

# Meeting Minutes 2014-2015 Founder's District Council La Mirada, California April 25, 2015

The 2014-2015 Toastmasters Founder's District Council met on April 25, 2015 at 8:05 a.m. with District Governor, Linda Ulrich, DTM presiding.

The District Council Meeting was held at the Holiday Inn, 14299 Firestone Blvd, La Mirada, CA

- C.W. Gruenig, ACS, CL assembled the audience at 8:05 a.m.
- District Governor, Linda Ulrich, DTM, called the District Council Meeting to order at 8:06 a.m.
- Pledge of Allegiance was led by Tony Clement, CC
- Inspiration conducted by Nigel Blackwell, ACB, ALB
- District Mission Statement read by Susan Foy, ACB, ALB
- Toastmaster Values and the Value of Community provided by Tony Clement, CC

#### **DISTRICT COUNCIL**

District Governor, Linda Ulrich, DTM welcomed all attendees. District Governor, Linda Ulrich requested that Club Presidents, and Vice-President's of Education stand for acknowledgement and stated that they were the purpose for being here. District Governor, Linda Ulrich acknowledged the dignitaries in attendance, Parliamentarian, Darrell Zeller, DTM, PDG, District 12 and District Secretary, Gwen Earle, DTM.

A five-minute break was called at 8:33 a.m. for the movement of automobiles from non-parking zones to avoid being towed. The District Council Meeting resumed at 8:43 a.m. The District Governor, Linda Ulrich referenced the business meeting packet that included supported documents pertaining to the topics discussed at the business meeting.

#### APPOINTMENT OF MINUTES APPROVAL COMMITTEE

District Governor, Linda Ulrich, announced the Minutes Approval Committee: Gayle Larkin, DTM – Chair Linda Denton ACS, ALB – Assistant Valerie Ojeman, ACB, ALB – Assistant

It is noted that Jeanne Cassidy, DTM served as back-up assistant on the minutes committee.

### APPOINTMENT OF TIMER

Timer, Francis Stein, DTM. Assistant Timer, Edith Alson, ACG, ALB

#### **CREDENTIALS COMMITTEE REPORT** – District Secretary, Gwen Earle

- 227 Clubs 2 votes each
- 454 possible votes
- One third (1/3<sup>rd</sup>) is required for a quorum which was 151
- Alfred Herzing, DTM, PDG, PIP requested the count of district officers and the majority vote
- District Secretary assembled the members of the credentials desk for verification. As a result:
- There were 223 registered voting delegates that included 32 district officers



- The majority vote was 112
- The two thirds (2/3rds) vote was 149

# ADOPTION OF BUSINESS MEETING AGENDA

District Governor, Linda Ulrich, DTM called for a motion to adopt the Business Meeting Agenda.

 Motion brought by Albert Herzing, DTM, PDG, PIP; second by Wes Hoover, DTM, PDG; motion carried.

**ADOPTION OF BUSINESS MEETING GROUND RULES** (page 2 in the business meeting packet) Adopted with no objections.

### ADOPTION OF CONSENT AGENDA

It was noted that Alfred Herzing's designation was corrected to PIP. Peg Klinck's name and club 999941 were corrected in the November 8, 2014 business meeting minutes. The Consent Agenda was adopted with no objections.

### **OLD BUSINESS**

District Revised Budget Report, by District Treasurer, Diane Beall, DTM

- Question by Michael Alexander, club #130245 on the budget report in March explanation for the amendments; significant difference want a brief explanation for the budget amendment.
- District Treasurer, Diane Beall noted page 11 & 12 of the business meeting packet explanation on net income and reason for expenses being adjusted – International Conference travel and expenses, communications were all more than what we budgeted.
- Amendments to the original budget were in the areas of conference expense, original was \$38,100 and the amended is \$38,900, communication and PR expense original budget was \$11,639 and the amended is \$15,639, and travel expense, original is \$19,940 and the amended is \$23,440.
- This is based on actual costs of the fall conference, post card mailings, and actual cost to Kuala Lumpur for the international convention.
- There was a question as to whether an amendment can be made after the fact.
- Lou Ann Frederick, PDG, DTM, club #825670 commented that it was irregular; and too late to change the budget; changes are to be in the variance report at the end of the year; requested to leave budget with an \$8,000 loss.
- Discussion of recommending a no vote on budget.
- Diane Beall stated that the budget amendment is per TI guidelines.
- Lou Ann Frederick, PDG, DTM, club #825670 believes it is not proper parliamentarian procedure to amend the budget at this time because it was voted on in the Fall.
- Bob Hollis, Club #3836 asked if there was a there a motion on the floor.
- Lou Ann Frederick, DTM, PDG, club #825670 initiated a motion to not ratify the amended budget. Seconded by Bob Hollis, club #3836, therefore the motion was carried.
- Marie Hulett, club #8951 Watermeisters requested that past minutes be checked to ascertain the status.
- District Treasurer, Diane Beall responded that the amended budget was voted on at the DEC meeting in March.
- Motion not to ratify the amended budget was passed.



