



1111 South Union Avenue
Cherry Hill, NJ, 08002

AskDI@dihq.org
DestinationImagination.org

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F: 856.881.3596

**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
January 26 & 27 2018**

- I. Call to Order at 8:30 AM ET 1/26/18
 - a. Roll Call
 - b. Agenda approved
 - II. Interim CEO Update
 - a. Strategic Plan
 - b. Partnerships
 - c. Mission & Vision
 - III. Audit report
 - IV. Staff Management Update
 - a. Branding
 - b. Growth & Impact
 - c. Educational Experiences
 - d. Marketing
 - e. Operations
 - f. Chief of Staff
 - V. Executive Search
 - VI. Committee Reports
 - a. Development
 - b. Committee Changes
 - c. Finance
 - d. Audit
 - e. Governance
 - f. Search
 - g. Other needs
 - i. Motion: establish a task force to move forward on the issue of insurance within the affiliates and background check information. That task force should include our interim CEO, Chair of DIAD, and a few ADs that represent small, medium, and large Affiliates.
 - 1. Motion passes
 - VII. Ignite 2018
 - VIII. Global Finals update
- Meeting adjourned 3:30 PM 1/27/18

Board Members

Present

**Pamela Schroeder
Rick Rand
Karen Anderson
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Carmine Liuzzi
Simon Dodd
Janese Evans
Louise Liddle
Sarah Benzik
Jose Luna
Michele Tuck-Ponder
(Interim CEO)
Jennifer Batchelor
(Recording Secretary &
Liaison)**

Not Present

**David Thomason
Jon Mark Howeth
Max Kringen
Nina Schwenk**



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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
February 21, 2018**

- I. Call to Order at 8:30 PM ET 1/26/18
 - a. Roll Call
 - b. Agenda approved
- II. Interim CEO Update
 - a. Office updates
 - b. Global Finals 2018
 - c. Ignite
- III. Committee reports
 - a. Finance
 - b. Governance
 - i. Article 3, Section 1.D.3 in the bylaws updated to:
“Trustees may serve a maximum of two consecutive terms or eight consecutive years. Exception allowed for a person elected to the Vice Chair/Chair/Emeritus position to complete the cycle of the office.”
Motion passes
 - c. Insurance task force
 - d. Strategy committee
 - e. Search committee
 - f. Technology and IT committee
 - g. Management committee

Board Members

Present

**Pamela Schroeder
Rick Rand
Karen Anderson
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Max Kringen
Nina Schwenk
David Thomason
Simon Dodd
Janese Evans
Louise Liddle
Sarah Benczik
Jose Luna
Jennifer Batchelor
(Recording Secretary &
Liaison)**

Not Present

**Jon Mark Howeth
Carmine Liuzzi
Michele Tuck-Ponder
(Interim CEO)**



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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
March 21, 2018**

- I. Call to Order at 8:30 PM ET 3/21/18
 - a. Roll Call
 - b. Agenda approved
- II. Interim CEO Update
 - a. Office updates
 - b. Global Finals updates
 - c. Sponsor and Partner updates
- III. Committee reports
 - a. Finance
 - b. Governance
 - c. Strategy committee
 - d. Search committee
 - e. Technology and IP committee
- IV. New Business
 - a. Motion: ask for proposal for GF audit
 - i. Motion passes
 - b. Ignite
 - i. Motion: host DIAD meeting in conjunction with October face to face board meeting
 - 1. Motion passes
 - c. Board member updates

Board Members

Present

**Pamela Schroeder
Rick Rand
Karen Anderson
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Max Kringen
David Thomason
Simon Dodd
Dan Smith
Janese Evans
Louise Liddle
Sarah Benczik
Jose Luna
Jon Mark Howeth
Michele Tuck-Ponder
(Interim CEO)
Jennifer Batchelor
(Recording Secretary &
Liaison)**

Not Present

Nina Schwenk



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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
April 25, 2018**

- I. Call to Order at 8:30 PM ET 4/25/18
 - a. Roll Call
 - b. Agenda approved
- II. Strategy committee discussion
- III. Governance committee
 - a. Motion passes- Bylaws article 3 section 1 D3. Currently it says: trustees may serve a maximum of 2 consecutive terms or 8 consecutive years. Add: Exceptions allowed for a person elected to the vice chair/chair/emeritus position to complete the cycle of the office.
- IV. CEO report discussion
- V. CCAT review
- VI. Board award recipient discussion

