project.
2. We will be present at bid openings and advise Owner of our opinion of the bids and suggest selection or approval of sub-contractors or contractors.
3. We will be present at construction coordination meetings and advise Owner of items discussed in these meetings.
4. We will review all pay requests before presenting to Owner for payment.
5. We will visit the project periodically (average about twice a week) to become generally familiar with the progress and quality of the Work being done, and to determine in general if the Work is proceeding in accordance with the Contract Documents. On the basis of such on site observations we will keep the Owner informed in writing as to the progress and quality of the Work, and shall endeavor to guard the Owner against defects and deficiencies in the Work of the various contractors.

II. Items to be considered as not our responsibility in providing our services to the Owner during the planning and construction phases of the project.

1. As an advisor to the Owner, we are not to be held liable for any design of any part of the project, or the design of any system within the project, or any Work of any Contractor on the project.
2. We are not to be held responsible for any design or construction means, methods, techniques, sequences, procedures, or for any safety precautions in connection with the Work, or for acts of omissions by any Contractor with relation to construction codes, rules or regulations, or for the failure of any Contractor to carry out the Work in accordance with the Construction Documents.

III. Fee for our services:

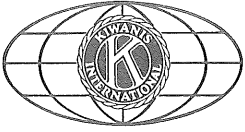
1. Our fee for the above services will not exceed one percent (1%) of the total cost of the project (but not including the cost of the land).
2. Our billings will be determined on an hourly basis by the salary of the individual doing the particular work.
3. Payment for travel to the job site to perform our Basic services are included in our fee.
4. Other necessary travel, lodging, meals, long distance calls, and excessive postage and handling are regarded as additional services, and therefore, will be billed as additional reimbursable expenses. These additional services will only be provided when directed by KIWANIS INTERNATIONAL.
5. Billings for our Basic Services and Reimbursable Services will be sent to you monthly.

OWNER: KIWANIS INTERNATIONAL

BY: _____

CONSULTANT: BOHLEN, MEYER, GIBSON, & ASSOCIATES, INC.

BY: *Melvin B. Meyer, Pres.*



KIWANIS INTERNATIONAL

KIWANIS INTERNATIONAL BUILDING, 101 EAST ERIE STREET, CHICAGO, ILLINOIS 60611
AREA CODE 312 / 943-2300

February 19, 1981

MEMORANDUM TO: International Board of Trustees

SUBJECT: Reconsideration of Dues Increase and Ruling
re: Canadian Dues

President Merald has conducted the third of his four Regional Conferences for Governors -- the first in which he could ask for his governors' support for the specific amount of \$4.00 increase per year, with the effect reduced by eliminating the processing fee. All six governors in attendance expressed strong opposition to the amount of the increase. They also pointed out that the dropping of the processing fee as of October 1, 1981, would motivate their clubs to hold off any reporting of new members until that date, which would result in considerable loss of membership during the current administrative year.

Concerned about this indicated lack of essential support from the districts, President Merald has consulted with each member of the Executive Committee and secured their support, with only one dissenting vote, for his proposal to reduce the proposed dues increase to two dollars with no change in the processing fee as presently charged.

This week he has just concluded the last Regional Conference and, after considerable discussion, it was the consensus of the nine governors present that they would support the two dollar dues increase with no change in the processing fee.

He also became concerned about the effective date of April 1, 1981, for all remittances made to the General Office by Canadian Kiwanis clubs to be in U. S. dollars, or U. S. dollar equivalents. Having realized that this would have considerable adverse effect on the individual club budgets which were based on the long-standing practice of paying in Canadian dollars, President Merald also proposes that this action's effective date be changed to October 1, 1981, at the next meeting of the International Board.

In accordance with the provisions of Article VII, Section 2 of the Kiwanis International Bylaws, I am writing you at the request of President Merald to vote by mail on changing the effect of Recommendation #5 of the Finance Committee Report of February 1, 1981, as follows:

- (1) Reducing the proposed dues increase from the present proposal of "\$4.00 per member, effective October 1, 1981" to "\$2.00 per member, effective October 1, 1981," with the understanding that there will be no change in the \$7.00 per member processing fee.

IN FAVOR _____ OPPOSED _____

(Please sign to indicate your vote on Item (1).)

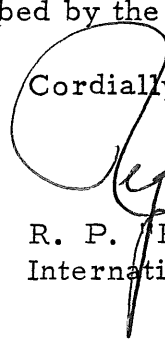
- (2) You are also asked to vote on rescinding Recommendation #4 of the Finance Committee Report of February 1, 1981, in order to withhold any announcement of change to the U. S. equivalents for Canadian club remittances until the matter can be further discussed at the May, 1981, meeting of the Board.

IN FAVOR _____ OPPOSED _____

(Please sign to indicate your vote on Item (2).)

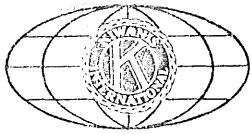
Please respond as soon as possible so that, as soon as the results are tabulated, I can send them to you as prescribed by the Bylaws.

Cordially,



R. P. "Reg" Merridew
International Secretary

RPM:gt



KIWANIS INTERNATIONAL

KIWANIS INTERNATIONAL BUILDING, 101 EAST ERIE STREET, CHICAGO, ILLINOIS 60611
AREA CODE 312/943-2300

March 10, 1981

MEMORANDUM TO: International Board of Trustees

SUBJECT: Mail Ballot on Reconsideration of Dues Increase and
Ruling re: Canadian Dues

In accordance with the provisions contained in Article VII, Section 2 of the Kiwanis International Bylaws with regard to transacting business by mail, I am sending each Trustee by Certified Mail this report of the tabulated result of the mail ballot which we sent you on February 19, 1981. The two proposed changes and the total votes received on each were as follows:

- (1) Reducing the proposed dues increase from the present proposal of "\$4.00 per member, effective October 1, 1981" to "\$2.00 per member, effective October 1, 1981," with the understanding that there will be no change in the \$7.00 per member processing fee.

IN FAVOR 14 OPPOSED 2

ABSTAINED 1

- (2) You are also asked to vote on rescinding Recommendation #4 of the Finance Committee Report of February 1, 1981, in order to withhold any announcement of change to the U.S. equivalents for Canadian club remittances until the matter can be further discussed at the May 1, 1981, meeting of the Board.

IN FAVOR 17 OPPOSED 0

The ballots will be produced at the May 1 - 4, 1981, meeting of the Board, as required by the Bylaws.

Respectfully submitted,

R. P. "Reg" Merridew
International Secretary