#### **NEW BUSINESS**

#### Election of District Officers, Nominating Committee Chair, Harry Yan, DTM, IPDG

- Nominating committee report (listed on page 13 of business meeting packet)
- Reading of candidate list candidates were asked to stand:
  - District Director Pan Kao, DTM
  - Program Quality Director Siri Payakapan, DTM
  - Club Growth Director Daniel Cossack, DTM
  - Division B Director Michelle Bender, ACS, ALS
  - Division B Director Naga Net, ACB, ALB
  - Division C Director JonClaud Pinto, DTM
  - Division D Director Anna Shcherbak, CC, CL
  - Division E Director Eric Miller, CC, ALB
  - o Division F Director David Moore, ACS, ALB
  - Division H Director Tomofey Ovcharenko, ACS, ALB
  - Floor candidate list Page 13 of Business Packet
    - District Director Karen Baumgartner, ACS, ALB
      - District Director Donald Herrera, ACS, ALS
      - Division A Director Vijay Chidambaram, CC, CL
      - o Division G Director Marie-Noelle C. Palermo, ACB, ALB
      - Division H Director Jack Mercica, DTM (new candidate addition)
  - Thank you to the nominating committee
    - Division A Lee Lance, CC, ALB
      - Division B Brian Hsu, ACS, ALS
      - Division C Norm Stein, DTM
      - o Division D Marsha DeGon, DTM
      - Division E Alex Ruiz, ACB, CL
      - Division F Frannie Stein, DTM
      - o Division G Lauren Kelly, DTM, PDG, PID
      - Division H Glenn Yasukochi, DTM
      - o District Nominating Committee Chair Harry Yan, DTM, IPDG

### Election of District Officers, District Governor, Linda Ulrich, DTM

- Thanked everyone for their continued service
- Reviewed the Rules and Bi-laws
- Going forward Governors will be called Directors
  - Elections will start with the District Director
    - Pan Kao, DTM
    - Floor nominations
      - Bob Hollis, club #3836, Anaheim Breakfast, nominated Division D Governor, Donald Herrera for District Director.
      - Mark Lucas representing club #1010248, (Cal Tech Toastmasters) nominated Division H Governor, Karen Baumgartner.
    - Confirmed that each candidate signed a release and is willing to serve Donald Herrera and Karen Baumgartner both confirmed.
    - Each candidate has 2 minutes timer is set (all three candidates presented)
      - Speeches by candidates for District Director.
    - Nominations were closed.
    - The vote was called.