Board Members


Present

**Pamela Schroeder
Rick Rand
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Max Kringen
David Thomason
Simon Dodd
Dan Smith
Janese Evans
Louise Liddle
Sarah Benczik
Jose Luna
Jon Mark Howeth
Michele Tuck-Ponder
(Interim CEO)
Jennifer Batchelor
(Recording Secretary &
Liaison)**


Not Present

**Nina Schwenk
Karen Anderson**



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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
May 9, 2018**

- I. Call to Order at 8:30 PM ET 5/9/18
 - a. Roll Call
 - b. Agenda approved
- II. Strategy committee discussion
- III. Global Finals Discussion

Board Members

Present

Pamela Schroeder

Rick Rand

Sue Shanks

Rosemary Bognar-Pinney

Will Roach

Max Kringen

Simon Dodd

Dan Smith

Janese Evans

Louise Liddle

Sarah Benczik

Nina Schwenk

Karen Anderson

Jose Luna

Jon Mark Howeth

**Michele Tuck-Ponder
(Interim CEO)**

**Jennifer Batchelor
(Recording Secretary &
Liaison)**

Not Present

David Thomason



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IMAGINATION®**

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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
July 20, 2018**

- I. Call to Order at 7:30 AM ET
 - a. Roll Call
 - b. Agenda approved
 - c. Executive Session
- II. Interim CEO update
 - a. International Affiliates
 - b. Training
 - c. License agreements
 - d. Global Finals
 - e. Horizon Plan
- III. Committee reports
 - a. Finance
 - b. Nominations
 - c. Management
 - d. Governance
 - e. Development
 - f. Technology
 - g. Strategy
- IV. Old business
 - a. Affiliate insurance
 - b. Background checks
- V. New business
 - a. University level teams
 - b. Alumni Ambassador Council
 - c. Diversity and inclusion
 - d. August agenda

Board Members

Present

**Pamela Schroeder
Rick Rand
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Max Kringen
Simon Dodd
Dan Smith
Janese Evans
Louise Liddle
Sarah Benczik
Nina Schwenk
Karen Anderson
Jose Luna
Jon Mark Howeth
David Thomason
Michele Tuck-Ponder
(Interim CEO)
Jennifer Batchelor
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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
August 22, 2018**

- I. Call to Order at 8:30 PM ET
 - a. Roll Call
 - b. Agenda approved
- II. Interim CEO update
 - a. Global Finals
 - b. Staff updates
- III. Committee reports
 - a. Finance
 - b. Nominations
 - c. Management
 - d. Governance
 - e. Development
 - f. Technology
 - g. Strategy
- IV. New business
 - a. Elections
- V. Old business
 - a. Affiliate insurance
 - b. Background checks

Board Members

Present

**Pamela Schroeder
Rick Rand
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Max Kringen
Simon Dodd
Dan Smith
Janese Evans
Louise Liddle
Sarah Benczik
Nina Schwenk
Karen Anderson
Kate Donelan
Jose Luna
Jon Mark Howeth
David Thomason
Michele Tuck-Ponder
(Interim CEO)
Jennifer Batchelor
(Recording Secretary &
Liaison)**

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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
September 26, 2018**

- I. Call to Order at 8:30 PM ET
 - a. Roll Call
 - b. Agenda approved
- II. Alumni Executive Council presentation
- III. Interim CEO update
 - a. Global Finals
 - b. Staff updates
- IV. Committee reports
 - a. Nominations
 - i. Motion passes: Sarah Benczik board term is renewed
 - ii. Motion passes: Carmine Liuzzi elected to board seated 10/1/18
 - b. Development
 - c. Finance
- V. New business
 - a. Pin vendor and Apparel license
 - b. Motion passes: Will Roach elected as treasurer, seated 10/1/18
 - c. Motion passes: Sue Shanks elected as secretary, seated 10/1/18
- VI. Old business
 - a. IAC update
- VII. Executive Session

Board Members

Present

**Pamela Schroeder
Rick Rand
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Max Kringen
Simon Dodd
Janese Evans
Louise Liddle
Sarah Benczik
Nina Schwenk
Karen Anderson
Kate Donelan
Jose Luna
David Thomason
Michele Tuck-Ponder
(Interim CEO)
Jennifer Batchelor
(Recording Secretary &
Liaison)
Dawn DiCicco (guest)
Chandler Sebek (guest)
Angela Wright (guest)
Ryan Benczik (guest)**

Not Present

**Dan Smith
Jon Mark Howeth**



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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
October 26, 2018**