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- Steve Itzkowitz, club #2124227 Brewmeisters expressed concerned that some voting delegates do not have ballots; District Governor, Linda Ulrich responded that the credentials desk was closed according to the published time schedule; some delegates did not report to the credentials desk on time; District Governor, Linda Ulrich indicated that there is a Quorum and no need to re-open the credentials desk.
- Reviewed voting process including counting of ballots candidate names on page 13
- Election results: 254 votes, 2 votes invalid, 118 Pan Kao, 91 Donald Herrera, 45 Karen Baumgartner.
- Run-off between Pan Kao and Donald Herrera.
  - Run-off vote for District Director
    - 251 total votes
    - Pan Kao received 145 votes
    - Donald Herrera received 106 votes
  - Pan Kao was elected as District Director
- Siri Payakapan, DTM has been nominated for Program Quality Director
  - No nominations from the floor
  - Siri Payakapan Elected as Program Quality Director.
- Daniel Cossack, DTM has been nominated for Club Growth Director
  - No nominations from the floor
  - Daniel Cossack, DTM was elected as Club Growth Director
- Division B Director had two candidates nominated.
  - Michelle Bender, ACS, ALS and Naga Net, ACB, ALB.
    - Nominations from the floor:
      - Division A Lori Shapiro, club #3672902, (Irvine Project Masters) nominated Vijay Chidambaram #3672902, (Irvine Project Masters)
        - Vijay Chidambaram accepted and has completed the proper paperwork
    - 250 Votes and 0 invalid.
      - Michele Bender, ACS, ALS received 101 votes.
      - Naga Net, ACB, ALB received 49 votes.
    - Michelle Bender, ACS, ALS was elected as Division B Director.
- The election process continued and results were as follows:
- Division C Director JonClaud Pinto, DTM
- Division D Director Anna Shcherbak, CC, CL
- Division E Director Eric Miller, CC, ALB
- Division F Director David Moore, ACS, ALB
- Division H Director Timofey Ovcharenko, ACS, ALB
  - From the floor Mark Lucas, club #1010248 nominated Jack Mercica, DTM, club #7849
    - Votes 228 votes 1 invalid
      - Tim Overcharenko, ACS, ALB received 151 votes
        - Jack Mercica, DTM received 77 votes

### District Treasurer Report, Diane Beall, DTM

- As of March, books were not complete because some division treasurers have not submitted reports.
- Report is complete through February.
- March needs to be added to report (Page 15 of the business meeting packet).
- Expenses increased by \$40,733.34. There is a net income of \$19,851.15.
- Much discussion occurred regarding the budget and the expenses namely on the travel expense to Kuala Lumpur and the communication and PR expenses.



- Lou Ann Fredericks, DTM, PDG, club #825670 suggested that the District Treasurer, Diane Beall not ask for approval.
- There several comments on money spent on the International Convention in Kuala Lumpur where discussion followed.
- Adrian Haymond, club #2524 asked if an itemized report could be sent to members for transparency due to the large amount of funds spent.
- Gerald Fleishman, club #6570, Surf City Speak N Lead asked what is the negative \$110 for fund raising. District Treasurer, Diane Beall stated that it is miscoded and needs to be corrected.
- Erica Beggan, club #9377, OCCN Speakers Forum, questioned running the budget season being in a deficit. District Treasurer, Diane Beall stated the Founder's District is not operating at a deficit.
- Lou Ann Frederick, DTM, PDG, club #825670 offered to help provide clarification and stated that there is a reserve savings account and recommended that the District not continue to erode the savings.
- Jack Mercica, Area H-3 Governor, club # 7849 called for a motion to send out detailed financial report to voting members, seconded by Tony Espines, club #979692.
- Motion carried. Treasurer's report will be filed and the Founder's District financial details will be provided to all voting delegates.

### Mid-Year Audit Committee Report, Lou Ann Frederick, DTM, PDG

- Page 14 in business meeting packet.
- Mid-Year audit report was submitted on time.
- The Mid-year review is a checking time. Full financial review will take place at year end.

### Public Relations Officer Report, Robert Kelleman, DTM

- The public relations officer is the best job in Founder's District. The job is to provide support in a fun way. Have a great team.
- Reported on two areas:
  - Facebook communication is up 40% good news with 900 followers.
  - Best follower is an 80 year old woman in Detroit. Robert's mother.
  - Meet-Up presence is a great marketing technique, a valuable tool, started with 11 clubs using Meet Up now we have 56.
  - Added 360 members
  - Need everyone's help to grow the Founder's District presence

#### Lt. Governor Marketing Report, Siri Payakapan, DTM

- Very proud to report 25 strong members on the Marketing Team.
- Completed two marketing workshops with 250 attendees trained. Received training from the World Champion of Public Speaking and New Club Co-Chairs, Norm and Frannie Stein trained all leaders interested in chartering new clubs.
- Chartered 15 new clubs.
  - 7 in Division G thanks to Division G Governor, Marshall Northcott. Marshall Northcott has promised 3 more clubs.
  - Division C Governor, Della Mahone helped in rebranding.
- If all clubs paid, we would meet our goals
- 35 clubs need to pay for us to reach Distinguished status as a District.
- If we retain all clubs (paid) we could reach President's Distinguished status.

### Lt. Governor Education & Training Report, Pan Kao, DTM

- To be a Distinguished District we need 90 clubs.
- Currently have 39 Distinguished Clubs or better.



- Good news is that so far 115 clubs have met 5 or more goals.
- The key is membership. We need members.

# District Governor Report, Linda Ulrich, DTM, District Governor

- Remember our goal Be the number one District in the world.
- The goal is still within our reach it will take each and every one of us striving to reach our potential.
- Leaders from Division G were asked to stand up and be recognized for their outstanding achievement.
- Elevate your potential.

# District Alignment Report, Bob Hudack, DTM, PDG

- Each year, alignment is a guessing game in mid-October because some clubs do not pay their dues. And we usually get some new clubs. For example in November, 37 or 38 clubs had not yet paid dues. It is very likely that 4 or more clubs may be added that don't currently exist. Final decisions are made by the District Director Elect. Therefore, alignment is always in a state of flux.
- See pages 23-24 in business packet for details by Division.
- Discussion as to why the alignment is needed:
  - Very large district, second to China.
  - Marshall Northcott asked why there are imbalances in the number of clubs by division. An example is Division H.
  - o Bob Hudack, indicated that this year Division G has gone gang busters.
  - Division F & G have shifted previously.
  - Division A & A have shifted previously.

### District Split Committee Report, Victoria Dotson, DTM, PDG

- Victoria Dotson presented the committee report and established the meeting protocol.
  - Only voting members can speak.
  - Voting will be silent and anonymous.
  - Clearly introduce yourself.
  - If you feel your temper will get the best of you, step out of the room.
  - We are here to make a decision that is in the best interest for our members in Founder's District.
  - Each person has 1.5 minutes to speak Frannie Stein, DTM is the timer.
- Committee report was presented in a PowerPoint presentation.
  - History: PPT presentation was created by Alfred Herzing, DTM, PDG, PIP.
    - August 2014 District Governor, Linda Ulrich appointed PDG Victoria Dotson Committee Chair.
    - Oct 2014 Presentation to Founder's DEC.
    - Nov 2014 Presentation at Fall Conference Business meeting to bring to attend of members.
    - Spring 2015 Board of Directors approved assignment of new District number 100.
- Slide with committee members.
- Splits have been implemented in the past: 1944, 1989.
- Slide the TI Organization Chart upside down chart showing members take control of the decision
- Slide Why consider doing a district split?
  - It's much easier to work with 100 clubs vs. 200+ clubs.
  - $\circ$   $\,$  Over the last 5 years we have added 35 new clubs, 1,729 new members.
    - Potential of adding 20-30 additional clubs in the next 2 3 years.
  - 187 paid clubs, 4,000 members.



- We are one of the largest Districts in the world. Only China is larger.
- Our base is 224 paid clubs.
- Slide Benefits of splitting
  - Split at the 22 Freeway.
  - Per TI policy, the District with the oldest club retains the original designation: Founder's District.
  - New Northern District will be called District 100.
  - Nice solid base of approximately 118 clubs per District.
  - One District doesn't get loaded with low performing clubs.
  - Easier workload for Top District Leaders.
  - More Top District Leadership Opportunities available.
- Slide Concerns:
  - Support for the District 100.
    - Draining Founder's District Resources.
    - Split will not take place over two years.
      - 1 year train leaders.
      - 2 year help low member clubs improve.
- Vote Yes or No to the proposed split.
- Next steps:
  - 2016 a year for members to train.
  - 2017-2018 will elect own officers
- Lauren Kelly, DTM, PDG, PID, club #6463 asked what the number of clubs for each group.
- Michael Alexander, club #1302045, thanked Victoria Dotson, PDG for the unbiased presentation Page 11 of the amended budget states net income of a loss in the amount of \$16,000 – if we split the District expenses/costs will increase, and do we have the income for this?
  - Committee Chair, Victoria Dotson, PDG stated that a full study has not been made although anticipates that the conferences will be less expensive because of a smaller venue; marketing expenses will also decrease along with other expenses.
- Glenn Yasukochi, club #7849 If all these unpaid clubs drop will that create a need for realignment?
  - Victoria Dotson, PDG responded with Yes the 22 is the split North = District 100, South will equal the Founder's District
- Erica Beggan, club #9377, asked is it true that this effort is being done by volunteers?
  - Victoria Dotson, PDG responded Yes, they do not get paid.
  - Richard Lombardi, club #192 asked what is the next largest District?
    - Victoria Dotson, PDG responded China.
- Richard Lombardi, club #192 asked when clubs split in the past what was the biggest problem.
  - Paul Clark PDG -District 12, not a voting delegate I was part of the District 12 split
    - biggest problem was support and leadership however, it was a successful split and they became Distinguished.
- John Muse, club #9331 If they move, will they be part of 100?
  - Victoria Dotson, PDG responded Yes.
- Ed Smith, club #4842 asked how can we make a decision about the boundary.
  - Victoria Dotson, PDG responded that the 22 is the set boundary at this time.
- Lou Ann Frederick, PDG club #825670 initiated a motion to move the split decision be referred back to committee for more detailed information on club alignment and expansion of committee members.
  - It was seconded by Lauren Kelly, PDG, PID. Motion carried forward for a vote.
    - Results: 147 voted to go back to committee and 94 voted to move forward. The Split Recommendation will be sent back to committee.