- I. Call to Order at 8:15 AM ET
 - a. Roll Call
 - b. Agenda approved
 - c. Past minutes approved
- II. Executive Director report
 - a. Global Finals and Site Visit
 - b. Staff positions
 - c. Communications
 - d. Fundraising
- III. Staff reports
 - a. Director of Education
 - b. Director of Creative and Marketing
 - c. Alumni Council Liaison
 - d. Director of Strategic Initiatives and Partnership
- IV. Committee reports
 - a. Finance
 - b. Governance
 - c. Development
 - d. Management
 - e. Strategy
 - f. Technology- committee on hold
 - g. Compliance
 - h. Audit
- V. New business
 - a. Youth Protection policy
 - b. Motion: move forward and continue to cover background checks for people that are volunteering for DI- board staff, GF volunteers, and we increase the registration fee for team registration to cover the two team manager checks at our rate, and we will give the option for people to pay their own background check effective 2019-20 season.
 - i. All in favor, none opposed, none abstained, and motion passes
- VI. Executive Session

Board Members

Present

Rick Rand
Sue Shanks
Rosemary Bognar-Pinney
Will Roach
Simon Dodd
Louise Liddle
Sarah Benczik
Nina Schwenk
Dan Smith
Jose Luna
Michele Tuck-Ponder
(Executive Director)
Jennifer Batchelor
(Recording Secretary & Liaison)

Not Present

Kate Donelan
Jon Mark Howeth



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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
November 8, 2018**

- I. Call to Order at 8:33 PM ET
 - a. Roll Call
 - b. Agenda approved
 - c. Past minutes approved
- II. Affiliate updates
- III. Global Finals
 - a. Relocation needs
 - b. Pricing model
 - i. Motion: BoT gives finance committee the right to approve the GF registration budget, pending review of GF expected revenue against the DI overall operational budget. Executive Director has the ability to adjust registration budget +/- 10% as analysis requires.
 - 1. Motion passes.

Board Members

Present

Rick Rand
Sue Shanks
Rosemary Bognar-Pinney
Simon Dodd
Louise Liddle
Nina Schwenk
Dan Smith
Kate Donelan
Jose Luna
Carmine Liuzzi
Michele Tuck-Ponder
(Executive Director)
Paige Curtis

Not Present

Jon Mark Howeth
Sarah Benczik
Will Roach
Jennifer Batchelor
(Recording Secretary & Liaison)



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**Destination Imagination, Inc.
Board of Trustees Discussion and Decisions
December 12, 2018**


- I. Call to Order at 8:33 PM ET
 - a. Roll Call
 - b. Agenda approved
 - c. Past minutes approved
- II. Global Finals 2019- Kansas City
 - a. Fundraising
- III. Committee reports
 - a. Governance
 - b. Management
 - c. Audit
 - d. Finance
 - e. Development
- IV. Old business
 - a. Global Finals Pin trading communications
 - b. Sponsor and Partner communications
 - c. Bylaws
 - a. Update: Article 4, Section 2.A.7 to:
 - b. "Appoint Board Committee Chairs. Exception for Governance and Finance committees, where the committee chair is the elected Secretary and Treasurer respectively." Motion passes.
 - c. Update: Article 4, Section 7.C.6 into Article 4, Section 7.C.1.
 - The new Article 4, Section 7.C.1 can read:
 - 1. The Governance Committee shall be chaired by the Secretary of the Board and will be responsible for the By Laws, Polices and other documents of the Board.
 - i. The committee will include at least 3 additional members;
 - ii. All changes to Policies and By Laws, including those written by committee must come to the Governance committee for review before a final vote by the Board;
 - I. All Policy and By Law edits and changes will be reviewed by the committee and then submitted to the Board for vote after which an updated document will be produced and sent to the Board and the Recording Secretary to be posted on the DII website.
 - iii. Nominations functions:
 - I. Develop and oversee implementation of policies and procedures regarding Board size, leadership and composition, recommendations of candidates for nomination to the Board, Board guidelines and conflicts of interest;

Board Members
<u>Present</u>
Rick Rand
Sue Shanks
Rosemary Bognar-Pinney
Simon Dodd
Louise Liddle
Nina Schwenk
Kate Donelan
Jose Luna
Carmine Liuzzi
Sarah Benczik
Will Roach
Michele Tuck-Ponder
(Executive Director)
Jennifer Batchelor
(Recording Secretary & Liaison)
<u>Not Present</u>
Jon Mark Howeth
Dan Smith



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- II. Determine qualifications and characteristics needed for Trustees;
- III. Identify, screen and review individuals who are qualified to serve as Trustees;
- IV. Recommend to the Board, candidates for nomination and appointment to the Board, and its committees.
 - Motions pass
- d. Whistleblower policy- approved
- e. January meeting agenda
- f. Executive Session