### Revitalized Education Program, Colette Gardner, DTM, PDG

- The presentation time was reduced due to the lengthy nature of the previous segments of the business meeting. More information will be provided at a later date.
- Refer to a 5 page handout provided by the presenters.
- Wes Hoover, DTM, PDG flew in from Texas to assist with the presentation.
- Referred to handout in business meeting packet.
- TI has been working on the revitalization of the education program since 2010.
- TI serves members throughout the world.
- 8 languages.
- Personal and professional life development.
- Reviewed several slides.
  - Progress of Project
  - Estimated timeline
  - Program Goals
  - Foundation: serve members
  - Progress has been made on:
    - Needs Assessment
    - Content Design
    - Content Development
    - Vendor Selection Virtual Learning Environment
- More in depth information will be provided at the next LACE training.

### Announcements, District Governor, Linda Ulrich, DTM

- What will it take to complete the conference evaluation? Just do it. Either the paper ones or on line.
- International Conference will be held at Caesar's Palace in Las Vegas, August 12 15, 2015; August 13<sup>th</sup> is semi-finals; August 15<sup>th</sup> is the finals.
- Go to Toastmasters International website for more information.
- Jesse Oakley is the international conference volunteer coordinator website www.LVTMCONV2015.com – or access Facebook to contact him. Volunteers are needed to assist with the International Convention.
- LACE Training has been scheduled June 13<sup>th</sup> and 27<sup>th</sup>.
- Next Business Meeting Saturday November 7, 2016.

### Conclusion

District Governor, Linda Ulrich, DTM adjourned the District Council Business meeting at 11:42 a.m. on April 25, 2015.

Submitted By:

Gwen Earle

Gwen Earle, DTM 2014-2015 Founder's District Secretary

Distribution: District Officers, District Chairs, Club Officers



Approved by:	
Gayle Larkín	6/3/15
Gayle Larkin, DTM, Minutes Approval Committee Chair	Date
Jeanne Cassidy	6/3/15
Jeanne Cassidy, DTM, Minutes Approval Committee Member	Date
Linda Denton	6/3/15
Linda Denton, ACS, ALB, Minutes Approval Committee Member	Date
Valerie Ojeman	6/3/15
Valerie Ojeman, ACB, ALB, Minutes Approval Committee Member	Date



To: Pan Kao, DTM, 2015-2016 Founder's District Director

From: Jeffrey L. Chess, DTM, Past District Governor, 2014-2015 Founder's District Audit Committee Chair

Subject: 2014-2015 Founder's District's Year-end Audit Report

Date: October 8, 2015

This report covers our review of the Founder's District's financial records (including divisions which are considered to be part of the district's financial records) for the period of January 1, 2015 to June 30, 2015.

The audit committee performed the audit in accordance with the procedures outlined in Toastmasters International (TI) Audit Committee Guidelines. After we completed the audit, we provided the required documentation to TI. In summary, I am pleased to report that TI accepted the documentation and the audit has been filed.

Finally, my gratitude goes to audit committee members, Lou Ann Frederick, DTM, Past District Governor, and Alexander Ruiz, ACS, CL, Past Division Governor, for their service to the district.

Copy furnished:

Linda Denton, ACG, ALB, Administration Manager Audit Committee members: Lou Ann Frederick, DTM, Past District Governor

Alexander Ruiz, ACS, CL, Past Division Governor

Budget Currency: Flacel Year	F USD 2018-2016			1975 - 1985 1977 - 1985 1978 - 1985	laat 1910 - 11 Eve								
	Jul-16	Aust		Oct-16	Nov-16	Dec-16	Jan-16	Feb-16	New Contraction	Apr-18	Mav-10	Jun-14	Total
Membership revenue	1,194	946	20.713	9.270	2,760	1,003	1,320	2,000	22,162	9,296	3.444	3,700	77,879
Comprende revenue Fundraising revenue					nop'at					000121			068,650
TLI revenue		•			•		12,500			•	•	12,500	25,000
Speech contest revenue	•		10,295	6,607	e ae e ae				10,200	6,907			34,404
Constravenue Total revenue	1,194	948	31,008	18,177	18,560	1.003	13,820	2,069	32,457	35,255	3,444	16,200	172,133
Contennos expense					15,300				10 B.	18,480	6795 • • • •	1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 - 1990 -	33,760
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Communications & public relations exper-	400	99	1,580	3,020	1,060		480		098	1.670	8	2	14,440
Education & training expanse Snearh minteet extrance	2,007	3,000	1,066	(108) 1000	367	1,873	1.00	1,702	1,058		367	1987	10,318
Administration expense	2,800	1,070	26	370	26	2	4,270	220	370	6	99	370	13,180
I ravel expense Other expense		909'8	8.			8	078		8.	2	999	8.	12,020
	8,757	24,763	9,218	8,282	20,638	6,435	24,111	5,280	10,748	28,307	4,045	24,003	174,483
District net Income/(low)	(2,563)	(23,817)	21,792	7,895	(1,978)	(5,432)	(10,291)	(3.211)	21,711	6,948	(601)	(1,803)	(2.350)
We, the undereigned, certify that this budget and narrative cover event and manage and managed and narrative cover detection the inancial rescurces antrunted to the detrict towerd achieving the detrict meaken and will be presented to the detrict towerd achieving approvel at its next meeting. Detection Mari Hay Akayaya 10/3/15 Program Quality Director Detection Club Growth Director Detection	udget and narrative of the dentity tower and to the dentity tower addition to the district country of the dentity tower addition to the district country of the dentity tower addition to the district country of the dentity to the dentity tower addition to the district country of the dentity to the dentity to the dentity to the dentity tower addition to the dentity	I of a budget and a budget undi for Date Date Date		Conference acpense Fundrating acpense Fundrating acpense Marketing acpense Marketing acpense Education & training expense Education a training expense Speech context expense Administration acpense Communications acpense Communications acpense Communications acpense Travel expenses	eanee Banee Anthe cynenee Bybernee Bybernee Bybernee		Total 33,776 33,676 33,676 15,440 15,440 15,440 12,180 12,625 12,625 12,625 12,625	8.17.4% 41.4% 41.4% 27.2% 7.2% 7.2% 0.0%	Policy Max Untilmited 30.0% 25.0% 20.0% 20.0% 10.0%		Cash & Cash Equivalents per Batance Sheet as of June 30, 2015 - Sheet as of June 30, June 30, 2016 - Memahing funds at Year-and (astimated)*** This amount is provided by V Headquarters in an email.	Cash & Cash Equivalents per Batance Sheet as of June 30, 131,131,3 2015 113,131,3 Retention amount needed on 19,47 June 30, 2016 119,47 Remaining funds at Year-and 109,311,35 (estimated)** (astimated)** this amount is provided by World Headquarters in an email.	131,131,35 19,470 109,311.35 dd hing funds et s possible hunds et

Area		Last Name	First Name	Email
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Finance Manager		Ruiz	Alexander	famous_90660@yahoo.com
Public Relations Manager		Briscoe	Jill	jillb.tm@gmail.com
Logistics Manager		Felsted	Brent	brent.felsted@gmail.com
Logistics Manager		Olson	Ken	ken.olson@siemens.com
Area	Division	Last Name	First Name	Email
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